

AGENDA
REGULAR AND ANNUAL MEETING OF
OKLAHOMA CITY URBAN RENEWAL AUTHORITY
WEDNESDAY, JULY 19, 2023
CONFERENCE ROOM
431 WEST MAIN STREET, SUITE B
10:30 A.M.

Business will commence as soon after 10:30 a.m. as the Oklahoma City Redevelopment Authority is adjourned

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 Special Meeting on Friday, June 23, 2023
5. Election of Officers
6. Resolution No. _____ Receiving and Accepting an Audit of Accounts by HSPG & Associates, PC, for Fiscal Year Ending June 30, 2022

MAPS-SPORTS-ENTERTAINMENT-PARKING

7. Resolution No. _____ Approving Second Amendment to Lease with Bass Pro Outdoor World, L.L.C., Maps-Sports-Entertainment-Parking Support Redevelopment Plan

GENERAL MATTERS

8. Resolution No. _____ Approving Annual Fee for Economic Development Services Between the Oklahoma City Urban Renewal Authority and the Alliance for Economic Development of Oklahoma City for Fiscal Year Beginning July 1, 2023, and Ending June 30, 2024
9. Resolution No. _____ Approving Annual Budget for Legal Services between the Oklahoma City Urban Renewal Authority and the Center for Economic Development Law for Fiscal Year Beginning July 1, 2023 and Ending June 30, 2024
10. Resolution No. _____ Authorizing Advancements for Payment of Certain Costs Incurred by the Oklahoma City Redevelopment Authority in Connection with Proposed and Approved Projects, and Approving and Ratifying Actions through June 30, 2023

OCURA AGENDA

July 19, 2023

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11. Resolution No. _____ Approving a Budget for the Period of July 1, 2023, through June 30, 2024
12. Presentation of Interim Financial Report for the Period Ending June 30, 2023
13. Staff Report
14. Citizens to be heard
15. Adjournment

Official action can only be taken on items which appear on the Agenda. The OCURA Board of Commissioners may adopt, approve, ratify, deny, defer, recommend, amend, strike, or continue any agenda item. When more information is needed to act on an item, the Commissioners may refer the matter to the Executive Director or Legal Counsel. The Board may also refer items to staff or committees for additional study. Under certain circumstances, items are deferred to a specific later date or stricken from the agenda entirely.

Posted at the offices of the City Clerk, and at 431 W. Main Street, Suite B by 10:30 a.m. on Tuesday, July 18, 2023 by Shira Lucky, Convening & Outreach Specialist

MINUTES OF SPECIAL MEETING
OF THE
OKLAHOMA CITY URBAN RENEWAL AUTHORITY
FRIDAY, JUNE 23, 2023

A Special Meeting of the Board of Commissioners of the Oklahoma City Urban Renewal Authority (“Authority”) was held on Friday, June 23, 2023, at 10:00 a.m. in the conference room located at 105 N. Hudson, Suite 101; Oklahoma City, Oklahoma 73102.

The 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. J. Larry Nichols
Mr. James R. Tolbert, III
Mr. Russell M. Perry
Mr. Lee E. Cooper, Jr.

Commissioners Absent:

Ms. Judy J. Hatfield

Staff Members Present:

Leslie Batchelor, OCURA General Counsel, CEDL
Emily Pomeroy, OCURA Associate General Counsel, CEDL
Dan Batchelor, OCURA Special Counsel, CEDL
Jeff Sabin, CEDL
Cassi Poor, Laurie Barton, Olen Cook, John Kim, and Shira Lucky, The Alliance for Economic Dev. of OKC

Others Present:

Lacretia and Chai Mitchell, EMC2 Investments, LLC

The Chairman requested a motion to approve the circulated minutes of the Special Board Meeting of the Oklahoma City Urban Renewal Authority held on May 4, 2023. Commissioner Perry moved the approval of the minutes and upon second by Commissioner Tolbert, the vote was as follows:

OCURA Board of Commissioners, Friday, June 23, 2023

Mr. J. Larry Nichols	Aye
Ms. Judy J. Hatfield	Absent
Mr. Russell M. Perry	Aye
Mr. James R. Tolbert, III	Aye
Mr. Lee E. Cooper, Jr.	Aye

Minutes Approved

The Chairman introduced the following resolutions:

NORTHEAST RENAISSANCE

Resolution No. 6076 entitled:

“Approving a Redevelopment Agreement with E=MC2 Investments, LLC, for a Single-Family Residence at 951 E. Hill Street, Northeast Renaissance Urban Renewal Plan”

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

Mr. J. Larry Nichols	Aye
Ms. Judy J. Hatfield	Absent
Mr. Russell M. Perry	Aye
Mr. James R. Tolbert, III	Aye
Mr. Lee E. Cooper, Jr.	Aye

Resolution Adopted

JFK PROJECT AREA

Resolution No. 6077 entitled:

“Authorizing an Invitation for Proposals for Redevelopment of Property Located Near the Southeast Corner of Northeast 4th and Wisconsin, John F. Kennedy Urban Renewal Plan”

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

Mr. J. Larry Nichols	Aye
Ms. Judy J. Hatfield	Absent
Mr. Russell M. Perry	Aye
Mr. James R. Tolbert, III	Aye

OCURA Board of Commissioners, Friday, June 23, 2023

Mr. Lee E. Cooper, Jr. Aye

Resolution Adopted

HARRISON-WALNUT

Resolution No. 6078 entitled:

“Ratifying the Conveyance of Parcels of Real Property to the Oklahoma City Redevelopment Authority and Authorizing the Executive Director and Legal Counsel to Assist in Title Curative Actions in Support of Innovation Hall and the Convergence Project, Harrison-Walnut Urban Renewal Plan, as Amended”

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

Mr. J. Larry Nichols	Aye
Ms. Judy J. Hatfield	Absent
Mr. Russell M. Perry	Aye
Mr. James R. Tolbert, III	Aye
Mr. Lee E. Cooper, Jr.	Aye

Resolution Adopted

Resolution No. 6079 entitled:

“Authorizing Release of Tax Covenant for Innovation Hall, Harrison-Walnut Urban Renewal Plan, as Amended”

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

Mr. J. Larry Nichols	Aye
Ms. Judy J. Hatfield	Absent
Mr. Russell M. Perry	Aye
Mr. James R. Tolbert, III	Aye
Mr. Lee E. Cooper, Jr.	Aye

Resolution Adopted

Financial Report

Laurie Barton presented financial reports through May 31, 2023.

OCURA Board of Commissioners, Friday, June 23, 2023

Commissioner Perry moved to accept financials, and upon second by Commissioner Cooper, the vote was as follows:

Mr. J. Larry Nichols	Aye
Ms. Judy J. Hatfield	Absent
Mr. Russell M. Perry	Aye
Mr. James R. Tolbert, III	Aye
Mr. Lee E. Cooper, Jr.	Aye

Financials Received

Staff Report - none

Citizens to be heard

There being no further business to come before the Board, the Chairman adjourned the meeting at 10:12 a.m.

Secretary

OCURA Board of Commissioners, Friday, June 23, 2023

OKLAHOMA CITY

URBAN

RENEWAL

AUTHORITY

To: Board of Commissioners
From: Kenton Tsoodle, Executive Director
Date: July 19, 2023
Ref: Election of Officers

Background: Officers of the Oklahoma City Urban Renewal Authority (“OCURA”) are elected each year in July. The current OCURA officers are:

Chairman: J. Larry Nichols
Vice Chairman: James R. Tolbert, III
Secretary: Judy J. Hatfield
Assistant Secretary: Russell M. Perry
Assistant Secretary: James R. Tolbert, III
Assistant Secretary: Lee E. Cooper, Jr.
Treasurer: Russell M. Perry

Recommendation: It is recommended to retain the current officers for the coming year.

OKLAHOMA CITY

URBAN

RENEWAL

AUTHORITY

To: Board of Commissioners
From: Kenton Tsoodle, Executive Director
Date: July 19, 2023
Ref: Receiving and Accepting an Audit of Accounts by HSPG & Associates, PC, for Fiscal Year Ending June 30, 2022

Background: HSPG & Associates, PC, completed its audit of the financial activities of OCURA for the fiscal year ending June 30, 2022. The report was provided to the Commissioners via email on January 3, 2023 and HSPG & Associates, PC, presented the audit to OCURA's audit committee on February 21, 2023. The Executive Director, as well as the Chief Financial Officer of the Alliance have reviewed the audit and recommend approval.

Summary of Agenda Item: The resolution for consideration receives and accepts the audit by HSPG & Associates, PC, for the fiscal year ending June 30, 2022.

Recommendation: Approval of Resolution.

RESOLUTION NO. _____

RESOLUTION RECEIVING AND ACCEPTING AN AUDIT OF ACCOUNTS BY HSPG & ASSOCIATES, PC, FOR FISCAL YEAR ENDING JUNE 30, 2022

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.*; 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, in July 2022, the Authority accepted a proposal from HSPG & Associates, PC, to audit the financial activities of the Authority; and

WHEREAS, HSPG & Associates, PC, has submitted an audit of accounts to the Authority for the fiscal year ending June 30, 2022 (“FYE 2022 Audit”); and

WHEREAS, the Authority’s Audit Committee has met to review the FYE 2022 Audit submitted by HSPG & Associates, PC, and recommends acceptance by the Board of Commissioners; and

WHEREAS, the Board of Commissioners of the Authority deems it appropriate and desirable to accept the FYE 2022 Audit submitted by HSPG & Associates, PC.

NOW, THEREFORE, BE IT RESOLVED, by the Board of Commissioners of the Oklahoma City Urban Renewal Authority that the audit of accounts submitted by HSPG & Associates, PC, for the fiscal year ending June 30, 2022, is hereby accepted.

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 and annual** meeting of the Board of Commissioners of the Oklahoma City Urban Renewal Authority, held at Arts District Garage Conference Room, 431 West Main, Suite B, Oklahoma City, Oklahoma 73102, on the **19th** day of **July, 2023**; 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 legally sufficient number of the Commissioners.

SECRETARY

(SEAL)

OKLAHOMA CITY URBAN RENEWAL AUTHORITY

FINANCIAL STATEMENTS
(Modified Cash Basis)

JUNE 30, 2022

TOGETHER WITH
INDEPENDENT AUDITOR'S REPORT

HSPG
&
ASSOCIATES

ACCOUNTING | TAX | ADVISORY

OKLAHOMA CITY URBAN RENEWAL AUTHORITY

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June 30, 2022

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INDEPENDENT AUDITOR'S REPORT

To the Board of Commissioners
Oklahoma City Urban Renewal Authority
Oklahoma City, Oklahoma

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying modified cash basis financial statements of the governmental activities of Oklahoma City Urban Renewal Authority (the "Authority"), as of and for the year ended June 30, 2022, and the related notes to the financial statements, which collectively comprise the Authority's basic financial statements, as listed in the table of contents.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position – modified cash basis of the governmental activities and each major fund of the Oklahoma City Urban Renewal Authority as of June 30, 2022, and the respective changes in financial position – modified cash basis thereof for the year then ended in accordance with the basis of accounting described in Note 1.

Basis for Opinions

We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Authority and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

Emphasis of Matter – Basis of Accounting

We draw attention to Note 1 of the financial statements, which describes the basis of accounting. The basic financial statements are prepared on the modified cash basis of accounting, which is a basis of accounting other than accounting principles generally accepted in the United States of America. Our opinions are not modified with respect to this matter.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with the modified cash basis of accounting described in Note 1; this includes determining that the modified cash basis of accounting is an acceptable basis for the preparation of the financial statements in the circumstances. Management is also responsible for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our

HSPG & ASSOCIATES, PC

opinions. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with generally accepted auditing standards and *Government Auditing Standards* will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with generally accepted auditing standards and *Government Auditing Standards*, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Authority's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Authority's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control related matters that we identified during the audit.

