

REGULAR MINUTES

Tulsa Development Authority Board of Commissioners Regular Meeting

One Technology Center
175 East 2nd Street
Tulsa, OK 74103
10th Floor South Conference Room

Thursday – September 3, 2015
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:

Linn Cain
Andi Clinger
Andrew Coffey
Jim Coles
Leon Davis
Derek Gates
Norman Kildow
Robert Lehcam
Jinzony Li
Jean Lu
Joyce McClellan
Ray Meldrum
Julie Miner

Also Present:

Tina Patel
Marvin Shirley
John Snyder
Mike Thedford
Steven Watts
Dennis Whitaker
NaTasha Bunch-Everly
Jane Malone
Carol Young

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. Chairman Peters recognized Dr. Joyce McClellan with Tulsa Technology Center. He stated this meeting is the first meeting with the one meeting a month format.

1. **Roll Call:** Jane Malone called roll; Chairman Peters, Commissioner Pegues, Commissioner Bracy, and Commissioner Roberts were in attendance. Vice Chairman Mitchell arrived at 8:45 a.m. A quorum was present.

2. **Routine, Repetitive Items for Action:**

- a. Minutes of August 6, 2015 Work Study Session
- b. Minutes of August 6, 2015 Executive Session Meeting
- c. Minutes of August 13, 2015 Regular Meeting

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

Ayes: Peters, Mitchell, 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.**

1. **Project Status Update**

- **Tulsa Urban Development Group, LLC, d/b/a Urban8:** 8 single family dwellings. On August 20, 2015, Chairman Peters and Executive Director Walker met with Ms. Hovell to discuss the status of the project. General Counsel Hartley explained that all parties are in agreement concerning the division of Lot 10. General Counsel Hartley also explained the Greenwood Partners partnership, and stated all parties are ready to move forward with the agreement. [Location of the property: North of 3rd Street, between Greenwood Avenue and Kenosha Street.]
- **The Edge at East End Village (Hartford Commons, LLC):** 162 apartments. Framing is underway in Building No. 2. Four buildings will have four floors and two buildings will have two floors. Stairwells and elevator shafts are in place. Rough electrical and plumbing is underway. The parking garage deck is being prepped for pouring and final unit selection has been made. The redevelopers hope to deliver the clubhouse and first set of units early 2017. [Location of property: SE corner of Greenwood Ave. and E. 2nd Street.]
- **100 Boulder, formerly Maplevue Associates, Inc.:** 18 Condominium units. The project is complete. The redeveloper is working with the City of Tulsa Permit Center for a Certificate of Occupancy. The redeveloper reported four units have been sold. [Location of the property: Southwest Corner of 1st Street and Boulder Ave.]

- **Fire Station No. 1/CORE Associates, LLC:** On August 13, 2015, the TDA Board of Commissioners reviewed and approved Resolution No. 6124, approving the Schematic Plans submitted by CORE Associates. The Redevelopers continue to make progress under the terms of the Agreement. CORE Associates is prepared to close on the property after all of the terms of the Agreement have been met and approved by TDA. [Location of the property is 411 South Frankfort Ave.]
- **Hogan on Greenwood, LLC:** Office Building. The Redeveloper is working toward a substantial completion date of September 17, 2015. The remaining items to complete are: streetscaping, parking lot, interior finishes, carpet, paint, ceiling tile, and audio/video. [Location of property: Northeast corner of South Greenwood Avenue and East 1st Street.]
- **Wilkins Project:** Mixed-use 160 unit hotel. On August 13, 2015, the TDA Board of Commissioners reviewed and approved Resolution No. 6128, amending the Redevelopment Agreement to extend the terms and conditions for an additional 90 days. Park Development Group is finalizing an in-depth document and construction budget for review. The budget numbers are manageable and will be confirmed after Labor Day. The Redevelopers will finalize the partnership agreement/documents in September and bank underwriting in October 2015. The Redevelopers will announce and begin marketing the retail and office spaces in September. [Location of property: Northwest corner of Archer and Elgin Avenue.]
- **The Flats on Archer:** 140 unit apartment building. All parties are ready for closing by the end of the month. Chairman Peters recommended Counsel Hartley set a closing date that is mutual to all parties. Commissioner Pegues stated the Redeveloper was given the deed 6 months ago. [Location of property: 110 N. Boston Avenue.]
- **East End Village:** 83 unit apartments. Buildings No. 2 through 6 are complete and nearly fully leased. All landscaping and the public roof decks on building No. 4 are completed. Building No. 3 has some minor construction and it is a “vanilla box” for future tenant build out. Building No. 1 has finalized MEP rough-in inspections. The buildings are 100% insulated, with 80% being sheet rocked. The Redeveloper is prepping, priming, and painting the ceilings and steel and 50% of the concrete floors have been polished and sealed. The cabinet and trim installation will start this month. The project is on track to be complete by October 31, 2015. [Location of property: 401 and 405 South Elgin Avenue, 408 and 418 South Frankfort Avenue, 414 East 4th Street, and 415 East 5th Street.]
- **Blue Dome Anchor, LLC:** Mixed-use with 128 unit apartment building. Blue Dome Anchor, LLC is designing approximately 60 loft apartments inside the existing Hartford Building. The Redeveloper intends to start the interior remodel before the end of the calendar year. [Location of the property: 110 South Hartford Avenue.]

