

AGENDA FOR
REGULAR MEETING OF
OKLAHOMA CITY URBAN RENEWAL AUTHORITY
105 N. Hudson Avenue, Suite 101
Wednesday, August 20, 2014
10:30 a.m.

1. Call to Order
2. Statement of Compliance with the Oklahoma Open Meeting Law
3. Roll Call
4. Reading and Approval of Minutes of a Regular and Annual Meeting held on Wednesday, July 16, 2014

CORE TO SHORE

5. Resolution No. _____ Approving Renewal of the Maps 3 Implementation and Coordination Agreement for the Core To Shore Urban Renewal Area and Approving Amendment No. 4 to the Maps 3 Implementation and Coordination Agreement

HARRISON/WALNUT

6. Resolution No. _____ Authorizing the Executive Director to Negotiate Terms and Execute Land Lease Agreements for Real Property Owned by the Oklahoma City Urban Renewal Authority Located at N.E. 3rd Street and Walnut Avenue in the Harrison-Walnut Urban Renewal Plan
7. Resolution No. _____ Approving Partial Assignment and Assumption of the Amended and Restated Contract for Sale of Land and Redevelopment Between Oklahoma City Urban Renewal Authority, Ainsworth Triangle LLC, PHF Redevelopment, L.L.C., and Humphreys Real Estate Investments, LLC To PLICO, Inc. for the Redevelopment of the Building Tract of the Flatiron Property, Harrison-Walnut Urban Renewal Plan

COMMUNITY DEVELOPMENT BLOCK GRANT

8. Resolution No. _____ Approving Community Development Block Grant Services Agreement between the Oklahoma City Urban Renewal Authority and The Alliance for Economic Development of Oklahoma City, Inc. for Fiscal Year 2014-2015 for the Management of the CDBG Program in Accordance with the CDBG Operating Agreement between the Oklahoma City Urban Renewal Authority and The City Of Oklahoma City

OCURA AGENDA

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OTHER MATTERS

9. Resolution No. _____ Authorizing Invitations for Proposals and/or Requests for Qualifications for Professional Services, including Architecture and City Planning Consultants, Independent Appraisal Services, Title Examination and Title Insurance Services, Surveying Services, and Civil Engineering and Traffic Consultants
10. Resolution No. _____ Approving the Annual Agreement between the Oklahoma City Urban Renewal Authority and The Alliance for Economic Development of Oklahoma City, Inc., an Oklahoma Not-For-Profit Corporation, as to Scope of Services and Fee for those Services for 2014-2015
11. Presentation of Interim Financial Report for the Period Ending June 30, 2014
12. Staff Report
13. Citizens to be heard
14. Adjournment

POSTED at the offices of the City Clerk and Oklahoma City Urban Renewal Authority by
10:30 a.m. on Tuesday, August 19, 2014 by Pam Lunnon, Administrative Assistant

MINUTES OF REGULAR AND ANNUAL MEETING
OF THE
OKLAHOMA CITY URBAN RENEWAL AUTHORITY

A Regular Meeting of the Board of Commissioners of the Oklahoma City Urban Renewal Authority (“Authority”) was held on Wednesday, July 16, 2014 at 10:30 a.m. at the offices of the Authority located at 105 North Hudson, Suite 101, Oklahoma City, Oklahoma 73102.

The Vice Chairman called the meeting to order and stated that the meeting was being held in compliance with the Oklahoma Open Meeting Law. Upon roll call the following members were present:

Mr. Mark Beffort
Mr. James R. Tolbert
Ms. Mary Mélon
Mr. Russell M. Perry

Trustees Absent:

Mr. J. Larry Nichols

Staff members present:

Catherine O’Connor, Executive Director
Joe Van Bullard, Director of Redevelopment Programs
Leslie Batchelor, OCURA Associate General Counsel
Emily Pomeroy, The Center for Economic Development Law
Denise Balkas, The Alliance for Economic Development of Oklahoma City
Geri Kenfield, The Alliance for Economic Development of Oklahoma City
Dustin Akers, The Alliance for Economic Development of Oklahoma City
Cassi Poor, The Alliance for Economic Development of Oklahoma City
Pam Lunnon, The Alliance for Economic Development of Oklahoma City

Others present:

Chuck Ainsworth, Ainsworth Company
Rand Elliott, Elliott & Associates
David Ketch, Elliott & Associates
Steve Lackmeyer, The Oklahoman
Molly Fleming, The Journal Record

The Vice Chairman requested a motion to approve the circulated minutes of the Regular Board Meeting of the Oklahoma City Urban Renewal Authority held on Wednesday, June 18, 2014 at 10:30 a.m.

Commissioner Beffort moved the adoption of the minutes, and upon second by Commissioner Mélon, the vote was as follows:

OCURA Board of Commissioners, Wednesday, July 16, 2014

Mr. J. Larry Nichols	Absent
Ms. Mary Mélon	Aye
Mr. Russell M. Perry	Aye
Mr. James R. Tolbert, III	Aye
Mr. Mark Beffort	Aye

Minutes Adopted.

The Vice Chairman called for Election of Officers.

Executive Director O'Connor reported it is time to conduct the annual election of officers for the Oklahoma City Urban Renewal Authority and would like to recommend that Larry Nichols serve as Chairman, James R. Tolbert as Vice Chairman and Assistant Secretary, Mary Mélon as Secretary, Russell Perry as Assistant Secretary, and Mark Beffort as Assistant Secretary and Treasurer.

Commissioner Beffort moved to adopt the officers and upon second by Commissioner Perry, the vote was as follows:

Mr. J. Larry Nichols	Absent
Mr. Russell M. Perry	Aye
Mr. James R. Tolbert, III	Aye
Mr. Mark Beffort	Aye
Ms. Mary Mélon	Aye

Officers Adopted.

The Vice Chairman introduced the following resolutions:

NORTHEAST OKLAHOMA CITY AREA

Resolution No. 5650 entitled:

“Resolution Authorizing a Request for Proposals from Qualified Architectural Firms for the Development of a Single-Family Home Construction Pattern Book, John F. Kennedy Urban Renewal Area and any Adjacent Urban Renewal Area Approved by The City Of Oklahoma City”

Commissioner Beffort moved the adoption of the resolution, and upon second by Commissioner Mélon, the vote was as follows:

Mr. J. Larry Nichols	Absent
Ms. Mary Mélon	Aye
Mr. Russell M. Perry	Aye

Mr. James R. Tolbert, III Aye
Mr. Mark Beffort Aye

Resolution Adopted

HARRISON/WALNUT

Resolution No. 5651 entitled:

“Resolution Approving Amended Design Development Documents Submitted by Ainsworth Triangle LLC and Confirming the Authorization for the Executive Director to Approve Construction Documents to be Submitted by Ainsworth Triangle LLC for Redevelopment of the Building Tract of the Flatiron Property in the Harrison-Walnut Urban Renewal Project Area”

Presentation made by Rand Elliott, Elliott & Associates on the above project.

Commissioner Beffort moved the adoption of the resolution, and upon second by Commissioner Perry, the vote was as follows:

Mr. J. Larry Nichols Absent
Ms. Mary Mélon Aye
Mr. Russell M. Perry Aye
Mr. James R. Tolbert, III Aye
Mr. Mark Beffort Aye

Resolution Adopted

COMMUNITY DEVELOPMENT BLOCK GRANT

Resolution No. 5652 entitled:

“Resolution Authorizing a Community Development Block Grant Operating Agreement with The City Of Oklahoma City for Fiscal Year 2014-2015 and Execution of the Agreement by the Executive Director”

Commissioner Perry moved the adoption of the resolution, and upon second by Commissioner Beffort, the vote was as follows:

Mr. J. Larry Nichols Absent
Ms. Mary Mélon Aye
Mr. Russell M. Perry Aye
Mr. James R. Tolbert, III Aye
Mr. Mark Beffort Aye

Resolution Adopted

OCURA Board of Commissioners, Wednesday, July 16, 2014

CORE TO SHORE

Resolution No. 5653 entitled:

“Authorizing an Invitation for Proposals for Redevelopment of Lots One (1) through Twelve (12) and Lots Seventeen (17) through Thirty-Two (32) in Block Sixty (60) of the Original Plat of Oklahoma City, and Adjacent Vacated Streets Located in the Core To Shore Urban Renewal Area”

