

## REGULAR MINUTES

### Tulsa Development Authority Board of Commissioners Regular Meeting

One Technology Center  
175 East 2<sup>nd</sup> Street  
Tulsa, OK 74103  
10<sup>th</sup> Floor North Conference Room

Thursday – March 3, 2016

8:30 a.m.

#### **Present:**

Roy Peters, Chairman  
Steve Mitchell, Vice Chairman  
Julius Pegues, Commissioner  
Carl Bracy, Commissioner  
Nancy Roberts, Commissioner  
O.C. Walker II, Executive Director  
Jot Hartley, General Counsel

#### **Absent:**

#### **Also Present:**

Roger Acebo  
Kevin Anderson  
Tom Baker  
Howard Barnett  
Clay Bird  
Ron Bussert  
Linn Cain  
Andrew Coffey  
Frank Davies  
David Dryer  
Jim East  
Melissa East  
Bob Eggleston  
Meagan Farley  
Derek Gates  
Jim Hackett  
Peyton Haralson

#### **Also Present:**

Bob Jack  
Norman Kildow  
Jean Lu  
Bob Martin  
Joe O'Conner  
Gary Parkes  
Andrew Shank  
Robert Skeith  
John Snyder  
Casey Stowe  
Bob Sullivan  
Mike Thedford  
Cecilia Wilkins  
Will Wilkins  
Dennis Whitaker  
NaTasha Bunch-Everly  
Jane Malone

**The regular meeting was called to order at 8:33 a.m. by Chairman Peters. Decisions will be made, votes and action taken. A quorum was established. The Agenda will be followed as printed. Reports and supporting documentation were distributed for**

**this meeting and will be incorporated by reference to the minutes and filed with the meeting packet.**

- 1. Roll Call:** Jane Malone called roll: Chairman Peters, Commissioner Pegues, Commissioner Bracy, and Commissioner Roberts were present. Vice Chairman Mitchell arrived at 8:40 a.m. A quorum was present.
- 2. Routine, Repetitive Items for Action:**
  - a. Minutes of February 4, 2016 Regular Meeting
  - b. Minutes of February 4, 2016 Executive Session Meeting

Commissioner Pegues moved to approve the minutes, Agenda Items 2. a., and 2.b., seconded by Commissioner Bracy. The vote was recorded as follows:

**Ayes: Peters, Pegues, Bracy, and Roberts**

**Nays: None**

**The motion passed unanimously**

- 3. Executive Director's Monthly Report- A copy of this report was included in the Commissioner's packets. Copies of the Report were available at the table in the rear of the room.**

- 1. Project Status Update**

- C. Fire Station No. 1 - CORE Associates, LLC:**

Mr. Walker stated the City of Tulsa has transferred the subject property to TDA to dispose of the site. TDA will schedule a closing and remit proceeds to the City of Tulsa. General Counsel Hartley stated, the City of Tulsa Attorney Office requested amending the Quit Claim Deed to ratify an easement.

- H. YMCA Lofts Project:**

Executive Director Walker explained that the YMCA Lofts is an Agenda item today for another Draw Request. Also on the Agenda today are Blue Dome Box Yard, First Street Lofts, and DG TUL, MLK, formerly the Petrous Group.

- 2. Tax Increment Finance Study of Eastern Portion of Downtown Tulsa**

The Blue Dome TIF is expected to terminate in the spring of 2016. The expenses associated with the Blue Dome TIF are being tabulated. Mr. Clay Bird stated, this is an Agenda item for the City Council meeting today.

Executive Director's report was accepted by the Board.

4. **Staff Reports and Discussion – City of Tulsa (C.O.T.)**

a. **TIF Report Update – Mike Thedford: A copy of the report is included in the Commissioner’s packets:**

- **Blue Dome Lighting Project: Fund No. 6967** – Recommendation that the full remaining \$1,235,858.97, for the Blue Dome TIF be encumbered for the final design and construction of the project.
- **Proposed streetscape improvements to Cameron Street: Fund No. 6963** – Streetscape enhancements meeting Brady District Standard – Plans have been sent to City of Tulsa Transportation Design Section for review prior to bidding. Estimated overall cost is approximately \$375,000.00. It is being requested that the TDA Board approve a Brady TIF expenditure in this amount for the project construction.
- **Elgin streetscape improvements: Fund No. 6967** – No new information.

