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 – May 9, 2013
8:30 a.m.

Present:
Julius Pegues, Chairman
Carl Bracy, Commissioner
Paula Bryant-Ellis, Vice Chairman
John Clayman, Commissioner
Roy Peters, Commissioner
O.C. Walker II, Executive Director
Jot Hartley, General Counsel

Absent:

Also Present:
Jim Coles
Leon Davis
Mike Dickinson
Reuben Gant
Yvonne Hovell
Norman Kildow
Steve Larry
Lindsay Morehead
Lottie Nealy
Greg Oliphant

Also Present:
Craig Thurmond
Delise Tomlinson
Aaron Tracy
Kathleen Watson
Dennis Whitaker
David Wilson
Kajeeer Yar
Jane Malone
Robin Watkins
Carol Young

The regular meeting was called to order at 8:30 a.m. by Chairman Pegues. 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 April 4, 2013 Work Study Meeting
   b. Minutes of April 4, 2013 Work Study, Executive Session
   c. Minutes of April 4, 2013 Special Meeting, Tulsa Uptown Redevelopment Corporation
d. Minutes of April 4, 2013 Special Meeting, Tulsa Tribune Building Redevelopment Corporation

e. Minutes of April 11, 2013 Regular Meeting

f. Minutes of April 11, 2013 Regular Meeting, Executive Session

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

Ayes: Pegues, Bracy and Peters
Nays: None
Abstain: Bryant-Ellis

The motion passed.

g. Invoice for Financial Statement: Commissioner Peters moved to approve Resolution No. 5842; payment of invoice from the City of Tulsa Finance Department in the amount of $5,010.21 for Accounting Services rendered November 1, 2012 – March 31, 2013. Commissioner Bracy seconded the motion. The vote was recorded as follows:

Ayes: Pegues, Bracy, Bryant-Ellis and Peters
Nays: None

The motion passed unanimously.

h. Tulsa Development Authority Financial Report for March 2013

i. Tulsa Development Authority Financial Report for March 2013 Comparative Financial Statements

j. March 2013 Program Income Report Fund No. 3105 and 5540

Commissioner Peters moved to approve Resolution No. 5843, Tulsa Development Authority Financial Reports for March 2013, Program Income Report for Fund No. 3105, 3117, 3120, 5539 and 5540, and the Comparative Financial Statements. Commissioner Bracy seconded the motion. The vote was recorded as follows:

Ayes: Pegues, Bracy, Bryant-Ellis and Peters
Nays: None

The motion passed unanimously.
3. Receive:

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

   1. CDBG Property held by Tulsa Development Authority
      - On February 24, 2013, the TDA Board of Commissioners received correspondence from the City of Tulsa’s Interim Manager, Division of Grants Administration, requesting TDA transfer title of all the property purchased with CDBG Funds. Of the list of 65 properties to be transferred to the City, 32 are currently under contract for Redevelopment.
      - TDA has provided copies of all existing Redevelopment Agreements to the City of Tulsa.
      - Any land currently under contract, TDA will facilitate the sale and redevelopment of the subject property.
      - Three of the 65 properties are used for park and recreational use.
      - With a book value of $913,200.29, TDA has property with a book value of $647,074 under contract with Developers.
      - On Thursday, May 2, 2013, TDA delivered the deed transferring title to the subject properties to the City of Tulsa.
      - Issues regarding the parking lot at Rudisill Library. Chairman Pegues recommended the transfer of the property back to the City of Tulsa for transfer of the property to the library.

   2. East End Village – Mark Larson project
      - East End Village has completed the process of testing for Environmental Assessment.
      - The Developer has to remediate the property where the fuel tanks were located.
      - Currently, the Developer is performing demolition and cleanup work.
      - The Developer indicated that East End Village should close on the loan with F&M Bank and Heritage Bank within two (2) weeks.
      - According to the Redevelopment Agreement, the project should be completed by December 31, 2013.