- **YMCA Lofts:** Mixed-use with 45 unit apartments. The Redeveloper's are framing interior walls for all loft units and building out the parking garage. Mr. John Snyder was present and provided a status update and answered questions and concerns from the Board regarding amending the Redevelopment Agreement. This is an Agenda item for today's meeting. [Location of the property: 515 South Denver Avenue.]
 - **Vandever Lofts:** 40 apartment units. This project is complete. The Redeveloper will be submitting the last draw request for this project in the October 2015 TDA Regular Meeting. [Location of the property: 16 East 5th Street South.]
 - **River City Development, LLC:** The General Counsel for the Meridia, LLC has been editing language in the proposed Redevelopment Agreement. This is an Agenda item for today's meeting. [Location of the property: 522 South Boston, Tulsa, Oklahoma.]
 - **IH Landlord LLC/The Ross Group:** The Redevelopers are installing the windows and storefront frames on the perimeter. Glass to be installed once all framing is completed. Interior walls are framed and taped and the acoustical ceiling is being installed to the showroom area. The contractors are finishing up rough mechanical and electrical and the Redeveloper will proceed to interior finishes (paint, carpet, etc.). Construction is moving ahead of schedule with a planned move-in date of December 2015. [Location of the property: 510 East 2nd Street, Tulsa, Oklahoma.]
 - **DG TUL MLK, LLC - The Petrous Group:** Retail - Dollar General. TDA has ordered an Abstract to the subject property for Petrous Group to review. Petrous Group, LLC received approval from Dollar General to proceed forward with this project. The Redeveloper will keep TDA up-to-date regarding the rezoning and replotting process. [Location of property: East of Martin Luther King, Jr. Blvd., between East Queen Street and East Reading Street.]
2. **Sector Plan Update:** Houseal Lavigne returned to Tulsa, August 11 - 14, 2015 to facilitate visioning workshops, as suggested by the Community Action Teams. On August 12, 2015, Houseal Lavigne held the Visioning Workshop for the Kendall Whittier Sector Plan. On August 13, 2015, Houseal Lavigne met with Tulsa City Councilors and provided an update, as well as facilitated the Visioning Workshop for the North Tulsa Sector Plan. Attached to the Executive Directors Report for the Board of Commissioners was a project timeline from Houseal Lavigne. Commissioner Roberts attended the Kendall Whittier Visioning Workshop and stated a good diverse mixture of people attended and provided good input and feedback.
3. **Quad State APA Conference Session:** "Kendall-Whittier: A Holistic Approach to Neighborhood Revitalization in Tulsa." This topic has been selected for the 2015 Quad State Planning Conference in Kansas City,

Missouri at the Westin Crown Center. The session will explore the relationship between several groups and the positive change being created in Tulsa's Kendall-Whittier neighborhood area. The City of Tulsa, Growing Together, Tulsa Development Authority, George Kaiser Family Foundation, and the University of Tulsa have been collaborating to sustain a vibrant mixed-income neighborhood that offers quality education and community service. Executive Director Walker requests permission to attend the Seminar and present with Houseal Lavigne.

4. **Lansing Centre - Suite A:** Suite A is currently being advertised on Real Estate Xceligent website. Suite A is also being advertised on the TDA and City of Tulsa websites. The appraised value is \$7.00 per sq. ft. and the space is approximately 1,941 sq. ft. per month. The lease amount is \$1,358.70/\$1,400.00. Executive Director Walker stated responses from the marketing avenues have not produced multiple interests. He suggested contacting and engaging a Commercial Real-Estate Agent to assist with leasing Suite A. Chairman Peters stated he has a few suggestions he would discuss with the Executive Director outside of the meeting.
5. **TDA Website:** The completion and adoption of the Strategic Plan and the 5 Year Annual Report provides TDA with all the necessary information to update the TDA Website. Barnes Walsh, LLC, the website designer and hoster, has reviewed the documents. The process should take three weeks to complete. The cost associated with the project is \$4,250.00 and is the last portion for the balance of the website design and coding. Commissioner Roberts suggested the TDA Board approve the scope of work for the Website and Chairman Peters requested Commissioner Roberts provide input for the website design.
6. **Project Updates:**
 - Tulsa North Community Development Corporation - Northeast corner of North Main Street and East Latimer Street. The Project Team has not met to schedule a ground breaking date. The Redeveloper is in the process of scheduling a conference call to develop a construction timeline.
 - Omega Alpha Development/Carland Group - One quarter mile North of East Pine Street and one quarter mile East of North Peoria Avenue. The Carland Group is the preferred developer for Omega Alpha Development. The civil drawing has been submitted to the City of Tulsa for review and consideration. The Architectural, MEP and structural drawings for the project were permitted to the City of Tulsa Development Services and reviewed. The Redeveloper is in the process of responding to comments from the City of Tulsa's Permit Center. All construction plans have been submitted for permit. Construction will commence when the Building Permits are issued.

