

COPY

Jim Haugh [KDC]

From: Jordan Bickford [KDC]
Sent: Monday, June 14, 2021 2:10 PM
To: Robert North [KDC]; Wendi Lucero [KDC]; Elizabeth Katsbulas [KDC]
Subject: RE: Legal unit objectives

We have a meeting on the calendar for tomorrow at 3.

From: Robert North [KDC] <Robert.North@ks.gov>
Sent: Monday, June 14, 2021 1:47 PM
To: Wendi Lucero [KDC] <Wendi.Lucero@ks.gov>; Jordan Bickford [KDC] <Jordan.Bickford@ks.gov>; Elizabeth Katsbulas [KDC] <Elizabeth.A.Katsbulas@ks.gov>
Subject: Legal unit objectives

I recently met with David and here are the items we need to measure and against which we will be measured. If there are concerns please advise. These are joint projects with plenty of input/work for all.

1. STAR Bond annual reports due by December 31. Jordan, can we do this on fiscal side? If not. Then January 10.
2. Leases, sub-leases, MOUs, cost sharing 95% by June 30. need a baseline measurement from this coming June 30 and then we will set goals for next year. Goal is ultimately 95%.
3. KORA-90% responded to in the 3 days. Not the 3 days we are working on it letter, but a full response. We will also prepare a short KORA training opportunity for pertinent staff. I want 100% of KORA requests to at least be visible to Legal. Not saying they don't currently or that we have to be directly involved in every one, but we need to know about so I can report.
4. Contracts, grant agreements, etc. Would like to see initial review and response, i.e. need additional info, etc. within 5 days. Then completion of within 10 days of that. 75% year one and 80% year 2.
5. Review and modernize each divisions documents, starting with CDBG. Would like CDBG to be completed by November 1.

We can iron out details next time Wendi, Jordan and I meet. Wendi please schedule.
Thanks.

Robert E. North
Chief Attorney
Kansas Department of Commerce
1000 S.W. Jackson St., Suite 100
Topeka, KS 66612-1354
Phone: 785.296.1913

Fax: 785.296.6809
KansasCommerce.gov

Jim Haugh [KDC]

From: Jordan Bickford [KDC]
Sent: Thursday, April 15, 2021 12:09 PM
To: Robert North [KDC]
Subject: FW: Status Of Star Bond Project Financing
Attachments: Approved Vacation East Ordinnce Nov 2021.pdf; Star Bond Financing Project Area 2B.jpg; STAR BOND ANNUAL REPORT 2019 VACATION VILLAGE 215 CAB EXCERPT.jpg

This guy did not ask any questions or request any documents but has sent a follow up to see if we have a response. Any idea where to direct him or how to answer his not questions?

From: Gilbert.Southwell@wellsfargo.com <Gilbert.Southwell@wellsfargo.com>
Sent: Tuesday, April 6, 2021 12:21 PM
To: Ryan Brinker [KDC] <Ryan.Brinker@ks.gov>
Cc: Jordan Bickford [KDC] <Jordan.Bickford@ks.gov>; Gilbert.Southwell@wellsfargo.com
Subject: RE: Status Of Star Bond Project Financing

EXTERNAL: This email originated from outside of the organization. Do not click any links or open any attachments unless you trust the sender and know the content is safe.

Thank you. I Have one info request on the status of the Homefield LLC Star Bond financing request (see attached).

I am a muni bond analyst with wells Capital Management and we hold a large amount of the 2016 Vacation Village CABS (and we have owned large amounts of Village West STAR Bonds!). Unfortunately, the Vacation Village CABS are way off their original redemption projections already and this is causing us concern. Any new developments in the Village east area should help Village West/Legends businesses. So being able to track the Homefield financing proposal is important.

Any help is appreciated!! Quick response too!!!

From: Ryan Brinker [KDC] <Ryan.Brinker@ks.gov>
Sent: Tuesday, April 6, 2021 11:26 AM
To: Southwell, Gilbert [PORTFOLIO ANALYST FI] <Gilbert.Southwell@wellsfargo.com>
Cc: Jordan Bickford [KDC] <Jordan.Bickford@ks.gov>
Subject: RE: Status Of Star Bond Project Financing

Good morning –

We've received your email regarding the status of the Village East STAR Bond project. Can you tell us more about the information you are looking for? I'm attaching a KORA request form you can use to request any specific documents belonging to the Department of Commerce, or if you have other questions we can try to find the appropriate contact for you to reach out to.

Thanks,

RYAN BRINKER

Communications Coordinator

Phone: 785.296.4931

Cell: 785.276.9723

Fax: 785.296.3665

kansascommerce.gov



From: Gilbert.Southwell@wellsfargo.com <Gilbert.Southwell@wellsfargo.com>

Sent: Tuesday, April 6, 2021 10:45 AM

To: Ryan Brinker [KDC] <Ryan.Brinker@ks.gov>

Cc: Gilbert.Southwell@wellsfargo.com

Subject: FW: Status Of Star Bond Project Financing



EXTERNAL: This email originated from outside of the organization. Do not click any links or open any attachments unless you trust the sender and know the content is safe.

Hello. I am trying to follow the status/progress of the Village East STAR Bond financing for Project Area 2B (see info attached). Any help is appreciated.

Jim Haugh [KDC]

From: Wendi Lucero [KDC]
Sent: Friday, January 15, 2021 3:22 PM
To: Robert North [KDC]
Cc: Elizabeth Katsbulas [KDC]
Subject: Goddard - Commerce Project Approval Letter (Phase II) v2 cmp vDerby multisport-c
Attachments: Goddard - Commerce Project Approval Letter (Phase II) v2 cmp vDerby multisport-c.docx

Bob,

Attached is the revised STAR Bond letter that Elizabeth has worked on. Please let us know if you need any other changes made.

Thanks,
Wendi

Jim Haugh [KDC]

From: Wendi Lucero [KDC]
Sent: Thursday, April 8, 2021 2:29 PM
To: Robert North [KDC]
Subject: Latest Revisions 4.8.21 - 2021.04.10_2021.09.30 Contract for Services- Sports Facilities Companies_broadband
Attachments: 2021.04.10_2021.09.30 Contract for Services- Sports Facilities Companies_broadband.docx

Bob,

Do you want me to insert the full proposal as Attachment B?

Wendi

Jim Haugh [KDC]

From: Mike Vasquez [KDC]
Sent: Tuesday, January 5, 2021 10:10 AM
To: Jordan Bickford [KDC]; Nigel Soria [KDC]; Robert North [KDC]
Subject: RE: Data Sharing Affidavits and Request

Was able to get in touch with Brett Schmidt @FHSU and we are looking into this, and as far as longevity, will this be temporary (one or two) or semi-permanent (ongoing)?

Thank you

Mike Vasquez
Technology Support Consultant
Kansas Department of Commerce
1000 SW Jackson, Suite 100
Topeka, KS 66612-1354
Office: (785) 296-3593
ServiceDesk Phone: (785) 296-4999
ServiceDesk E-mail: kdcc_ServiceDesk@ks.gov
www.KansasCommerce.gov



From: Jordan Bickford [KDC] <Jordan.Bickford@ks.gov>
Sent: Monday, January 4, 2021 3:53 PM
To: Nigel Soria [KDC] <Nigel.Soria@ks.gov>; Robert North [KDC] <Robert.North@ks.gov>
Cc: Mike Vasquez [KDC] <Mike.Vasquez@ks.gov>
Subject: RE: Data Sharing Affidavits and Request
Importance: High

Thanks, Nigel. I am cc'ing Mike here so he can provide us all an update and timeline for getting this set up.

Thank you,
Jordan

From: Nigel Soria [KDC] <Nigel.Soria@ks.gov>
Sent: Monday, January 4, 2021 3:23 PM
To: Jordan Bickford [KDC] <Jordan.Bickford@ks.gov>; Robert North [KDC] <Robert.North@ks.gov>
Subject: RE: Data Sharing Affidavits and Request

I believe Mike Vasquez reached out to Mark last week to start the process. I will check in with him to see where we are in the process.

From: Jordan Bickford [KDC] <Jordan.Bickford@ks.gov>
Sent: Monday, January 4, 2021 2:17 PM

To: Nigel Soria [KDC] <Nigel.Soria@ks.gov>; Robert North [KDC] <Robert.North@ks.gov>
Subject: RE: Data Sharing Affidavits and Request

Nigel,

Here is the response from the Docking folks, if you had not already received it:

Mark Griffin - magriffin2@fhsu.edu

Keep in mind that the university is closed until January 4th, but Mark should be able to delegate to the best person on our IT team.

Please let us know where we are in this process and what else we need to do to get the transfer completed.

Thank you,
Jordan

From: Nigel Soria [KDC] <Nigel.Soria@ks.gov>
Sent: Tuesday, December 29, 2020 11:10 AM
To: Robert North [KDC] <Robert.North@ks.gov>
Cc: Jordan Bickford [KDC] <Jordan.Bickford@ks.gov>
Subject: RE: Data Sharing Affidavits and Request

Bob,

Will you please reach out to your contacts at the Docking Institute to see if they can provide the contact information for someone in their IT department? Mike Vasquez will work with this person to set up a secure connection to transfer the data.

Thanks,

Nigel

From: Robert North [KDC] <Robert.North@ks.gov>
Sent: Monday, December 28, 2020 10:39 AM
To: Phyllis Ruiz [KDOL] <Phyllis.Ruiz@ks.gov>; Angela Berland [KDOL] <Angela.Berland@ks.gov>; Jordan Bickford [KDC] <Jordan.Bickford@ks.gov>
Cc: Nigel Soria [KDC] <Nigel.Soria@ks.gov>; Justin Whitten [KDOL] <Justin.Whitten@ks.gov>; Eunice Peters [KDOL] <Eunice.Peters@ks.gov>
Subject: RE: Data Sharing Affidavits and Request
Importance: High

Thanks to everyone for helping with this project. Its really important to Commerce and we realize the timing isn't ideal. Appreciate the assistance.

Bob North

From: Phyllis Ruiz [KDOL] <Phyllis.Ruiz@ks.gov>
Sent: Monday, December 28, 2020 7:37 AM
To: Angela Berland [KDOL] <Angela.Berland@ks.gov>; Robert North [KDC] <Robert.North@ks.gov>; Jordan Bickford

[KDC] <Jordan.Bickford@ks.gov>

Cc: Nigel Soria [KDC] <Nigel.Soria@ks.gov>; Justin Whitten [KDOL] <Justin.Whitten@ks.gov>; Eunice Peters [KDOL] <Eunice.Peters@ks.gov>

Subject: RE: Data Sharing Affidavits and Request

Yes, I will work with Nigel on this.

Phyllis Ruiz

Employment and Wages Unit Supervisor

Labor Market Information Services

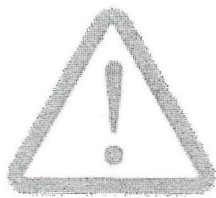
Kansas Department of Labor

785-581-7465

785-296-5286 Fax

phyllis.ruiz@ks.gov

www.dol.ks.gov



Report Unemployment Fraud

If you suspect a claim has been improperly filed using your identity, report it to KDOL.

www.ReportFraud.ks.gov

From: Angela Berland [KDOL] <Angela.Berland@ks.gov>

Sent: Friday, December 25, 2020 9:00 PM

To: Robert North [KDC] <Robert.North@ks.gov>; Jordan Bickford [KDC] <Jordan.Bickford@ks.gov>

Cc: Nigel Soria [KDC] <Nigel.Soria@ks.gov>; Justin Whitten [KDOL] <Justin.Whitten@ks.gov>; Eunice Peters [KDOL] <Eunice.Peters@ks.gov>; Phyllis Ruiz [KDOL] <Phyllis.Ruiz@ks.gov>

Subject: Re: Data Sharing Affidavits and Request

Phyllis,

can you please work with Nigel on getting him the DQUI quarters of data that he needs please?

You'll send it through the FTP that we have set up with Commerce

thank you

Angela Berland

Director

Labor Market Information Services (LMIS)

Kansas Department of Labor

Office: 785-581-7456

Cell: 785-207-6928

Angela.Berland@ks.gov

<https://klic.dol.ks.gov>

From: Robert North [KDC] <Robert.North@ks.gov>

Sent: Wednesday, December 23, 2020 6:27:10 PM

To: Jordan Bickford [KDC] <Jordan.Bickford@ks.gov>

Cc: Nigel Soria [KDC] <Nigel.Soria@ks.gov>; Angela Berland [KDOL] <Angela.Berland@ks.gov>; Justin Whitten [KDOL] <Justin.Whitten@ks.gov>; Eunice Peters [KDOL] <Eunice.Peters@ks.gov>

Subject: Re: Data Sharing Affidavits and Request

Did we receive the data today?

On Dec 22, 2020, at 5:02 PM, Jordan Bickford [KDC] <Jordan.Bickford@ks.gov> wrote:

Thank you, Nigel. Can we please request the same data set with the addition of Q4 2019 to be provided to Bob?

From: Nigel Soria [KDC] <Nigel.Soria@ks.gov>

Sent: Tuesday, December 22, 2020 3:55 PM

To: Jordan Bickford [KDC] <Jordan.Bickford@ks.gov>; Angela Berland [KDOL] <Angela.Berland@ks.gov>; Justin Whitten [KDOL] <Justin.Whitten@ks.gov>

Cc: Robert North [KDC] <Robert.North@ks.gov>; Eunice Peters [KDOL] <Eunice.Peters@ks.gov>

Subject: RE: Data Sharing Affidavits and Request

I worked with Phyllis Ruiz back in March, though I'm not sure if she was able to pull the data directly or if she had to submit a ticket. She provided 71 quarterly files—spanning Q1 2002 to Q3 2019—via SFTP. Perhaps this time period is sufficient for the analysis Docking has planned, in which case I can securely transfer these files to Bob or directly to one of the researchers at the Docking Institute; otherwise, we may need to submit a ticket to obtain more recent data. Let me know what you need me to do.

Best,

Nigel

From: Jordan Bickford [KDC] <Jordan.Bickford@ks.gov>

Sent: Tuesday, December 22, 2020 2:27 PM

To: Angela Berland [KDOL] <Angela.Berland@ks.gov>; Justin Whitten [KDOL] <Justin.Whitten@ks.gov>

Cc: Robert North [KDC] <Robert.North@ks.gov>; Eunice Peters [KDOL] <Eunice.Peters@ks.gov>; Nigel Soria [KDC] <Nigel.Soria@ks.gov>

Subject: RE: Data Sharing Affidavits and Request

I am not sure what the mechanics of the data transfer are currently, but however we send that data is fine, so long as it is then sent over to Bob, which we can handle internally once it is sent to Commerce.

Adding Nigel to this thread as well.

Thanks,

Jordan

From: Angela Berland [KDOL] <Angela.Berland@ks.gov>

Sent: Tuesday, December 22, 2020 2:16 PM

To: Justin Whitten [KDOL] <Justin.Whitten@ks.gov>; Jordan Bickford [KDC] <Jordan.Bickford@ks.gov>

Cc: Robert North [KDC] <Robert.North@ks.gov>; Eunice Peters [KDOL] <Eunice.Peters@ks.gov>

Subject: RE: Data Sharing Affidavits and Request

Nigel?

Angela Berland

Director

Labor Market Information Services (LMIS)

Kansas Department of Labor

Office: 785-581-7456

Cell: 785-207-6928

Angela.Berland@ks.gov

<https://klic.dol.ks.gov>

www.ReportFraud.ks.gov

<image001.png>

From: Justin Whitten [KDOL] <Justin.Whitten@ks.gov>

Sent: Tuesday, December 22, 2020 2:14 PM

To: Jordan Bickford [KDC] <Jordan.Bickford@ks.gov>; Angela Berland [KDOL] <Angela.Berland@ks.gov>

Cc: Robert North [KDC] <Robert.North@ks.gov>; Eunice Peters [KDOL] <Eunice.Peters@ks.gov>

Subject: RE: Data Sharing Affidavits and Request

Jordan,

Who currently receives the data at Commerce? I can submit a ticket to our IT folks on our end to ask that they provide the data to Bob, but that may take a while as our IT is overwhelmed with standing up the new UI programs.

It may be easier if the data we already provide under the current MOU is simply forwarded on to Bob.

Thank you.

--Justin

Justin Whitten

Chief Counsel

Kansas Department of Labor

401 SW Topeka Blvd.

Topeka, KS 66603-3182

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(Cell) 785.409.5243

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justin.whitten@ks.gov

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Admitted in Missouri and Kansas

<image002.jpg>

<image003.png>

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From: Jordan Bickford [KDC]

Sent: Tuesday, December 22, 2020 1:58 PM

To: Justin Whitten [KDOL] <Justin.Whitten@ks.gov>; Angela Berland [KDOL] <Angela.Berland@ks.gov>

Cc: Robert North [KDC] <Robert.North@ks.gov>

Subject: Data Sharing Affidavits and Request

Importance: High

Good afternoon,

Attached are the affidavits for the data sharing agreement for each individual who will be accessing the data.

Can we please have the STAR Bond data sent to Bob at Robert.north@ks.gov?

Thank you,

Jordan

Jordan Bickford

Deputy Chief Counsel | Kansas Department of Commerce

1000 SW Jackson Street, Suite 100, Topeka, Kansas 66612-1354

Phone: (785) 296-7874 | E-Mail: jordan.bickford@ks.gov

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Jim Haugh [KDC]

From: David Soffer [KDC]
Sent: Monday, February 22, 2021 10:32 AM
To: Robert North [KDC]; Dena Sattler [KDC]
Subject: RE: STAR Bond projects and limited visitor info

Can we get job projections and any other financial impact numbers? Whether it be revenue or anything along those lines? The more we have, the better, because this is going to be a nasty fight.

From: Robert North [KDC] <Robert.North@ks.gov>
Sent: Monday, February 22, 2021 10:28 AM
To: Dena Sattler [KDC] <Dena.Sattler@ks.gov>
Cc: David Soffer [KDC] <David.Soffer@ks.gov>
Subject: STAR Bond projects and limited visitor info
Importance: High

For purposes of the map. We have projects in Garden City, Atchison, Hutchinson, Overland Park, Wichita, Dodge City, Salina, Derby, KCK, Goddard, Topeka, and Manhattan. Obviously visitor count for 2020 is negligible. However, for 2019, here are some partial numbers. Village West-10-12 million; Overland Park-350,000; Dodge City-200,000 plus; Manhattan-over 70,000; Topeka-200,000 plus; Salina-100,000 plus; Hutchinson-40,000 plus; Wichita Stryker and Fieldhouse-150,000 plus.

The remaining projects are either not fully built or haven't provided visitation information. Let me know if you need more info.

Robert E. North
Chief Attorney
Kansas Department of Commerce
1000 S.W. Jackson St., Suite 100
Topeka, KS 66612-1354
Phone: 785.296.1913
Fax: 785.296.6809
KansasCommerce.gov

Jim Haugh [KDC]

From: David Soffer [KDC]
Sent: Monday, February 22, 2021 3:19 PM
To: Dena Sattler [KDC]; Dandi Owens [KDC]; Theo Stavropoulos [KDC]; Robert North [KDC]
Subject: RE: STAR Bond projects and limited visitor info

Importance: High

Looping in Bob.

From: Dena Sattler [KDC] <Dena.Sattler@ks.gov>
Sent: Monday, February 22, 2021 3:18 PM
To: Dandi Owens [KDC] <Dandi.Owens@ks.gov>; Theo Stavropoulos [KDC] <Theo.Stavropoulos@ks.gov>; David Soffer [KDC] <David.Soffer@ks.gov>
Subject: FW: STAR Bond projects and limited visitor info
Importance: High



Also looping in David S. to check out the STAR Bonds map. Can we say SPORTS OF THE WORLD COMPLEX for the Garden City project? I know there are some questions on that one. We're also planning to add the visitor data to the bullet points rather than the map. Let us know if you see it otherwise!

DENA SATTLER
Senior Director of Public Affairs
Phone: 785.581.3581
Kansascommerce.gov
Governor.Kansas.gov

From: Dandi Owens [KDC] <Dandi.Owens@ks.gov>
Sent: Monday, February 22, 2021 3:08 PM
To: Dena Sattler [KDC] <Dena.Sattler@ks.gov>; Theo Stavropoulos [KDC] <Theo.Stavropoulos@ks.gov>
Subject: Re: STAR Bond projects and limited visitor info
Importance: High

Here's one that's just a little bit bigger just in case!

Thanks,



DANDI OWENS
Business Recruitment Coordinator
Phone: 785.296.1456
Cell: 785.207.0950
Fax: 785.296.3665
kansascommerce.gov



From: "Dena Sattler [KDC]" <Dena.Sattler@ks.gov>

Date: Monday, February 22, 2021 at 2:54 PM

To: "Dandi Owens [KDC]" <Dandi.Owens@ks.gov>, "Theo Stavropoulos [KDC]" <Theo.Stavropoulos@ks.gov>

Subject: RE: STAR Bond projects and limited visitor info

I think as long as it's about 14 pt in reverse, it will be easy to read!



DENA SATTLER
Senior Director of Public Affairs

Phone: 785.581.3581
Kansascommerce.gov
Governor.Kansas.gov

From: Dandi Owens [KDC] <Dandi.Owens@ks.gov>

Sent: Monday, February 22, 2021 2:47 PM

To: Dena Sattler [KDC] <Dena.Sattler@ks.gov>; Theo Stavropoulos [KDC] <Theo.Stavropoulos@ks.gov>

Subject: Re: STAR Bond projects and limited visitor info

Importance: High

Is this big enough?

Also did have any other feedback for the other maps? Were they sufficient?



DANDI OWENS
Business Recruitment Coordinator

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kansascommerce.gov



From: "Dena Sattler [KDC]" <Dena.Sattler@ks.gov>

Date: Monday, February 22, 2021 at 2:13 PM

To: "Theo Stavropoulos [KDC]" <Theo.Stavropoulos@ks.gov>, "Dandi Owens [KDC]" <Dandi.Owens@ks.gov>

Subject: RE: STAR Bond projects and limited visitor info

Thanks!



DENA SATTLER
Senior Director of Public Affairs

Phone: 785.581.3581
Kansascommerce.gov
Governor.Kansas.gov

From: Theo Stavropoulos [KDC] <Theo.Stavropoulos@ks.gov>
Sent: Monday, February 22, 2021 2:13 PM
To: Dena Sattler [KDC] <Dena.Sattler@ks.gov>; Dandi Owens [KDC] <Dandi.Owens@ks.gov>
Subject: RE: STAR Bond projects and limited visitor info

Sorry for the delayed reply, but yes that makes sense, and should help keep the map part cleaner with some of those details further out.

Thanks!
Theo



Theo Stavropoulos
Communications Coordinator

Phone: 785.296.2667
Cell: 785.250.6797
Fax: 785.296.3665

kansascommerce.gov



From: Dena Sattler [KDC] <Dena.Sattler@ks.gov>
Sent: Monday, February 22, 2021 2:06 PM
To: Dandi Owens [KDC] <Dandi.Owens@ks.gov>; Theo Stavropoulos [KDC] <Theo.Stavropoulos@ks.gov>
Subject: RE: STAR Bond projects and limited visitor info

Sorry! Yes, I think this detail is something we could spell out in the bullet points and maybe not build into the map. One thing I think may help with the map is to make the city/project title blocks bigger and pull them farther out, even outside the state, if that makes sense, to be a little easier to read. Theo, does that sound right?



DENA SATTLER
Senior Director of Public Affairs

Phone: 785.581.3581
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Governor.Kansas.gov

From: Dandi Owens [KDC] <Dandi.Owens@ks.gov>

Sent: Monday, February 22, 2021 2:03 PM

To: Dena Sattler [KDC] <Dena.Sattler@ks.gov>; Theo Stavropoulos [KDC] <Theo.Stavropoulos@ks.gov>

Subject: Re: STAR Bond projects and limited visitor info

Yes! Sorryas not clear. The numbers below that came from Bob on the number of people attending



DANDI OWENS

Business Recruitment Coordinator

Phone: 785.296.1456

Cell: 785.207.0950

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kansascommerce.gov



From: "Dena Sattler [KDC]" <Dena.Sattler@ks.gov>

Date: Monday, February 22, 2021 at 2:02 PM

To: "Dandi Owens [KDC]" <Dandi.Owens@ks.gov>, "Theo Stavropoulos [KDC]" <Theo.Stavropoulos@ks.gov>

Subject: RE: STAR Bond projects and limited visitor info

Sorry, do you mean big numbers for the STAR Bonds?



