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 – April 10, 2014
8:30 a.m.

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

Absent:
Nancy Roberts, Commissioner

Also Present:
JW Custer
Leon Davis
Gary Hammer
Norman Kildow
Steve Larry
Jan Simpson
Martha Schultz
Mike Thedford

Also Present:
Delise Tomlinson
Kathleen Watson
Dawn Warrick
Natasha Bunch
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 March 6, 2014 Work Study Meeting
   b. Minutes of March 6, 2014 Work Study, Executive Session
   c. Minutes of March 13, 2014 Regular Meeting
   d. Minutes of March 13, 2014 Regular Meeting, Executive Session
Commissioner Peters moved to approve the minutes, Agenda Items 2. a., b., c. and d.; seconded by Commissioner Bracy. The vote was recorded as follows:

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

The motion passed unanimously.

e. Tulsa Development Authority Financial Report for February 2014  
f. February 2014 - Comparative Financial Statements  
g. February 2014 - Program Income Report Fund No. 5540

Commissioner Mitchell moved to approve Resolution No. 5944: Tulsa Development Authority Financial Reports for February 2014, Program Income Report for Fund No. 5540, and the Comparative Financial Statements. Commissioner Bracy seconded the motion. The vote was recorded as follows:

Ayes: Pegues, Bracy, Peters and Mitchell  
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: Tulsa Development Authority office received an invoice for the installation of the Sanitary Sewer. On March 11, 2014, the Tulsa Development Authority Board of Commissioners reviewed and approved $57,000 to be escrowed from the purchase price for Water Line improvements on the subject site. Guaranty Abstract is reviewing the Final Plat and will use the new platted legal description on the conveyance and title documents. Tulsa Development Authority General Counsel Hartley will draft Releases and request a special assessment certificate from TSID. This normally occurs 30 days prior to closing. Urban8, LLC will handle the title commitments and send to Guaranty Abstract directly. Tulsa Development Authority’s Legal Counsel Hartley will need to provide exceptions for the railroad easements that may or may not come off, depending on what the surveyor reflects on the ALTA/ACSM survey. Subject property is scheduled to close April, 2014. [Location of the property: North of 3rd Street, between Greenwood Avenue and Kenosha Street.]

2. Hartford Commons, LLC: The Plat of Record was filed with the Tulsa County Clerk on February 25, 2014. The Environmental Assessment was reviewed and is complete and acceptable. Construction Building Plans are currently being reviewed by the City of Tulsa’s Permit Center. Project financing will be provided by Bank of Oklahoma. TDK Construction
Company was selected as the general contractor for the project. Closing is being scheduled with Tulsa Development Authority General Counsel Hartley and the Title Company. Project valuation is $21 million. [Location of property: SE corner of Greenwood Ave. and E. 2nd St.]

3. **100 Boulder, formerly Mapleview Associates, Inc.:** Foundation and footings have been poured. Walls are being erected. Completion date is September 2014. Manhattan Construction is the builder for this project. [Location of the property: SW Corner of 1st St. and Boulder Ave.]

4. **Fire Station No. 1:** CORE Associates has engaged the services of Development Management Associates, in Chicago, IL, are engaged diligently and will assist with the process. CORE Associates plans to provide the Board an update at the May Work Study Meeting. [Location of the property is 114 S. Elgin.]

5. **Hogan on Greenwood, LLC:** Hogan on Greenwood, LLC presented construction Drawings and Specifications to the Tulsa Development Authority Board of Commissioners for review at the April Work Study session. Hogan will apply for a building permit upon Tulsa Development Authority's approval of the construction drawings and specifications. Hogan’s desire is to close in April 2014. Title requirements issued by Fidelity National Title Insurance Company have been satisfied by Tulsa Development Authority. Tulsa Development Authority is required to convey a merchantable title under the terms of this Contract. [Location of property: NE Corner of South Greenwood Ave. and East 1st Street.]

6. **Wilkins Project:** Executive Director Walker met with Wallace Engineering on April 2, 2014 to review schematic Drawings and Specifications. Wilkins plans to submit Schematic Drawings and Specifications on April 17, 2014 for the Tulsa Development Authority Board of Commissioners to review at the May Work Study session. Tulsa Development Authority’s General Counsel responded to a letter dated February 26, 2014 from Jenks Law, P.L.L.C. regarding the subject property. [Location of property: NW corner of Archer and Elgin Ave.]

