



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, October 16, 2018

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

**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. [18-1103](#) Approval of Broken Arrow Economic Development Authority Meeting
Minutes of October 2, 2018

Attachments: [10-2-2018 BAEDA Minutes](#)

- B. [18-1218](#) Approval of and authorization to execute an extension to agreement for the
Purchase and Sale of Real Estate by and among the Broken Arrow
Economic Development Authority and SoundMind Behavioral Health
Hospital, LLC

Attachments: [Extension Agreement with SoundMind Behavioral Health Hospital, LLC](#)

- C. [18-63](#) Approval of the Broken Arrow Economic Development Authority Claims
List for October 16, 2018

Attachments: [10-16-18 BAEDA CL.pdf](#)

4. Consideration of Items Removed from Consent Agenda

5. General Authority Business

- A. [18-1172](#) Consideration, discussion and possible directive regarding a Third
Extension to the Contract for Economic Development Services between the
Broken Arrow Economic Development Authority and the Broken Arrow
Economic Development Corporation through December 31, 2018

Attachments: [Third Amendment to the Professional Services Agreement](#)

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

Request for Action

File #: 18-1103, **Version:** 1

Broken Arrow City Council
Meeting of: 10-16-2018

Title:

Approval of Broken Arrow Economic Development Authority Meeting
Minutes of October 2, 2018

Background:

Minutes recorded for the Broken Arrow Economic Development Authority Meeting.

Cost: \$3.04

Funding Source: City Clerk's Operational Fund

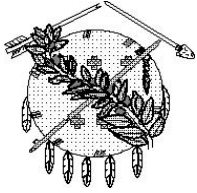
Requested By: Russell Gale, Assistant City Manager of Administration

Approved By: Michael L. Spurgeon, City Manager

Attachments: 10 02 18 BAEDA Meeting minutes

Recommendation:

Approve the minutes of October 2, 2018 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, October 2, 2018

Council Chambers

1. Call to Order

Chairman Craig Thurmond called the meeting to order at approximately 7:37 p.m.

2. Roll Call

Present: 5 - Debra Wimpee, Johnnie Parks, Mike Lester, Scott Eudey, Craig Thurmond

3. Consideration of Consent Agenda

Chairman Thurmond asked if there were any items to be removed from the Consent Agenda. There were none.

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: 5 - Debra Wimpee, Johnnie Parks, Mike Lester, Scott Eudey, Craig Thurmond

A. 18 1102 Approval of Broken Arrow Economic Development Authority Meeting Minutes of September 18, 2018

B. 18 60 Approval of the Broken Arrow Economic Development Authority Claims List for October 02, 2018

4. Consideration of Items Removed from Consent Agenda

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

5. General Authority Business

There was no General Authority Business.

6. Executive Session

There was no Executive Session.

7. Adjournment

The meeting adjourned at approximately 7:38 p.m.

MOTION: A motion was made by Johnnie Parks, seconded by Scott Eudey.

Move to adjourn

The motion carried by the following vote:

Aye: 5 - Debra Wimpee, Johnnie Parks, Mike Lester, Scott Eudey, Craig Thurmond

Attest:

Chairman

Secretary



City of Broken Arrow

Request for Action

File #: 18-1218, **Version:** 1

**Broken Arrow Economic Development Authority
Meeting of: 10/16/2018**

Title:

Approval of and authorization to execute an extension to agreement for the Purchase and Sale of Real Estate by and among the Broken Arrow Economic Development Authority and SoundMind Behavioral Health Hospital, LLC

Background:

On January 2, 2018, The Broken Arrow Economic Development Authority authorized an Economic Development Agreement with SoundMind Behavioral Health Hospital, LLC, for the sale of approximately 14.1569 acres of BAEDA owned land located north of the Creek Turnpike and West of Aspen Avenue, for the sum of \$1,200,000.00. The Economic Development Agreement stipulates SoundMind shall diligently undertake the preparation of a Master Site Plan and Planned Unit Development for submission to the City and the Authority for approval. SoundMind successfully completed the PUD process in July 2018.