DENA SATTLER

Senior Director of Public Affairs

Phone: 785.581.3581

Kansascommerce.gov

Governor.Kansas.gov

From: Dandi Owens [KDC] <Dandi.Owens@ks.gov>

Sent: Monday, February 22, 2021 1:08 PM

To: Dena Sattler [KDC] <Dena.Sattler@ks.gov>; Theo Stavropoulos [KDC] <Theo.Stavropoulos@ks.gov>

Subject: Re: STAR Bond projects and limited visitor info

Importance: High

Dena or Theo – do you think I should add those big numbers on this map or will they be too small?

**DANDI OWENS**

Business Recruitment Coordinator

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Cell: 785.207.0950

Fax: 785.296.3665

kansascommerce.gov

From: "Dena Sattler [KDC]" <Dena.Sattler@ks.gov>**Date:** Monday, February 22, 2021 at 11:26 AM**To:** "Theo Stavropoulos [KDC]" <Theo.Stavropoulos@ks.gov>, "Dandi Owens [KDC]" <Dandi.Owens@ks.gov>**Subject:** Fwd: STAR Bond projects and limited visitor info

FYI!

Dena Sattler | Senior Director of Public Affairs

Kansas Department of Commerce

1000 SW Jackson St. #100, Curtis Building | Topeka, KS 66612

Phone (785) 581-3581

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Begin forwarded message:

From: "Robert North [KDC]" <Robert.North@ks.gov>**Date:** February 22, 2021 at 10:27:33 AM CST**To:** "Dena Sattler [KDC]" <Dena.Sattler@ks.gov>**Cc:** "David Soffer [KDC]" <David.Soffer@ks.gov>**Subject:** STAR Bond projects and limited visitor info

For purposes of the map. We have projects in Garden City, Atchison, Hutchinson, Overland Park, Wichita, Dodge City, Salina, Derby, KCK, Goddard, Topeka, and Manhattan.

Obviously visitor count for 2020 is negligible. However, for 2019, here are some partial numbers. Village West-10-12 million; Overland Park-350,000; Dodge City-200,000 plus; Manhattan-over 70,000; Topeka-200,000 plus; Salina-100,000 plus; Hutchinson-40,000 plus; Wichita Stryker and Fieldhouse-150,000 plus.

The remaining projects are either not fully built or haven't provided visitation information.

Let me know if you need more info.

Robert E. North

Chief Attorney

Kansas Department of Commerce

1000 S.W. Jackson St., Suite 100

Jim Haugh [KDC]

From: Jordan Bickford [KDC]
Sent: Friday, February 12, 2021 11:30 AM
To: Robert North [KDC]
Subject: RE: Wichita STAR Bond Discussion

This makes sense to me. I'm still not 100% on the phases and such, but it makes sense that they didn't meet baseline so wouldn't have had allocations.

I'm still a little confused on the phase allocations though....Pete said there was a deposit at the closing of the 2018 river district stadium bonds that covered the first 4 interest payments (3/01/19, 09/01/19, 03/01/20 and 09/01/20), and that the bonds are secured by incremental revenues from Phase 1 and Phase 2. They have not received too many incremental Phase 2 revenues, but that there are Phase 1 incremental revenues on hand at the state they can access to cover the 03/01/21 debt service.

This might be something I can sort out by reading through some of our documents though and we won't need to chat with Amy this afternoon?

From: Robert North [KDC] <Robert.North@ks.gov>
Sent: Friday, February 12, 2021 10:12 AM
To: Jordan Bickford [KDC] <Jordan.Bickford@ks.gov>
Subject: FW: Wichita STAR Bond Discussion
Importance: High

Have we cracked the code? This finally makes sense ...

From: Amy Kramer [KDOR] <Amy.Kramer@KS.GOV>
Sent: Friday, February 12, 2021 10:00 AM
To: Robert North [KDC] <Robert.North@ks.gov>; Jordan Bickford [KDC] <Jordan.Bickford@ks.gov>
Subject: RE: Wichita STAR Bond Discussion

The River District Stadium area didn't meet the state baseline in 2020 and it didn't meet the state and local baseline in 2019. 2019 is probably attributed to start-up of the district. Has Wichita reviewed their tax entity reports to check that all the businesses in the district are correctly filing in the district? The 2020 issue may also be at least partially attributed to the various businesses closures and restrictions due to Covid.

From: Robert North [KDC]
Sent: Friday, February 12, 2021 9:33 AM
To: Amy Kramer [KDOR] <Amy.Kramer@KS.GOV>; Jordan Bickford [KDC] <Jordan.Bickford@ks.gov>
Subject: RE: Wichita STAR Bond Discussion

We are trying to figure out why it appears there were no revenues for the stadium bonds the past year. Hopefully there's an easy explanation we can figure out.

From: Amy Kramer [KDOR] <Amy.Kramer@KS.GOV>
Sent: Friday, February 12, 2021 9:06 AM

To: Jordan Bickford [KDC] <Jordan.Bickford@ks.gov>; Robert North [KDC] <Robert.North@ks.gov>

Subject: RE: Wichita STAR Bond Discussion

I'm available today until 3:00.

Can you provide additional detail on the issue at hand? KDOR isn't involved in the bond payments on STAR bonds, just the collection piece.

From: Jordan Bickford [KDC]

Sent: Thursday, February 11, 2021 4:18 PM

To: Amy Kramer [KDOR] <Amy.Kramer@KS.GOV>; Robert North [KDC] <Robert.North@ks.gov>

Subject: Wichita STAR Bond Discussion

Importance: High

Good afternoon, Amy,

We'd like to schedule a call to discuss the bond payments for the River District Stadium STAR bond project. It looks like we all have availability tomorrow afternoon. Is there a time that works for you?

Thank you,
Jordan

Jordan Bickford
Deputy Chief Counsel | Kansas Department of Commerce
1000 SW Jackson Street, Suite 100, Topeka, Kansas 66612-1354
Phone: (785) 296-7874 | E-Mail: jordan.bickford@ks.gov

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Jim Haugh [KDC]

From: Jordan Bickford [KDC]
Sent: Monday, February 1, 2021 12:39 PM
To: David Soffer [KDC]; Robert North [KDC]
Subject: RE: STAR Bond Tracking KDOR 2021 01.xlsx
Attachments: 2020 STAR Bond Report 1.31.2021.pdf

Forgot to add the note to Topeka, unless we have updated information at this point, this includes the principal balance and an asterisk for additional analysis pending.

From: Jordan Bickford [KDC]
Sent: Monday, February 1, 2021 12:26 PM
To: David Soffer [KDC] <David.Soffer@ks.gov>; Robert North [KDC] <Robert.North@ks.gov>
Subject: RE: STAR Bond Tracking KDOR 2021 01.xlsx

The attached is updated with Garden City tax info. The spreadsheets provided this morning include the same information that we receive from KDOR so they did not provide additional information to include.

From: David Soffer [KDC] <David.Soffer@ks.gov>
Sent: Monday, February 1, 2021 12:09 PM
To: Robert North [KDC] <Robert.North@ks.gov>
Cc: Jordan Bickford [KDC] <Jordan.Bickford@ks.gov>
Subject: RE: STAR Bond Tracking KDOR 2021 01.xlsx

Let me catch up, was testifying to the Senate. I'll have an answer for you shortly.

From: Robert North [KDC] <Robert.North@ks.gov>
Sent: Monday, February 1, 2021 11:21 AM
To: David Soffer [KDC] <David.Soffer@ks.gov>
Cc: Jordan Bickford [KDC] <Jordan.Bickford@ks.gov>
Subject: FW: STAR Bond Tracking KDOR 2021 01.xlsx
Importance: High

Most recent info from city. Do we now have everything we need?

From: Elder, Mark <MElder@wichita.gov>
Sent: Monday, February 1, 2021 11:14 AM
To: Robert North [KDC] <Robert.North@ks.gov>
Cc: Norton, Joe (G&B) <JNORTON@GilmoreBell.com>
Subject: Fw: STAR Bond Tracking KDOR 2021 01.xlsx

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Bob,

Please see the most recent revenue report from DOR, for the City's STAR bonds. Let me or Joe know if you have any questions.

Jim Haugh [KDC]

From: Bridgette Jobe [KDC]
Sent: Tuesday, July 27, 2021 7:50 AM
To: Robert North [KDC]
Subject: RE: Kansas Tourism stuff...

Let's do 9 on Thursday – my office?



From: Robert North [KDC] <Robert.North@ks.gov>
Sent: Monday, July 26, 2021 9:16 PM
To: Bridgette Jobe [KDC] <Bridgette.Job@ks.gov>
Subject: Re: Kansas Tourism stuff...

Hi, I'm open anytime between 9-12 on Thursday. Will something in there work?

On Jul 26, 2021, at 3:38 PM, Bridgette Jobe [KDC] <Bridgette.Job@ks.gov> wrote:

Bob – Would you have some time that we could schedule to discuss a few Kansas Tourism items including

1. Brand Trademark - I would like to have a conversation with you about trademarking the Tourism brand – To The Stars. As it is gaining popularity, the question has come up several times in how do we make sure that we assure that it is not used without our permission. I know we can't trademark the words themselves, but we can – I think – trademark the specific look and layout. I have many questions about it – is it needed, what protections does it give us etc – but I also would not want someone to start using it in some way that would reflect badly on Kansas Tourism or Commerce.
2. See Source – STR bond area data. I am needing to get specific boundaries of all the STAR bond districts so that we can set them up as a Cluster to gather visitation data through See Source.
3. A couple different times it has been thrown out that there is some STAR bond funds that could be used for different projects. I need a quick primer on these funds, uses etc.

I am sure there are other items, but this is what I can think of for now.

Thursday of this week is very open for me – would sometime that day work for you to meet?

<image001.png>

Jim Haugh [KDC]

From: Ryan Brinker [KDC]
Sent: Wednesday, June 30, 2021 3:56 PM
To: Robert North [KDC]
Subject: RE: KC Star - Star Bonds

Gotcha. I think this should be it.

RYAN BRINKER

Communications Coordinator

Phone: 785.296.4931

Cell: 785.276.9723

Fax: 785.296.3665

kansascommerce.gov



From: Robert North [KDC] <Robert.North@ks.gov>
Sent: Wednesday, June 30, 2021 3:51 PM
To: Ryan Brinker [KDC] <Ryan.Brinker@ks.gov>
Subject: RE: KC Star - Star Bonds



Homefield-November 23, 2020

Stryker-April 12, 2017.

I don't have any more time for this today. Any other questions are welcome but will need to wait until next week.

From: Ryan Brinker [KDC] <Ryan.Brinker@ks.gov>

Sent: Wednesday, June 30, 2021 3:42 PM
To: Robert North [KDC] <Robert.North@ks.gov>
Cc: Abby Works [KDC] <Abby.Works1@ks.gov>
Subject: FW: KC Star - Star Bonds

One last question, I think

RYAN BRINKER

Communications Coordinator

Phone: 785.296.4931

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Fax: 785.296.3665

kansascommerce.gov



From: Bernard, Catherine <cbernard@kcstar.com>
Sent: Wednesday, June 30, 2021 3:41 PM

To: Ryan Brinker [KDC] <Ryan.Brinker@ks.gov>

Subject: Re: KC Star - Star Bonds

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Got it. Thank you!

When were those initial project plans approved?

On Wed, Jun 30, 2021 at 3:15 PM Ryan Brinker [KDC] <Ryan.Brinker@ks.gov> wrote:

Heard from our program manager –

He said he's not entirely sure he understands the first question (so hopefully this is the clarification you're looking for – please let me know if it isn't), but he believes the STAR Bonds for Wichita K-96/Stryker were issued in 2017. The request to reallocate an amount of bond proceeds from golf attraction to Stryker was approved in June 2021.

On the second question, the Project Plans for Homefield and Bluhawk were approved before June 2021. There were Amendments to those Project Plans which were approved in June 2021. Generally, the law, or rules, in place at the time the Project Plan is initially approved govern the rest of the project. Otherwise, there could be two sets of rules in place at the same time.

The same is true for Manhattan, the laws/rules in effect at the time the Project Plan is approved control the remainder of the project.



RYAN BRINKER

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From: Bernard, Catherine <cbernard@kcstar.com>
Sent: Wednesday, June 30, 2021 10:45 AM
To: Ryan Brinker [KDC] <Ryan.Brinker@ks.gov>
Subject: Re: KC Star - Star Bonds

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Got it. Just to clarify then (because I think it was the opposite order in Overland Park) STAR bonds approved this project then the city council voted on it?

<https://www.kansas.com/news/business/article251813423.html>

Also - will the three projects approved this month be subject to any of the new rules that become effective tomorrow relative to STAR bond projects?

<https://www.kansas.com/news/business/article251813423.html>

On Wed, Jun 30, 2021 at 10:42 AM Ryan Brinker [KDC] <Ryan.Brinker@ks.gov> wrote:

Just asked our STAR Bonds manager, this is his reply:

"The golf attraction was approved prior to 2021. The only action taken in 2021 was to allow a minor budget modification from golf attraction to Stryker complex."



RYAN BRINKER

Communications Coordinator

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From: Bernard, Catherine <cbernard@kcstar.com>

Sent: Wednesday, June 30, 2021 10:35 AM

To: Ryan Brinker [KDC] <Ryan.Brinker@ks.gov>

Subject: Re: KC Star - Star Bonds

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Thanks Ryan! Is this the full list for 2021? I'm noticing that the Wichita TopGolf project isn't on the list.

On Wed, Jun 30, 2021 at 10:32 AM Ryan Brinker [KDC] <Ryan.Brinker@ks.gov> wrote:

Good morning –

I just heard from our expert and I have attached the information you're looking for.

Thanks,



RYAN BRINKER

Communications Coordinator

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Cell: 785.276.9723

Fax: 785.296.3665
kansascommerce.gov



From: Bernard, Catherine <cbernard@kcstar.com>
Sent: Tuesday, June 29, 2021 11:46 AM
To: Ryan Brinker [KDC] <Ryan.Brinker@ks.gov>
Subject: Re: KC Star - Star Bonds

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Sounds good. Thank you!

On Tue, Jun 29, 2021 at 11:20 AM Ryan Brinker [KDC] <Ryan.Brinker@ks.gov> wrote:

Good morning –

I've followed up with our STAR Bonds manager, we're gathering what you need and will get you the information as soon as we can.

Thank you very much,



RYAN BRINKER

Communications Coordinator

Phone: 785.296.4931

Cell: 785.276.9723

Fax: 785.296.3665
kansascommerce.gov



From: Bernard, Catherine <cbernard@kcstar.com>

Sent: Tuesday, June 29, 2021 11:20 AM

Cc: Ryan Brinker [KDC] <Ryan.Brinker@ks.gov>

Subject: Re: KC Star - Star Bonds

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Hey Ryan,

Just following up on this. Thanks for your help!

On Mon, Jun 28, 2021 at 10:38 AM Bernard, Catherine <cbernard@kcstar.com> wrote:

Thanks Dena and Ryan!

Early this week would be perfect - I'd like to see it before July 1.

Also - with the revisions to the program going into effect on July 1 how will newly approved or recently applied for projects be impacted?

Thanks,

On Mon, Jun 28, 2021 at 10:15 AM Dena Sattler [KDC] <Dena.Sattler@ks.gov> wrote:

Hi Katie,

I'm out of the office this week (moving my mom here from Iowa), so Ryan Brinker, copied here, is working on this. We're hoping to turn it around early this week, if that still works for you. Thanks!

Dena Sattler | Senior Director of Public Affairs

Kansas Department of Commerce

1000 SW Jackson St. #100, Curtis Building | Topeka, KS 66612

Phone (785) 581-3581

KansasCommerce.gov | Governor.Kansas.gov

On Jun 28, 2021, at 10:03 AM, Bernard, Catherine <cbernard@kcstar.com> wrote:

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Hey Dena!

Just following up on this.

Thanks!

On Wed, Jun 23, 2021 at 10:23 AM Bernard, Catherine <cbernard@kcstar.com> wrote:

Hey Dena!

I hope you're doing well!

Do you have a list of STAR bond projects that have been approved so far this year and how many have been applied for?

Thanks!

--

Katie Bernard

Reporter

Kansas City Star | Wichita Eagle

Office: (816)234-4167

Cell: (913)522-9583

--

Katie Bernard

Reporter

Kansas City Star | Wichita Eagle

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Jim Haugh [KDC]

From: David Soffer [KDC]
Sent: Thursday, January 21, 2021 6:37 PM
To: Charles Reimer
Cc: Robert North [KDC]
Subject: RE: RS#s for Senate Commerce

Ok, we were also planning on introducing them in the House, will they be done for those versions as well?

From: Charles Reimer <Charles.Reimer@rs.ks.gov>
Sent: Thursday, January 21, 2021 6:17 PM
To: David Soffer [KDC] <David.Soffer@ks.gov>
Cc: Robert North [KDC] <Robert.North@ks.gov>
Subject: RE: RS#s for Senate Commerce

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David and Bob,

I've submitted a Senate version of rs445 Rural Housing Incentive District with the change. The other three are not back from processing yet, so I will have to wait until I get them back before I can correct them.

You can go ahead and request them in committee on Tuesday, hopefully by then we will be close to getting them all wrapped up.

From: David Soffer [KDC] <David.Soffer@ks.gov>
Sent: Thursday, January 21, 2021 2:47 PM
To: Charles Reimer <Charles.Reimer@rs.ks.gov>
Cc: Robert North [KDC] <Robert.North@ks.gov>
Subject: FW: RS#s for Senate Commerce

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Quick changes to the drafts you sent (These came from Bob North, Our Chief Counsel, whom I have looped in), will they still be ready to go next week/or can I introduce while these quick changes are made?

-On the R&D tax credit bill, I suggest Section 1 (d) reference to director of taxation be a reference to Secretary of revenue to be consistent with transfers under the HPIP bill.

- HPIP transfer bill, section 1 (f), fourth sentence, suggest changing the sequence of words to read ' The credit may be transferred to any individual or entity and shall be claimed in the year the credit was transferred against the transferee's tax liability....'.

- RHID, Section 1 (11) add the word “primarily” in first sentence before “for residential” so as to allow for projects with first floor retail and residential up above. The ways its written could be construed to prohibit those projects.

- STAR Bond bill, Section 1 (u) caps “rural redevelopment projects” at \$10M. We only want pay-go option to cap at \$10M, not all rural redevelopment projects
Section 2, (b), would strike the “economic” consultants reference and leave it consultants to broaden the scope. We want to be able to engage visitation experts/consultants as well, etc.

Thank you again Charles!!!!

David Soffer
Legislative & Policy Director
Kansas Department of Commerce
1000 SW Jackson Street, Suite 100
Topeka, KS 66612
d. 785-296-2825
c. 785-230-7861
Kansascommerce.gov

From: Robert North [KDC] <Robert.North@ks.gov>
Sent: Thursday, January 21, 2021 2:34 PM
To: David Soffer [KDC] <David.Soffer@ks.gov>
Cc: David Toland [KDC] <David.Toland@ks.gov>; Abby Works [KDC] <Abby.Works1@ks.gov>
Subject: RE: RS#s for Senate Commerce

Here goes:

On the R&D tax credit bill, I suggest Section 1 (d) reference to director of taxation be a reference to ecretary of revenue to be consistent with transfers under the HPIP bill.

HPIP bill, section 1 (f), fourth sentence, suggest changing the sequence of words to read ‘ The credit may be transferred to any individual or entity and shall be claimed in the year the credit was transferred against the transferee’s tax liability....’.

RHID, Section 1 (11) add the word “primarily” in first sentence before “for residential” so as to allow for projects with first floor retail and residential up above. The ways its written could be construed to prohibit those projects.

STAR Bond bill, Section 1 (u) caps "rural redevelopment projects" at \$10M. I get that we will only allow pay go financing for up to \$10M but not sure why we would want to cap the overall project?

Section 2, (b), would strike the "economic" consultants reference and leave it consultants to broaden the scope. We want to be able to engage visitation experts/consultants as well, etc. Section 2, 9b) (13), suggest deleting the requirement for net return on investment. Reason is we already have an economic impact study requirement and its extremely difficult to do a true ROI on these projects. Economic impact, such as Docking is doing for us, is more meaningful concept and won't require a basically meaningless study.

That's it.

Thanks.

From: David Soffer [KDC] <David.Soffer@ks.gov>
Sent: Thursday, January 21, 2021 8:15 AM
To: Robert North [KDC] <Robert.North@ks.gov>
Cc: David Toland [KDC] <David.Toland@ks.gov>; Abby Works [KDC] <Abby.Works1@ks.gov>
Subject: FW: RS#s for Senate Commerce

Hey!

I just got these late last night. I DESPERATELY need legal to look at these ASAP and let me know if there are any issues. We need to start getting these introduced immediately, so I can get hearings set.

David Soffer
Legislative & Policy Director
Kansas Department of Commerce
1000 SW Jackson Street, Suite 100
Topeka, KS 66612
d. 785-296-2825
c. 785-230-7861
Kansascommerce.gov

From: Charles Reimer <Charles.Reimer@rs.ks.gov>
Sent: Wednesday, January 20, 2021 9:50 PM
To: David Soffer [KDC] <David.Soffer@ks.gov>
Subject: RE: RS#s for Senate Commerce

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David,

Here are copies of the bills noted, most are House versions as I do not have the Senate versions back yet. I do not have a copy of HPIP-KIT/KIR; believe it's in proofing. As you know, that one is the same as HB2702 from last year. I am also including the Rural Housing Incentive Act bill, rs0445 (House).

I will continue to work on the others on your legislative agenda.

Regards,
Charles

From: David Soffer [KDC] <David.Soffer@ks.gov>
Sent: Wednesday, January 20, 2021 9:11 PM
To: Charles Reimer <Charles.Reimer@rs.ks.gov>
Subject: RE: RS#s for Senate Commerce

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Thank you Charles! Appreciate all the help with this, by chance do you have the file so I can take a quick peak at those and make sure they're good to go?

From: Charles Reimer <Charles.Reimer@rs.ks.gov>
Sent: Wednesday, January 20, 2021 9:10 PM
To: David Soffer [KDC] <David.Soffer@ks.gov>
Subject: RS#s for Senate Commerce

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Hi David,

In addition to the HPIP-KIT/KIR decoupling bill and the Angel Investor bill I noted in my prior email, I am creating Senate versions of a couple of bills that I initially drafted for the House--should have rs#s for you tomorrow morning (at some point before Senate Commerce). These are the HPIP Tax Credit Transferability bill and the STAR Bonds bill.

I have an rs# for the R&D Tax Credit bill—this was done more recently as a Senate bill initially. That is 21rs0514.

Regards,

Charles Reimer
Assistant Revisor of Statutes
Office of Revisor of Statutes
Statehouse, Suite 24-E
300 SW Tenth Avenue
Topeka, KS 66612-1592

(785) 296-2881
Charles.Reimer@rs.ks.gov
www.ksrevisor.org

Jim Haugh [KDC]

From: Robert North [KDC]
Sent: Thursday, February 4, 2021 2:32 PM
To: Andy Brienzo
Cc: Mohri Exline
Subject: RE: STAR bonds weekly status follow-up

Andy, I think we are viewing it similarly. I reached out to a couple of the bond attorneys that specialize in STAR bonds and received this comment.

We believe that proceeds of bonds secured by revenues within a STAR project area may be used to pay costs incurred anywhere within the District.

KSA 12-17,169 says that bonds may be used to "finance the undertaking of any STAR bond project." KSA 12-17,162(w) defines "STAR bond project" as "an approved project to implement a project plan for the development of the established STAR bond project district." Also, KSA 12-17,162(aa) defines "STAR bond project plan" as a "the plan adopted by a city or county for the development of a STAR bond project or projects in a STAR bond project district."

If the legislature intended that proceeds of bonds secured by a specific project area's revenues should only be spent in that project area (as opposed to anywhere within the District), then I believe the references in KSA 12-17.162(w) and (aa) to "district" would have said "project area."

If you want to discuss further, let me know.

Thanks.

