



City of Broken Arrow
Meeting Agenda
Broken Arrow Economic Development
Authority

Chairperson Craig Thurmond
Vice Chair Scott Eudey
Trustee Mike Lester
Trustee Johnnie Parks
Trustee Debra Wimpee

Tuesday, August 1, 2017

Council Chambers
220 S. 1st Street
Broken Arrow, OK

AMENDED

**TIME: Follows City Council meeting which begins at 6:30 p.m. and the Broken Arrow
Municipal Authority meeting which follows City Council.**

1. Call to Order

2. Roll Call

3. Consideration of Consent Agenda

- A. [17-1690](#) Approval of Broken Arrow Economic Development Authority Meeting
Minutes of July 18, 2017

Attachments: [07-18-17 BAEDA Minutes](#)

- B. [16-1576](#) Approval of the Broken Arrow Economic Development Authority Claims
List for August 01, 2017

Attachments: [08-01-17 BAEDA CL](#)

4. Consideration of Items Removed from Consent Agenda

5. General Authority Business

- A. [17-2252](#) Consideration, discussion, and possible approval of Resolution No. 1021, a
Resolution of the Broken Arrow Economic Development Authority
accepting a General Warranty Deed from the City of Broken Arrow
conveying all rights, title and interest in the 1.864 acres of land located at
305 North Main Street; and authorizing execution of certain related
instruments; and containing other provisions relating thereto

Attachments: [08-01-2017 RESOLUTION NO 1021 BAEDA ACCEPTING DEED FROM CI
GENERAL WARRANTY DEED \(Oklahoma Statutory Form\)](#)

- B. [17-2500](#) Consideration, discussion, and possible approval of Resolution No. 1040, a
Resolution of the Broken Arrow Economic Development Authority
approving and authorizing execution of a certain Economic Development

Agreement by and among the Broken Arrow Economic Development Authority, the City of Broken Arrow, Oklahoma, and Milestone Capital, L.L.C.; designating representatives of the Broken Arrow Economic Development Authority for purposes of granting certain approvals and executing certain instruments as required under and in connection with said Agreement; and containing other provisions relating thereto

Attachments: [8-1-2017 Res. 1040- Economic Dev. Agreement Final.docx](#)

- C. [17-2497](#) Consideration, discussion, and possible approval of Resolution No. 1041, a Resolution of the Broken Arrow Economic Development Authority approving and authorizing execution of a certain Lease Agreement and Option to Purchase by and among the Broken Arrow Economic Development Authority and Milestone Capital, L.L.C. designating representatives of the Broken Arrow Economic Development Authority for purposes of granting certain approvals and executing certain instruments as required under and in connection with said Lease Agreement and Option to Purchase; and containing other provisions relating thereto

Attachments: [8-1-2017 Res. 1041- Milestone Lease.docx](#)

6. Executive Session - - NONE

7. Adjournment

NOTICE:

If you wish to speak at this evening's meeting, please fill out a "Request to Speak" form. The forms are available from the City Clerk's table or at the entrance door. Please turn in your form prior to the start of the meeting. Topics are limited to items on the currently posted agenda, or relevant business.

All cell phones and pagers must be turned OFF or operated SILENTLY during meetings.

Exhibits, petitions, pictures, etc., shall be received and deposited in case files to be kept at the Broken Arrow City Hall. If you are a person with a disability and need some accommodation in order to participate in this meeting, please contact the City Clerk at 918-259-2400 Ext. 5418 to make arrangements.

POSTED this ____ day of _____, _____, at _____
a.m./p.m.

City Clerk



City of Broken Arrow

Fact Sheet

File #: 17-1690, Version: 1

**Broken Arrow Economic Development Authority
Meeting of: August 1, 2017**

To: Chairman and Authority Members

From: Office of the City Clerk

Title: Approval of Broken Arrow Economic Development Authority Meeting Minutes of July 18, 2017

Background: Minutes recorded for the Broken Arrow Economic Development Authority Meeting

Cost: \$0

Prepared By: Lisa Blackford, City Clerk

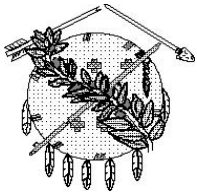
Reviewed By: Russell Gale, Assistant City Manager of Administration

Beth Anne Childs, City Attorney

Approved By: Michael L. Spurgeon, City Manager

Attachments: Broken Arrow Economic Development Authority minutes of July 18, 2017

Recommendation: Approval of the minutes of July 18, 2017 for the Broken Arrow Economic Development Authority meeting



City of Broken Arrow
Minutes
Broken Arrow Economic Development Authority

City Hall
220 S 1st Street
Broken Arrow OK
74012

Chairperson Craig Thurmond
Vice Chair Scott Eudey
Trustee Mike Lester
Trustee Johnnie Parks
Trustee Debra Wimpee

Tuesday, July 18, 2017

Council Chambers

1. Call to Order

Vice Chair Scott Eudey called the meeting to order at approximately 7:51 p.m.

2. Roll Call

Present: 3 - Debra Wimpee, Mike Lester, Scott Eudey

Absent: 2 - Craig Thurmond, Johnnie Parks

3. Consideration of Consent Agenda

Vice Chair Eudey asked if there were any items to remove from the Consent Agenda. There being none, he asked for a motion.

MOTION: A motion was made by Mike Lester, seconded by Debra Wimpee.

Move to approve the Consent Agenda.

The motion carried by the following vote:

Aye: 3 - Debra Wimpee, Mike Lester, Scott Eudey

A. 17-1687 **Approval of Broken Arrow Economic Development Authority Meeting Minutes of July 3, 2017**

B. 16-1573 **Approval of the Broken Arrow Economic Development Authority Claims List for July 18, 2017**

4. Consideration of Items Removed from Consent Agenda

There were no items removed from the Consent Agenda. No action was required or taken.

5. Public Hearings, Appeals, Presentations, Recognitions, Awards

There were no public hearings, appeals, presentations, recognitions or awards.

6. General Authority Business

There was no General Authority Business.

7. Executive Session

There was no Executive Session.

8. Adjournment

The meeting adjourned at approximately 7:52 p.m.

MOTION: A motion was made by Debra Wimpee, seconded by Mike Lester.

