

INTRODUCED BY: Councilmember Bwayne Smotherson

DATE: November 14, 2022

BILL NO. 9491

ORDINANCE NO. 7208

AN ORDINANCE APPROVING A PETITION TO ADD REAL PROPERTY TO THE MARKETS AT OLIVE COMMUNITY IMPROVEMENT DISTRICT.

WHEREAS, in accordance with Sections 67.1401 to 67.1571 of the Revised Statutes of Missouri (the “CID Act”) and pursuant to Ordinance No. 7131, the City of University City, Missouri (the “City”) previously established the Markets at Olive Community Improvement District (the “District”); and

WHEREAS, in accordance with the CID Act and pursuant to Ordinance No. 7153, the City added approximately 18.37 acres of property to the District boundaries; and

WHEREAS, a “Petition to Expand the Markets at Olive Community Improvement District,” a copy of which is attached as **Exhibit A** hereto (the “CID Expansion Petition”), was filed with the City Clerk on November 4, 2022, requesting that the boundaries of the District be expanded to include an additional approximately 25.5 acres that are contiguous with the existing boundary of the District (as further described in the CID Expansion Petition, the “Additional Property”); and

WHEREAS, on November 1, 2022, the Board of Directors of the District adopted Resolution No. 22-001 consenting to addition of the Additional Property to the District; and

WHEREAS, the City Council held a duly-noticed public hearing on November 28, 2022, at which all persons interested in the addition of the Additional Property to the District were allowed an opportunity to speak and at which time the City Council heard all protests and received all endorsements; and

WHEREAS, the City Council finds that notice of the CID Expansion Petition and the proposed addition of the Additional Property to the District has been duly given and the public hearing thereon has been held in which all reasonable protests, objections and endorsements have been heard, all in accordance with Sections 67.1431 and 67.1441 of the CID Act; and

WHEREAS, the City Council further finds that the CID Expansion Petition is proper in that it meets all of the requirements of the CID Act; and

WHEREAS, the City Council further finds that the addition of the Additional Property to the District is in furtherance of (a) the “RPA 1 Redevelopment Project” described in the Redevelopment Agreement dated as of June 13, 2019 among the City, U. City, L.L.C. and U. City TIF Corporation, as amended, and (b) the “District Project” described in the District Project Agreement among the City, the District, U. City, L.L.C. and U. City TIF Corporation.

NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF UNIVERSITY CITY, MISSOURI, AS FOLLOWS:

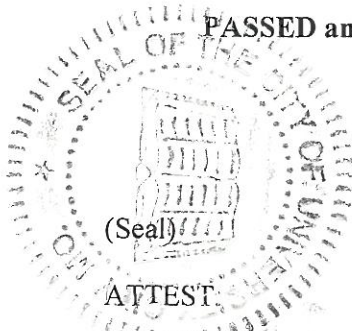
Section 1. The CID Expansion Petition is hereby approved. The boundaries of the District are hereby amended to add the Additional Property to the District.

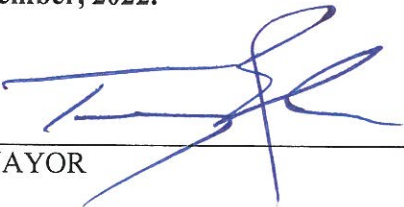
Section 2. The City Clerk is hereby directed to report to the Missouri Department of Economic Development that the District has expanded its boundaries, as contemplated by the CID Act.

Section 3. The officers of the City are hereby authorized and directed to execute all documents and take such actions as they may deem necessary or advisable to carry out and perform the purposes of this Ordinance. All actions taken to date by the officers of the City with respect to the CID Expansion Petition, including, without limitation, the provision of notices for the public hearing regarding the CID Expansion Petition and the addition of the Additional Property to the District, are hereby ratified.

Section 4. This Ordinance shall be in full force and effect from and after the date of its passage and approval.

PASSED and APPROVED this 28th day of November, 2022.





MAYOR

ATTEST


CITY CLERK

CERTIFIED TO BE CORRECT AS TO FORM:



CITY ATTORNEY

EXHIBIT A

CID EXPANSION PETITION

[On file in the Office of the City Clerk]

**MARKETS AT OLIVE
COMMUNITY IMPROVEMENT
DISTRICT**

**Petition to Expand the Markets at Olive
Community Improvement District
Pursuant to Sections 67.1401-67.1571 of the Revised Statutes of
Missouri, as Amended**

City of University City, Missouri

November 4, 2022

EXHIBITS

EXHIBIT A– DISTRICT BOUNDARY MAP (EXISTING PROPERTY)

EXHIBIT B– DISTRICT BOUNDARY MAP (AS EXPANDED INCLUDING THE
ADDITIONAL PROPERTY)

EXHIBIT C – DISTRICT LEGAL DESCRIPTION (AS EXPANDED INCLUDING THE
ADDITIONAL PROPERTY)

EXHIBITD– LISTING OF ADDITIONAL PROPERTY TO BE INCLUDED WITHIN THE
DISTRICT, INCLUDING STREET ADDRESS, PARCEL NUMBER, OWNER
AND ASSESSED VALUE

EXHIBITE– FIVE-YEAR PLAN

**PETITION TO ADD REAL PROPERTY TO THE
MARKETS AT OLIVE COMMUNITY IMPROVEMENT DISTRICT**

To the City of University City, Missouri:

U. City, L.L.C. and 170 and Olive Holdco, LLC, as the undersigned petitioners, (“*Petitioners*”) are the owners or representatives of the owners of record of more than fifty percent (50%) (a) by assessed value of all real property within the area proposed to be added to the Markets at Olive Community Improvement District (the “District”); and (b) per capita of all owners of real property within the area proposed to be added to the District. The District was formed as a political subdivision of the State of Missouri pursuant to Section 67.1411 of the Community Improvement District Act, Sections 67.1401 to 67.1571 of the Revised Statutes of Missouri, as amended (the “*CID Act*”) and the Amended and Restated Petition to Establish a Community Improvement District (the “*Establishment Petition*”) approved by the City of University City, Missouri (the “*City*”), pursuant to Ordinance No. 7131 passed and approved on July 13, 2020 (the “*Establishment Ordinance*”). The District boundaries were previously expanded by the City’s approval of the Petition to Add Real Property to the Markets at Olive Community Improvement District (the “*First Addition Petition*”, and together with the Establishment Petition, collectively, the “*Original Petition*”) pursuant to Ordinance No. 7153 passed and approved June 14, 2021 (the “*First Addition Ordinance*”, and together with the Establishment Ordinance, collectively, the “*Original CID Ordinance*”).

Petitioners hereby petition and request that the City expand the boundaries of the existing District (the “*Existing Property*”) (as defined by the legal descriptions set forth in Exhibit A and Exhibit B to the First Addition Petition approved by the City pursuant to Ordinance No. 7153) to include the Additional Property (as defined below).

1. The Existing Property consists of approximately 20.5 acres located entirely within the City. A boundary map of the District showing the Existing Property is set forth on Exhibit A, attached hereto and incorporated herein.
2. The Additional Property proposed to be added to the District consists of approximately 25.5 acres, is contiguous to the Existing Property and is located entirely within the City (the “*Additional Property*”). A boundary map of the District as expanded to include the Additional Property proposed to be added to the District is set forth on Exhibit B, attached hereto and incorporated herein.
3. A legal description of the District, which description includes the Additional Property, is set forth on Exhibit C, attached hereto and incorporated herein by reference.
4. The name of the expanded District will remain the “Markets at Olive Community Improvement District.”
5. As required by the CID Act, the current Board of Directors of the District (the “*Board*”) has consented to the expansion of the boundaries of the District as set forth in this Petition.