From: Andy Brienzo <Andy.Brienzo@lpa.ks.gov>
Sent: Thursday, February 4, 2021 10:59 AM
To: Robert North [KDC] <Robert.North@ks.gov>
Cc: Mohri Exline <Mohri.Exline@lpa.ks.gov>
Subject: RE: STAR bonds weekly status follow-up

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Hi Bob,

I think I know where my confusion is coming from. I'm recalling now that you told me in August that in single-project districts, the project area and the district are typically coterminous. To the extent that's true, I understand that any infrastructure within the district could be financed using STAR bond proceeds, since the entire district is also considered the project area. When I wrote the below email, I was thinking of a situation where the project area doesn't fill the entire district, since statute allows districts to encompass project areas and "any area of real property reasonably anticipated to directly benefit" from the project.

Please let me know if I'm still off base, but I think I understand your comments better now that I'm thinking of the project area and district being coterminous for single-project districts.

Thanks!

Andy

From: Robert North [KDC] <Robert.North@ks.gov>
Sent: Tuesday, February 2, 2021 5:06 PM
To: Andy Brienzo <Andy.Brienzo@lpa.ks.gov>
Cc: Mohri Exline <Mohri.Exline@lpa.ks.gov>
Subject: RE: STAR bonds weekly status follow-up

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Andy, see comments below. It feels like we are possibly talking about different issues. I'm happy to get on a call and make sure we both have a better understanding. Just let me know. Thanks.

Bob

From: Andy Brienzo <Andy.Brienzo@lpa.ks.gov>
Sent: Tuesday, February 2, 2021 2:22 PM
To: Robert North [KDC] <Robert.North@ks.gov>
Cc: Mohri Exline <Mohri.Exline@lpa.ks.gov>
Subject: STAR bonds weekly status follow-up

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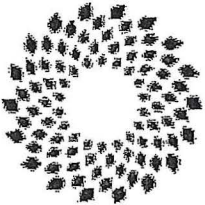
Hi Bob,

I just wanted to follow up quickly on today's weekly status meeting.

1. You mentioned that STAR bond proceeds can go to infrastructure development that's separate from the project area but still within the district. We used the example of using STAR bond proceeds to finance infrastructure development in the retail area of Hutchinson's district, which is totally separate from the salt mine museum. But you mentioned that Commerce policy limits the project costs it approves to those that are directly related to the attraction. So, I just want to confirm that statute would allow (or, perhaps more accurately, not disallow) a situation like the Hutchinson example, but that Commerce policy would not. As I understand the hypothetical, I think you are correct, the Act does not disallow non-contiguous districts. The Act allows for infrastructure costs as "project costs" as defined in KSA 12-17,162(r). These costs must be incurred within the STAR Bond Project District.
2. Can you point us to the section of statute that allows STAR bond proceeds to finance infrastructure development that's separate from the project area but still within the

district? It looks like KSA 12-17,164(b) allows proceeds to be used for up to 50% of the total project costs and project-related costs. It may be that I don't understand the question. Not all Districts are divided into project areas. It appears you are asserting, infrastructure couldn't be funded at all with STAR Bond proceeds? Project costs as defined KSA 12-17,162(r) lists several specific types of infrastructure as eligible costs. "project costs" also refers to a "STAR bond project plan" which is defined in 12-17,162(aa) to encompass a "STAR bond project district". I'm happy to get on another call to discuss this and make sure we better understand what LPA is saying here. I'm not sure that 12-17,164 is pertinent but may not be following the line of thought. 12-17,164 does use the term "project costs" which is defined in 12-17,162(r).

Please let me know if I need to clarify either of my questions. Thanks!



Andy Brienzo
Principal Auditor

Kansas Legislative Division of Post Audit
(785) 333-1776



Jim Haugh [KDC]

From: Robert North [KDC]
Sent: Tuesday, August 10, 2021 12:53 PM
To: Serrano, Joseph D.
Subject: RE: K.S.A. 10-1009 / Interest Rate Limitations

Thanks Joe. Is there any way to run a pro forma model that demonstrates the difference on a deal using 10-1009 compared to not following it?

From: Serrano, Joseph D. <Joe.Serrano@KutakRock.Com>
Sent: Tuesday, August 10, 2021 12:13 PM
To: Robert North [KDC] <Robert.North@ks.gov>
Subject: FW: K.S.A. 10-1009 / Interest Rate Limitations

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Bob, I failed to provide the AGO that we discussed last week. Attached is the link. AGO 1987-185
If you have additional thoughts, please let me know, but as of now, we are limiting the interest on the OP Bluhawk STAR Bonds pursuant to KSA 10-1109. Thanks

Joe

Joseph D. Serrano
Partner

Kutak Rock LLP – Kansas City
joseph.serrano@kutakrock.com
p: 816.502.4658

Support provided by
Michia R. Sciortino | Public Finance Coordinator | p: 816.502.4851 | michia.sciortino@kutakrock.com

From: Serrano, Joseph D.
Sent: Thursday, July 15, 2021 5:48 PM
To: Ellsworth, Tyler <Tyler.Ellsworth@KutakRock.com>
Subject: FW: K.S.A. 10-1009 / Interest Rate Limitations

No rush, but we should probably discuss KSA 12-17,167 (c) and the AGO that we reviewed for Bellmont.

12-17,167. Approval of secretary; limitations; interest rate of bond issue. (a) The secretary shall review the STAR bond project plan, feasibility study and market study, along with other supporting documentation and determine whether to approve a request, and, if approved, issue an approval letter for a STAR bond project based upon the requirements within this act and rules and regulations developed by the secretary.

(b) For major motorsports complex projects involving the use of state sales tax financing pursuant to K.S.A. 2020 Supp. 12-17,169, and amendments thereto, the secretary shall set a limit on the total amount of such special obligation bonds that may be issued to not exceed 50% of the major motorsports complex costs.

(c) A special obligation bond issue must bear interest at a reasonable rate as of the time of sale of the bonds, taking into account such factors as current market conditions, the nature and degree of risk associated with repayment of the bonds and other relevant factors.

Joseph D. Serrano

Partner

Kutak Rock LLP – Kansas City

joseph.serrano@kutakrock.com

p: 816.502.4658

Support provided by

Michia R. Sciortino | Public Finance Coordinator | p: 816.502.4851 | michia.sciortino@kutakrock.com

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Thank you.

Jim Haugh [KDC]

From: Robert North [KDC]
Sent: Wednesday, June 23, 2021 2:58 PM
To: Riekhof, Gina (G&B)
Cc: LaSala, Todd; Russell, Lisa (G&B)
Subject: RE: Homefield Project Approval

What do you all think of this language in last para of p.2?

"I acknowledge your application for an allocation of STAR Bond Project financing for the Homefield STAR Bond Project in excess of the \$130,000,000 and that the Project Plans and associated feasibility study being approved today support the issuance of such additional bonds."

I just don't think I'm going to get a reference to \$180M in the letter.
Thoughts?

From: Riekhof, Gina (G&B) <GRIEKHOF@GilmoreBell.com>
Sent: Wednesday, June 23, 2021 12:38 PM
To: Robert North [KDC] <Robert.North@ks.gov>
Cc: LaSala, Todd <todd.lasala@stinson.com>; Russell, Lisa (G&B) <LRUSSELL@GilmoreBell.com>
Subject: Homefield Project Approval

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Bob,

See attached suggestions per our conversation this morning. Please don't hesitate to call if there's anything else we should discuss further.

Best Regards,

Gina

Gina Riekhof | Gilmore & Bell, P.C.
2405 Grand Boulevard | Suite 1100 | Kansas City, MO 64108
Main: (816) 221-1000 | Direct: (816) 218-7536 | Fax: (816) 221-1018
griekhof@gilmorebell.com

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sender and then delete the message or you may call the sender at telephone number 1-(800) 844-3232. Unless otherwise specifically stated herein, any U.S. federal tax advice contained in this communication is not intended or written to be used, and cannot be used, for the purpose of (i) avoiding penalties under the Internal Revenue Code or (ii) promoting, marketing, or recommending to another party any transaction or matter addressed herein.

Jim Haugh [KDC]

From: Riekhof, Gina (G&B) <GRIEKHOF@GilmoreBell.com>
Sent: Wednesday, January 20, 2021 1:57 PM
To: Robert North [KDC]
Subject: RE: Star bond bill

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Thanks for the update. I really appreciate the chance to catch up today. Will be in touch soon with more info.

Gina Riekhof | Gilmore & Bell, P.C.
2405 Grand Boulevard | Suite 1100 | Kansas City, MO | 64108
Main: (816) 221-1000 | Direct: (816) 218-7536 | Fax: (816) 221-1018 griekhof@gilmorebell.com

-----Original Message-----

From: Robert North [KDC] <Robert.North@ks.gov>
Sent: Wednesday, January 20, 2021 1:07 PM
To: Riekhof, Gina (G&B) <GRIEKHOF@GilmoreBell.com>
Subject: Star bond bill

Has not been introduced. The Revisor got covid and got behind. We don't anticipate any real issues with getting it passed. There will be gamesmanship but will get passed.

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Jim Haugh [KDC]

From: Robert North [KDC]
Sent: Tuesday, June 22, 2021 4:31 PM
To: Elizabeth Katsbulas [KDC]
Subject: RE: Commerce Invoice to Goddard, KS-STAR Bond-

Looks good just need to change the joe norton to kevin cowan. Thanks.

From: Elizabeth Katsbulas [KDC] <Elizabeth.A.Katsbulas@ks.gov>
Sent: Tuesday, June 22, 2021 4:15 PM
To: Robert North [KDC] <Robert.North@ks.gov>
Subject: Commerce Invoice to Goddard, KS-STAR Bond-

Jim Haugh [KDC]

From: Robert North [KDC]
Sent: Wednesday, June 2, 2021 11:37 AM
To: Robert North
Subject: FW: Manhattan - request for project approval
Attachments: # 78120576 v 5 (Art Museum Predevelopment Agreement)-c.DOCX

From: Marc Abbott <MAbbott@Polsinelli.com>
Sent: Tuesday, May 25, 2021 3:58 PM
To: Robert North [KDC] <Robert.North@ks.gov>
Cc: Rick Worner (RickWorner@nationalrealtyadvisors.net) <RickWorner@nationalrealtyadvisors.net>; Joe Oaks <JOaks@Polsinelli.com>; 'jnorton@gilmorebell.com' <jnorton@gilmorebell.com>
Subject: RE: Manhattan - request for project approval

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Bob,

City owns the land. City will consider the attached Pre-Development Agreement at the same meeting as the project plan amendment, and section 3.02 of the PDA addresses property conveyance to Developer. Developer is forming a non-profit corporation, The Museum of Art and Light Land, Inc., that will acquire title.

The Law Company, Inc., a design-build construction firm, is part of Developer's team. Developer worked with the Law Company on project costs, but at this point the soft costs are an estimate based on total project costs.

On the \$15M, Developer is committed to contribute \$5M, there is a second hard commitment from another donor for \$5M, and then a third soft commitment from another donor for \$5M. If the PGAV study shows that an endowment of less than \$15M is needed, I'm not sure that the \$15M contingency is appropriate. Could the contingency be in the amount of at least \$10M plus, pursuant to a third-party revenue study reasonably acceptable to the Secretary, such additional amount as may be required that when combined with the net operating revenue from the Phase II Project is sufficient to sustain long-term operations?

We're pushing PGAV for at least an estimated required endowment amount by June 4th.

Marcus G. Abbott

Shareholder

mabbott@polsinelli.com

816.572.4778

900 W. 48th Place, Suite 900
Kansas City, MO 64112



Polsinelli PC, Polsinelli LLP in California

From: Robert North [KDC] <Robert.North@ks.gov>

Sent: Tuesday, May 25, 2021 2:16 PM

To: Marc Abbott <MAbbott@Polsinelli.com>

Cc: Rick Worner (RickWorner@nationalrealtyadvisors.net) <RickWorner@nationalrealtyadvisors.net>; Joe Oaks <JOaks@Polsinelli.com>; 'jnorton@gilmorebell.com' <jnorton@gilmorebell.com>

Subject: RE: Manhattan - request for project approval

EXTERNAL EMAIL robert.north@ks.gov

Marc, a couple of questions. Who owns the land, what entity is acquiring the land and what is the status of the negotiations for transfer of the land? Its difficult for us to approve the project until the land is under control or transfer is completed.

Is there any more detail on the soft costs of \$1.8M?

We are willing to approve the project contingent on receipt and acceptance of the PGAV report as well as actual funding of a minimum of \$15M for the endowment-assuming PGAV says the amount is sufficient. All standard terms and conditions also apply.

Are you good with our providing an approval letter on these terms and conditions?

Thanks.

From: Marc Abbott <MAbbott@Polsinelli.com>

Sent: Monday, May 17, 2021 2:55 PM

To: Robert North [KDC] <Robert.North@ks.gov>

Cc: Rick Worner (RickWorner@nationalrealtyadvisors.net) <RickWorner@nationalrealtyadvisors.net>; Joe Oaks <JOaks@Polsinelli.com>; 'jnorton@gilmorebell.com' <jnorton@gilmorebell.com>

Subject: Manhattan - request for project approval

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Bob,

Thank you again for your time last week regarding the Manhattan Museum of Art & Light Project (the "Phase II Project") proposed by Bob and Tracey DeBruyn (the "Developers"). Attached please find the amended project plan, as submitted to the City on Friday (5/14). Key points are summarized below:

The STAR bond district is comprised of the South Project Area and the North Project Area. The Phase II Project will be located in the South Project Area. To date, expenditures within the South Project Area are estimated at \$120M, and expenditures within the North Project Area are estimated at \$92.758M, for a combined district total of \$212.758M. Phase II Project costs are estimated at \$43.6M (plus land costs), with approximately \$23M qualifying as eligible project costs under the STAR Bond Act. We previously discussed \$34M for Phase II Project costs, and that amount included a \$10M Developer contribution of cash and artwork. The Developers are now committing to \$5M of artwork, \$10M of cash, and \$5M cash to the extent such additional cash amount is required to sustain long-term

operations. Therefore, the project plan, as amended, will include capital investment in excess of \$163.6M within the South Project Area and \$256.358M within the district.

The district received \$50M in STAR Bonds for the Flint Hills Discovery Center Project and the Phase II Project proposes the issuance of an additional \$23M in net new STAR Bonds (exclusive of approved financing costs). Thus, STAR Bonds will be used to finance approximately 44% of costs within the South Project Area, but only approximately 28% of costs within the entire district.

Based on above, we respectfully request (i) the Secretary's approval of the Phase II Project as a "STAR bond project" within the meaning of K.S.A. 12-17, 162(w) and (ii) approval of up to \$23M (exclusive of approved financing costs) in net new STAR Bonds, contingent on the items below:

- **Revenue Study:** We have retained PGAV to conduct a revenue study showing that revenues generated by the Phase II Project plus the endowment will be sufficient to sustain its long-term operation. Upon receipt, Developers will provide a copy of the revenue study to the Secretary for review and approval.
- **Visitor Attendance:** The Phase II Project will track visitor attendance by zip code and provide the results to the Secretary on an annual basis.
- **Entity Structure/Hidden Developers:** The Phase II Project will be owned and operated by non-profit entities; we anticipate one for property ownership and one for operations. Bob and Tracey DeBruyn will be on the boards of directors. There are no other hidden developers or investors. Although Developers anticipate that there will be additional donors who will contribute to the endowment of the Phase II Project, no donors will receive revenues from the operations or development of the Phase II Project.

Please let us know if the above is acceptable. If needed, we're happy to provide a proposed draft letter of the State approval based on the terms above.

Marcus G. Abbott

Shareholder

mabbott@polsinelli.com

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From: Rick Worner <RickWorner@nationalrealtyadvisors.net>
Sent: Wednesday, May 26, 2021 9:53 AM
To: Robert North [KDC] <Robert.North@ks.gov>; Marc Abbott <MAbbott@Polsinelli.com>
Cc: Joe Oaks <JOaks@Polsinelli.com>; 'jnorton@gilmorebell.com' <jnorton@gilmorebell.com>
Subject: RE: Manhattan - request for project approval

EXTERNAL EMAIL rickworner@nationalrealtyadvisors.net

Bob

A couple of quick comments

- 1 The plan is to DONATE the art—not a loan
- 2 I would argue that this project is different than any other project we have ever looked at in one significant way
The other projects at the end of the day benefited the State & the City & the Developer
I have never seen a case where there is NO benefit to the developer and the benefit is all to the State & the City and the PUBLIC
I would argue in THIS case that because there is NO benefit to the developer that a different view would be taken by the State
These people are really trying to leave a legacy of art for the State. I have read about people like this but frankly had never met anyone like these people.
If the endowment is at \$10,000,000 and the donated art at the low end is another \$5,000,000—who does that ?
This is probably not the best way to describe it—but to me this is a FAST PASS to Heaven. That is the benefit to these developers.

From: Robert North [KDC] <Robert.North@ks.gov>
Sent: Wednesday, May 26, 2021 9:21 AM
To: Marc Abbott <MAbbott@Polsinelli.com>
Cc: Rick Worner <RickWorner@nationalrealtyadvisors.net>; Joe Oaks <JOaks@Polsinelli.com>; 'jnorton@gilmorebell.com' <jnorton@gilmorebell.com>
Subject: RE: Manhattan - request for project approval

Thanks Marc. The info on ownership is helpful. When will the non-profit be organized and what entity will operate the museum?

As to the endowment, the best, and only, info we have is what the developer provided. I'm not sure how we can support a reduced endowment amount based on the possibility the vendor comes in with a lower number. Its important to the state the requested STAR bond ask be less than 50% of "project costs". I know we can legally leverage existing development but the optics are far better in this scenario. Thoughts on how best to resolve this?
Also, will the artwork be owned by the museum or loaned by the owners?

bob

From: Marc Abbott <MAbbott@Polsinelli.com>
Sent: Tuesday, May 25, 2021 3:58 PM
To: Robert North [KDC] <Robert.North@ks.gov>

Jim Haugh [KDC]

From: Robert North [KDC]
Sent: Wednesday, May 26, 2021 2:26 PM
To: Marc Abbott; Rick Worner
Cc: Joe Oaks; 'jnorton@gilmorebell.com'
Subject: RE: Manhattan - request for project approval

Yep, math skills are why I'm a lawyer. I was seeing \$46.3 rather than \$43.6.
Would you prefer to get a letter with contingencies on the PGAV and endowment or do you want to wait?

From: Marc Abbott <MAbbott@Polsinelli.com>
Sent: Wednesday, May 26, 2021 2:01 PM
To: Rick Worner <RickWorner@nationalrealtyadvisors.net>; Robert North [KDC] <Robert.North@ks.gov>
Cc: Joe Oaks <JOaks@Polsinelli.com>; 'jnorton@gilmorebell.com' <jnorton@gilmorebell.com>
Subject: RE: Manhattan - request for project approval

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Bob – on the 50% threshold based on just this project, even if the entire \$15M endowment is required, we would need to further increase the endowment in order to be at 50%. Total estimated Project Costs are \$43.6M (plus land cost). To be at 50% for just this project, we would need to increase the endowment by at least another \$2.4M. If the revenue study shows that an endowment of that size is required, that's one thing. But I'm not sure requiring the full \$15M plus an additional \$2.4M is appropriate if it is not needed.

For The Museum of Art and Light Land, Inc. (the Property Co), it will be formed by the time City considers the project plan amendment on June 1. For operations, we are currently working with Developer's CPA and tax advisors on the appropriate entity structure. We anticipate there will be a parent non-profit corporation, and that parent will own the Property Co and an Operating Co (we anticipate an LLC). The structure will comply with KSA 12-17,162(p) that a "museum facility" be owned and managed by a non-profit corporation and it will not be leased to any developer. No private party/entity will have a profits interest in the operating revenues.

Marcus G. Abbott

Shareholder

mabbott@polsinelli.com
816.572.4778
900 W. 48th Place, Suite 900
Kansas City, MO 64112



Polsinelli PC, Polsinelli LLP in California

polsinelli.com

Cc: Rick Worner (RickWorner@nationalrealtyadvisors.net) <RickWorner@nationalrealtyadvisors.net>; Joe Oaks <JOaks@Polsinelli.com>; 'jnorton@gilmorebell.com' <jnorton@gilmorebell.com>
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polsinelli.com

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To: Marc Abbott <MAbbott@Polsinelli.com>

Cc: Rick Worner (RickWorner@nationalrealtyadvisors.net) <RickWorner@nationalrealtyadvisors.net>; Joe Oaks <JOaks@Polsinelli.com>; 'jnorton@gilmorebell.com' <jnorton@gilmorebell.com>

Subject: RE: Manhattan - request for project approval

EXTERNAL EMAIL robert.north@ks.gov

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From: Marc Abbott <MAbbott@Polsinelli.com>

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Cc: Rick Worner (RickWorner@nationalrealtyadvisors.net) <RickWorner@nationalrealtyadvisors.net>; Joe Oaks <JOaks@Polsinelli.com>; 'jnorton@gilmorebell.com' <jnorton@gilmorebell.com>

Subject: Manhattan - request for project approval

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Jim Haugh [KDC]

From: Robert North [KDC]
Sent: Thursday, May 27, 2021 10:59 AM
To: Norton, Joe (G&B); Marc Abbott
Cc: Rick Worner; Joe Oaks
Subject: RE: Manhattan - request for project approval

Ok, we will get you the letter early next week. Both David and I are off today and tomorrow.
Thanks.
Bob

From: Norton, Joe (G&B) <JNORTON@GilmoreBell.com>
Sent: Wednesday, May 26, 2021 3:52 PM
To: Marc Abbott <MAbbott@polsinelli.com>
Cc: Robert North [KDC] <Robert.North@ks.gov>; Rick Worner <RickWorner@nationalrealtyadvisors.net>; Joe Oaks <JOaks@polsinelli.com>
Subject: Re: Manhattan - request for project approval

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Agree on timing

Sent from my iPad

Joe L. Norton
Gilmore & Bell, P.C.
100 N. Main, Suite 800
Wichita, KS. 67202

On May 26, 2021, at 2:34 PM, Marc Abbott <MAbbott@polsinelli.com> wrote:

Bob – if acceptable to the Lt. Gov., we would prefer the letter now with the contingencies please. We can address the results of PGAV once we receive the report if David/you require further action at that time.

Plus City might want to know that State has approved before they will approve.

Marcus G. Abbott

Shareholder

mabbott@polsinelli.com

816.572.4778

<image001.png>

Polsinelli PC, Polsinelli LLP in California

polsinelli.com

From: Robert North [KDC] <Robert.North@ks.gov>
Sent: Wednesday, May 26, 2021 2:26 PM
To: Marc Abbott <MAbbott@Polsinelli.com>; Rick Worner <RickWorner@nationalrealtyadvisors.net>
Cc: Joe Oaks <JOaks@Polsinelli.com>; 'jnorton@gilmorebell.com' <jnorton@gilmorebell.com>
Subject: RE: Manhattan - request for project approval

EXTERNAL EMAIL robert.north@ks.gov

Yep, math skills are why I'm a lawyer. I was seeing \$46.3 rather than \$43.6. Would you prefer to get a letter with contingencies on the PGAV and endowment or do you want to wait?

From: Marc Abbott <MAbbott@Polsinelli.com>
Sent: Wednesday, May 26, 2021 2:01 PM
To: Rick Worner <RickWorner@nationalrealtyadvisors.net>; Robert North [KDC] <Robert.North@ks.gov>
Cc: Joe Oaks <JOaks@Polsinelli.com>; 'jnorton@gilmorebell.com' <jnorton@gilmorebell.com>
Subject: RE: Manhattan - request for project approval

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Bob – on the 50% threshold based on just this project, even if the entire \$15M endowment is required, we would need to further increase the endowment in order to be at 50%. Total estimated Project Costs are \$43.6M (plus land cost). To be at 50% for just this project, we would need to increase the endowment by at least another \$2.4M. If the revenue study shows that an endowment of that size is required, that's one thing. But I'm not sure requiring the full \$15M plus an additional \$2.4M is appropriate if it is not needed.

For The Museum of Art and Light Land, Inc. (the Property Co), it will be formed by the time City considers the project plan amendment on June 1. For operations, we are currently working with Developer's CPA and tax advisors on the appropriate entity structure. We anticipate there will be a parent non-profit corporation, and that parent will own the Property Co and an Operating Co (we anticipate an LLC). The structure will comply with KSA 12-17,162(p) that a "museum facility" be owned and managed by a non-profit corporation and it will not be leased to any developer. No private party/entity will have a profits interest in the operating revenues.

