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 – January 9, 2014
8:30 a.m.

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

Absent:
Steven Mitchell, Commissioner

Also Present:
Roger Acebo
Kevin Anderson
Clay Bird
Andrew Coffey
Jim Coles
Jasen Corns
Leon Davis
Mike Dickerson
Jim East
Bob Edmiston
Normal Kildow
Steven Larry
Kathleen Watson
Will Wilkins
Jane Malone
Robin Watkins
Carol Young

The regular meeting was called to order at 8:33 a.m. by Chairman Pegues. 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: A quorum was established.

2. Routine, Repetitive Items for Action:
   a. Minutes of December 5, 2013 Work Study Meeting
   b. Minutes of December 5, 2013 Work Study, Executive Session
   c. Minutes of December 12, 2013 Regular Meeting
   d. Minutes of December 12, 2013 Regular Meeting, Executive Session
Commissioner Bracy moved to approve the minutes, Agenda Items 2. a., b., c. and d., seconded by Commissioner Peters. The vote was recorded as follows:

   Ayes: Pegues, Bracy and Peters
     Nays: None

The motion passed unanimously.

8:40 a.m. Commissioner Roberts entered the meeting.

e. Tulsa Development Authority Financial Report for November 2013
f. November 2013 - Comparative Financial Statements
g. November 2013 - Program Income Report Fund No. 5540

Commissioner Peters moved to approve Resolution No. 5915: Tulsa Development Authority Financial Reports for November 2013, Program Income Report for Fund No. 5540, and the Comparative Financial Statements. Commissioner Peters seconded the motion. The vote was recorded as follows:

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

The motion passed unanimously.

3. Receive: Executive Director’s Monthly Report. Executive Director Walker highlighted the following items:

a. Project Status Update

1. Tulsa Urban Development Group, LLC, d/b/a Urban8: The Plat was submitted to INCOG to begin the process for Planning Commission approval. The Plat was on the January 8, 2014 TMAPC agenda. Survey should be ready Friday for Chairman Pegues signature. A Ground Breaking Ceremony is scheduled for January 23, 2014 at 10:00 a.m. The installation of the Sanitary Sewer is 100% complete. McGuire Brothers Construction, Inc. will be the contractor for installing the Sanitary Sewer. Urban 8, LLC has filed the Infrastructure Development Plans (IDP) with the City of Tulsa, and they have been approved. [Location of the property: North of 3rd Street, between Greenwood Avenue and Kenosha Street.]

2. Hartford Commons, LLC: Application has been made to the Tulsa Metropolitan Area Planning Commission on the plat for the proposed development. The Plat was on the January 8, 2014 TMAPC agenda. Survey should be ready Friday for Chairman Pegues signature. A copy of the Phase II Environmental Analysis was completed on December 11, 2013. The Environmental Analysis states “In - “Conclusion,” - there are
no environmental concerns for the property and further evaluation is deemed unnecessary at this time.” Chairman Pegues executed an Agreement Guaranteeing Installation of Improvements for the subject property which is intended to be applicable only to the extension and installation of the sanitary sewer to the property. Construction Building Plans are in compliance with the previously approved “schematic plans” for 162 rental residential units for market rate housing. Construction documents/specification are being prepared for submission to the City of Tulsa for application of a plan review and building permit. Hartford Commons has decided not to seek HUD funding for this project. Instead they plan to use a more conventional loan process; therefore, adjusting the rental rates to market rate values. Hartford Commons is in their final stage of negotiating an Agreement with TDK Construction Company. Project valuation is $21 Million and Hartford Commons plans to apply for a Tax Incentive Abatement for the property. [Location of property: SE corner of Greenwood Ave. and E. 2nd St.]

2. **100 Boulder, formerly Mapleview Associates, Inc.**: The Redeveloper broke ground January 2, 2014. A construction fence has been installed around the perimeter of the site. [Location of the property: SW Corner of 1st St. and Boulder Ave.]

3. **Fire Station No. 1**: The project is currently in the Due Diligence phase of the Redevelopment Agreement between Tulsa Development Authority and Core Associates, LLC which expires on February 6, 2014. Schematic Drawings will be submitted for the February 6, 2014 Tulsa Development Authority Work Study Session. Pre-development is scheduled for the latter part of January. [Location of the property is 114 S. Elgin.]