Mr. Thedford responded to questions and concerns from the Board.

b. **North Peoria TIF Update – Derek Gates: A copy of the report is included in the Commissioner’s packets:** Mr. Derek Gates was absent and Executive Director Walker stated lights for North Peoria is the most requested project from the North Peoria TIF community and Mr. Gates is moving forward with meetings to solicit assistance with the maintenance and utility costs of the lights.

c. **Elm Creek/6<sup>th</sup> Street Drainage Detention and Conveyance Plan – Roger Acebo: A copy of the report is included in the Commissioner’s packets:** Mr. Roger Acebo stated approximately 60 people attended the community meeting on February 18, 2016. Eleven more owners have contacted City staff indicating a possible willingness to sell. The next step is to obtain appraisals for the additional 11 properties. Approval for a contract with Universal Field Services is on the Agenda. Mr. Acebo responded to questions and comments from the Board.

5. **General Counsel**

a. **Pending Litigation Report was included in the Commissioner packets:** General Counsel Hartley provided the monthly pending litigation report. General Counsel Hartley reported that any changes or new items are indicated in “**BOLD**” print. He also provided a status and overview of the report.

**Lien Foreclosure:**

▪ **Alpine Roofing, LLC v. MGT Construction Management, East End Village, LLC; Larson Development, TDA and others:**

Counsel for the parties are discussing details of conducting depositions of representatives of East End Village and MGT Construction Management in early April 2016. There are 21 Attorneys representing clients on this case.

**Breach of Contract and Lien Foreclosure Counterclaims:**

▪ **East End Village, LLC v. MGT Construction Management, Inc. et al:**

Action filed by East End Village, LLC in response to the lawsuit brought by subcontractors in CJ-2015-1898. This case has been consolidated with the CJ-2015-2212 case.

**Other:**

▪ **Novus Homes (Wilkins)**

Redevelopers have failed to provide financial ability to construct documentation following a 90 day extension until November 13, 2015. TDA denied another extension request at the December 2015 meeting and has declared default. The notice of default was served on December 22, 2015. No documents to cure were received by the February 20, 2016 deadline. The Wilkins have requested consideration of a new development for the 120 Project with the Parkes Development Group. This is an Agenda item for the Executive Session today and further discussion will occur at that time.

**6. Discussion, consideration, and vote to accept Financial Reports**

- a. **January 2016 - Income and Expenditure Report - included in the Commissioner packets:** Norman Kildow provided an updated report and an overview of the Income and Expenditure Report to the Commissioners and answered questions.
- b. **Comparative Financial Statements - included in the Commissioner's packets:** Norman Kildow provided an updated report, gave an overview of the Comparative Financial Statements, and answered questions from the Board.

After discussion, Commissioner Bracy moved to accept the Tulsa Development Authority Financial Report for January 2016 and Comparative Financial Statements for January 2016, and approve **Resolution No. 6186**, seconded by Commissioner Roberts. The vote was recorded as follows:

**Ayes: Peters, Mitchell, Pegues, Bracy, and Roberts**

**Nays: None**

**The motion passed unanimously.**

**7. Receive, Discuss, and Vote:**

- a. Discussion, consideration, and vote to authorize a Resolution approving a request from Boxyard LLC to allow the usage of Blue Dome TIF Funds for streetscaping and infrastructure improvements for TDA owned property located on the Southwest Corner of East 3<sup>rd</sup> Street and South Frankfort Avenue, Tulsa, Oklahoma:** Executive Director Walker stated this is a request from Casey Stowe for \$203,762.00 for streetscaping, utility improvements, General Contractor, Contractor Over Head Profit, Project Architect, and Electrical Engineering. After discussion, Commissioner Roberts moved to approve **Resolution No. 6187**, authorizing expenditure of funds from the Blue Dome TIF for Construction of Improvements located in the public right-of-way for the Boxyard, LLC Project not to exceed \$203,762.00. Vice Chairman Mitchell seconded the motion. The vote was recorded as follows:

**Ayes: Peters, Mitchell, Pegues, Bracy, and Roberts**

**Nays: None**

**The motion passed unanimously.**

- b. Discussion, consideration, and vote to authorize temporary use of the University Center at Tulsa land located East of Martin Luther King Jr., Blvd., between East King Street and East Jasper Street, Tulsa, Oklahoma, for Drexel Academy:** Mr. Howard Barnett, General Manager of UCAT and Mr. Joe O'Conner, Executive Director of Drexel Academy, were present and provided an update including resubmitted plans. They responded to questions and concerns from the Board. After discussion, Commissioner Roberts moved to approve **Resolution No. 6188**, approving proposed development plans and lease agreement between University Center at Tulsa Authority and the Drexel Academy, Inc. for temporary use of property located at the Northeast Corner of Martin Luther King Jr. Blvd., and East Jasper Street, Tulsa, Oklahoma (301 East Jasper Street). Vice Chairman Mitchell seconded the motion. The vote was recorded as follows:

**Ayes: Peters, Mitchell, Pegues, Bracy, and Roberts**

**Nays: None**

**The motion passed unanimously.**

- c. Discussion, consideration, and vote to approve a Resolution authorizing Draw Request No. 5 from TDL NOW, LLC in the amount of \$175,000.00 for the YMCA Lofts Project, a/k/a YMCA Building Project, on property located at 515 S. Denver Avenue, Tulsa, Oklahoma:** Executive Director

Walker invited Mr. John Snyder and Mr. Bob Jack, representatives with TDL Now, LLC, to provide a status update of the YMCA Lofts Project. They provided the Board with a project update and requested the Draw Request be approved. After discussion, Commissioner Bracy moved to approve **Resolution No. 6189**, approving payment of Advance Request No. 5 in the amount of \$175,000.00 to TDL NOW, LLC pursuant to Redevelopment Agreement for the YMCA Lofts Project, a/k/a YMCA Building project – 515 S. Denver Avenue, Tulsa, Oklahoma. Commissioner Pegues seconded the motion. The vote was recorded as follows:

**Ayes: Peters, Mitchell, Pegues, Bracy, and Roberts**  
**Nays: None**

**The motion passed unanimously.**

- d. **Discussion, consideration, and vote to approve a Resolution authorizing termination of a Redevelopment Agreement between DG TUL MLK, LLC and TDA for the sale and redevelopment of Lots 8 through 15, Block 4 Dickason, Goodman Addition, located on the Northeast Corner of Martin Luther King, Jr., Boulevard and East Queen Street, Tulsa, Oklahoma:** Executive Director Walker stated the Redeveloper is requesting to terminate the Redevelopment Agreement and return the Good Faith Deposit. The Redeveloper is making this request because the needed approval for rezoning the land was denied. The Redeveloper has exhausted all possibilities in obtaining the necessary approvals. Executive Director Walker recommends terminating the Redevelopment Agreement and retaining the Good Faith Deposit for TDA expenses. After discussion, Commissioner Pegues moved to return the Good Faith Deposit in the amount of \$2,650.00 and approve **Resolution No. 6190**, approving termination of the Redevelopment Contract with DG TUL MLK, LLC for the sale and Redevelopment of Lots 8 through 15, Block 4, Dickason Goodman Addition, located at the Northeast Corner of Martin Luther King Jr., Boulevard and East Queen Street, Tulsa, Oklahoma. Vice Chairman Mitchell seconded the motion. The vote was recorded as follows:

**Ayes: Peters, Mitchell, Pegues, Bracy, and Roberts**  
**Nays: None**

**The motion passed unanimously.**

- e. **Discussion, consideration, and vote to approve a Resolution authorizing Supplemental Agreement No. 1 to the Professional Services Agreement for the 6<sup>th</sup> Street Infill Project between Universal Field Services, Inc. and TDA:** Mr. Roger Acebo stated this is a request to approve a Supplement to the Professional Services Agreement with Universal Field Services for the Relocation Services for the 6<sup>th</sup> Street Infill Project. After discussion, Commissioner Bracy moved to approve **Resolution No. 6191**, approving

Supplemental Agreement No. 1 for Relocation and Consulting Services for the Elm Creek/6<sup>th</sup> Street Project between Tulsa Development Authority and Universal Field Services. Commissioner Pegues seconded the motion. The vote was recorded as follows:

**Ayes: Peters, Mitchell, Pegues, Bracy, and Roberts**  
**Nays: None**

**The motion passed unanimously.**

**Commissioner Bracy moved to go into Executive Session at 9:29 a.m., seconded by Commissioner Roberts. The vote was recorded as follows:**

**Ayes: Peters, Mitchell, Pegues, Bracy, and Roberts**  
**Nays: None**

**The motion passed unanimously.**

**8. Executive Session: Discussion, consideration and vote to go into Executive Session as authorized by 25 O.S. §307(b)(4) for confidential communications with TDA General Counsel regarding a pending investigation, claim or action upon determination by the TDA Board of Commissioners, with the advice of its General Counsel, that disclosure will seriously impair the ability of the TDA Board of Commissioners to process the claim or conduct a pending investigation, litigation, or proceeding in the public interest and/or 25 O.S. §307(c)(10) for the purpose of conferring on matters pertaining to economic development for which public disclosure of the matter discussed would interfere with the development of products or services or if public disclosure would violate the confidentiality of the business:**