Marcus G. Abbott

Shareholder

mabbott@polsinelli.com

816.572.4778

900 W. 48th Place, Suite 900
Kansas City, MO 64112

<image001.png>

Polsinelli PC, Polsinelli LLP in California

polsinelli.com

From: Rick Worner <RickWorner@nationalrealtyadvisors.net>
Sent: Wednesday, May 26, 2021 9:53 AM
To: Robert North [KDC] <Robert.North@ks.gov>; Marc Abbott <MAbbott@Polsinelli.com>
Cc: Joe Oaks <JOaks@Polsinelli.com>; 'jnorton@gilmorebell.com' <jnorton@gilmorebell.com>
Subject: RE: Manhattan - request for project approval

EXTERNAL EMAIL rickworner@nationalrealtyadvisors.net

Bob

A couple of quick comments

- 1 The plan is to DONATE the art—not a loan
- 2 I would argue that this project is different than any other project we have ever looked at in one significant way
The other projects at the end of the day benefited the State & the City & the Developer
I have never seen a case where there is NO benefit to the developer and the benefit is all to the State & the City and the PUBLIC
I would argue in THIS case that because there is NO benefit to the developer that a different view would be taken by the State
These people are really trying to leave a legacy of art for the State. I have read about people like this but frankly had never met anyone like these people.
If the endowment is at \$10,000,000 and the donated art at the low end is another \$5,000,000—who does that ?
This is probably not the best way to describe it—but to me this is a FAST PASS to Heaven. That is the benefit to these developers.

From: Robert North [KDC] <Robert.North@ks.gov>
Sent: Wednesday, May 26, 2021 9:21 AM
To: Marc Abbott <MAbbott@Polsinelli.com>
Cc: Rick Worner <RickWorner@nationalrealtyadvisors.net>; Joe Oaks <JOaks@Polsinelli.com>; 'jnorton@gilmorebell.com' <jnorton@gilmorebell.com>
Subject: RE: Manhattan - request for project approval

Thanks Marc. The info on ownership is helpful. When will the non-profit be organized and what entity will operate the museum?

As to the endowment, the best, and only, info we have is what the developer provided. I'm not sure how we can support a reduced endowment amount based on the possibility the vendor comes in with a lower number. Its important to the state the requested STAR bond ask be less than 50% of "project costs". I know we can legally leverage existing development but the optics are far better in this scenario. Thoughts on how best to resolve this?

Also, will the artwork be owned by the museum or loaned by the owners?

bob

From: Marc Abbott <MAbbott@Polsinelli.com>
Sent: Tuesday, May 25, 2021 3:58 PM
To: Robert North [KDC] <Robert.North@ks.gov>
Cc: Rick Worner (RickWorner@nationalrealtyadvisors.net) <RickWorner@nationalrealtyadvisors.net>; Joe Oaks <JOaks@Polsinelli.com>; 'jnorton@gilmorebell.com' <jnorton@gilmorebell.com>
Subject: RE: Manhattan - request for project approval

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Bob,

City owns the land. City will consider the attached Pre-Development Agreement at the same meeting as the project plan amendment, and section 3.02 of the PDA addresses property conveyance to Developer. Developer is forming a non-profit corporation, The Museum of Art and Light Land, Inc., that will acquire title.

The Law Company, Inc., a design-build construction firm, is part of Developer's team. Developer worked with the Law Company on project costs, but at this point the soft costs are an estimate based on total project costs.

On the \$15M, Developer is committed to contribute \$5M, there is a second hard commitment from another donor for \$5M, and then a third soft commitment from another donor for \$5M. If the PGAV study shows that an endowment of less than \$15M is needed, I'm not sure that the \$15M contingency is appropriate. Could the contingency be in the amount of at least \$10M plus, pursuant to a third-party revenue study reasonably acceptable to the Secretary, such additional amount as may be required that when combined with the net operating revenue from the Phase II Project is sufficient to sustain long-term operations?

We're pushing PGAV for at least an estimated required endowment amount by June 4th.

Marcus G. Abbott

Shareholder

mabbott@polsinelli.com

816.572.4778

900 W. 48th Place, Suite 900
Kansas City, MO 64112

<image001.png>

Polsinelli PC, Polsinelli LLP in California

polsinelli.com

From: Robert North [KDC] <Robert.North@ks.gov>
Sent: Tuesday, May 25, 2021 2:16 PM
To: Marc Abbott <MAbbott@Polsinelli.com>

Cc: Rick Worner (RickWorner@nationalrealtyadvisors.net) <RickWorner@nationalrealtyadvisors.net>; Joe Oaks <JOaks@Polsinelli.com>; 'jnorton@gilmorebell.com' <jnorton@gilmorebell.com>
Subject: RE: Manhattan - request for project approval

EXTERNAL EMAIL robert.north@ks.gov

Marc, a couple of questions. Who owns the land, what entity is acquiring the land and what is the status of the negotiations for transfer of the land? Its difficult for us to approve the project until the land is under control or transfer is completed. Is there any more detail on the soft costs of \$1.8M?

We are willing to approve the project contingent on receipt and acceptance of the PGAV report as well as actual funding of a minimum of \$15M for the endowment- assuming PGAV says the amount is sufficient. All standard terms and conditions also apply.

Are you good with our providing an approval letter on these terms and conditions?

Thanks.

From: Marc Abbott <MAbbott@Polsinelli.com>

Sent: Monday, May 17, 2021 2:55 PM

To: Robert North [KDC] <Robert.North@ks.gov>

Cc: Rick Worner (RickWorner@nationalrealtyadvisors.net) <RickWorner@nationalrealtyadvisors.net>; Joe Oaks <JOaks@Polsinelli.com>; 'jnorton@gilmorebell.com' <jnorton@gilmorebell.com>

Subject: Manhattan - request for project approval

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Bob,

Thank you again for your time last week regarding the Manhattan Museum of Art & Light Project (the “Phase II Project”) proposed by Bob and Tracey DeBruyn (the “Developers”). Attached please find the amended project plan, as submitted to the City on Friday (5/14). Key points are summarized below:

The STAR bond district is comprised of the South Project Area and the North Project Area. The Phase II Project will be located in the South Project Area. To date, expenditures within the South Project Area are estimated at \$120M, and expenditures within the North Project Area are estimated at \$92.758M, for a combined district total of \$212.758M. Phase II Project costs are estimated at \$43.6M (plus land costs), with approximately \$23M qualifying as eligible project costs under the STAR Bond Act. We previously discussed \$34M for Phase II Project costs, and that amount included a \$10M Developer contribution of cash and artwork. The Developers are now committing to \$5M of artwork, \$10M of cash, and \$5M cash to the extent such additional cash amount is required to sustain long-term operations. Therefore, the project plan, as amended, will include capital investment in excess of \$163.6M within the South Project Area and \$256.358M within the district.

The district received \$50M in STAR Bonds for the Flint Hills Discovery Center Project and the Phase II Project proposes the issuance of an additional \$23M in net new STAR Bonds (exclusive of approved financing costs). Thus, STAR Bonds will be used to finance approximately 44% of costs within the South Project Area, but only approximately 28% of costs within the entire district.

Based on above, we respectfully request (i) the Secretary's approval of the Phase II Project as a "STAR bond project" within the meaning of K.S.A. 12-17, 162(w) and (ii) approval of up to \$23M (exclusive of approved financing costs) in net new STAR Bonds, contingent on the items below:

- **Revenue Study:** We have retained PGAV to conduct a revenue study showing that revenues generated by the Phase II Project plus the endowment will be sufficient to sustain its long-term operation. Upon receipt, Developers will provide a copy of the revenue study to the Secretary for review and approval.
- **Visitor Attendance:** The Phase II Project will track visitor attendance by zip code and provide the results to the Secretary on an annual basis.
- **Entity Structure/Hidden Developers:** The Phase II Project will be owned and operated by non-profit entities; we anticipate one for property ownership and one for operations. Bob and Tracey DeBruyn will be on the boards of directors. There are no other hidden developers or investors. Although Developers anticipate that there will be additional donors who will contribute to the endowment of the Phase II Project, no donors will receive revenues from the operations or development of the Phase II Project.

Please let us know if the above is acceptable. If needed, we're happy to provide a proposed draft letter of the State approval based on the terms above.

Marcus G. Abbott

Shareholder

mabbott@polsinelli.com

816.572.4778

900 W. 48th Place, Suite 900
Kansas City, MO 64112

<image001.png>

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Jim Haugh [KDC]

From: Robert North [KDC]
Sent: Monday, May 17, 2021 3:09 PM
To: Cowan, Kevin (G&B)
Subject: RE: Goddard STAR Bond Pricing/Secretary Approval

Kevin, I'm sure I can get David's signature either tomorrow or Wednesday. Please go ahead and send the proposed certification. Im not sure whether we talked about Commerce admin fee on this one?

Thanks.

From: Cowan, Kevin (G&B) <KCOWAN@GilmoreBell.com>
Sent: Monday, May 17, 2021 2:09 PM
To: Robert North [KDC] <Robert.North@ks.gov>
Subject: Goddard STAR Bond Pricing/Secretary Approval
Importance: High

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Bob—The Goddard STAR bond pricing has been set for Wednesday of this week, and I am thinking about the Secretary approval letter for bond terms, etc. Will the Lt. Governor be available on Wednesday to sign the letter? I could get the draft to you this afternoon, and it could simply be pending until we get final details on Wednesday, if that works.

Please let me know. Thanks!

Kevin M. Cowan | Gilmore & Bell, P.C.
One Main Place | 100 North Main, Suite 800 | Wichita, KS 67202
Mobile: (316) 204-4151 | Office: (316) 303-3109
kcowan@gilmorebell.com

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Jim Haugh [KDC]

From: Robert North [KDC]
Sent: Wednesday, June 9, 2021 11:20 AM
To: Riekhof, Gina (G&B); todd.lasala
Subject: FW: 2021.06.08_Wyandotte County_Star Bond_Village East.pdf
Attachments: 2021.06.08_Wyandotte County_Star Bond_Village East.pdf

A clean copy.

From: Elizabeth Katsbulas [KDC] <Elizabeth.A.Katsbulas@ks.gov>
Sent: Wednesday, June 9, 2021 9:03 AM
To: Robert North [KDC] <Robert.North@ks.gov>
Subject: 2021.06.08_Wyandotte County_Star Bond_Village East.pdf

Jim Haugh [KDC]

From: Robert North [KDC]
Sent: Wednesday, May 5, 2021 4:37 PM
To: Marc Abbott
Cc: 'jnorton@gilmorebell.com'; Rick Worner (RickWorner@nationalrealtyadvisors.net); Joe Oaks
Subject: RE: Manhattan - first meeting
Importance: High

Marc, any issue with the city participating? They were copied on one of the emails and want to be included although by zoom I believe.

Thanks.

From: Marc Abbott <MAbbott@Polsinelli.com>
Sent: Wednesday, May 5, 2021 4:16 PM
To: Robert North [KDC] <Robert.North@ks.gov>
Cc: 'jnorton@gilmorebell.com' <jnorton@gilmorebell.com>; Rick Worner (RickWorner@nationalrealtyadvisors.net) <RickWorner@nationalrealtyadvisors.net>; Joe Oaks <JOaks@Polsinelli.com>
Subject: RE: Manhattan - first meeting

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Thanks Bob. See you on Monday.

Marcus G. Abbott

Shareholder

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900 W. 48th Place, Suite 900
Kansas City, MO 64112



Polsinelli PC, Polsinelli LLP in California

polsinelli.com

From: Robert North [KDC] <Robert.North@ks.gov>
Sent: Wednesday, May 5, 2021 4:07 PM
To: Marc Abbott <MAbbott@Polsinelli.com>
Cc: 'jnorton@gilmorebell.com' <jnorton@gilmorebell.com>; Rick Worner (RickWorner@nationalrealtyadvisors.net) <RickWorner@nationalrealtyadvisors.net>; Joe Oaks <JOaks@Polsinelli.com>
Subject: RE: Manhattan - first meeting

EXTERNAL EMAIL robert.north@ks.gov

Actually it looks like 415 might work. We will confirm.

From: Marc Abbott <MAbbott@Polsinelli.com>

Sent: Wednesday, May 5, 2021 2:58 PM

To: Robert North [KDC] <Robert.North@ks.gov>

Cc: 'jnorton@gilmorebell.com' <jnorton@gilmorebell.com>; Rick Worner (RickWorner@nationalrealtyadvisors.net) <RickWorner@nationalrealtyadvisors.net>; Joe Oaks <JOaks@Polsinelli.com>

Subject: Manhattan - first meeting

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Bob,

We would like to schedule an in-person meeting in Topeka with you and the Secretary to present the Manhattan STAR bond project. Bob and Tracey DeBruyn are the developers, and they will already be in Topeka on the afternoon of May 10. If you and David are available Monday afternoon we would like to meet then, or if just you are available we would still like to meet with you. Otherwise, please let us know of possible meeting times.

Marcus G. Abbott

Shareholder

mabbott@polsinelli.com

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Kansas City, MO 64112



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Jim Haugh [KDC]

From: Robert North [KDC]
Sent: Tuesday, March 2, 2021 2:32 PM
To: Aaron G. March
Subject: RE: Bluhawk NEXT MEETING

Aaron, I could make Tuesday afternoon work or Wednesday between 130 and 330.

From: Aaron G. March <amarch@rousepc.com>
Sent: Tuesday, March 2, 2021 1:42 PM
To: Robert North [KDC] <Robert.North@ks.gov>
Cc: Aaron G. March <amarch@rousepc.com>
Subject: RE: Bluhawk NEXT MEETING

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Bob can we get on your calendar next Tuesday March 9th for a hour Zoom meeting? Our team is open between 10-12:00 (noon)? If that time is not good, please shoot me some options.

Thanks

AARON G. MARCH

|| ROUSE FRETS WHITE GOSS
|| GENTILE RHODES, P.C.
4510 Belleview Avenue, Suite 300 || Kansas City, Missouri 64111
816-502-4701 || amarch@rousepc.com

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From: Aaron G. March
Sent: Tuesday, March 02, 2021 12:23 PM
To: Robert North [KDC] <Robert.North@ks.gov>
Cc: Aaron G. March <amarch@rousepc.com>
Subject: RE: Bluhawk

Hi Bob, thanks for the feedback. We are working on summarizing our plans for programming and marketing for ice as well as the other elements of the multi-sport complex, including information on regional visitations and our plans for those visitations to grow as the project matures. We should be able to have this material, together with our updated budget and Star Bond request ready to present to you late this week or early next week. If after reviewing these materials and meeting with us on them you think we are ready to schedule a meeting with David, we are happy to get that on the books. We will however want to bring the City into the loop so that it can join in the meeting with David with full understanding of the updated program. I think we can get our meeting with the City set up fairly quickly but want to wait until you think we have a plan that David is interested in supporting.

Thanks as always for your guidance and direction.

AARON G. MARCH

|| ROUSE FRETS WHITE GOSS
|| GENTILE RHODES, P.C.

4510 Belleview Avenue, Suite 300 || Kansas City, Missouri 64111
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From: Robert North [KDC] <Robert.North@ks.gov>

Sent: Tuesday, March 02, 2021 9:39 AM

To: Aaron G. March <amarch@rousepc.com>

Subject: Bluhawk

Aaron, had an opportunity to discuss with David and he reacted positively to the recent iteration. This is much closer to the initial project that was approved for STAR bonds. We still have questions about programming for the ice and any information on that will help get this moving more quickly. My recollection is the newly configured project may involve a slight budget enhancement? Would like that proposal as well prior to our next meeting.

Depending on the time necessary to pull together the visitation/programming for the ice, we could look at scheduling a meeting the week of the 8th or 15th.

Thank you and the Prices for your work getting this project closer to fruition. We are making solid progress.

Bob

Robert E. North
Chief Attorney
Kansas Department of Commerce
1000 S.W. Jackson St., Suite 100
Topeka, KS 66612-1354
Phone: 785.296.1913
Fax: 785.296.6809
KansasCommerce.gov

From: Robert North [KDC]
Sent: Wednesday, March 24, 2021 1:13 PM
To: Korb Maxwell; Marc Abbott
Cc: Rick Worner (RickWorner@nationalrealtyadvisors.net); Joe Oaks
Subject: RE: Derby - contingency for infrastructure

Agree let's put it on ice for now. We will definitely need to address it before going forward. Hopefully time heals all wounds etc.

From: Korb Maxwell <KMaxwell@Polsinelli.com>
Sent: Wednesday, March 24, 2021 12:29 PM
To: Marc Abbott <MAbbott@Polsinelli.com>; Robert North [KDC] <Robert.North@ks.gov>
Cc: Rick Worner (RickWorner@nationalrealtyadvisors.net) <RickWorner@nationalrealtyadvisors.net>; Joe Oaks <JOaks@Polsinelli.com>
Subject: RE: Derby - contingency for infrastructure

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Bob, I hammered him. Hammered. He is very apologetic. Guy is 21 year old kid and honestly not sure he knew what he was doing and had bad information. Rodney can pretty much have him do whatever... But I told him to just sit tight right now as didn't need anymore moving parts. -km

From: Marc Abbott <MAbbott@Polsinelli.com>
Sent: Wednesday, March 24, 2021 11:27 AM
To: Robert North [KDC] <Robert.North@ks.gov>
Cc: Rick Worner (RickWorner@nationalrealtyadvisors.net) <RickWorner@nationalrealtyadvisors.net>; Joe Oaks <JOaks@Polsinelli.com>; Korb Maxwell <KMaxwell@Polsinelli.com>
Subject: RE: Derby - contingency for infrastructure

Bob – thanks for Derby.

On Goddard, yes we were listening in on the House testimony and were taken aback by his comments too. Not only were his comments not factually accurate, but we were not even informed that he was going to say anything like that. We had a very frank and pointed discussion with him afterwards. If we need to discuss with you in case anything needs to be retracted in order for the Secretary to provide the final approval letter, we can make ourselves available when you have time.

Marcus G. Abbott
Shareholder

mabbott@polsinelli.com
816.572.4778
900 W. 48th Place, Suite 900
Kansas City, MO 64112



Polsinelli PC, Polsinelli LLP in California

polsinelli.com

From: Robert North [KDC] <Robert.North@ks.gov>
Sent: Wednesday, March 24, 2021 10:09 AM
To: Marc Abbott <MAbbott@Polsinelli.com>
Cc: Rick Worner (RickWorner@nationalrealtyadvisors.net) <RickWorner@nationalrealtyadvisors.net>; Joe Oaks <JOaks@Polsinelli.com>
Subject: RE: Derby - contingency for infrastructure
Importance: High

EXTERNAL EMAIL robert.north@ks.gov

Marc, we are ok with this. I will get you letter in next few days.
Thanks.

Sometime we need to talk about Goddard. Not sure if you're aware but the Mayor testified against a key component of our STAR Bond bill and that certainly didn't position the city well going forward.

From: Marc Abbott <MAbbott@Polsinelli.com>
Sent: Friday, March 19, 2021 10:54 AM
To: Robert North [KDC] <Robert.North@ks.gov>
Cc: Rick Worner (RickWorner@nationalrealtyadvisors.net) <RickWorner@nationalrealtyadvisors.net>; Joe Oaks <JOaks@Polsinelli.com>
Subject: RE: Derby - contingency for infrastructure

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Bob – any thoughts on authorizing the use of \$350k of the contingency on street and utility infrastructure?

From: Marc Abbott
Sent: Tuesday, March 9, 2021 2:05 PM
To: Robert North [KDC] <Robert.North@ks.gov>
Cc: Rick Worner (RickWorner@nationalrealtyadvisors.net) <RickWorner@nationalrealtyadvisors.net>; Joe Oaks <JOaks@Polsinelli.com>
Subject: Derby - contingency for infrastructure

Bob,

Attached please find the second MDA amendment and PDF page 56 is the project plan budget that shows the list of eligible costs with \$3,139,133 for infrastructure and \$2,007,018 for contingency. The infrastructure amount was based on the preliminary estimate from our engineer for the scope of work determined after consultation with City staff. The scope of work needs to be expanded now that due diligence for the infrastructure is almost complete.

From: Robert North [KDC]
Sent: Monday, February 8, 2021 3:09 PM
To: Jackie McClaskey
Subject: RE: SB 124 STAR Bond bill/testimony

Thank you and absolutely. This rough week cause we have hearings on most of our essential bills but next week should be open.

From: Jackie McClaskey <jackiem@americanroyal.com>
Sent: Monday, February 8, 2021 1:17 PM
To: Robert North [KDC] <Robert.North@ks.gov>
Subject: RE: SB 124 STAR Bond bill/testimony

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Hey Bob – Cliff cannot make time work to testify – but he is turning in written testimony. Here is a copy. Let us know what else we can do to help. Catch up sometime?

From: Robert North [KDC] <Robert.North@ks.gov>
Sent: Thursday, February 4, 2021 12:59 PM
To: Jackie McClaskey <jackiem@americanroyal.com>
Subject: RE: SB 124 STAR Bond bill/testimony

Here is very cliff notes version. Biggest policy item is the “rural redevelopment” to allow for construction or renovation of buildings and to use “pay as you go” rather than bonds for projects under \$10,000,000. Also adds an eligible project for “major business facility” so think DFA or comparable projects.

Raises the existing \$50M in cap investment and \$50M in sales to 75/75 for projects in metro areas.

Has the Department engaging the feasibility study and visitation study. Economic impact analysis would be required.

Allows pay as you go for rural development projects under \$10M. So more like TIF.

For Districts with existing retail, state can only pledge 90% of increment.
% year extension of the Act.

Hope you’re doing well. STAR bonds shouldn’t be as heavy a lift this year as in the past but its hard to say.

The attached cost comparison details the infrastructure costs and the work is occurring in two phases. The "Phase I" column is the work that has been bid and is currently underway. The "Phase II" column is the work that still needs to occur, and the Phase II costs are estimated based on the Phase I costs. Thus we anticipate that there will be at least \$239,582 of additional costs. There will also be an expensive bore under Rock Road that we anticipate will be needed and would like to add another \$100k for that contingency. We then rounded up to \$350k to have authority to use that amount for infrastructure.

Attached please find the Secretary's approval letter and the last paragraph requires that the Secretary approve all uses of the contingency. We respectfully request approval to use up to \$350,000 of the contingency for infrastructure.

We have already shared this information with City and they have no objection.

Marcus G. Abbott

Shareholder

mabbott@polsinelli.com

816.572.4778

900 W. 48th Place, Suite 900
Kansas City, MO 64112



Polsinelli PC, Polsinelli LLP in California

polsinelli.com

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From: Jackie McClaskey <jackiem@americanroyal.com>
Sent: Wednesday, February 3, 2021 1:48 PM
To: Robert North [KDC] <Robert.North@ks.gov>
Subject: Re: SB 124 STAR Bond bill/testimony

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Thanks Bob. Could you send summary of changes if you have them?

Sent from Nine

From: "Robert North [KDC]" <Robert.North@ks.gov>
Sent: Wednesday, February 3, 2021 1:27 PM
To: Rigby, Scot; Norton, Joe (G&B); kristy.stallings@opkansas.org; Katherine Carttar; Korb Maxwell; Marc Abbott; Jody Hoener; Joann Knight; Aaron G. March; Jackie McClaskey
Subject: SB 124 STAR Bond bill/testimony

All, Just wanted to let you know that SB 124 which reauthorizes STAR Bonds and has a few substantive changes, will be heard in Senate Commerce on Tuesday morning. We really need and appreciate your support to get this important program reauthorized. Looking for as many conferees as possible. You are able to testify remotely by making arrangements with the Committee secretary. If we can help with anything or if you have questions about the bill please let me know. If you would like to share this note with others, please do so. Thanks so much for your help.