Article IV, item 6.5 of the Economic Development Agreement states the closing shall take place within sixty (60) days of the Broken Arrow City Council's approval of the PUD, but in any event not less than six (6) months after the effective Date, unless extended in writing by Authority and SoundMind. The Closing on the property was scheduled for October 2, 2018; however, an issue with SoundMind's lending institution required the closing be delayed due to their request for additional information from SoundMind. The Extension to Agreement requires closing on the property to take place by or before November 9, 2018

Cost: None

Funding Source: None

Requested By: Norm Stephens, Economic Development Manager

Approved By: Michael L. Spurgeon, City Manager

Attachments: Extension Agreement with SoundMind Behavioral Health Hospital, LLC

Recommendation:

Approve the extension to agreement for the Purchase and Sale of Real Estate and authorize its execution.

EXTENSION TO AGREEMENT
FOR THE PURCHASE AND SALE OF REAL ESTATE

The Undersigned, the Broken Arrow Economic Development Authority, an Oklahoma Public Trust (together with its successors and assigns, the "Seller") the sole beneficiary of which is The City of Broken Arrow, Oklahoma (the "City"), and SoundMind Behavioral Health Hospital, LLC, an Oklahoma limited liability company (together with its successors and assigns, "Buyer") do hereby agree to the following Extension in regard to the agreement for the Purchase and Sale of Real Estate entered into between said parties on January 2, 2018, affecting the following real property, to-wit:

SEE EXHIBIT "A" FOR LEGAL DESCRIPTION

(1) Buyer and Seller agree to extend the closing date to November 9, 2018.

All other terms of said Agreement remain as written.

Dated this 4th day of September, 2018.

"Seller"

Broken Arrow Economic Development Authority
An Oklahoma Public Trust

By: _____

Chairman, Craig Thurmond

"Buyer"

SoundMind Behavioral Health
Hospital, an Oklahoma limited
liability company

By: _____

Iftikhar Hussain, MD., Manager



City of Broken Arrow

Request for Action

File #: 18-63, Version: 1

PREPARED 10/11/18, 16:17:33
PROGRAM GM314L
CITY OF BROKEN ARROW

ACCOUNTS PAYABLE BY FUND/ DUE DATE

PAGE 57

FUND 087 BAEDA	DATE	VENDOR	VENDOR	VOUCHER	INVOICE	ACCOUNT	
	DUE	NO	NAME	NO	NO	NO	AMOUNT

10/04/2018	575		CRAWFORD & ASSOCIATES, P. C.	003423	11815	087-1700-419.30-87	2,274.77
						10/04/2018 TOTAL -	2,274.77
						FUND 087 TOTAL -	2,274.77



City of Broken Arrow

Request for Action

File #: 18-1172, Version: 1

**Broken Arrow Economic Development Authority
Meeting of: 10/16/2018**

Title:

Consideration, discussion and possible directive regarding a Third Extension to the Contract for Economic Development Services between the Broken Arrow Economic Development Authority and the Broken Arrow Economic Development Corporation through December 31, 2018

Background:

On July 21, 2009, the Broken Arrow Economic Development Authority began contracting with the Broken Arrow Economic Development Corporation for economic development services. The current contract was originally in effect from July 1, 2015 to June 30, 2018. On June 04, 2018, the Authority was informed that the completion of an audit and negotiations for a new agreement would not be completed before June 30, 2018 and as a result, an extension of the current agreement may be required. On June 12, 2018, Chairman of the BAEDC Ted Cundiff provided Broken Arrow Economic Development Coordinator Norman Stephens with a request for a 60-day extension to the contract. In the letter, Mr. Cundiff explained the extension would allow the BAEDC to complete a transition review as they negotiate the renewal on the contract with the Authority. On June 18, 2018, the Authority approved the first extension of the contract. On August 21, 2018, the Authority approved the second thirty-day extension with the option for an additional thirty-day extension with the approval of the City Manager. The transitional audit is continuing and Staff recommends extending the extension to the contract through December 31, 2018.