Commissioner Perry moved the adoption of the resolution, and upon second by Commissioner Beffort, the vote was as follows:

Mr. J. Larry Nichols	Absent
Ms. Mary Mélon	Aye
Mr. Russell M. Perry	Aye
Mr. James R. Tolbert, III	Aye
Mr. Mark Beffort	Aye

Resolution Adopted

OTHER MATTERS

Resolution No. 5654 entitled:

“Resolution Authorizing Signatories for the Payment and Investment of Money on Behalf of the Oklahoma City Urban Renewal Authority”

Commissioner Beffort moved the adoption of the resolution, and upon second by Commissioner Perry, the vote was as follows:

Mr. J. Larry Nichols	Absent
Ms. Mary Mélon	Aye
Mr. Russell M. Perry	Aye
Mr. James R. Tolbert, III	Aye
Mr. Mark Beffort	Aye

Resolution Adopted

Resolution No. 5655 entitled:

“Resolution Authorizing the use of Advancements from the Oklahoma City Redevelopment Corporation for Payment of Certain Costs Incurred by the Oklahoma City Urban Renewal Authority in Connection with Proposed and

Approved Projects, and Approving and Ratifying Actions through June 30, 2014”

Commissioner Beffort moved the adoption of the resolution, and upon second by Commissioner Perry, the vote was as follows:

Mr. J. Larry Nichols	Absent
Ms. Mary Mélon	Aye
Mr. Russell M. Perry	Aye
Mr. James R. Tolbert, III	Aye
Mr. Mark Beffort	Aye

Resolution Adopted

Resolution No. 5656 entitled:

“Resolution Authorizing the use of Advancements from the Oklahoma City Redevelopment Authority for Payment of Certain Costs Incurred by the Oklahoma City Urban Renewal Authority in Connection with Proposed and Approved Projects, and Approving and Ratifying Actions through June 30, 2014”

Commissioner Beffort moved the adoption of the resolution, and upon second by Commissioner Perry, the vote was as follows:

Mr. J. Larry Nichols	Absent
Ms. Mary Mélon	Aye
Mr. Russell M. Perry	Aye
Mr. James R. Tolbert, III	Aye
Mr. Mark Beffort	Aye

Resolution Adopted

Resolution No. 5657 entitled:

“Resolution Approving a Budget for the Period of July 1, 2014, through June 30, 2015”

Commissioner Mélon moved the adoption of the resolution, and upon second by Commissioner Perry, the vote was as follows:

Mr. J. Larry Nichols	Absent
Ms. Mary Mélon	Aye
Mr. Russell M. Perry	Aye

OCURA Board of Commissioners, Wednesday, July 16, 2014

Mr. James R. Tolbert, III Aye
Mr. Mark Beffort Aye

Resolution Adopted

Financial Report

Ms. Kenfield presented the financial reports through May 31, 2014.

Commissioner Mélon moved the financials be accepted, and upon second by Commissioner Beffort, the vote was as follows:

Mr. J. Larry Nichols Absent
Ms. Mary Mélon Aye
Mr. Russell M. Perry Aye
Mr. James R. Tolbert, III Aye
Mr. Mark Beffort Aye

Financials Accepted

Staff Report

Executive Director O'Connor reported that there are still some issues with the design documents on the GE Parking Garage and the Authority is working with GE to get it resolved. The Authority would like to see if they can get a softer treatment to the building either with different materials or maybe some changes in articulation. RTKL is helping the Authority with this project and the project is moving forward.

The Authority is continuing to make progress on the creation of a new TIF District for NE Oklahoma City. The Blight Study will go to City Council on July 29th; it has been completed by OCURA Staff and The City Planning Department. After that an Urban Renewal Plan will begin the process of approvals and should be completed sometime in November. The Authority continues to work with the Developer on King's Crossing and it is looking very good. The total development will be over \$40 million dollars and contain a 55,000 sq. ft. grocery store.

The Alliance is in the process of applying for an Office of Community Services Grant through the US Department of Health and Human Services. It is a grant to assist in the development of full service grocery stores in areas designated as food deserts. In return for receiving financial assistance, the grocer must create a specific number of low and moderate income jobs. OCURA staff will monitor grant compliance. The grant is around \$800,000 - \$900,000 and no one in Oklahoma has ever received this grant. Also, the Alliance did not receive the New Market Tax Allocation this time around.

There being no further business to come before the Board, the meeting was adjourned at 11:10 a.m.

Secretary

OCURA Board of Commissioners, Wednesday, July 16, 2014

OKLAHOMA CITY

URBAN
RENEWAL
AUTHORITY

To: Board of Commissioners
From: Catherine O'Connor, Executive Director
Date: August 20, 2014
Ref: Resolution Approving Renewal of the MAPS 3 Implementation and Coordination Agreement for the Core to Shore Urban Renewal Area and Approving Amendment No. 4 to the MAPS 3 Implementation and Coordination Agreement

Background: The Oklahoma City Urban Renewal Authority (“Authority”) is engaged in carrying out certain acquisition activities in the Core to Shore Urban Renewal Plan pursuant to the approval and direction of The City of Oklahoma City (“City”). On October 12, 2010, The City approved the MAPS 3 Implementation and Coordination Agreement (“Agreement”) which provides that the Authority perform and provide certain land acquisition and legal and administrative services necessary for acquiring certain properties. The City and the Authority entered into the Amendment No. 1 on March 22, 2011, Amendment No. 2 on December 20, 2011, and Amendment No. 3 on August 28, 2012. The City wishes the Authority to perform additional acquisition and relocation services for the MAPS 3 Park and the Streetcar Maintenance facility.

Purpose of Agenda Item: The resolution for consideration authorizes the Authority to renew the Agreement for the fiscal year beginning July 1, 2014, and ending June 30, 2015, and approves Amendment No. 4 to the Agreement. Amendment No. 4 increases the amount of reimbursement or payments by \$237,500 for a total of \$1,317,500.

Staff Recommendation: Approval of Resolution

Attachments: Amendment No. 4

RESOLUTION NO. _____

RESOLUTION APPROVING RENEWAL OF THE MAPS 3 IMPLEMENTATION AND COORDINATION AGREEMENT FOR THE CORE TO SHORE URBAN RENEWAL AREA AND APPROVING AMENDMENT NO. 4 TO THE MAPS 3 IMPLEMENTATION AND COORDINATION AGREEMENT IN THE CORE TO SHORE AREA

WHEREAS, the Oklahoma City Urban Renewal Authority (“Authority”) is engaged in carrying out the Core to Shore Urban Renewal Plan, pursuant to the approval and direction of The City of Oklahoma City (“City”), for redevelopment of an area in The City; and

WHEREAS, on October 12, 2010, The City approved the MAPS 3 Implementation and Coordination Agreement (“Agreement”), which provides that the Authority perform and provide certain land acquisition and legal and administrative services necessary to carry out the acquisition of land required for the MAPS 3 Program in the Core to Shore Urban Renewal Plan Area; and

WHEREAS, The City and the Authority entered into Amendment No. 1 to the Agreement on March 22, 2011, Amendment No. 2 to the Agreement on December 20, 2011, and Amendment No. 3 to the Agreement on August 28, 2012; and

WHEREAS, The City wishes the Authority to perform additional acquisition and relocation services for the MAPS 3 park and the streetcar maintenance facility; and

WHEREAS, the Board of Commissioners of the Authority deems it appropriate, desirable, and in the public interest to approve the renewal of the Implementation and Coordination Agreement for the fiscal year beginning July 1, 2014, and ending June 30, 2015, and approve Amendment No. 4 to the Agreement increasing the not-to-exceed amount of compensation to the Authority for property acquisition services associated with the MAPS 3 park and the streetcar maintenance facility.

NOW, THEREFORE, BE IT RESOLVED by the Board of Commissioners of the Oklahoma City Urban Renewal Authority as follows:

1. The renewal of the MAPS 3 Implementation and Coordination Agreement for the Core to Shore Area for the fiscal year beginning July 1, 2014, and ending June 30, 2015, is hereby approved.
2. The Officers, Executive Director, and Legal Counsel of the Authority are authorized and directed to take such actions and approve and execute such documents as may be necessary or appropriate to implement provisions of the MAPS 3 Implementation and Coordination Agreement for the Core to Shore Area, as amended, and to assist in undertaking the performance and implementation of the MAPS 3 Implementation and

Coordination Agreement for the Core to Shore Area, as amended, in accordance with the Core to Shore Urban Renewal Plan.

