WORK STUDY SESSION MINUTES

Tulsa Development Authority Board of Commissioners

One Technology Center  Thursday – March 6, 2014
175 East 2nd Street
Tulsa, OK 74103
10th Floor North Conference Room
8:30 a.m.

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

Absent:

Also Present:
Philip Abode
Kevin Anderson
Andrew Coffey
Jim Coles
Leon Davis
Byron DeBruler
Wanda DeBruler
Derek Gates
Terri Gatewood
Yvonne Hovel
Norman Kildow
Steve Larry

Also Present:
Lottie Nealy
Matt Newman
Paresh Patel
Tina Patel
Hank Pellegrini
Justin Pickard
Michael Sager
Delise Tomlinson
Kathleen Watson
Robin Watkins
Carol Young

The meeting was called to order by Chairman Pegues at 8:34 a.m. Chairman Pegues welcomed everyone to the monthly Tulsa Development Authority Work Study Session and stated no votes would be taken at this meeting. All Reports and supporting documentation were distributed for the March 6, 2014 Tulsa Development Authority Work Study Session and will be incorporated by reference to these minutes. The agenda will be followed as filed.
1. Roll Call

Robin Watkins called the roll: Chairman Pegues and Commissioner’s Bracy, Mitchell, Peters and Roberts were in attendance. A quorum was present.

2. Staff Reports and Discussion - City of Tulsa (C.O.T.)

a. Mr. Leon Davis (Disposition) – Copy of this report was included in the Commissioner’s packets: Mr. Davis provided an updated Staff Report with modifications indicated in “Bold” print. Mr. Davis reported on the following projects:

- **The Flats on Archer, LLC**
  - Resolution 5929 dated February 3, 2014 approved a total of 180 days to complete Due Diligence due by April 6, 2014.

- **One Developers, LLC**
  - Promise Hotels Inc. will build a Hampton Inn & Suites with 120 rooms. Financing in progress.

- **Ogan’s Circle**
  - No change

- **Senior Living Community**
  - Resolution No. 5931 granted a second extension for 24 months from the dates required in the Redevelopment Contract with Tulsa Development Authority as previously amended. The Extension expires February 11, 2016

- **GreenArch LLC**
  - Southeast Corner of Archer and Greenwood
    - Closing pending title impediment on railroad right-of-way. Planning underway for mixed use office and retail with parking deck. Property to the East acquired from Greenwood Chamber of Commerce.

- **100 Boulder, LLC, formerly Mapleview Associates, LLC**
  - Construction has commenced

- **Rescinded – Wintrust Homes LLC, formerly American Equities, LLC**
  - Resolution No. 59033 is rescinding Agreement dated November 14, 2013

- **Hartford Commons LLC**
• Resolution No. 5907 – Approving Amendment to Contract for additional funding by Tulsa Development Authority for Sanitary sewer costs, dated November 14, 2013.

• Tulsa Urban Development Group, LLC, d/b/a Urban8, LLC
  • Sewer line is complete

• Hogan on Greenwood LLC
  • No change

• Vandever Lofts Project (Vision 2025 Funding)
  • Resolution 5928 approved Advance No. 4 for $25,000.00

• Core Associates LLC
  • Resolution 5932 dated February 13, 2014 approved a total of 210 days to complete Due Diligence due by April 8, 2014

• East End Village, LLC – Vision 2025 Funding
  • No change

b. TIF Project Update - Mr. Jim Coles: Copy of report is included in the Commissioner’s packets: Mr. Coles updated Staff Report stands as presented.

• Brady Village TIF No 1: Initial Scope: Streetscaping, parking, acoustical barrier at railroad crossing.

Remaining Projects: Additional streetscaping, sidewalk and pedestrian lighting.

Four of the six streetscaping grants have been paid. GKFF has not been reimbursed for grants 4 and 5, $822,234 and $300,000, respectively.

The pocket park project has spent $7,962.70 of $24,999.00 appropriated.

John Hope Franklin Reconciliation Park has spent $0 of $16,737.25 appropriated ($9,382.80 is encumbered).

• Central Park TIF No. 2:
  Initial Purpose: Stimulate residential and commercial development surrounding Home Depot and portions of the Pearl District.

  Initial Scope: Streetscaping, intersection improvements and site acquisition.
Remaining Projects: Possible purchase of art for roundabout.
There are no active projects in the Central Park TIF. A meeting will be scheduled to determine how to spend the remaining funds and close this TIF.