Contractually, the City was invoiced thirty-two thousand, two hundred and ninety dollars (\$32,292.00) per month since July 1, 2015. Due to current vacancies in the Broken Arrow Economic Development Corporation, the invoice for services has been reduced to twelve-thousand, four hundred and fifty two dollars (\$12,452.00) in the second and third Amendment to the Professional Services Agreement

Cost: \$12,452.00 per month

Funding Source: Broken Arrow Economic Development Authority

Requested By: Norm Stephens, Economic Development Manager

Approved By: Michael L. Spurgeon, City Manager

Attachments: Third Amendment to the Professional Services Agreement

Recommendation:

Approve and authorize execution for an extension to the Contract for Economic Development Services with the Broken Arrow Economic Development Corporation through December 31, 2018.

**THIRD EXTENSION OF THE CONTRACT FOR ECONOMIC DEVELOPMENT
SERVICES BETWEEN THE BROKEN ARROW ECONOMIC DEVELOPMENT
AUTHORITY AND THE BROKEN ARROW ECONOMIC DEVELOPMENT
CORPORATION**

This Third Extension of the Contract is made and entered into this 16th day of October, 2018, by and between the Broken Arrow Economic Development Corporation, and Oklahoma non-profit corporation, hereinafter referred to as the “BAEDC,” and the Broken Arrow Economic Development Authority, hereinafter referred to as the “BAEDA.”

WHEREAS, the BAEDC and BAEDA wish to renegotiate the terms of the Original Contract; and

WHEREAS, the Original Contract was entered into on March 17, 2015 and was set to expire on June 30, 2018; and

WHEREAS, the Original Contract was extended when the First Amendment was entered into on June 18, 2018 and expired on August 30, 2018; and

WHEREAS, the Original Contract was extended when the Second Amendment was entered into on August 21, 2018 and is set to expire on October 31, 2018.

WHEREAS, the parties are continuing to negotiate the terms of the of the Contract and need additional time to finalize the terms; and

WHEREAS, the BAEDC and BAEDA wish to continue their contractual relationship without a lapse.

NOW, THEREFORE, the BAEDC and BAEDA, in consideration of the mutual promises, covenants and conditions herein and the mutual benefits, which will accrue, the receipt and sufficiency of which consideration is hereby acknowledged, the parties agree as follows:

1. The provisions of the Original Contract shall remain in full force and effect with the exceptions of Sections 5 and 8.

Section 5: Reimbursement and Activity Reports clause shall read as follows:

SECTION 5: REIMBURSEMENT AND ACTIVITY REPORTS

On or before the 30th day of each month, the BAEDC shall submit to BAEDA a Monthly Activity Report detailing services and activities that accurately state the progress made in implementing the terms, conditions and scope of work required by this Contract. This Monthly Activity Report shall accompany an invoice requesting reimbursement of actual expenses not to exceed \$12,452.00 per month.

Section 8: Term and Termination of Contract clause shall read as follows:

SECTION 8: TERM AND TERMINATION OF CONTRACT

This Contract shall be in full force and effect from July 1, 2015, through December 31, 2018. It is the intent of BAEDA that this Contract shall remain in effect for the term specified unless modified by mutual consent of the parties. It is acknowledged that the reimbursement provided for herein for fiscal years 2017 and 2018 are on a year-to-year basis subject to annual appropriation. It shall be a default and cause for termination if the BAEDC fails to keep, observe or perform any material agreements, terms or provisions of this Contract and such default continues for a period of thirty (30) days after written notice by BAEDA to the BAEDC. In the event of default, BAEDA has no further obligations under the terms of this Contract. This Contract, however, may be terminated by either party by thirty (30) days written notice.

Approved as to Form:

Assistant City Attorney

Date:

Date:

The City of Broken Arrow

By: _____
City Manager

Attest:

City Clerk (Seal)

Broken Arrow Economic Development
Authority

Attest:

Secretary

Broken Arrow Economic Development
Corporation

By: _____
Chairman

State of Oklahoma)
) ss:
County of Tulsa)

Before me, a Notary Public, on this _____day of _____, 2018,
personally appeared Kinnee Tilly, known to me to be the Senior Vice President of Economic
Development for the Broken Arrow Chamber/EDC and the interim Chief Executive Officer of the
Broken Arrow Economic Development Corporation and the identical person who executed the
within and foregoing instrument, and acknowledged to me that she executed the same as her free
and voluntary act and deed for the uses and purposes therein set forth.

My Commission Expires:

Notary Public