I, _____, Secretary of the Board of Commissioners for the Oklahoma City Urban Renewal Authority, certify that the foregoing Resolution No. _____ was duly adopted at a **regular** meeting of the Board of Commissioners of the Oklahoma City Urban Renewal Authority, held at its offices at 105 N. Hudson, Suite 101, Oklahoma City, Oklahoma 73102, on the **20th** day of **August, 2014**; that said meeting was held in accordance with the By-Laws of the Authority and the Oklahoma Open Meeting Act; that any notice required to be given of such meeting was properly given; that a quorum was present at all times during said meeting; and that the Resolution was duly adopted by a majority of the Commissioners present.

SECRETARY

(SEAL)

**AMENDMENT NO. 4 TO THE MAPS 3
IMPLEMENTATION AND COORDINATION
AGREEMENT FOR THE CORE TO SHORE AREA**

This Amendment No. 4 to the MAPS 3 Implementation and Coordination Agreement for the Core to Shore Area (“Amendment”) is made effective as of the _____ day of _____, 2014, by and among The City of Oklahoma City (“The City”), a municipal corporation, and the Oklahoma City Urban Renewal Authority (“OCURA”), a public body corporate.

WITNESSETH:

WHEREAS, The City and OCURA are parties to the MAPS 3 Implementation and Coordination Agreement for the Core to Shore Area (“Agreement”) on October 12, 2010 to provide certain land acquisition, legal, and administrative services necessary to carry out the acquisition of land required for the MAPS 3 Program, as more particularly described in the Agreement; and

WHEREAS, The City and OCURA entered into Amendment No. 1 to the MAPS 3 Implementation and Coordination Agreement (“Amendment No. 1”) on March 22, 2011 to provide a procedure for making payments of relocation benefits related to acquisitions of land required for the MAPS 3 Program, as is more particularly described in Amendment No. 1; and

WHEREAS, The City and OCURA entered into Amendment No. 2 to the MAPS 3 Implementation and Coordination Agreement (“Amendment No. 2”) on December 20, 2011 to include OCURA providing services within the Central Business District Urban Renewal Plan redevelopment area, as is more required for the MAPS 3 Program, as is more particularly described in Amendment No. 2; and

WHEREAS, The City and OCURA entered into Amendment No. 3 to the MAPS 3 Implementation and Coordination Agreement (“Amendment No. 3”) on August 28, 2012 to amend the Agreement in order to increase the not-to-exceed amount of compensation to OCURA for property acquisition services for the MAPS 3 Downtown Public Park, MAPS 3 Convention Center, and the Intermodal Transportation Hub and to amend the renewal procedure for this Agreement, as is more particularly described in Amendment No. 3; and

WHEREAS, in furtherance of objectives, The City and OCURA desire to amend the Agreement as provided in this Amendment No. 4 in order to increase the not-to-exceed amount of compensation to OCURA for property acquisition services for the MAPS 3 Downtown Public Park and the MAPS 3 Streetcar Maintenance Facility, and renewal of the Agreement, retroactive to July 1, 2014; and

WHEREAS, The City and OCURA agree to amend certain provisions of the Agreement.

NOW THEREFORE, in consideration of the mutual covenants and agreements contained in this Amendment No. 4 and other good and valuable consideration, the receipt and adequacy of which are acknowledged, The City and OCURA agree as follows:

A. Section 5. Payments and Reimbursements, Paragraph Reimbursements/Payment for Services Provided by OCURA under this Agreement: The following paragraph replaces Subparagraph 7 in Section 5 (B).

7. The parties agree that the total amount of reimbursement or payments under Section 5, subparagraph B.7 shall not exceed \$1,317,500 (an increase of \$237,500). This amount includes the reimbursement for prior Services provided for in subparagraph A of the original Agreement.

B. The contract is renewed as authorized in Section 11. General Provisions, Subsection P. Effective Date and Renewal, retroactive to July 1, 2014 through June 30, 2015.

This Amendment is executed as of the day and year first above written. Except as amended hereby, the Agreement is retroactive to July 1, 2014 and shall remain in full force and effect in accordance with its terms through June 30, 2015.

APPROVED by the Council and signed by the Mayor of The City of Oklahoma City, Oklahoma, this _____ day of _____, 2014.

ATTEST:

CITY CLERK

MAYOR

REVIEWED for form and legality.

ASSISTANT MUNICIPAL COUNSELOR

APPROVED by the Oklahoma City Urban Renewal Authority this _____ day of _____, 2014.

ATTEST:

SECRETARY

CHAIRMAN

OKLAHOMA CITY

URBAN
RENEWAL
AUTHORITY

To: Board of Commissioners
From: Catherine O'Connor, Executive Director
Date: August 20, 2014
Ref: Resolution Authorizing the Executive Director to Negotiate Terms and Execute Land Lease Agreements for Real Property Owned by the Oklahoma City Urban Renewal Authority

Background: This resolution enables the Executive Director of the Oklahoma City Urban Renewal Authority to negotiate the short term leasing of a vacant parcel located in the Deep Deuce area at the northeast corner of Walnut and N.E. 3rd Street. Previously the land was leased as a construction staging area for Aloft Hotel. That lease has expired and OCURA has been receiving inquiries regarding leasing the property as a staging construction area for other nearby development sites.

Summary of Agenda Item: The resolution authorizes the Executive Director to negotiate and execute lease agreements for this property.

Recommendation: Approval of Resolution

Attachments: Site Map

RESOLUTION NO. _____

RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR TO NEGOTIATE TERMS AND EXECUTE LAND LEASE AGREEMENTS FOR REAL PROPERTY OWNED BY THE OKLAHOMA CITY URBAN RENEWAL AUTHORITY LOCATED AT N.E. 3RD STREET AND WALNUT AVENUE IN THE HARRISON-WALNUT URBAN RENEWAL PLAN

WHEREAS, the City Council of the City of Oklahoma City has adopted and approved the Harrison-Walnut Urban Renewal Plan, as amended (“Urban Renewal Plan”), for an area (“Project Area”) located in The City of Oklahoma City (“City”); and

WHEREAS, the real property described on Exhibit “A” attached hereto (“Property”) is within the Project Area and is currently owned by the Oklahoma City Urban Renewal Authority; and

WHEREAS, the Property is vacant land and is not subject to a redevelopment agreement; and

WHEREAS, the Property has previously been leased to a third party but said lease has expired; and

WHEREAS, the Executive Director has received inquires about other leasing opportunities of the Property; and

WHEREAS, it is desirable and appropriate for the Executive Director to negotiate the terms and execute land lease agreements to effect the utilization of the Property; and

NOW, THEREFORE, BE IT RESOLVED by the Board of Commissioners of the Oklahoma City Urban Renewal Authority, as follows:

1. The Executive Director is hereby authorized to enter into from time to time land lease agreements for the lease of the Property described on Exhibit “A” on terms she deems to be appropriate and desirable.
2. The Executive Director and Legal Counsel for the Oklahoma City Urban Renewal Authority are hereby authorized and directed to undertake all necessary actions to negotiate terms and execute lease agreements and related documents in the name of the Oklahoma City Urban Renewal Authority for the lease of the Property described on Exhibit “A”.

I, _____, Secretary of the Board of Commissioners for the Oklahoma City Urban Renewal Authority, certify that the foregoing Resolution No. _____ was duly adopted at a **regular** meeting of the Board of Commissioners of the Oklahoma City Urban Renewal Authority, held at its offices at 105 N. Hudson, Suite 101, Oklahoma City, Oklahoma 73102, on the **20th** day of **August, 2014**; that said meeting was held in accordance with the By-Laws of the Authority and the Oklahoma Open Meeting Act; that any notice required to be given of such meeting was properly given; that a quorum was present at all times during said meeting; and that the Resolution was duly adopted by a majority of the Commissioners present.

SECRETARY

(SEAL)

EXHIBIT "A"

Legal Description of the Property

Lots 10 through 15, both inclusive, in Block 9 of Military Addition, to the City of Oklahoma City, County of Oklahoma, State of Oklahoma, according to the recorded plat thereof.