6. In addition, based on the real property tax records of the St. Louis County Assessor's Office, as supplemented by real property records available to Petitioners, as of the date of filing this Petition, there are two (2) owners of real estate parcels included as Additional Property, which are U. City, L.L.C and 170 and Olive Holdco, LLC. The total assessed value of all the land and improvements associated with the Additional Property is approximately \$3,531,620. Petitioners represent 100% by assessed value and 100% per capita of all owners of the Additional Property. A table that identifies the Additional Property by street address, Parcel Number, Owner and Assessed Valuation for the 2022 tax year is set forth on Exhibit D, attached hereto and incorporated herein.
7. Pursuant to the Original Petition and the Original CID Ordinance, the District has been formed as a political subdivision. The Board is composed of five (5) members, each previously appointed by the Mayor of the City, with the consent of the governing body of the City. Each director shall, during his or her term, meet the qualifications of Section 67.1451.2 of the CID Act and shall be an owner of real property in the District or its authorized representative. In addition, pursuant to the Original Petition, two of the five directors on the Board shall be City representatives, and the Petitioners hereby authorize such City representatives to be deemed as its authorized representatives for purposes of meeting the qualifications of this Section. Successor directors shall be appointed in the same manner as the initial Board. Successor directors shall serve for a term of four years. The provisions of the Original Petition relating to the District's directors is unchanged by this Petition.
8. The Existing Property within the District has previously been determined blighted pursuant to Section 67.1401.2(3)(b) of the CID Act, which statutory citation was subsequently amended and is no longer included in the CID Act, and the Original CID Ordinance. However, the Petitioners are not seeking a determination that the Additional Property is blighted pursuant to the CID Act.
9. Petitioners desire to preserve the authorizations set forth in the Original Petition, and therefore the District shall have all powers provided in the CID Act, except as otherwise provided in this Petition.
10. The District will extend to the Additional Property its community improvement district sales tax (the "**CID Sales Tax**"), currently imposed within the Existing Property at the rate of one percent (1%), for a period not to exceed the life of the District.
11. In addition to generating revenue through the CID Sales Tax, the District is authorized to enter into contracts with public and private entities to accept grants and donations of funds, property, labor, services or other things of value from such public and private sources pursuant to the CID Act.
12. Notwithstanding anything in the CID Act or this Petition to the contrary, the District shall have no power to levy real property taxes or business license taxes and, therefore, the maximum rates of real property taxes and business license taxes proposed in this Petition are zero.

13. Petitioners do not seek to limit the revenue generation or borrowing capacity of the District, except as otherwise provided in this Petition. It is anticipated that the District will use the moneys received from the imposition of the CID Sales Tax to finance and reimburse those eligible District Project costs incurred on its behalf, and the District may issue notes or other obligations to fund the completion of the improvements and the provision of the services as are necessary and desirable to the District for the completion of the “*District Project*” as defined and as further set forth in and contemplated by: (a) that certain Redevelopment Agreement dated as of June 13, 2019 by and among the City, U. City, L.L.C., and U. City TIF Corporation, as amended (the “*Redevelopment Agreement*”); and (b) that certain District Project Agreement dated as of August 21, 2020 by and among the City, the Markets at Olive Community Improvement District, U. City, L.L.C., and the U. City TIF Corporation (the “*District Project Agreement*”). In accordance with the Original Petition, the District shall not be permitted to issue any tax-exempt debt obligations without the prior written consent of the City.
14. A “new” Five-Year Plan replacing the Five-Year Plan attached to the Original Petition and updating the purposes of the District, the services it will provide, the improvements it will make and an estimate of costs of these services and improvements to be incurred related to the District Project is set forth on Exhibit E, attached hereto and incorporated herein by reference.
15. The Board shall commence the procedures provided in the CID Act for the termination of the District upon the earlier to occur of (i) all of the District’s obligations used to finance and reimburse all of the eligible District Project costs incurred within the boundaries of the District having been fully redeemed in accordance with the terms of the CID Act, or (b) fifty (50) years from the effective date of the Original CID Ordinance. For the purposes of the CID Act, this paragraph constitutes the proposed length of time for the existence of the District which remains unchanged from the Original Petition.
16. If any provision of this Petition shall be held or determined to be invalid, inoperative or unenforceable as applied in any particular case, or in all cases, the remaining sections, clauses and provisions of this Petition shall remain valid, operative and enforceable to the fullest extent allowed by law.
17. Each of the exhibits to this Petition are incorporated herein and made a part of this Petition by reference.
18. **Notice to Petitioners:**

The signatures of the signers of this Petition may not be withdrawn later than seven (7) days after this Petition is filed with the City Clerk of the City.
19. By execution and submission of this Petition, Petitioners respectfully request that the boundaries of the District be expanded pursuant to this Petition and Section 67.1441 of the CID Act to include the Additional Property. In addition, Petitioners respectfully request that the City Council hold a public hearing in accordance with Section 67.1421, 67.1431 and 67.1441 of the CID Act and adopt an ordinance approving this Petition.

UNIVERSITY CITY, MISSOURI - CLERK'S ACKNOWLEDGEMENT OF RECEIPT OF PETITION:

This Petition was filed in my office via _____ on November _____, 2022.

(SEAL)

City Clerk

PETITIONER:

NAME OF OWNER: U. City, L.L.C.

TELEPHONE NUMBER: (314)-370-6801

MAILING ADDRESS: c/o Lawrence R. Chapman, Jr.
1401 S. Brentwood Blvd., Suite 625
St. Louis, MO 63144

NAME OF SIGNER AND BASIS OF
LEGAL AUTHORITY TO SIGN: Lawrence R. Chapman, Jr., as Vice President of
CRG Services Management, LLC, the Manager of
U. City, L.L.C.

SIGNER'S TELEPHONE NUMBER: (314) 952-7790

SIGNER'S MAILING ADDRESS: 1401 S. Brentwood Blvd., Suite 625
St. Louis, MO 63144

TYPE OF ENTITY: Missouri limited liability company

MAP: See **Exhibit A and Exhibit B**

PARCEL IDENTIFICATION
NUMBERS: See **Exhibit D**

ASSESSED VALUE: \$2,640,730 (See **Exhibit D**)

[SIGNATURE PAGE OF PETITIONER U. CITY, L.L.C. TO PETITION FOLLOWS]

By executing this Petition on this 2nd day of November, 2022, the undersigned represents and warrants that he is authorized to execute this Petition on behalf of the property owner named immediately below. The undersigned also acknowledges that his signature may not be withdrawn later than seven (7) days after this Petition is filed with the City Clerk of the City.

U. City, L.L.C., a Missouri limited liability company


By: CRG Services Management, LLC, a Missouri limited liability company, its Manager

By:  Lawrence R. Chapman, Jr., Vice President

STATE OF Missouri)
) SS.
COUNTY OF St. Louis)

On this 2nd day of November 2022, before me appeared Lawrence R. Chapman Jr., to me personally known, who being by me duly sworn, did say that he is the Vice President and authorized representative of CRG Services Management, LLC, a Missouri limited liability company, which is the Manager of U. City, L.L.C., a Missouri limited liability company, and that said Petition was signed on behalf of U. City, L.L.C. by authority of its manager(s) and member(s) and acknowledged to me that he executed said Petition as said limited liability company's free act and deed.