Move to adjourn

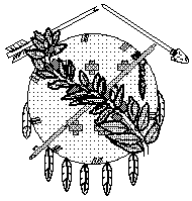
The motion carried by the following vote:

Aye: **3 -** Debra Wimpee, Mike Lester, Scott Eudey

Attest:

Chairman

Secretary



City of Broken Arrow

Fact Sheet

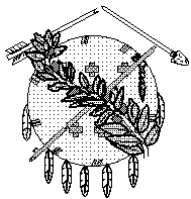
File #: 16-1576, **Version:** 1

PREPARED 7/28/17, 9:48:01
PROGRAM GM314L
CITY OF BROKEN ARROW

ACCOUNTS PAYABLE BY FUND/ DUE DATE

PAGE 46

FUND	087	BAEDA					
DATE	VENDOR	VENDOR	VOUCHER	I NVOI CE	ACCOUNT		AMOUNT
DUE	NO	NAME	NO	NO	NO		
7/25/2017	7824	BROKEN ARROW ECONOMIC	000687	AUG 2017	087-1700-419.50-70		32,292.00
			000688	AUG/2017	087-1700-419.50-70		17,500.00
					7/25/2017 TOTAL -		49,792.00
					FUND 087 TOTAL -		49,792.00



City of Broken Arrow

Fact Sheet

File #: 17-2252, Version: 1

Broken Arrow Economic Development Authority

Meeting of: 08-1-2017

To: Chairman and Authority Members

From: Office of the City Attorney

Title:

Consideration, discussion, and possible approval of Resolution No. 1021, a Resolution of the Broken Arrow Economic Development Authority accepting a General Warranty Deed from the City of Broken Arrow conveying all rights, title and interest in the 1.864 acres of land located at 305 North Main Street; and authorizing execution of certain related instruments; and containing other provisions relating thereto

Background:

On February 12, 2016, the City purchased 1.864 acres located at 305 North Main street in the amount of \$600,000.00, plus attorney's fees and related costs. Due to the dilapidated condition of the structures and appurtenances located on the Real Property, the City entered into a construction contract with ARK Wrecking Company of Oklahoma, Inc. for demolition in the amount of \$87,140.00, said demolition being completed in 2016. It was initially contemplated that the City would either use the Real Property for its own purposes or declare it surplus and transfer it to the Broken Arrow Economic Development Authority (the "Authority") for sale in the amount of the City's investment (approximately \$701,151.40), and as part of a comprehensive economic development activity. In order to assist the City Council and the Trustees of the Authority with evaluation of all potential options, the Broken Arrow Economic Development Corporation (the "BAEDC") issued two (2) different Requests for Proposals (RFP's) for development of the property. Responses to the first RFP were received and evaluated in 2016. After due consideration, investors negotiating with the BAEDC and the City advised that they could not advance development of the property without significantly decreasing the size and scope of the proposed development. Following this development, the BAEDC issued a second RFP with the recognition that a long term lease of the land or additional incentives would be necessary to maximize the size, scope and quality of any development on the parcel.

In February of 2017, Cowen Construction ("Cowen") submitted a comprehensive response to the RFP. On March 21, 2017, the City Council authorized the City Manager to enter into formal negotiations with Cowen for a comprehensive economic development package. Cowen is a premier General Contractor that has been in business for over 121 years. Thereafter, Milestone Capital, LLC., (the "Developer") an Oklahoma Limited Liability Company formed by representatives of Cowen for purposes of developing the property, have agreed to construct a four-story building consisting of mixed uses. The project will consist of approximately 31,660 Square Feet of retail, restaurant and office space on the street level of the building. The project will also consist of approximately 89,420 square feet of one (1) and two (2) bedroom residential units located on the upper three (3) floors of the building. Developer's investment is estimated to be \$17,474,799.00, plus an additional \$577,742.00 in engineering, design and surveying costs. Of this figure, it is estimated that the City will receive \$260,549.00 in sales and use taxes for the materials necessary for construction. Sales taxes realized by the City from the Project are expected to exceed \$150,000.00 annually. Taxes on the improvements are expected to

exceed \$250,000.00 annually. In part by reason of the property being made available and the Authority making certain improvements to infrastructure, Developer has agreed to undertake this project.

Pursuant to State law and City Ordinance, the City has declared the Real Property surplus and has authorized the transfer of the Real Property to the Authority for good and valuable consideration. This was accomplished through Resolution Number 1019. The attached Resolution Number 1020 of the Broken Arrow Economic Development Authority accepts the General Warranty Deed.

Resolution Number 1042 of the Council and Resolution Number 1040 of the Authority, both of which are on this Agenda for consideration, approve and authorize execution of a comprehensive Economic Development Agreement between the Developer, the City and the Authority. This Agreement provides that the Authority will lease the real property to the Developer for a term of 99 years. The Developer will build the project consistent with the parameters set forth above. The Authority will also upgrade the waterline providing service to the site, extend the downtown streetscape to encompass the project, and relocate various utilities. Resolution Number 1041 of the Authority approves a comprehensive Lease with the Developer. It also provides for an option to purchase by the Developer for the amount of the City's investment within a five (5) year period of time, but only after the project is complete. After that time, it provides for acquisition for fair market value. Importantly, any proceeds of sale would need to be returned to their original funding source.

Resolution Number 1021 authorizes acceptance of a General Warranty Deed from the City. It also authorizes execution of any necessary instruments. Staff recommends that the Council approve Resolution Number 1021 and authorize its execution.

Cost: No cost

Prepared By: Beth Anne Wilkening, City Attorney

Reviewed By: Legal Department
Finance Department
Engineering and Construction Department
Assistant City Manager - Operations

Approved By: Michael L. Spurgeon, City Manager

Attachments: Resolution No. 1021
General Warranty Deed
Cowan Proposal

Recommendation:

Approve Resolution No. 1021 and authorize its execution.