- **Technology TIF No. 3:**
  Initial Purpose: Provide public infrastructure for high tech corporate Headquarters expansion downtown.

  Initial Scope: Garage and garage repairs, streetscaping, Boston Avenue bridge repairs.

  Remaining Projects: Boston Avenue Bridge repairs and enhancements, Williams Green beautification.

  Tulsa Parking Authority has spent $19,990.00 on recent improvements to the “Green”; there is a remaining balance of $14,277.82.

- **North Peoria TIF No. 4:**
  Initial Purpose: Decades long planning effort to promote commercial, residential and industrial redevelopment in underserved area.

  Initial Scope: Booker T Washington High School and Lacy Park improvements, Peoria streetscaping and partnership development fund.

  Remaining Projects: Lacy Park community center and partnership development fund.

  There are no active projects in the North Peoria TIF.

- **Blue Dome TIF No. 5:**
  Initial Purpose: Improve lighting and amenities in emerging entertainment district.

  Initial Scope: Streetscaping, sidewalks, lighting, benches, landscaping and enhanced pathways.

  Remaining Projects: Sidewalks, benches, landscaping, signage and National Register of Historic District nomination. Elgin Ave. streetscaping (EDA match) project has spent $6,086.08 of $414,000 appropriated.

  Pedestrian lighting project has spent $0 of $850,062.88 appropriated.

  Mr. Coles updated Staff Report stands as presented.
c. TIF Project Update – Mr. Mike Thedford: Copy of report is included in the Commissioner’s packets: Mr. Thedford provided an overview regarding the status of TIF projects, as follows:

- **Blue Dome Lighting Project**: Fund No. 6967 – 88 lights throughout Blue Dome District. Project scope has been defined; light fixture style is being discussed with Blue Dome Stakeholders for formal approval. City of Tulsa is currently finalizing a preferred vendor list for all LED lights. Mr. Thedford reported that Tulsa Development Authority received a design proposal from the engineer – Recommends approval of proposed engineering services for contract amount of $43,663.00. Request approval for 79 to 180 hours over next 6 months for project management services.

- **John Hope Park Improvements**: Banner Arm attachment and banner; attachment has been ordered. Graphic/Banner colors have been confirmed. **No change.**

- **Proposed streetscape improvements to Cameron Street**: Streetscape enhancements meeting Brady District Standard. Fund 6963 – Scope is currently being defined – will tie into recent/existing streetscape improvements. **No change.**

- **Elgin streetscape improvements**: Streetscape Enhancements matching Downtown Streetscape Master Plan guidelines. Fund 6967 – Successful low bidder was CEI for the amount of $522,825.50. Awaiting Tulsa Industrial Authority Board of Trustees approval to award the contract to CEI. Tulsa Development Authority Resolution No. 5686 and 5704 previously allocated a not-to-exceed amount of $414,000.00 as requested by the Blue Dome Merchants and Owners. Construction to begin 1st quarter of 2014. Mr. Thedford requested approval for project management services.

3. General Counsel

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

    **Condemnation:**

    - Charles Sturner
Pretrial set for January 13, 2014 continued by Judge to March 10, 2014. Trial date will be set at Pretrial.

**Quiet Title:**

- **TDA v. South Kansas and Oklahoma Railroad, et al.**
  Quiet Title action filed November 14, 2013 for portion of Lot 3, Block 53, to be conveyed by Tulsa Development Authority to GreenArch LLC. Railroad has extended time to file its answer and settlement is being discussed by counsel.

- **TDA v. Dorothy Moody, et al.**
  Quiet Title action filed January 30, 2014 for two of the Crutchfield Lots (Ingram Lewis Addition) owned by Tulsa Development Authority to be conveyed to Habitat for Humanity. Last date for answers per Publication Notice is March 24, 2014.

**Other:**

- **Lamar Central Outdoor Advertising**
  Plaintiff’s counsel submitted a settlement email February 17, 2014 accepting $25,000 settlement. Settlement documents have been prepared. Case Settled!

- **Novus Homes (Wilkins)**
  To be discussed in Tulsa Development Authority Board Meeting Executive Session.

**Personal Injury Claim:**

- **Gammell, Gary v. TDA**
  Tulsa Development Authority’s insurance company has responded with request for additional documents to evaluate the claim. Documents provided as requested waiting for insurance company to assume defense.