Other Matters

Supplemental Information

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the Authority's basic financial statements. The supplementary information consisting of combining general fund financial statements - modified cash basis, as listed in the table of contents, are presented for the purposes of additional analysis and are not a required part of the basic financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated, in all material respects, in relation to the financial statements as a whole.

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated December 20, 2022, on our consideration of the Authority's internal control over financial reporting and our tests of its compliance with certain provisions of laws, regulations, contracts and grant agreements and other matters.

The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the Authority's internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Authority's internal control over financial reporting and compliance.

HSPG & Associate, P.C.

December 20, 2022

OKLAHOMA CITY URBAN RENEWAL AUTHORITY
STATEMENT OF NET POSITION - MODIFIED CASH BASIS
JUNE 30, 2022

ASSETS

Cash and cash equivalents	\$ 3,819,212
Investments	1,241,967
Due from related parties	<u>716,462</u>

TOTAL ASSETS \$ 5,777,641

LIABILITIES

Deposits	<u>\$ 26,000</u>
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TOTAL LIABILITIES 26,000

NET POSITION

Restricted - economic development	3,804,104
Restricted - City of Oklahoma City	626,245
Unrestricted	<u>1,321,292</u>

TOTAL NET POSITION 5,751,641

TOTAL LIABILITIES AND NET POSITION \$ 5,777,641

The accompanying notes are an integral part of these financial statements.

OKLAHOMA CITY URBAN RENEWAL AUTHORITY
STATEMENT OF ACTIVITIES - MODIFIED CASH BASIS
FOR THE YEAR ENDED JUNE 30, 2022

	Expenses	Program Revenues		Net Revenues (Expenses)
		Charges for Services	Operating Grants and Contributions	
GOVERNMENTAL ACTIVITIES				
Economic development	\$ 3,419,037	\$ 604,581	\$ 788,880	\$ (2,025,576)
Expenditures to the City	<u>356,366</u>	<u>-</u>	<u>-</u>	<u>(356,366)</u>
Total governmental activities	<u>\$ 3,775,403</u>	<u>\$ 604,581</u>	<u>\$ 788,880</u>	<u>(2,381,942)</u>
GENERAL REVENUES				
Investment income				7,866
Real estate sales				2,416,128
Other				<u>11,249</u>
Total general revenues				<u>2,435,243</u>
CHANGE IN NET POSITION				53,301
NET POSITION, BEGINNING OF YEAR				<u>5,698,340</u>
NET POSITION, END OF YEAR				<u>\$ 5,751,641</u>

The accompanying notes are an integral part of these financial statements.

OKLAHOMA CITY URBAN RENEWAL AUTHORITY
BALANCE SHEET - GOVERNMENTAL FUNDS - MODIFIED CASH BASIS
JUNE 30, 2022

	<u>General Fund</u>	<u>Oklahoma City Redevelopment Corporation</u>	<u>Bass Pro Shop Fund</u>	<u>Total</u>
ASSETS				
Cash and cash equivalents	\$ 3,011,676	\$ 181,291	\$ 626,245	\$ 3,819,212
Investments	1,241,967	-	-	1,241,967
Due from related parties	716,462	-	-	716,462
	<u>4,970,105</u>	<u>181,291</u>	<u>626,245</u>	<u>5,777,641</u>
Total assets	<u>\$ 4,970,105</u>	<u>\$ 181,291</u>	<u>\$ 626,245</u>	<u>\$ 5,777,641</u>
LIABILITIES AND FUND BALANCES				
Liabilities				
Deposits	\$ 26,000	\$ -	\$ -	\$ 26,000
	<u>26,000</u>	<u>-</u>	<u>-</u>	<u>26,000</u>
Total liabilities	<u>26,000</u>	<u>-</u>	<u>-</u>	<u>26,000</u>
Fund Balances				
Restricted - economic development	3,763,931	40,173	-	3,804,104
Restricted - City of Oklahoma City	-	-	626,245	626,245
Committed	-	141,118	-	141,118
Unassigned	1,180,174	-	-	1,180,174
	<u>4,944,105</u>	<u>181,291</u>	<u>626,245</u>	<u>5,751,641</u>
Total fund balances	<u>4,944,105</u>	<u>181,291</u>	<u>626,245</u>	<u>5,751,641</u>
Total liabilities and fund balances	<u>\$ 4,970,105</u>	<u>\$ 181,291</u>	<u>\$ 626,245</u>	<u>\$ 5,777,641</u>

The accompanying notes are an integral part of these financial statements.

OKLAHOMA CITY URBAN RENEWAL AUTHORITY
STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES
GOVERNMENTAL FUNDS - MODIFIED CASH BASIS
FOR THE YEAR ENDED JUNE 30, 2022

	<u>General Fund</u>	<u>Oklahoma City Redevelopment Corporation</u>	<u>Bass Pro Shop Fund</u>	<u>Total</u>
REVENUES				
Federal grant revenues	\$ 788,880	\$ -	\$ -	\$ 788,880
Rentals	27,810	-	576,771	604,581
Real estate sales	2,416,128	-	-	2,416,128
Interest	7,837	29	-	7,866
Other	11,249	-	-	11,249
	<u>3,251,904</u>	<u>29</u>	<u>576,771</u>	<u>3,828,704</u>
Total revenues				
EXPENDITURES				
General and administrative	967,438	-	77,091	1,044,529
Real estate acquisition	1,159,861	-	-	1,159,861
Property disposition	367,383	-	-	367,383
Site improvement	-	-	-	-
Legal and professional	307,463	-	-	307,463
Property management	340,555	-	139,725	480,280
Business improvements	51,189	-	6,197	57,386
Grants	1,985	-	-	1,985
Expenditures to the City	-	-	356,366	356,366
Other	150	-	-	150
	<u>3,196,024</u>	<u>-</u>	<u>579,379</u>	<u>3,775,403</u>
Total expenditures				
EXCESS (DEFICIENCY) OF REVENUES OVER EXPENDITURES AND NET CHANGE IN FUND BALANCES				
	55,880	29	(2,608)	53,301
OTHER FINANCING SOURCES (USES)				
Transfers in (out)	-	-	-	-
	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
NET CHANGES IN FUND BALANCES	55,880	29	(2,608)	53,301
FUND BALANCES, BEGINNING OF YEAR	4,888,225	181,262	628,853	5,698,340
FUND BALANCES, END OF YEAR	<u>\$ 4,944,105</u>	<u>\$ 181,291</u>	<u>\$ 626,245</u>	<u>\$ 5,751,641</u>

The accompanying notes are an integral part of these financial statements.

OKLAHOMA CITY URBAN RENEWAL AUTHORITY

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2022

1. NATURE OF ORGANIZATION AND SIGNIFICANT ACCOUNTING POLICIES

Nature of Organization – The Oklahoma City Urban Renewal Authority (the Authority) was established by state-enabling legislation in 1959 and the appointment of the Authority's Board of Commissioners by the City Council of the City of Oklahoma City (the "City") in November 1961. The Authority's purpose is to eliminate blight and redevelop blighted areas. Activities are primarily funded by Community Development Block Grants (CDBG) from the U.S. Department of Housing and Urban Development (HUD) awarded to the City and passed through to the Authority as well as funds from other governmental and private organizations.

Reporting Entity – The Authority itself is not a component unit of the City. The City considers the Authority as a related organization in its annual financial report.

The Authority has one component unit, Oklahoma City Redevelopment Corporation (the Corporation), which is a 501(c)(3) tax-exempt nonprofit Oklahoma corporation governed by a board of trustees. Most, if not all, trustees of the Corporation are also commissioners of the Authority. The operations of the Corporation are blended with the financial data of the Authority. It is represented as a special revenue fund on the accompanying financial statements because the sole purpose of the Corporation is to support the redevelopment activities of the Authority, and the governance of the Corporation and the Authority are, in essence, the same.

Basis of Accounting and Presentation – The Authority's financial statements are reported on a modified cash basis of accounting, which is a comprehensive basis of accounting other than accounting principles generally accepted in the United States of America (GAAP). The modified cash basis of accounting is based on the recording of cash and changes therein and only recognizes revenues, expenses, assets and liabilities resulting from cash transactions adjusted for modifications that have substantial support in GAAP. These modifications include adjustments for the following balances arising from cash transactions:

- Cash-based interfund receivables and payables
- Other cash-based receivables and payables
- Investment securities recorded at cost, which approximates market value

As a result of the use of the modified cash basis of accounting, certain assets and their related revenues (such as accounts receivable and accrued revenues and receivables) and certain liabilities and their related expenses (such as accounts payable, expenses for goods or services received but not yet paid and accrued expenses and liabilities) are not recorded in these financial statements. In addition, redevelopment property and other property and equipment are not recorded, depreciation is not recorded, and debt is not reflected as a liability.

Government-Wide Financial Statements – The accompanying statements of net position and activities - modified cash basis display information about the Authority as a whole. The Authority's activities are all governmental in nature. The Authority has no business-type activities, as defined by Governmental Accounting Standards Board (GASB) Statement No. 34, *Basic Financial Statements - and Management's Discussion and Analysis - for State and Local Governments*.

Fund Financial Statements

Fund financial statements are normally organized into funds, each of which is considered to be a separate accounting entity. A fund is accounted for by providing a separate set of self-balancing accounts that constitute its assets, liabilities, fund balances, revenues and expenditures/expenses.

For the financial statement presentation, the Authority presently has the following funds:

- ***General Fund***-The operating fund of the Authority. It includes and is used to account for all of the following activities:
 - ***Closeout Project Fund*** - Reflects the activity of three projects, which have been combined into one fund for financial statement purposes. A description of each project is as follows:
 - Oklahoma R-20 University Medical Center reflects all ongoing activities in the Health Sciences Center area that are financed by federal funds pursuant to a September 19, 1978, closeout agreement with HUD.
 - Oklahoma R-30 Central Business District reflects all ongoing activities in the Central Business District that are financed by federal funds pursuant to an October 16, 1979, closeout agreement with HUD.
 - Oklahoma R-35 John F. Kennedy Urban Renewal Area reflects all ongoing activities in the John F. Kennedy area that are financed by federal funds pursuant to an October 16, 1979, closeout agreement with HUD.
 - ***Revolving Fund*** - Used to pay general and administrative costs. A cost allocation process is utilized to determine the amounts transferred from the various other funds. The amount of transfer to the revolving account is recorded as a disbursement for general and administrative costs for each of the various funds. All revolving account disbursements have been included in the appropriate fund for which the underlying disbursements were made. The Revolving Fund records the reimbursement from other funds as a reduction of the expense and, therefore, reports no revenues or expenses.
 - ***Core to Shore*** - Consists of two funds, one of which was funded by the MAPS 3 initiative and closed out during the year and the other, which is funded through other sources, including allocation of Increment District No. 2, The City of Oklahoma City (TIF 2) tax revenue. The project is for the stated purpose of improving an area designated by the City Council, which has suffered decline and also includes a downtown public park, convention center and train station.
 - ***Sports Entertainment Parking II (SEP II) Improvements Fund*** - Depicts activities related to the creation of a mixed-use development with a focus on entertainment, parking and supporting development for the MAPS initiative, including hotel and residential initiatives. The project is funded primarily by Closeout Project funds.
 - ***Harrison-Walnut Other Fund*** - Depicts various activities in the Harrison-Walnut neighborhood, NE Renaissance, and Midtown, that are funded primarily by the Closeout Project funds.

- ***Nonfederal Fund*** - A fund originally financed by the City in 1970 for carrying out activities deemed necessary or worthwhile by the Authority's Board of Commissioners. It is not financed by federal or state funds.
- ***Special Revenue Funds*** - Designated as major funds by the Authority. It is used to separately account for the following specific funds or activities:
 - ***Oklahoma City Redevelopment Corporation*** - A nonprofit Oklahoma corporation that was created as a mechanism to dispose of downtown development property to independent developers and to provide a supportive role for the Authority's redevelopment activities.
 - ***Bass Pro Shop Fund*** - Reflects activities related to the construction and subsequent lease of a facility in the Bricktown Entertainment District to be utilized by Bass Pro, Inc. Monies for the construction of the facility were provided by the City. The original lease, which commenced in November 2003, is for a period of 20 years, and rental income paid to the Authority pursuant to the lease, less certain amounts retained by the Authority for related expenses, are remitted to the City and reported as an expenditure to the City.