4. **Hogan on Greenwood, LLC**: Hogan is currently in the Design Development Phase of the Redevelopment Agreement. Design Development Phase should be complete by January 20, 2014 and Construction Documents should be complete by March 2014. Hogan on Greenwood, LLC should be ready to close by mid-March. The permitting process should begin in April 2014. [Location of property: NE Corner of South Greenwood Ave. and East 1st Street.]

5. **Wilkins Project**: W3 Development is seeking a 60-90 day extension to the Redevelopment Agreement. The next phase of the Marriott process is the Marriott Architecture and Construction Division. Marriott will work closely with the developers on details of the site plans. Marriott and W3 Development will finalize their franchise agreement. [Location of property: NW corner of Archer and Elgin Ave.]

6. **The Flats on Archer**: The Flats on Archer LLC submitted schematic plans for review and approval for the January 2014 Work Study session. Abstracts have been ordered and are being brought up-to-date. Closing should occur after the abstract has been reviewed by The Flats on Archer LLC. The next phase in this project is the Document and Design Phase, followed by the Commencement and Completion of Construction. [Location of property: 110 N. Boston Ave.]
7. **The Flats on Archer:** The Flats on Archer LLC submitted schematic plans for review and approval for the January 2014 Work Study session. Abstracts have been ordered and are being brought up-to-date. Closing should occur after the abstract has been reviewed by The Flats on Archer LLC. The next phase in this project is the Document and Design Phase, followed by the Commencement and Completion of Construction. [Location of property: 110 N. Boston Ave.]

8. **East End Village:** Demolition is 90% complete. Minor framing has begun in the interior of the structures. The abatement process is moving forward with the City of Tulsa. Construction is scheduled to be completed in December 2014. [Location of property: 401-405 S. Elgin, 408 & 418 S. Frankfort, 414 E. 4th St., 415 E. 5th St.]

9. **Sector Plan Update:** On January 16, 2014, a Pre-Proposal Conference will take place at City Hall. All vendors must be present for questions and answers. After the Pre-Proposal Conference, Staff will take questions. January 15, 2014 is the effective cut-off for responses. Tulsa Development Authority and City of Tulsa Staff will evaluate the proposals and make a recommendation to the Tulsa Development Authority Board of Commissioners. Tulsa Development Authority Board of Commissioners will award an Agreement to facilitate the Sector Plan Update process.

10. **3104 Homes Project:** Staff has completed the review of all appraisals. The subject properties will be marketed and advertised on an “as is” basis. Our first priority is to offer these structures to under-served families. Real Estate investors can make an offer. Advertising will consist of an ad in the Tulsa World, Oklahoma Eagle, Radio Public Service Announcements and emails or USPS to the previous inquiries in our database. Open House and Media Blast is scheduled for January 31 – February 2, 2014. Lot Draw process will be on February 14, 2014 at the Tulsa Development Authority office. Negotiation for sale of the structures will be at the March Work Study session. It was noted this is Model Cities money; and not CDBG; and the property can be marketed to anyone.

11. **Dirty Butter – Heritage Hills Plat:** City of Tulsa Staff met to discuss the proper sale scenario for the 7 lots platted as Dirty Butter – Heritage Hills Plat. It was determined that a Resolution would be prepared to declare the property surplus by the City Council and ratified by the Mayor. The Resolution would specify transferring title to the Tulsa Development Authority, with a provision that the 7 individual lots would be sold according to Tulsa Development Authority established procedures. On the plat, a scrivener’s error in the Plat’s legal description must be corrected and the Project Engineer has ordered a correction certificate from the surveyor. The correction will be filed by the Project Engineer at the Court House. City Legal was requested to prepare a Resolution for delivery to the City Clerk. The sale is tentatively scheduled for February.

12. **Magellan Midstream Partner:** Magellan owns the longest refined products pipeline system in the country. They have reserved the North Conference room for 14 weeks in 2014. Tulsa Development Authority has been requested to use
10th Floor, South Conference room for March 13, 2014, August 14, 2014 and October 9, 2014 Board meetings.

Commissioner Roberts moved to accept the Executive Director’s report, seconded by Commissioner Bracy. The vote was recorded as follows:

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

The motion passed unanimously.