RESOLUTION NO. 1021

A RESOLUTION OF THE BROKEN ARROW ECONOMIC DEVELOPMENT AUTHORITY ACCEPTING A GENERAL WARRANTY DEED FROM THE CITY OF BROKEN ARROW CONVEYING ALL RIGHT, TITLE AND INTEREST IN THE 1.864 ACRES OF LAND LOCATED AT 305 NORTH MAIN STREET; AND AUTHORIZING EXECUTION OF CERTAIN RELATED INSTRUMENTS; AND CONTAINING OTHER PROVISIONS RELATING THERETO

WHEREAS, downtown Broken Arrow has reinvented itself several times with the adoption of the 2005 Downtown Master Plan, establishment of the Rose District, and ongoing beautification and infrastructure projects; and

WHEREAS, establishing an Arts and Entertainment District has resulted in the attraction of new mixed use developments, including restaurants, retail stores, residential lots and offices along Main Street and within the Rose District; and

WHEREAS, the current downtown maintains a core of museums, a farmer's market, churches, city offices, long established banks, restaurants, clothing retail, furniture specialty stores, manufacturing, aviation simulation and many other businesses; and

WHEREAS, over 100 businesses, churches and services are located in the corridor around downtown and within the Rose District; and

WHEREAS, in order to keep this momentum progressing, representatives of the Broken Arrow Economic Development Corporation, (the "BAEDC"), the Chamber of Commerce (the "Chamber") and the City of Broken Arrow's Economic Development Coordinator are actively recruiting investors to the Rose District, especially those that will focus on mixed-use development with a residential component; and

WHEREAS, one area of particular interest to the City, the BAEDC, and the Chamber was a tract of real property located at 305 North Main Street, in the City of Broken Arrow, Oklahoma (the "Real Property"); and

WHEREAS, the Real Property consisted of approximately 1.864 acres, and included a dilapidated, unoccupied former church structure, parking lots, and other outdated appurtenances; and

WHEREAS, despite the best efforts of the BAEDC and the Chamber, the Real Property remained in a dilapidated state, impairing further development of the Rose District; and

WHEREAS, the BAEDC and the Chamber approached City representatives about the City's acquisition of the Real Property and demolition of the identified structures and appurtenances to create further continued development in the downtown area and in the Rose District; and

WHEREAS, in support of the City of Broken Arrow's efforts and in the interest of securing the Real Property, the BAEDC worked with AR&H, LLC to enter into a Contract for Sale of Real Estate with the William K. Myers, Sr. Revocable Living Trust at the Contract-stated purchase price of \$600,000.00; and

WHEREAS, at the request of the BAEDC, the City of Broken Arrow accepted assignment of all of AR&H, LLC's interest in, to and under the Contract for Sale of Real Estate, dated November 19, 2015; and

WHEREAS, on February 12, 2016, the City finalized the sale and acquired the Real Property for the sum of \$600,000.00 plus attorney's fees and related costs; and

WHEREAS, due to the dilapidated condition of the structures and appurtenances, the City entered into a construction contract with ARK Wrecking Company of Oklahoma, Inc. for demolition in the amount of \$87,140.00, said demolition being completed in 2016; and

WHEREAS, it was initially contemplated that the City would either use the Real Property for its own purposes or declare it surplus and transfer it to the Broken Arrow Economic Development Authority (the "Authority") for sale in the amount of the City's investment (approximately \$701, 151.40), and as part of a comprehensive economic development activity; and

WHEREAS, in order to assist the City Council and the Trustees with evaluation of all potential options, the BAEDC issued two (2) different Requests for Proposals (RFP's) for development of the Real Property; and

WHEREAS, responses to the first RFP were received and evaluated in 2016; and

WHEREAS, after due consideration, investors negotiating with the BAEDC and the City advised that they could not advance development of the Real Property without significantly decreasing the size and scope of the proposed development; and

WHEREAS, following this development, the BAEDC issued a second RFP with the recognition that a long term lease of the land or additional incentives would be necessary to maximize the size, scope and quality of any development on the Real Property; and

WHEREAS, in February of 2017, Cowen Construction ("Cowen") submitted a comprehensive response to the RFP; and

WHEREAS, on March 21, 2017 the City Council authorized the City Manager to enter into formal negotiations with Cowen for a comprehensive economic development package for the Real Property; and

WHEREAS, Cowen is a premier General Contractor that has been in business for over 121 years; and

WHEREAS, thereafter, Milestone Capital, LLC., (the "Developer") an Oklahoma Limited Liability Company formed by representatives of Cowen for purposes of developing the Real Property, have agreed to construct a four story building consisting of residential, retail, restaurant and office uses ("the Project"); and

WHEREAS, the Project will consist of approximately 31,660 Square Feet of retail, restaurant and office space on the street level of the building; and

WHEREAS, the Project will also consist of approximately 89,420 square feet of one (1) and two (2) bedroom residential units located on the upper three (3) floors of the building; and

WHEREAS, Developer's investment in the Project is estimated to be \$17,474,799.00, plus an additional \$577,742.00 in engineering, design and surveying costs; and

WHEREAS, of this figure, it is estimated that the City will receive \$260,549.00 in sales and use taxes for the materials necessary for construction of the Facilities and the Project; and

WHEREAS, sales taxes realized by the City from the Project are expected to exceed \$150,000.00 annually; and

WHEREAS, taxes on the improvements of the Project are expected to exceed \$250,000.00 annually; and

WHEREAS, in part by reason of the Real Property being made available and the Authority making certain improvements to infrastructure, Developer has agreed to undertake the Project; and

WHEREAS, in the interest of obtaining the Developer's investment in Downtown Broken Arrow, the City and the Authority have determined the Real Property should be made available via a lease to Developer for the sum of \$1.00 per year; and

WHEREAS, the City recognizes that the development and realization of the Project are reasonably expected to provide direct economic benefits within and near the City in retaining and likely increasing City sales tax receipts; increasing ad valorem tax revenues to be derived by the City, Tulsa County, Oklahoma, Independent School District No. 3 of Tulsa County, Oklahoma, and other local and area governmental entities from time to time benefiting therefrom; generally enhancing property values, both residential and commercial, within the City; and otherwise contributing significantly to the economic well-being of the citizens and residents within and near the City, and those of Tulsa County and the State of Oklahoma (the "State"); and

WHEREAS, the Authority was created under a certain Trust Indenture dated November 19, 1973, as amended March 11, 1982, August 4, 1983, and March 18, 2014 (the "Authority Trust Indenture"), as a public trust for the use and benefit of its sole beneficiary, the City, under BAEDC of and pursuant to Title 60, Oklahoma Statutes, §§176, *et seq.*; and

WHEREAS, among the Authority Trust Indenture's stated purposes are those of promoting and encouraging the development of industry and commerce within and without the territorial limits of the City by instituting, furnishing, providing and supplying property, improvements and services for the City and for the inhabitants, owners and occupants of property, and governmental, industrial, commercial and mercantile entities, establishments and enterprises within and without the City; promoting the general convenience, general welfare and public safety of the residents of the City; acquiring by purchase real property useful in instituting, furnishing, providing, or supplying any of the aforementioned property, improvements and services; complying with the terms and conditions of contracts made in connection with or for the acquisition of any of said properties; receiving funds, property and other things of value from, among others, the City; and participating in programs of the State and others which are to the advantage of the City and the Authority's undertakings, and the Authority has determined that its undertakings and the

performance of its obligations in accepting its interests in are authorized and proper functions under the Authority's Trust Indenture; and

WHEREAS, the Broken Arrow Economic Development Authority is a Title 60 Public Trust legally authorized to own and transfer ownership in real property; and

WHEREAS, the Authority deems it appropriate to accept a General Warranty Deed conveying all right, title, and interest in the Real Property and in providing for the implementation of the Project and determines that such actions are in the best interests of the City and the health, safety and welfare of the City and residents within and near the City.