Bob

Robert E. North
Chief Attorney
Kansas Department of Commerce
1000 S.W. Jackson St., Suite 100
Topeka, KS 66612-1354
Phone: 785.296.1913
Fax: 785.296.6809
KansasCommerce.gov

From: Robert North [KDC]
Sent: Monday, February 15, 2021 8:49 AM
To: Rick Worner
Subject: Re: Museum in Manhattan Kansas

Thanks Rick. I'm running by David. Should have feedback in next couple days.
Bob

On Feb 12, 2021, at 4:42 PM, Rick Worner <RickWorner@nationalrealtyadvisors.net> wrote:

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L'Atelier des Lumieres

Bob

I was asked to meet with a group of wealthy Kansans.
They want to construct a Kansas version of the Museum named above.
They will create a CASH Funded endowment to guaranty operations for many years.
The museum would go into the existing Manhattan Star Bond district.
I have consulted with the Bond Underwriters and they think they can raise approx. \$20mm in Bonds
The group of wealthy Kansas will start with a CASH commitment of \$10mm
Once they announce the project they hope to raise more.
I met with an assistant city manager and he thought that with the CASH endowment the City would be on board.

I don't want to waste their time or mine.
Please tell me your initial reaction

Rick

New Contact Information as of July 1, 2020

Rick Worner
Managing Director
National Realty Advisors
7400 West 130th Street
Suite 305
Overland Park, Kansas 66213

Mobile 913-481-3420
Office 913-689-2401

Jim Haugh [KDC]

From: Robert North [KDC]
Sent: Monday, February 8, 2021 3:18 PM
To: Jackie McClaskey
Subject: RE: SB 124 STAR Bond bill/testimony

I've had covid so if you want to zoom thats fine. I'm all better now.

From: Jackie McClaskey <jackiem@americanroyal.com>
Sent: Monday, February 8, 2021 3:14 PM
To: Robert North [KDC] <Robert.North@ks.gov>
Subject: Re: SB 124 STAR Bond bill/testimony

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Perfect. You up for in person or do you prefer zoom?

Sent from Nine

From: "Robert North [KDC]" <Robert.North@ks.gov>
Sent: Monday, February 8, 2021 3:08 PM
To: Jackie McClaskey
Subject: RE: SB 124 STAR Bond bill/testimony

Thank you and absolutely. This rough week cause we have hearings on most of our essential bills but next week should be open.

From: Jackie McClaskey <jackiem@americanroyal.com>
Sent: Monday, February 8, 2021 1:17 PM
To: Robert North [KDC] <Robert.North@ks.gov>
Subject: RE: SB 124 STAR Bond bill/testimony

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% year extension of the Act.

Hope you're doing well. STAR bonds shouldn't be as heavy a lift this year as in the past but its hard to say.

From: Jackie McClaskey <jackiem@americanroyal.com>

Sent: Wednesday, February 3, 2021 1:48 PM

To: Robert North [KDC] <Robert.North@ks.gov>

Subject: Re: SB 124 STAR Bond bill/testimony

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Sent from Nine

From: "Robert North [KDC]" <Robert.North@ks.gov>

Sent: Wednesday, February 3, 2021 1:27 PM

To: Rigby, Scot; Norton, Joe (G&B); kristy.stallings@opkansas.org; Katherine Carttar; Korb Maxwell; Marc Abbott; Jody Hoener; Joann Knight; Aaron G. March; Jackie McClaskey

Subject: SB 124 STAR Bond bill/testimony

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Bob

Robert E. North
Chief Attorney
Kansas Department of Commerce
1000 S.W. Jackson St., Suite 100
Topeka, KS 66612-1354
Phone: 785.296.1913
Fax: 785.296.6809
KansasCommerce.gov

Jim Haugh [KDC]

From: Robert North [KDC]
Sent: Monday, February 8, 2021 3:25 PM
To: Jackie McClaskey
Subject: RE: SB 124 STAR Bond bill/testimony

The 17th and 18th are wide open.

From: Jackie McClaskey <jackiem@americanroyal.com>
Sent: Monday, February 8, 2021 3:20 PM
To: Robert North [KDC] <Robert.North@ks.gov>
Subject: RE: SB 124 STAR Bond bill/testimony

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I am up for in person 🤝 if you are. I have not had it and have not been vaccinated...but you should be safe from me...

From: Robert North [KDC] <Robert.North@ks.gov>
Sent: Monday, February 8, 2021 3:18 PM
To: Jackie McClaskey <jackiem@americanroyal.com>
Subject: RE: SB 124 STAR Bond bill/testimony

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From: Jackie McClaskey <jackiem@americanroyal.com>
Sent: Monday, February 8, 2021 3:14 PM
To: Robert North [KDC] <Robert.North@ks.gov>
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Sent: Monday, February 8, 2021 1:17 PM
To: Robert North [KDC] <Robert.North@ks.gov>
Subject: RE: SB 124 STAR Bond bill/testimony

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Sent: Wednesday, February 3, 2021 1:48 PM
To: Robert North [KDC] <Robert.North@ks.gov>
Subject: Re: SB 124 STAR Bond bill/testimony

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Thanks Bob. Could you send summary of changes if you have them?

Sent from Nine

From: Robert North [KDC]
Sent: Thursday, February 4, 2021 2:32 PM
To: Andy Brienzo
Cc: Mohri Exline
Subject: RE: STAR bonds weekly status follow-up

Andy, I think we are viewing it similarly. I reached out to a couple of the bond attorneys that specialize in STAR bonds and received this comment.

We believe that proceeds of bonds secured by revenues within a STAR project area may be used to pay costs incurred anywhere within the District.

KSA 12-17,169 says that bonds may be used to “finance the undertaking of any STAR bond project.” KSA 12-17,162(w) defines “STAR bond project” as “an approved project to implement a project plan for the development of the established STAR bond project district.” Also, KSA 12-17,162(aa) defines “STAR bond project plan” as a “the plan adopted by a city or county for the development of a STAR bond project or projects in a STAR bond project district.”

If the legislature intended that proceeds of bonds secured by a specific project area’s revenues should only be spent in that project area (as opposed to anywhere within the District), then I believe the references in KSA 12-17.162(w) and (aa) to “district” would have said “project area.”

If you want to discuss further, let me know.

Thanks.

From: Andy Brienzo <Andy.Brienzo@lpa.ks.gov>
Sent: Thursday, February 4, 2021 10:59 AM
To: Robert North [KDC] <Robert.North@ks.gov>
Cc: Mohri Exline <Mohri.Exline@lpa.ks.gov>
Subject: RE: STAR bonds weekly status follow-up

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Hi Bob,

I think I know where my confusion is coming from. I’m recalling now that you told me in August that in single-project districts, the project area and the district are typically coterminous. To the extent that’s true, I understand that any infrastructure within the district could be financed using STAR bond proceeds, since the entire district is also considered the project area. When I wrote the below email, I was thinking of a situation where the project area doesn’t fill the entire district, since statute allows districts to encompass project areas and “any area of real property reasonably anticipated to directly benefit” from the project.

From: "Robert North [KDC]" <Robert.North@ks.gov>

Sent: Wednesday, February 3, 2021 1:27 PM

To: Rigby, Scot; Norton, Joe (G&B); kristy.stallings@opkansas.org; Katherine Carttar; Korb Maxwell; Marc Abbott; Jody Hoener; Joann Knight; Aaron G. March; Jackie McClaskey

Subject: SB 124 STAR Bond bill/testimony

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Bob

Robert E. North
Chief Attorney
Kansas Department of Commerce
1000 S.W. Jackson St., Suite 100
Topeka, KS 66612-1354
Phone: 785.296.1913
Fax: 785.296.6809
KansasCommerce.gov

Please let me know if I'm still off base, but I think I understand your comments better now that I'm thinking of the project area and district being coterminous for single-project districts.

Thanks!

Andy

From: Robert North [KDC] <Robert.North@ks.gov>
Sent: Tuesday, February 2, 2021 5:06 PM
To: Andy Brienzo <Andy.Brienzo@lpa.ks.gov>
Cc: Mohri Exline <Mohri.Exline@lpa.ks.gov>
Subject: RE: STAR bonds weekly status follow-up

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Andy, see comments below. It feels like we are possibly talking about different issues. I'm happy to get on a call and make sure we both have a better understanding. Just let me know. Thanks.
Bob

From: Andy Brienzo <Andy.Brienzo@lpa.ks.gov>
Sent: Tuesday, February 2, 2021 2:22 PM
To: Robert North [KDC] <Robert.North@ks.gov>
Cc: Mohri Exline <Mohri.Exline@lpa.ks.gov>
Subject: STAR bonds weekly status follow-up

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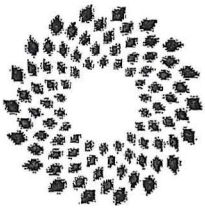
Hi Bob,

I just wanted to follow up quickly on today's weekly status meeting.

- 1. You mentioned that STAR bond proceeds can go to infrastructure development that's separate from the project area but still within the district. We used the example of using STAR bond proceeds to finance infrastructure development in the retail area of Hutchinson's district, which is totally separate from the salt mine museum. But you mentioned that Commerce policy limits the project costs it approves to those that are directly related to the attraction. So, I just want to confirm that statute would allow (or, perhaps more accurately, not disallow) a situation like the Hutchinson example, but that Commerce policy would not. As I understand the hypothetical, I think you are correct, the Act does not disallow non-contiguous districts. The Act allows for infrastructure costs as "project costs" as defined in KSA 12-17,162(r). These costs must be incurred within the STAR Bond Project District.**
- 2. Can you point us to the section of statute that allows STAR bond proceeds to finance infrastructure development that's separate from the project area but still within the**

district? It looks like KSA 12-17,164(b) allows proceeds to be used for up to 50% of the total project costs and project-related costs. It may be that I don't understand the question. Not all Districts are divided into project areas. It appears you are asserting, infrastructure couldn't be funded at all with STAR Bond proceeds? Project costs as defined KSA 12-17,162(r) lists several specific types of infrastructure as eligible costs. "project costs" also refers to a "STAR bond project plan" which is defined in 12-17,162(aa) to encompass a "STAR bond project district". I'm happy to get on another call to discuss this and make sure we better understand what LPA is saying here. I'm not sure that 12-17,164 is pertinent but may not be following the line of thought. 12-17,164 does use the term "project costs" which is defined in 12-17,162(r).

Please let me know if I need to clarify either of my questions. Thanks!



Andy Brienzo
Principal Auditor

Kansas Legislative Division of Post Audit
(785) 333-1776



Jim Haugh [KDC]

From: Riekhof, Gina (G&B) <GRIEKHOF@GilmoreBell.com>
Sent: Wednesday, January 20, 2021 1:57 PM
To: Robert North [KDC]
Subject: RE: Star bond bill

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Thanks for the update. I really appreciate the chance to catch up today. Will be in touch soon with more info.

Gina Riekhof | Gilmore & Bell, P.C.
2405 Grand Boulevard | Suite 1100 | Kansas City, MO | 64108
Main: (816) 221-1000 | Direct: (816) 218-7536 | Fax: (816) 221-1018 griekhof@gilmorebell.com

-----Original Message-----

From: Robert North [KDC] <Robert.North@ks.gov>
Sent: Wednesday, January 20, 2021 1:07 PM
To: Riekhof, Gina (G&B) <GRIEKHOF@GilmoreBell.com>
Subject: Star bond bill

Has not been introduced. The Revisor got covid and got behind. We don't anticipate any real issues with getting it passed. There will be gamesmanship but will get passed.

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Jim Haugh [KDC]

From: Robert North [KDC]
Sent: Tuesday, June 22, 2021 4:31 PM
To: Elizabeth Katsbulas [KDC]
Subject: RE: Commerce Invoice to Goddard, KS-STAR Bond-

Looks good just need to change the joe norton to kevin cowan. Thanks.

From: Elizabeth Katsbulas [KDC] <Elizabeth.A.Katsbulas@ks.gov>
Sent: Tuesday, June 22, 2021 4:15 PM
To: Robert North [KDC] <Robert.North@ks.gov>
Subject: Commerce Invoice to Goddard, KS-STAR Bond-

816.572.4778

900 W. 48th Place, Suite 900
Kansas City, MO 64112

<image001.png>

Polsinelli PC, Polsinelli LLP in California

polsinelli.com

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Jim Haugh [KDC]

From: LaSala, Todd <todd.lasala@stinson.com>
Sent: Wednesday, February 3, 2021 6:10 PM
To: Robert North [KDC]
Subject: RE: letter

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Bob – I got a chance to look through the SVA (and the amendment) that Korb is referencing. It's the original On Goal/Stadium document. In short, I think he's probably right about the 579 jobs at the Stadium (if that number is right). The word "Site" in that DA is all of the 400 acres in Village West, generally, but there's also a clause in the Annex of definitions that would include other land in the Redevelopment District – which is defined as the STAR Bond District formed by Ordinance No. 0-11-98. So I do NOT think that definition is broad enough to include the jobs on the Pinnacle site – the 32 jobs at the NTC, the 9 US Soccer jobs or the Children's Mercy jobs, regardless of the assumed payroll for those. The Pinnacle Site sits in a different Redevelopment District – the one formed for Schlitterbahn pursuant to Ordinance No. 47-14.

Hope this helps. Also happy to talk through this, or send you a copy of the original On Goal Stadium DA if you don't have it handy. Thanks.

Todd

Todd A. LaSala, LEED AP
Partner

STINSON LLP
1201 Walnut Street, Suite 2900
Kansas City, MO 64106-2150
Direct: 816.691.3410 \ [Bio](#)

Assistant: Lonna Whiteaker \ 816.691.2376 \ lonna.whiteaker@stinson.com

STINSON.COM

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From: Robert North [KDC] <Robert.North@ks.gov>
Sent: Wednesday, February 3, 2021 1:55 PM
To: LaSala, Todd <todd.lasala@stinson.com>
Subject: letter

External Email – Use Caution

Robert E. North
Chief Attorney
Kansas Department of Commerce

1000 S.W. Jackson St., Suite 100
Topeka, KS 66612-1354
Phone: 785.296.1913
Fax: 785.296.6809
KansasCommerce.gov

Jim Haugh [KDC]

From: Marc Abbott <MAbbott@Polsinelli.com>
Sent: Friday, January 29, 2021 5:02 PM
To: Michael Lambert; 'Reid, David'; 'Cowan, Kevin (G&B)'; 'Brian Silcott (BSilcott@goddards.gov)'; 'Ryan Peck'; Joe Oaks; Robert North [KDC]; 'Pete Gardner'; 'Albrecht, Dawn (G&B)'; 'Howard, Courtney (G&B)'
Cc: Steven Il, Rodney; Rick Worner (RickWorner@nationalrealtyadvisors.net); Joe Oaks
Subject: RE: Crews - Goddard 2021 STAR Bonds - Draft POS
Attachments: Notes on- Preliminary Official Statement-c.pdf

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David – attached please find comments to the POS.

Marcus G. Abbott

Shareholder

mabbott@polsinelli.com

816.572.4778

900 W. 48th Place, Suite 900
Kansas City, MO 64112



Polsinelli PC, Polsinelli LLP in California

polsinelli.com

From: Michael Lambert <mlambert@crewsfs.com>
Sent: Wednesday, January 27, 2021 10:24 AM
To: 'Reid, David' <dereid@bclplaw.com>; 'Cowan, Kevin (G&B)' <KCOWAN@GilmoreBell.com>; 'Brian Silcott (BSilcott@goddards.gov)' <BSilcott@goddards.gov>; 'Ryan Peck' <RPECK@morrislaing.com>; Marc Abbott <MAbbott@Polsinelli.com>; Joe Oaks <JOaks@Polsinelli.com>; 'Robert North [KDC]' <Robert.North@ks.gov>; 'Pete Gardner' <pgardner@securitybankkc.com>; 'Albrecht, Dawn (G&B)' <dalbrecht@gilmorebell.com>; 'Howard, Courtney (G&B)' <choward@gilmorebell.com>
Subject: RE: Crews - Goddard 2021 STAR Bonds - Draft POS

EXTERNAL EMAIL mlambert@crewsfs.com

David,

Please see attached some comments on the POS. I will include numbers on the next draft once we have a revised sales tax report.

Thanks.

Michael Lambert
Senior Managing Director
Capital Markets Group
Crews & Associates, Inc.
First Security Center
521 President Clinton Avenue
Suite 800
Little Rock, AR 72201

Main (800)766-2000
Direct (501) 978-7946
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From: Reid, David <dereid@bclplaw.com>
Sent: Tuesday, January 26, 2021 2:04 PM
To: 'Cowan, Kevin (G&B)' <KCOWAN@GilmoreBell.com>; 'Brian Silcott (BSilcott@goddards.gov)' <BSilcott@goddards.gov>; 'Ryan Peck' <RPECK@morrislaing.com>; 'Marc Abbott' <MAbbott@Polsinelli.com>; 'Joe Oaks' <JOaks@Polsinelli.com>; 'Robert North [KDC]' <Robert.North@ks.gov>; Michael Lambert <mlambert@crewsfs.com>; 'Pete Gardner' <pgardner@securitybankkc.com>; 'Albrecht, Dawn (G&B)' <dalbrecht@gilmorebell.com>; 'Howard, Courtney (G&B)' <choward@gilmorebell.com>
Subject: Crews - Goddard 2021 STAR Bonds - Draft POS

Attached please find the initial draft of the POS for the proposed 2021 STAR Bonds. In case it is helpful, we have attached a tracked changes version marked against the POS for the 2019 STAR Bonds. To the extent you have any comments or questions on the attached, please forward them to my attention.

Thanks, David



DAVID ERIC REID
Partner
BRYAN CAVE LEIGHTON PAISNER LLP - Kansas City, MO USA
dereid@bclplaw.com
T: +1 816 391 7656 M: +1 816 896 7656

From: Reid, David
Sent: Monday, January 25, 2021 9:17 AM

To: 'Cowan, Kevin (G&B)' <KCOWAN@GilmoreBell.com>; Brian Silcott (BSilcott@goddardks.gov) <BSilcott@goddardks.gov>; Ryan Peck <RPECK@morrislaing.com>; Marc Abbott <MAbbott@Polsinelli.com>; Joe Oaks <JOaks@Polsinelli.com>; Robert North [KDC] <Robert.North@ks.gov>; Michael Lambert <mlambert@crewsfs.com>; Pete Gardner <pgardner@securitybankkc.com>; Albrecht, Dawn (G&B) <dalbrecht@gilmorebell.com>; Howard, Courtney (G&B) <choward@gilmorebell.com>

Subject: Crews - Goddard 2021 STAR Bonds - Draft Purchase Contract and CDU

Attached please find initial drafts of the Purchase Contract and Continuing Disclosure Undertaking related to the proposed 2021 STAR Bonds. We have attached clean versions of both documents and tracked changes versions marked against the final versions of the documents from the 2019 transaction. To the extent you have any questions or comments on the attached, please forward them to my attention.

We are working on completing the initial draft of the POS and will distribute that to this group under separate cover.

Thanks, David



DAVID ERIC REID

Partner

dereid@bclplaw.com

T: +1 816 391 7656 F: +1 816 855 3656 M: +1 816 896 7656

BRYAN CAVE LEIGHTON PAISNER LLP

One Kansas City Place, 1200 Main Street, Suite 3800, Kansas City, MO 64105-2122

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Jim Haugh [KDC]

From: Curtis Petersen <CPetersen@Polsinelli.com>
Sent: Monday, August 23, 2021 10:03 AM
To: Robert North [KDC]
Cc: Greg Maday; Robb Heineman; Korb Maxwell; Trey Bowen
Subject: RE: Homefield / follow-up materials

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Good morning, Bob.

Below is our estimated budget for Perfect Game/Homefield Baseball based on our bid from Kimley-Horn, plus our land acquisition costs.

Let me know if you have questions before meeting with the Secretary this morning.

Thanks,
Curt

Kimley Horn	
<u>FEE PROPOSAL:</u>	
A&E	1,853,500
Fields	24,000,000
Buildings, Dugouts, Canopies	3,070,000
Site Development	10,000,000
Total:	38,923,500
<u>LAND:</u>	3,800,000
Total Estimated Budget:	42,723,500

Curtis J. Petersen

Shareholder

cpetersen@polsinelli.com

913.234.7458

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Kansas City, MO 64112

polsinelli.com



Polsinelli PC, Polsinelli LLP in California

From: Robert North [KDC] <Robert.North@ks.gov>
Sent: Monday, August 23, 2021 9:00 AM
To: Curtis Petersen <CPetersen@Polsinelli.com>
Cc: Judy Hunt <JHunt@Polsinelli.com>; Greg Maday <gmaday@specchemllc.com>; Robb Heineman <rheineman@homefieldkc.com>; Korb Maxwell <KMaxwell@Polsinelli.com>; Trey Bowen <tbowen@superiorbowen.com>
Subject: RE: Homefield / follow-up materials

EXTERNAL EMAIL robert.north@ks.gov

Just following up on this. I hope to meet with David this morning for a final discussion as to PG and Margaritaville and how either might influence the amount of bonds authorized. Any additional cost/budget info may be helpful.
Thanks.

From: Robert North [KDC]
Sent: Friday, August 20, 2021 1:44 PM
To: Curtis Petersen <CPetersen@Polsinelli.com>
Cc: Judy Hunt <JHunt@Polsinelli.com>; Greg Maday <gmaday@specchemllc.com>; Robb Heineman <rheineman@homefieldkc.com>; Korb Maxwell <KMaxwell@Polsinelli.com>; Trey Bowen <tbowen@superiorbowen.com>
Subject: RE: Homefield / follow-up materials

Thank you Curt, we will try to work through this in the next couple of days. One other item we discussed was a budget for the PG component. Is that information available or is it included in the attached?
Thanks again
Bob

From: Curtis Petersen <CPetersen@Polsinelli.com>
Sent: Thursday, August 19, 2021 11:32 AM
To: Robert North [KDC] <Robert.North@ks.gov>
Cc: Judy Hunt <JHunt@Polsinelli.com>; Greg Maday <gmaday@specchemllc.com>; Robb Heineman <rheineman@homefieldkc.com>; Korb Maxwell <KMaxwell@Polsinelli.com>; Trey Bowen <tbowen@superiorbowen.com>
Subject: Homefield / follow-up materials

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Hi, Bob.

Thanks again to you, Ryan, and the Lt. Governor for meeting with Greg, Robb, and me earlier this week in Topeka.

Before reacting to our proposal regarding maximum STAR Bond issuance, you asked for sales tax and TGT estimates for Perfect Game and Margaritaville. In response to that request, please find attached:

Perfect Game

- Slide deck from Perfect Game. Please see slides 30 – 32 for WYCO project specific numbers. I think you'll find the rest of the slide deck interesting, exciting, and good context for the Perfect Game WYCO project.
- Slide 31: \$33.7 million direct spending
 - o At the applicable 9.125% sales tax rate, that equates to \$3,075,125 in sales tax revenues annually.
- Slide 31: 75,000 room nights \$135 ADR
 - o At the applicable TGT rate of 8%, that equates to \$810,000 in TGT revenues annually.

Margaritaville

- My assistant, Judy Hunt, will provide a slide deck from Margaritaville by separate transmittal due to the size of the document. The slides will provide an excellent background for the Margaritaville brand and what it will bring to Kansas.
- We just received the projected sales/revenue analysis from our consultant for this project. We've pasted that information at the bottom of this e-mail and then created a table just below it that translates those sales into sales tax revenue and TGT revenue, as requested.

As for next steps to get this project to a November STAR Bond issuance, we spoke with the UG's attorneys and hammered out this game plan (subject to the State's approval and involvement, like always).

1. Commerce provides feedback on developer's proposal regarding maximum STAR Bond issuance amount.
2. Following #1, UG will immediately finalize a term sheet with responses to HF on key issues associated with draft the revised Development Agreement.
3. HF and the UG (and of course the State) will then finalize discussion on all open issues.
4. At this point the UG's underwriter can move forward with finalizing structure and drafting bond documents.
5. UG will then circulate a draft of the amended DA and work to finalize same.
6. Any other procedural items with State / UG.
7. STAR Bond issuance in November.

Thanks again, Bob. Let me know if you all need anything else at this point from us.