Cash and Cash Equivalents – The Authority considers all liquid investments with original maturities of three months or less to be cash equivalents. At June 30, 2022, cash equivalents consisted primarily of money market accounts with brokers.

Investments – Investments are stated at cost, which approximates market value. Investments are comprised of negotiable certificates of deposit and government-backed securities acquired through cash transactions. They do not include real estate held for resale or held for development.

Net Position Classifications

Government-Wide Financial Statements

Equity is classified as net position and displayed in two components:

- ***Restricted*** - Represents net position that has been restricted by outside sources, including the City and relevant State of Oklahoma statutes. The net position has been restricted for economic development and reimbursement to the City.
- ***Unrestricted*** - Represents the remaining net position, if any.

Fund Financial Statements

GASB Statement No. 54, Fund Balance Reporting and Governmental Fund Type Definitions, defines fund balances for presentation as follows:

- ***Nonspendable*** - Includes amounts that cannot be spent because they are either (a) not in spendable form or (b) legally or contractually required to be maintained intact. This would include items not expected to be converted to cash.
- ***Restricted*** - Consists of fund balance amounts with constraints placed on the use of the resources either by (a) external groups, such as creditors, grantors, contributors or laws or regulations of other governments or (b) law through constitutional provisions or enabling legislation.

- **Committed** - Reflects specific purposes pursuant to constraints imposed by formal action of the Authority's highest level of decision-making authority (the Board of Commissioners). Also, such constraints can only be removed or changed by the same form or formal action.
- **Assigned** - Reflects fund balance amounts that are constrained by the Authority's intent to be used for specific purposes but meet neither the restricted nor committed forms of constraint.
- **Unassigned**- Represents fund balance amounts that have not been assigned to other funds and have not been restricted, committed or assigned to specific purposes.

Based on the above definitions, the components of the Authority's fund balances are as follows:

- **Restricted** - The fund balances for several of the funds included in the General Fund as well as the Bass Pro Shop Fund are restricted.
- **Committed** - The fund balance for the Corporation is committed.
- **Unassigned** - The fund balances for several of the funds included in the General Fund are unassigned.

It is the Authority's policy to first use the restricted net position/fund balance prior to the use of the unrestricted net position/fund balance when an expenditure/expense is incurred for purposes for which both restricted and unrestricted net position/fund balances are available. The Authority's policy for the use of the unrestricted fund balance amounts requires committed amounts be reduced first, followed by assigned amounts and then unassigned amounts when expenditures are incurred for purposes for which amounts in any of those unrestricted fund balance classifications could be used.

General and Administrative Expenses – General and administrative expenses not incurred for a specific fund are allocated to the various funds based on staff hours incurred for each fund.

Income Taxes – The Authority is exempt from federal and state income taxes under Section 115(1) of the Internal Revenue Code.

2. DEPOSITS AND INVESTMENTS

Custodial credit risk – Exposure to custodial credit risk related to deposits exists when the Authority holds deposits that are uninsured and uncollateralized; collateralized with securities held by the pledging financial institution, or by its trust department or agent but not in the Authority's name; or collateralized without a written or approved collateral agreement. Exposure to custodial credit risk related to investments exist when the Authority holds investments that are uninsured and unregistered, with securities held by the counterparty or by its trust department or agent but not in the Authority's name.

At June 30, 2022, the Authority was not exposed to custodial credit risk as defined above.

Investment Credit Risk – Credit risk is the risk that an issuer or other counterparty to an investment will not fulfill its obligations. The Authority's investment policy stipulates that no more than 75% of the total funds available for investment may be placed in any one authorized institution. The Authority is not exposed to investment credit risk at June 30, 2022.

Investment Interest Rate Risk – Interest rate risk is the risk that changes in interest rates will adversely affect the fair value of an investment. Of the funds invested, up to 100% may be invested with a maturity of one year or less, up to 30% may be invested with a maturity of one to three years, up to 10% may be invested with a maturity of three to five years and up to 5% may be invested with a maturity of 5 to 25 years.

Fair Value – Various inputs may be used to determine the value of the Authority’s investments. These inputs are summarized in three broad levels for financial statement purposes. Level 1 inputs are quoted prices in active markets for identical assets; Level 2 inputs are significant other observable inputs; Level 3 inputs are significant unobservable inputs.

At June 30, 2022, the Authority had the following investments:

	Fair Value	Fiscal Maturity Date	
		2023	2024
US. Treasury Bills	\$ 996,967	\$ 996,967	\$ -
Certificates of deposit	245,000	-	245,000
	<u>\$1,241,967</u>	<u>\$ 996,967</u>	<u>\$ 245,000</u>

3. DUE FROM RELATED PARTIES

Amounts due from related parties consisted of the following as of June 30, 2022:

Amounts due from the City for reimbursement of expenditures for CDBG projects	\$ 376,975
Amounts due from the Alliance for Economic Development of Oklahoma City for reimbursement of expenditures	24,224
Amounts due from the Oklahoma City Redevelopment Authority for reimbursement of expenditures and advances	<u>315,263</u>
	<u>\$ 716,462</u>

4. RENTAL INCOME

Rental income includes leases of acquired property and parking lot revenue. Most of these leases are on a month-to-month, semiannual or annual basis and are expected to be renewed; however, there are no assurances the leases will be renewed.

There are two multi-year leases, one for a billboard and one for the Bass Pro Shop building. The billboard lease ends August 31, 2023, and the lease income is the greater of \$10,000 per year or 19% of the net income received. The Bass Pro Shop lease was extended through November 2028 and the rental income is \$629,205 per year. The future minimum lease revenue related to these two leases is as follows:

	Closeout Fund	Bass Pro Shop Fund	Total
2023	\$ 1,666	\$ 629,205	\$ 630,871
2024	-	629,205	629,205
2025	-	629,205	629,205
2026	-	629,205	629,205
2027 and after	-	1,520,580	1,520,580
Total	\$ 1,666	\$ 4,037,400	\$ 4,039,066

5. RETIREMENT PLAN

The Authority participates in a Section 457 single-employer deferred compensation plan (the Plan) covering all permanent employees. Covered payroll equaled total payroll at \$189,405. In 2022, the employees contributed \$30, representing 0.02% of covered payroll, and the Authority contributed \$15,815, representing 8.35% of covered payroll. Assets of the Plan are not recorded in the Authority's financial statements.

6. RELATED-PARTY TRANSACTIONS

City of Oklahoma City – During 2022, the Authority paid \$356,366 to the City for its portion of the rental income from the Bass Pro Shop. Additionally, the City awards a portion of its federal grants to the Authority as a pass-through entity. Funding received by the Authority under these pass-through grants totaled \$788,880 for the year.

The Alliance for Economic Development of Oklahoma City – The Authority has a ten-year agreement (the Agreement) with the Alliance for Economic Development of Oklahoma City (the Alliance) for professional services, which will terminate on June 30, 2031. Pursuant to the Agreement, scheduled payments totaled \$891,700 for the year. The Authority expensed approximately \$687,500 and allocated \$204,200 to the Oklahoma City Redevelopment Authority (“OCRA”), an independent entity also managed by the Alliance, for its activities. Annual service fees must be approved by the Board of Commissioners.

Oklahoma City Redevelopment Authority – The Authority shares certain administrative costs under the Agreement described above with OCRA. At June 30, 2022, the Authority reports a receivable from OCRA totaling \$315,263 for unreimbursed expenditures.

7. COMMITMENTS AND CONTINGENCIES

Leases – The Authority leases office space under a lease agreement through July 31, 2031. For the year ended June 30, 2022, the expense under this lease totaled \$92,463. The remaining obligation under this lease as of June 30, 2022, is as follows:

2023	\$	124,476
2024		124,476
2025		124,476
2026		124,476
2027 and after		<u>632,753</u>
Total	\$	<u>1,130,657</u>

Related party payables – At June 30, 2022, the Authority owes OCRA approximately \$4.4 million relating to the acquisition of land that was purchased and paid for by OCRA and subsequently transferred to the Authority.

Grants – In the normal course of operations, the Authority is a subrecipient of CDBG funds awarded to the City by HUD. The grant programs are subject to audit by agents of HUD, the purpose of which is to ensure compliance with conditions precedent to the granting of funds. Any liability for reimbursement that may arise as a result of these audits is not believed to be material.

Legal – In the normal course of operations, the Authority is party to legal proceedings that normally occur in governmental operations and other claims associated with property and enterprise operations. The legal proceedings and other claims are not likely to have a material adverse impact on the funds of the Authority.

8. SUBSEQUENT EVENTS

Subsequent events have been evaluated through December 20, 2022, which is the date the financial statements were available to be issued.

On April 20, 2022, the City of Oklahoma City authorized the transfer of \$5,000,000 to the Authority to be used in accordance with the voter approved Metropolitan Area Projects (“MAPS”) 4 resolution dated August 27, 2019. The Authority will assist the City in the acquisition and beautification of the property located near the intersection of Northeast 23rd Street and Martin Luther King Boulevard. The Authority received the funds on July 5, 2022.

The Authority was named as defendant in a legal petition for breach of contract and other causes of action filed December 16, 2022, by the Hill at Bricktown, LLC, a redeveloper whose contract was terminated by the Authority for failure to perform. The petition seeks damages of “at least” \$3,183,815 for the redeveloper’s expenditures. As of December 20, 2022, the Authority has not been served with the petition, and management and legal counsel are still reviewing its allegations. Because the Authority terminated the contract in accordance with its terms and otherwise acted properly, management and legal counsel do not have reason to believe that there is a high degree of probability of an unfavorable outcome. However, given the uncertainty and risk associated with litigation, it is not possible at this time to rule out the possibility of a loss that would have a material adverse effect on the Authority’s financial position.