4. Receive, Discuss and Vote:

a. Discussion, consideration and vote to approve a Resolution authorizing Commissioner Bracy and Executive Director’s attendance at the National Association of Housing & Redevelopment Officials (NAHRO) Conference on March 9 – 12, 2014, in Washington, DC: After discussion, Commissioner Peters moved to approve Resolution No. 5916, authorizing travel for Commissioner Carl Bracy and the Executive Director to attend the NAHRO 2014 Legislative Conference in Washington, DC – March 9-12, 2014. Commissioner Roberts seconded the motion. The vote was recorded as follows:

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

The motion passed unanimously.

a. Discussion, consideration and vote to approve a Resolution of Support regarding the submission of tax incentive abatement to the Tulsa City Council for the purpose of requesting abatement of the increase in property taxes for the East End Village project located at 401 South Elgin Avenue, Tulsa, Oklahoma: Mr. Jim Coles provided an overview of the request for a Resolution of Support regarding the submission of tax incentive abatement to the City of Tulsa. Mr. Coles also explained the tax abatement process. After discussion, Commissioner Bracy moved to approve Resolution No. 5917, approving and authorizing the East End Village, LLC Submission of Tax Incentive Abatement Agreements to the City of Tulsa for Consideration and Adoption by the City of Tulsa pursuant to Provisions of the Tax Incentive District No. 1, Project Plan – East End Village. Commissioner Peters seconded the motion. The vote was recorded as follows:

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

The motion passed unanimously.
b. Discussion, consideration and vote to approve a Resolution of Support regarding the submission of tax incentive (abatement) to the Tulsa City Council for the purpose of requesting abatement of the increase in property taxes for the Adams Building located at 403 S. Cheyenne Avenue, Tulsa, Oklahoma: Mr. Jim Coles provided an overview of the request for a Resolution of Support regarding the submission of tax incentive abatement to the COT. After discussion, Commissioner Peters moved to approve Resolution No. 5918, approving and authorizing the Art Deco Lofts and Apartments, LLC; Submission of Tax Incentive Abatement Agreements to the City of Tulsa for Consideration and Adoption by the City of Tulsa pursuant to Provisions of the Tax Incentive District No. 1, Project Plan – Adams Building. Commissioner Roberts seconded the motion. The vote was recorded as follows:

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

The motion passed unanimously.

c. Discussion, consideration and vote to approve a Resolution of Support regarding the submission of tax incentive (abatement) to the Tulsa City Council for the purpose of requesting abatement of the increase in property taxes for the Transok Building located at 2 West 6th Street, Tulsa, Oklahoma: Mr. Jim Coles provided an overview of the request for a Resolution of Support regarding the submission of tax incentive abatement to the City of Tulsa. After discussion, Commissioner Peters moved to approve Resolution No. 5919, approving and authorizing the Art Deco Lofts and Apartments, LLC; Submission of Tax Incentive Abatement Agreements to the City of Tulsa for Consideration and Adoption by the City of Tulsa pursuant to Provisions of the Tax Incentive District No. 1, Project Plan – Transok. Commissioner Roberts seconded the motion. The vote was recorded as follows:

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

The motion passed unanimously.

d. Discussion, consideration and vote to approve a Resolution of Support regarding the submission of tax incentive abatement to the Tulsa City Council for the purpose of requesting abatement of the increase in property taxes for the property located at 111 West 5th Street, Tulsa, Oklahoma: Mr. Jim Coles provided an overview of the request for a Resolution of Support regarding the submission of tax incentive abatement to the COT. After discussion, Commissioner Peters moved to approve Resolution No. 5920, approving and authorizing the Art Deco Lofts and Apartments, LLC; Submission of Tax Incentive Abatement Agreements to the COT for Consideration and Adoption by the City of Tulsa pursuant to Provisions of the Tax Incentive District No. 1,
Project Plan – 111 W. 5th. Commissioner Roberts seconded the motion. The vote was recorded as follows:

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

The motion passed unanimously.

e. Discussion, consideration and vote to approve a Resolution authorizing an extension request from William Wilkins, Cecilia Wilkins, NOVUS Homes, LLC and W3 Development LLC for the proposed redevelopment of TDA owned property located on the northwest corner of Archer Street and Elgin Avenue, Tulsa, Oklahoma: General Counsel Hartley commented on the request to extend the contract. Mr. Will Wilkins and his attorney, Jasen Corns, were present to answer questions from the Board. This item will be discussed in Executive Session. No action at this time.