OKLAHOMA CITY

**URBAN
RENEWAL
AUTHORITY**

To: Board of Commissioners
From: Catherine O'Connor, Executive Director
Date: August 20, 2014
Ref: Resolution Approving Partial Assignment and Assumption of the Amended and Restated Contract for Sale of Land and Redevelopment between the Oklahoma City Urban Renewal Authority, Ainsworth Triangle LLC, PHF Redevelopment, LLC, and Humphreys Real Estate Investments LLC to PLICO, Inc for the Redevelopment of the Building Tract of the Flatiron Property

Background: OCURA previously entered into a redevelopment agreement with the Presbyterian Health Foundation, a not-for-profit corporation (“Foundation”) dated November 1, 2000, for the acquisition and redevelopment of certain property in the Harrison-Walnut Urban Renewal Project Area, including a structure known as the Flatiron or Triangle Building (the “Property”). Subsequently, the Foundation, with the Authority’s consent, assigned all of its interest in the Redevelopment Agreement to PHF Redevelopment, LLC, an Oklahoma limited liability company, and Gibraltar Investments, LLC, an Oklahoma limited liability company now known as Humphreys Real Estate Investments, LLC (collectively referred to as the “Redeveloper”).

On March 6, 2014, the Redeveloper, with Authority’s consent, assigned all of its interest in the Amended Redevelopment Agreement to Ainsworth Triangle, LLC. Ainsworth Triangle, LLC, now seeks the Authority’s consent to assign PLICO, Inc certain rights and obligations under the Amended and Restated Contract for Sale of Land and Redevelopment of the building tract of the Flatiron Property.

Purpose of Agenda Item: The proposed resolution approves Partial Assignment and Assumption of the Amended and Restated Contract for Sale of Land and Redevelopment to PLICO, Inc for the Redevelopment of the Building Tract of the Flatiron Property. The partial assignment is necessary in order for PLICO to make use of tax credits.

Staff Recommendation: Approval of Resolution.

Attachments: N/A

RESOLUTION NO. _____

RESOLUTION APPROVING PARTIAL ASSIGNMENT AND ASSUMPTION OF THE AMENDED AND RESTATED CONTRACT FOR SALE OF LAND AND REDEVELOPMENT BETWEEN OKLAHOMA CITY URBAN RENEWAL AUTHORITY, AINSWORTH TRIANGLE LLC, PHF REDEVELOPMENT, L.L.C., AND HUMPHREYS REAL ESTATE INVESTMENTS, LLC TO PLICO, INC. FOR THE REDEVELOPMENT OF THE BUILDING TRACT OF THE FLATIRON PROPERTY, HARRISON-WALNUT URBAN RENEWAL PLAN

WHEREAS, the Oklahoma City Urban Renewal Authority (“Authority”) is engaged in carrying out the Harrison-Walnut Urban Renewal Plan, as amended (“Urban Renewal Plan”); and

WHEREAS, the Authority has heretofore authorized the disposition of certain property in the Harrison-Walnut Renewal Project area, in accordance with the requirements of the Urban Renewal Plan; and

WHEREAS, pursuant to the Urban Renewal Plan, the Board of Commissioners has approved an Amended and Restated Contract for Sale of Land and Redevelopment (“Redevelopment Agreement”) with Ainsworth Triangle LLC (“Redeveloper”); and

WHEREAS, the Redevelopment Agreement includes assignments by PHF Redevelopment, L.L.C. and Humphreys Real Estate Investments, LLC of any and all of their interests in the Redevelopment Agreement to the Redeveloper; and

WHEREAS, the Redevelopment Agreement contemplates the redevelopment of a portion of property known as the Building Tract in the initial phase, with the second phase including the development of the portion of the property known as the Undeveloped Tract; and

WHEREAS, pursuant to the Redevelopment Agreement, the Redeveloper, subject to the Authority’s consent, proposes to assign to PLICO, Inc., an Oklahoma corporation, certain rights and obligations under the Redevelopment Agreement relative to the Building Tract for the purpose of pursuing, obtaining, and using tax credits; and

WHEREAS, in order to formalize the rights, responsibilities, and obligations of the parties, the Authority and the Redeveloper deem it appropriate and desirable to approve the Partial Assignment and Assumption of Redevelopment Agreement (“Assignment”) between the Authority, the Redeveloper, and PLICO, Inc.

NOW, THEREFORE, BE IT RESOLVED by the Board of Commissioners of the Oklahoma City Urban Renewal Authority as follows:

1. The proposed Assignment is hereby approved.

2. The Executive Director, Legal Counsel, and officers and staff of the Authority are authorized and directed to prepare and execute such documents, letters, and authorizations as may be appropriate or desirable to implement this resolution.

I, _____, Secretary of the Board of Commissioners for the Oklahoma City Urban Renewal Authority, certify that the foregoing Resolution No. _____ was duly adopted at a **regular** meeting of the Board of Commissioners of the Oklahoma City Urban Renewal Authority, held at its offices at 105 N. Hudson, Suite 101, Oklahoma City, Oklahoma 73102, on the **20th** day of **August, 2014**; that said meeting was held in accordance with the By-Laws of the Authority and the Oklahoma Open Meeting Act; that any notice required to be given of such meeting was properly given; that a quorum was present at all times during said meeting; and that the Resolution was duly adopted by a majority of the Commissioners present.

SECRETARY

(SEAL)

OKLAHOMA CITY

URBAN

RENEWAL

AUTHORITY

To: Board of Commissioners
From: Catherine O'Connor, Executive Director
Date: August 20, 2014
Ref: Community Development Block Grant Services Agreement Between the Oklahoma City Urban Renewal Authority and The Alliance For Economic Development of Oklahoma City, Inc. Fiscal Year 2014–2015 For the Management Of The CDBG Program in Accordance with the CDBG Operating Agreement Between the Oklahoma City Urban Renewal Authority and The City Of Oklahoma City

Background: This is an agreement for the delivery of various professional services by the Alliance for Economic Development of Oklahoma City, Inc. (“Alliance”) to Oklahoma City Urban Renewal Authority (“OCURA”) to administer the Community Development Block Grant Program (“CDBG”). For fiscal year 2014-15, the board has approved a contract between OCURA and the City of Oklahoma City to oversee \$1,844,724 in CDBG funding for property management and disposition and affordable housing activities.

Beginning with the current fiscal year, the Alliance will assume more administrative and management functions that in the past were provided by OCURA employees. In order to clearly define the CDBG-related activities performed by the Alliance it was determined that two agreements between OCURA and the Alliance would be the best approach. This agreement outlines the CDBG-related activities to be performed by the Alliance for the Authority.

Summary of Agenda Item: The resolution authorizes the Executive Director to negotiate and execute the agreement.

Recommendation: Approval of Resolution

Attachments: Copy of Professional Services Agreement

RESOLUTION NO. _____

RESOLUTION APPROVING COMMUNITY DEVELOPMENT BLOCK GRANT SERVICES AGREEMENT BETWEEN THE OKLAHOMA CITY URBAN RENEWAL AUTHORITY AND THE ALLIANCE FOR ECONOMIC DEVELOPMENT OF OKLAHOMA CITY, INC. FOR FISCAL YEAR 2014-2015 FOR THE MANAGEMENT OF THE CDBG PROGRAM IN ACCORDANCE WITH THE CDBG OPERATING AGREEMENT BETWEEN THE OKLAHOMA CITY URBAN RENEWAL AUTHORITY AND THE CITY OF OKLAHOMA CITY

WHEREAS, the Oklahoma City Urban Renewal Authority (“Authority”) is a public body corporate created pursuant to the Oklahoma Urban Redevelopment Law, 11 O.S. §38-101, *et seq.*, authorized to exercise its powers pursuant to resolution of the City Council of the City of Oklahoma City (“City”); and

WHEREAS, pursuant to the Oklahoma Urban Redevelopment Law, 11. O.S. §38-107(E), the powers of the Authority are vested in and shall be exercised by the Board of Commissioners; and

WHEREAS, pursuant to the Oklahoma Urban Redevelopment Law, 11. O.S. §38-107(F), the Authority may employ such technical experts and other agents as it may require, and it may contract for any services necessary to its operation; and

WHEREAS, the Housing and Community Development Act of 1974 became effective on January 5, 1975, as amended (“Act”); and

WHEREAS, Title I of the Act contemplates the use of Community Development Block Grant funds (“CDBG”) for the establishment and maintenance of viable urban communities as social, economic and political entities; and