* * * * *

OKLAHOMA CITY URBAN RENEWAL AUTHORITY
COMBINING BALANCE SHEET - GENERAL FUND - MODIFIED CASH BASIS
JUNE 30, 2022

	<u>Closeout Project Fund</u>	<u>Revolving Fund</u>	<u>Core to Shore MAPS 3 Fund</u>	<u>Core to Shore Buffer Fund</u>	<u>SEP II Improvements Fund</u>	<u>Harrison- Walnut Other Fund</u>	<u>Nonfederal Fund</u>	<u>General Fund Total</u>
ASSETS								
Cash and cash equivalents	\$ 2,393,464	\$ 14,886	\$ -	\$ 45,127	\$ -	\$ -	\$ 558,199	\$ 3,011,676
Investments	996,967	-	-	-	-	-	245,000	1,241,967
Due from related parties	376,975	339,487	-	-	-	-	-	716,462
Due from (to) other funds	<u>367,522</u>	<u>(354,373)</u>	<u>-</u>	<u>(13,149)</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
Total assets	<u>\$ 4,134,928</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 31,978</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 803,199</u>	<u>\$ 4,970,105</u>
LIABILITIES AND FUND BALANCES								
Liabilities								
Deposits	\$ 1,000	\$ -	\$ -	\$ 25,000	\$ -	\$ -	\$ -	\$ 26,000
Total liabilities	<u>1,000</u>	<u>-</u>	<u>-</u>	<u>25,000</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>26,000</u>
Fund Balances								
Restricted - economic development	3,756,953	-	-	6,978	-	-	-	3,763,931
Unassigned	<u>376,975</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>803,199</u>	<u>1,180,174</u>
Total fund balances	<u>4,133,928</u>	<u>-</u>	<u>-</u>	<u>6,978</u>	<u>-</u>	<u>-</u>	<u>803,199</u>	<u>4,944,105</u>
Total liabilities and fund balances	<u>\$ 4,134,928</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 31,978</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 803,199</u>	<u>\$ 4,970,105</u>

OKLAHOMA CITY URBAN RENEWAL AUTHORITY
COMBINING STATEMENT OF REVENUES, EXPEDITURES AND CHANGES IN FUND BALANCES
GENERAL FUND - MODIFIED CASH BASIS
FOR THE YEAR ENDED JUNE 30, 2022

	Closeout Project Fund	Revolving Fund	Core to Shore MAPS 3 Fund	Core to Shore Buffer Fund	SEP II Improvements Fund	Harrison- Walnut Other Fund	Nonfederal Fund	General Fund Total
REVENUES								
Federal grant revenues	\$ 755,122	\$ -	\$ -	\$ -	\$ -	\$ 33,758	\$ -	\$ 788,880
Rentals	9,123	-	-	-	18,587	100	-	27,810
Real estate sales	2,291,128	-	-	-	-	125,000	-	2,416,128
Interest	4,176	-	-	16	-	-	3,645	7,837
Other	5,467	-	-	82	-	-	5,700	11,249
Total revenues	3,065,016	-	-	98	18,587	158,858	9,345	3,251,904
General and administrative	648,801	-	-	104,565	81,486	131,907	679	967,438
Real estate acquisition	4,400	-	-	607,244	-	555	547,662	1,159,861
Property disposition	281,071	-	-	10,105	18,521	17,536	40,150	367,383
Site improvement	-	-	-	-	-	-	-	-
Legal and professional	183,443	-	-	38,231	13,946	47,093	24,750	307,463
Property management	259,309	-	-	30,062	-	51,184	-	340,555
Business improvements	18,001	-	-	-	12,216	20,972	-	51,189
Grants	1,985	-	-	-	-	0	-	1,985
Expenditures to the City	-	-	-	-	-	-	-	-
Other	-	-	-	-	-	-	150	150
Total expenditures	1,397,010	-	-	790,207	126,169	269,247	613,391	3,196,024
EXCESS (DEFICIENCY) OF REVENUES OVER EXPENDITURES AND NET CHANGE IN FUND BALANCES	1,668,006	-	-	(790,109)	(107,582)	(110,389)	(604,046)	55,880
OTHER FINANCING SOURCES (USES)								
Transfers in (out)	(342,266)	-	-	124,295	107,582	110,389	-	-
NET CHANGES IN FUND BALANCES	1,325,740	-	-	(665,814)	-	-	(604,046)	55,880
FUND BALANCES, BEGINNING OF YEAR	2,808,188	-	-	672,792	-	-	1,407,245	4,888,225
FUND BALANCES, END OF YEAR	\$ 4,133,928	\$ -	\$ -	\$ 6,978	\$ -	\$ -	\$ 803,199	\$ 4,944,105



INDEPENDENT AUDITOR’S REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING AND ON COMPLIANCE AND OTHER MATTERS BASED ON AN AUDIT OF FINANCIAL STATEMENTS PERFORMED IN ACCORDANCE WITH *GOVERNMENT AUDITING STANDARDS*

To the Board of Commissioners
Oklahoma City Urban Renewal Authority
Oklahoma City, Oklahoma

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in Government Auditing Standards issued by the Comptroller General of the United States, the financial statements of the governmental activities and each major fund of the Oklahoma City Urban Renewal Authority (the “Authority”), as of and for the year ended June 30, 2022, and the related notes to the financial statements, which collectively comprise the Authority’s basic financial statements, and have issued our report thereon dated December 20, 2022. Our report included an *Emphasis of Matter* paragraph related to the Authority’s use of a comprehensive basis of accounting other than accounting principles generally accepted in the United States of America.

Report on Internal Control over Financial Reporting

In planning and performing our audit of the financial statements, we considered the Authority’s internal control over financial reporting (internal control) as a basis for designing audit procedures that are appropriate in the circumstances for the purpose of expressing our opinions on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Authority’s internal control. Accordingly, we do not express an opinion on the effectiveness of the Authority’s internal control.

A *deficiency in internal control* exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, misstatements on a timely basis. A *material weakness* is a deficiency, or a combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the entity’s financial statements will not be prevented, or detected and corrected, on a timely basis. A *significant deficiency* is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

Report on Compliance and Other Matters

As part of obtaining reasonable assurance about whether the Authority’s financial statements are free from material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the financial statements. However, providing an opinion on compliance with those provisions

HSPG & ASSOCIATES, PC

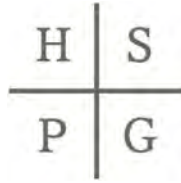
was not an objective of our audit, and accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

Purpose of this Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the entity's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the entity's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

HSPG & Associates, P.C.

December 20, 2022



INDEPENDENT AUDITOR’S REPORT ON COMPLIANCE FOR EACH MAJOR PROGRAM AND
ON INTERNAL CONTROL OVER COMPLIANCE REQUIRED BY THE UNIFORM GUIDANCE;
AND REPORT ON THE SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS REQUIRED
BY THE UNIFORM GUIDANCE

To the Board of Commissioners
Oklahoma City Urban Renewal Authority
Oklahoma City, Oklahoma

Report on Compliance for Each Major Federal Program

Opinion on Each Major Federal Program

We have audited the Oklahoma City Urban Renewal Authority’s (the “Authority”) compliance with the types of compliance requirements identified as subject to audit in the OMB *Compliance Supplement* that could have a direct and material effect on each of the Authority’s major federal programs for the year ended June 30, 2022. The Authority’s major federal programs are identified in the summary of auditor’s results section of the accompanying schedule of findings and questioned costs.

In our opinion, the Authority complied, in all material respects, with the types of compliance requirements referred to above that could have a direct and material effect on each of its major federal programs for the year ended June 30, 2022.

Basis for Opinion on Each Major Federal Program

We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States; and the audit requirements of Title 2 U.S. *Code of Federal Regulations* Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (Uniform Guidance). Our responsibilities under those standards and the Uniform Guidance are further described in the Auditor’s Responsibilities for the Audit of Compliance section of our report.

We are required to be independent of the Authority and to meet our other ethical responsibilities, in accordance with relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on compliance for each major federal program. Our audit does not provide a legal determination of the Authority’s compliance with the compliance requirements referred to above.

Responsibilities of Management for Compliance

Management is responsible for compliance with the requirements referred to above and for the design, implementation, and maintenance of effective internal control over compliance with the requirements of laws, statutes, regulations, rules, and provisions of contracts or grant agreements applicable to the Authority’s federal programs.

Auditor’s Responsibilities for the Audit of Compliance

Our objectives are to obtain reasonable assurance about whether material noncompliance with the compliance requirements referred to above occurred, whether due to fraud or error, and express an

opinion on the Authority's compliance based on our audit. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with generally accepted auditing standards, *Government Auditing Standards*, and the Uniform Guidance will always detect material noncompliance when it exists. The risk of not detecting material noncompliance resulting from fraud is higher than for that resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Noncompliance with the compliance requirements referred to above is considered material if there is a substantial likelihood that, individually or in the aggregate, it would influence the judgment made by a reasonable user of the report on compliance about the Authority's compliance with the requirements of each major federal program as a whole.

In performing an audit in accordance with generally accepted auditing standards, *Government Auditing Standards*, and the Uniform Guidance, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material noncompliance, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the Authority's compliance with the compliance requirements referred to above and performing such other procedures as we considered necessary in the circumstances.
- Obtain an understanding of the Authority's internal control over compliance relevant to the audit in order to design audit procedures that are appropriate in the circumstances and to test and report on internal control over compliance in accordance with the Uniform Guidance, but not for the purpose of expressing an opinion on the effectiveness of the Authority's internal control over compliance. Accordingly, no such opinion is expressed.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and any significant deficiencies and material weaknesses in internal control over compliance that we identified during the audit.

Report on Internal Control over Compliance

A *deficiency in internal control over compliance* exists when the design or operation of a control over compliance does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, noncompliance with a type of compliance requirement of a federal program on a timely basis. A *material weakness in internal control over compliance* is a deficiency, or a combination of deficiencies, in internal control over compliance, such that there is a reasonable possibility that material noncompliance with a type of compliance requirement of a federal program will not be prevented, or detected and corrected, on a timely basis. A *significant deficiency in internal control over compliance* is a deficiency, or a combination of deficiencies, in internal control over compliance with a type of compliance requirement of a federal program that is less severe than a material weakness in internal control over compliance, yet important enough to merit attention by those charged with governance.

Our consideration of internal control over compliance was for the limited purpose described in the Auditor's Responsibilities for the Audit of Compliance section above and was not designed to identify all deficiencies in internal control over compliance that might be material weaknesses or significant deficiencies in internal control over compliance. Given these limitations, during our audit we did not identify any deficiencies in internal control over compliance that we consider to be material weaknesses, as defined above. However, material weaknesses or significant deficiencies in internal control over compliance may exist that were not identified.

Our audit was not designed for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, no such opinion is expressed.

The purpose of this report on internal control over compliance is solely to describe the scope of our testing of internal control over compliance and the results of that testing based on the requirements of the Uniform Guidance. Accordingly, this report is not suitable for any other purpose.

Report on Schedule of Expenditures of Federal Awards Required by the Uniform Guidance

We have audited the financial statements of the governmental activities and each major fund of the Authority, as of and for the year ended June 30, 2022, and the related notes to the financial statements, which collectively comprise the Authority's basic financial statements. We issued our report thereon dated December 20, 2022, which contained unmodified opinions on those financial statements. Our audit was performed for the purpose of forming opinions on the financial statements that collectively comprise the basic financial statements. The accompanying schedule of expenditures of federal awards is presented for purposes of additional analysis as required by the Uniform Guidance and is not a required part of the basic financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the basic financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the schedule of expenditures of federal awards is fairly stated in all material respects in relation to the basic financial statements as a whole.

HSPG & Associates, P.C.

December 20, 2022

OKLAHOMA CITY URBAN RENEWAL AUTHORITY
SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS
FOR THE YEAR ENDED JUNE 30, 2022

Cluster/Program	Federal Agency/ Pass-Through Entity	Federal Assistance Listing Number	Pass-Through Entity Identifying Number	Amount
U.S. Department of Housing and Urban Development Community Development Block Grant	U.S Department of Housing and Development / City of Oklahoma City	14.218	B-17-MC-40-0003	\$ 788,880
				<u>\$ 788,880</u>

See notes to schedule of expenditures of federal awards.

OKLAHOMA CITY URBAN RENEWAL AUTHORITY
NOTES TO SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS
FOR THE YEAR ENDED JUNE 30, 2022

1. BASIS OF PRESENTATION

The accompanying Schedule of Expenditures of Federal Awards (“SEFA”) includes the federal award activity of the Oklahoma City Urban Renewal Authority (the “Authority”) under programs of the federal government for the year ended June 30, 2022. The information in this SEFA is presented in accordance with the requirement of Title 2 *U.S. Code of Federal Regulations* Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (Uniform Guidance). Because the SEFA presents only a selected portion of the operations of the Authority, it is not intended to and does not present the financial position or changes in net position of the Authority.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Expenditures reported on the SEFA are reported on the modified cash basis of accounting. Expenditures are recognized following the cost principles contained in the Uniform Guidance, wherein certain types of expenditures are not allowable or are limited as to reimbursement. The Authority has elected not to use the 10-percent de minimis indirect cost rate allowed under the Uniform Guidance.

3. SUBRECIPIENTS

The Authority did not provide federal awards to subrecipients during the year ended June 30, 2022.

