

## 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 – April 4, 2019

9:00 a.m.

#### Present:

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

#### Absent:

Thomas Boxley, Commissioner  
Carl Bracy, Commissioner

#### Also, Present:

Annette Bess  
Cheryl Black  
Linn Cane  
LaKendra Carter  
Arthur Chandler  
Jim Coles  
Nick Doctor  
Cass Fahler  
Vanessa Hall-Harper  
Travis Hulse  
Brian Krutz  
Marc Miller  
Julie Miner

#### Also, Present:

Rhett Morgan  
Kayla Nsien  
Ashley Phillippsen  
Burlinda Radney  
Etta Taylor  
Amber Wagner  
Dawn Warrick  
Dennis Whitaker  
  
Jane Malone  
Demauri Myers  
Carol Young

**The Regular Meeting was called to order at 9:00 a.m. by Chairman Peters. Decisions will be made, votes and action taken. 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, Vice Chairman Mitchell and Commissioner Roberts were present. Commissioner Boxley and Commissioner Bracy were absent. A quorum was present.

**2. Consideration of Consent, Routine, Repetitive Items for Action:**

- a. 2.a. - Minutes of March 7, 2019 Regular Meeting.
- b. 2.b. - Minutes of March 7, 2019 Executive Session Meeting
- c. 2.c. – **Resolution No. 6542** approving payment of Advance No. 8 to 403 Cheyenne, LLC pursuant to a Loan Agreement for the 403 Cheyenne.

After discussion, Commissioner Roberts moved to approve Agenda items 2.a., 2.b., and 2.c. Vice Chairman Mitchell seconded the motion. The vote was recorded as follows:

Ayes: Peters, Mitchell and Roberts  
Nays: None

The motion passed unanimously.

**3. Consideration of Items Removed from Consent Agenda**

None.

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

**A. Price Family Parking Garage Project - Price Family Parking, LLC:**

The City of Tulsa has issued a temporary Certificate of Occupancy and the Redeveloper is in the process of completing the final Punch List.

**B. Adams Building - 403 Cheyenne, LLC:**

TDA Board of Commissioners reviewed and approved the seventh Draw Request. The project is currently 76.58% complete. The Redeveloper would like for TDA to tour the building on May 2, 2019, after the TDA Regular Meeting.

**C. Hartford Crossing, LLC/Blue Dome Anchor, LLC:**

- **Hartford Crossing:** The architectural and Mechanical, Electrical and Plumbing (MEP) plans for the new multi-use building have been submitted for permitting and a follow-up meeting was held with the City to discuss permitting.
- **Blue Dome Anchor – Hartford Building Project:** The Redevelopers indicate they are close to signing leases with two tenants for the Hartford Building, who would occupy approximately 50% of the building.

**D. The Village at Central Park (Darin Ross):**

Darin Ross has indicated his group is finalizing an Operating Agreement with a Developer and is partnering on the project in which the Developer would manage and supervise the construction of the building, while Mr. Ross would manage and operate the restaurant.

• **The Village East Properties (Nathan Garrett):**

A formal Ground Breaking was held on March 8, 2019. The Redeveloper estimates completion will be Spring 2020.

**E. Laura Dester Site:**

This item will be discussed in the Executive Session.

**F. Block 44, The Ross Group:**

The window installation is scheduled to start soon. The exterior sheathing is on schedule to be completed in May 2019 and the masonry is still in progress.

**G. Morton's Reserve Properties, LLC, formerly Pine Place Development, LLC:**

This item will be discussed in the Executive Session.

**H. Peoria Realty Investments, Inc. and Charney Properties, Inc.:**

On March 7, 2019, the TDA Board approved negotiations for a Fifth Amendment to the Contract, allowing the Redeveloper time to revise the Site Plan and present the revised Plan to the TDA Board for approval.

**I. Ogan's Circle/Capital Homes, LLC:**

The entire neighborhood has sold out. The last of the 14 homes is on track to be completed and closed by the end of April 2019.

**K. East Latimer Project/Capital Homes, LLC:**

Six homes are currently under construction. Capital Homes expects the first few homes to be complete by late spring or early summer.

**L. The Flats on Archer/SATTCOM Investments:**

Marketing and leasing have exceeded the 99.80% completion milestone. Tours and other marketing events have been planned throughout the Spring, including an "Open House" in collaboration with the Tulsa Chamber of Commerce. The final punch list of items is being completed.