- Dirty Butter – Heritage Hills Extension - West of Hartford Avenue, between East Seminole Place and East Virgin Street. Sold seven (7) Dirty Butter lots on behalf of the City of Tulsa to families that want to live in north Tulsa.

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** – Approximately 150 lights throughout the Blue Dome District. Engineering Design – City of Tulsa – Reviewed possible phasing with stakeholders on August 20, 2015. Project will comply with City of Tulsa lighting standards. Plans are progressing, will confirm phasing in the coming weeks. The Commissioner’s suggested Mr. Thedford coordinate with developers in the area regarding the lighting project.
- **Proposed streetscape improvements to Cameron Street: Fund No. 6963** – This is an Agenda Item for today regarding the Brady Streetscaping.
- **Elgin streetscape improvements: Fund No. 6967** – The project is complete. A request was made to Release payment for Retainage. One last escrow bill for permits and inspections remains to be paid.

b. North Peoria TIF Update – Derek Gates: A copy of the report is included in the Commissioner’s packets: Mr. Gates provided a report on completed projects expenses incurred. To date, TDA spent \$1,374,979.36 in the North Peoria TIF and \$3,427,883.00 is available to spend for projects. Mr. Gates provided a list of possible projects associated with the Lacy Park that total \$1,439,000.00. The next step is to hold a public meeting to discuss and receive input on the proposed projects. Mr. Gates responded to questions and concerns of the Board.

c. Tax Abatements – Jim Coles: A copy of the report is included in the Commissioner’s packets:

- **Abatement Application from Woodland Park Associates** – Mr. Coles provided background and history of the application for Tax Abatement. Mr. Coles is requesting a Resolution of Support for the Abatement for Woodland Park Associates. After discussion, Commissioner Pegues moved to approve Resolution No. 6132, approving Resolution of Support from the Tulsa Development Authority for the Woodland Park Associates project located at 420

East Archer 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.

- **Abatement Application from The Meridia, LLC** – Mr. Coles provided background and history of the application for Tax Abatement. Mr. Coles is requesting a Resolution of Support for the Abatement for The Meridia, LLC. After discussion, Vice Chairman Mitchell moved to approve **Resolution No. 6133**, approving Resolution of Support from the Tulsa Development Authority for the Meridia, LLC project located at 522 South Boston Avenue, Tulsa, Oklahoma. Commissioner Bracy seconded the motion. The vote was recorded as follows:

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

Nays: None

The motion passed unanimously.

- **Abatement from One Place, Hampton Inn** - Mr. Coles provided background and history of the application for Tax Abatement. Mr. Coles is requesting a Resolution of Support for the Abatement for One Place, Hampton Inn. After discussion, Commissioner Bracy moved to approve **Resolution No. 6134**, approving Resolution of Support from the Tulsa Development Authority for the One Place Investments, LLC project located at 211 West 3rd Street, Tulsa, Oklahoma. Commissioner Roberts seconded the motion. The vote was recorded as follows:

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

Nays: None

The motion passed unanimously.

5. General Counsel

- 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:**

General Counsel has prepared and filed an Answer, Counterclaim and Cross-Petition in defense of TDA mortgage lien position. Case has been consolidated with Larson Development suit filed against MGT Construction Management.

Damages - Relocation Assistance:

▪ **Plaintiff – Markus English:**

Case was dismissed. On August 3, 2015, the Judge entered a Judgment of Dismissal of the Plaintiff's Second Amended Complaint and closed the case. Litigation file closed.

Other:

▪ **Novus Homes (Wilkins)**

At the request of the Redevelopers, TDA granted a 90 day extension from August 13, 2015, in which to provide Construction Financial Documents. The Redevelopers have until November 2015 to provide documentation.