Curt

**Numbers below omit ",000" from each number.*

	2024		2025		2026	
	Amount	Percent	Amount	Percent	Amount	Perc
Revenues:						
Rooms	\$15,723	49.6%	\$17,805	50.9%	\$19,255	5
Food and Beverage	11,296	35.6	12,268	35.1	12,982	
Family Entertainment Center	3,246	10.2	3,343	9.6	3,444	
Spa	566	1.8	627	1.8	670	
Miscellaneous Income (Net)	884	2.8	954	2.7	1,007	
	31,715	100.0	34,998	100.0	37,358	1

Nondepartmental Expenses:

		2024	2025	2026	2027	2028
Room Tax	8.00%	\$1,257.84	\$1,424.40	\$1,540.40	\$1,586.72	\$1,634
Sales Tax on Room Rev	9.125%	\$1,434.72	\$1,624.71	\$1,757.02	\$1,809.85	\$1,864
F&B & Other taxable tax	9.125%	\$1,459.27	\$1,568.86	\$1,651.90	\$1,701.45	\$1,752
Total Tax		\$4,151.83	\$4,617.97	\$4,949.32	\$5,098.02	\$5,251

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Jim Haugh [KDC]

From: Marc Abbott <MAbbott@Polsinelli.com>
Sent: Monday, June 14, 2021 2:44 PM
To: Robert North [KDC]
Cc: Joe Oaks
Subject: RE: Velocity - Bonner Springs STAR Bond project

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Bob,

We're getting a more specific description from Velocity on how their programming will differ from the Sandstone amphitheater.

Velocity has the land under contract. We have completed due diligence and continue working to loan approvals for the construction financing. Closing is anticipated for this summer.

Marcus G. Abbott

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From: Robert North [KDC] <Robert.North@ks.gov>
Sent: Monday, June 14, 2021 9:34 AM
To: Marc Abbott <MAbbott@Polsinelli.com>
Cc: Joe Oaks <JOaks@Polsinelli.com>
Subject: RE: Velocity - Bonner Springs STAR Bond project

EXTERNAL EMAIL robert.north@ks.gov

Marc, a couple preliminary items after briefly talking with LG. Generally liked the concept but wanted a little more info. Can you provide a brief note explaining how this project would not cannibalize the existing amphitheater? Also, has the ground been acquired or is there an option to purchase? What does the timing look like for that? I'm sure there will be many more but this is it for now.

Thanks.

Bob

From: Marc Abbott <MAbbott@Polsinelli.com>
Sent: Wednesday, June 9, 2021 4:15 PM
To: Robert North [KDC] <Robert.North@ks.gov>
Cc: Joe Oaks <JOaks@Polsinelli.com>
Subject: Velocity - Bonner Springs STAR Bond project

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Bob,

We have a client that is pursuing development of an entertainment and education complex in Bonner Springs that will contain the following components:

- 15,000 seat outdoor concert pavilion that will also contain a 48,000 SF retail, dining, and entertainment plaza
- 2,400 seat indoor performing arts center
- E-sports indoor arena
- Accredited learning facility specializing in programs for audio, visual, multimedia, gaming, and broadcasting
- 267,000 SF hotel

We would request to create a new district that would only include our project. Project costs are estimated at \$677M, and attached is a short presentation regarding the project.

Can we please schedule an intro call to discuss? I'd like to talk briefly with you before bringing in the Lt. Gov.

Marcus G. Abbott

Shareholder

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From: Robert North [KDC]
Sent: Saturday, June 5, 2021 10:32 AM
To: Norton, Joe (G&B)
Subject: Re: Manhattan - request for project approval

Thank you and yes. I almost handed it to you rather than Rigby. 😊

On Jun 4, 2021, at 5:09 PM, Norton, Joe (G&B) <JNORTON@gilmorebell.com> wrote:

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Good to see you today. Nice words about from David and Meitzner - well deserved.

Can you send me an email pdf of the Wichita approval letter on Monday? Thx.

Sent from my iPad

Joe L. Norton
Gilmore & Bell, P.C.
100 N. Main, Suite 800
Wichita, KS. 67202

On Jun 4, 2021, at 3:07 PM, Robert North [KDC] <Robert.North@ks.gov> wrote:

It was signed today. We are traveling so email it Monday.

On Jun 4, 2021, at 2:16 PM, Marc Abbott <MAbbott@polsinelli.com> wrote:

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Bob,

Do you have any updates on anticipated timing for the project approval letter?

Marcus G. Abbott

Shareholder

mabbott@polsinelli.com

816.572.4778

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Kansas City, MO 64112

<image001.png>

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From: Robert North [KDC] <Robert.North@ks.gov>

Sent: Thursday, May 27, 2021 10:59 AM

To: Norton, Joe (G&B) <JNORTON@GilmoreBell.com>; Marc Abbott <MAbbott@Polsinelli.com>

Cc: Rick Worner <RickWorner@nationalrealtyadvisors.net>; Joe Oaks <JOaks@Polsinelli.com>

Subject: RE: Manhattan - request for project approval

EXTERNAL EMAIL robert.north@ks.gov

Ok, we will get you the letter early next week. Both David and I are off today and tomorrow.

Thanks.

Bob

From: Norton, Joe (G&B) <JNORTON@GilmoreBell.com>

Sent: Wednesday, May 26, 2021 3:52 PM

To: Marc Abbott <MAbbott@polsinelli.com>

Cc: Robert North [KDC] <Robert.North@ks.gov>; Rick Worner <RickWorner@nationalrealtyadvisors.net>; Joe Oaks <JOaks@polsinelli.com>

Subject: Re: Manhattan - request for project approval

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Agree on timing

Sent from my iPad

Joe L. Norton

Gilmore & Bell, P.C.

100 N. Main, Suite 800

On May 26, 2021, at 2:34 PM, Marc Abbott
<MAbbott@polsinelli.com> wrote:

Bob – if acceptable to the Lt. Gov., we would prefer the letter now with the contingencies please. We can address the results of PGAV once we receive the report if David/you require further action at that time.

Plus City might want to know that State has approved before they will approve.

Marcus G. Abbott

Shareholder

mabbott@polsinelli.com

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Kansas City, MO 64112

<image001.png>

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From: Robert North [KDC] <Robert.North@ks.gov>
Sent: Wednesday, May 26, 2021 2:26 PM
To: Marc Abbott <MAbbott@Polsinelli.com>; Rick Worner <RickWorner@nationalrealtyadvisors.net>
Cc: Joe Oaks <JOaks@Polsinelli.com>; 'jnorton@gilmorebell.com' <jnorton@gilmorebell.com>
Subject: RE: Manhattan - request for project approval

EXTERNAL EMAIL robert.north@ks.gov

Yep, math skills are why I'm a lawyer. I was seeing \$46.3 rather than \$43.6.
Would you prefer to get a letter with contingencies on the PGAV and endowment or do you want to wait?

From: Marc Abbott <MAbbott@Polsinelli.com>
Sent: Wednesday, May 26, 2021 2:01 PM
To: Rick Worner <RickWorner@nationalrealtyadvisors.net>; Robert North [KDC] <Robert.North@ks.gov>
Cc: Joe Oaks <JOaks@Polsinelli.com>;

'jnorton@gilmorebell.com' <jnorton@gilmorebell.com>

Subject: RE: Manhattan - request for project approval

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Bob – on the 50% threshold based on just this project, even if the entire \$15M endowment is required, we would need to further increase the endowment in order to be at 50%. Total estimated Project Costs are \$43.6M (plus land cost). To be at 50% for just this project, we would need to increase the endowment by at least another \$2.4M. If the revenue study shows that an endowment of that size is required, that's one thing. But I'm not sure requiring the full \$15M plus an additional \$2.4M is appropriate if it is not needed.

For The Museum of Art and Light Land, Inc. (the Property Co), it will be formed by the time City considers the project plan amendment on June 1. For operations, we are currently working with Developer's CPA and tax advisors on the appropriate entity structure. We anticipate there will be a parent non-profit corporation, and that parent will own the Property Co and an Operating Co (we anticipate an LLC). The structure will comply with KSA 12-17,162(p) that a "museum facility" be owned and managed by a non-profit corporation and it will not be leased to any developer. No private party/entity will have a profits interest in the operating revenues.

Marcus G. Abbott

Shareholder

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900 W. 48th Place, Suite 900
Kansas City, MO 64112

<image001.png>

Polsinelli PC, Polsinelli LLP in California

polsinelli.com

From: Rick Worner

<RickWorner@nationalrealtyadvisors.net>

Sent: Wednesday, May 26, 2021 9:53 AM

To: Robert North [KDC] <Robert.North@ks.gov>; Marc Abbott <MAbbott@Polsinelli.com>

Cc: Joe Oaks <JOaks@Polsinelli.com>;

'jnorton@gilmorebell.com' <jnorton@gilmorebell.com>

Subject: RE: Manhattan - request for project approval

EXTERNAL

EMAIL rickworner@nationalrealtyadvisors.net

Bob

A couple of quick comments

- 1 The plan is to DONATE the art—not a loan
- 2 I would argue that this project is different than any other project we have ever looked at in one significant way

The other projects at the end of the day benefited the State & the City & the Developer I have never seen a case where there is NO benefit to the developer and the benefit is all to the State & the City and the PUBLIC

I would argue in THIS case that because there is NO benefit to the developer that a different view would be taken by the State

These people are really trying to leave a legacy of art for the State. I have read about people like this but frankly had never met anyone like these people.

If the endowment is at \$10,000,000 and the donated art at the low end is another \$5,000,000—who does that ?

This is probably not the best way to describe it—but to me this is a FAST PASS to Heaven. That is the benefit to these developers.

From: Robert North [KDC] <Robert.North@ks.gov>

Sent: Wednesday, May 26, 2021 9:21 AM

To: Marc Abbott <MAbbott@Polsinelli.com>

Cc: Rick Worner

<RickWorner@nationalrealtyadvisors.net>; Joe Oaks

<JOaks@Polsinelli.com>; 'jnorton@gilmorebell.com'

<jnorton@gilmorebell.com>

Subject: RE: Manhattan - request for project approval

Thanks Marc. The info on ownership is helpful. When will the non-profit be organized and what entity will operate the museum?

As to the endowment, the best, and only, info we have is what the developer provided. I'm not sure how we can support

a reduced endowment amount based on the possibility the vendor comes in with a lower number. Its important to the state the requested STAR bond ask be less than 50% of "project costs". I know we can legally leverage existing development but the optics are far better in this scenario. Thoughts on how best to resolve this?

Also, will the artwork be owned by the museum or loaned by the owners?

bob

From: Marc Abbott <MAbbott@Polsinelli.com>
Sent: Tuesday, May 25, 2021 3:58 PM
To: Robert North [KDC] <Robert.North@ks.gov>
Cc: Rick Worner
(RickWorner@nationalrealtyadvisors.net)
<RickWorner@nationalrealtyadvisors.net>; Joe Oaks
<JOaks@Polsinelli.com>; 'jnorton@gilmorebell.com'
<jnorton@gilmorebell.com>
Subject: RE: Manhattan - request for project approval

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Bob,

City owns the land. City will consider the attached Pre-Development Agreement at the same meeting as the project plan amendment, and section 3.02 of the PDA addresses property conveyance to Developer. Developer is forming a non-profit corporation, The Museum of Art and Light Land, Inc., that will acquire title.

The Law Company, Inc., a design-build construction firm, is part of Developer's team. Developer worked with the Law Company on project costs, but at this point the soft costs are an estimate based on total project costs.

On the \$15M, Developer is committed to contribute \$5M, there is a second hard commitment from another donor for \$5M, and then a third soft commitment from another donor for \$5M. If the PGAV study shows that an endowment of less than \$15M is needed, I'm not sure that the \$15M contingency is appropriate. Could the contingency be in the amount of at least \$10M plus, pursuant to a third-party revenue study reasonably acceptable to the Secretary, such additional amount as may be required that when combined with the net operating revenue from the Phase II Project is sufficient to sustain long-term operations?

We're pushing PGAV for at least an estimated required endowment amount by June 4th.

Marcus G. Abbott

Shareholder

mabbott@polsinelli.com

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900 W. 48th Place, Suite 900
Kansas City, MO 64112

<image001.png>

Polsinelli PC, Polsinelli LLP in California

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From: Robert North [KDC] <Robert.North@ks.gov>

Sent: Tuesday, May 25, 2021 2:16 PM

To: Marc Abbott <MAbbott@Polsinelli.com>

Cc: Rick Worner

(RickWorner@nationalrealtyadvisors.net)

<RickWorner@nationalrealtyadvisors.net>; Joe Oaks

<JOaks@Polsinelli.com>; 'jnorton@gilmorebell.com'

<jnorton@gilmorebell.com>

Subject: RE: Manhattan - request for project approval

EXTERNAL EMAIL robert.north@ks.gov

Marc, a couple of questions. Who owns the land, what entity is acquiring the land and what is the status of the negotiations for transfer of the land? Its difficult for us to approve the project until the land is under control or transfer is completed.

Is there any more detail on the soft costs of \$1.8M?

We are willing to approve the project contingent on receipt and acceptance of the

PGAV report as well as actual funding of a minimum of \$15M for the endowment- assuming PGAV says the amount is sufficient. All standard terms and conditions also apply.

Are you good with our providing an approval letter on these terms and conditions?

Thanks.

From: Marc Abbott <MAbbott@Polsinelli.com>
Sent: Monday, May 17, 2021 2:55 PM
To: Robert North [KDC] <Robert.North@ks.gov>
Cc: Rick Worner
(RickWorner@nationalrealtyadvisors.net)
<RickWorner@nationalrealtyadvisors.net>; Joe Oaks
<JOaks@Polsinelli.com>; 'jnorton@gilmorebell.com'
<jnorton@gilmorebell.com>
Subject: Manhattan - request for project approval

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Bob,

Thank you again for your time last week regarding the Manhattan Museum of Art & Light Project (the “**Phase II Project**”) proposed by Bob and Tracey DeBruyn (the “**Developers**”). Attached please find the amended project plan, as submitted to the City on Friday (5/14). Key points are summarized below:

The STAR bond district is comprised of the South Project Area and the North Project Area. The Phase II Project will be located in the South Project Area. To date, expenditures within the South Project Area are estimated at \$120M, and expenditures within the North Project Area are estimated at \$92.758M, for a combined district total of \$212.758M. Phase II Project costs are estimated at \$43.6M (plus land costs), with approximately \$23M qualifying as eligible project costs under the STAR Bond Act. We previously discussed

\$34M for Phase II Project costs, and that amount included a \$10M Developer contribution of cash and artwork. The Developers are now committing to \$5M of artwork, \$10M of cash, and \$5M cash to the extent such additional cash amount is required to sustain long-term operations. Therefore, the project plan, as amended, will include capital investment in excess of \$163.6M within the South Project Area and \$256.358M within the district.

The district received \$50M in STAR Bonds for the Flint Hills Discovery Center Project and the Phase II Project proposes the issuance of an additional \$23M in net new STAR Bonds (exclusive of approved financing costs). Thus, STAR Bonds will be used to finance approximately 44% of costs within the South Project Area, but only approximately 28% of costs within the entire district.

Based on above, we respectfully request (i) the Secretary's approval of the Phase II Project as a "STAR bond project" within the meaning of K.S.A. 12-17, 162(w) and (ii) approval of up to \$23M (exclusive of approved financing costs) in net new STAR Bonds, contingent on the items below:

- **Revenue Study:** We have retained PGAV to conduct a revenue study showing that revenues generated by the Phase II Project plus the endowment will be sufficient to sustain its long-term operation. Upon receipt, Developers will provide a copy of the revenue study to the Secretary for review and approval.
- **Visitor Attendance:** The Phase II Project will track visitor attendance by zip code and provide the results to the Secretary on an annual basis.
- **Entity Structure/Hidden Developers:** The Phase II Project will be owned and operated by non-profit entities; we anticipate one for property ownership and one for operations. Bob and Tracey DeBruyn will be on the boards of directors. There are no other hidden developers or investors. Although Developers anticipate that there will be additional donors who will contribute to the endowment of the Phase II Project, no donors will receive revenues from the operations or development of the Phase II Project.

Please let us know if the above is acceptable. If needed, we're happy to provide a proposed draft letter of the State approval based on the terms above.

Marcus G. Abbott

Shareholder

mabbott@polsinelli.com

816.572.4778

900 W. 48th Place, Suite 900
Kansas City, MO 64112

<image001.png>

Polsinelli PC, Polsinelli LLP in California

polsinelli.com

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Jim Haugh [KDC]

From: Robert North [KDC]
Sent: Friday, June 4, 2021 3:08 PM
To: Marc Abbott
Cc: Norton, Joe (G&B); Rick Worner; Joe Oaks; Herrmann, Garth (G&B) (gherrmann@GilmoreBell.com)
Subject: Re: Manhattan - request for project approval

It was signed today. We are traveling so email it Monday.

On Jun 4, 2021, at 2:16 PM, Marc Abbott <MAbbott@polsinelli.com> wrote:

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Bob,

Do you have any updates on anticipated timing for the project approval letter?

Marcus G. Abbott

Shareholder

mabbott@polsinelli.com

816.572.4778

900 W. 48th Place, Suite 900
Kansas City, MO 64112

<image001.png>

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polsinelli.com

From: Robert North [KDC] <Robert.North@ks.gov>
Sent: Thursday, May 27, 2021 10:59 AM
To: Norton, Joe (G&B) <JNORTON@GilmoreBell.com>; Marc Abbott <MAbbott@Polsinelli.com>
Cc: Rick Worner <RickWorner@nationalrealtyadvisors.net>; Joe Oaks <JOaks@Polsinelli.com>
Subject: RE: Manhattan - request for project approval

EXTERNAL EMAIL robert.north@ks.gov

Ok, we will get you the letter early next week. Both David and I are off today and tomorrow.
Thanks.
Bob

From: Norton, Joe (G&B) <JNORTON@GilmoreBell.com>
Sent: Wednesday, May 26, 2021 3:52 PM
To: Marc Abbott <MAbbott@polsinelli.com>

Cc: Robert North [KDC] <Robert.North@ks.gov>; Rick Worner
<RickWorner@nationalrealtyadvisors.net>; Joe Oaks <JOaks@polsinelli.com>
Subject: Re: Manhattan - request for project approval

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Agree on timing

Sent from my iPad

Joe L. Norton
Gilmore & Bell, P.C.
100 N. Main, Suite 800
Wichita, KS. 67202

On May 26, 2021, at 2:34 PM, Marc Abbott <MAbbott@polsinelli.com> wrote:

Bob – if acceptable to the Lt. Gov., we would prefer the letter now with the contingencies please. We can address the results of PGAV once we receive the report if David/you require further action at that time.

Plus City might want to know that State has approved before they will approve.

Marcus G. Abbott

Shareholder

mabbott@polsinelli.com

816.572.4778

900 W. 48th Place, Suite 900
Kansas City, MO 64112

<image001.png>

Polsinelli PC, Polsinelli LLP in California

polsinelli.com

From: Robert North [KDC] <Robert.North@ks.gov>
Sent: Wednesday, May 26, 2021 2:26 PM
To: Marc Abbott <MAbbott@Polsinelli.com>; Rick Worner
<RickWorner@nationalrealtyadvisors.net>
Cc: Joe Oaks <JOaks@Polsinelli.com>; 'jnorton@gilmorebell.com'
<jnorton@gilmorebell.com>
Subject: RE: Manhattan - request for project approval

EXTERNAL EMAIL robert.north@ks.gov

Yep, math skills are why I'm a lawyer. I was seeing \$46.3 rather than \$43.6.

Would you prefer to get a letter with contingencies on the PGAV and endowment or do you want to wait?

From: Marc Abbott <MAbbott@Polsinelli.com>

Sent: Wednesday, May 26, 2021 2:01 PM

To: Rick Worner <RickWorner@nationalrealtyadvisors.net>; Robert North [KDC] <Robert.North@ks.gov>

Cc: Joe Oaks <JOaks@Polsinelli.com>; 'jnorton@gilmorebell.com' <jnorton@gilmorebell.com>

Subject: RE: Manhattan - request for project approval

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Bob – on the 50% threshold based on just this project, even if the entire \$15M endowment is required, we would need to further increase the endowment in order to be at 50%. Total estimated Project Costs are \$43.6M (plus land cost). To be at 50% for just this project, we would need to increase the endowment by at least another \$2.4M. If the revenue study shows that an endowment of that size is required, that's one thing. But I'm not sure requiring the full \$15M plus an additional \$2.4M is appropriate if it is not needed.

For The Museum of Art and Light Land, Inc. (the Property Co), it will be formed by the time City considers the project plan amendment on June 1. For operations, we are currently working with Developer's CPA and tax advisors on the appropriate entity structure. We anticipate there will be a parent non-profit corporation, and that parent will own the Property Co and an Operating Co (we anticipate an LLC). The structure will comply with KSA 12-17,162(p) that a "museum facility" be owned and managed by a non-profit corporation and it will not be leased to any developer. No private party/entity will have a profits interest in the operating revenues.

Marcus G. Abbott

Shareholder

mabbott@polsinelli.com

816.572.4778

900 W. 48th Place, Suite 900
Kansas City, MO 64112

<image001.png>

Polsinelli PC, Polsinelli LLP in California

polsinelli.com

From: Rick Worner <RickWorner@nationalrealtyadvisors.net>

Sent: Wednesday, May 26, 2021 9:53 AM

To: Robert North [KDC] <Robert.North@ks.gov>; Marc Abbott <MAbbott@Polsinelli.com>

Cc: Joe Oaks <JOaks@Polsinelli.com>; 'jnorton@gilmorebell.com'

<jnorton@gilmorebell.com>

Subject: RE: Manhattan - request for project approval

EXTERNAL EMAIL rickworner@nationalrealtyadvisors.net

Bob

A couple of quick comments

- 1 The plan is to DONATE the art—not a loan
- 2 I would argue that this project is different than any other project we have ever looked at in one significant way
The other projects at the end of the day benefited the State & the City & the Developer
I have never seen a case where there is NO benefit to the developer and the benefit is all to the State & the City and the PUBLIC
I would argue in THIS case that because there is NO benefit to the developer that a different view would be taken by the State
These people are really trying to leave a legacy of art for the State. I have read about people like this but frankly had never met anyone like these people.
If the endowment is at \$10,000,000 and the donated art at the low end is another \$5,000,000—who does that ?
This is probably not the best way to describe it—but to me this is a FAST PASS to Heaven. That is the benefit to these developers.

From: Robert North [KDC] <Robert.North@ks.gov>

Sent: Wednesday, May 26, 2021 9:21 AM

To: Marc Abbott <MAbbott@Polsinelli.com>

Cc: Rick Worner <RickWorner@nationalrealtyadvisors.net>; Joe Oaks <JOaks@Polsinelli.com>; 'jnorton@gilmorebell.com' <jnorton@gilmorebell.com>

Subject: RE: Manhattan - request for project approval

Thanks Marc. The info on ownership is helpful. When will the non-profit be organized and what entity will operate the museum?

As to the endowment, the best, and only, info we have is what the developer provided. I'm not sure how we can support a reduced endowment amount based on the possibility the vendor comes in with a lower number. Its important to the state the requested STAR bond ask be less than 50% of "project costs". I know we can legally leverage existing development but the optics are far better in this scenario. Thoughts on how best to resolve this?

Also, will the artwork be owned by the museum or loaned by the owners?

bob

From: Marc Abbott <MAbbott@Polsinelli.com>
Sent: Tuesday, May 25, 2021 3:58 PM
To: Robert North [KDC] <Robert.North@ks.gov>
Cc: Rick Worner (RickWorner@nationalrealtyadvisors.net)
<RickWorner@nationalrealtyadvisors.net>; Joe Oaks <JOaks@Polsinelli.com>;
'jnorton@gilmorebell.com' <jnorton@gilmorebell.com>
Subject: RE: Manhattan - request for project approval

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Bob,

City owns the land. City will consider the attached Pre-Development Agreement at the same meeting as the project plan amendment, and section 3.02 of the PDA addresses property conveyance to Developer. Developer is forming a non-profit corporation, The Museum of Art and Light Land, Inc., that will acquire title.

The Law Company, Inc., a design-build construction firm, is part of Developer's team. Developer worked with the Law Company on project costs, but at this point the soft costs are an estimate based on total project costs.

On the \$15M, Developer is committed to contribute \$5M, there is a second hard commitment from another donor for \$5M, and then a third soft commitment from another donor for \$5M. If the PGAV study shows that an endowment of less than \$15M is needed, I'm not sure that the \$15M contingency is appropriate. Could the contingency be in the amount of at least \$10M plus, pursuant to a third-party revenue study reasonably acceptable to the Secretary, such additional amount as may be required that when combined with the net operating revenue from the Phase II Project is sufficient to sustain long-term operations?