WHEREAS, a specific objective of the Act is to achieve viable urban communities through the conservation and expansion of the nation’s housing stock by providing decent housing, a suitable living environment, and expanding economic opportunities principally for persons of low to moderate income as defined by the U. S. Department of Housing and Urban Development (“HUD”); and

WHEREAS, the Act is intended to emphasize and strengthen the ability of local elected officials to determine the community’s development needs, set priorities, and allocate resources to various activities; and

WHEREAS, the City as applicant for and recipient of such CDBG funds, deems it desirable to fully assume the responsibilities contemplated and implied under the Act; and

WHEREAS, the City has entered into the Community Development Block Grant (CDBG) Operating Agreement with the Oklahoma City Urban Renewal Authority (“Authority”),

for the fiscal year 2014-2015, for the day-to-day conduct of a community development program under eligible provisions of the Act while at the same time reserving to the City complete authority and responsibility for the approval of such a community development program, its funding and budget, and the terms and conditions under which the program shall be conducted (“Operating Agreement”); and

WHEREAS, the Authority has entered into the Agreement for Professional Services with the Alliance for Economic Development of Oklahoma City, Inc. (“Alliance”), dated May 16, 2011, whereby the Alliance provides general professional services to the Authority, including administration of the Authority’s day-to-day operations, strategic planning, and project management (“Alliance Services Agreement”); and

WHEREAS, the Alliance Services Agreement is a sole source designation for professional services, approved by Resolution No. 5445 of the Authority; and

WHEREAS, the proposed Community Development Block Grant Services Agreement (“CDBG Services Agreement”) is a sole source contract between the Authority and the Alliance, consistent with 24 CFR Part 85 and OMB Circular A-87; and

WHEREAS, the Authority deems it appropriate and desirable to authorize the Alliance to undertake its CDBG obligations under the Operating Agreement pursuant to the CDBG Services Agreement, for fiscal year 2014-2015, as the professional services needed to fulfill such obligations is available only from the same, sole source as the Authority’s general professional services; and

WHEREAS, the Authority deems it appropriate and desirable to approve the CDBG Services Agreement and to authorize the Executive Director to implement the same.

NOW, THEREFORE, BE IT RESOLVED by the Board of Commissioners of the Oklahoma City Urban Renewal Authority as follows:

1. The proposed CDBG Services Agreement between the Authority and the Alliance for Fiscal Year 2014-2015 is hereby approved, and the appropriate Officers of the Authority are authorized to execute said CDBG Services Agreement.
2. The Executive Director is authorized to take such actions as may be necessary and appropriate to implement the approved CDBG Services Agreement.
3. The acts and authority of the Executive Director of the Authority with respect to the negotiation of the CDBG Services Agreement between the Authority and the Alliance are hereby approved and ratified.
4. The Officers and Legal Counsel of the Authority are authorized to execute such documents and take such actions as may be necessary or appropriate to implement the Agreement, including approval of amendments, corrections, and modifications of a technical or procedural nature.

I, _____, Secretary of the Board of Commissioners of the Oklahoma City Urban Renewal Authority, certify that the foregoing Resolution No. _____ was duly adopted at a **regular** meeting of the Board of Commissioners of the Oklahoma City Urban Renewal Authority, held at its offices at 105 North Hudson, Suite 101, Oklahoma City, Oklahoma 73102, on the **20th** day of **August, 2014**; that said meeting was held in accordance with the By-Laws of the Authority and the Oklahoma Open Meetings Act; that any notice required to be given of such meeting was properly given; that a quorum was present at all times during said meeting; and that the Resolution was duly adopted by a majority of the Commissioners present.

SECRETARY

(SEAL)

COMMUNITY DEVELOPMENT BLOCK GRANT SERVICES AGREEMENT
BETWEEN OKLAHOMA CITY URBAN RENEWAL AUTHORITY
AND THE ALLIANCE FOR ECONOMIC DEVELOPMENT OF OKLAHOMA CITY, INC.
FISCAL YEAR 2014–2015 FOR THE MANAGEMENT OF THE CDBG PROGRAM
IN ACCORDANCE WITH THE CDBG OPERATING AGREEMENT
BETWEEN THE OKLAHOMA CITY URBAN RENEWAL AUTHORITY
AND THE CITY OF OKLAHOMA CITY

WHEREAS, the Housing and Community Development Act of 1974 became effective on January 5, 1975, as amended (“Act”); and

WHEREAS, Title I of the Act contemplates the use of Community Development Block Grant funds (“CDBG”) for the establishment and maintenance of viable urban communities as social, economic and political entities; and

WHEREAS, a specific objective of the Act is to achieve viable urban communities through the conservation and expansion of the nation’s housing stock by providing decent housing, a suitable living environment, and expanding economic opportunities principally for persons of low to moderate income as defined by the U. S. Department of Housing and Urban Development (“HUD”); and

WHEREAS, the Act is intended to emphasize and strengthen the ability of local elected officials to determine the community’s development needs, set priorities, and allocate resources to various activities; and

WHEREAS, The City of Oklahoma City (“City”), as applicant for and recipient of such CDBG funds, deems it desirable to fully assume the responsibilities contemplated and implied under the Act; and

WHEREAS, the City has entered into the Community Development Block Grant (CDBG) Operating Agreement with the Oklahoma City Urban Renewal Authority (“Authority”), for the fiscal year 2014-2015, for the day-to-day conduct of a community development program under eligible provisions of the Act while at the same time reserving to the City complete authority and responsibility for the approval of such a community development program, its funding and budget, and the terms and conditions under which the program shall be conducted (“Operating Agreement”); and

WHEREAS, the Authority has entered into the Agreement for Professional Services with the Alliance for Economic Development of Oklahoma City, Inc. (“Alliance”), dated May 16, 2011, whereby the Alliance provides general professional services to the Authority, including administration of the Authority’s day-to-day operations, strategic planning, and project management (“Alliance Services Agreement”); and

WHEREAS, the Alliance Services Agreement is a sole source designation for professional services, approved by Resolution No. 5445 of the Authority; and

WHEREAS, this Community Development Block Grant Services Agreement (“CDBG Services Agreement”) is a sole source contract between the Authority and the Alliance, consistent with 24 CFR Part 85 and OMB Circular A-87; and

WHEREAS, the Authority deems it appropriate and desirable to authorize the Alliance to undertake its CDBG obligations under the Operating Agreement pursuant to this CDBG Services Agreement, for fiscal year 2014-2015, as the professional services needed to fulfill such obligations is available only from the same, sole source as the Authority’s general professional services.

NOW, THEREFORE, effective July 1, 2014, the Authority and the Alliance agree to all the foregoing and further agree as follows:

1. Scope of Work / National Objectives. As part of City's Community Development Program, under the direction of the Authority pursuant to the Operating Agreement and in accordance with 24 CFR Part 570, the Alliance will undertake and provide all services and products necessary for the Authority to meet its obligations under the Operating Agreement, including specifically but not limited to the services and products described in Schedule A, attached hereto and incorporated as a part hereof by reference.

2. Term of Agreement. The term of this CDBG Services Agreement shall be from July 1, 2014 to June 30, 2015, as provided for in the Operating Agreement. All scheduled work provided for in this CDBG Services Agreement shall be completed by or be under contract for completion by June 30, 2015, the date provided for in the Operating Agreement.

3. Compliance. The Alliance shall comply with all federal, state and municipal laws, rules and regulations laid out in the Operating Agreement as applicable to the Community Development Program of which the Operating Agreement is the subject.

IN WITNESS WHEREOF, the parties hereto set their hands this ____ day of August, 2014.

**OKLAHOMA CITY URBAN
RENEWAL AUTHORITY**

**THE ALLIANCE FOR ECONOMIC
DEVELOPMENT OF OKLAHOMA
CITY, INC.**

By _____
James Tolbert
Vice Chairman

ATTEST:

Mary Melón
Secretary

SCHEDULE A

SERVICES FOR FISCAL YEAR 2014-2015 COMMUNITY DEVELOPMENT BLOCK GRANT (CDBG) PROGRAM

The following is an outline of the services to be provided by the Alliance for Economic Development of Oklahoma City, Inc. on behalf of the Oklahoma City Urban Renewal Authority, pursuant to the Community Development Block Grant Services Agreement for fiscal year 2014-2015, and consistent with the terms of the Community Development Block Grant (CDBG) Operating Agreement for fiscal year 2014-2015 between the Oklahoma City Urban Renewal Authority and The City of Oklahoma City.