4. **Financial Reports**

   a. **January 2014 – Income and Expenditure Report** - included in the **Commissioner packets:** Mr. Norman Kilgore provided an updated report and an overview of the Income and Expenditure Report to the Commissioners and answered questions.

   b. **January 2014 - Program Income Reports included in Commissioner’s packets:** Mr. Norman Kilgore provided information and gave an overview of the Program Income Report Fund No. 5540.
c. Comparative Financial Statements – included in the Commissioner packets. Mr. Norman Kildow provided an overview of the Comparative Financial Statements Report and answered questions from the Board.

5. Discussion and consideration to receive City of Tulsa owned properties located west of Hartford Avenue, between East Seminole Avenue and Virgin Street, Tulsa, Oklahoma A/K/A Dirty Butter – Heritage Hills Plat: Executive Director Walker provided an overview regarding Dirty Butter – Heritage Hills properties. On February 21, 2014, the Tulsa City Council reviewed and approved Resolution 19510 declaring that real property located west of Hartford Avenue, between East Seminole Place and Virgin Street surplus. Therefore, Resolution 19510 authorized the transfer of said properties to the Tulsa Development Authority for disposal. After the surplus process, the City of Tulsa desires to transfer seven (7) single family dwellings to Tulsa Development Authority for redevelopment. The property is currently vacant and has been platted into seven (7) lots. This item will be placed on the Agenda for the Tulsa Development Authority Board’s Regular Meeting.

6. Discussion and consideration to receive responses to the Request for Proposals (RFP) for the Tulsa Development Authority Sector Plan update issued December 15, 2013: Executive Director Walker provided an overview of the RFP. A screening committee was assembled to review materials, four responses were received and were very competitive. The two finalists selected were Fregonse Associates and House Lavingne, Associates. The final decision on selection of a consultant will come from the Tulsa Development Authority Board of Commissioners. Tulsa Development Authority Board will meet Friday, March 28, 2014 and Friday, April 4, 2014 beginning at 8:30 a.m. at the City of Tulsa. This item will be placed on the Agenda for the Tulsa Development Authority Board’s Regular Meeting.

7. Discussion and consideration to receive a request from Crossover Community Impact, Inc. for possible donation of TDA owned property located at 3309 N. Lansing Avenue, Tulsa, Oklahoma: Executive Director Walker provided an overview of the request from Crossover Community Impact, Inc. (CCI). Mr. Justin Pickard was present on behalf of Crossover Community Impact, Inc. Mr. Pickard provided an overview of CCI’s plans. CCI would like Tulsa Development Authority to donate property located at 3309 N. Lansing Avenue. CCI would like to demolish the existing structure and replace it with a new larger house that would have approximately 2,000 square feet for one of its families. The existing floor plan does not meet the present needs. This item will be placed on the Agenda for the Tulsa Development Authority Board’s Regular Meeting.

8. Discussion and consideration to enter into negotiations for sale of TDA owned property located at the following:
a. 537 E. Zion Place  
b. 5913 E. Latimer Place  
c. 1719 N. Frankfort Avenue

Executive Director Walker provided an overview of three (3) Tulsa Development Authority owned properties. The purpose of this request is for the Tulsa Development Authority Board of Commissioners to approve a Resolution authorizing the Executive Director Walker and General Counsel Hartley to enter into negotiations for sale of the subject properties. This item will be placed on the Agenda for the Tulsa Development Authority Board’s Regular Meeting.

9. Discussion and consideration to review and approve an assignment of mortgage to the City of Tulsa for property located at 1030 North Gary Avenue, Tulsa, Oklahoma, (Vivian June Forsman): General Counsel Hartley provided a brief overview of the assignment of mortgage to the City of Tulsa. General Counsel Hartley recommends that Tulsa Development Authority Board approve an assignment of this mortgage and all notes and liens secured thereby to the City of Tulsa. This item will be placed on the Agenda for the Tulsa Development Authority Board’s Regular Meeting.

