

EXHIBIT
JR27

**SIXTH AMENDMENT
TO THE
WINCHESTER CENTER
TAX INCREMENT FINANCING PLAN
KANSAS CITY, MISSOURI**

TIF COMMISSION APPROVAL:

DATE: **RESOLUTION NO.**

CITY COUNCIL APPROVAL:

Date: **Ordinance No.**

**Sixth Amendment to the
Winchester Center
Tax Increment Financing Plan**

The Winchester Center Tax Increment Financing Plan shall be amended as follows:

- A. Delete Section I, INTENT AND NATURE OF THE AMENDMENT, in its entirety and in lieu thereof insert the following:

I. **INTENT AND NATURE OF THE AMENDMENT**

The Winchester Center Tax Increment Financing Plan (the "Plan") has been amended five (5) times since its initial approval by Ordinance No. 911435. The First Amendment to the Plan, as approved by Ordinance No. 931165 (the "First Amendment") provides for the expansion of the Redevelopment Area, as originally described by the Plan, to include property located on the southwest corner of 63rd Street Trafficway and Manchester Avenue. The Redevelopment Area, as expanded by the First Amendment, is generally bound by 63rd Street Trafficway on the north, Interstate 435 and Manchester Avenue on the east, 64th and 67th Streets on the south, and the Kansas City Southern Railroad tracks on the west. The expanded area included Redevelopment Project Area 13. The First Amendment provides for the construction of approximately 33,600 square feet of office commercial space together with all necessary appurtenances, utilities and street improvements within Redevelopment Project Area 13.

The Second Amendment to the Plan, as approved by Ordinance No. 941181 (the "Second Amendment") provides for additional property to be included within the Redevelopment Area. The addition of the property creates Redevelopment Project Area 14. Redevelopment Project Area 14 will consist of the construction of approximately 80,000 square feet of office space at an estimated cost of \$20,000,000.

The Second Amendment further provides for the subdivision of Redevelopment Project Area 5 into three sub-projects to allow greater development flexibility. The Second Amendment additionally permits the use of tax abatement as provided for under the Enterprise Zone designation. The categories of eligible reimbursable project costs are proposed to be expanded to include reimbursement for rock excavation, deck parking and other excessive building costs directly related to site issues, and underground utility work.

Each of the Third Amendment to the Plan, as approved by Ordinance No. 031366 (the "Third Amendment"), the Fourth Amendment to the Plan, as approved by Ordinance No. 050617 (the "Fourth Amendment") and the Fifth Amendment to the Plan, as approved by Ordinance No. 051235 (the "Fifth Amendment"),

provide for modifications and updates to the Budget of Redevelopment Project Costs.

The Sixth Amendment (the "Sixth Amendment") to the Plan shall amend the Plan as amended by the First Amendment, the Second Amendment, the Third Amendment, the Fourth Amendment and the Fifth Amendment (collectively, the "Amended Plan"), to provide, inter alia, additional funding for (i) a neighborhood improvement program and (ii) Bennington Road between Beacon and 67th Street.

B. Delete Section II, SUMMARY, in its entirety and in lieu thereof insert the following:

II. SUMMARY

The following is a summary of the development program to be undertaken within a redevelopment area generally bordered 63rd Street Trafficway on the north, Interstate 435 and Manchester Avenue on the east, 64th and 67th Street on the south and Kansas City Southern Railroad tracks on the west (the "Redevelopment Area") in Kansas City, Jackson County, Missouri (the "City"). This Amended Plan, as amended by the Sixth Amendment, provides for the development of certain improvements within the Redevelopment Area.

The Redevelopment Area qualifies as a "Conservation Area" under the Act. The predominance of buildings 35 years or older, and the presence of dilapidation, deterioration, presence of structures below minimum code standards, abandonment, lack of sanitary facilities, inadequate utilities, deleterious land use or layout, and depreciation of physical maintenance contribute to a finding that the Redevelopment Area qualifies as a Conservation Area, as defined in Section 99.805(3) RSMo. The physical conditions, which are described on Exhibit 4 to the Plan, demonstrate that the Redevelopment Area has not been subject to growth and development through investment by private enterprise and would not reasonably be anticipated to be developed without the utilization of tax increment financing. In addition, this Amended Plan, as amended by the Sixth Amendment, is feasible only if all of the specified Redevelopment Projects are designated as such under the Act. Accordingly, development of the initial Redevelopment Area shall not impair the ability to designate the subsequent phases as Redevelopment Project Areas.

