

GRAIN VALLEY MARKETPLACE COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2022-1

**APPROVING THE MINUTES OF THE NOVEMBER 30, 2021
BOARD OF DIRECTORS MEETING**

WHEREAS, the Bylaws of the Grain Valley Marketplace Community Improvement District (the "District") require the District to keep minutes of the Board of Directors' meetings;

WHEREAS, The Board of Directors (the "Board") conducted an annual Board meeting on November 30, 2021; and

WHEREAS, minutes of such meeting have been prepared and circulated to members of the Board.

NOW, THEREFORE, BE IT RESOLVED, that the minutes of the Board of Directors meeting held on November 30, 2021 are attached hereto as **Exhibit A** and shall be and are hereby approved in all respects.

Passed by the Board of Directors of the Grain Valley Marketplace Community Improvement District on November 23, 2022.

EXHIBIT A

November 30, 2021 Meeting Minutes

THE GRAIN VALLEY MARKETPLACE COMMUNITY IMPROVEMENT DISTRICT

ANNUAL MEETING OF THE BOARD OF DIRECTORS OF THE DISTRICT

An annual meeting of the Board of Directors (the "Board") of the Grain Valley Marketplace Community Improvement District (the "District") was held on November 30, 2021 commencing at 3:00 p.m., at Grain Valley City Hall, located at 711 Main Street, Grain Valley, MO 64029, pursuant to notice duly given.

The following members of the Board were present: Robert de la Fuente, Sheryl Giambalvo, and Ken Murphy (Board members Tim Harris Stephanie Harris were absent). Also present was Amy Grant, Paralegal with Polsinelli PC, legal counsel for the District.

After determining that a simple majority of Board members was present and a quorum was recognized, the meeting was commenced.

Robert de la Fuente made a motion to adopt Resolution 2021-1, approving the minutes of the Board Meeting held on October 20, 2020. Sheryl Giambalvo seconded the motion, a vote was held, and the Board unanimously adopted Resolution 2021-1.

Robert de la Fuente made a motion to adopt Resolution 2021-2, approving the appointment of Robert de la Fuente as Vice Chairman and District Manager of the District, Timothy Harris as Chairman of the District, and Sheryl Giambalvo as Secretary and Treasurer of the District. Sheryl Giambalvo seconded the motion, a vote was held, and the Board unanimously adopted Resolution 2021-2.

Robert de la Fuente made a motion of adopt Resolution 2021-3, adopting the annual budget for FYE 12/31/2022 and appropriating funds. Sheryl Giambalvo seconded the motion, a vote was held, and the Board unanimously adopted Resolution 2021-3.

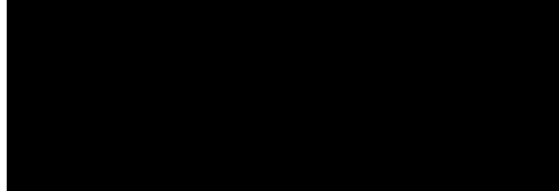
Robert de la Fuente made a motion to adopt Resolution 2021-4, authorizing preparation and submittal of FYE 12/31/2021 Annual Report to City Clerk and DED. Sheryl Giambalvo seconded the motion, a vote was held, and the Board unanimously approved Resolution 2021-4.

Robert de la Fuente made a motion to adopt Resolution 2021-5, authorizing preparation and submittal of FYE 12/31/2021 Financial Statement to State Auditor. Sheryl Giambalvo seconded the motion, a vote was held, and the Board unanimously approved Resolution 2021-5.

Next, the Board discussed the need to replace director Stephanie Harris with Blake Fulton. Robert de la Fuente instructed Ms. Grant to prepare Resolution 2021-6, accepting resignation of director and appointing interim director. Robert de la Fuente made a motion to adopt Resolution 2021-6, accepting resignation of director and appointing interim director. Sheryl Giambalvo seconded the motion, a vote was held, and the Board unanimously approved Resolution 2021-6.