NOW THEREFORE BE IT RESOLVED BY THE TRUSTEES OF THE BROKEN ARROW ECONOMIC DEVELOPMENT AUTHORITY, THAT:

1. The Broken Arrow Economic Development Authority hereby accepts all right, title and interest in the 1.864 acres of land located at 305 North Main Street, legally described as Lots One (1) thru Twenty-two (22), Block Eighteen (18), ORIGINAL TOWN OF BROKEN ARROW, Tulsa County, State of Oklahoma, according to the recorded Plat thereof, and any and all Deeds necessary to complete this transaction.
2. The Chairman is hereby authorized to approve, accept and execute the General Warranty Deed or other document conveying the real property legally described above.

Approved and adopted by the Broken Arrow Economic Development Authority, at a regular meeting thereof, advance public notice of which was duly given and at which a majority of said Trustees were present, this 1st day of August, 2017.

BROKEN ARROW ECONOMIC
DEVELOPMENT AUTHORITY

ATTEST: (SEAL)

Chairman

Secretary

APPROVED AS TO FORM AND LEGALITY:

City Attorney

GENERAL WARRANTY DEED
(Oklahoma Statutory Form)

THIS INDENTURE: Made this 1st day of August, 2017, between the City of Broken Arrow, an Oklahoma Municipal Corporation, party of the first part and the Broken Arrow Economic Development Authority, an Oklahoma public trust (together with its successors and assigns, the "Authority"), party of the second part.

WITNESSETH, that in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration, receipt of which is hereby acknowledged, said party of the first part, does by these presents, grant, bargain, sell and convey unto said party of the second part, its successors and assigns, all of the following described real estate, situated in the County of Tulsa, State of Oklahoma, to-wit:

Lots One (1) thru Twenty-two (22), Block Eighteen (18), ORIGINAL TOWN OF BROKEN ARROW, Tulsa County, State of Oklahoma, according to the recorded Plat thereof.

TO HAVE AND TO HOLD THE SAME, together with all and singular the tenements, hereditaments and appurtenances thereto belonging or in any wise appertaining forever.

And said party of the first part, its successors or assigns, does hereby covenant, promise and agree to and with said party of the second part, at the delivery of these presents it is lawfully seized in its own right of an absolute and indefeasible estate of inheritance in fee simple, of and in all singular, the above granted and described premises, with appurtenances; that the same are free, clear, and discharged and unencumbered of and from all former and other grants, titles, charges, estates, judgments, taxes, assessments and encumbrances, of whatsoever nature and kind, EXCEPT: Easements and building restrictions of record and special assessments not yet due; and that party of the first part will WARRANT and FOREVER DEFEND the same unto the said party of the second part, its successors or assigns, against said party of the first part, its successors and assigns and all and every person or persons whomsoever, lawfully claiming or to claim the same.

IN WITNESS WHEREOF, the party of the first part, has hereunto set its hand the day and year first above written.

City of Broken Arrow

By: _____
Mayor

STATE OF OKLAHOMA)
)ss.
COUNTY OF TULSA)

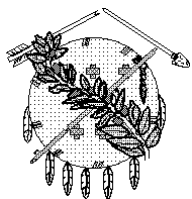
 This instrument was acknowledged before me on the 1st day of August, 2017 by Craig
Thurmond, Mayor of the City of Broken Arrow, Oklahoma, a municipal corporation.

My Commission Expires: _____

Notary Public

Approved as to Form:

Assistant City Attorney



City of Broken Arrow

Fact Sheet

File #: 17-2500, Version: 1

Broken Arrow Economic Development Authority

Meeting of: 08-01-2017

To: Chairman and Authority Members
From: Office of the City Attorney

Title:

Consideration, discussion, and possible approval of Resolution No. 1040, a Resolution of the Broken Arrow Economic Development Authority approving and authorizing execution of a certain Economic Development Agreement by and among the Broken Arrow Economic Development Authority, the City of Broken Arrow, Oklahoma, and Milestone Capital, L.L.C.; designating representatives of the Broken Arrow Economic Development Authority for purposes of granting certain approvals and executing certain instruments as required under and in connection with said Agreement; and containing other provisions relating thereto

Background:

On February 12, 2016, the City purchased 1.864 acres located at 305 North Main Street in the amount of \$600,000.00, plus attorney's fees and related costs. Due to the dilapidated condition of the structures and appurtenances located on the property, the City entered into a construction contract with ARK Wrecking Company of Oklahoma, Inc. for demolition in the amount of

\$87,140.00, said demolition being completed in 2016. It was initially contemplated that the City would either use the property for its own purposes or declare it surplus and transfer it to the Broken Arrow Economic Development Authority (the "Authority") for sale in the amount of the City's investment (approximately \$701,151.40), and as part of a comprehensive economic development activity. In order to assist the City Council and the Trustees of the Authority with evaluation of all potential options, the Broken Arrow Economic Development Corporation ("BAEDC") issued two (2) different Requests for Proposals (RFP's) for development of the property. Responses to the first RFP were received and evaluated in 2016. After due consideration, investors negotiating with the BAEDC and the City advised that they could not advance development of the property without significantly decreasing the size and scope of the proposed development. Following this development, the BAEDC issued a second RFP with the recognition that a long term lease of the land or additional incentives would be necessary to maximize the size, scope and quality of any development.

In February of 2017, Cowen Construction ("Cowen") submitted a comprehensive response to the RFP. On March 21, 2017, the City Council authorized the City Manager to enter into formal negotiations with Cowen for a comprehensive economic development package. Cowen is a premier General Contractor that has been in business for over 121 years. Thereafter, Milestone Capital, LLC., (the "Developer") an Oklahoma Limited Liability Company formed by representatives of Cowen for purposes of developing the property, have agreed to construct a four story building with mixed uses. The project will consist of approximately 31,660 Square Feet of retail, restaurant and office space on the street level of the building. It will also consist of approximately 89,420 square feet of one (1) and two (2) bedroom residential units located on the upper three (3) floors of the

building. Developer's investment is estimated to be \$17,474,799.00, plus an additional \$577,742.00 in engineering, design and surveying costs. Of this figure, it is estimated that the City will receive \$260,549.00 in sales and use taxes for the materials necessary for construction. Sales taxes realized by the City are expected to exceed \$150,000.00 annually. Taxes on the improvements are expected to exceed \$250,000.00 annually. In part by reason of the property being made available and the Authority making certain improvements to infrastructure, Developer has agreed to undertake this project.