OKLAHOMA CITY URBAN RENEWAL AUTHORITY
SCHEDULE OF FINDINGS AND QUESTIONED COSTS
FOR THE YEAR ENDED JUNE 30, 2022

SECTION I – SUMMARY OF AUDITOR’S RESULTS

Financial Statements

Type of auditor’s report issued: Not prepared in accordance with GAAP.
Prepared in accordance with a special
purpose framework-modified cash basis-
unmodified

Internal control over financial reporting:
 Material weakness(es) identified? _____ yes X no
 Significant deficiency(ies) identified? _____ yes X none reported
 Noncompliance material to financial statements noted? _____ yes X no

Federal Awards

Internal control over major federal programs:
 Material weakness(es) identified? _____ yes X no
 Significant deficiency(ies) identified? _____ yes X none reported

Type of auditor’s report issued on noncompliance
 for major federal programs: Unmodified

Any audit findings disclosed that are required to be
 reported in accordance with 2 CFR 200.516(a)? _____ yes X no

Identification of major federal programs:

<u>CFDA Number(s)</u>	<u>Name of Federal Program or Cluster</u>
14.218	Community Development Block Grant

Dollar threshold used to distinguish
 Between Type A and Type B programs: \$750,000

Auditee qualified as low-risk auditee? _____ yes x no

OKLAHOMA CITY URBAN RENEWAL AUTHORITY
SCHEDULE OF FINDINGS AND QUESTIONED COSTS (Cont'd)
FOR THE YEAR ENDED JUNE 30, 2022

SECTION II – FINANCIAL STATEMENT FINDINGS

Compliance Findings

None

Internal Control Findings

None

SECTION III – FEDERAL AWARDS FINDINGS AND QUESTIONED COSTS

Compliance Findings

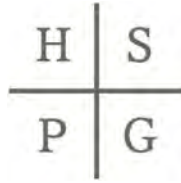
None

Internal Control Findings

None

OKLAHOMA CITY URBAN RENEWAL AUTHORITY
SUMMARY SCHEDULE OF PRIOR FINDINGS AND QUESTIONED COSTS
FOR THE YEAR ENDED JUNE 30, 2022

No Prior Year Audit Findings



December 20, 2022

To the Board of Commissioners
Oklahoma City Urban Renewal Authority
Oklahoma City, Oklahoma

We have audited the financial statements – modified cash basis of the governmental activities and each major fund of Oklahoma City Urban Renewal Authority (the “Authority”) as of and for the year ended June 30, 2022. Professional standards require that we provide you with information about our responsibilities under generally accepted auditing standards and *Government Auditing Standards*, as well as certain information related to the planned scope and timing of our audit. We have communicated such information in our letter to you dated February 1, 2022. Professional standards also require that we communicate to you the following information related to our audit.

Significant Audit Matters

Qualitative Aspects of Accounting Practices

Management is responsible for the selection and use of appropriate accounting policies. The significant accounting policies used by Authority are described in Note 1 to the financial statements. No new accounting policies were adopted and the application of existing policies was not changed during 2022. We noted no transactions entered into by the Authority during the year for which there is a lack of authoritative guidance or consensus. All significant transactions have been recognized in the financial statements in the proper period.

Basis of Accounting and Presentation – The Authority's financial statements are reported on a modified cash basis of accounting, which is a comprehensive basis of accounting other than accounting principles generally accepted in the United States of America (GAAP). The modified cash basis of accounting is based on the recording of cash and changes therein and only recognizes revenues, expenses, assets and liabilities resulting from cash transactions adjusted for modifications that have substantial support in GAAP. These modifications include adjustments for the following balances arising from cash transactions:

- Cash-based interfund receivables and payables
- Other cash-based receivables and payables
- Investment securities recorded at market value

Accounting estimates are an integral part of the financial statements prepared by management and are based on management’s knowledge and experience about past and current events and assumptions about future events. Certain accounting estimates are particularly sensitive because of their significance to the financial statements and because of the possibility that future events affecting them may differ significantly from those expected. We have evaluated the key factors and assumptions used to develop the Authority’s estimates in determining that such estimates are reasonable in relation to financial statements as a whole.

The financial statement disclosures are neutral, consistent, and clear.

HSPG & ASSOCIATES, PC

5400 N Grand Blvd, Suite 330 • Oklahoma City, Oklahoma 73112 • Phone: 405.844.9995 • Fax: 405.844.9975

Difficulties Encountered in Performing the Audit

We encountered no significant difficulties in dealing with management in performing and completing our audit.

Disagreements with Management

For purposes of this letter, a disagreement with management is a financial accounting, reporting, or auditing matter, whether or not resolved to our satisfaction, that could be significant to the financial statements or the auditor's report. We are pleased to report that no such disagreements arose during the course of our audit.

Management Representations

We have requested certain representations from management that are included in the management representation letter dated December 20, 2022.

Management Consultations with Other Independent Accountants

In some cases, management may decide to consult with other accountants about auditing and accounting matters, similar to obtaining a "second opinion" on certain situations. If a consultation involves application of an accounting principle to the Authority's financial statements or a determination of the type of auditor's opinion that may be expressed on those statements, our professional standards require the consulting accountant to check with us to determine that the consultant has all the relevant facts. To our knowledge, there were no such consultations with other accountants.

Other Audit Findings or Issues

We generally discuss a variety of matters, including the application of accounting principles and auditing standards, with management each year prior to retention as the Authority's auditors. However, these discussions occurred in the normal course of our professional relationship and our responses were not a condition to our retention.

Other Matters

We were engaged to report on the General Fund Combining Balance Sheet and the Combining Statement of Revenues, Expenditures and Changes in Fund Balances, which accompany the financial statements. With respect to this supplementary information, we made certain inquiries of management and evaluated the form, content, and methods of preparing the information to determine that the information complies with the modified cash basis of accounting, the method of preparing it has not changed from the prior period, and the information is appropriate and complete in relation to our audit of the financial statements. We compared and reconciled the supplementary information to the underlying accounting records used to prepare the financial statements or to the financial statements themselves.

Restriction on Use

This information is intended solely for the information and use of the Board of Commissioners and management of the Authority and is not intended to be, and should not be, used by anyone other than these specified parties.

Sincerely,

HSPG & Associates, P.C.

OKLAHOMA CITY

URBAN
RENEWAL
AUTHORITY

To: Board of Commissioners
From: Kenton Tsoodle, Executive Director
Date: July 19, 2023
Ref: Resolution Approving Second Amendment to Lease with Bass Pro Outdoor World, L.L.C.; Maps Sports-Entertainment-Parking Support Development Plan

Background: OCURA has undertaken a program for the development of a blighted area in the City of Oklahoma City, and is engaged in implementation of the MAPS Sports-Entertainment-Parking Support Redevelopment Plan. In coordination with the City, OCURA owns and leases a building in Bricktown to Bass Pro Outdoor World, LLC.

The Lease includes provisions restricting competing businesses under common ownership with Bass Pro from operating within a certain radius of the Leased Premises without including gross sales from said competing business under common ownership in Bass Pro's percentage rent obligations under the Lease. Bass Pro was recently acquired by the parent company that owns and operates Cabela's stores. Cabela's operates a store in north Oklahoma City within the restricted radius for competing businesses under common ownership with Bass Pro. Bass Pro and OCURA desire to amend the Lease to modify the provisions restricting competing businesses under common ownership with Bass Pro within a certain radius of the Leased Premises in exchange for an increase in Bass Pro's base rent obligations under the Lease.

Summary of Agenda Item: The resolution approves the Second Amendment

Recommendation: Approval of Resolution

RESOLUTION NO. _____

**RESOLUTION APPROVING SECOND AMENDMENT TO LEASE WITH BASS PRO
OUTDOOR WORLD, L.L.C., MAPS SPORTS-ENTERTAINMENT-PARKING
SUPPORT REDEVELOPMENT PLAN**

WHEREAS, the City of Oklahoma City (“City”) has previously approved the MAPS Sports-Entertainment-Parking Support Redevelopment Plan, as amended (“Redevelopment Plan”); and

WHEREAS, pursuant to the Redevelopment Plan and the approval of the City Council of the City of Oklahoma City, the Board of Commissioners of the Oklahoma City Urban Renewal Authority (“OCURA”) approved a Redevelopment Agreement dated July 21, 1998, as amended (“Redevelopment Agreement”), providing for the development of the Bricktown Entertainment Center in accordance with the Redevelopment Plan; and

WHEREAS, pursuant to authorization from the City to undertake the development of the easternmost portion of the site for the Bricktown Entertainment Center in order to develop a commercial anchor for the area, OCURA entered into a Shopping Center Lease with Bass Pro Outdoor World, L.L.C. (“Bass Pro”), as amended (“Lease”), whereby OCURA leases to Bass Pro, in exchange for payment of rent by Bass Pro, certain demised premises within the easternmost portion of the site for the Bricktown Entertainment Center (“Leased Premises”), on which Bass Pro operates a retail business under the tradename Bass Pro Shops, offering hunting, fishing, boating, and related outdoors-related items for sale; and

WHEREAS, the Lease includes provisions restricting competing businesses under common ownership with Bass Pro from operating within a certain radius of the Leased Premises without including gross sales from said competing business under common ownership in Bass Pro’s percentage rent obligations under the Lease; and

WHEREAS, Bass Pro was recently acquired by the parent company that owns and operates Cabela’s stores; and

WHEREAS, Cabela’s operates a store in north Oklahoma City within the restricted radius for competing businesses under common ownership with Bass Pro, as described in the Lease; and

WHEREAS, Bass Pro and OCURA desire to amend the Lease to modify the provisions restricting competing businesses under common ownership with Bass Pro within a certain radius of the Leased Premises in exchange for an increase in Bass Pro’s base rent obligations under the Lease; and

WHEREAS, OCURA finds it appropriate and desirable to approve the Second Amendment to the Lease.

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

1. The proposed Second Amendment is hereby approved, and the officers of the Authority are authorized and directed to take such actions and execute such documents as may be necessary or appropriate to implement the approved Second Amendment.
2. The Executive Director, with the assistance of Legal Counsel, are authorized to take any such additional actions as may be necessary or appropriate to implement the Second Amendment, including specifically approval of amendments, corrections, clarifications (including clarifications of a technical or procedural nature), and other actions which are appropriate to performing the terms of the Lease, as amended.

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 and annual** meeting of the Board of Commissioners of the Oklahoma City Urban Renewal Authority, held at Arts District Garage Conference Room, 431 West Main, Suite B, Oklahoma City, Oklahoma 73102, on the **19th** day of **July, 2023**; 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 legally sufficient number of the Commissioners.

SECRETARY

(SEAL)

SECOND AMENDMENT TO SHOPPING CENTER LEASE

THIS SECOND AMENDMENT (“**Second Amendment**”) to the Shopping Center Lease dated May 21, 2002, as amended by that certain First Amendment to Shopping Center Lease dated July 31, 2002 (collectively the “**Lease**”), by and between the Oklahoma City Urban Renewal Authority (“**Landlord**”) and Bass Pro Outdoor World, L.L.C., a Missouri limited liability company (“**Tenant**”) is effective as of April 1, 2023 (“**Effective Date**”).

RECITALS:

A. Landlord and Tenant have executed the Lease, whereby Landlord has agreed to lease to Tenant the demised premises, located in Oklahoma City, Oklahoma, with buildings and other improvements constructed thereon and appurtenant easements, if any, and Tenant has agreed to pay rent to Landlord and to certain other obligations contained within the Lease.

B. Tenant operates a retail business on the demised premises under the tradename Bass Pro Shops and offers hunting, fishing, boating, and related items for sale.

C. Landlord and Tenant desire to amend the Lease to remove provisions restricting Competing Businesses under common ownership with Tenant within a certain radius of the Leased Premises in exchange for an increase in Base Rent.