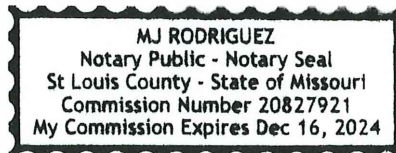
Subscribed and affirmed before me this 2nd day of November, 2022.



Notary Public

Printed Name: MJ Rodriguez

My Commission Expires: Dec. 16, 2024



PETITIONER:

NAME OF OWNER: 170 and Olive Holdco, LLC

TELEPHONE NUMBER: (314)-370-6801

MAILING ADDRESS: c/o Lawrence R. Chapman, Jr.
1401 S. Brentwood Blvd., Suite 625
St. Louis, MO 63144

NAME OF SIGNER AND BASIS OF
LEGAL AUTHORITY TO SIGN: Lawrence R. Chapman, Jr., as Vice President of
CRG Services Management, LLC, the Manager of
170 and Olive Holdco, LLC

SIGNER'S TELEPHONE NUMBER: (314) 952-7790

SIGNER'S MAILING ADDRESS: 1401 S. Brentwood Blvd., Suite 625
St. Louis, MO 63144

TYPE OF ENTITY: Missouri limited liability company

MAP: See **Exhibit B**

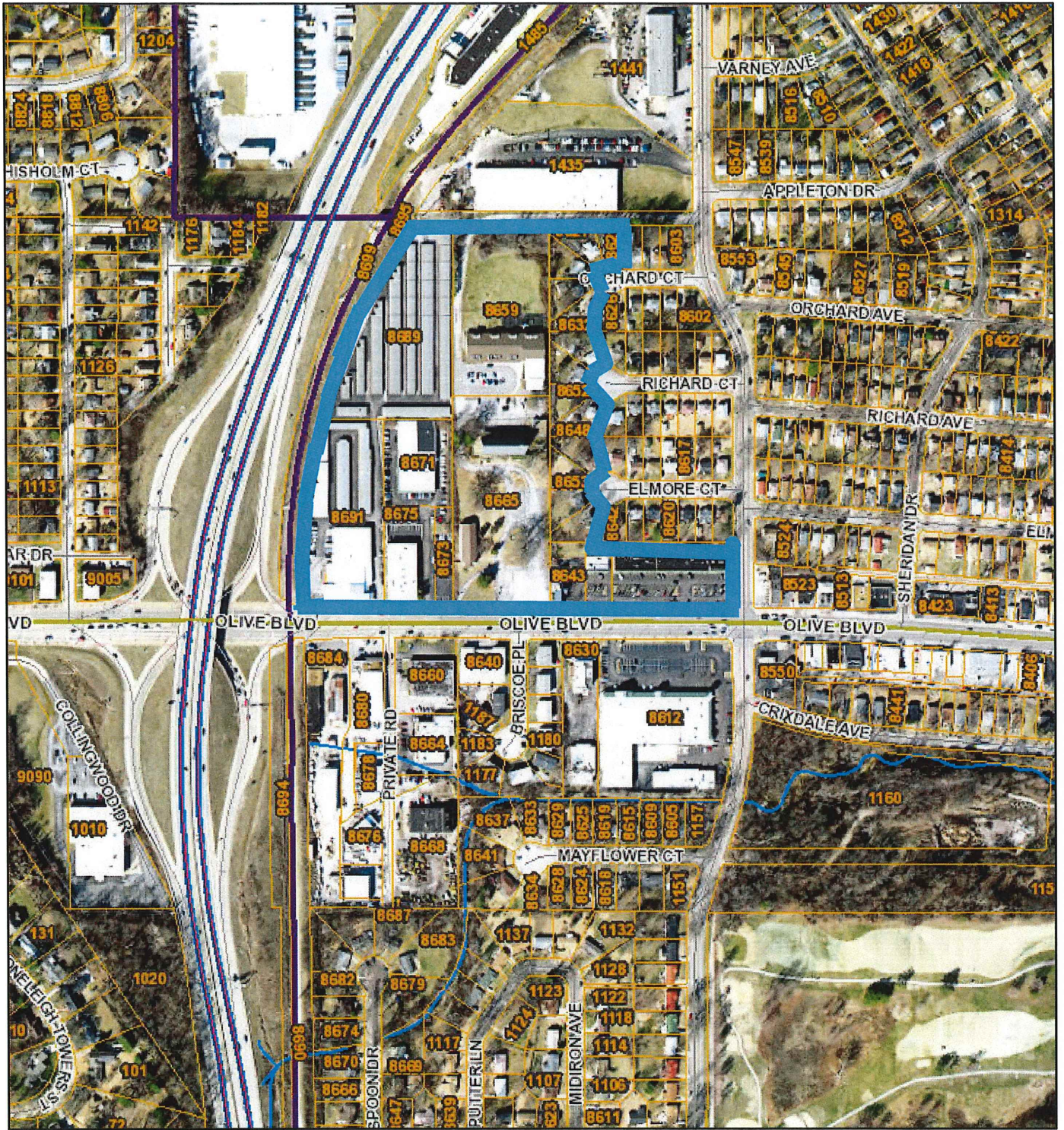
PARCEL IDENTIFICATION
NUMBERS: See **Exhibit D**

ASSESSED VALUE: \$2,117,130 (See **Exhibit D**)

**[SIGNATURE PAGE OF PETITIONER 170 AND OLIVE HOLDCO, LLC TO
PETITION FOLLOWS]**

Exhibit A

District Boundary Map (Existing Property)



1:4,800

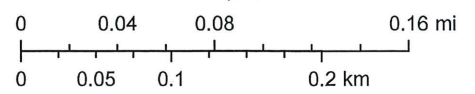


Exhibit B

District Boundary Map (As Expanded Including the Additional Property)