Resolution Number 1019 of the Broken Arrow City Council declared this property surplus and authorized execution of a General Warranty Deed transferring the property to the Authority. This was accomplished for economic development purposes and, specifically, as set forth in the Economic Development Agreement between the City, the Authority and the Developer. By Resolution Number 1021, the Broken Arrow Economic Development Authority accepted the General Warranty Deed.

The Economic Development Agreement provides that the Authority will lease the real property to the Developer for a term of 99 years. The Developer will build the project consistent with the parameters set forth above. The Authority will also upgrade the waterline serving the site, extend the downtown streetscape to encompass the project, and relocate on-site utilities. Resolution Number 1041 of the Authority formally approves a comprehensive Lease with the Developer. It also provides for an option to purchase in the amount of the City's investment within a five (5) year period of time and once the project is substantially complete. After that time, it provides for acquisition for fair market value. Importantly, any proceeds of sale would need to be returned to their original funding source.

In the interest of obtaining the Developer's investment in Downtown Broken Arrow, Staff recommends approval of a comprehensive Economic Development Agreement. As this project will have direct economic benefits within and near the City as they will retain and likely increase sales taxes realized by the City from the Development, Staff recommends that the Council approve Resolution No. 1040 and authorize its execution.

Cost: **As set forth in the Economic Development Agreement**

Prepared By: **Beth Anne Wilkening, City Attorney**

Reviewed By: **Legal Department
Finance Department
Engineering and Construction Department
Assistant City Manager - Operations**

Approved By: **Michael L. Spurgeon, City Manager**

Attachments: **Resolution No. 1040
Economic Development Agreement (to be provided on Tuesday)**

Recommendation:
Approve Resolution No. 1040 and its execution

RESOLUTION NO. 1040

A RESOLUTION OF THE BROKEN ARROW ECONOMIC DEVELOPMENT AUTHORITY APPROVING AND AUTHORIZING EXECUTION OF A CERTAIN ECONOMIC DEVELOPMENT AGREEMENT BY AND AMONG THE BROKEN ARROW ECONOMIC DEVELOPMENT AUTHORITY, THE CITY OF BROKEN ARROW, OKLAHOMA, AND MILESTONE CAPITAL L.L.C.; DESIGNATING REPRESENTATIVES OF THE BROKEN ARROW ECONOMIC DEVELOPMENT AUTHORITY FOR PURPOSES OF GRANTING CERTAIN APPROVALS AND EXECUTING CERTAIN INSTRUMENTS AS REQUIRED UNDER AND IN CONNECTION WITH SAID AGREEMENT; AND CONTAINING OTHER PROVISIONS RELATING THERETO

WHEREAS, downtown Broken Arrow has reinvented itself several times with the adoption of the 2005 Downtown Master Plan, establishment of the Rose District, and ongoing beautification and infrastructure projects; and

WHEREAS, establishing an Arts and Entertainment District has resulted in the attraction of new mixed use developments, including restaurants, retail stores, residential lots and offices along Main Street and within the Rose District; and

WHEREAS, the current downtown maintains a core of museums, a farmer's market, churches, city offices, long established banks, restaurants, clothing retail, furniture specialty stores, manufacturing, aviation simulation and many other businesses; and

WHEREAS, over 100 businesses, churches and services are located in the corridor around downtown and within the Rose District; and

WHEREAS, in order to keep this momentum progressing, representatives of the Broken Arrow Economic Development Corporation, (the "BAEDC"), the Chamber of Commerce (the "Chamber") and the City of Broken Arrow's Economic Development Coordinator are actively recruiting investors to the Rose District, especially those that will focus on mixed-use development with a residential component; and

WHEREAS, one area of particular interest to the City, the BAEDC, and the Chamber was a tract of real property located at 305 North Main Street, in the City of Broken Arrow, Oklahoma (the "Real Property"); and

WHEREAS, the Real Property, consisted of approximately 1.864 acres, and included a dilapidated, unoccupied former church structure, parking lots, and other outdated appurtenances; and

WHEREAS, despite the best efforts of the BAEDC and the Chamber, the Real Property remained in a dilapidated state, impairing further development of the Rose District; and

WHEREAS, the BAEDC and the Chamber approached the City representatives about the City's acquisition of the Real Property and demolition of the identified structures and

appurtenances to create further continued development in the downtown area and in the Rose District; and

WHEREAS, in support of the City's efforts and in the interest of securing the Real Property, the BAEDC worked with AR&H, LLC to enter into a Contract for Sale of Real Estate with the William K. Myers, Sr. Revocable Living Trust at the Contract-stated purchase price of \$600,000.00; and

WHEREAS, at the request of the BAEDC, the City accepted assignment of all of AR&H, L.L.C.'s interest in, to and under the Contract for Sale of Real Estate, dated November 19, 2015; and

WHEREAS, on February 12, 2016, the City finalized the sale and acquired the Real Property for the sum of \$600,000.00 plus attorney's fees and related costs; and

WHEREAS, due to the dilapidated condition of the structures and appurtenances, the City entered into a construction contract with ARK Wrecking Company of Oklahoma, Inc. for demolition in the amount of \$87,140.00, said demolition being completed in 2016; and

WHEREAS, it was initially contemplated that the City would either use the Real Property for its own purposes or declare it surplus and transfer it to the Authority for sale in the amount of the City's investment (approximately \$701,151.40), and as part of a comprehensive economic development activity; and

WHEREAS, in order to assist the City Council and the Trustees with evaluation of all potential options, the BAEDC issued two (2) different Requests for Proposals (RFP's) for development of the Real Property; and

WHEREAS, responses to the first RFP were received and evaluated in 2016; and

WHEREAS, after due consideration, investors negotiating with the BAEDC and the City advised that they could not advance development of the Real Property without significantly decreasing the size and scope of the proposed development; and

WHEREAS, following this development, the BAEDC issued a second RFP with the recognition that a long term lease of the land or additional incentives would be necessary to maximize the size, scope and quality of any development on the Real Property; and

WHEREAS, in February of 2017, Cowen Construction ("Cowen") submitted a comprehensive response to the RFP; and