NOW, THEREFORE, in consideration of the promises and the mutual covenants, agreements and undertakings herein contained, and in further consideration of the mutual benefits to accrue to each of the parties hereto, Landlord and Tenant hereby agree to amend the Lease as follows, effective as of the Effective Date:

1. Base Rent. Section 3.1 of the Lease is hereby deleted in its entirety and replaced with the following provision:

Section 3.1. **Base Rent**. Beginning July 1, 2023 and continuing throughout the balance of the Original Term (which will expire on November 19, 2023), the first Option Period (which will commence on November 20, 2023 and end on November 19, 2028), and the second Option Period, if exercised by Tenant, Tenant shall pay Landlord as base rent (“Base Rent”) for the Leased Premises the sum of Six Hundred Fifty Thousand Dollars (\$650,000.00) per year, payable in advance in equal monthly installments. Base Rent for each of the remaining Option Periods, if exercised, shall be Six Hundred Ten Thousand Dollars (\$610,000.00) per year, payable in advance in equal monthly installments. The Base Rent for any partial month or partial year shall be prorated on a per diem basis.

2. Non-Compete Radius. Section 5.8 of the Lease is hereby amended to so that the final sentence of Section 5.8 is amended to read as follows:

The “Area” shall be defined as the area falling outside of the corporate boundaries of The City of Oklahoma City that are within a radius of seventy-five (75) miles

measured from the Leased Premises and specifically excludes the Cabela's retail store operated by Tenant's affiliate located as an address of 1200 W. Memorial Road, Oklahoma City, Oklahoma.

3. Data Sheet. Any terms contained within the Lease Data Sheet that are inconsistent with the terms of this Second Amendment are hereby amended and shall be interpreted to conform to the terms of this Second Amendment.

4. Binding Effect. Except as expressly modified by this Second Amendment, the Lease will remain in full force and effect.

5. Inconsistency. Any terms contained within the Lease and inconsistent with the terms of this Second Amendment shall be interpreted to conform to the terms of this Second Amendment.

6. Recitals. The recitals set forth above are true and correct and are hereby incorporated into this Second Amendment.

7. Counterparts. This Second Amendment may be executed in multiple counterparts each of which is to be deemed original for all purposes, but all of which together shall constitute one and the same instrument.

8. Estoppel. Both parties acknowledge and agree that as of the Effective Date there are no and have not been any past or current uncured defaults or breaches of the Lease by either party (including, without limitation, Section 5.8 of the Lease), and no event has occurred which, with the passage of time, the giving of notice, or both, would constitute a default or breach of the Lease.

[Remainder of Page Intentionally Left Blank; Signatures on Following Pages]

IN WITNESS WHEREOF, the Landlord has executed this Second Amendment as of the Effective Date.

LANDLORD:

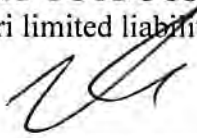
OKLAHOMA CITY URBAN RENEWAL AUTHORITY,
a public body corporate

By: _____
Name: Kenton Tsoodle
Its: Executive Director

IN WITNESS WHEREOF, the Tenant has executed this Second Amendment as of the Effective Date.

TENANT:

BASS PRO OUTDOOR WORLD, L.L.C.,
a Missouri limited liability company



By: _____

CM

Name: Kevin A. Maliszewski
Its: Chief Financial Officer

OKLAHOMA CITY

URBAN
RENEWAL
AUTHORITY

To: Board of Commissioners
From: Kenton Tsoodle, Executive Director
Date: July 19, 2023
Ref: Resolution Approving Annual Fee for Economic Development Services between the Oklahoma City Urban Renewal Authority and the Alliance for Economic Development of Oklahoma City for Fiscal Year Beginning July 1, 2023 and Ending June 30, 2024

Background: On May 16, 2011, the Authority approved the Agreement for Professional Services with the Alliance for Economic Development of Oklahoma City, Inc. Section 21 of the Agreement states that it shall continue in full force for a period of five (5) years beginning July 1, 2011, and ending 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). The Agreement was renewed for an additional five-year term beginning July 2016 and ending July 2021.

A new agreement was drafted under which the Alliance will continue to provide similar professional services to OCURA for a period of ten years beginning July 1, 2021 and ending June 30, 2031. The annual fee must be approved by the Board of Commissioners for each year of the ten-year term of the agreement.

The annual fee for fiscal year 2022-23 was \$900,000. The proposed fee for fiscal year 2023-24 is the same.

Summary of Agenda Item: The resolution approves the annual fee for professional services with the Alliance.

Recommendation: Approval of Resolution

Attachments: Draft Annual Agreement for Professional Services

RESOLUTION NO. _____

RESOLUTION APPROVING ANNUAL FEE FOR ECONOMIC DEVELOPMENT SERVICES BETWEEN THE OKLAHOMA CITY URBAN RENEWAL AUTHORITY AND THE ALLIANCE FOR ECONOMIC DEVELOPMENT OF OKLAHOMA CITY FOR FISCAL YEAR BEGINNING JULY 1, 2023, AND ENDING JUNE 30, 2024

WHEREAS, the Oklahoma City Urban Renewal Authority (“Authority”) is engaged in the planning and execution of various redevelopment projects within the City of Oklahoma City; and

WHEREAS, the activities are undertaken pursuant to the direction of the Board of Commissioners and require assistance coordinating economic development functions; and

WHEREAS, in accordance with the policies adopted by the Board of Commissioners, it is deemed appropriate to continue to provide for the availability of professional economic development services for advising the Board of Commissioners and the Authority; and

WHEREAS, in June 2021, the Board of Commissioners entered into an Economic Development Services Agreement (“Agreement”) with The Alliance for Economic Development of Oklahoma City, Inc. (“Alliance”); and

WHEREAS, pursuant to Section 2.1. of the Agreement, the Authority and the Alliance are to mutually agree to an annual fee for economic development services for each fiscal year (“Annual Fee”), and

WHEREAS, the Executive Director has negotiated a proposed Annual Fee with the Alliance for the fiscal year beginning July 1, 2023, and ending June 30, 2024; and

WHEREAS, it is appropriate and desirable to authorize and approve the proposed Annual Fee for economic development services with the Alliance to provide economic development services to the Authority.

NOW, THEREFORE, BE IT RESOLVED by the Board of Commissioners of the Oklahoma City Urban Renewal Authority that the Annual Fee for Economic Development Services with The Alliance for Economic Development of Oklahoma City, Inc., attached to this Resolution as “Attachment A,” is hereby approved, and the officers of the Authority are authorized to execute the Annual Fee.

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 and annual** meeting of the Board of Commissioners of the Oklahoma City Urban Renewal Authority, held at Arts District Garage Conference Room, 431 West Main, Suite B, Oklahoma City, Oklahoma 73102, on the **19th** day of **July, 2023**; 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 legally sufficient number of the Commissioners.

SECRETARY

(SEAL)

**ANNUAL FEE FOR ECONOMIC DEVELOPMENT SERVICES BETWEEN THE
OKLAHOMA CITY URBAN RENEWAL AUTHORITY AND THE ALLIANCE
FOR ECONOMIC DEVELOPMENT OF OKLAHOMA CITY, INC., FOR
FISCAL YEAR BEGINNING JULY 1, 2023, AND ENDING JUNE 30, 2024**

THIS ANNUAL FEE (“Annual Fee”), which supplements and modifies the Agreement for Economic Development Services between the Oklahoma City Urban Renewal Authority and The Alliance for Economic Development of Oklahoma City, Inc. approved by Resolution No. 5980 on June 16, 2021 (“Agreement”), is made and entered into this 19th day of July, 2023, by and between the Oklahoma City Urban Renewal Authority, a public body corporate created for the benefit of the City of Oklahoma City pursuant to the Oklahoma Urban Redevelopment Law, 11 O.S. §§ 38-101, *et seq.* (“Authority”) and The Alliance for Economic Development of Oklahoma City, Inc., an Oklahoma not-for-profit corporation (“Alliance”).

WHEREAS, pursuant to the 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 Authority desires to continue utilizing the professional experience and knowledge of the Alliance to provide professional economic development services to the Authority under the scope and conditions described in the Agreement, as supplemented by this Annual Fee; and

WHEREAS, pursuant to Section 2.1 of the Agreement, the Authority and the Alliance are to mutually agree to an annual fee for economic development services for each fiscal year during the term of the Agreement.

NOW, THEREFORE, it is agreed by and between the parties hereto as follows:

SECTION 1. Pursuant to Section 2.1. of the Agreement, the parties hereby mutually agree that the annual fee for economic development services for fiscal year ending June 30, 2024, shall be **\$900,000.00**, less any amounts subject to reimbursement with Community Development Block Grant funds pursuant to any future Community Development Block Grant Services Agreement the parties may enter into during the fiscal year ending June 30, 2024.

SECTION 2. This Annual Fee shall be effective on or as of July 1, 2023.

SECTION 3. Except as supplemented hereby, the Agreement is ratified and confirmed.

IN WITNESS WHEREOF, the parties to this Annual Fee adopt and approve this Annual Fee this 19th day of July, 2023.

[signature page follows]

**OKLAHOMA CITY URBAN
RENEWAL AUTHORITY**

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

By: _____
J. Larry Nichols, Chairman

By: _____
Kenton Tsoodle, President and CEO

OKLAHOMA CITY

URBAN
RENEWAL
AUTHORITY

To: Board of Commissioners
From: Kenton Tsoodle, Executive Director
Date: July 19, 2023
Ref: Resolution Approving Annual Budget for Legal Services between the Oklahoma City Urban Renewal Authority and the Center for Economic Development Law for Fiscal Year Beginning July 1, 2023 and Ending June 30, 2024

Background: General Counsel Services have been provided by the Center for Economic Development Law, PLLC to the Authority through the designation by a resolution adopted by the Board in 2006. In 2015, it was determined that a contract designating General Counsel and associate General Counsel with a detailed scope of work was an improved management practice desired by the Executive Director.

The attached is an amendment to the professional services agreement with Center for Economic Development Law, PLLC originally approved in May 2015. The amendment includes a budget for legal services of \$300,000 for fiscal year 2023-24. The previous fiscal year's approved budget was \$275,000. Pursuant to Section 2.B.1 of the 2015 contract, the not-to-exceed amount can be amended by the Executive Director, in writing. A mid-year increase to \$395,000 was authorized by the Executive Director for activity related to projects not anticipated at the time of contract. The 2023 fiscal year legal fees were approximately \$380,000.

Recommendation: Approval of Resolution

Attachments: Annual Budget for Legal Services

RESOLUTION NO. _____

RESOLUTION APPROVING ANNUAL BUDGET FOR LEGAL SERVICES BETWEEN THE OKLAHOMA CITY URBAN RENEWAL AUTHORITY AND THE CENTER FOR ECONOMIC DEVELOPMENT LAW FOR FISCAL YEAR BEGINNING JULY 1, 2023 AND ENDING JUNE 30, 2024

WHEREAS, the Oklahoma City Urban Renewal Authority (“Authority”) is engaged in the planning and execution of various redevelopment projects within the City of Oklahoma City; and

WHEREAS, the activities are undertaken pursuant to the direction of the Board of Commissioners and require legal advice and assistance; and

WHEREAS, in accordance with the policies adopted by the Board of Commissioners, it is deemed appropriate to continue to provide for the availability of professional legal services on a variable demand basis and to designate a general counsel who shall be responsible for advising the Board of Commissioners and the Authority; and

WHEREAS, in May 2015, the Board of Commissioners renewed the designation and authorizations of the Center for Economic Development Law, PLLC (“CEDL”) as General Legal Counsel for the Oklahoma City Urban Renewal Authority, and also approved an Agreement for General Counsel Services between the Authority and CEDL, which has been subsequently amended (“Agreement”); and

WHEREAS, pursuant to Section 2.B.1. of the Agreement, the Authority and CEDL are to mutually agree to an annual budget for legal services for each fiscal year (“Annual Budget”), and

WHEREAS, the Executive Director has negotiated a proposed Annual Budget with CEDL for the fiscal year beginning July 1, 2023, and ending June 30, 2024, for continued representation of the Authority in its activities; and

WHEREAS, it is appropriate and desirable to authorize and approve the proposed Annual Budget for legal services with CEDL to provide general counsel services to the Authority.