There being no other business before the Board, Robert de la Fuente made a motion to adjourn the meeting, which was seconded by Sheryl Giambalvo. A vote was held, the motion unanimously carried, and the meeting was adjourned.

Respectfully submitted,



GRAIN VALLEY MARKETPLACE COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2022-2

APPOINTING OFFICERS OF THE DISTRICT

WHEREAS, the Bylaws of the Grain Valley Marketplace Community Improvement District (the “**District**”) require the District’s Board of Directors to appoint a Chairman, Vice Chairman, District Manager, Secretary, Treasurer and such other officers or employees as it deems necessary;


WHEREAS, the Board of Directors of the District desires to appoint a Chairman, Vice Chairman, District Manager, Secretary, Treasurer as the officers of the District in accordance with the Bylaws; and

WHEREAS, the Chairman, Vice Chairman, District Manager, Secretary, Treasurer shall have the powers and duties described in the Bylaws.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Grain Valley Marketplace Community Improvement District, as follows:

1. Robert de la Fuente is appointed Vice Chairman and District Manager of the District.
2. Timothy Harris is appointed Chairman of the District.
3. Sheryl Giambalvo is appointed Secretary/Treasurer of the District.
4. Each officer of the District shall exercise those powers and perform those duties as set forth in the Bylaws of the District.
5. This Resolution shall take effect immediately.

Passed by the Board of Directors of the Grain Valley Marketplace Community Improvement District on November 23, 2022.



GRAIN VALLEY MARKETPLACE COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2022-3

**ADOPT ANNUAL BUDGET FOR FYE DECEMBER 31, 2023 AND AUTHORIZE
APPROPRIATION OF FUNDS**

WHEREAS, the Grain Valley Marketplace Community Improvement District (the "District") is required to adopt an annual budget for the operation of the district;

WHEREAS, the District submitted to the City a proposed annual budget for FYE 12/31/2023, which is attached hereto as **Exhibit A**; and

WHEREAS, the District desires to adopt such budget for the operation of the District with respect to the District FYE 12/31/2023.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Grain Valley Marketplace Community Improvement District, as follows:

1. The District hereby adopts an annual budget for the District's FYE 12/31/2023, which is attached hereto as **Exhibit A**, and authorizes appropriation of funds in accordance therewith.
2. This Resolution shall take effect immediately.

Passed by the Board of Directors of the Grain Valley Marketplace Community Improvement District on November 23, 2022.

EXHIBIT A
FYE 12/31/2023 BUDGET

GRAIN VALLEY MARKETPLACE COMMUNITY IMPROVEMENT DISTRICT

FYE 12/31/2023 PROPOSED BUDGET

BUDGET MESSAGE:

It is anticipated that the District's sales tax revenues, and interest earned thereon, during the fiscal year will yield approximately \$375,100. The District's expenditures are anticipated to total \$464,550 which will be funded with the District's available funds.

Beginning in fiscal year 12/31/2017, NID Special Assessments will be assessed against the property within the NID for a period not to exceed twenty (20) years and paid by: (1) the property owners within the boundaries of the NID; and/or (2) with respect to Developer's Special Assessments, CID Sales Tax Revenues.

