

GRAIN VALLEY MERCADO COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2022-1

APPROVE MEETING MINUTES

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

WHEREAS, the Board of Directors of the District conducted a Board of Directors meeting on November 10, 2021; and

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

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE GRAIN VALLEY MERCADO COMMUNITY IMPROVEMENTS DISTRICT, AS FOLLOWS:

1. The minutes of the Board of Directors meeting held on November 10, 2021, attached hereto as **Exhibit A**, shall be and are hereby approved in all respects.
2. This Resolution shall take effect immediately.

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


ROBERT DE LA FUENTE, Chairman

EXHIBIT A

November 10, 2021 Meeting Minutes

[See Attached]

**THE GRAIN VALLEY MERCADO COMMUNITY IMPROVEMENT DISTRICT
MINUTES OF THE ANNUAL CID BOARD MEETING OF
THE BOARD OF DIRECTORS OF THE DISTRICT**

An annual meeting of the Board of Directors (the "Board") of the Grain Valley Mercado Community Improvement District (the "District") was held on November 10, 2021 commencing at 2:00 p.m., at Grain Valley City Hall, 711 Main Street, Grain Valley, Missouri 64029, pursuant to notice duly given.

The following members of the Board were present: Tim Harris, Robert de la Fuente, and Sheryl Giambalvo, (Board Member Ken Murphy was absent and Stephanie Harris has resigned). 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 2021-12, approving minutes of the April 15, 2021 meeting. Sheryl Giambalvo seconded the motion, a vote was held, and the Board unanimously adopted Resolution 2021-12.

Robert de la Fuente made a motion to adopt Resolution 2021-13, resignation of Stephanie Harris and appointment of Blake Fulton as interim director. Sheryl Giambalvo seconded the motion, a vote was held, and the Board unanimously adopted Resolution 2021-13.

Robert de la Fuente made a motion to adopt Resolution 2021-14, appoint officers of the District. Sheryl Giambalvo seconded the motion, a vote was held, and the Board unanimously adopted Resolution 2021-14.

Robert de la Fuente made a motion to adopt Resolution 2021-15, approve budget for FYE 12/31/2022 and appropriate funds. Sheryl Giambalvo seconded the motion, a vote was held, and the Board unanimously adopted Resolution 2021-15.

Robert de la Fuente made a motion to adopt Resolution 2021-16, authorize City to administer CID sales and use tax. Sheryl Giambalvo seconded the motion, a vote was held, and the Board unanimously adopted Resolution 2021-16.

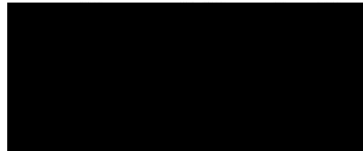
Robert de la Fuente made a motion to adopt Resolution 2021-17, authorize execution of Development Agreement. Sheryl Giambalvo seconded the motion, a vote was held, and the Board unanimously adopted Resolution 2021-17.

Robert de la Fuente made a motion to adopt Resolution 2021-18, authorize execution of Lease Agreement. Sheryl Giambalvo seconded the motion, a vote was held, and the Board unanimously adopted Resolution 2021-18.

Robert de la Fuente made a motion to adopt Resolution 2021-19, authorize 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 adopted Resolution 2021-19.

Robert de la Fuente made a motion to adopt Resolution 2021-20, authorize preparation and submittal of FYE 12/31/2021 Financial Statement to State Auditor's office. Sheryl Giambalvo seconded the motion, a vote was held, and the Board unanimously adopted Resolution 2021-20.

There being no other business to come before the meeting, 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.

A large black rectangular redaction box covers the signature of Sheryl Giambalvo.

Sheryl Giambalvo, Secretary

GRAIN VALLEY MERCADO 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 Mercado Community Improvement District (the “**District**”) require the District’s Board of Directors (the “**Board**”) to appoint a Chairman, Executive Director, Secretary, Treasurer and such other officers or employees as it deems necessary;

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

WHEREAS, the Chairman, Executive Director, Secretary, and 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 MERCADO COMMUNITY IMPROVEMENTS DISTRICT, AS FOLLOWS:

1. Tim Harris is appointed as the Executive Director of the District.
2. Robert de la Fuente is appointed as the Chairman of the District.
3. Sheryl Giambalvo is appointed as the Secretary and 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. Each officer of the District appointed above shall serve for a term of one year and until his or her successor has been duly appointed.
6. This Resolution shall take effect immediately.

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


Robert de la Fuente, Chairman

GRAIN VALLEY MERCADO COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2022-3

**APPROVING PROPOSED ANNUAL BUDGET FOR THE
FYE 12/31/2023 AND APPROPRIATE FUNDS**

WHEREAS, the Board of Directors (the “**Board**”) of Grain Valley Mercado **Community Improvement** District (the “**District**”) desires to adopt an annual budget for the operation of the District;

WHEREAS, the District has prepared a proposed annual budget for FYE 12/31/2023 and has provided a copy to the City for review and comment; and

WHEREAS, the District desires to adopt the proposed annual budget for the operation of the District with respect to the District’s FYE 12/31/2023.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE GRAIN VALLEY MERCADO COMMUNITY IMPROVEMENTS DISTRICT, AS FOLLOWS:

1. The District hereby adopts as its annual Budget with respect to the District’s FYE 12/31/2023, the Budget 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 Grain Valley Mercado Community Improvement District on November 23, 2022.