NOW, THEREFORE, BE IT RESOLVED by the Board of Commissioners of the Oklahoma City Urban Renewal Authority that the Annual Budget for Legal Services with the Center for Economic Development Law, attached to this Resolution as “Attachment A,” is hereby approved, and the officers of the Authority are authorized to execute the Annual Budget.

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 and annual** meeting of the Board of Commissioners of the Oklahoma City Urban Renewal Authority, held at the Arts District Garage Conference Room, 431 West Main Street, Suite B, Oklahoma City, Oklahoma 73102, on the **19th** day of **July, 2023**; 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 legally sufficient number of the Commissioners.

SECRETARY

(SEAL)

**ANNUAL BUDGET FOR LEGAL SERVICES BETWEEN THE
OKLAHOMA CITY URBAN RENEWAL AUTHORITY AND THE
CENTER FOR ECONOMIC DEVELOPMENT LAW FOR THE FISCAL
YEAR BEGINNING JULY 1, 2023 AND ENDING JUNE 30, 2024**

THIS ANNUAL BUDGET (“Annual Budget”), which supplements and modifies the Agreement for General Counsel Services Agreement between the Oklahoma City Urban Renewal Authority and the Center for Economic Development Law approved by Resolution No. 5702 on May 13, 2015, as amended (“Agreement”), is made and entered into this 19th day of July, 2023, by and between the Authority, a public body corporate created for the benefit of the City of Oklahoma City pursuant to the Oklahoma Urban Redevelopment Law, 11 O.S. §§ 38-101, *et seq.* (“Authority”) and the Center for Economic Development Law, an Oklahoma professional limited liability company (“CEDL”).

WHEREAS, pursuant to the 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 Authority desires to continue utilizing the professional experience and knowledge of the attorneys of CEDL to provide professional legal services to the Authority under the scope and conditions described in the Agreement, as supplemented by this Annual Budget; and

WHEREAS, pursuant to Section 2.B of the Agreement, the Authority and CEDL are to mutually agree to an annual budget for legal services for each fiscal year during the term of the Agreement.

NOW, THEREFORE, it is agreed by and between the parties hereto as follows:

SECTION 1. Pursuant to Section 2.B.1. of the Agreement, the parties hereby mutually agree that the annual budget for legal services for fiscal year ending June 30, 2024, shall be \$300,000.00, less any amounts subject to reimbursement with Community Development Block Grant funds pursuant to any future Community Development Block Grant Services Agreement the parties may enter into during the fiscal year ending June 30, 2024.

SECTION 2. This Annual Budget shall be effective on or as of July 1, 2023.

SECTION 3. Except as supplemented hereby, the Agreement is ratified and confirmed.

IN WITNESS WHEREOF, the parties to this Annual Budget adopt and approve this Annual Budget this 19th day of July, 2023.

[signature page follows]

**OKLAHOMA CITY URBAN
RENEWAL AUTHORITY**

**CENTER FOR ECONOMIC
DEVELOPMENT LAW, PLLC**

By: _____
J. Larry Nichols, Chairman

By: _____
Leslie V. Batchelor, President

OKLAHOMA CITY

URBAN
RENEWAL
AUTHORITY

To: Board of Commissioners of the Oklahoma City Urban Renewal Authority
From: Kenton Tsoodle, Executive Director
Date: July 19, 2023
Ref: Resolution Authorizing Advancements for Payment of Certain Costs Incurred by the Oklahoma City Redevelopment Authority and the Oklahoma City Redevelopment Corporation in Connection with Proposed and Approved Projects, and Approving and Ratifying Actions through June 30, 2023

Background: The Oklahoma City Redevelopment Authority (“OCRA”), a public trust, created by Trust Indenture dated May 7, 1985, was organized for the purpose of assisting in the implementation of economic development and redevelopment projects and aiding and providing financial assistance to the Oklahoma City Urban Renewal Authority (“OCURA”) in connection with its proposed and approved redevelopment activities. The Oklahoma City Redevelopment Corporation, a not-for-profit corporation (“OCRC”), also organized to aid and financially assist OCURA.

Certain economic development activities are undertaken that require OCRA and OCRC to assist without sufficient funds on hand. Examples of this activity include the OCURA’s administration of a planning grant covering both OCURA and OCRA owned historic properties and certain administrative charges that are allocated to and reimbursed by OCRA for activity over the fiscal year.

Purpose of Agenda Item: The resolution for consideration ratifies and authorizes the use of advancements to OCRA and OCRC to pay costs in connection with proposed and approved redevelopment project activities.

Staff Recommendation: Approval of Resolution

Attachments: None

RESOLUTION NO. _____

RESOLUTION AUTHORIZING ADVANCEMENTS FOR PAYMENT OF CERTAIN COSTS INCURRED BY THE OKLAHOMA CITY REDEVELOPMENT AUTHORITY IN CONNECTION WITH PROPOSED AND APPROVED PROJECTS, AND APPROVING AND RATIFYING ACTIONS THROUGH JUNE 30, 2023

WHEREAS, the Oklahoma City Redevelopment Authority, a public trust (“OCRA”), was organized for the purpose of assisting in the implementation of economic development and redevelopment projects and aiding and providing financial assistance to the Oklahoma City Urban Renewal Authority (“OCURA”) in connection with its proposed and approved redevelopment activities; and

WHEREAS, OCURA is engaged in the planning, undertaking, and implementation of existing and proposed redevelopment projects pursuant to the Oklahoma Redevelopment Law and the Oklahoma Local Development Act; and

WHEREAS, such planning and implementation activities are undertaken at the request of the City of Oklahoma City and include, but are not limited to the Downtown/MAPS Economic Development Plan, the Central Business District Urban Renewal Plan, the Core to Shore Urban Renewal Plan, the Harrison-Walnut Urban Renewal Plan, the MAPS-Sports-Entertainment-Parking Support Redevelopment Plan, the Oklahoma Health Center Economic Development Plan, the Oklahoma Regional Innovation District Project Plan, and other redevelopment activities; and

WHEREAS, there are occasions when the redevelopment objectives of the City of Oklahoma City make it necessary or appropriate for OCRA to conduct activities for which it has insufficient funds on hand; and

WHEREAS, it is appropriate and desirable to authorize advancements of funds of OCURA for payment of costs incurred by OCRA in connection with proposed and approved redevelopment projects, and to confirm and ratify prior transactions through June 30, 2023.

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

1. Prior advancements and transfer of funds from OCURA to OCRA through June 30, 2023, in connection with planning and implementation of redevelopment projects are ratified and approved.
2. Additional advancements of funds from the OCURA to OCRA to pay costs authorized by the Board of Trustees of OCRA in connection with planning and implementation of redevelopment project activities pursuant to project plans are authorized and approved.

3. To the extent that reimbursement is obtained by OCRA for any advancements or loans, OCRA shall repay OCURA without interest.
4. Actions of the Officers, the Executive Director, and Legal Counsel of OCRA taken with regard to the activities described above are authorized, approved, and ratified through June 30, 2023.

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 and annual** meeting of the Board of Commissioners of the Oklahoma City Urban Renewal Authority, held at the Arts District Garage Conference Room, 431 West Main Street, Suite B, Oklahoma City, Oklahoma 73102, on the **19th** day of **July, 2023**; 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 legally sufficient number of the Commissioners.

SECRETARY

(SEAL)

OKLAHOMA CITY

**URBAN
RENEWAL
AUTHORITY**

To: Board of Commissioners of the Oklahoma City Urban Renewal Authority
From: Kenton Tsoodle, Executive Director
Date: July 19, 2023
Ref: Resolution Approving a Budget for the Period of July 1, 2023 through June 30, 2024

Background: The proposed annual budget was prepared under the direction of the Executive Director and is presented to the Board of Commissioners for consideration and adoption. This year's budget includes projected expenses and revenues based on past experience and anticipated changes for the new fiscal year for all of the projects and activities under OCURA's management. For the coming year, OCURA's Community Development Block Grant Income is projected to be \$1,319,809. The remainder of the Authority's budgeted income includes Real Estate Sales of \$930,000, Rental Income of \$678,000 and Interest Income.

Total expenses are projected to be \$2,849,000. Major expense categories include General and Administrative \$897,500, Property Management \$516,500, Legal and Other Professional Fees \$400,000, Disposition \$200,000, Site Improvements \$530,000 and Payments to the City of Oklahoma City \$370,000.

Purpose of Agenda Item: The resolution approves the proposed FY 2023-2024.

Staff Recommendation: Approval of Resolution

Attachments: FY 2023-2024 Budget

RESOLUTION NO. _____

**RESOLUTION APPROVING A BUDGET FOR THE PERIOD OF JULY 1, 2023,
THROUGH JUNE 30, 2024**

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.*; 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 Authority utilizes several sources of funding, including but not limited to federal funds administered through The City of Oklahoma City (City”), close-out funds, and disposition proceeds; and

WHEREAS, the City and the Authority have previously entered into annual operating agreements for achieving certain eligible Community Development Block Grant activities, and funding will be available to the Authority, pending approval of the Department of Housing and Urban Development, for acquisition, clearance, site improvements, maintenance, overall management, and sundry costs associated with the delivery of such activities for the period of July 1, 2023, through June 30, 2024; and

WHEREAS, funding sources through other than the Community Development Block Grant program will also be available to the Authority for activities for the period of July 1, 2023, through June 30, 2024; and

WHEREAS, it is appropriate and desirable to adopt and approve a budget for the period of July 1, 2023, through June 30, 2024, and to authorize the Executive Director to make minor adjustments to the budget in order to make expenditures that are necessary and appropriate to ensure sound management and administration of the Authority, compliance with all applicable laws, and efficiency and effectiveness in carrying out the redevelopment objectives of the Authority and the City.

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

1. The attached budget reflecting the anticipated needs for the period of July 1, 2023, through June 30, 2024, is hereby adopted and approved.
2. The Executive Director is hereby authorized to make minor adjustments to the budget in order to make expenditures that are necessary and appropriate to ensure sound management and administration of the Authority, compliance with all applicable laws, and increased efficiency and effectiveness in carrying out the redevelopment objectives of the Authority and the City.

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 and annual** meeting of the Board of Commissioners of the Oklahoma City Urban Renewal Authority, held at the Arts District Garage Conference Room, 431 West Main Street, Suite B, Oklahoma City, Oklahoma 73102, on the **19th** day of **July, 2023**; 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 legally sufficient number of the Commissioners.

SECRETARY

(SEAL)

Oklahoma City Urban Renewal Authority

<u>Revenue</u>	Proposed Budget FY 2023/24	Approved Budget FY 2022/23	Annual Budget Diff.
CDBG Income	1,319,809	1,216,190	103,619
Rental Income	28,000	15,000	13,000
Rental Income - Bass Pro	650,000	630,000	20,000
Real Estate Sales	930,000	6,144,000	(5,214,000)
Interest Income	65,000	15,000	50,000
Other Income	-	5,000,000	(5,000,000)
Total Revenue	2,992,809	13,020,190	(10,027,381)
<u>Expenses</u>			
General & Administrative			
Alliance Management Contract	900,000	900,000	-
OCRA Allocation of Alliance Management Contract	(250,000)	-	(250,000)
Insurance	40,000	40,000	-
Insurance - Bass Pro	87,500	80,000	7,500
Rent	65,000	65,000	-
Office Expense	45,000	40,000	5,000
Other	10,000	10,000	-
Total General & Administrative	897,500	1,135,000	(237,500)
Property Management			
Salaries & Benefits	275,000	245,000	30,000
Common Area Maintenance - Bass Pro	155,000	145,000	10,000
Contract Maintenance	-	-	-
Supplies & Utilities	10,000	10,000	-
Mowing Equipment & Repairs	25,000	25,000	-
Waste Disposal	15,000	15,000	-
Fuel	6,500	6,500	-
Insurance	30,000	30,000	-
Total Property Management	516,500	476,500	40,000
Legal Fees	300,000	275,000	25,000
Other Professional Fees	100,000	200,000	(100,000)
BID/SID Assessments & Other	60,000	60,000	-
Acquisition	-	5,050,000	(5,050,000)
Disposition	75,000	200,000	(125,000)
Site Clearance & Improvements	530,000	600,000	(70,000)
Payments to the City of OKC - CDBG, other	-	4,200,000	(4,200,000)
Payments to the City of OKC - Bass Pro	370,000	350,000	20,000
Total Expenses	2,849,000	12,546,500	(9,697,500)
Surfeit/Deficit	143,809	473,690	(329,881)

OKLAHOMA CITY

**URBAN
RENEWAL
AUTHORITY**

To: Board of Commissioners
From: Kenton Tsoodle, Executive Director
Date: July 19, 2023
Ref: Financial Statements as of June 30, 2023

Background: The Oklahoma City Urban Renewal Authority prepares monthly and year-to-date financial statements for review and acceptance by the Board of Commissioners. The following are highlights of the June 30, 2023, financial statements.