- a. Confidential communication with Counsel regarding Redeveloper's request for reconsideration of an amendment to a Redevelopment Agreement between William (Will) Wilkins, Cecilia Wilkins, Novus Homes, LLC and W3 Development for extension of time to cure default and negotiate participation by Parkes Development Group, LLC for the Towne Place Suites project located on the Northwest Corner of East Archer Street and North Elgin Avenue, Tulsa, Oklahoma. [25 O.S. §307(b) (4) and §307(c) (10).]
- b. Confidential communication with Counsel regarding the 5th Amendment to a Contract for sale of Land for private Redevelopment between One Place SE and TDA for property located on the Northwest Corner of South Denver Avenue and East 3<sup>rd</sup> Street South, Tulsa, Oklahoma. [25 O.S. §307(b) (4) and §307(c) (10).] [25 O.S. §307(b) (4) and §307(c) (10).]
- c. Confidential communication with Counsel regarding an update on the First Street Lofts project, located at 310 E. First Street, Tulsa, Oklahoma. [25 O.S. §307(b) (4) and §307(c) (10).]

- d. Confidential communication with Counsel regarding the status of the Redevelopment Agreement dated June 30, 1986 between the University Center at Tulsa and the Tulsa Development Authority. [25 O.S. §307(b) (4) and §307(c) (10).]

**Commissioner Bracy exited the meeting at 10:21 a.m.**

9. **Vote to Return to Open Session:** Commissioner Pegues moved to return to open session at 10:48 a.m., seconded by Commissioner Roberts. The vote was recorded as follows:

**Ayes: Peters, Mitchell, Pegues, and Roberts**

**Nays: None**

**The motion passed unanimously.**

10. **Statement of the Executive Session:** During Executive Session, all Commissioners of the Authority who were present for this meeting were present for the Executive Session, with the exception of Commissioner Bracy, who left at 10:21 a.m. The Authority maintained a quorum. During the Executive Session, the items on the published Agenda were the only items discussed. No votes were taken during the session. This will constitute the minutes of the Executive Session.

11. **Discussion, consideration and vote on items discussed in Executive Session:**

- 8.a. **Wilkins/Parkes Development Group** – Approve or Deny request for Reconsideration of an Amendment to Redevelopment Agreement. After discussion, Vice Chairman Mitchell moved to deny request for Reconsideration of Amendment and approve **Resolution No. 6192**, denying request to Reconsider previous denial of Request for extension of Redevelopment Contract with William (Will) Wilkins, Cecilia Wilkins, Novus Homes, LLC, and W3 Development, LLC for the Redevelopment of TDA owned property located at the Northwest corner of Elgin Avenue and Archer Street, Tulsa, Oklahoma. Commissioner Roberts seconded the motion. The vote was recorded as follows:

**Ayes: Peters, Mitchell, Pegues, and Roberts**

**Nays: None**

**The motion passed unanimously.**



8.b. **One Place SE** – Approve or Deny request for Fifth Amendment. After discussion, Commissioner Pegues moved to approve **Resolution No. 6193**, approving execution of Fifth Amendment to Redevelopment Contract with One Place LLC, Now One Place SE, LLC, for the purchase and Redevelopment of real property located on the Northwest corner of South Denver Avenue and East 3<sup>rd</sup> Street South, Tulsa, Oklahoma. Vice Chairman Mitchell seconded the motion. The vote was recorded as follows:

**Ayes: Peters, Mitchell, Pegues, and Roberts**  
**Nays: None**


**The motion passed unanimously.**

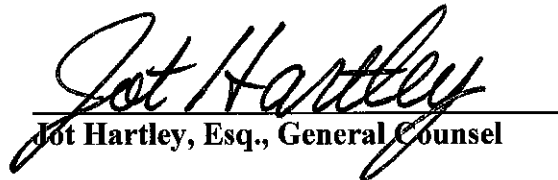
12. **New Business:** None.

13. **Adjournment:** Chairman Peters adjourned the meeting at 10:51 a.m.

**Tulsa Development Authority**

**Approved as to legal form and adequacy:**

  
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**Roy Peters Jr., Chairman**

  
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**Jot Hartley, Esq., General Counsel**

[3-3-2016 – Regular Meeting Minutes - (nbc-)]