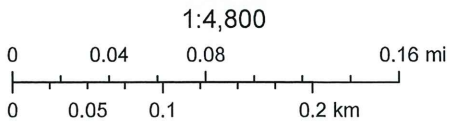
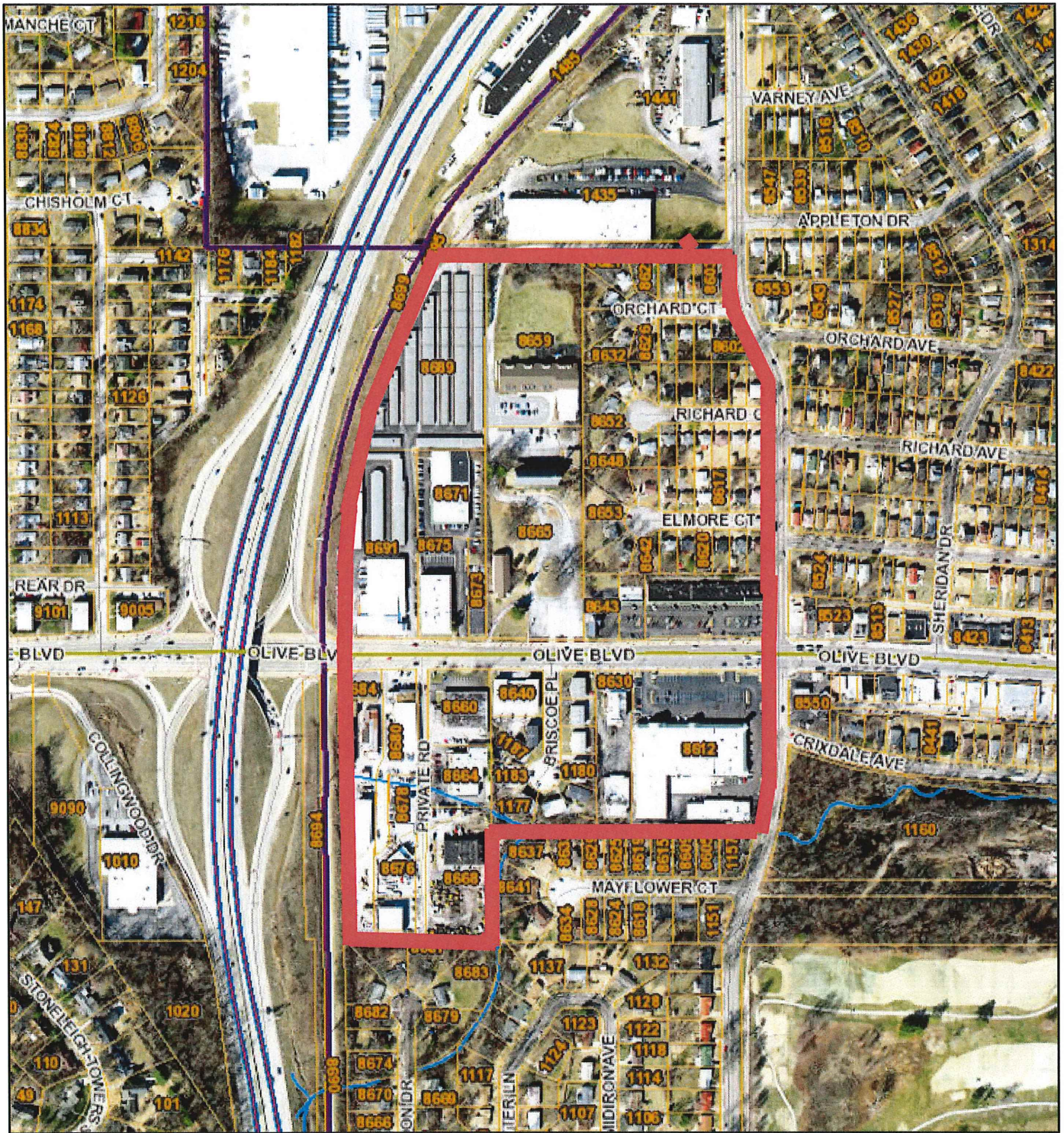
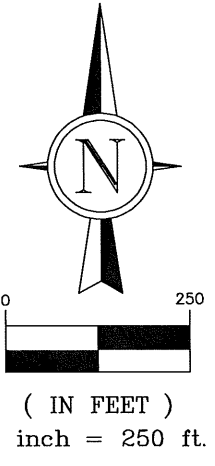
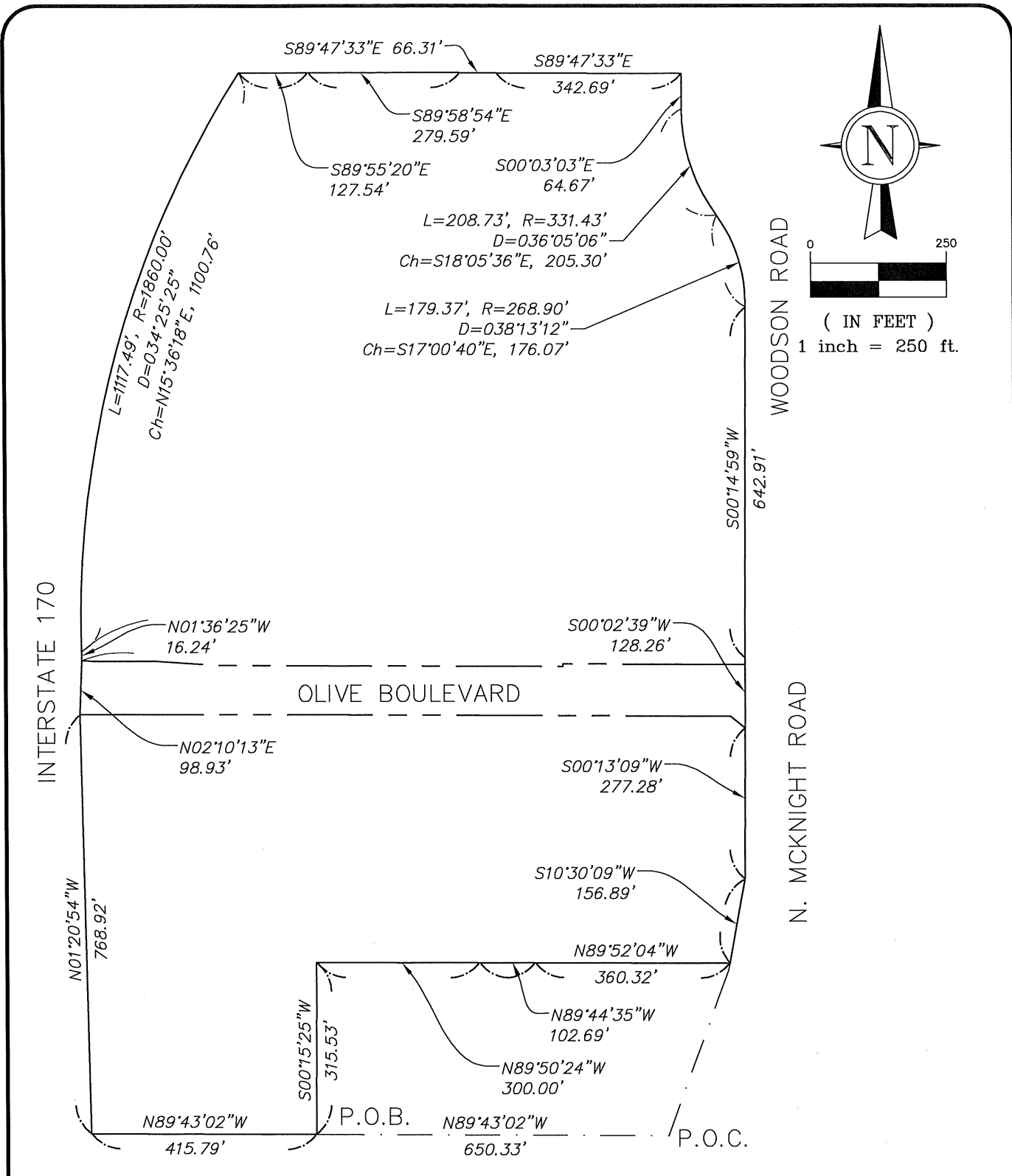


Exhibit C

District Legal Description (As Expanded Including the Additional Property)



GRIMES CONSULTING, INC.