WHEREAS, on March 21, 2017 the City Council authorized the City Manager to enter into formal negotiations with Cowen for a comprehensive economic development package for the Real Property; and

WHEREAS, Cowen is a premier General Contractor that has been in business for over

121 years; and

WHEREAS, thereafter, Milestone Capital, L.L.C., (the “Developer”) an Oklahoma Limited Liability Company formed by representatives of Cowen for purposes of developing the Real Property, have agreed to construct a four story building consisting of residential, retail, restaurant and office uses (“the Project”); and

WHEREAS, the Project will consist of approximately 31,660 Square Feet of retail, restaurant and office space on the street level of the building; and

WHEREAS, the Project will also consist of approximately ninety (90) one (1) and two (2) bedroom residential units located on the upper three (3) floors of the building, and consisting of approximately 89,420 Square Feet; and

WHEREAS, Developer’s investment in the Project is estimated to be \$17,474,799.00, plus an additional \$577,742.00 in engineering, design and surveying costs; and

WHEREAS, of this figure, it is estimated that the City will receive \$260,549.00 in sales and use taxes for the materials necessary for construction of the Facilities and the Project; and

WHEREAS, sales taxes realized by the City from the Project are expected to exceed \$150,000.00 annually; and

WHEREAS, taxes on the improvements of the Project are expected to exceed \$250,000.00 annually; and

WHEREAS, in part by reason of the Real Property being made available and the City making certain improvements to infrastructure, Developer has agreed to undertake the Project; and

WHEREAS, in the interest of obtaining the Developer’s investment in Downtown Broken Arrow, the City and the Authority have determined the Real Property available via a lease to Developer for the sum of \$1.00 per year; and

WHEREAS, in anticipation of execution of this Agreement, the City declared the Real Property surplus, and transferred it to the Authority; and

WHEREAS, the Authority recognizes that the development of the Project will have direct economic benefits within and near the City as they will retain and likely increase sales taxes realized by the City from the Development, increase ad valorem revenues derived by the City, Tulsa County, Oklahoma, Independent School District No. 3 of Tulsa County, Oklahoma, and other local and area governmental entities from time to time benefiting therefrom, generally enhance property values, both residential and commercial, within the City, and otherwise contribute significantly to the economic well-being of the citizens and residents within and near the City, and those of Tulsa County and the State of Oklahoma (the “State”); and

WHEREAS, implementation of an Economic Development Agreement (the “Agreement”), which will derive the aforesaid benefits, would otherwise be difficult or impossible without certain forms of public assistance for the Project and the involvement of the City and the Authority; and

WHEREAS, the Authority seeks to promote development in this area in order to retain and expand employment, enhance the tax base, stimulate economic growth, improve the quality of life in the City, and strengthen the community; and

WHEREAS, the Authority also recognizes that the Project and its operations will have additional direct and indirect economic benefits within and near the City, in Tulsa County and in the State through, including without limitation, diversifying the local economy, providing economic stimulus for additional employment and other development; and

WHEREAS, the Authority deems it appropriate to approve the execution and delivery of this Agreement in providing for the implementation of the Project and determines such actions are in the best interests of the City and the health, safety, and welfare of the City and residents within and near the City

NOW, THEREFORE, BE IT RESOLVED BY THE TRUSTEES OF THE BROKEN ARROW ECONOMIC DEVELOPMENT AUTHORITY THAT:

1. The Economic Development Agreement is hereby approved and shall be executed substantially in the form thereof submitted at the meeting at which this Resolution was approved and as finally approved by the Chairman or Vice Chairman, as the case may be, and shall be executed for and on behalf of the Authority by its Chairman or Vice Chairman, as the case may be and attested by the Secretary, and for and on behalf of the other parties thereto by their respective authorized officers. The Economic Development Agreement is hereby authorized for execution and delivery, subject to such minor changes, insertions and omissions in such filings of blanks therein as may be approved and made in the form thereof by the Officers of the Authority executing the same pursuant to this section. The execution of the Economic Development Agreement for and on behalf of the other parties thereto by their respective authorized officers and for and on behalf of the Authority by its Chairman or Vice Chairman as the case may be, with the official seal of the Authority affixed and attested by the signature of the Secretary, shall be conclusive evidence of the approval of any changes, insertions, omissions and filling of blanks.

2. All prior transfers made in connection with preparations for and the preparations of the Economic Development Agreement, including, without limitation, those made for the payment of legal services, engineering fees and costs, surveys, appraisals, and inspection payments are hereby approved and ratified.

3. The Chairman and the City Manager are hereby designated as representatives of the Authority for purposes of granting certain approvals and executing certain instruments for and on behalf of the Authority as required under the terms and/or as from time to time required under

and/or in connection with the performance of the Authority's obligations under the Economic Development Agreement.

4. It is the intention of the Trustees hereof that the officers of the Authority shall, and they are hereby ex officio authorized and directed to, do any and all lawful acts and deeds to effectuate and carry out the provisions and the purposes of this Resolution, including without limitation and from time to time, the giving of certificates, notices, elections, and instructions under or with respect to, the Economic Development Agreement, and such other instruments and documents as are related thereto, and that such authorization and direction shall remain in full force and effect until such time as the respective terms of the Economic Development Agreement shall have expired or earlier terminated.

APPROVED AND ADOPTED by the Broken Arrow Economic Development Authority, at a regular meeting thereof, advance public notice of which was duly given and at which a majority of said Trustees were present, this 1st day of August, 2017.

CHAIRMAN

ATTEST:

(seal) City Clerk

APPROVED AS TO FORM:

City Attorney



City of Broken Arrow

Fact Sheet

File #: 17-2497, Version: 1

Broken Arrow Economic Development Authority

Meeting of: 08-01-2017

To: Mayor and City Council
From: Office of the City Attorney

Title:

Consideration, discussion, and possible approval of Resolution No. 1041, a Resolution of the Broken Arrow Economic Development Authority approving and authorizing execution of a certain Lease Agreement and Option to Purchase by and among the Broken Arrow Economic Development Authority and Milestone Capital, L.L.C. designating representatives of the Broken Arrow Economic Development Authority for purposes of granting certain approvals and executing certain instruments as required under and in connection with said Lease Agreement and Option to Purchase; and containing other provisions relating thereto

Background:

On February 12, 2016, the City purchased 1.864 acres located at 305 North Main Street in the amount of \$600,000.00, plus attorney's fees and related costs. Due to the dilapidated condition of the structures and appurtenances located on the property, the City entered into a construction contract with ARK Wrecking Company of Oklahoma, Inc. for demolition in the amount of \$87,140.00, said demolition being completed in 2016. It was initially contemplated that the City would either use the property for its own purposes or declare it surplus and transfer it to the Broken Arrow Economic Development Authority (the "Authority") for sale in the amount of the City's investment (approximately \$701,151.40), and as part of a comprehensive economic development activity. In order to assist the City Council and the Trustees of the Authority with evaluation of all potential options, the Broken Arrow Economic Development Corporation (the "BAEDC") issued two (2) different Requests for Proposals (RFP's) for development of the property. Responses to the first RFP's were received and evaluated in 2016. After due consideration, investors negotiating with the BAEDC and the City advised that they could not advance development of the property without significantly decreasing the size and scope of the proposed development. Following this development, the BAEDC issued a second RFP with the recognition that a long term lease of the land or additional incentives would be necessary to maximize the size, scope and quality of any development.