We're pushing PGAV for at least an estimated required endowment amount by June 4th.

Marcus G. Abbott

Shareholder

mabbott@polsinelli.com

816.572.4778

900 W. 48th Place, Suite 900
Kansas City, MO 64112

<image001.png>

Polsinelli PC, Polsinelli LLP in California

polsinelli.com

From: Robert North [KDC] <Robert.North@ks.gov>
Sent: Tuesday, May 25, 2021 2:16 PM
To: Marc Abbott <MAbbott@Polsinelli.com>
Cc: Rick Worner (RickWorner@nationalrealtyadvisors.net)

<RickWorner@nationalrealtyadvisors.net>; Joe Oaks <JOaks@Polsinelli.com>;
'jnorton@gilmorebell.com' <jnorton@gilmorebell.com>
Subject: RE: Manhattan - request for project approval

EXTERNAL EMAIL robert.north@ks.gov

Marc, a couple of questions. Who owns the land, what entity is acquiring the land and what is the status of the negotiations for transfer of the land? Its difficult for us to approve the project until the land is under control or transfer is completed.

Is there any more detail on the soft costs of \$1.8M?

We are willing to approve the project contingent on receipt and acceptance of the PGAV report as well as actual funding of a minimum of \$15M for the endowment-assuming PGAV says the amount is sufficient. All standard terms and conditions also apply. Are you good with our providing an approval letter on these terms and conditions?

Thanks.

From: Marc Abbott <MAbbott@Polsinelli.com>
Sent: Monday, May 17, 2021 2:55 PM
To: Robert North [KDC] <Robert.North@ks.gov>
Cc: Rick Worner (RickWorner@nationalrealtyadvisors.net) <RickWorner@nationalrealtyadvisors.net>; Joe Oaks <JOaks@Polsinelli.com>; 'jnorton@gilmorebell.com' <jnorton@gilmorebell.com>
Subject: Manhattan - request for project approval

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Bob,

Thank you again for your time last week regarding the Manhattan Museum of Art & Light Project (the "Phase II Project") proposed by Bob and Tracey DeBruyn (the "Developers"). Attached please find the amended project plan, as submitted to the City on Friday (5/14). Key points are summarized below:

The STAR bond district is comprised of the South Project Area and the North Project Area. The Phase II Project will be located in the South Project Area. To date, expenditures within the South Project Area are estimated at \$120M, and expenditures within the North Project Area are estimated at \$92.758M, for a combined district total of \$212.758M. Phase II Project costs are estimated at \$43.6M (plus land costs), with approximately \$23M qualifying as eligible project costs under the STAR Bond Act. We

previously discussed \$34M for Phase II Project costs, and that amount included a \$10M Developer contribution of cash and artwork. The Developers are now committing to \$5M of artwork, \$10M of cash, and \$5M cash to the extent such additional cash amount is required to sustain long-term operations. Therefore, the project plan, as amended, will include capital investment in excess of \$163.6M within the South Project Area and \$256.358M within the district.

The district received \$50M in STAR Bonds for the Flint Hills Discovery Center Project and the Phase II Project proposes the issuance of an additional \$23M in net new STAR Bonds (exclusive of approved financing costs). Thus, STAR Bonds will be used to finance approximately 44% of costs within the South Project Area, but only approximately 28% of costs within the entire district.

Based on above, we respectfully request (i) the Secretary's approval of the Phase II Project as a "STAR bond project" within the meaning of K.S.A. 12-17, 162(w) and (ii) approval of up to \$23M (exclusive of approved financing costs) in net new STAR Bonds, contingent on the items below:

- **Revenue Study:** We have retained PGAV to conduct a revenue study showing that revenues generated by the Phase II Project plus the endowment will be sufficient to sustain its long-term operation. Upon receipt, Developers will provide a copy of the revenue study to the Secretary for review and approval.
- **Visitor Attendance:** The Phase II Project will track visitor attendance by zip code and provide the results to the Secretary on an annual basis.
- **Entity Structure/Hidden Developers:** The Phase II Project will be owned and operated by non-profit entities; we anticipate one for property ownership and one for operations. Bob and Tracey DeBruyn will be on the boards of directors. There are no other hidden developers or investors. Although Developers anticipate that there will be additional donors who will contribute to the endowment of the Phase II Project, no donors will receive revenues from the operations or development of the Phase II Project.

Please let us know if the above is acceptable. If needed, we're happy to provide a proposed draft letter of the State approval based on the terms above.

Marcus G. Abbott

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From: Robert North [KDC]
Sent: Thursday, June 10, 2021 9:25 AM
To: Marc Abbott
Cc: Joe Oaks
Subject: RE: Velocity - Bonner Springs STAR Bond project

Can we make it 330?

From: Marc Abbott <MAbbott@Polsinelli.com>
Sent: Wednesday, June 9, 2021 9:58 PM
To: Robert North [KDC] <Robert.North@ks.gov>
Cc: Joe Oaks <JOaks@Polsinelli.com>
Subject: Re: Velocity - Bonner Springs STAR Bond project

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I'm open all Thursday and Friday. How about 2pm Thursday?

Marc Abbott

On Jun 9, 2021, at 5:51 PM, Robert North [KDC] <Robert.North@ks.gov> wrote:

EXTERNAL EMAIL robert.north@ks.gov

Hey, sounds interesting. Let's try to connect tomorrow or Friday. LG has very limited time in next couple weeks before he's out of town.

Bob

On Jun 9, 2021, at 4:16 PM, Marc Abbott <MAbbott@polsinelli.com> wrote:

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Bob,

We have a client that is pursuing development of an entertainment and education complex in Bonner Springs that will contain the following components:

- 15,000 seat outdoor concert pavilion that will also contain a 48,000 SF retail, dining, and entertainment plaza
- 2,400 seat indoor performing arts center

- E-sports indoor arena
- Accredited learning facility specializing in programs for audio, visual, multimedia, gaming, and broadcasting
- 267,000 SF hotel

We would request to create a new district that would only include our project. Project costs are estimated at \$677M, and attached is a short presentation regarding the project.

Can we please schedule an intro call to discuss? I'd like to talk briefly with you before bringing in the Lt. Gov.

Marcus G. Abbott

Shareholder

mabbott@polsinelli.com

816.572.4778

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Kansas City, MO 64112

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<Velocity Arts - Presentation for Preliminary State Meeting-c.pdf>

Jim Haugh [KDC]

From: Robert North [KDC]
Sent: Thursday, June 10, 2021 9:25 AM
To: Marc Abbott
Cc: Joe Oaks
Subject: RE: Velocity - Bonner Springs STAR Bond project

Can we make it 330?

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Sent: Wednesday, June 9, 2021 9:58 PM
To: Robert North [KDC] <Robert.North@ks.gov>
Cc: Joe Oaks <JOaks@Polsinelli.com>
Subject: Re: Velocity - Bonner Springs STAR Bond project

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Can we please schedule an intro call to discuss? I'd like to talk briefly with you before bringing in the Lt. Gov.

Marcus G. Abbott

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<Velocity Arts - Presentation for Preliminary State Meeting-c.pdf>

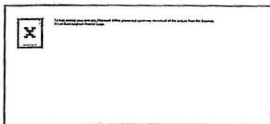
Jim Haugh [KDC]

From: Reid, David <dereid@bclplaw.com>
Sent: Wednesday, February 3, 2021 7:56 AM
To: 'Cowan, Kevin (G&B)'; Brian Silcott (BSilcott@goddards.gov); Ryan Peck; Marc Abbott; Joe Oaks; Robert North [KDC]; Michael Lambert; Pete Gardner; Albrecht, Dawn (G&B); Howard, Courtney (G&B)
Subject: Goddard 2021 STAR Bonds - POS
Attachments: Goddard 2021 STAR Bonds - POS.pdf

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Attached for your records is the full POS (including all exhibits) that we provided to Crews & Associates a few minutes ago to start their marketing process. Thanks to the group for all of your assistance in getting us to this point and we look forward to a successful pricing.

Thanks, David



DAVID ERIC REID

Partner
dereid@bclplaw.com
T: +1 816 391 7656 F: +1 816 855 3656 M: +1 816 896 7656

BRYAN CAVE LEIGHTON PAISNER LLP
One Kansas City Place, 1200 Main Street, Suite 3800, Kansas City, MO 64105-2122

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Jim Haugh [KDC]

From: Marc Abbott <MAbbott@Polsinelli.com>
Sent: Tuesday, January 5, 2021 11:01 AM
To: Robert North [KDC]; Cowan, Kevin (G&B)
Cc: Joe Oaks; Rick Worner (RickWorner@nationalrealtyadvisors.net)
Subject: RE: Goddard - feasibility study
Attachments: # 75988524 v 2 (Goddard - Commerce Project Approval Letter (Phase II))-c.DOCX; Goddard - Commerce Project Approval Letter (Phase II) v2 cmp vDerby multisport-c.docx; # 75768546 v 1 (Goddard - First Amendment to STAR Bond Project Plan (Submitted to City 12-9-20))-c.PDF

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Bob – attached please find a draft approval letter of the Phase II multisport project in Goddard. If helpful, also attached is a redline to the approval letter we used for the Phase II multisport project in Derby.

One distinction from Derby. In the last paragraph, we deleted the references to max land acquisition price and Secretary approval being required for land transfers. The Developer already owns all of the land on which the Phase II project will be located. There are no acquisition costs being reimbursed and there will not be any incurred. We could keep the language in there if you prefer to stay with the same list of provisos in the last paragraph, but those two will not apply here. The rest of the redlines are updates to match the facts of the Goddard Phase II Project and feasibility study.

Also attached please find the compiled project plan for the Phase II project, except for the City Council minutes from the Dec. 21st meeting where the plan was approved. Those minutes will be attached as exhibit G but they haven't been posted yet.

Also, confirming the language regarding using \$5M of bonds, then developer pays 15%, then using the remaining bonds was included in the DA approved by Council.

Marcus G. Abbott

Shareholder

mabbott@polsinelli.com

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Kansas City, MO 64112



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From: Marc Abbott
Sent: Tuesday, December 22, 2020 3:10 PM
To: 'Robert North [KDC]' <Robert.North@ks.gov>; Cowan, Kevin (G&B) <KCOWAN@GilmoreBell.com>
Cc: Joe Oaks <JOaks@Polsinelli.com>; Rick Worner (RickWorner@nationalrealtyadvisors.net) <RickWorner@nationalrealtyadvisors.net>
Subject: RE: Goddard - feasibility study

Bob - the Goddard City Council approved the project plan amendment and the development agreement amendment last night, so we're off to the races. Thanks for your help so far. City may be planning to submit a formal letter to you requesting the official State approval letter.

If needed we're happy to provide a proposed draft of the State letter based on the last Derby approval.

Marcus G. Abbott

Shareholder

mabbott@polsinelli.com

816.572.4778

900 W. 48th Place, Suite 900
Kansas City, MO 64112



Polsinelli PC, Polsinelli LLP in California

polsinelli.com

From: Robert North [KDC] <Robert.North@ks.gov>

Sent: Monday, December 21, 2020 6:09 PM

To: Marc Abbott <MAbbott@Polsinelli.com>; Cowan, Kevin (G&B) <KCOWAN@GilmoreBell.com>

Cc: Joe Oaks <JOaks@Polsinelli.com>; Rick Worner (RickWorner@nationalrealtyadvisors.net)
<RickWorner@nationalrealtyadvisors.net>

Subject: RE: Goddard - feasibility study

EXTERNAL EMAIL robert.north@ks.gov

Thanks Marc. How about if (c) reads " Third...(b) developer may utilize up to \$5M of the remaining 2020 STAR Bond proceeds if necessary to construct the Phase II Projects".

Does that language work?

From: Marc Abbott <MAbbott@Polsinelli.com>

Sent: Friday, December 18, 2020 1:08 PM

To: Cowan, Kevin (G&B) <KCOWAN@GilmoreBell.com>; Robert North [KDC] <Robert.North@ks.gov>

Cc: Joe Oaks <JOaks@Polsinelli.com>; Rick Worner (RickWorner@nationalrealtyadvisors.net)
<RickWorner@nationalrealtyadvisors.net>

Subject: RE: Goddard - feasibility study

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Bob – if you're comfortable with that explanation on deleting (e), attached please find clean and redline of the final version that includes your "if necessary" in (c), a nit from City in (d), and then deletion of the (e) catchall. The redline language is also pasted below. Otherwise the final would be retaining (e) and then adding your "if necessary" that is highlighted below.

The priority of uses of the 2021 STAR Bond Proceeds will be as follows:

- (a) First, Developer may utilize the first \$5,000,000 of the 2021 STAR Bond Proceeds to construct the Phase II Projects.
- (b) Second, Developer shall determine the actual costs required to complete construction of the Phase II Projects, and calculate fifteen (15%) of such actual costs. Developer shall not have the right to utilize more than the first \$5,000,000 of the 2021 STAR Bond Proceeds described in subsection (a) until Developer provides to City one or more Certificates of Expenditures that in the aggregate show that Developer has utilized private debt or equity to fund at least fifteen (15%) of such actual costs of the Phase II Projects.
- (c) Third, after Developer provides evidence of the private expenditures required by subsection (b), if necessary Developer may utilize the remaining \$5,000,000 of the 2021 STAR Bond Proceeds to construct the Phase II Projects.
- (d) Fourth, after Developer has utilized the \$5,000,000 of the 2021 STAR Bond Proceeds per subsection (a), the private expenditures equal to fifteen (15%) of the actual costs per subsection (b), and the remaining \$5,000,000 of the 2021 STAR Bond Proceeds per subsection (c), the Developer shall then fund all remaining Phase II Project costs with private debt or equity.
- (e) ~~After the Phase II Projects have been completed, the balance of the 2021 STAR Bond Proceeds may be utilized by the Developer if necessary for any other STAR Bond Eligible Costs with the prior written approval of the City Representative and the Secretary.~~

Marcus G. Abbott

Shareholder

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Kansas City, MO 64112



Polsinelli PC, Polsinelli LLP in California

polsinelli.com

From: Cowan, Kevin (G&B) <KCOWAN@GilmoreBell.com>

Sent: Friday, December 18, 2020 9:20 AM

To: Robert North [KDC] <Robert.North@ks.gov>; Marc Abbott <MAbbott@Polsinelli.com>

Cc: Joe Oaks <JOaks@Polsinelli.com>; Rick Worner (RickWorner@nationalrealtyadvisors.net)
<RickWorner@nationalrealtyadvisors.net>

Subject: RE: Goddard - feasibility study

EXTERNAL EMAIL kcowan@gilmorebell.com

Sure. If Phase II is completely finished, and the guidelines in the preceding subsections (a)-(d) have been followed, we couldn't come up with a scenario where there would still be eligible costs, unless they were Phase I costs. If that is the case, we were concerned that the language would serve as a red herring, and a negative one, at that, if the governing body understood that to mean that more public funding would go toward Phase I project costs. We talked about how both the City and the Dept of Commerce would have to approve any of those expenditures, and that the City would still have some control over the process, but there was still concern that there would be a negative focus on it, as Phase I has been really the only concern the City has had in this entire Phase II discussion. We also discussed that if the language

isn't there, the bond documents will require that the unsent proceeds be applied to debt service on bonds, which is a good thing for the City.

I don't think this is a big deal to the City, and more of a preference. If it is the Dept of Commerce preference to leave that language in the agreement, the City wouldn't have any objection to that.

Please let me know if you have questions or comments. Thanks!

From: Robert North [KDC] <Robert.North@ks.gov>
Sent: Friday, December 18, 2020 8:39 AM
To: Marc Abbott <MAbbott@polsinelli.com>
Cc: Cowan, Kevin (G&B) <KCOWAN@GilmoreBell.com>; Joe Oaks <JOaks@polsinelli.com>; Rick Worner
(RickWorner@nationalrealtyadvisors.net) <RickWorner@nationalrealtyadvisors.net>
Subject: Re: Goddard - feasibility study

Kevin, can you help me understand the city's thought process on deleting the language?

Thanks

Bob

On Dec 17, 2020, at 10:39 PM, Marc Abbott <MAbbott@polsinelli.com> wrote:

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Bob – that works, and thanks for staying on this.

City requested we delete the catchall subsection (e). Are you good with that?

From: Robert North [KDC] <Robert.North@ks.gov>
Sent: Thursday, December 17, 2020 3:27 PM
To: Marc Abbott <MAbbott@Polsinelli.com>; Cowan, Kevin (G&B) <KCOWAN@GilmoreBell.com>
Cc: Joe Oaks <JOaks@Polsinelli.com>; Rick Worner (RickWorner@nationalrealtyadvisors.net)
<RickWorner@nationalrealtyadvisors.net>
Subject: RE: Goddard - feasibility study

EXTERNAL EMAIL robert.north@ks.gov

Marc, with a couple minor edits we are good with what's below. In (c), we need to add the phrase "if necessary" or "to the extent necessary". If the project gets built for less than \$11,500,000 then want the excess funds used to pay bonds off or other eligible project costs as approved by the secretary.

For(e) same type of change, we need discretion to use excess to pay for other approved project costs or used to pay bonds off.

Thanks. Bob

From: Marc Abbott <MAbbott@Polsinelli.com>
Sent: Wednesday, December 16, 2020 1:44 PM
To: Robert North [KDC] <Robert.North@ks.gov>; Cowan, Kevin (G&B) <KCOWAN@GilmoreBell.com>
Cc: Joe Oaks <JOaks@Polsinelli.com>; Rick Worner (RickWorner@nationalrealtyadvisors.net)
<RickWorner@nationalrealtyadvisors.net>
Subject: RE: Goddard - feasibility study

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Bob – sorry to be the squeaky wheel, but we are on the Goddard Council agenda for DA approval next Monday. Any sense of whether we'll be able to receive comments on the funding priority language and still make that date?

Marcus G. Abbott

Shareholder

mabbott@polsinelli.com

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Kansas City, MO 64112

<image001.png>

Polsinelli PC, Polsinelli LLP in California

polsinelli.com

From: Marc Abbott
Sent: Tuesday, December 15, 2020 11:55 AM
To: 'Robert North [KDC]' <Robert.North@ks.gov>; 'Cowan, Kevin (G&B)' <KCOWAN@GilmoreBell.com>
Cc: Joe Oaks <JOaks@Polsinelli.com>; 'Rick Worner (RickWorner@nationalrealtyadvisors.net)' <RickWorner@nationalrealtyadvisors.net>
Subject: RE: Goddard - feasibility study

Bob / Kevin – keeping this on your radar please. Any thoughts on whether the language below works for you?

Hopefully David's Lt. Gov. appointment won't negatively impact our timing for some reason.

Marcus G. Abbott

Shareholder

mabbott@polsinelli.com

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Kansas City, MO 64112

<image001.png>

Polsinelli PC, Polsinelli LLP in California

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From: Marc Abbott

Sent: Friday, December 11, 2020 10:19 AM

To: 'Robert North [KDC]' <Robert.North@ks.gov>; Cowan, Kevin (G&B) <KCOWAN@GilmoreBell.com>

Cc: Joe Oaks <JOaks@Polsinelli.com>; Rick Worner (RickWorner@nationalrealtyadvisors.net)
<RickWorner@nationalrealtyadvisors.net>

Subject: RE: Goddard - feasibility study

Bob – we had already included an order of funds section in the DA amendment so just added to it. Kevin, clean/redline attached with the only change being to Section 211. Below is the material language cut/pasted starting at the last sentence of the first paragraph of Section 211:

The priority of uses of the 2021 STAR Bond Proceeds will be as follows:

- (a) First, Developer may utilize the first \$5,000,000 of the 2021 STAR Bond Proceeds to construct the Phase II Projects.
- (a) Second, Developer shall determine the actual costs required to complete construction of the Phase II Projects, and calculate fifteen (15%) of such actual costs. Developer shall not have the right to utilize more than the first \$5,000,000 of the 2021 STAR Bond Proceeds described in subsection (a) until Developer provides to City one or more Certificates of Expenditures that in the aggregate show that Developer has utilized private debt or equity to fund at least fifteen (15%) of such actual costs of the Phase II Projects.
- (a) Third, after Developer provides evidence of the private expenditures required by subsection (b), Developer may utilize the remaining \$5,000,000 of the 2021 STAR Bond Proceeds to construct the Phase II Projects.
- (b) Fourth, after Developer has utilized the \$5,000,000 of the 2021 STAR Bond Proceeds per subsection (a), the private expenditures equal to fifteen (15%) of the actual costs per subsection (b), and the remaining \$5,000,000 of the 2021 STAR Bond Proceeds per subsection (c), Developer shall fund all remaining Phase II Project costs with private debt or equity.
- (c) After the Phase II Projects have been completed, the balance of the 2021 STAR Bond Proceeds may be utilized by the Developer for any other STAR Bond Eligible Costs with the prior written approval of the City Representative and the Secretary.

Marcus G. Abbott

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Kansas City, MO 64112

<image001.png>

Polsinelli PC, Polsinelli LLP in California

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From: Robert North [KDC] <Robert.North@ks.gov>

Sent: Thursday, December 10, 2020 3:55 PM

To: Marc Abbott <MAbbott@Polsinelli.com>; Cowan, Kevin (G&B) <KCOWAN@GilmoreBell.com>
Cc: Joe Oaks <JOaks@Polsinelli.com>; Rick Worner (RickWorner@nationalrealtyadvisors.net)
<RickWorner@nationalrealtyadvisors.net>
Subject: RE: Goddard - feasibility study

EXTERNAL EMAIL robert.north@ks.gov

We should be able to make that work. Shoot me some language and we can go from there.

bob

From: Marc Abbott <MAbbott@Polsinelli.com>
Sent: Thursday, December 10, 2020 3:29 PM
To: Robert North [KDC] <Robert.North@ks.gov>; Cowan, Kevin (G&B) <KCOWAN@GilmoreBell.com>
Cc: Joe Oaks <JOaks@Polsinelli.com>; Rick Worner (RickWorner@nationalrealtyadvisors.net)
<RickWorner@nationalrealtyadvisors.net>
Subject: RE: Goddard - feasibility study

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Bob – can we meet in the middle and use \$5M of bonds, calculate Developer's 15% and use that next, and then the remaining bonds?

Marcus G. Abbott

Shareholder

mabbott@polsinelli.com

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Kansas City, MO 64112

<image001.png>

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From: Robert North [KDC] <Robert.North@ks.gov>
Sent: Thursday, December 10, 2020 11:47 AM
To: Marc Abbott <MAbbott@Polsinelli.com>; Cowan, Kevin (G&B) <KCOWAN@GilmoreBell.com>
Cc: Joe Oaks <JOaks@Polsinelli.com>; Rick Worner (RickWorner@nationalrealtyadvisors.net)
<RickWorner@nationalrealtyadvisors.net>
Subject: RE: Goddard - feasibility study

EXTERNAL EMAIL robert.north@ks.gov

Yes I think we can work with this concept. My slight preference is to issue the bonds, have the developer invest the first \$1.5M into the project and then reconcile the bond proceeds at the end. The amended DA will need to make clear

our contingency to have developer invest the 15% into the project so we would like to see that language prior to the time the DA is executed.

Bob

From: Marc Abbott <MAbbott@Polsinelli.com>

Sent: Thursday, December 10, 2020 11:31 AM

To: Robert North [KDC] <Robert.North@ks.gov>; Cowan, Kevin (G&B) <KCOWAN@GilmoreBell.com>

Cc: Joe Oaks <JOaks@Polsinelli.com>; Rick Worner (RickWorner@nationalrealtyadvisors.net) <RickWorner@nationalrealtyadvisors.net>

Subject: RE: Goddard - feasibility study

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Bob - we have estimates of \$12.5M for total project costs. We will not have a better estimate of actual costs until we bid, and then will not know actual costs until we complete construction in case there are overruns. Are we able to issue \$10M and then true up at the end so that either (1) we use the entire \$10M and then cover the remainder out of pocket provided it is at least 15%, or (2) if actual costs are only \$8M then (a) \$2M of bond proceeds are used to redeem bonds early and (b) Developer makes a payment of \$1.2M (15% of \$8M) to the bond trustee to redeem bonds early?

We're trying to determine the best way to true up once we have actual costs.