	<u>FYE 12/31/2023*</u>	<u>FYE 12/31/2022*</u>	<u>FYE 12/31/2021</u>
		(as amended)	(as amended)
FUNDS AVAILABLE:			
- Excess Revenues from previous fiscal year (cash on hand)	\$ 5,000	\$ 4,039	\$ 6,935
- Funds on Deposit with UMB Bank (trustee)	\$ 251,332	\$ 176,013	\$ 351,960
ESTIMATED REVENUE:			
- CID Sales Tax (1.0% effective August 1, 2011 - 50% Captured by TIF District)	\$ 375,000	\$ 375,000	\$ 354,059
- Interest Earned on District Bank Accounts	\$ 100	\$ 100	\$ 82
TOTAL ESTIMATED FUNDS AVAILABLE & REVENUE:	\$ 631,432	\$ 555,152	\$ 713,036
ESTIMATED EXPENDITURES:			
- City Administrative costs (1.5%)	\$ 5,625	\$ 5,625	\$ 5,248
- Audit	\$ 3,100	\$ 3,075	\$ 3,000
- Miscellaneous (including state tax reports)	\$ 1,325	\$ 1,325	-
- Legal Fees (City and Developer)	\$ 2,500	\$ 2,500	-
- Insurance	\$ 2,000	\$ 2,000	-
- Debt Service (TIF Bonds)	\$ 200,000	\$ 202,972	\$ 263,731
- Special Allocation Fund	\$ -	\$ (86,631)	\$ 86,631
- Payment/Reimbursement of Developer's NID Special Assessments ^A	\$ 250,000	\$ 167,955	\$ 174,374
TOTAL ESTIMATED EXPENDITURES:	\$ 464,550	\$ 298,820	\$ 532,984
FUNDS AVAILABLE:			
- Cash on Hand End of Fiscal Year	\$ 166,882	\$ 256,332	\$ 180,052

* Estimated values.

** The terms of the repayment of Developer Advances, including Interest thereon, is addressed and governed by that Second Amended and Restated Cooperative Agreement by and between the District, City and Developer

GRAIN VALLEY MARKETPLACE COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2022-4


**AUTHORIZING PREPARATION AND SUBMITTAL OF AN ANNUAL REPORT
FOR FYE 12/31/2022 TO CITY CLERK, DEPARTMENT OF ECONOMIC
DEVELOPMENT, DEPARTMENT OF REVENUE, AND STATE AUDITOR**

WHEREAS, State law requires that the District state the services provided, revenues collected, and expenditures made by the District during the most recently completed fiscal year, and that the District attach the written resolutions approved by the District's Board of Directors during that period under Section 67.1471.4, RSMo.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Grain Valley Marketplace Community Improvement District, as follows:

1. The District hereby directs its legal counsel, Polsinelli PC, to prepare and provide a copy of the 12/31/2022 Annual Report to the Executive Director and Treasurer of the District at its earliest opportunity.
2. To the extent that changes to the Annual Report may be required, the District authorizes the Executive Director and Treasurer to review and approve such changes on behalf of the District.
3. If Polsinelli PC does not receive any comments from any of the above-referenced parties within the earlier of fifteen (15) days after the report is delivered or the statutory due date for such report, the report shall be deemed approved and the District authorizes Polsinelli PC to submit such report to the City Clerk and Missouri Department of Economic Development on its behalf.
4. This Resolution shall take effect immediately

Passed by the Board of Directors of the Grain Valley Marketplace Community Improvement District on November 23, 2022.



GRAIN VALLEY MARKETPLACE COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2022-5

**AUTHORIZING PREPARATION AND SUBMITTAL OF AN ANNUAL REPORT
FOR FYE 12/31/2022 TO THE STATE AUDITOR**

WHEREAS, State law requires the District to file a financial report with the State Auditor's Office each year under Section 105.145, RSMo, and 15 CSR 40-3.030.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Grain Valley Marketplace Community Improvement District, as follows:

1. The District hereby directs its legal counsel, Polsinelli PC, to prepare and provide a copy of the FYE 12/31/2022 Financial Report to the Executive Director, Treasurer and the District's legal counsel, Polsinelli PC, at its earliest opportunity.
2. To the extent that changes to the attached financial statement may be required, the District authorizes the Executive Director and Treasurer to review and approve such changes on behalf of the District.
3. If the accountant does not receive any comments from any of the above-referenced parties within the earlier of fifteen (15) days after the report is delivered or the statutory due date for such report, the report shall be deemed approved and the District authorizes the accountant to submit such report to the Missouri State Auditor's Office on its behalf.
4. This Resolution shall take effect immediately.

Passed by the Board of Directors of the Grain Valley Marketplace Community Improvement District on November 23, 2022.