Civil Engineering & Surveying Services

12300 OLD TESSON ROAD, SUITE 300D
 ST. LOUIS, MO. 63128
 PH. (314) 849-6100
 FAX (314) 849-6010
 www.grimesconsulting.com

DRAWN BY: MRL	DATE: 8/15/22	CHECKED BY: RCS	DATE: 8/15/22	JOB NUMBER: 3082.H	SHEET: 1 of 2
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--- PROPERTY BOUNDARY DESCRIPTION ---

MARKET AT OLIVE CID

A tract of land situated in the City of University City, the County of St. Louis and the State of Missouri, being all of Market at Olive, a subdivision filed for record in Plat Book 369 Page 124 of the Land Records of said St. Louis County, Missouri, all of Market at Olive Plat 2, a subdivision filed for record in Plat Book 370, Page 202 of said Land Records, part of Blocks 1, 2 and 3 of St. Patrick Courts, a subdivision recorded in Plat Book 48, page 33 of said Land Records, all of the Resubdivision of Lots 3 and 4 of Beyers Subdivision, a subdivision recorded in Plat Book 297, page 24 of said Land Records, part of Beyers Subdivision, a subdivision recorded in Plat Book 272, page 30 of said Land Records, a tract of land conveyed to U City LLC as recorded in Deed Book 22858, page 585 of said Land Records, all of that part of the following right-of-ways: Elmore Court, 50 feet wide, Richard Court, 50 feet wide, Orchard Court, 50 feet wide, Briscoe Place, 50 feet wide, and being more particularly described as follows:

COMMENCING at the Northeast corner of a tract of land conveyed to Booker Gilliam as recorded in Deed Book 13658, page 445 of said Land Records, said tract of land also being Lot 59 of McKnight Heights, a subdivision recorded in Plat Book 54, page 41 of said Land Records, said Northeast corner also being the Southeast corner of McKnight Downs, a subdivision filed for record in Plat Book 55, Page 89 of said land records, and also being on the Western right-of-way line of McKnight Road; thence leaving said Western right-of-way line and along the North line of said McKnight Heights subdivision, said North line also being the South line of said McKnight Downs subdivision, North 89 degrees 43 minutes 02 seconds West, 650.33 feet to the Southwest corner of said McKnight Downs subdivision, and also being the TRUE POINT OF BEGINNING of the tract herein described; thence continuing along said North line of McKnight Heights subdivision, North 89 degrees 43 minutes 02 seconds West, a distance of 415.79 feet to the Eastern line of a tract of land conveyed to Bi-State Development Agency of the Missouri-Illinois Metropolitan District as recorded in Deed Book 13245, page 1568 of said Land Records; thence leaving said North line of McKnight Heights subdivision and along said Eastern Line of Bi-State Development Agency of the Missouri-Illinois Metropolitan District tract, including crossing Olive Boulevard right-of-way, the following courses and distances: North 01 degrees 20 minutes 54 seconds West, a distance of 768.92 feet; North 02 degrees 10 minutes 13 seconds East, a distance of 98.93 feet; North 01 degrees 36 minutes 25 seconds West, a distance of 16.24 feet to a point of curvature; 1117.49 feet along the arc of a curve to the right having a radius of 1860.00 feet, through a central angle of 34 degrees 25 minutes 25 seconds, with a chord that bears North 15 degrees 36 minutes 18 seconds East, a distance of 1100.76 feet to the Northwest corner of said Market at Olive subdivision, said corner also being the Southwest corner of a tract of land conveyed to Costco Wholesale Corporation by Deed Book 25382, Page 50 of said Land Records; thence leaving said Eastern line and along the Southern line of said Costco tract the following courses and distances: South 89 degrees 55 minutes 20 seconds East, a distance of 127.54 feet; South 89 degrees 58 minutes 54 Seconds East, a distance of 279.59 feet; South 89 degrees 47 minutes 33 seconds East, a distance of 66.31 feet to the Southeast corner of said Costco tract, said Southeast corner also being the Southwest corner of a tract of land conveyed to U. City, LLC by Deed Book 25346, Page 1933 of said Land Records; thence along the Southern line of said U City tract, South 89 degrees 47 minutes 33 seconds East, a distance of 342.69 feet to the Western right-of-way line of Woodson Road, variable width; thence leaving said Southern Line and along said Western right of line of Woodson Road and McKnight Road, including crossing Olive Boulevard right-of-way the following courses and distances: South 00 degrees 03 minutes 03 seconds East, a distance of 64.67 feet to a point of curvature; 208.73 feet along the arc of a curve to the left having a radius of 331.43 feet, through a central angle of 36 degrees 05 minutes 06 seconds, with a chord that bears South 18 degrees 05 minutes 36 seconds East, a distance of 205.30 feet to a point of reverse curvature; 179.37 feet along the arc of a curve to the right, having a radius of 268.90 feet, through a central angle of 38 degrees 13 minutes 12 seconds, with a chord that bears South 17 degrees 00 minutes 40 seconds East, a distance of 176.07 feet; South 00 degrees 14 minutes 59 seconds West, a distance of 642.91 feet; thence South 00 degrees 02 minutes 39 seconds West, a distance of 128.26 feet; thence South 00 degrees 13 minutes 09 seconds West, a distance of 277.28 feet; thence South 10 degrees 30 minutes 09 seconds West, a distance of 156.89 feet to the Northeast corner of said McKnight Downs subdivision; thence along the Northern line of said McKnight Downs subdivision, the following courses and distances: North 89 degrees 52 minutes 04 seconds West, a distance of 360.32 feet; North 89 degrees 44 minutes 35 seconds West, a distance of 102.69 feet; North 89 degrees 50 minutes 24 seconds West, a distance of 300.00 feet to the Northwest corner of said McKnight Downs subdivision; thence leaving said Northern line and along the Western line of said McKnight Downs subdivision, South 00 degrees 15 minutes 25 seconds West, a distance of 315.53 feet to the Point of Beginning.

Containing 46.006 Acres by Grimes Consulting, Inc. dated August 2022.

GRIMES CONSULTING, INC.

Civil Engineering & Surveying Services

12300 OLD TESSON ROAD, SUITE 300D
ST. LOUIS, MO. 63128
PH. (314) 849-6100
FAX (314) 849-6010
www.grimesconsulting.com

DRAWN BY: MRL	DATE: 8/15/22	CHECKED BY: RCS	DATE: 8/15/22	JOB NUMBER: 3082.H	SHEET: 2 of 2
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Exhibit D

**Listing of Additional Property To Be
Included Within the District, Including
Street Address, Parcel Number, Owner and
Assessed Valuation**

EXHIBIT D

1) **Additional Property (Located North of Olive)**

<u>Street Address</u>	<u>Parcel #</u>	<u>Owner</u>	<u>2022 Assessed Valuation</u>
8601 Richard Ct.	16K110025	U. City, L.L.C.	\$13,300
8609 Richard Ct.	16K110036	U. City, L.L.C.	\$12,180
8617 Richard Ct.	17K110047	U. City, L.L.C.	\$14,440
8625 Richard Ct.	16K110069	U. City, L.L.C.	\$13,930
8631 Richard Ct.	16K110070	U. City, L.L.C.	\$15,340
8637 Richard Ct.	16K110058	U. City, L.L.C.	\$14,630
8645 Richard Ct.	16K110081	U. City, L.L.C.	\$14,950
8642 Richard Ct.	17K430665	U. City, L.L.C.	\$14,250
8634 Richard Ct.	17K430698	U. City, L.L.C.	\$13,930
8626 Richard Ct.	17K430676	U. City, L.L.C. ¹	\$13,360
8620 Richard Ct.	17K430702	U. City, L.L.C.	\$15,340
8614 Richard Ct.	17K430687	U. City, L.L.C. ²	\$13,930
8608 Richard Ct.	17K430711	U. City, L.L.C.	\$14,270
8600 Richard Ct.	17K430720	U. City, L.L.C.	\$13,640
8603 Orchard Ct.	16K110366	U. City, L.L.C.	\$15,270
8609 Orchard Ct.	16K110355	U. City, L.L.C.	\$14,720
8615 Orchard Ct.	16K110344	U. City, L.L.C.	\$15,080
8626 Orchard Ct.	16K110180	U. City, L.L.C.	\$15,200

¹ Per St. Louis County Assessor Records, Parcel Number 17K430676 is owned by 8900 Natural Bridge LLC. Parcel Number 17K430676 was transferred to U. City, L.L.C. by the deed recorded in Plat Book 25268, Page 4227 of the St. Louis County, Missouri Records.

