ORDINANCE NO. CID-3279

AN ORDINANCE MAKING FINDINGS AS TO THE NATURE AND ADVISABILITY OF CREATING A COMMUNITY IMPROVEMENT DISTRICT GENERALLY LOCATED AT THE NORTHEAST CORNER OF I-435 AND ANTIOCH ROAD; CREATING SAID COMMUNITY IMPROVEMENT DISTRICT; AUTHORIZING A CERTAIN COMMUNITY IMPROVEMENT PROJECT RELATING THERETO; APPROVING THE ESTIMATED COST OF SUCH COMMUNITY IMPROVEMENT PROJECT; ESTABLISHING THE BOUNDARIES OF THE COMMUNITY IMPROVEMENT DISTRICT; AND PROVIDING FOR THE METHOD OF FINANCING OF THE COMMUNITY IMPROVEMENT DISTRICT (BROOKRIDGE CID NO. 1).

WHEREAS, pursuant to K.S.A. 12-6a26 et seq., as amended (the “Act”), municipalities are authorized to create community improvement districts for economic development purposes and any other purpose for which public money may be expended; and

WHEREAS, the City of Overland Park, Kansas (the “City”), is a municipality within the meaning of the Act; and

WHEREAS, the Act further authorizes the City, in order to pay the community improvement district project costs, to levy special assessments in the community improvement district to be paid in installments, to impose a community improvement district sales tax on the selling of tangible personal property at retail or rendering or furnishing services within a community improvement district in any increment of .10% or .25% not to exceed 2.0% and to issue special obligation notes or bonds payable from such community improvement district sales tax and/or provide pay-as-you go financing; and

WHEREAS, a petition (the “Petition”) was filed by Overland Park Development Company I, LLC, a Kansas limited liability company, and CGC Properties, LLC, a Kansas limited liability company, with the City Clerk of the City on October 17, 2019, requesting (a) the creation of a community improvement district generally located at the northeast corner of I-435 and Antioch Road within the City (the “Brookridge CID No. 1”); (b) the making of improvements related thereto; (c) the community improvement district project costs to be incurred within the Brookridge CID No. 1 be financed with pay-as-you go financing and/or with special obligation notes and bonds; and (d) the City levy a community improvement district sales tax on the selling of tangible personal property at retail or rendering or furnishing services within the CID in the amount of 1.50% (the “CID Sales Tax”), all in accordance with the Act; and

WHEREAS, said Petition was signed by the owners of record of more than 55% of the land area within the proposed CID and the owners of record collectively owning more than 55% by assessed value of the land area within the proposed Brookridge CID No. 1; and

WHEREAS, pursuant to Resolution No. 4560 of the City, adopted on October 21, 2019, the Governing Body of the City directed a public hearing on the proposed Brookridge CID No. 1
be held and declared its intent to levy the CID Sales Tax in the proposed Brookridge CID No. 1; and

**WHEREAS**, on December 2, 2019, following proper notice as provided in the Act, the Governing Body of the City opened a public hearing on the proposed Brookridge CID No. 1, the proposed community improvement district project and the imposition of the CID Sales Tax in the proposed Brookridge CID No. 1 and closed that hearing on December 2, 2019; and

**WHEREAS**, the Governing Body of the City hereby finds and determines it to be advisable to create the Brookridge CID No. 1 and set forth the boundaries thereof, authorize a community improvement project relating thereto, approve the estimated costs of such community improvement project and approve the method of financing the same, all in accordance with the provisions of the Act;

**NOW, THEREFORE, BE IT ORDAINED BY THE GOVERNING BODY OF THE CITY OF OVERLAND PARK, KANSAS, AS FOLLOWS:**

**Section 1. Creation of the Brookridge Community Improvement District No. 1; Approval of Boundaries.** The Governing Body of the City hereby finds and determines that it is advisable to create the Brookridge CID No. 1 within the City and approve the boundaries thereof, and, as such, hereby creates the Brookridge CID No. 1 and approves the boundaries thereof. A legal description of the property within the Brookridge CID No. 1 is set forth on **Exhibit A** attached hereto and incorporated herein by reference. A map generally outlining the boundaries of the Brookridge CID No. 1 is attached hereto as **Exhibit B** and incorporated herein by reference.

**Section 2. Authorization of Community Improvement District Project; Estimated Costs.** The Governing Body of the City hereby authorizes the project within the Brookridge CID No. 1 described on **Exhibit C** attached hereto (the “Project”), approves the estimated cost of the Project and determines the estimated cost of the Project is $36,000,000. Notwithstanding the approval of the Project by this Ordinance, the Project and owner or owners of all property comprising the Project must comply with all applicable zoning, planning, permit and other laws and regulations applicable to the Project.