   3. Jerry Freeze has officially retired.

   4. Tulsa Development Authority, Board of Commissioners Retreat
      - The following target dates will be followed pursuant to suggestions from the TDA Board Retreat held Monday, March 4, 2013, and facilitated by Dr. Brian Epperson of Human Performance Advisors.
<table>
<thead>
<tr>
<th>Suggested Project</th>
<th>Timeline of Completion</th>
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<tbody>
<tr>
<td>Review Service agreement with City of Tulsa.</td>
<td>May 15, 2013</td>
</tr>
<tr>
<td>Identify an Economic Development project to be performed by TDA</td>
<td>July 1, 2013</td>
</tr>
<tr>
<td>Apply for CDBG funding</td>
<td>Fiscal year 2014</td>
</tr>
<tr>
<td>Conduct monthly meetings with City of Tulsa staff to coordinate Staffing needs and availability.</td>
<td>Ongoing</td>
</tr>
<tr>
<td>Identify Job Positions and timing of filling the positions tied to Specific Descriptions.</td>
<td>Summer 2013</td>
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</tbody>
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- Commissioner Peters commented that the Board needs to have further discussion about the Tulsa Development Authority Board Retreat regarding suggested items to pursue before any action is taken.
- Commissioner Bracy also stated there are some items that need to be flushed out.

5. Tulsa Downtown Implementation Plan

- A Steering Committee Workshop was held on May 1, 2013 at the BOK Tower, Williams Conference Room. The purpose of the meeting was to review the Vision and Goals of the Downtown Area Master Plan. Items discussed were as follows:
  i. Downtown Districts
  ii. Functions of various organizations
  iii. Way to leveraging resources available to Tulsa
- The Workshop presenters also recommended priorities for Downtown Tulsa.
- It was determined where and how to start Redevelopment in Downtown Tulsa. Next steps are to convene a half-day workshop with the Steering Committee to do the following:
  o Review and confirm consensus on 4-5 development issues
  o Identify key roles and partnerships required for implementation of strategic initiatives
  o Identify/outline action steps and timeline
  o Provide plan for implementation, based upon the workshop and previous Steering Committee meetings and interviews.
6. **3104 Homes Project**
   - This project has been put on hold due to lack of funding from the WIN’s Department.

Vice Chairman Bryant-Ellis moved to accept the Executive Director’s Monthly Report. Commissioner Bracy seconded the motion. The vote was recorded as follows:

   **Ayes:** Pegues, Bracy, Bryant-Ellis and Peters
   **Nays:** None

The motion passed unanimously.

**Commissioner Clayman** entered the meeting at 8:48 a.m.

4. **Receive, Discuss and Vote:**
   
   **a.** Discussion, consideration and vote to authorize a Resolution to allow a budget amendment to transfer remaining TIF balances from inactive projects and return the funds to unobligated cash within the respective TIF District for redistribution for new TIF projects: Executive Director Walker provided an overview. After discussion, Commissioner Peters moved to approve **Resolution No. 5844**, authorizing Budget Amendment to transfer TIF Balances from Inactive Projects and return funds to Unobligated Cash for Redistribution for new TIF Projects. Vice Chairman Bryant-Ellis seconded the motion. The vote was recorded as follows:

   **Ayes:** Pegues, Bracy, Bryant-Ellis, Clayman and Peters
   **Nays:** None

The motion passed unanimously.

   **b.** Discussion, consideration and vote to authorize a Resolution allowing an expenditure not to exceed $24,999.00 for TDA owned property for the vest pocket park located North of Archer Street between Main Street and Boulder Avenue, 119 W. Archer Street, Tulsa, Oklahoma: Mr. Dennis Whitaker provided information supporting the Brady TIF Funds/Minor revision to site plan of Tulsa Development Authority owned property. After discussion, Commissioner Bracy moved to approve **Resolution No. 5845**, authorizing execution of a Purchase Order by the City of Tulsa using Brady Village Tax Increment District #1 Funds. Vice Chairman Bryant-Ellis seconded the motion. The vote was recorded as follows:
Ayes: Pegues, Bracy, Bryant-Ellis, Clayman and Peters
Nays: None

The motion passed unanimously.

c. Discussion, consideration and vote to approve a Resolution to allow the Brady Arts District TIF Grant Application #6 from Baird Manufacturing for property located on the northwest corner of North Boston Avenue and East Cameron Street, Tulsa, Oklahoma: Mr. Dennis Whitaker provided information supporting the application. After discussion, Commissioner Peters moved to approve Resolution No. 5846, authorizing expenditure of funds from Tax Increment District No. 1 (a/k/a Brady Village TIF), Grant Application #6, for improvements in the amount of $135,514.00 — Baird Manufacturing – Streetscape projects. Commissioner Clayman seconded the motion. The vote was recorded as follows:

Ayes: Pegues, Bracy, Bryant-Ellis and Peters
Nays: None

The motion passed unanimously.