10. Discussion and consideration to receive conceptual renderings and specifications from One Place Hospitality, LLC for hotel project to be constructed upon property located at the southeast corner of Third Street and Cheyenne Avenue, Tulsa, Oklahoma; request for partial assignment of existing redevelopment contract with One Place, LLC and negotiation of new redevelopment contract for One Place Hospitality, LLC project: Executive Director Walker provided an overview of One Place Hospitality, LLC. Mr. & Mrs. Parash Patel with One Place Hospitality, LLC’s presented schematic drawings and specifications. Mr. & Mrs. Patel were present to answer questions from the Board. This item will be placed on the Agenda for the Tulsa Development Authority Board’s Regular Meeting.

11. Discussion and consideration to provide a Resolution of Support for property located one quarter mile north of Pine Street and one-quarter mile east of Peoria Avenue, a/k/a Cherokee Meadow Elderly Rental Development: Executive Director Walker provided an overview of Cherokee Meadow Elderly Rental Development. A representative from the Carland Group was present and provided a brief update.

12. 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 Tulsa Development Authority 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 an update on the First Street Lofts project, located one-quarter (¼) mile east of Detroit Avenue, and south of 1st Street, (310 E. First Street) Tulsa, Oklahoma. [25 O.S. §307(b)(4) and §307(c)(10)]

b. Confidential communication with Counsel regarding Ogan’s Circle development located south of Virgin Street between Osage Prairie Trail and Lansing Avenue, Tulsa, Oklahoma. [25 O.S. §307(b)(4) and §307(c)(10)]

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

d. Confidential communication with Counsel regarding a tort claim for Precision Equity Apartments that was acquired as a part of the Kendall-Whittier West Park project. [25 O.S. §307(b)(4) and §307(c)(10)]

e. Confidential communication with Counsel regarding a letter dated February 26, 2014 from Jenks Law, P.L.L.C. for TDA owned property located on the southwest corner of Archer Street and Elgin Avenue, Tulsa, Oklahoma. [25 O.S. §307(b)(4) and §307(c)(10)]

f. Confidential communication with Counsel regarding a letter dated February 26, 2014 from Urban8, LLC to TDA owned property located north of East 3rd Street, between Kenosha Avenue and Greenwood Avenue, Tulsa, Oklahoma. [25 O.S. §307(b)(4) and §307(c)(10)]

Commissioner Bracy moved to go into Executive Session at 10:09 a.m., seconded by Commissioner Peters. The vote was recorded as follows:

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

The motion passed unanimously.

13. Vote to return to open session: Commissioner Bracy moved to return to Open Session at 11:58 a.m., seconded by Commissioner Mitchell. The vote was recorded as follows:
Ayes: Pegues, Bracy, Mitchell, Peters and Roberts
Nays: None

The motion passed unanimously.

14. Statement of the Executive Session: During the 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.

15. Discussion and consideration on items discussed in Executive Session.

Items to be placed on the Regular Meeting Agenda:

Executive Session Agenda Items:

12. a. First Street Lofts – The Board recommends Mr. Michael Sager provide a detailed completion plan.

b. Ogan’s Circle – General Counsel Hartley to review Redevelopment Agreement and file Default.

c. Lamar Advertising – General Counsel Hartley – Settlement Approved

d. Kendall Precision Equity Apartments – General Counsel Hartley to handle for potential settlement.

e. Letter dated February 26, 2014 from Jenks Law, P.L.L.C. for Tulsa Development Authority owned property located on the southwest corner of Archer Street and Elgin Avenue, Tulsa, Oklahoma.

f. Urban8, L.L.C. – General Counsel Hartley to provide a response on behalf of the Board.

Work Study Items to be placed on the Regular Meeting Agenda:

2.c. Mike Thedford – Blue Dome Lighting

4. a., b., c. January 2014 Financial Reports

5. Dirty Butter – Heritage Hills

6. Sector Plan Area, City of Tulsa
7. Cross Community Impact, Inc.

8. TDA owned property:
   a. 537 E. Zion Place
   b. 5913 E. Latimer Place
   c. 1719 N. Frankfort Avenue

9. Vivian June Forsman

10. One Place Hospitality, LLC

11. Cherokee Meadow Elderly Rental Development

16. New Business: None

17. Adjournment: Commissioner Bracy moved to adjourn at 12:07 p.m., seconded by Commissioner Roberts. The vote was recorded as follows:

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

   The motion passed unanimously.

Tulsa Development Authority

Approved as to legal form and adequacy:

[Signature]
Julius Pegues, Chairman

[Signature]
Jot Hartley, Esq., General Counsel

[3-6-2014 – Work Study Minutes (rw-cy-ar-nb-jm)]