**M. Carland Group:**

This item will be discussed in the Executive Session.

**N. Urban Renewal Plans/Sector Plan:**

- Crutchfield Area Neighborhood:
  - The Crutchfield Sector Plan was adopted by the Tulsa City Council. TDA is reviewing the five (5) top action items to revitalize the neighborhood.
- Crosbie Heights Neighborhood:
  - The first City Council Public Hearing was held on March 13, 2019, and a second Public Hearing was held on March 27, 2019. As a result of the Public Hearings, TDA has decided to facilitate Town Hall meetings as a form of outreach to build a stronger relationship with the communities in the area before proceeding.
- Pearl District Neighborhood:
  - Approval of the Sector Plan has been placed on hold.
- Amendment to the Unity Heritage/Greenwood Neighborhoods:
  - The purpose of the amendment was to provide for the adoption of an Urban Renewal Plan in accordance with Oklahoma Statutory requirements, including the Tulsa City Council making a separate finding of blighted conditions within the Sector Plan Area, based upon a Blight Study prepared by TDA, based upon the contents of the Sector Plan, as approved in 2016, and supported by the contents of an inventory of property conditions submitted to TDA in September 2018 by the City of Tulsa, Working in Neighborhoods (WIN) Department, which was compiled from Tulsa County Assessor records.
  - TDA's General Counsel explained that the amendments comply with the state law for recognition of the Sector Plan as an Urban Renewal Plan, so that TDA's ability to effect the goals of the Sector Plan is enhanced. The intent of the Amendment is to enhance the usefulness and effectiveness of the Sector Plan as previously adopted and not to remove or change any of the goals set forth in the Sector Plan as originally adopted in 2016.
  - The first City Council Public Hearing was held on March 13, 2019. The second Public Hearing was held on March 27, 2019, and as a result of the Public Hearing, TDA decided to facilitate Town Hall meetings as a form of outreach to build a stronger relationship with the communities in the area before proceeding.

**O. North Tulsa Tax Increment Financial District:**

TDA's Special Counsel, Leslie Batchelor, together with input from TDA's Executive Director and General Counsel, is in the process of finalizing the Project Plan.

**Alfresco Group, LLC:**

TDA's General Counsel and Executive Director have met with representatives and counsel for the Alfresco Group. Alfresco Group Counsel agreed to work with TDA's General Counsel to begin drafting a Financial Assistance Agreement, but Alfresco's Counsel has not contacted TDA's General Counsel since the initial meeting.

**P. TDA Land North of the IDL (Former UCT Land):**

UCT Board met on April 3, 2019 to review and approve the deed.

**Q. Downtown Housing Study Request for Proposals (RFP)**

An RFP was released by the Tulsa Planning Office on February 6, 2019, and the deadline for submission was March 6, 2019. TDA was informed that the Committee meetings and evaluations were held. The interview process should conclude on March 29, 2019.

**R. Dirty Butter- Heritage Hills Extension:**

Detailed information can be found in the Executive Director's Report.

After discussion, Vice Chairman Mitchell moved to accept TDA's Executive Director Report for April 2019. Commissioner Roberts seconded the motion. The vote was recorded as follows:

Ayes: Peters, Mitchell, and Roberts

Nays: None

The motion passed unanimously.

**5. Discussion and consideration to receive comments from TDA Board of Commissioners regarding the Tulsa City Council meeting held on March 27, 2019, concerning the adoption of the Greenwood – Unity Heritage Neighborhoods Sector/Urban Renewal Plan.**

Comments were made by Chairman Peters, Vice Chairman Mitchell, and Commissioner Roberts regarding the March 27, 2019 Tulsa City Council meeting. In addition, comments were made by O.C. Walker, TDA Executive Director, and Kian Kamas, Chief of Economic Development for the City of Tulsa, and Jot Hartley, TDA General Counsel. After discussion, it was determined that Public Meetings should be held to provide information regarding changes in the Sector Plans. In the future, more outreach will be implemented for notices to the community, in an effort to build a stronger relationship with the communities in the areas. Counselor Hartley also stated Oklahoma State Statutes were followed regarding the notification process.

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

- a. Downtown Housing Revolving Loan Fund, Economic Development, Kian Kamas, Chief of Economic Development.

Information regarding (1) Legal Review to Determine Future Use Parameters and, (2) Key Considerations Under Review by City Staff. She also provided a hand out.