**Section 3. Method of Financing.** The Project within the proposed Brookridge CID No. 1 will be financed on a pay-as-you-go basis, from revenues received from the imposition of the CID Sales Tax. No special assessments shall be implemented under the Act to pay for the Project and no special or general obligations bonds or notes will be issued to finance the Project.

**Section 4. Levy of Sales Tax.** In accordance with the Act and to provide funds to pay costs of the Project, the Governing Body of the City hereby levies a community improvement district sales tax on the selling of tangible personal property at retail or rendering or furnishing services within the Brookridge CID No. 1 in the amount of 1.50%, *i.e.*, the “CID Sales Tax.” The collection of the CID Sales Tax shall commence on January 1, 2022, or the earliest date thereafter on which the Kansas Department of Revenue agrees to begin the imposition of the CID Sales Tax and shall expire on the earlier of (a) 22 years from the date the Department of Revenue begins the collection of the CID Sales Tax or (b) the date on which reimbursement of
pay-as-you-go costs of the Project, not to exceed $36,000,000 (subject to reduction by the terms and conditions of the development agreement between the City and developer), has been paid. The CID Sales Tax shall be administered, collected and subject to the provisions of K.S.A. 12-187 et seq.

Section 5. Authorization to Execute of Documents. The Mayor, City Clerk and other appropriate officers of the City are hereby authorized and directed to execute, attest, acknowledge and deliver for and on behalf of and as the act and deed of the City, any other documents, certificates and instruments as may be necessary or desirable to carry out and comply with the intent of this Ordinance.

Section 6. Effective Date. This Ordinance shall not be force or take effect unless and until it is published once in an official City newspaper following the passage and approval by the Governing Body of the City of each of the following: (a) this Ordinance No. CID-3279 (regarding Brookridge CID No. 1), (b) Ordinance No. CID-3280 (regarding Brookridge CID No. 2), (c) Ordinance No. RD-3277 (regarding Brookridge Mixed-Use Redevelopment TIF Project, Project Area 1), (d) Ordinance No. RD-3278 (regarding Brookridge Mixed-Use Redevelopment TIF Project, Project Area 2), and (e) Resolution No. 4575 (regarding Brookridge Redevelopment Agreement). When this Ordinance becomes effective in accordance with this Section, the City Clerk is hereby authorized to submit this Ordinance to the Register of Deeds, referred to in Johnson County as the Office of Records and Tax Administration, for recording.

[Remainder of Page Intentionally Left Blank]
PASSED by the City Council this 2nd day of December, 2019.

APPROVED by the Mayor this 2nd day of December, 2019.

CITY OF OVERLAND PARK, KANSAS

By:____________________________________
    Carl Gerlach
    Mayor

(SEAL)

ATTEST:

By:____________________________________
    Elizabeth Kelley
    City Clerk

APPROVED AS TO FORM:

By:____________________________________
    Michael Koss
    Senior Assistant City Attorney

APPROVED AS TO FORM:

By:____________________________________
    Joseph D. Serrano, Kutak Rock LLP
    Bond Counsel
EXHIBIT A

LEGAL DESCRIPTION OF
BROOKRIDGE COMMUNITY IMPROVEMENT DISTRICT NO. 1

A tract of land over a portion of the Southeast Quarter of Section 1, Township 13 South, Range 24 East, and the Southwest Quarter of Section 6, Township 13 South, Range 25 East, and the Northwest Quarter of Section 7, Township 13 South Range 25 East, and the North half of Section 12, Township 13 South, Range 24 East, being more particularly described as follows:

Commencing at the Northeast Corner of the Northeast Quarter of said Section 12, Township 13 South, Range 24 East; thence South 87°38’50” West, along the North line of said Northeast Quarter, a distance of 45.03 feet, to the Point of Beginning; thence North 02°13’34” West, departing said North line, a distance of 45.00 feet, to a point of intersection of the North Right-of-Way line of 103rd Street and the West Right-of-Way line of Antioch Road, as both are now established; thence North 87°53’46” East, departing said intersection, a distance of 110.00 feet, to a point of intersection of said North Right-of-Way line, and the East Right-of-Way line of Antioch Road, as now established, per plat of PINEHURST ESTATES – 4TH PLAT, a subdivision in the City of Overland Park, Johnson County, Kansas, recorded in Book 39 at Page 47; thence departing said intersection and along said North Right-of-Way line, the following calls: thence North 88°04’08” East, a distance of 235.26 feet; thence South 89°04’08” East, a distance of 100.12 feet; thence North 88°04’08” East, a distance of 1262.81 feet; thence South 01°55’52” East, departing said North Right-of-Way line, a distance of 409.76 feet; thence South 88°04’08” West, a distance of 427.34 feet; thence South 01°55’52” East, a distance of 819.54 feet; thence South 88°04’08” West, a distance of 1200.17 feet, to a point on said East Right-of-Way line of Antioch Road; thence along said East Right-of-Way line, the following calls: thence South 02°11’12” East, a distance of 175.68 feet; thence North 88°04’08” East, a distance of 10.00 feet; thence South 02°11’12” East, a distance of 796.78 feet; thence South 17°15’29” East, a distance of 450.90 feet; thence South 02°11’12” West, a distance of 289.53 feet, to a point being the intersection of said North Right-of-Way line, and the North Right-of-Way line of Interstate 435, as now established; thence departing said intersection, along said North Right-of-Way line, the following three calls: thence South 21°48’53” East, a distance of 51.66 feet; thence South 59°52’02” East, a distance of 44.33 feet, to a point on a non-tangent curve; thence Southeasterly, along a curve to the left, having a radius of 110.73 feet, a central angle of 26°08’41”, and whose initial tangent bearing is South 59°54’26” East, a distance of 50.53 feet; thence South 89°15’33” West, departing said North Right-of-Way line, a distance of 386.25 feet, to a point of intersection of said North Right-of-Way line of Interstate 435, and said West Right-of-Way line of Antioch Road, as now established; thence departing said North Right-of-Way line of Interstate 435, along said West Right-of-Way line of Antioch Road, the following calls: thence North 81°18’27” East, a distance of 17.11 feet; thence North 67°27’33” East, a distance of 31.92 feet; thence North 11°54’41” East, a distance of 450.90 feet; thence North 00°19’06” East, a distance of 164.39 feet; thence South 57°33’56” West, departing said West Right-of-Way line of Antioch Road, a distance of 367.53 feet; thence North 76°56’04” West, a distance of 280.00 feet, to the Northeast corner of THE ORCHARDS 1ST PLAT, a subdivision in the City of Overland Park, Johnson County, Kansas, recorded in Book 58 at Page 10; thence South 79°48’56” West, along the North line of said THE ORCHARDS 1ST PLAT, a distance of 300.00 feet; thence South 70°48’56”
West, continuing along said North line of THE ORCHARDS 1ST PLAT, a distance of 316.69 feet, to a point of intersection of said THE ORCHARDS 1ST PLAT and said North Right-of-Way line of Interstate 435; thence departing said North line of THE ORCHARDS 1ST PLAT, and along said North Right-of-Way line of Interstate 435, the following calls: thence continuing South 70°48'56" West, a distance of 98.31 feet; thence South 85°48'56" West, a distance of 260.00 feet; thence South 71°18'56" West, a distance of 200.00 feet; thence South 42°48'56" West, a distance of 171.58 feet; thence South 70°00'35" West, a distance of 156.63 feet; thence South 83°10'34" West, a distance of 158.09 feet; thence South 86°03'04" West, a distance of 110.45 feet; thence South 89°15'28" West, a distance of 148.02 feet; thence South 89°35'35" West, a distance of 115.58 feet; thence North 87°27'27" West, a distance of 260.00 feet; thence South 71°18'56" West, a distance of 171.58 feet; thence South 70°00'35" West, a distance of 200.00 feet; thence North 88°40'06" West, a distance of 106.46 feet; thence North 88°31'18" West, a distance of 93.31 feet; thence North 01°06'06" East, a distance of 19.85 feet; thence South 88°50'03" West, a distance of 172.99 feet, to a point of intersection of said North Right-of-Way line of Interstate 435 and the East line of WYCLIFF WEST, a subdivision in the City of Overland Park, Johnson County, Kansas, recorded in Book 31 at Page 30; thence