Robert de la Fuente, Chairman

EXHIBIT A

FYE 12/31/2023 BUDGET

GRAIN VALLEY MERCADO COMMUNITY IMPROVEMENT DISTRICT

FYE 12/31/2023 BUDGET

Budget Messages:

The Grain Valley Mercado Community Improvement District was established by the City Council for the City of Grain Valley, Missouri on February 8, 2021 by Ordinance No. 2537. The District was formed for the purpose of providing funding for the improvements, formation costs and operating/administrative costs of the District. The District's sole sources of revenue is 1% CID sales and use tax, the collection of the CID sales tax commenced on October 1, 2021.

	<u>FYE 12/31/2023*</u> (proposed)		<u>FYE 12/31/2022*</u> (as amended)		<u>FYE 12/31/2021</u> (actual)
FUNDS AVAILABLE:					
- Cash on Hand (Beginning of Fiscal Year)	\$ -		\$ 18,958.00		\$ 11,887.50
ESTIMATED REVENUE:					
- CID Sales Tax (1% effective 10/1/2021)**	\$ 35,000.00		\$ 12,000.00		\$ -
- Developer Advances	\$ -		\$ -		\$ 30,506.60
TOTAL ESTIMATED FUNDS AVAILABLE & REVENUE:	\$ 35,000.00		\$ 30,958.00		\$ 42,394.10
ESTIMATED EXPENDITURES:					
- Captured CID District Tax Revenues deposited into the TIF Special Allocation Fund (50%)	\$ 17,500.00		\$ 6,000.00		\$ -
- City Administration Fee (1% of District Revenues)	\$ 350.00		\$ 120.00		\$ -
- Formation Costs	\$ -		\$ -		\$ 23,436.10
- Improvement Costs	\$ -		\$ -		\$ -
- Operating/Administrative Costs	\$ 5,000.00		\$ 5,000.00		\$ -
- Payment of District's Reimbursable Project Costs [^]	\$ 12,150.00		\$ 19,838.00		\$ -
TOTAL ESTIMATED EXPENDITURES:	\$ 35,000.00		\$ 30,958.00		\$ 23,436.10
FUNDS AVAILABLE:					
- Cash on Hand End of Fiscal Year	\$ -		\$ -		\$ 18,958.00

* Estimated values.

** First CID Use Tax Distribution Notice and Manual Check received on 12/6/2021 but not deposited into CID bank account until after close of fiscal year.

[^] The terms of the repayment of Reimbursable Project Costs, including interest thereon, is addressed in the Comprehensive Development Incentive Agreement to be entered into by and between the City, TDD, CID, and Star Acquisitions, Inc.

GRAIN VALLEY MERCADO COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2022-4

**AUTHORIZING PREPARATION AND SUBMITTAL OF FYE 12/31/2022
ANNUAL REPORT TO THE CITY CLERK, DEPARTMENT OF ECONOMIC
DEVELOPMENT, DEPARTMENT OF REVENUE, AND 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 MERCADO COMMUNITY IMPROVEMENTS 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 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 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, Department of Economic Development, Department of Revenue and State Auditor's office on its behalf.
4. This Resolution shall take effect immediately.

PASSED by the Board of Directors of Grain Valley Mercado Community Improvement District on November 23, 2022


Robert de la Fuente, Chairman

GRAIN VALLEY MERCADO COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2022-5

**AUTHORIZING PREPARATION AND SUBMITTAL OF FYE 12/31/2022
ANNUAL REPORT 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 MERCADO COMMUNITY IMPROVEMENTS DISTRICT, AS FOLLOWS:

5. 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 District's legal counsel, Polsinelli PC, at its earliest opportunity.
6. 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.
7. If the accountant does not receive any comments from any of the above-referenced parties within the earlier of 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 Missouri State Auditor's Office on its behalf.
8. This Resolution shall take effect immediately.

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

Robert [REDACTED] Community Improvement District

GRAIN VALLEY MERCADO COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2022-6

NOMINATE SUCCESSOR DIRECTORS

WHEREAS, the Bylaws of the Grain Valley Mercado Community Improvement District (the "District") require that successor directors shall be appointed by the Mayor with consent of the Board of Alderman by resolution according to a slate submitted by the Board to the City Clerk; and

WHEREAS, the Board of Directors of the District desire to nominate successor directors to serve additional four year terms.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE GRAIN VALLEY MERCADO COMMUNITY IMPROVEMENTS DISTRICT, AS FOLLOWS:

1. Sheryl Giambalvo's current term expires on 4/15/2023. Sheryl Giambalvo's new term shall commence on 4/16/2023 and expire on 4/15/2026.
2. Blake Fulton's current term expires on 4/15/2023. Blake Fulton's new term shall commence on 4/16/2023 and expire on 4/15/2026.
3. Ken Murphy's current term expires on 4/15/2023. Ken Murphy's new term shall commence on 4/16/2023 and expire on 4/15/2026.
4. This resolution shall take effect immediately.

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


Robert de la Fuente, Chairman