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

- a. Discussion, consideration and vote to approve a Resolution to accept and approve contractor's Response to the Notice of Invitation to Bid for landscaping and property maintenance services on TDA-owned property as various locations within the City of Tulsa.**

O.C. Walker, provided an overview and summary regarding the process followed, and review of the three (3) contractors who submitted bids as follows:

- Complete Household Services Inc.
- CT Lawn Professionals
- Cooper's Lawn Services

After discussion and on motion by Commissioner Roberts, seconded by Vice Chairman Mitchell, **Resolution No. 6543** selecting the Bid of Complete Household Services Inc. and approving award of a Contract for Landscaping and Property Maintenance Services on TDA-owned Land set forth in the Bid documents. The vote was recorded as follows:

Ayes: Peters, Mitchell and Roberts  
Nays: None

The motion passed unanimously.

- b. Discussion, consideration and vote to approve the Revised Second Amendment to the terms and conditions of a loan of TDA unrestricted funds to Mayfield, LLC, to extend the date for commencement of construction by 180 days for property located at 325 North Boston Avenue, Tulsa, Oklahoma.**

After discussion and on motion of Vice Chairman Mitchell, seconded by Commissioner Roberts, **Resolution No. 6544** was approved to revise the Second Amendment to the Redevelopment Agreement with Mayfield, LLC for private redevelopment of land located at 325 North Main Street, Tulsa, Oklahoma – L. A. King Building Project, extending the date for commencement of construction. The vote was recorded as follows:

Ayes: Peters, Mitchell and Roberts  
Nays: None

The motion passed unanimously.

- c. **Discussion, consideration and possible vote to approve demolition of the Laura Dester Site bounded by East 7<sup>th</sup> Street South and East 8<sup>th</sup> Street South, between South Quincy Avenue and South Rockford Avenue, Tulsa, Oklahoma.**

After discussion and on motion of Vice Chairman Mitchell, seconded by Commissioner Roberts, **Resolution No. 6545** was approved for demolition of the buildings and improvements on the TDA-owned property located between Quincy and Rockford Avenues, and between 7<sup>th</sup> and 8<sup>th</sup> Streets, Tulsa, Oklahoma - Laura Dester Site. The vote was recorded as follows:

Ayes: Peters, Mitchell and Roberts  
Nays: None

The motion passed unanimously.

Commissioner Roberts moved to go into Executive Session at 9:39 a.m., seconded by Vice Chairman Mitchell. The vote was recorded as follows:

Ayes: Peters, Mitchell, 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)(11) 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 approval of Financial Documentation for the Morton Reserve Properties, LLC for redevelopment of the former Morton Hospital Site located at 605 East Pine Street, Tulsa, Oklahoma. [25 O.S. §307(B)(4) and §307(C)(11).]
- b. Confidential communication with TDA General Counsel regarding terms of Settlement Agreement with Omega Alpha Development, LLC, Carland Group, LLC, Cherokee Meadows, LP and Carland Properties, LLC for settlement of pending litigation in Case No. CJ-2017-04487, District Court of Tulsa County, arising from breach of Contract for Sale of Land for Private

Redevelopment of the Cherokee Meadows Senior Housing Addition, located east of Gateway Plaza, Tulsa, Oklahoma. [25 O.S. §307(B)(4) and §307(C)(11).]

- c. Confidential communication with Counsel regarding pending litigation for property located at 744 East Pine Street, Tulsa, Oklahoma (Case No. CV-2017-1049). (Rupe Helmer Group/Tulsa 18537, LLC - Dollar General Project.) [25 O.S. §307(B)(4) and §307(C)(11).]

**9. Vote to Return to Open Session:** Vice Chairman Mitchell moved to return to Open Session at 10:06 a.m., seconded by Commissioner Roberts. The vote was recorded as follows:

Ayes: Peters, Mitchell, 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. 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.**

- a. **Confidential communication with Counsel regarding approval of Financial Documentation for the Morton Reserve Properties, LLC for redevelopment of the former Morton Hospital Site located at 605 East Pine Street, Tulsa, Oklahoma.**

After discussion, Commissioner Mitchell moved, and Commissioner Roberts seconded, approving Resolution No. 6546 to approve the Construction Financial Documentation for Morton's Reserve Properties, LLC for redevelopment of the former Morton Hospital Site. The vote was recorded as follows:

Ayes: Peters, Mitchell and Roberts  
Nays: None

The motion passed unanimously.