North 02°11'40" West, departing said North Right-of-Way line of Interstate 435, along said East line of WYCLIFF WEST, a distance of 395.23 feet, to a point of intersection of said East line of WYCLIFF WEST and the Southerly line of Block 9 of WYCLIFF, a subdivision in the City of Overland Park, Johnson County, Kansas, recorded in Book 28 at Page 27 and in Book 26 at Page 26 and in Book 29 at Page 50 and in Book 34 at Page 2; thence South 44°12'10" East, departing said East line of WYCLIFF WEST, along the Southerly lines of Lots 39 and 38 in said Block 9, a distance of 240.87 feet, to the Southeast corner of said Lot 38; thence North 33°40'46" East, along the Easterly line of said Lot 38, a distance of 149.97 feet, to a point on a non-tangent curve being the NE corner of said Lot 38, said point also being on the Southerly Right-of-Way line of West 106th Street, as now established; thence Southeasterly, departing said Easterly line of Lot 38, along said Southerly Right-of-Way line of West 106th Street, and along a curve to the left, having a radius of 290.00 feet, a central angle of 03°57'05", and whose initial tangent bearing is South 52°12'38" East, a distance of 20.00 feet, to the Northwest corner of Lot 37 of said Block 9; thence South 33°29'44" West, departing said Southerly Right-of-Way line of West 106th Street, along the Westerly line said Lot 37, a distance of 153.52 feet, to the Southwest corner of said Lot 37; thence South 44°07'47" East, along the Southerly lines of Lots 26 and 25 of said Block 9, a distance of 907.46 feet, to the Southeast corner of said Lot 27; thence North 63°53'49" East, along the Southerly lines of Lots 24 thru 20 of said Block 9, a distance of 345.85 feet, to the Southeast corner of said Lot 28; thence South 70°47'38" East, along the Southwesterly line of Lot 6 of said Block 9, a distance of 168.92 feet, to the Southeast corner of said Lot 6; thence North 46°29'32" East, along the Southwesterly line of Lot 5 of said Block 9, a distance of 177.39 feet, to the Southeast corner of said Lot 7; thence North 16°03'30" West, along the Easterly line of Lot 4, of said Block 9, a distance of 169.49 feet, to the Northeast corner of said Lot 4; thence
North 23°52'01" East, along the Easterly lines of Lots 2 and 1 of said Block 9, a distance of 279.81 feet, to the Northeast corner of said Lot 1; thence North 56°09'51" West, along the Northerly line of said Lot 1, a distance of 100.00 feet, to a point on the Easterly Right-of-Way line of Benson Street, as now established; thence North 56°18'45" West, departing said Northerly line of Lot 1 and said Easterly Right-of-Way line of Benson Street, a distance of 52.18 feet, to a point on a Westerly Right-of-Way line of Benson Street, as now established, said point also being on the Northerly line of Lot 1 of Block 5 of said WYCLIFF; thence North 56°12'13" West, departing said Westerly Right-of-Way line of Benson Street, along the Northeasterly lines of Lots 1 thru 3 of said Block 5, a distance of 299.35 feet, to the Northwest corner of said Lot 3; thence North 59°27'53" West, along the Northeasterly lines of Lots 4 thru 6 of said Block 5, a distance of 316.99 feet, to the Northwest corner of said Lot 6; thence North 66°56'09" West, along the Northeasterly lines of Lots 7 thru 15 of said Block 5, a distance of 956.86 feet, to the Northwest corner of said Lot 15; thence South 72°44'13" West, along the Northwesterly line of Lot 16 of said Block 5, a distance of 104.74 feet; thence South 43°54'01" West, along said Northwesterly line of Lot 16 and the Northwesterly line of Lot 17 of said Block 5, a distance of 184.70 feet; thence South 01°09'26" East, along the Westerly lines of Lots 17 thru 22 of said Block 5, a distance of 605.23 feet, to the Southwest corner of said Lot 22; thence South 05°29'35" West, along the Westerly lines of Lots 23 thru 25 of said Block 5, a distance of 266.58 feet, to the Southwest corner of said Lot 25; thence South 21°52'41" West, along the Westerly lines of Lots 26 thru 28 of said Block 5, a distance of 239.34 feet, to the Southwest corner of said Lot 28; thence South 50°59'47" West, along the Northwesterly lines of Lots 29 thru 31 of said Block 5, a distance of 224.57 feet, to the Northwest corner of said Lot 31; thence South 79°55'35" West, along the Northerly lines of Lots 32 thru 34 of said Block 5, a distance of 238.25 feet, to the Northwest corner of said Lot 34; thence South 89°09'03" West, along the Northerly lines of Lots 35 thru 43 of said Block 5, a distance of 900.45 feet, to the Northwest corner of said Lot 43; thence North 41°45'58" West, along the Northerly line of Lot 44 of said Block 5, a distance of 46.09 feet, to the Northwest corner of said Lot 44; thence South 31°50'21" West, along the West line of said Lot 44, a distance of 162.75 feet, to a point on a