The Amended Plan calls for the development of the Redevelopment Area by the construction of approximately 1,133,600 square feet of office space and 20,000 feet of retail space, acquisition of residential property, rehabilitation of existing residential neighborhood, together with all necessary appurtenances, utilities and street improvements.

This Amended Plan, as amended by the Sixth Amendment, does not include the initial development or redevelopment of any gambling establishment. This

Amended Plan, as amended by the Sixth Amendment, conforms to the comprehensive plan for the development of the City as a whole.

This Amended Plan, as amended by the Sixth Amendment, will utilize approximately \$2,832,000 of payments in lieu of taxes ("PILOTS") and economic activity taxes ("EATS") currently on deposit within the Special Allocation Fund to reimburse Redevelopment Project Costs. The remaining PILOTS and EATS on deposit in the Special Allocation Fund, which is estimated to be approximately \$9,102,900, along with all PILOTS and EATS received during or after 2013, subject to Section 99.850 RSMo., shall be deemed surplus and transferred to the affected taxing districts in accordance with Section 99.850 RSMo. It is anticipated that the City of Kansas City, Missouri (the "City") and County of Jackson County, Missouri (the "County") will contribute to the City or, at the discretion of the City, the Commission, subject to appropriation, an amount equal to all PILOTS and Economic Activity Taxes, which are attributable to each of the County and City, and that are deemed surplus during and after 2013. The total amount of Redevelopment Project Costs related to the improvements contemplated by the Amended Plan, as modified by the Sixth Amendment, are estimated to be \$2,832,000. The total amount of PILOTS to be generated, after the approval of the Sixth Amendment within each of the Redevelopment Project Areas, by the City and County, which, subject to Section 99.850 RSMo., shall be declared surplus, is estimated to be \$4,340,796 and the total amount of Economic Activity Taxes to be generated, after the approval of the Sixth Amendment within each of the Redevelopment Project Areas, by the City and County, which, subject to Section 99.850 RSMo., shall be declared surplus, is estimated to be \$11,593,416.

- C. Section VII, REDEVELOPMENT PROGRAM, shall incorporate the following Section E:

VII. REDEVELOPMENT PROGRAM

E.

1. Public Improvements.

To achieve certain of the specific objectives of the Amended Plan, as amended by the Sixth Amendment, as set forth on Exhibit 3, attached hereto, the Sixth Amendment shall include certain improvements within and adjacent to the Redevelopment Area.

2. Neighborhood Housing Program Project

Improvements to housing stock and infrastructure to the Swope Ridge neighborhood will be made pursuant to the Neighborhood Housing

Program Project as described on Exhibit 15 attached hereto, as well as improvements to Bennington Avenue, between Beacon and 67th Street.

- D.** Delete Section VIII(A) of the Amended Plan, in its entirety and in lieu thereof insert the following:
- A.** Estimated Project Costs
- Redevelopment Project Costs mean and include the sum total of all reasonable or necessary costs incurred or estimated to be incurred, and any such costs incidental to Amended Plan, as amended by the Sixth Amendment, or Redevelopment Project, as applicable, in implementing the Amended Plan and improvements described by the Amended Plan, as amended by the Sixth Amendment, and any incidental costs relating thereto. The estimated Redevelopment Project Costs are set forth in Exhibit 7. The costs set forth as "TIF Reimbursable" shall be reimbursed from all PILOTS and Economic Activity Taxes generated within Redevelopment Project Areas 1-14 prior to 2013.
- E.** Insert the First Supplement to Exhibit 1 of the Amended Plan, "Location and Legal Description of Redevelopment Project Areas 6 and 12" as attached hereto.
- F.** Delete Exhibit 3 of the Amended Plan in its entirety, and insert the revised Exhibit 3, "Specific Objectives of Redevelopment Plan" as attached hereto.
- G.** Insert the First Supplement to Exhibit 6 of the Amended, "Development Schedule for Improvements Contemplated by the Sixth Amendment" as attached hereto.
- H.** Delete Exhibit 7 of the Amended Plan in its entirety, and insert the revised Exhibit 7, "Estimated Redevelopment Project Costs" as attached hereto.
- I.** Insert Exhibit 15, "Neighborhood Housing Program Project" as attached hereto.
- J.** Insert Exhibit 16, "Affidavit" as attached hereto.