- b. **Confidential communication with TDA General Counsel regarding terms of Settlement Agreement with Omega Alpha Development, LLC, Carland Group, LLC, Cherokee Meadows, LP and Carland Properties, LLC for settlement of pending litigation in Case No. CJ-2017-04487, District Court**



of Tulsa County, arising from breach of Contract for Sale of Land for Private Redevelopment of the Cherokee Meadows Senior Housing Addition, located east of Gateway Plaza, Tulsa, Oklahoma.

After discussion, Commissioner Mitchell, and Commissioner Roberts seconded, approving **Resolution No. 6547** to approve the Settlement Agreement with Omega Alpha Development, LLC, Carland Group, LLC, Cherokee Meadows, LP and Carland Properties, LLC and Mutual Release of Claims asserted in Tulsa County District Court Case No. CJ-2017-4487. The vote was recorded as follows:

Ayes: Peters, Mitchell and Roberts  
Nays: None

The motion passed unanimously.

## 12. General Counsel

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

### Breach of Contract:

- **TDA v. Carland Group, LLC; Cherokee Meadows, LP; Carland Properties, LLC and Omega Alpha Development, LLC**

Case to be dismissed by all parties upon entry of an Agreed Order following completion of the driveway remediation and acceptance by TDA. TDA Counsel received the Settlement Agreement from counsel for Carland Group and is ready for TDA Board approval.

### Lien Foreclosure:

- **Alpine Roofing, LLC v. MGT Construction**  
No new activity

### Breach of Contract and Lien Foreclosure:

- **East End Village, LLC v. MGT Construction Management, Inc., et al**  
No new activity
- **Sunbelt Fire Protection, Inc. v. MGT Construction Management, Inc., et al**  
No new activity

### Declaratory Judgment:

- **UCAT v. TDA:**

Legal descriptions of the land to be reconveyed to TDA have been prepared. Overall survey has been completed. Abstracts continue to be prepared and delivered to TDA counsel for examination. TDA General Counsel has prepared the deed from UCAT to TDA and submitted it to counsel. UCAT Board to review and approve the deed at their April 4, 2019 meeting, per UCAT counsel.

Kian Kamas stated that the Master Plan process would need to begin with a Request for Proposal (RFP) because of the use of city funds. Commissioner Mitchell encouraged Councilor Vanessa Hall-Harper to be apart of the process so that her voice will be heard. Ashley Phillippsen added that there is a need for a Community Coalition to improve the communication.

- **Hall-Harper, et. al v. TDA:**

Status conference was held on February 27, 2019 and a Scheduling Order was entered. Plaintiffs filed their Amendment to Response to Defendants Motion for Summary Judgment on that date as well. Pre-trial Conference has been scheduled for August 1, 2019. Plaintiffs filed their Response to Defendant's Motion for Attorney Fees on March 14, 2019. Case remains pending.

**Other:**

- **Novus Homes (Wilkins), CJ-2008-5713:**

TDA counsel filed their Answer Brief on February 27, 2019. Plaintiff/Appellant filed for a Motion for Enlargement of Time to file a Reply Brief on March 18, 2019. The Motion was granted, giving Plaintiffs/Appellants a deadline extension until March 29, 2019 to file their Reply.

- **Novus Homes (Wilkins), CV-2016-998:**

Hearing on Motion for Partial Summary Judgment was held on March 12, 2019. Court gave parties until March 26, 2019 to supplement their pleadings. Plaintiff and Defendant filed their supplements on March 26, 2019. Case remains pending.

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

- February 2019 - Income and Expenditure Report - included in the Commissioners' packets:** Cheryl Black, Assistant Controller, provided an updated report and an overview of the Income and Expenditure Report to the Commissioners and answered questions.
- Comparative Financial Statements – no report. Future Comparative Financial Statements will be provided on a quarterly basis.**

After discussion, Vice Chairman Mitchell moved to approve **Resolution No. 6548** approving Tulsa Development Authority (TDA) Financial Report for February 2019. Commissioner Roberts seconded the motion. The vote was recorded as follows:

Ayes: Peters, Mitchell and Roberts  
Nays: None

The motion passed unanimously.

14. New Business – None

15. Adjournment: The meeting adjourned at 10:26 a.m.

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

**Tulsa Development Authority:**

  
\_\_\_\_\_  
Jot Hartley, Esq., General Counsel

  
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Roy Peters Jr., Chairman

[4-4-2019 – Regular Meeting Minutes - (jm-dm)]