In February of 2017, Cowen Construction ("Cowen") submitted a comprehensive response to the RFP. On March 21, 2017, the City Council authorized the City Manager to enter into formal negotiations with Cowen for a comprehensive economic development package for the property. Cowen is a premier General Contractor that has been in business for over 121 years. Thereafter, Milestone Capital, LLC., (the "Developer") an Oklahoma Limited Liability Company formed by representatives of Cowen for purposes of developing the Real Property, have agreed to construct a four-story building with mixed uses. The project will consist of approximately 31,660 Square Feet of retail, restaurant and office space on the street level of the building. It will also consist of approximately 89,420 square feet of one (1) and two (2) bedroom residential units located on the

upper three (3) floors of the building. Developer's investment is estimated to be \$17,474,799.00, plus an additional \$577,742.00 in engineering, design and surveying costs. Of this figure, it is estimated that the City will receive \$260,549.00 in sales and use taxes for the materials necessary for construction of the Facilities and the Project. Sales taxes realized by the City are expected to exceed \$150,000.00 annually. Taxes on the improvements are expected to exceed \$250,000.00 annually. In part by reason of the property being made available and the Authority making certain improvements to infrastructure, Developer has agreed to undertake this project.

Resolution Number 1019 of the Broken Arrow City Council declared this property surplus and authorized execution of a General Warranty Deed transferring the property to the Authority. This was accomplished for economic development purposes and, specifically as set forth in the Economic Development Agreement between the City, the Authority and the Developer. By Resolution Number 1021, the Broken Arrow Economic Development Authority accepted the General Warranty Deed.

The Economic Development Agreement referenced above provides that the Authority will lease the real property to the Developer for a term of 99 years. The Developer will build the project consistent with the parameters set forth above. The Authority will also upgrade the waterline serving the site, extend the downtown streetscape to encompass the project, and relocate on-site utilities. Resolution Number 1041 of the Authority formally approves a comprehensive Lease with the Developer. It also provides for an option to purchase by the Developer for the amount of the City's investment within a five (5) year period of time and once the project is substantially complete. After that time, it provide for acquisition for fair market value as defined in the Lease. Importantly, any proceeds of sale would need to be returned to their original funding source.

In the interest of obtaining the Developer's investment in Downtown Broken Arrow, the Real Property should be made available via a lease to Developer for the sum of \$1.00 per year. The Project will have direct economic benefits within and near the City as they will retain and likely increase sales taxes realized by the City from the Development. As such, Staff recommends that the Council approve Resolution No. 1041 and authorize its execution.

Cost: **As set forth in the Lease Agreement and Option to Purchase**

Prepared By: **Beth Anne Wilkening, City Attorney**

Reviewed By: **Legal Department
Finance Department
Engineering and Construction Department
Assistant City Manager - Operations**

Approved By: **Michael L. Spurgeon, City Manager**

Attachments: **Resolution No. 1041
Lease Agreement and Option to Purchase**

Recommendation:
Approve Resolution No. 1041 and authorize its execution

RESOLUTION NO. 1041

A RESOLUTION OF THE BROKEN ARROW ECONOMIC DEVELOPMENT AUTHORITY APPROVING AND AUTHORIZING EXECUTION OF A CERTAIN LEASE AGREEMENT AND OPTION TO PURCHASE BY AND AMONG THE BROKEN ARROW ECONOMIC DEVELOPMENT AUTHORITY AND MILESTONE CAPITAL L.L.C.; DESIGNATING REPRESENTATIVES OF THE BROKEN ARROW ECONOMIC DEVELOPMENT AUTHORITY FOR PURPOSES OF GRANTING CERTAIN APPROVALS AND EXECUTING CERTAIN INSTRUMENTS AS REQUIRED UNDER AND IN CONNECTION WITH SAID LEASE AGREEMENT AND OPTION TO PURCHASE; AND CONTAINING OTHER PROVISIONS RELATING THERETO.

WHEREAS, downtown Broken Arrow has reinvented itself several times with the adoption of the 2005 Downtown Master Plan, establishment of the Rose District, and ongoing beautification and infrastructure projects; and

WHEREAS, establishing an Arts and Entertainment District has resulted in the attraction of new mixed use developments, including restaurants, retail stores, residential lots and offices along Main Street and within the Rose District; and

WHEREAS, the current downtown maintains a core of museums, a farmer's market, churches, city offices, long established banks, restaurants, clothing retail, furniture specialty stores, manufacturing, aviation simulation and many other businesses; and

WHEREAS, over 100 businesses, churches and services are located in the corridor around downtown and within the Rose District; and

WHEREAS, in order to keep this momentum progressing, representatives of the Broken Arrow Economic Development Corporation, (the "BAEDC"), the Chamber of Commerce (the "Chamber") and the City of Broken Arrow's Economic Development Coordinator are actively recruiting investors to the Rose District, especially those that will focus on mixed-use development with a residential component; and

WHEREAS, one area of particular interest to the City, the BAEDC, and the Chamber was a tract of real property located at 305 North Main Street, in the City of Broken Arrow, Oklahoma (the "Real Property"); and

WHEREAS, the Real Property, consisted of approximately 1.864 acres, and included a dilapidated, unoccupied former church structure, parking lots, and other outdated appurtenances; and

WHEREAS, despite the best efforts of the BAEDC and the Chamber, the Real Property remained in a dilapidated state, impairing further development of the Rose District; and

WHEREAS, the BAEDC and the Chamber approached the City representatives about the City's acquisition of the Real Property and demolition of the identified structures and

appurtenances to create further continued development in the downtown area and in the Rose District; and