7. **The Flats on Archer:** The Flats on Archer, LLC plans to provide a status update regarding the project. There is a list of items that may require action or Tulsa Development Authority’s engagement to facilitate the closing on the property. Received an email from Randy Schold of Metro Plains regarding the Mutual Release for Tulsa Development Authority and The Flats on Archer. [Location of property: 110 N. Boston Ave.]

8. **Computer Equipment Updates:** An additional computer was purchased for the Tulsa Development Authority office. Tulsa Development Authority now has four new computers including two (2) Dell Tablets. Upgrades have been installed.
9. **Sector Plan Update**: The Tulsa Development Authority Board of Commissioners has interviewed Fregonese Associates and Houseal Lavigne Associates as the two final firms for the Sector Plan update process. The Tulsa Development Authority Board of Commissioners should make a determination on Thursday, April 10, 2014. Tulsa Development Authority Board of Commissioners will take a formal vote on April 10, 2014 to enter into an Agreement.

10. **3104 Homes Project**: All Agreements have been executed as a result of Tulsa Development Authority Lot Draw held on Friday, February 14, 2014. First payment is due from the new home owners on May 1, 2014. Contract negotiations were held for properties as follows: 1719 North Frankfort Avenue, 5913 East Latimer Avenue and 537 East Zion Place. The remaining properties will remain for sale “as-is”.

11. **Service Agreement between the City of Tulsa and Tulsa Development Authority**: Received a letter dated March 28, 2014 from the City of Tulsa Planning and Development Department. Attached was a draft Service Agreement, with exhibits, based on the current working relationship between the City of Tulsa and Tulsa Development Authority. The Agreement has been restructured from the original document that was framed several years ago. The updated Agreement has been streamlined to clearly outline roles and responsibilities of both agencies.

12. **National Association of Housing and Redevelopment Officials, Legislative Conference**: The conference was held in Washington, DC, March 9-12, 2014. The purpose for Commissioner Carl Brady and Executive Director Walker attending this year’s conference was to meet other professionals in the industry and network with decision-makers from HUD’s Washington, DC offices. At the conference Executive Director Walker and Commissioner Brady had an opportunity to learn about the fiscal year 2014 budget and proposed HUD funding for fiscal year 2015. Information was obtained on federal discretionary spending affecting housing and community development programs. Executive Director Walker and Commissioner Brady visited with federal leaders to obtain more information on the process to apply for Government Bonds that Tulsa Development Authority could utilize for infill development and obtain new ideas from industry leaders. On Tuesday, March 11, 2014, Commissioner Brady and Executive Director Walker made visits to Congressman Tom Cole, Congressman Jim Bridenstine and Senator James Inhofe’s offices.

13. **Visit with the City of Washington, DC**: On March 11, 2014, Commissioner Brady and Executive Director Walker met with Victor L. Hoskin, Deputy Mayor, and Richard Wilson Chief of Staff. The purpose of the meeting was to discuss how private and public partnerships work together to facilitate Development. Washington, DC has generated over 25,000 in job creation. The private sector has been the difference in bringing development into reality. A partnership with a higher education institution in Tulsa could bring creative ideas to the Tulsa market. Deputy Mayor Hoskins reviewed the Five-
Year Economic Development Strategy for the District of Columbia that was completed in November 2012.

**FIVE-YEAR ECONOMIC DEVELOPMENT STRATEGY HIGHLIGHTS**

a. The District’s first strategic roadmap for sustained, sector-driven economic development.

b. The plan contains the vision, goals, and initiatives that will transform the District by creating 100,000 new jobs and generating $1 billion in new tax revenue to support city services over the next five years.

c. Four local graduate schools of business collaborated to conduct analysis which drove the strategy.

d. Led by a coalition of the District’s business, academic and government leaders, select items of MBA candidates conducted in-depth interviews with business and civic leaders across seven sectors.

e. The data, insight and ideas collected during the course of those interviews were synthesized into strategic initiatives. Many of the strategies have been analyzed for economic impact using a new Economic Impact Model.

Also discussed were views on the importance of Urban Planning and Development. Commissioner Bracy commented on an Executive Summary; copies will be provided for the Commissioner’s. Executive Director Walker announced that Tulsa Development Authority will facilitate a tour during the NAHRO Conference to be held in July.

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

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

The motion passed unanimously.