d. Discussion, consideration and vote to authorize a Resolution approving a Redevelopment Agreement and Schematic Plans with American Equities of Oklahoma LLC/Wintrust Homes, LLC for TDA owned property located east of Martin Luther King Jr. Blvd. (formerly Cincinnati Avenue), between East Seminole Place and East Queen Street, Tulsa, Oklahoma: Executive Director Walker advised this project is ready to move forward. Commissioner Clayman moved to approve Resolution No. 5847, Redevelopment Agreement and Schematic Plans with American Equities of Oklahoma LLC/Wintrust Homes, LLC for property East of Martin Luther King Jr. Blvd, formerly N. Cincinnati Ave. Commissioner Bracy seconded the motion. The vote was recorded as follows:

Ayes: Pegues, Bracy, Bryant-Ellis, Clayman and Peters
Nays: None

The motion passed unanimously.

Discussion, consideration and vote to authorize a Resolution establishing Fair Reuse Value with American Equities of Oklahoma LLC/Wintrust Homes, LLC for TDA owned property located east of Martin Luther King Jr. Blvd. (formerly Cincinnati Avenue), between East Seminole Place and East Queen Street, Tulsa, Oklahoma: Commissioner Clayman moved to approve Resolution No. 5848.
establishing fair reuse value and authorizing sale of parcels to American Equities of Oklahoma LLC/Wintrust Homes, LLC for property East of Martin Luther King Jr. Blvd, formerly N. Cincinnati Ave. Commissioner Bracy seconded the motion. The vote was recorded as follows:

Ayes: Pegues, Bracy, Bryant-Ellis, Clayman and Peters
Nays: None

The motion passed unanimously.

e. Discussion, consideration and vote approving a Resolution authorizing a donation of TDA owned property to Tulsa Habitat for Humanity located at 1333 N. St. Louis Avenue, Tulsa, Oklahoma: Commissioner Bracy moved to approve Resolution No. 5849, for the donation and conveyance of Tulsa Development Authority property to Tulsa Habitat for Humanity -1333 N. St. Louis Ave. Vice Chairman Bryant-Ellis seconded the motion. The vote was recorded as follows:

Ayes: Pegues, Bracy, Bryant-Ellis, Clayman and Peters
Nays: None

The motion passed unanimously.

f. Discussion, consideration and vote to approve a Resolution amending a Redevelopment Agreement with Tulsa Urban Development Group, LLC, d/b/a/ Urban8, LLC for TDA owned property located north of East 3rd Street, between Kenosha Street and Greenwood Avenue: General Counsel Hartley gave an overview and explained the rational to approve the amendment to provide assistance with easements and parking. After discussion, Commissioner Bracy moved to approve Resolution No. 5850, authorizing an Amendment to the Agreement between Tulsa Urban Development Group, LLC, d/b/a Urban8 and Tulsa Development Authority. Vice Chairman Bryant-Ellis seconded the motion. The vote was recorded as follows:

Ayes: Pegues, Bracy, Bryant-Ellis, Clayman and Peters
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) and 307(c)(10) for the purpose of confidential communication with counsel regarding potential claims and/or matters for Economic Development initiatives:

Vice Chairman Bryant-Ellis moved to go into Executive Session, seconded by Commissioner Peters. The vote was recorded as follows:
Ayes: Pegues, Bracy, Bryant-Ellis, Clayman and Peters
Nays: None

The motion passed unanimously.

6. Vote to return to open session.

Commissioner Bracy moved to return to Open Session, seconded by Commissioner Peters. The vote was recorded as follows:

Ayes: Pegues, Bracy, Bryant-Ellis, Clayman and Peters
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:

5a. Following discussion and proposed amendments by General Counsel Hartley to the contract, Commissioner Clayman moved to approve Resolution No. 5851 approving Amended Redevelopment Agreement between Tulsa Development Authority and GreenArch, LLC. Commissioner Bracy seconded the motion. The vote was recorded as follows:

Ayes: Pegues, Bracy, Bryant-Ellis, Clayman and Peters
Nays: None

The motion passed unanimously.

9. New Business: None

10. Adjournment: The meeting adjourned 10:07 a.m.

Commissioner Bracy moved to adjourn, seconded by Vice Chairman Bryant-Ellis. The vote was recorded as follows:

Ayes: Pegues, Bracy, Bryant-Ellis, Clayman and Peters
Nays: None
The motion passed unanimously.

Tulsa Development Authority

Julius Pegues, Chairman

Approved as to legal form and adequacy:

Jot Hartley, Esq., General Counsel

[3-9-2013 – Regular Meeting Minutes - (rw-jm-ar)-b]