non-tangent curve being the Southwest corner of said Lot 49, said point also being on the Northerly Right-of-Way of West 106th Street, as now established; thence Northwesterly, departing said West line of Lot 44, along said Northerly Right-of-Way line of West 106th Street, along a curve to the right, having a radius of 240.00 feet, a central angle of 04°46'37", and whose initial tangent bearing is North 61°33'21" West, a distance of 20.01 feet, to the Southeast corner of Lot 45 of said Block 5; thence North 31°50'20" East, departing said North Right-of-Way line, along the Easterly line of said Lot 45, a distance of 168.98 feet, to the Northeast corner of said Lot 45; thence North 41°37'03" West, along the Northeasternly lines of Lots 45 and 46 of said Block 5, a distance of 82.05 feet, to the Northeast corner of said Lot 46; thence North 02°02'08" West, along the East line of Lot 47 of said Block 5, a distance of 80.36 feet, to the Northeast corner of said Lot 47; thence North 86°52'02" West, along the Southerly lines of Lots 49 thru 51 of said Block 5, a distance of 280.03 feet, to the Southeast corner of said Lot 51; thence North 87°51'23" East, along the Southerly lines of Lots 52 thru 58 of said Block 5, a distance of 726.24 feet, to the Southeast corner of said Lot 58; thence North 54°46'56" East, along the Southeasternly lines of Lots 59 and 60 of said Block 5, a distance of 252.83 feet, to the Southeast corner of said Lot 60; thence North 20°48'00" East, along the Southeasternly lines of Lots 61 and 62 of said Block 5, a distance of 249.02 feet; thence North 02°10'22" West, along the Easterly lines of Lots 62 and 63, Tract “A”, 64 thru 70 of said Block 5 and Lot 30 of Block 3 of WYCLIFF, a distance of 1094.26
feet, to the Southwest corner of Lot 31 of said Block 3; thence North 87°53’49” East, along the Southerly lines of Lots 31 thru 37 of said Block 3, a distance of 569.72 feet, to the Southeast corner of said Lot 37; thence South 59°34’37” East, along the Southwesterly lines of Lots 16 thru 13, and its Southeasterly extension, a distance of 580.42 feet; thence South 67°55’32” East, a distance of 578.10 feet, to the Southeast corner of Lot 5 of said Block 3; thence South 67°55’59” East, along the Southerly lines of Lots 4 thru 1 of said Block 3, a distance of 351.72 feet, to a point on said Westerly Right-of-Way line of Benson Street; thence South 29°04’48” East, departing said Westerly Right-of-Way line of Benson Street, a distance of 67.72 feet, to a point on the Easterly Right-of-Way line of said Benson Street, said point also being the Southwest corner of Lot 1 of Block 4 of said WYCLIFF; thence South 75°42’29” East, departing said Easterly Right-of-Way line of Benson Street, along the Southerly line of said Lot 1, a distance of 195.67 feet, to the Southeast corner of said Lot 1; thence South 02°14’31” East, along the West line of Lot 6 of said Block 4, a distance of 74.50 feet, to the Southwest corner of said Lot 6; thence North 87°51’14” East, along the Southerly line of said Lot 6, a distance of 180.13 feet, to a point on said Westerly Right-of-Way line of said Antioch Road; thence North 02°11’12” West, along said Westerly Right-of-Way line of Antioch Road, a distance of 784.98 feet; thence South 87°48’48” West, continuing along side Westerly Right-of-Way line of Antioch Road, a distance of 5.00 feet; thence North 02°11’12” West, continuing along said Westerly Right-of-Way line of Antioch Road, a distance of 255.00 feet, to a point of intersection of said Westerly Right-of-Way line of Antioch Road and said Southerly Right-of-Way line of West 103rd Street; thence North 02°13’34” West, departing said intersection, a distance of 45.00 feet, to the Point of Beginning, containing 4,435,570.62 square feet or 101.83 acres, more or less.
EXHIBIT B

MAP

Brookridge Community Improvement District No. 1
EXHIBIT C

GENERAL PROJECT DESCRIPTION

The proposed CID Project consists of redevelopment of certain privately-owned property and adjacent right-of-way located at the northeast corner of I-435 and Antioch Road within the City. The general nature of the proposed CID Project is to promote economic development within the CID District, which shall all be accomplished by providing community improvement district financing in accordance with this petition, the Act, and City of Overland Park policy to finance the demolition, construction, design, maintenance, and procurement of certain improvements, costs, and services within the CID District, including, but not limited to: land acquisition, infrastructure and site work related items, streets, sidewalks, parking improvements, buildings, facilities, tenant improvements, golf course improvements, landscaping, stream corridor improvements, utilities, signage, lighting, art, and other cultural and entertainment amenities.