4. Receive, Discuss and Vote:

a. Discussion, consideration and vote to approve a Resolution approving a Budget Amendment to TDA Fund No. 5105, an account for the acquisition of land for the University of Tulsa’s Master Plan: After discussion, Commissioner Mitchell moved to approve **Resolution No. 5945**, approving budget amendment for TDA Fund No. 5105 (Kendall Whittier-University of Tulsa Acquisition of Land) for fiscal year 2013-2014. Commissioner Peters seconded the motion. The vote was recorded as follows:

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

The motion passed unanimously.
b. Discussion, consideration and vote to approve a Resolution authorizing the sale of City of Tulsa owned properties located west of Hartford Avenue, between East Seminole Avenue and East Virgin Street, Tulsa, Oklahoma, a/k/a Dirty Butter – Heritage Hills Plat: Executive Director Walker provided information regarding the process to sell the property. After discussion, Commissioner Bracy moved to approve Resolution No. 5946, approving procedure for the sale and redevelopment of Dirty Butter-Heritage Hills Extension lots located in the vicinity of North Hartford Avenue and East Virgin Street, Tulsa, Oklahoma. Commissioner Mitchell seconded the motion. The vote was recorded as follows:

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

The motion passed unanimously.

c. Discussion, consideration and vote to approve 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: After discussion, Commissioner Bracy moved to approve Resolution No. 5947, expressing support for Cherokee Meadows Elderly Rental Development project for property located one quarter mile north of Pine Street and one quarter mile East of Peoria Avenue, Tulsa, Oklahoma. Commissioner Mitchell seconded the motion. The vote was recorded as follows:

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

The motion passed unanimously.

d. Discussion, consideration and vote to approve a Resolution to enter into a Redevelopment Agreement with Tulsa Habitat for Humanity for possible donation of TDA owned property located at 2438 North New Haven Avenue, Tulsa, Oklahoma: Counsel Hartley explained the results of his research regarding the Tulsa Development Authority policy for donating property. He also explained the need to change the Tulsa Development Authority policy for making donations. After discussion, Commissioner Mitchell moved to approve Resolution No. 5948, approving the donation and conveyance of Tulsa Development Authority owned real property located at 2438 North New Haven Avenue to Tulsa Habitat for Humanity. Commissioner Bracy seconded the motion. The vote was recorded as follows:

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

The motion passed unanimously.
e. Discussion, consideration and vote to approve a Resolution approving Draw Request No. 5 from TDL NOW II, LLC to TDA for the Downtown Housing Fund for the Vandever Lofts Project located at 12 East 5th Street, Tulsa, Oklahoma: Mr. John Snyder provided an update regarding the Vandever Lofts. After discussion, Commissioner Bracy moved to approve Resolution No. 5949, approving payment of Advance Number Five (5) to TDL NOW II, LLC, pursuant to redevelopment agreement for the Vandever Lofts Project. Commissioner Peters seconded the motion. The vote was recorded as follows:

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

The motion passed unanimously.

f. Discussion, consideration and vote to approve a Resolution approving Construction Drawings submitted by Hogan on Greenwood, LLC for TDA owned property located on the northeast corner of 1st Street and Greenwood Avenue, Tulsa, Oklahoma: After discussion, Commissioner Peters moved to approve Resolution No. 5950, approving construction documents submitted by Hogan on Greenwood, LLC for redevelopment project located at the northeast corner of South 1st Street and Greenwood Avenue, Tulsa, Oklahoma. Commissioner Mitchell seconded the motion. The vote was recorded as follows:

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

The motion passed unanimously.

g. Discussion, consideration and vote to approve a Resolution for property located on the northeast corner of Third Street and Cheyenne Avenue, Tulsa, Oklahoma, as follows:

i. approving the conceptual rendering and specifications from One Place Hospitality, LLC for hotel project to be constructed

ii. approving a partial assignment of existing redevelopment contract with One Place, LLC to One Place Hospitality, LLC.

iii. approving negotiation of new redevelopment contract with One Place Hospitality, LLC project with twelve (12) month extension of existing deadlines for submission of construction documentation, construction financial information, commencement of construction and completion of project.