6. Financial Reports

- a. **July 2015 - 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 July 2015 and Comparative Financial Statements for July 2015, and approve **Resolution No. 6131**, seconded by Commissioner Pegues. 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 authorizing a Resolution amending a Redevelopment Agreement between TDL NOW, LLC for the YMCA Lofts Project for property located on the Northeast Corner of East 6th Street and South Denver Avenue, Tulsa, Oklahoma (515 South Denver Avenue):** Executive Director Walker stated the Second Amendment will extend the completion date of the project until July 31, 2016. Mr. John Snyder was present and provided a status update to the Board. Mr. Snyder also stated he would be closing on the construction loan today, and answered questions and concerns from the Board. After discussion, Commissioner Pegues moved to authorize **Resolution No. 6135**, approving Second Amendment to Redevelopment Agreement with TDL Now, LLC for the Redevelopment of the YMCA Lofts Project for property located at 515 South Denver Avenue, Tulsa, Oklahoma, seconded by Commissioner Bracy. 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 approve a Resolution receiving a request from the Brady Arts District Owners' Association TIF District to allow the Brady District TIF to fully fund the total streetscaping cost of construction and engineering in accordance with the districts Small Area Plan. The project is located along Cameron Street, between Detroit Avenue and Martin Luther King, Jr. Blvd., Tulsa, Oklahoma:** Commissioner Pegues stated this request for streetscaping is located on Cameron Street, between Martin Luther King, Jr. Blvd, and Detroit Avenue. The street is an important connector to Guthrie Green, John Hope Franklin Reconciliation Park, and OneOk Ball Park. The area is dark at night and adding additional lights will increase public safety. Marvin Shirley from the Brady Property Owners Association was present and clarified this request is an exception to the rule because the property owners in that area are not contributing to the expense of the streetscaping. The TIF rules stipulate the property owners are responsible for 60% of expenses and the TIF would be responsible for 40% of the expenses. Mr. Shirley requested TDA to approve the use of the TIF funds in an amount to be determined with approved final designs, as well as authorize planning to commence. After discussion, Commissioner Pegues moved to approve **Resolution No. 6136**, approving request to fully fund the streetscaping costs of materials, construction, and engineering from Tax Increment District No. 1 (a/k/a Brady Village TIF) for purchase and installation of improvements located in the public right-of-way on Cameron Street, between Detroit Avenue and Martin Luther King, Jr.

Blvd., Tulsa, Oklahoma, seconded by Vice Chairman Mitchell. 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 authorize a Resolution to enter into a Redevelopment Agreement with The Meridia, LLC as recommended by the City of Tulsa (Downtown Development and Redevelopment Fund Committee) to the TDA Board of Commissioners [incorporating conditions and terms supplied by the City of Tulsa] for the redevelopment of the Enterprise Building as the Meridia Apartments, located at 522 South Boston Avenue, Tulsa, Oklahoma:** Executive Director Walker explained the terms of the Redevelopment Agreement were modified and agreed upon by all parties. After discussion, Commissioner Pegues moved to approve **Resolution No. 6137**, approving a Redevelopment Agreement with The Meridia, LLC, for the redevelopment of the Enterprise Building as the Meridia Apartments, located at 522 South Boston Avenue, Tulsa, Oklahoma. Commissioner Bracy seconded the motion. The vote was recorded as follows:

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

The motion passed unanimously.

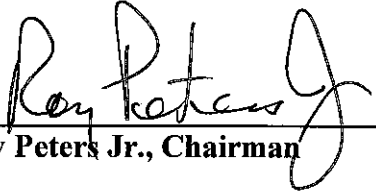
- d. **Discussion, consideration, and vote to approve a Resolution authorizing TDA to enter into a Services Agreement with the City of Tulsa for acquisition and relocation services regarding the Elm Creek/6th Street Drainage, Detention and Conveyance Plan, Tulsa, Oklahoma:** General Counsel Hartley stated he prepared the Special Services Agreement, but it has not proceeded to City of Tulsa Legal Department for review. General Counsel Hartley requested the Agreement be approved substantially in the form presented, to allow for edits after City of Tulsa Legal Department has reviewed the document. Mr. Leon Davis and Mr. Jim Coles answered questions and concerns from the Board. After discussion, Vice Chairman Mitchell moved to approve **Resolution No. 6138**, approving and authorizing execution of a Elm Creek/6th Street Special Project Agreement as a Supplement to the Services Agreement between the City of Tulsa and the Tulsa Development Authority. Commissioner Pegues seconded the motion. The vote was recorded as follows:

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

The motion passed unanimously.

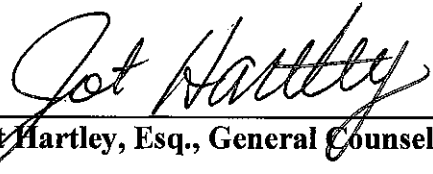
8. **New Business:** None.
9. **Adjournment:** Chairman Peters adjourned the meeting at 10:11 a.m.

Tulsa Development Authority



Roy Peters Jr., Chairman

Approved as to legal form and adequacy:



Jot Hartley, Esq., General Counsel

[9-3-2015 – Regular Meeting Minutes - (nbe-)]