WHEREAS, in support of the City's efforts and in the interest of securing the Real Property, the BAEDC worked with AR&H, LLC to enter into a Contract for Sale of Real Estate with the William K. Myers, Sr. Revocable Living Trust at the Contract-stated purchase price of \$600,000.00; and

WHEREAS, at the request of the BAEDC, the City accepted assignment of all of AR&H, L.L.C.'s interest in, to and under the Contract for Sale of Real Estate, dated November 19, 2015; and

WHEREAS, on February 12, 2016, the City finalized the sale and acquired the Real Property for the sum of \$600,000.00 plus attorney's fees and related costs; and

WHEREAS, due to the dilapidated condition of the structures and appurtenances, the City entered into a construction contract with ARK Wrecking Company of Oklahoma, Inc. for demolition in the amount of \$87,140.00, said demolition being completed in 2016; and

WHEREAS, it was initially contemplated that the City would either use the Real Property for its own purposes or declare it surplus and transfer it to the Authority for sale in the amount of the City's investment (approximately \$701,151.40), and as part of a comprehensive economic development activity; and

WHEREAS, in order to assist the City Council and the Trustees with evaluation of all potential options, the BAEDC issued two (2) different Requests for Proposals (RFP's) for development of the Real Property; and

WHEREAS, responses to the first RFP were received and evaluated in 2016; and

WHEREAS, after due consideration, investors negotiating with the BAEDC and the City advised that they could not advance development of the Real Property without significantly decreasing the size and scope of the proposed development; and

WHEREAS, following this development, the BAEDC issued a second RFP with the recognition that a long term lease of the land or additional incentives would be necessary to maximize the size, scope and quality of any development on the Real Property; and

WHEREAS, in February of 2017, Cowen Construction ("Cowen") submitted a comprehensive response to the RFP; and

WHEREAS, on March 21, 2017, the City Council authorized the City Manager to enter into formal negotiations with Cowen for a comprehensive economic development package for the Real Property; and

WHEREAS, Cowen is a premier General Contractor that has been in business for over

121 years; and

WHEREAS, thereafter, Milestone Capital, L.L.C., (the “Developer”) an Oklahoma Limited Liability Company formed by representatives of Cowen for purposes of developing the Real Property, have agreed to construct a four story building consisting of residential, retail, restaurant and office uses (“the Project”); and

WHEREAS, the Project will consist of approximately 31,660 Square Feet of retail, restaurant and office space on the street level of the building; and

WHEREAS, the Project will also consist of approximately ninety (90) one (1) and two (2) bedroom residential units located on the upper three (3) floors of the building, and consisting of approximately 89,420 Square Feet; and

WHEREAS, Developer’s investment in the Project is estimated to be \$17,474,799.00, plus an additional \$577,742.00 in engineering, design and surveying costs; and

WHEREAS, of this figure, it is estimated that the City will receive \$260,549.00 in sales and use taxes for the materials necessary for construction of the Facilities and the Project; and

WHEREAS, sales taxes realized by the City from the Project are expected to exceed \$150,000.00 annually; and

WHEREAS, taxes on the improvements of the Project are expected to exceed \$250,000.00 annually; and

WHEREAS, in part by reason of the Real Property being made available and the City making certain improvements to infrastructure, Developer has agreed to undertake the Project; and

WHEREAS, in the interest of obtaining the Developer’s investment in Downtown Broken Arrow, the City and the Authority have determined the Real Property should be made available via a lease to Developer for the sum of \$1.00 per year; and

WHEREAS, in anticipation of execution of this Agreement, the City declared the Real Property surplus, and transferred it to the Authority; and

WHEREAS, implementation of this Agreement, which will derive the aforesaid benefits, would otherwise be difficult or impossible without certain forms of public assistance for the Project and the involvement of the City and the Authority; and

WHEREAS, the Trustees of the Authority deem it appropriate to approve the execution and delivery of this Lease Agreement and Option to Purchase providing for the implementation of the Project and have determined that such action is in the best interests of the City and the health, safety, and welfare of the citizens and residents within and near the City.

NOW, THEREFORE, BE IT RESOLVED BY THE TRUSTEES OF THE BROKEN ARROW ECONOMIC DEVELOPMENT AUTHORITY, THAT:

1. The Lease Agreement and Option to Purchase is hereby approved and shall be executed substantially in the form thereof submitted at the meeting at which this Resolution was approved and as finally approved by the Chairman or Vice Chairman, as the case may be, and shall be executed for and on behalf of the Authority by its Chairman or Vice Chairman, as the case may be and attested by the Secretary, and for and on behalf of the other parties thereto by their respective authorized officers. The Lease Agreement and Option to Purchase is hereby authorized for execution and delivery, subject to such minor changes, insertions and omissions in such filings of blanks therein as may be approved and made in the form thereof by the Officer of the Authority executing the same pursuant to this section. The execution of the Lease Agreement and Option to Purchase for and on behalf of the other parties thereto by their respective authorized officers and for and on behalf of the Authority by its Chairman or Vice Chairman as the case may be, with the official seal of the Authority affixed and attested by the signature of the Secretary, shall be conclusive evidence of the approval of any changes, insertions, omissions and filling of blanks.
2. All prior transfers made in connection with preparations for and the preparations of the Lease Agreement and Option to Purchase, including, without limitation, those made for the payment of legal services, engineering fees and costs, surveys, appraisals, and inspection payments are hereby approved and ratified.
3. The Chairman and the City Manager are hereby designated as representatives of the Authority for purposes of granting certain approvals and executing certain instruments for and on behalf of the Authority as required under the terms and/or as from time to time required under and/or in connection with the performance of the Authority's obligations under the Lease Agreement and Option to Purchase.
4. It is the intention of the Trustees hereof that the officers of the Authority shall, and they are hereby ex officio authorized and directed to, do any and all lawful acts and deeds to effectuate and carry out the provisions and the purposes of this Resolution, including without limitation and from time to time, the giving of certificates, notices, elections, and instructions under or with respect to, the Lease Agreement and Option to Purchase, and such other instruments and documents as are related thereto, and that such authorization and direction shall remain in full force and effect until such time as the respective terms of the Lease Agreement and Option to Purchase shall have expired or earlier terminated.

APPROVED AND ADOPTED by the Broken Arrow Economic Development Authority, Oklahoma, at a regular meeting thereof, advance public notice of which was duly given and at which a majority of said Trustees were present, this 1st day of August, 2017.

CHAIRMAN

ATTEST:

(seal) Secretary

APPROVED AS TO FORM:

City Attorney