² Per St. Louis County Assessor Records, Parcel Number 17K430687 is owned by Ivory J. Crumpton III Et Al. Parcel Number 17K430687 was transferred to U. City, L.L.C. by the deed recorded in Plat Book 25280, Page 157 of the St. Louis County, Missouri Records.

<u>Street Address</u>	<u>Parcel #</u>	<u>Owner</u>	<u>2022 Assessed Valuation</u>
8620 Orchard Ct.	16K110223	U. City, L.L.C.	\$14,650
8614 Orchard Ct.	16K110212	U. City, L.L.C.	\$14,330
8608 Orchard Ct.	16K110191	U. City, L.L.C.	\$13,550
8602 Orchard Ct.	16K110201	U. City, L.L.C.	\$12,980
8601 Elmore Ct.	17K430577	U. City, L.L.C.	\$14,440
8609 Elmore Ct.	17K430544	U. City, L.L.C.	\$16,790
8617 Elmore Ct.	17K430533	U. City, L.L.C.	\$15,640
8625 Elmore Ct.	17K430555	U. City, L.L.C.	\$16,840
8631 Elmore Ct.	17K430511	U. City, L.L.C.	\$13,780
8637 Elmore Ct.	17K430522	U. City, L.L.C.	\$17,180
8645 Elmore Ct.	17K430566	U. City, L.L.C. ³	\$14,020
8634 Elmore Ct.	17K430368	U. City, L.L.C. ⁴	\$13,930
8626 Elmore Ct.	17K430379	U. City, L.L.C. ⁵	\$13,930
8620 Elmore Ct.	17K430380	U. City, L.L.C.	\$11,990
8614 Elmore Ct.	17K430412	U. City, L.L.C. ⁶	\$13,930
8608 Elmore Ct.	17K430391	U. City, L.L.C. ⁷	\$18,050

³ Per St. Louis County Assessor Records, Parcel Number 17K430566 is owned by Alan Cheung. Parcel Number 17K430566 was transferred to U. City, L.L.C. by the deed e-recorded as Document Number 2022042900264 of the St. Louis County, Missouri Records.

⁴ Per St. Louis County Assessor Records, Parcel Number 17K430368 is owned by Lin Nan Ying. Parcel Number 17K430368 was transferred to U. City, L.L.C. by the deed e-recorded as Document Number 2022042900263 of the St. Louis County, Missouri Records.

⁵ Per St. Louis County Assessor Records, Parcel Number 17K430379 is owned by Ailian Liu. Parcel Number 17K430379 was transferred to U. City, L.L.C. by the deed e-recorded as Document Number 2022042900262 of the St. Louis County, Missouri Records.

⁶ Per St. Louis County Assessor Records, Parcel Number 17K430412 is owned by Letha Baptiste. Parcel Number 17K430412 was transferred to U. City, L.L.C. by the deed e-recorded as Document Number 2022080800483 of the St. Louis County, Missouri Records.

⁷ Per St. Louis County Assessor Records, Parcel Number 17K430391 is owned by Autumn Investment LLC. Parcel Number 17K430391 was transferred to U. City, L.L.C. by the deed e-recorded as Document Number 2022042900261 of the St. Louis County, Missouri Records.

<u>Street Address</u>	<u>Parcel #</u>	<u>Owner</u>	<u>2022 Assessed Valuation</u>
8600 Elmore Ct.	17K430401	U. City, L.L.C. ⁸	\$13,640

Please note that the Parcel Numbers listed above associated with Additional Property located to the north of Olive Blvd. are part of a planned re-platting and will be included in a new Plat to be filed with St. Louis County designated as "Market at Olive Plat 4, A Subdivision Plat."

2) Additional Property (Located South of Olive)

<u>Street Address</u>	<u>Parcel #</u>	<u>Owner</u>	<u>2022 Assessed Valuation</u>
8660 Olive Blvd.	17K431897	U. City, L.L.C. ⁹	\$173,000
8680 Olive Blvd.	17L640544	U. City, L.L.C.	\$111,290
8664 Olive Blvd.	17K431921	U. City, L.L.C.	\$180,160
8666 Olive Blvd.	17L640511	U. City, L.L.C.	\$ 2,780
8676 Olive Blvd.	17L620580	U. City, L.L.C.	\$ 53,530
8668 Olive Blvd.	17K410942	U. City, L.L.C.	\$ 99,740
8674 Olive Blvd.	17L620579	U. City, L.L.C.	\$ 83,390
8678 Olive Blvd.	17L640490	U. City, L.L.C.	\$ 94,910
8684 Olive Blvd.	17L640599	U. City, L.L.C.	\$108,260
1191 Briscoe Pl.	17K430115	170 and Olive Holdco, LLC ¹⁰	\$ 67,570
1187 Briscoe Pl.	17K430061	170 and Olive Holdco, LLC ¹¹	\$ 67,030

⁸ Per St. Louis County Assessor Records, Parcel Number 17K430401 is owned by James McKay. Parcel Number 17K430401 was transferred to U. City, L.L.C. by the deed e-recorded as Document Number 2022090100256 of the St. Louis County, Missouri Records.

⁹ Per St. Louis County Assessor Records, Parcel Number 17K431897 is owned by BSF Properties LLC. Parcel Number 17K431897 was transferred to U. City, L.L.C. by the deed e-recorded as Document Number 2022060100227 of the St. Louis County, Missouri Records.

¹⁰ Per St. Louis County Assessor Records, Parcel Number 17K430115 is owned by U. City, L.L.C. Parcel Number 17K430115 was transferred to 170 and Olive Holdco, LLC by the deed recorded in Plat Book 25380, Page 1426 of the St. Louis County, Missouri Records.

¹¹ Per St. Louis County Assessor Records, Parcel Number 17K430061 is owned by U. City, L.L.C. Parcel Number 17K430061 was transferred to 170 and Olive Holdco, LLC by the deed recorded in Plat Book 25328, Page 523 of the St. Louis County, Missouri Records.