The services and projects below related to the CDBG Program as described in the Operating Agreement may be eligible for reimbursement pursuant to the terms of the Operating Agreement and the budget provided for therein.

1. Administration and Special Operations Projects

- Day to day program administration of the Authority
- Maintenance and development of a disposition strategy for properties of the Authority
- Continuing implementation of the new fiscal management system in accordance with circular A-87
- Review and revision of the Authority's system of records keeping
- Implementation of an automated project management system
- Development of a property and asset inventory

2. Projects

- Implementation of the Dunbar (John F. Kennedy Urban Renewal Area) and Sunbeam (special non-urban renewal project area designation) affordable housing redevelopment projects
- Implementation of existing Contracts for Sale of Land and Redevelopment and Requests for Proposals for redevelopment of Authority-owned properties, including:
 - GE Global Research Center (job creation) in the Harrison-Walnut Urban Renewal Area
 - OCURA property surrounding Page Woodson Project (potential affordable housing) in the Harrison-Walnut Urban Renewal Area
 - Fonshill redevelopment (potential affordable housing and job creation) in the John F. Kennedy Urban Renewal Area
 - Select in-fill development (affordable and market housing) in the John F. Kennedy Urban Renewal Area

3. Budget – Total \$1,844,274.00

Budget Summary

2014-15 award-\$788,800 maximum slum and blight
2013-14 carry over for affordable housing-\$1,055,394.
Grand Total: \$1,844,274

- Dunbar and Sunbeam Projects
 - Project Acquisition costs - \$925,000.00
 - Administration - \$50,000.00

- Other Projects, implementation of those Projects, and administration and special operating projects – Total \$869,194.00
 - Amount remaining from affordable housing 2013-14 carry over for low/mod allocation - \$80,394
 - Maximum amount available for activities to address slum and blight activities - \$788,800.00
 - Projects from Numbers 1 and 2 above may be eligible for low/mod expenditures.

The aforementioned services are known at the time of approval of this Professional Services Agreement and, given the nature of redevelopment activities, are subject to change and could include the introduction of new activities and projects unforeseen at this time and/or the removal of those listed and determined to be unfeasible.

OKLAHOMA CITY

URBAN

RENEWAL

AUTHORITY

To: Board of Commissioners
From: Catherine O'Connor, Executive Director
Date: August 20, 2014
Ref: Resolution Authorizing Invitations for Proposals and/or Requests for Qualifications for Professional Services, Including Architecture and City Planning Consultants, Independent Appraisal Services, Title Examination and Title Insurance Services, Surveying Services, and Civil Engineering and Traffic Consultants

Background: This resolution requests authorization to solicit Requests for Proposals (“RFP”) for frequently used technical and professional services. The RFP categories are: architecture/city planning, appraisals, real property title services/surveying and civil engineering/traffic studies. It is the intent to develop preferred vendor lists for each service through this process. The development of preferred vendor lists will allow services to be obtained efficiently as it avoids the need for case by case bid/quote solicitation. It is the intent to reissue these RFP’s on an annual basis to allow for competition and vendor price adjustment.

Summary of Agenda Item: The resolution authorizes the Executive Director to release RFP’s for the services noted above.

Recommendation: Approval of Resolution

Attachments: None

RESOLUTION NO. _____

RESOLUTION AUTHORIZING INVITATIONS FOR PROPOSALS AND/OR REQUESTS FOR QUALIFICATIONS FOR PROFESSIONAL SERVICES, INCLUDING ARCHITECTURE AND CITY PLANNING CONSULTANTS, INDEPENDENT APPRAISAL SERVICES, TITLE EXAMINATION AND TITLE INSURANCE SERVICES, SURVEYING SERVICES, AND CIVIL ENGINEERING AND TRAFFIC CONSULTANTS

WHEREAS, the Oklahoma City Urban Renewal Authority (“Authority”) is engaged in the implementation of multiple urban renewal plans, pursuant to the approval and direction of the City of Oklahoma City in accordance with the Oklahoma Urban Redevelopment Law, 11 O.S. §38-101, *et seq.*; and

WHEREAS, pursuant to the Oklahoma Urban Redevelopment Law, the powers of the Authority are vested in and shall be exercised by the Board of Commissioners; and

WHEREAS, the Board of Commissioners have heretofore vested the position of Executive Director of the Authority with the responsibilities for the administrative affairs of the Authority; and

WHEREAS, it is appropriate and desirable to provide the Executive Director with the support of professional services from individuals or firms with the expertise and experience to assist in the implementation of the urban renewal plans that the Authority is implementing; and

WHEREAS, it is appropriate and desirable to conduct a public, competitive procurement process to select quality professional services providers and to comply with applicable procurement policies and regulations in connection with sources of funding; and

WHEREAS, it is appropriate and desirable to create a list of preferred professional services providers from which the Authority may select such providers; and

WHEREAS, it is appropriate and desirable to authorize invitations for proposals and/or requests for qualifications for professional services, including architecture and city planning consultants, independent appraisal services, title examination and title insurance services, surveying services, and civil engineering and traffic consultants, in support of the achievement of the objectives of the urban renewal plans that the Authority is implementing, and to create a list of preferred providers from which such professional services providers may be selected.

NOW, THEREFORE, BE IT RESOLVED by the Board of Commissioners of the Oklahoma City Urban Renewal Authority as follows:

1. The Executive Director, with the advice and assistance of Legal Counsel, is authorized and directed to (a) solicit proposals for professional services, including architecture and city planning consultants, independent appraisal services, title examination and title insurance services, surveying services, and civil engineering and traffic consultants through the publication and advertising of invitations for

proposals and/or requests for qualifications, in order to assist the Authority with the implementation of urban renewal plans, (b) receive and evaluate such qualifications and/or proposals for a period of not less than twenty-one (21) days, (c) select which respondents will be added to the approved list from which such professional services providers may be selected to assist the Authority with the implementation of the urban renewal plans; and (d) present such list of preferred professional services providers to the Board of Commissioners for consideration at a subsequent meeting.

2. The invitations for proposals and/or request for qualifications shall not create any legal obligation for the Authority to enter into contracts with or add any respondent to the approved list of professional services providers except on terms and conditions it deems in the Board of Commissioners' discretion to be acceptable and desirable.
3. The Executive Director, Legal Counsel, and officers and staff of the Authority are authorized and directed to prepare and execute such documents, letters, and authorizations as may be appropriate or desirable to implement this resolution.

I, _____, Secretary of the Board of Commissioners for the Oklahoma City Urban Renewal Authority, certify that the foregoing Resolution No. _____ was duly adopted at a **regular** meeting of the Board of Commissioners of the Oklahoma City Urban Renewal Authority, held at its offices at 105 N. Hudson, Suite 101, Oklahoma City, Oklahoma 73102, on the **20th** day of **August, 2014**; that said meeting was held in accordance with the By-Laws of the Authority and the Oklahoma Open Meeting Act; that any notice required to be given of such meeting was properly given; that a quorum was present at all times during said meeting; and that the Resolution was duly adopted by a majority of the Commissioners present.

SECRETARY

(SEAL)

OKLAHOMA CITY

URBAN
RENEWAL
AUTHORITY

To: Board of Commissioners
From: Catherine O'Connor, Executive Director
Date: August 20, 2014
Ref: Resolution Authorizing Negotiation Approving the Annual Agreement for Professional Services between the Oklahoma City Urban Renewal Authority and the Alliance for Economic Development of Oklahoma City for 2014-2015

Background: This is an annual, reoccurring agreement for the delivery of various professional services by the Alliance to OCURA. Specifics on the nature of the professional services rendered are outlined in the attached agreement. The budget for Alliance services is \$640,000.00.

The Authority previously determined that contracting with The Alliance to provide these services would increase the Authority's effectiveness and improve coordination with other public entities engaged in economic development and redevelopment.

On May 16, 2011 the Authority approved the original agreement for Professional Services between the Alliance and the Authority. The term of the agreement is for 5 years (ending June 30, 2016).

Summary of Agenda Item: The resolution authorizes the Executive Director to negotiate and execute the agreement.