Counsel Hartley stated the contract with One Place Hospitality, LLC needed to be approved prior to approving the conceptual renderings and specifications. After discussion, Commissioner Mitchell moved to approve Resolution No. 5951, approving negotiation of amendment and partial assignment of existing redevelopment contract with One Place, LLC;
approving negotiation of new and additional redevelopment contract with One Place Hospitality, LLC for the purchase and redevelopment of the real property. Commissioner Bracy seconded the motion. The vote was recorded as follows:

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

The motion passed unanimously.

h. Discussion, consideration and vote to approve a Resolution authorizing project management services for the Blue Dome Lighting Project, not to exceed 180 hours over the next six (6) months: Executive Director Walker and Counsel Hartley explained the rationale to approve the request. After discussion, Commissioner Peters moved to approve Resolution No. 5952, approving scope of services by Mike Thedford, d/b/a Thedford Enterprises, for the Blue Dome Lighting Project-Blue Dome TIF. Commissioner Mitchell seconded the motion. The vote was recorded as follows:

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

The motion passed unanimously.

i. Discussion, consideration and vote to approve a Resolution authorizing project management services for the South Elgin Streetscaping Improvement Project, not to exceed 130 hours over the next four (4) months: Executive Director Walker and Counsel Hartley explained the rationale to approve the request. After discussion, Commissioner Mitchell moved to approve Resolution No. 5953, approving the scope of services by Mike Thedford, d/b/a Thedford Enterprises, for the South Elgin Streetscape Project - Blue Dome TIF. Commissioner Bracy seconded the motion. The vote was recorded as follows:

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

The motion passed unanimously.

j. Discussion, consideration and vote to approve a Resolution acknowledging receipt of Tulsa Industrial Authority approved contract for construction of improvements for the South Elgin Streetscaping Improvement Project: Counsel Hartley provided information regarding this request. After discussion, Commissioner Peters moved to approve Resolution No. 5954, acknowledging receipt of contract approved by Tulsa Industrial Authority for construction of certain improvements for the South Elgin Streetscape project - Blue Dome District TIF. Commissioner Mitchell seconded the motion. The vote was recorded as follows:
Ayes: Pegues, Bracy, Peters and Mitchell
Nays: None

The motion passed unanimously.

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 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)]

b. Confidential communication with Counsel and conferring on matters regarding the Tulsa Development Authority’s Sector Redevelopment Plans update. [25 O.S. §307(b)(4) and §307(c)(10)].

c. Confidential communication with Counsel regarding a letter dated March 12, 2014 from the City of Tulsa, Division of Grants Administration, for TDA owned properties purchased with CDBG Funds. [25 O.S. §307(b)(4) and §307(c)(10)].

Commissioner Bracy moved to go into Executive Session at 9:13 a.m., seconded by Commissioner Peters. The vote was recorded as follows:

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

The motion passed unanimously.

6. Vote to return to open session.

Commissioner Bracy moved to return to Open Session at 10:16 a.m., seconded by Commissioner Roberts. The vote was recorded as follows:

Ayes: Pegues, Bracy, Peters and Mitchell
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:

Executive Session Agenda Items:

5.a - General Counsel Hartley advised that Mr. Michael Sager has given his permission for Tulsa Development Authority to get a new appraisal and cost of completion of the First Street Loft’s, LLC project. After discussion, Commissioner Mitchell moved to approve Executive Director Walker obtaining a new appraisal and cost of completion of the First Street Lofts, LLC project, seconded by Commissioner Peters. The vote was recorded as follows:

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

The motion passed unanimously.

5.b. - After discussion, Commissioner Mitchell moved to approve Resolution No. 5955, selecting Houseal Lavigne and approving negotiation of a Contract, not to exceed $210,000.00, for Services and update of certain Sector Plans. Commissioner Peters seconded the motion. The vote was recorded as follows:

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

The motion passed unanimously.

5.c. - After discussion, Commissioner Peters moved to approve Resolution No. 5956, approving payment from fund No. 3101 in the amount of $400,000.00 to the City of Tulsa in satisfaction of certain CDBG financed properties in Tulsa Development Authority land inventory. Commissioner Bracy seconded the motion. The vote was recorded as follows:

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

The motion passed unanimously.
9. New Business: Executive Director Walker asked the Board to coordinate the May Meeting schedule. The Board decided to combine the May Tulsa Development Authority Work Study and Tulsa Development Authority Regular Meeting on May 1, 2014 at 8:30 a.m.

10. Adjournment: Commissioner Bracy moved to adjourn the meeting, seconded by Commissioner Mitchell. The vote was recorded as follows:

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

The motion passed unanimously.

Tulsa Development Authority

Approved as to legal form and adequacy:

Julius Pegues, Chairman

Jot Hartley, Esq., General Counsel