<u>Street Address</u>	<u>Parcel #</u>	<u>Owner</u>	<u>2022 Assessed Valuation</u>
1183 Briscoe Pl.	17K430038	170 and Olive Holdco, LLC ¹²	\$ 67,030
1177 Briscoe Pl.	17K430913	170 and Olive Holdco, LLC ¹³	\$ 68,090
1170 Briscoe Pl.	17K430904	170 and Olive Holdco, LLC ¹⁴	\$ 67,030
1176 Briscoe Pl.	17K430896	170 and Olive Holdco, LLC ¹⁵	\$ 64,380
1180 Briscoe Pl.	17K430049	170 and Olive Holdco, LLC ¹⁶	\$ 68,100
1184 Briscoe Pl.	17K430083	170 and Olive Holdco, LLC ¹⁷	\$ 68,100
1190 Briscoe Pl.	17K431930	170 and Olive Holdco, LLC ¹⁸	\$ 67,030
1194 Briscoe Pl.	17K431941	170 and Olive Holdco, LLC ¹⁹	\$ 67,030

¹² Per St. Louis County Assessor Records, Parcel Number 17K430038 is owned by U. City, L.L.C. Parcel Number 17K430038 was transferred to 170 and Olive Holdco, LLC by the deed recorded in Plat Book 25332, Page 1417 of the St. Louis County, Missouri Records.

¹³ Per St. Louis County Assessor Records, Parcel Number 17K430913 is owned by U. City, L.L.C. Parcel Number 17K430913 was transferred to 170 and Olive Holdco, LLC by the deed recorded in Plat Book 25336, Page 685 of the St. Louis County, Missouri Records.

¹⁴ Per St. Louis County Assessor Records, Parcel Number 17K430904 is owned by U. City, L.L.C. Parcel Number 17K430904 was transferred to 170 and Olive Holdco, LLC by the deed recorded in Plat Book 25328, Page 550 of the St. Louis County, Missouri Records.

¹⁵ Per St. Louis County Assessor Records, Parcel Number 17K430896 is owned by U. City, L.L.C. Parcel Number 17K430896 was transferred to 170 and Olive Holdco, LLC by the deed recorded in Plat Book 25336, Page 670 of the St. Louis County, Missouri Records.

¹⁶ Per St. Louis County Assessor Records, Parcel Number 17K430049 is owned by U. City, L.L.C. Parcel Number 17K430049 was transferred to 170 and Olive Holdco, LLC by the deed recorded in Plat Book 25328, Page 539 of the St. Louis County, Missouri Records.

¹⁷ Per St. Louis County Assessor Records, Parcel Number 17K430083 is owned by U. City, L.L.C. Parcel Number 17K430083 was transferred to 170 and Olive Holdco, LLC by the deed recorded in Plat Book 25328, Page 532 of the St. Louis County, Missouri Records.

¹⁸ Per St. Louis County Assessor Records, Parcel Number 17K431930 is owned by U. City, L.L.C. Parcel Number 17K431930 was transferred to 170 and Olive Holdco, LLC by the deed recorded in Plat Book 25328, Page 516 of the St. Louis County, Missouri Records.

¹⁹ Per St. Louis County Assessor Records, Parcel Number 17K431941 is owned by U. City, L.L.C. Parcel Number 17K431941 was transferred to 170 and Olive Holdco, LLC by the deed recorded in Plat Book 25258, Page 4999 of the St. Louis County, Missouri Records.

<u>Street Address</u>	<u>Parcel #</u>	<u>Owner</u>	<u>2022 Assessed Valuation</u>
8612 Olive Blvd.	17K430072	170 and Olive Holdco, LLC ²⁰	\$943,930
8630 Olive Blvd.	17K430050	170 and Olive Holdco, LLC ²¹	\$337,920
8640 Olive Blvd.	17K430071	170 and Olive Holdco, LLC ²²	\$163,890

Please note that the Parcel Numbers listed above associated with Additional Property located to the South of Olive Blvd and owned by 170 and Olive Holdco, LLC are part of an on-going re-platting and certain of the parcels are included in a new Plat filed with St. Louis County designated as “Market at Olive Plat 3R, A Consolidation Plat” and certain other parcels will be included in Plats to be filed in the future.

2022 Total Assessed Valuation of Additional Property **\$3,531,620**

²⁰ Per St. Louis County Assessor Records, Parcel Number 17K430072 is owned by U. City, L.L.C. Parcel Number 17K430072 was transferred to 170 and Olive Holdco, LLC by the deed recorded in Plat Book 24870, Page 2037 of the St. Louis County, Missouri Records.

²¹ Per St. Louis County Assessor Records, Parcel Number 17K430050 is owned by U. City, L.L.C. Parcel Number 17K430050 was transferred to 170 and Olive Holdco, LLC by the deed recorded in Plat Book 24870, Page 2037 of the St. Louis County, Missouri Records.

²² Per St. Louis County Assessor Records, Parcel Number 17K430171 is owned by U. City, L.L.C. Parcel Number 17K430171 was transferred to 170 and Olive Holdco, LLC by the deed recorded in Plat Book 25288, Page 5390 of the St. Louis County, Missouri Records.

Exhibit E

Five-Year Plan

Exhibit E

FIVE-YEAR PLAN

THE MARKETS AT OLIVE COMMUNITY IMPROVEMENT DISTRICT

Introduction

The Markets at Olive Community Improvement District (the “*District*”) was formed as a political subdivision of the State of Missouri pursuant to the Community Improvement District Act, Sections 67.1401 to 67.1571 of the Revised Statutes of Missouri, as amended (the “*CID Act*”) and the Amended and Restated Petition to Establish a Community Improvement District (the “*Establishment Petition*”) approved by the City of University City, Missouri (the “*City*”), by Ordinance No. 7131 passed and approved on July 13, 2020 (the “*Establishment Ordinance*”). The District boundaries were previously expanded by the City’s approval of the Petition to Add Real Property to the Markets at Olive Community Improvement District (the “*First Addition Petition*”, and together with the Establishment Petition, collectively, the “*Original Petition*”) pursuant to Ordinance No. 7153 passed and approved June 14, 2021 (the “*First Addition Ordinance*”, and together with the Establishment Ordinance, collectively, the “*Original CID Ordinance*”). This Five-Year Plan (the “*Plan*”) updates the Original Petition and is presented in order to comply with the requirements of the CID Act related to the submission of a Petition to expand the boundaries of the District for a second time.

District Location

The District currently consists of approximately 20.5 acres generally bounded by and adjacent to Olive Blvd. to the south, Interstate 170 to the west and Woodson Road to the east (the “*Existing Property*”). The real property to be added to the District (the “*Additional Property*”) consists of approximately 25.5 acres that is contiguous to the Existing Property. Some of the Additional Property is located north of Olive Blvd. and some is located south of Olive Blvd. After adding the Additional Property, the District will still be generally bounded by Interstate 170 to the west and Woodson Road to the east (for the portion of the District located north of Olive Blvd.) and McKnight Road to the east (for the portion of the District located south of Olive Blvd.).