f. Discussion, consideration and vote to approve a Resolution approving Schematic Drawings and Specifications for The Flats on Archer, LLC for property located at 110 N. Boston Avenue, Tulsa, Oklahoma: Executive Director Walker provided an overview of request from The Flats on Archer seeking approval of Schematic Drawings and Specifications. Commissioner Peters moved to approve Resolution No. 5922, approving Schematic Drawings submitted by The Flats on Archer, LLC for Redevelopment Project located at 110 N. Boston Ave., Tulsa, Oklahoma. Commissioner Bracy seconded the motion. The vote was recorded as follows:

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

The motion passed unanimously.

g. Discussion, consideration and vote to approve Draw Request No. 3 from TDL NOW II, LLC to TDA from the Downtown Housing Fund for the Vandeaver Lofts Project located at 16 East 5th Street, Tulsa, Oklahoma: Executive Director Walker provided an overview of the Draw Request No. 3 from TDL NOW II, LLC. After discussion, Commissioner Bracy moved to approve Resolution No. 5923, approving payment of Advance No.3 to TDL NOW II, LLC. Pursuant to Redevelopment Agreement for the Vandeaver Lofts Project - $62,500.00 – 65% complete. Commissioner Peters seconded the motion. The vote was recorded as follows:

Ayes: Pegues, Bracy, Peters and Roberts
Nays: None
The motion passed unanimously.

General Counsel Hartley stated an additional item should be added to New Business regarding Urban8/Hartford Commons request for assistance for a water line. General Counsel Hartley also explained why the request from Urban8/Hartford Commons is in New Business. This item did not come to Tulsa Development Authority until after the Agenda had been posted. In addition, the Urban8 request will be added and discussed in Executive Session as authorized [25 O.S. §307(b)(4) and §307(c)(10)].

5. 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 a Redevelopment Agreement extension request from William Wilkins, Cecilia Wilkins, NOVUS Homes, LLC and W3 Development LLC for the proposed redevelopment of TDA owned property located on the northwest corner of Archer Street and Elgin Avenue Tulsa, Oklahoma. [25 O.S. §307(b)(4) and §307(c)(10)].

   b. Confidential communication with Counsel regarding a proposed settlement of the litigation regarding Lamar Advertising. [25 O.S. §307(b)(4) and §307(c)(10)]

New Business

c. Confidential communication with Counsel regarding request for assistance from Urban8/Hartford Commons for a water line.

Commissioner Bracy moved to go into Executive Session at 9:20 a.m., seconded by Commissioner Roberts. The vote was recorded as follows:

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

The motion passed unanimously.
6. Vote to return to open session.

Commissioner Bracy moved to return to Open Session at 10:00 a.m., seconded by Commissioner Peters. The vote was recorded as follows:

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

The motion passed unanimously.

7. Statement of 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.

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

5.a. Commissioner Peters moved to approve Resolution No. 5921, approving Second Amendment to Redevelopment Contract granting a ninety (90) day extension of the existing deadlines for the Redevelopment Contract with William (Will) Wilkins, Cecilia Wilkins, Novus Homes, LLC and W3 Development, LLC for Redevelopment of Tulsa Development Authority owned property located at the Northwest Corner of Elgin Avenue and Archer Street. Commissioner Roberts seconded the motion. The vote was recorded as follows:

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

The motion passed unanimously.

5.b. Commissioner Peters moved to approve Resolution No. 5924, approving TDA’s General Counsel’s communication of a Counter-Offer of Settlement of Pending Litigation in Case No. CJ-2007-01851, Lamar Advertising v. TDA and City of Tulsa. Commissioner Bracy seconded the motion. The vote was recorded as follows:

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

The motion passed unanimously.

5. New Business:

Request of Urban8 for assistance with installation of a water loop was provided after Regular Meeting Agenda was posted. This item was discussed by the Board with no action taken on the request.
Mr. Jim Coles informed the Board there will be an Open House at Lacy Park for the Lacy Park Kitchen on January 26, 2014.

6. Adjournment: The meeting adjourned at 10:12 a.m.

Commissioner Bracy moved to adjourn, seconded by Commissioner Roberts. The vote was recorded as follows:

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

The motion passed unanimously.

Tulsa Development Authority

Approved as to legal form and adequacy:

Julius Pegues, Chairman

Jot Hartley, Esq., General Counsel

[1-9-2014 – Regular Meeting Minutes - (rw-jm-ar)]