Assets totaled \$5,180,679 at the end of June 2023 and were primarily held in cash and investments.

Revenues were \$7,633,777. Revenues to date include Other Income of \$5,066,440 which includes \$5,000,000 from MAPS 4 for the NE 23rd Street and Martin Luther King Blvd. project. Lease revenues to date were \$669,150 and Real Estate Sales total \$974,478 which includes the sale of Phase 4 of the Page Woodson project. CDBG Income was \$837,024.

Expenditures were \$8,260,740. Major expense categories include General and Administrative \$896,650 Real Estate Acquisition \$5,153,621 which includes \$4,965,578 for the purchase of NE 23rd Street and Martin Luther King Blvd., Payments to the City of OKC \$1,063,916, and Property Management \$486,926.

OCURA's fund balance was \$5,124,679 at June 30, 2023, with a negative change in fund balance of \$626,963 year-to-date.

Recommendation: Acceptance of the June 30, 2023, financial statements.

OKLAHOMA CITY

**URBAN
RENEWAL
AUTHORITY**

To: Board of Commissioners
 From: Kenton Tsoodle, Executive Director
 Date: July 19, 2023
 Ref: Budget Variances for the Fiscal Year Ending June 30, 2023

Background: The Oklahoma City Urban Renewal Authority adopts an annual budget based on the activity we hope to accomplish each year. The following is a list of material budget variances and corresponding explanations for the fiscal year ending June 30, 2023.

Revenues	Actual	Budget	Variance	Explanation
Grant Revenues - CDBG	837,024	1,216,190	(379,166)	CDBG revenues were budgeted for a sewer extension project in the JFK Urban Renewal Area. This project is underway and will be completed in FY24.
Real Estate Sales	974,478	6,144,000	(5,169,522)	The sale of Core to Shore and East Bricktown property were budgeted but did not sell in FY23.
Expenditures				
Real Estate Disposition	36,476	200,000	(163,524)	The budget variance is due to lower than anticipated property dispositions.
Site Clearance/Improvements	67,195	600,000	(532,805)	Costs were anticipated for general site improvements and the sewer extension in the JFK Urban Renewal Area. The sewer project is underway and costs will be moved to FY24.
Legal	379,948	275,000	104,948	The Executive Director approved a mid-year increase to legal fees for activity related to the Hill, NE 23rd and MLK, and the sale of the Skirvin Hotel.
Payments to the City of OKC	1,063,916	4,550,000	(3,486,084)	Program Income to the City was less than anticipated due to lower than anticipated property dispositions.

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, 2023

	<u>Closeout</u>				<u>Harrison-</u>			<u>Bass Pro</u>	
	<u>Project</u>	<u>Revolving</u>	<u>Core to Shore</u>	<u>SEP II</u>	<u>Walnut</u>	<u>Nonfederal</u>	<u>OCRC</u>	<u>Shop</u>	<u>Total</u>
	<u>Fund</u>	<u>Fund</u>	<u>Buffer</u>	<u>Fund</u>	<u>Other Fund</u>	<u>Fund</u>		<u>Fund</u>	
Assets									
Cash	1,214,821	14,365	51,491	-	-	250,617	182,759	684,785	2,398,839
Investments	1,969,368	-	-	-	-	490,000	-	-	2,459,368
Accounts Receivable	-	15,866	-	-	-	-	-	-	15,866
Due from Other Governmental Entities	246,525	60,081	-	-	-	-	-	-	306,606
Due from (to) Other Funds	139,312	(90,312)	(49,000)	-	-	-	-	-	-
Total Assets	3,570,027	-	2,491	-	-	740,617	182,759	684,785	5,180,679
Liabilities and Fund Balances									
Accounts Payable	100	-	-	-	-	-	-	-	100
Deposits	900	-	25,000	-	30,000	-	-	-	55,900
Total Liabilities	1,000	-	25,000	-	30,000	-	-	-	56,000
Total Fund Balances	3,569,027	-	(22,509)	-	(30,000)	740,617	182,759	684,785	5,124,679
Total Liabilities and Fund Balances	3,570,027	-	2,491	-	-	740,617	182,759	684,785	5,180,679
Revenues									
Grant Revenues - CDBG	315,544	-	-	-	539	-	-	-	316,083
Grant Revenues - Other	-	-	-	-	-	-	-	-	-
Lease Revenues	50	-	-	-	-	-	-	52,434	52,484
Real Estate Sales	-	-	-	-	-	-	-	-	-
Interest	-	-	-	-	-	1,051	182	56	1,290
Other	55,250	-	-	-	-	-	-	-	55,250
Total Revenues	370,844	-	-	-	539	1,051	182	52,490	425,106
Expenditures									
General and Administrative	43,008	-	2,626	4,841	12,847	44	-	-	63,366
Real Estate Acquisition	-	-	-	-	-	-	-	-	-
Real Estate Disposition	3,341	-	-	-	438	-	-	-	3,778
Site Clearance/Improvements	-	-	-	-	-	-	-	-	-
Legal	12,783	-	5,194	2,613	6,201	-	-	1,135	27,925
Other Professional	1,820	-	-	-	-	16,500	-	-	18,320
Property Management	21,030	-	2,616	-	1,641	-	-	12,628	37,915
Payments to the City of OKC	-	-	-	-	-	-	-	-	-
Other	(11,034)	-	-	-	-	-	-	-	(11,034)
Total Expenditures	70,948	-	10,436	7,453	21,126	16,544	-	13,763	140,270
Changes in Fund Balance	299,896	-	(10,436)	(7,453)	(20,587)	(15,493)	182	38,727	284,836
Fund Balance, Beginning of Period	3,744,075	-	(101,059)	(124,978)	(262,941)	756,110	182,577	646,059	4,839,843
Transfers In (Out)	(474,944)	-	88,986	132,431	253,528	-	-	-	-
Fund Balance, Current	3,569,027	-	(22,509)	-	(30,000)	740,617	182,759	684,785	5,124,679

Oklahoma City Urban Renewal Authority
Combining Balance Sheet and
Statement of Revenues, Expenditures and Changes in Fund Balance
as of and for the Month Ending June 30, 2023

	<u>Closeout</u> <u>Project</u> <u>Fund</u>	<u>Revolving</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>Bass Pro</u> <u>Shop</u> <u>Fund</u>	<u>Total</u>	<u>Budget</u> <u>2022-23</u>
Assets										
Cash	1,214,821	14,365	51,491	-	-	250,617	182,759	684,785	2,398,839	
Investments	1,969,368	-	-	-	-	490,000	-	-	2,459,368	
Accounts Receivable	-	15,866	-	-	-	-	-	-	15,866	
Due from Other Governmental Entities	246,525	60,081	-	-	-	-	-	-	306,606	
Due from (to) Other Funds	139,312	(90,312)	(49,000)	-	-	-	-	-	-	
Total Assets	3,570,027	-	2,491	-	-	740,617	182,759	684,785	5,180,679	
Liabilities and Fund Balances										
Accounts Payable	100	-	-	-	-	-	-	-	100	
Deposits	900	-	25,000	-	30,000	-	-	-	55,900	
Total Liabilities	1,000	-	25,000	-	30,000	-	-	-	56,000	
Total Fund Balances	3,569,027	-	(22,509)	-	(30,000)	740,617	182,759	684,785	5,124,679	
Total Liabilities and Fund Balances	3,570,027	-	2,491	-	-	740,617	182,759	684,785	5,180,679	
Revenues										
Grant Revenues - CDBG	820,253	-	-	-	16,772	-	-	-	837,024	1,216,190
Grant Revenues - Other	-	-	-	-	-	-	-	-	-	-
Lease Revenues	3,758	-	7,000	11,087	18,100	-	-	629,205	669,150	645,000
Real Estate Sales	760,009	-	-	214,470	-	-	-	-	974,478	6,144,000
Interest	72,034	-	-	-	-	10,443	1,458	8,749	92,685	15,000
Other	60,429	-	-	-	5,000,000	-	10	-	5,060,440	5,000,000
Total Revenues	1,716,482	-	7,000	225,556	5,034,872	10,443	1,468	637,954	7,633,777	13,020,190
Expenditures										
General and Administrative	465,291	-	74,894	92,336	177,329	621	-	86,180	896,650	1,135,000
Real Estate Acquisition	174,527	-	-	-	4,979,095	-	-	-	5,153,621	5,050,000
Real Estate Disposition	30,165	-	224	305	5,782	-	-	-	36,476	200,000
Site Clearance/Improvements	52,130	-	15,065	-	-	-	-	-	67,195	600,000
Legal	179,897	-	20,057	36,008	133,583	3,855	-	6,548	379,948	275,000
Other Professional	73,190	-	-	-	2,025	68,550	-	-	143,765	200,000
Property Management	301,241	-	15,234	-	18,775	-	-	151,676	486,926	476,500
Payments to the City of OKC	520,037	-	-	214,462	422	-	-	328,997	1,063,916	4,550,000
Other	9,963	-	-	14,877	1,390	-	-	6,014	32,243	60,000
Total Expenditures	1,806,440	-	125,473	357,987	5,318,400	73,026	-	579,414	8,260,740	12,546,500
Changes in Fund Balance	(89,958)	-	(118,473)	(132,431)	(283,528)	(62,582)	1,468	58,540	(626,963)	473,690
Fund Balance, Beginning of Year	4,133,929	-	6,978	-	-	803,199	181,291	626,245	5,751,643	
Transfers In (Out)	(474,944)	-	88,986	132,431	253,528	-	-	-	-	
Fund Balance, Current	3,569,027	-	(22,509)	-	(30,000)	740,617	182,759	684,785	5,124,679	

Unaudited - For Management Use Only

Oklahoma City Urban Renewal Authority
Schedule of Investments
June 30, 2023

	<u>Interest Rate/Yield</u>	<u>Maturity Date</u>	<u>Settlement Date</u>	<u>Amount</u>
Closeout Project Fund:				
US T-Bill 912797FK8	5.087%	11/16/23	05/18/23	499,368
Texas Capital Bank, NA CD	5.150%	05/22/24	05/23/23	245,000
Morgan Stanley PVT Bank CD	4.900%	05/27/25	05/24/23	245,000
Bank of America, NA CD	5.150%	05/23/24	05/24/23	245,000
Morgan Stanley Bank, NA CD	4.900%	05/27/25	05/24/23	245,000
Comeria Bank CD	5.150%	05/24/24	05/25/23	245,000
Preferred Bank LA Calif CD	5.150%	05/29/24	05/30/23	245,000
Nonfederal Fund:				
Sallie Mae Bank CD	1.700%	02/23/24	02/23/22	245,000
Tab Bank, Inc. CD	4.950%	05/30/25	05/30/23	245,000
Total Investments	4.724%			2,459,368