Purpose of the District and Scope of the District Project

The purpose of the District is and remains to cause the design and implementation of the District Project located within and benefiting the District Property. Such improvements and services may be undertaken in multiple phases or may occur in one phase. The contemplated improvements and services could consist of the construction, reconstruction, installation, repair and maintenance of any of the improvements and the provision of any of the services permitted by the Act including, but not necessarily limited to:

- (a) Removal, renovation, reconstruction, rehabilitation, or demolition of any buildings or structures within the blighted area of the District;

- (b) Repairing, maintaining and equipping of any buildings or structures within the District;
- (c) Site work and grading;
- (d) Construction of new public works or infrastructure or upgrades and repair of existing public works or infrastructure, including any utility infrastructure (electric, natural gas or telecommunications);
- (e) Drainage, water, storm and sewer systems;
- (f) Structured parking, parking lots, garages or other traffic and parking improvements;
- (g) Sidewalks, streets and alleys;
- (h) Landscaping, hardscaping, pedestrian plazas and lighting;
- (i) Facility signage (roadway and monument);
- (j) Acquisition of interests in real property to the extent necessary to carry out such improvements;
- (k) Preparation and implementation of the District Project;
- (l) Employing and/or contracting for personnel and services necessary to carry out the purposes of the District, including, but not limited to security personnel and security services, maintenance services, advertising, or assistance to attract further investment within the District; and
- (m) All other useful, necessary or desired site improvements or services ((a) through (m) above are, collectively, the “*District Project*”).

Anticipated Sources of Funds to Pay the Costs of the District Project

The District has imposed an additional sales tax (the “*CID Sales Tax*”) at the rate of one percent (1%) on all taxable retail sales within its boundaries which are subject to taxation pursuant to Sections 144.010 to 144.525 of the Revised Statutes of Missouri, as amended, except sales of motor vehicles, trailers, boats or outboard motors and sales to or by public utilities and providers of communications, cable or video services. The CID Sales Tax has been authorized for a term equal to the life of the District and such authorization expires in July 2070, which is fifty (50) years from the effective date of the Establishment Ordinance.

The entire District is located in a Redevelopment Area subject to Tax Increment Financing (“*TIF*”), and the District has pledged all District Revenues, less the District Expenses, to be used as debt service on TIF Obligations issued to facilitate funding for the District Project, as defined and detailed in that certain Redevelopment Agreement dated as of June 13, 2019 by and among the City, U. City, L.L.C., and U. City TIF Corporation, as amended (the “*Redevelopment Agreement*”) and that certain District Project Agreement dated as of August 21, 2020 by and among the City, the Markets at Olive Community Improvement District, U. City, L.L.C., and the U. City TIF Corporation (the “*District Project Agreement*”).

Notwithstanding anything in the CID Act or the Petition to the contrary, the District shall have no power to levy real property taxes or business license taxes.

Estimate of Costs of Services and Improvements to be Incurred

The total estimated cost of the District Project over the initial five-year period is approximately \$42,051,103, and such costs are broken down as follows:

District Project Costs	
Soft Costs	\$17,251,092
Demolition & Site Work	\$24,800,011
<i>TOTAL COSTS</i>	<i>\$42,051,103</i>

The amount in each budget category is an estimate. Savings in one budget category may be applied to additional costs incurred in other budget categories. The “Total Budget” amount of \$42,051,103 excludes any Issuance Costs as defined in the Redevelopment Agreement and the District’s administrative fees and expenses including, but not limited to, fees and costs related to the District’s formation and expansion, planning consultants, advisors, auditors and legal counsel, and reimbursement to the City for the City’s third-party professional costs directly related to the District, including, without limitation, legal and planning expenses.

Governance

The Board of Directors of the District (the “Board”) consists of five (5) individual Directors, as approved by the Mayor of the City with the consent of the City Council. Consistent with the CID Act, these directors will serve staggered terms. The District has committed to ensuring that representation on the Board is balanced and fair in regards to the City and the property owners within the District. The Board representation plans detailed in the Petition set forth a process to be used in appointing future successor Directors that is in accordance with the procedural and substantive requirements of the CID Act.

The District will hold Board meetings that satisfy or exceed the number required by the CID Act. As a political subdivision, all meetings of the Board will be subject to the requirements of Missouri’s Sunshine Law.

Section 67.1461.1(5) empowers the District to employ or contract for administration, managerial, legal, technical or other assistance as deemed advisable. Pursuant the CID Act, the Board will likely enter into a contract with a district administrator and legal counsel to assist with the day-to-day administration and management of the District.

Continuation of Services

The CID Act mandates that existing City services will continue to be provided within a proposed district at the same level as before the proposed district was created (unless services are decreased throughout the City) and that any proposed district services shall be in addition to existing City services. The Petitioner anticipates that City services will continue to be provided within the District at the same level as before the District was created, and the District will not cause the level of City services within the District to diminish. Without the additional funding

provided by the District, the Petitioner would not be able to adequately develop, operate and maintain the District Project.

Anticipated Schedule

On the following pages, there are two (2) tables: the “Pre-Expansion” summary of the improvements, activities and services anticipated to be provided by the District over the initial five-year period as contained in the Original Petition; and a “Post-Expansion” summary which updates the improvements, activities and services anticipated to be provided by the District.

Prior Anticipated Schedule (Pre-Expansion)

<u>Year</u>	<u>Improvements, Activities and Services</u>
2021	<ul style="list-style-type: none">• CID Project commences• Provide financing for a portion of the costs of the CID Project• Provide for collection of CID Sales Tax• District provides for its on-going administration• The Board authorizes initial levy of Special Assessment, if needed• Expand the boundaries of the District
2022	<ul style="list-style-type: none">• Provide financing for a portion of the costs of the CID Project• The Board authorizes initial levy of Special Assessment, if needed• Provide for collection of CID Sales Tax and Special Assessment• District provides for its on-going administration
2023	<ul style="list-style-type: none">• Provide financing for a portion of the costs of the CID Project• Provide for collection of CID Sales Tax and Special Assessment• District provides for its on-going administration
2024	<ul style="list-style-type: none">• Provide financing for a portion of the costs of the CID Project• Provide for collection of CID Sales Tax and Special Assessment• District provides for its on-going administration

Prior Anticipated Schedule (Pre-Expansion)

Year **Improvements, Activities and Services**

- 2025
- Provide financing for a portion of the costs of the CID Project
 - Provide for collection of CID Sales Tax and Special Assessment
 - District provides for its on-going administration

Updated Schedule (Post-Expansion)

Year Improvements, Activities and Services

- 2021**
- CID Project commenced
 - Imposed CID Sales Tax
 - Provided for collection of CID Sales Tax
 - District provided for its on-going administration
 - Coordinated commercial development activities to support the CID Project
 - First Addition expansion of the boundaries of the District
- 2022**
- CID Project Continues
 - Second Addition expansion (i.e., current expansion) of the boundaries of the District
 - Provide for collection of CID Sales Tax
 - Provide financing for a portion of the costs of the CID Project, including debt obligations secured by District revenues
 - District provides for its on-going administration
 - Coordinate commercial development activities to support the CID Project
- 2023**
- CID Project Continues
 - Impose Special Assessment, if applicable
 - Provide financing for a portion of the costs of the CID Project, including debt obligations secured by District revenues
 - Provide for collection of CID Sales Tax
 - District provides for its on-going administration
 - Coordinate commercial development activities to support the CID Project

Updated Schedule (Post-Expansion)

Year **Improvements, Activities and Services**

- | | |
|-------------|---|
| 2024 | <ul style="list-style-type: none">• CID Project Completion
• Provide financing for a portion of the costs of the CID Project, including debt obligations secured by District revenues
• Provide for collection of CID Sales Tax
• District provides for its on-going administration
• Coordinate commercial development activities to support the CID Project |
| 2025 | <ul style="list-style-type: none">• Provide financing for a portion of the costs of the CID Project, including debt obligations secured by District revenues
• Provide for collection of CID Sales Tax
• District provides for its on-going administration
• Coordinate commercial development activities to support the CID Project |