Recommendation: Approval of Resolution

Attachments: Agreement

RESOLUTION NO. _____

RESOLUTION APPROVING ANNUAL AGREEMENT BETWEEN THE OKLAHOMA CITY URBAN RENEWAL AUTHORITY AND THE ALLIANCE FOR ECONOMIC DEVELOPMENT OF OKLAHOMA CITY, INC., AN OKLAHOMA NOT-FOR-PROFIT CORPORATION, AS TO SCOPE OF SERVICES AND FEE FOR THOSE SERVICES FOR 2014-2015

WHEREAS, the Oklahoma City Urban Renewal Authority (“Authority”) is a public body corporate created pursuant to the Oklahoma Urban Redevelopment Law, 11 O.S. §38-101, *et seq.*, authorized to exercise its powers pursuant to resolution of the City Council of the City of Oklahoma City; and

WHEREAS, pursuant to the Oklahoma Urban Redevelopment Law, 11. O.S. §38-107(E), the powers of the Authority are vested in and shall be exercised by the Board of Commissioners; and

WHEREAS, pursuant to the Oklahoma Urban Redevelopment Law, 11. O.S. §38-107(F), the Authority may employ such technical experts and other agents as it may require, and it may contract for any services necessary to its operation; and

WHEREAS, the Alliance for Economic Development of Oklahoma City, Inc., an Oklahoma not-for-profit corporation (“Alliance”), was created for the purpose of, among other things, coordinating existing economic development functions of public agencies; and

WHEREAS, the Authority previously determined that contracting with the Alliance to provide these services would increase the Authority’s effectiveness and improve coordination with other public entities engaged in economic development and redevelopment; and

WHEREAS, on May 16, 2011, the Authority approved the Agreement for Professional Services between the Authority and the Alliance (“Agreement”); and

WHEREAS, pursuant to Section 21 of the Agreement, the Agreement shall continue in full force for a period of five (5) years beginning July 1, 2011, and shall end on June 30, 2016, subject to an annual agreement between the Authority and the Alliance as to the scope of services and the fee for those services (“Annual Agreement”), and

WHEREAS, the Executive Director has negotiated a proposed Annual Agreement for 2014-2015 with the Alliance, for continued assistance with economic development and redevelopment activities; and

WHEREAS, the scope of services for the proposed Annual Agreement remains unchanged from last year’s scope of work and includes only those services that are not eligible for reimbursement with Community Development Block Grant funds; and

WHEREAS, it is appropriate and desirable to authorize and approve the proposed Annual Agreement with the Alliance to provide professional services to the Authority and for the benefit of the City.

NOW, THEREFORE, BE IT RESOLVED by the Board of Commissioners of the Oklahoma City Urban Renewal Authority as follows:

1. The proposed Annual Agreement between the Authority and the Alliance is hereby approved, and the Officers of the Authority are authorized to execute the Annual Agreement and to take such actions as may be necessary to implement the approved Annual Agreement.
2. The acts and authority of the Executive Director of the Authority with respect to the negotiation of the Annual Agreement between the Authority and the Alliance are hereby approved and ratified.
3. The Officers and Legal Counsel of the Authority are authorized to execute such documents and take such actions as may be necessary or appropriate to implement the Annual Agreement, including approval of amendments, corrections, and modifications of a technical or procedural nature.

I, _____, Secretary of the Board of Commissioners of the Oklahoma City Urban Renewal Authority, certify that the foregoing Resolution No. _____ was duly adopted at a **regular** meeting of the Board of Commissioners of the Oklahoma City Urban Renewal Authority, held at its offices at 105 North Hudson, Suite 101, Oklahoma City, Oklahoma 73102, on the **20th** day of **August, 2014**; that said meeting was held in accordance with the By-Laws of the Authority and the Oklahoma Open Meetings Act; that any notice required to be given of such meeting was properly given; that a quorum was present at all times during said meeting; and that the Resolution was duly adopted by a majority of the Commissioners present.

SECRETARY

(SEAL)

**ANNUAL AGREEMENT FOR PROFESSIONAL SERVICES
BETWEEN THE OKLAHOMA CITY URBAN RENEWAL AUTHORITY AND
THE ALLIANCE FOR ECONOMIC DEVELOPMENT OF OKLAHOMA CITY
FOR 2014-2015**

WHEREAS, the Oklahoma City Urban Renewal Authority (“Authority”) and the Alliance for Economic Development of Oklahoma City, Inc. (“Alliance”) have entered into an Agreement for Professional Services (“Agreement”) for a period of five years, subject to an annual agreement as to the scope of services and the fee for those services (“Annual Agreement”); and

WHEREAS, the parties find it appropriate and desirable to continue with the same scope of services and to increase the annual Professional Services Fee at from \$565,000 to \$640,000 to reflect the full annual salary of the newest employee of the Alliance..

NOW, THEREFORE, THE PARTIES AGREE AS FOLLOWS:

Section 1. The Professional Services Fee for 2014-2015 shall be \$640,000.

Section 2. The Agreement relates only to services that are not eligible for reimbursement with Community Development Block Grant funds. Services reimbursable with Community Development Block Grant funds are detailed in a separate agreement between the Authority and the Alliance and subject to the provisions of the Community Development Block Grant (CDBG) Operating Agreement, FY 2014/2015, between the Authority and The City of Oklahoma City.

IN WITNESS WHEREOF, The Alliance for Economic Development of Oklahoma City, Inc., adopts and approves this Agreement this 20th day August, 2014.

THE ALLIANCE FOR ECONOMIC
DEVELOPMENT OF OKLAHOMA CITY, INC.

[Signature]

[Printed Name and Title]

IN WITNESS WHEREOF, the Oklahoma City Urban Renewal Authority adopts and approves this Agreement this 20th day of August, 2014.

OKLAHOMA CITY URBAN RENEWAL
AUTHORITY

[Signature]

[Printed Name and Title]

Oklahoma City Urban Renewal Authority
Combining Balance Sheet and
Statement of Revenues, Expenditures and Changes in Fund Balance
as of and for the Twelve Months Ending June 30, 2014

	<u>Closeout</u> <u>Project</u> <u>Fund</u>	<u>Revolving</u> <u>Fund</u>	<u>Core to Shore</u> <u>MAPS 3</u> <u>Fund</u>	<u>Core to Shore</u> <u>Buffer</u>	<u>SEP II</u> <u>Fund</u>	<u>Harrison-</u> <u>Walnut</u> <u>Other Fund</u>	<u>Nonfederal</u> <u>Fund</u>	<u>OCRC</u>	<u>General</u> <u>Fund</u> <u>Total</u>	<u>Bass Pro</u> <u>Shop</u> <u>Fund</u>	<u>Total</u>
Assets											
Cash	1,180,696	70,513	107,724	1,373,693	-	35,588	842,862	221,608	3,832,683	406,816	4,239,499
Investments	4,165,000	-	-	-	-	-	-	-	4,165,000	-	4,165,000
Accounts Receivable	-	5,711	-	-	-	-	-	-	5,711	-	5,711
Due from Other Governmental Entities	382,956	1,919	97,432	-	-	-	-	-	482,307	-	482,307
Due from Other Funds	107,105	19,993	-	-	-	-	166,055	-	293,153	-	293,153
Total Assets	5,835,757	98,136	205,156	1,373,693	-	35,588	1,008,917	221,608	8,778,853	406,816	9,185,670
Liabilities and Fund Balances											
Due to Other Funds	-	97,242	195,912	-	-	-	-	-	293,153	-	293,153
Withholdings	-	894	-	-	-	-	-	-	894	-	894
Deposits	-	-	-	-	-	30,000	-	-	30,000	-	30,000
Total Liabilities	-	98,136	195,912	-	-	30,000	-	-	324,047	-	324,047
Total Fund Balances	5,835,757	-	9,244	1,373,693	-	5,588	1,008,917	221,608	8,454,806	406,816	8,861,622
Total Liabilities and Fund Balances	5,835,757	98,136	205,156	1,373,693	-	35,588	1,008,917	221,608	8,778,853	406,816	9,185,670
Revenues											
Grant Revenues - CDBG	780,288	-	-	-	-	-	-	-	780,288	-	780,288
Grant Revenues - Other	-	-	-	-	550,000	-	-	-	550,000	-	550,000
Rentals	152,024	-	-	-	-	-	-	-	152,024	629,205	781,229
Real Estate Sales	5,570	-	-	-	-	-	-	-	5,570	-	5,570
Interest	24,067	-	-	171	-	-	1,103	204	25,545	5,610	31,154
Core to Shore MAPS 3 Project	-	-	236,670	-	-	-	-	-	236,670	-	236,670
Other	2,000,000	-	-	-	-	-	-	-	2,000,000	406,214	2,406,214
Total Revenues	2,961,949	-	236,670	171	550,000	-	1,103	204	3,750,097	1,041,028	4,791,125
Expenditures											
General and Administrative	893,570	-	79,757	40,092	2,583	30,730	25,904	-	1,072,637	78,691	1,151,327
Real Estate Acquisition	174,153	-	109,577	393,205	-	-	-	-	676,934	-	676,934
Property Disposition	23,108	-	-	2,788	1,324	5,210	-	-	32,429	-	32,429
Site Clearance/Improvements	-	-	-	-	550,000	12,396	-	-	562,396	444,277	1,006,673
Legal and Professional	262,858	-	97,697	47,156	42,488	29,797	-	41,889	521,886	2,500	524,386
Property Management	284,966	-	-	-	-	565	-	-	285,531	146,605	432,136
Payments to the City of OKC	-	-	-	-	-	-	-	-	-	460,710	460,710
Other	-	-	-	-	-	-	-	-	-	-	-
Total Expenditures	1,638,655	-	287,031	483,241	596,395	78,697	25,904	41,889	3,151,812	1,132,783	4,284,595
Transfers In (Out)	(184,698)	-	59,606	-	46,395	78,697	-	-	-	-	-
Changes in Fund Balance	1,138,597	-	9,244	(483,070)	-	-	(24,802)	(41,684)	598,285	(91,755)	506,530
Fund Balance, Beginning of Year	4,697,160	-	-	1,856,763	-	5,588	1,033,719	263,292	7,856,522	498,571	8,355,093
Fund Balance, Current	5,835,757	-	9,244	1,373,693	-	5,588	1,008,917	221,608	8,454,806	406,816	8,861,622

Oklahoma City Urban Renewal Authority
Combining Balance Sheet and
Statement of Revenues, Expenditures and Changes in Fund Balance
as of and for the One Month Ending June 30, 2014

	<u>Closeout</u> <u>Project</u> <u>Fund</u>	<u>Revolving</u> <u>Fund</u>	<u>Core to Shore</u> <u>MAPS 3</u> <u>Fund</u>	<u>Core to Shore</u> <u>Buffer</u>	<u>SEP II</u> <u>Fund</u>	<u>Harrison-</u> <u>Walnut</u> <u>Other Fund</u>	<u>Nonfederal</u> <u>Fund</u>	<u>OCRC</u>	<u>General</u> <u>Fund</u> <u>Total</u>	<u>Bass Pro</u> <u>Shop</u> <u>Fund</u>	<u>Total</u>
Assets											
Cash	1,180,696	70,513	107,724	1,373,693	-	35,588	842,862	221,608	3,832,683	406,816	4,239,499
Investments	4,165,000	-	-	-	-	-	-	-	4,165,000	-	4,165,000
Accounts Receivable	-	5,711	-	-	-	-	-	-	5,711	-	5,711
Due from Other Governmental Entities	382,956	1,919	97,432	-	-	-	-	-	482,307	-	482,307
Due from Other Funds	107,105	19,993	-	-	-	-	166,055	-	293,153	-	293,153
Total Assets	5,835,757	98,136	205,156	1,373,693	-	35,588	1,008,917	221,608	8,778,853	406,816	9,185,670
Liabilities and Fund Balances											
Due to Other Funds	-	97,242	195,912	-	-	-	-	-	293,153	-	293,153
Withholdings	-	894	-	-	-	-	-	-	894	-	894
Deposits	-	-	-	-	-	30,000	-	-	30,000	-	30,000
Total Liabilities	-	98,136	195,912	-	-	30,000	-	-	324,047	-	324,047
Total Fund Balances	5,835,757	-	9,244	1,373,693	-	5,588	1,008,917	221,608	8,454,806	406,816	8,861,622
Total Liabilities and Fund Balances	5,835,757	98,136	205,156	1,373,693	-	35,588	1,008,917	221,608	8,778,853	406,816	9,185,670
Revenues											
Grant Revenues - CDBG	382,956	-	-	-	-	-	-	-	382,956	-	382,956
Grant Revenues - Other	-	-	-	-	-	-	-	-	-	-	-
Rentals	4,933	-	-	-	-	-	-	-	4,933	52,434	57,367
Real Estate Sales	3,017	-	-	-	-	-	-	-	3,017	-	3,017
Interest	1,368	-	-	12	-	-	-	10	1,390	-	1,390
Core to Shore MAPS 3 Project	-	-	236,670	-	-	-	(7,135)	-	229,534	-	229,534
Other	(25,825)	-	-	-	-	-	(10,242)	-	(36,068)	-	(36,068)
Total Revenues	366,449	-	236,670	12	-	-	(17,378)	10	585,763	52,434	638,196
Expenditures											
General and Administrative	211,008	-	9,520	25	1,021	20,248	3,820	-	245,642	(17,982)	227,660
Real Estate Acquisition	-	-	105,850	76,825	-	-	-	-	182,675	-	182,675
Property Disposition	7,290	-	-	-	-	-	-	-	7,290	-	7,290
Site Clearance/Improvements	-	-	-	-	-	-	(235)	-	(235)	-	(235)
Legal and Professional	54,633	-	32,303	2,948	19,439	799	(32,738)	-	77,385	2,500	79,885
Property Management	27,362	-	-	-	-	-	-	-	27,362	24,114	51,476
Payments to the City of OKC	-	-	-	-	-	-	-	-	-	460,710	460,710
Other	(154,651)	-	-	(26,829)	(12,074)	(19,000)	(72,217)	-	(284,771)	(8,104)	(292,875)
Total Expenditures	145,642	-	147,673	52,969	8,387	2,047	(101,370)	-	255,348	461,239	716,586
Transfers In (Out)	(184,698)	-	59,606	-	46,395	78,697	-	-	-	-	-
Changes in Fund Balance	36,109	-	148,602	(52,958)	38,008	76,651	83,993	10	330,415	(408,805)	(78,390)
Fund Balance, Beginning of Period	5,799,648	-	(139,358)	1,426,650	(38,008)	(71,063)	924,924	221,598	8,124,391	815,621	8,940,012
Fund Balance, Current	5,835,757	-	9,244	1,373,693	-	5,588	1,008,917	221,608	8,454,806	406,816	8,861,622

Oklahoma City Urban Renewal Authority
Schedule of Investments
June 30, 2014

<u>Investments</u>	<u>Interest</u> <u>Rate</u>	<u>Maturity</u> <u>Date</u>	<u>Settlement</u> <u>Date</u>	<u>Amount</u>
Bank of Baroda CD	0.30%	08/13/14	08/13/13	245,000
Beal Bank SSB CD	0.20%	09/10/14	09/11/13	245,000
Key Bank N.A. CD	0.25%	10/24/14	04/24/13	245,000
Wells River Savings Bank CD	0.30%	10/27/14	09/26/13	245,000
Putnam First Mercantile Bank CD	0.30%	12/10/14	09/10/13	245,000
Firstbank CD	0.65%	12/15/14	09/13/13	245,000
Ally Bank CD	0.55%	01/26/15	07/24/13	245,000
GE Capital Retail Bank CD	0.60%	03/13/15	09/13/13	245,000
Goldman Sachs Bank USA CD	0.50%	04/24/15	04/24/13	245,000
Cathay Bank CD	0.60%	06/22/15	09/20/13	245,000
GE Capital Bank CD	0.70%	07/13/15	07/12/13	245,000
American Express Centurion CD	0.70%	07/27/15	07/25/13	245,000
Compass Bank CD	0.65%	09/11/15	09/11/13	245,000
Sallie Mae Bank CD	0.75%	10/17/15	10/16/13	245,000
State Bank of India CD	0.85%	10/19/15	10/18/13	245,000
Discover Bank CD	0.50%	12/11/15	12/11/13	245,000
SmartBank CD	0.50%	04/22/16	04/07/14	245,000
Total Investments				4,165,000