Marcus G. Abbott

Shareholder

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Kansas City, MO 64112

<image001.png>

Polsinelli PC, Polsinelli LLP in California

polsinelli.com

From: Robert North [KDC] <Robert.North@ks.gov>

Sent: Wednesday, December 9, 2020 3:01 PM

To: Marc Abbott <MAbbott@Polsinelli.com>; Cowan, Kevin (G&B) <KCOWAN@GilmoreBell.com>

Cc: Joe Oaks <JOaks@Polsinelli.com>

Subject: RE: Goddard - feasibility study

EXTERNAL EMAIL robert.north@ks.gov

If the all in cost on the fields is \$10m, then developer puts in \$1.5M in actual cost as opposed to contingent investment. If the \$12M budget is still valid, then developer actually invests 15% of \$12M in the project. Those funds will not be the last dollars in and we can figure all of that out. We are looking for actual documented investment of 15%. If the budget is \$13M to start and then reduced to say \$9M, then developer must have 15% of that \$9M in the project.

From: Marc Abbott <MAbbott@Polsinelli.com>
Sent: Wednesday, December 9, 2020 2:26 PM
To: Robert North [KDC] <Robert.North@ks.gov>; Cowan, Kevin (G&B) <KCOWAN@GilmoreBell.com>
Cc: Joe Oaks <JOaks@Polsinelli.com>
Subject: RE: Goddard - feasibility study

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Bob,

This is generally acceptable. For the specifics, attached again is the budget you have already seen. The total project cost is \$12,587,792. 15% of that is \$1,888,169. If we issue \$10M of net bond proceeds, Developer would be covering the remaining \$2,587,792, which is 25.9% of the total.

Are we then able to issue \$10M of net proceeds, and have Developer agree to pay for all the remaining 25.9% of costs?

Marcus G. Abbott

Shareholder

mabbott@polsinelli.com

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Kansas City, MO 64112

<image001.png>

Polsinelli PC, Polsinelli LLP in California

polsinelli.com

From: Robert North [KDC] <Robert.North@ks.gov>
Sent: Wednesday, December 9, 2020 11:05 AM
To: Marc Abbott <MAbbott@Polsinelli.com>; Cowan, Kevin (G&B) <KCOWAN@GilmoreBell.com>
Cc: Joe Oaks <JOaks@Polsinelli.com>
Subject: RE: Goddard - feasibility study

EXTERNAL EMAIL robert.north@ks.gov

Marc, hope things are going well. David would like to see developer directly invest 15% of the actual costs of the new ballfields. He flirted with a higher percentage but we want to get the deal done and understand the value it brings to the District.

Thank you and please let me know if any questions.

Bob

From: Marc Abbott <MAbbott@Polsinelli.com>
Sent: Thursday, December 3, 2020 3:13 PM
To: Robert North [KDC] <Robert.North@ks.gov>; Cowan, Kevin (G&B) <KCOWAN@GilmoreBell.com>

Jim Haugh [KDC]

From: Robert North [KDC]
Sent: Wednesday, June 23, 2021 10:45 AM
To: Abby Works [KDC]
Subject: RE: Star Bond Projects 2021.06.23

Like describing the projects a little more?

From: Abby Works [KDC] <Abby.Works1@ks.gov>
Sent: Wednesday, June 23, 2021 10:41 AM
To: Robert North [KDC] <Robert.North@ks.gov>
Subject: RE: Star Bond Projects 2021.06.23

Need a bit of narrative on these. I'm not familiar enough with the STAR bond projects so am unable to expand on these. GLK will need to know details.

From: Robert North [KDC] <Robert.North@ks.gov>
Sent: Wednesday, June 23, 2021 10:39 AM
To: Abby Works [KDC] <Abby.Works1@ks.gov>
Subject: FW: Star Bond Projects 2021.06.23
Importance: High

This work?

From: Elizabeth Katsbulas [KDC] <Elizabeth.A.Katsbulas@ks.gov>
Sent: Wednesday, June 23, 2021 10:04 AM
To: Robert North [KDC] <Robert.North@ks.gov>
Subject: Star Bond Projects 2021.06.23

Jim Haugh [KDC]

From: Dena Sattler [KDC]
Sent: Friday, June 18, 2021 2:11 PM
To: Abby Works [KDC]
Subject: Wichita Eagle reply to STAR Bond story request
Attachments: 2021.06.02 City of Wichita Star Bond Letter - JLN Comments.pdf

Importance: High

Abby,

Here's the final set of replies to The Eagle for today related to the STAR Bond/Topgolf project. Bob has worked these replies with me, and the referenced letter is attached (although it was from June, not May as the reporter thought). We'd want to send our replies ASAP, thanks!

Q: No updated feasibility study has been conducted in the five years since this one. Given the omission of relevant information in the initial study, are these findings still valid? Should another feasibility study be commissioned to prove that Topgolf will meet the minimum threshold for tourists required to justify STAR bond funding? The state acted in accordance with legal guidelines at the time, and will do the same with future STAR Bond project proposals, which will be subject to new, more stringent guidelines Commerce sought that received bipartisan support and were signed into law by Governor Kelly.

Q: The reporter also asked about a 4-3 vote by the City Council that advanced the project to the state. It should be two-thirds approval, he said, but wasn't. Should the state have declined the proposal at that point? The city and its bond counsel have represented to the state that all necessary steps for the city to advance the project have been taken.

Compliance with all local and state laws is a condition precedent to the issuing of STAR Bonds.

Q: And finally, he is asking to see a May 2021 letter sent from Secretary Toland to the City of Wichita that approved modifications to the project. Attached.



DENA SATTLER

Senior Director of Public Affairs

Phone: 785.581.3581

Kansascommerce.gov

Governor.Kansas.gov

Jim Haugh [KDC]

From: Elizabeth Katsbulas [KDC]
Sent: Tuesday, June 15, 2021 2:30 PM
To: Robert North [KDC]
Subject: Phone Call

Jody Hanger about a star bond project for the city of Fort Scott. Call back number 620-215-5725

Elizabeth Katsbulas
Senior Administrative Specialist
Legal Division

Phone: 785.296-6411
Fax: 785.296.6809

kansascommerce.gov



Jim Haugh [KDC]

From: Robert North [KDC]
Sent: Thursday, May 20, 2021 8:56 AM
To: Leisa Shepherd [KDC]; Diana Feldhausen [KDC]
Cc: Abby Works [KDC]
Subject: FW: Secretary Approval
Attachments: Secretary of Commerce Final Approval.docx

Importance: High

Hi, please sign electronically and return to me. Let me know if any questions.

From: Cowan, Kevin (G&B) <KCOWAN@GilmoreBell.com>
Sent: Wednesday, May 19, 2021 3:52 PM
To: Robert North [KDC] <Robert.North@ks.gov>
Subject: Secretary Approval
Importance: High

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Bob—Please see attached, and I will give you a call. Thanks!

Kevin M. Cowan | Gilmore & Bell, P.C.
One Main Place | 100 North Main, Suite 800 | Wichita, KS 67202
Mobile: (316) 204-4151 | Office: (316) 303-3109
kcowan@gilmorebell.com

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Jim Haugh [KDC]

From: David Soffer [KDC]
Sent: Wednesday, April 14, 2021 6:00 PM
To: David Toland [KDC]
Cc: Robert North [KDC]; Abby Works [KDC]
Subject: STAR Bonds draft response combined version
Attachments: Legislative Post Audit draft RN and DS combined.docx

I added where Bob and I were in agreement, I highlighted my responses in parenthesis where there are differences for how to attack. I have very strong feelings on going down the public welfare road, but we can address those somewhere down the line, if you would like.

David Soffer
Legislative & Policy Director
Kansas Department of Commerce
1000 SW Jackson Street, Suite 100
Topeka, KS 66612
d. 785-296-2825
c. 785-230-7861
Kansascommerce.gov

Jim Haugh [KDC]

From: David Soffer [KDC]
Sent: Thursday, April 15, 2021 8:54 PM
To: Abby Works [KDC]; Robert North [KDC]
Subject: RE: LPA response --DT edits
Attachments: Legislative Post Audit draft DS final.docx

From: Abby Works [KDC] <Abby.Works1@ks.gov>
Sent: Thursday, April 15, 2021 7:45 PM
To: Robert North [KDC] <Robert.North@ks.gov>
Cc: David Soffer [KDC] <David.Soffer@ks.gov>
Subject: RE: LPA response --DT edits

If possible, a tonight thing. I'm reading through with a fine tooth comb right now and can flag other areas I need some assistance on.

From: Robert North [KDC] <Robert.North@ks.gov>
Sent: Thursday, April 15, 2021 7:44 PM
To: Abby Works [KDC] <Abby.Works1@ks.gov>
Cc: David Soffer [KDC] <David.Soffer@ks.gov>
Subject: Re: LPA response --DT edits

What's the ETA for this? Is it a tonight thing or will morning work?

On Apr 15, 2021, at 7:09 PM, Abby Works [KDC] <Abby.Works1@ks.gov> wrote:

See attached. I'm working on formatting this so everything matches. There is one area highlighted where we need your input on what the subheading should be. Please review the whole document to see if we are missing any other subheadings.

Abby

<image002.jpg>

ABBY WORKS
Special Assistant to Lt. Governor David Toland

Cell: 785.207.3682
Fax: 785.296.3665

kansascommerce.gov

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<image009.png>
<image010.png>

<Legislative Post Audit draft DT.docx>

Jim Haugh [KDC]

From: David Soffer [KDC]
Sent: Thursday, April 15, 2021 8:33 PM
To: Abby Works [KDC]; Robert North [KDC]
Subject: RE: LPA response --DT edits
Attachments: Legislative Post Audit draft DS.docx

Added the subheading, going to reread everything as well.

From: Abby Works [KDC] <Abby.Works1@ks.gov>
Sent: Thursday, April 15, 2021 7:45 PM
To: Robert North [KDC] <Robert.North@ks.gov>
Cc: David Soffer [KDC] <David.Soffer@ks.gov>
Subject: RE: LPA response --DT edits

If possible, a tonight thing. I'm reading through with a fine tooth comb right now and can flag other areas I need some assistance on.

From: Robert North [KDC] <Robert.North@ks.gov>
Sent: Thursday, April 15, 2021 7:44 PM
To: Abby Works [KDC] <Abby.Works1@ks.gov>
Cc: David Soffer [KDC] <David.Soffer@ks.gov>
Subject: Re: LPA response --DT edits

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See attached. I'm working on formatting this so everything matches. There is one area highlighted where we need your input on what the subheading should be. Please review the whole document to see if we are missing any other subheadings.

Abby

<image002.jpg>

ABBY WORKS
Special Assistant to Lt. Governor David Toland

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Fax: 785.296.3665

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<image009.png>

<image010.png>

<Legislative Post Audit draft DT.docx>

Jim Haugh [KDC]

From: Leisa Shepherd [KDC]
Sent: Monday, June 14, 2021 5:45 PM
To: Robert North [KDC]
Cc: Abby Works [KDC]
Subject: FW: Thank You and Progress Update

Bob,

As we discussed, here are a couple of dates for a 45-min meeting either here or at LG office:

Tue 8/3 1pm
Fri 8/6 1:30pm

Thanks,



LEISA SHEPHERD
Executive Assistant to Lt. Governor David Toland

Phone: 785.296.6790
Cell: 785.230.0707
Fax: 785.296.3665

Kansascommerce.gov

From: Leisa Shepherd [KDC]
Sent: Thursday, June 10, 2021 3:34 PM
To: Robert North [KDC] <Robert.North@ks.gov>
Subject: RE: Thank You and Progress Update

I want to visit w/ Abby about this tomorrow morning please – then I'll let you know....



LEISA SHEPHERD
Executive Assistant to Lt. Governor David Toland

Phone: 785.296.6790
Cell: 785.230.0707
Fax: 785.296.3665

Kansascommerce.gov

From: Robert North [KDC] <Robert.North@ks.gov>
Sent: Thursday, June 10, 2021 3:26 PM
To: Leisa Shepherd [KDC] <Leisa.Shepherd@ks.gov>
Subject: FW: Thank You and Progress Update

What are a couple of dates after David returns to office?
Thanks.

From: Michael Comparato <mcomparato@viestellc.com>
Sent: Wednesday, June 9, 2021 5:51 PM
To: Robert North [KDC] <Robert.North@ks.gov>
Cc: Barack Matite <bmatite@cityofeudoraks.gov>
Subject: RE: Thank You and Progress Update

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Bob

Just checking back in to see if it would be possible to get some dates that we might be able to visit with the Lieutenant Governor. We would look forward to that opportunity.

Thanks.



Michael Comparato
Chairman, CEO

M: 317-201-8341
P: 312-376-3820
E: mcomparato@viestellc.com

www.ViestelLLC.com

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From: Michael Comparato
Sent: Sunday, June 6, 2021 5:54 PM
To: Robert North [KDC] <Robert.North@ks.gov>
Cc: Barack Matite <bmatite@cityofeudoraks.gov>
Subject: RE: Thank You and Progress Update

Bob

I hope you had a nice holiday and follow up weekend. We are meeting with the Eudora City Commission on Monday, June 21 and expect to get authorization to meet with the Lieutenant Governor. Would you be able to determine if a meeting on Tuesday, June 22 would be possible? If not, could you identify a few dates that we could visit? I am sure that the Mayor and another Commissioner will join Barack and I for the visit.

Thanks so much for your assistance.

From: Robert North [KDC] <Robert.North@ks.gov>
Sent: Tuesday, May 18, 2021 4:36 PM
To: Michael Comparato <mcomparato@viestellc.com>

Cc: Barack Matite <bmatite@cityofeudoraks.gov>

Subject: RE: Thank You and Progress Update

Thanks Michael, a link to the enrolled bill is below. Please let me know if you have any questions.

Bob

http://www.kslegislature.org/li/b2021_22/measures/documents/sb124_enrolled.pdf

From: Michael Comparato <mcomparato@viestellc.com>

Sent: Tuesday, May 18, 2021 3:17 PM

To: Robert North [KDC] <Robert.North@ks.gov>

Cc: Barack Matite <bmatite@cityofeudoraks.gov>

Subject: Thank You and Progress Update

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Bob

I am sending a belated thank you for the time you've spent with us to date! We really appreciate it.

As way of an update, we are preparing a comprehensive packet of information for the Eudora City Commission to consider as they reach consensus and provide us direction on next steps. We are quite confident that those next steps will include a further conversation with you about the possibility of creating a Star Bond District in Eudora. We expect to have that direction within the next 2-4 weeks, at which point we will be following up with you to finalize plans. In the meantime, could you please send me a PDF version of the final, signed legislation that extended and modified the Star Bond program? We would appreciate that.

Thank you, again, for your assistance.



Michael Comparato

Chairman, CEO

M: 317-201-8341

P: 312-376-3820

E: mcomparato@viestellc.com

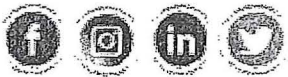
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Jim Haugh [KDC]

From: Jordan Bickford [KDC]
Sent: Tuesday, July 13, 2021 4:14 PM
To: Robert North [KDC]
Subject: STAR Bonds
Attachments: 2021.07.13 STAR Bond Projects .xlsx

Jordan Bickford
Deputy Chief Counsel | Kansas Department of Commerce
1000 SW Jackson Street, Suite 100, Topeka, Kansas 66612-1354
Phone: (785) 296-7874 | E-Mail: jordan.bickford@ks.gov
www.kansascommerce.gov



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Jim Haugh [KDC]

From: Wendi Lucero [KDC]
Sent: Monday, June 28, 2021 4:47 PM
To: Robert North [KDC]
Subject: STAR Bond - Homefield 6.25.21
Attachments: 2021.06.25_STAR_Bond_Amended_and_Restated_Homefield_Proj.pdf

WENDI LUCERO

Public Service Administrator
Legal Division
Phone: 785.296.6007
Fax: 785.296.6809
kansascommerce.gov



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Jim Haugh [KDC]

From: Robert North [KDC]
Sent: Tuesday, July 13, 2021 4:24 PM
To: Wendi Lucero [KDC]
Subject: FW: STAR Bonds
Attachments: 2021.07.13 STAR Bond Projects .xlsx

This attachment goes with questions 10 and 11.

From: Jordan Bickford [KDC] <Jordan.Bickford@ks.gov>
Sent: Tuesday, July 13, 2021 4:14 PM
To: Robert North [KDC] <Robert.North@ks.gov>
Subject: STAR Bonds

Jordan Bickford
Deputy Chief Counsel | Kansas Department of Commerce
1000 SW Jackson Street, Suite 100, Topeka, Kansas 66612-1354
Phone: (785) 296-7874 | E-Mail: jordan.bickford@ks.gov
www.kansascommerce.gov



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Jim Haugh [KDC]

From: Marc Abbott <MAbbott@Polsinelli.com>
Sent: Wednesday, June 9, 2021 4:15 PM
To: Robert North [KDC]
Cc: Joe Oaks
Subject: Velocity - Bonner Springs STAR Bond project
Attachments: Velocity Arts - Presentation for Preliminary State Meeting-c.pdf

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Bob,

We have a client that is pursuing development of an entertainment and education complex in Bonner Springs that will contain the following components:

- 15,000 seat outdoor concert pavilion that will also contain a 48,000 SF retail, dining, and entertainment plaza
- 2,400 seat indoor performing arts center
- E-sports indoor arena
- Accredited learning facility specializing in programs for audio, visual, multimedia, gaming, and broadcasting
- 267,000 SF hotel

We would request to create a new district that would only include our project. Project costs are estimated at \$677M, and attached is a short presentation regarding the project.

Can we please schedule an intro call to discuss? I'd like to talk briefly with you before bringing in the Lt. Gov.

Marcus G. Abbott

Shareholder

mabbott@polsinelli.com

816.572.4778

900 W. 48th Place, Suite 900
Kansas City, MO 64112



Polsinelli PC, Polsinelli LLP in California

polsinelli.com

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Jim Haugh [KDC]

From: Norton, Joe (G&B) <JNORTON@GilmoreBell.com>
Sent: Monday, May 17, 2021 11:37 AM
To: Robert North [KDC]
Cc: Eck, Dominic (G&B); Middleton, Johnna (G&B); Norton, Joe (G&B)
Subject: CITY OF WICHITA - K-96 STAR BONDS - SIXTH AMENDMENT OF DEVELOPMENT AGREEMENT
Attachments: SIXTH AMENDMENT OF DEVELOPMENT AGREEMENT 4816-8940-0762 v.5.docx; THIRD AMENDMENT OF DEVELOPMENT AGREEMENT - EXECUTED.pdf

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May 17, 2021

Bob: Hope you had a good weekend.

Negotiations among the City, K-96 Developers (Wichita Destination Developers), BS Golf (O'Reilly family entity) and Top Golf are nearing a successful conclusion.

Attached is an almost final draft of the Sixth Amendment to the DA that reflects the terms of financing and operation of the "Phase B Project" financed in part by the Series 2017 STAR Bonds.

The 2017 transaction was documented between the City and K-96 Developers in the Third Amendment to the DA. A copy of the fully executed Third Amendment is also attached. At that time the Secretary approved net STAR Bond funding of \$22M for "Project A Project" (Stryker soccer complex) and net STAR Bond funding of \$11.2M for the "Phase B Project" (golf-entertainment attraction).

The Secretary's 2017 approval letter is Exhibit B to the Third Amendment and the bond allocations are in Exhibits D & E. Shortly after the 2017 Bond closing, \$4.2M of STAR Bond proceeds were used to acquire the site for the Phase B Project by the K-96 Developer associated entity – WDD Golf, Inc. Approximately 18 months ago WDD Golf, Inc sold that property to BS Golf but nothing was constructed due to COVID economic issues.

The Sixth Amendment would reflect the following changes in structure:

- \$1M of STAR proceeds allocated to the Phase B Project would be reallocated to the Phase A project to make further improvements to Stryker such as locker rooms, etc.
- WDD Golf would assign its rights in the Phase B Project development to BS Golf
- BS Golf will partially assign its rights in the Phase B Project with respect to the golf-entertainment portion to an affiliate entity TOTO Wichita.
- TOTO will enter into a lease agreement with Top Golf Wichita to construct and operate the golf-entertainment project in accordance with the time table in the amendment to Section 4.10 of the DA (page 6)
- BS Golf/TOTO would develop the remainder of the Phase B land with proposed retail/hotel operation.
- Reallocation of 2017 Bond proceeds are reflected in Exhibit C to the Sixth Amendment; revised Phase A and Phase B project costs are reflected in Exhibit D.

Once the Sixth Amendment and related site plan and elevations of the golf-entertainment venue are completed, the City will request approval of the reallocation of 2017 STAR bond proceeds and approval of the City Council to proceed.

This turned out to be a very complicated structure and maybe a conf or Teams meeting with the City would be helpful.

In the interim, please contact me to discuss any preliminary questions.

Joe L. Norton, Esq. | Gilmore & Bell, P.C.

One Main Place | 100 North Main | Wichita, KS | 67202

Phone: (316) 267-2091 | Direct: (316) 303-3108 | Mobile: (316) 204-4154 | Fax: (316) 262-6523

jnorton@gilmorebell.com

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Jim Haugh [KDC]

From: Marc Abbott <MAbbott@Polsinelli.com>
Sent: Wednesday, May 26, 2021 2:34 PM
To: Robert North [KDC]; Rick Worner
Cc: Joe Oaks; 'jnorton@gilmorebell.com'
Subject: RE: Manhattan - request for project approval

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Bob – if acceptable to the Lt. Gov., we would prefer the letter now with the contingencies please. We can address the results of PGAV once we receive the report if David/you require further action at that time.

Plus City might want to know that State has approved before they will approve.

Marcus G. Abbott

Shareholder

mabbott@polsinelli.com

816.572.4778

900 W. 48th Place, Suite 900
Kansas City, MO 64112



Polsinelli PC, Polsinelli LLP in California

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From: Robert North [KDC] <Robert.North@ks.gov>
Sent: Wednesday, May 26, 2021 2:26 PM
To: Marc Abbott <MAbbott@Polsinelli.com>; Rick Worner <RickWorner@nationalrealtyadvisors.net>
Cc: Joe Oaks <JOaks@Polsinelli.com>; 'jnorton@gilmorebell.com' <jnorton@gilmorebell.com>
Subject: RE: Manhattan - request for project approval

EXTERNAL EMAIL robert.north@ks.gov

Yep, math skills are why I'm a lawyer. I was seeing \$46.3 rather than \$43.6.
Would you prefer to get a letter with contingencies on the PGAV and endowment or do you want to wait?

From: Marc Abbott <MAbbott@Polsinelli.com>
Sent: Wednesday, May 26, 2021 2:01 PM
To: Rick Worner <RickWorner@nationalrealtyadvisors.net>; Robert North [KDC] <Robert.North@ks.gov>
Cc: Joe Oaks <JOaks@Polsinelli.com>; 'jnorton@gilmorebell.com' <jnorton@gilmorebell.com>
Subject: RE: Manhattan - request for project approval

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Bob – on the 50% threshold based on just this project, even if the entire \$15M endowment is required, we would need to further increase the endowment in order to be at 50%. Total estimated Project Costs are \$43.6M (plus land cost). To be at 50% for just this project, we would need to increase the endowment by at least another \$2.4M. If the revenue study shows that an endowment of that size is required, that's one thing. But I'm not sure requiring the full \$15M plus an additional \$2.4M is appropriate if it is not needed.

For The Museum of Art and Light Land, Inc. (the Property Co), it will be formed by the time City considers the project plan amendment on June 1. For operations, we are currently working with Developer's CPA and tax advisors on the appropriate entity structure. We anticipate there will be a parent non-profit corporation, and that parent will own the Property Co and an Operating Co (we anticipate an LLC). The structure will comply with KSA 12-17,162(p) that a "museum facility" be owned and managed by a non-profit corporation and it will not be leased to any developer. No private party/entity will have a profits interest in the operating revenues.

Marcus G. Abbott

Shareholder

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Kansas City, MO 64112



Polsinelli PC, Polsinelli LLP in California

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From: Rick Worner <RickWorner@nationalrealtyadvisors.net>

Sent: Wednesday, May 26, 2021 9:53 AM

To: Robert North [KDC] <Robert.North@ks.gov>; Marc Abbott <MAbbott@Polsinelli.com>

Cc: Joe Oaks <JOaks@Polsinelli.com>; 'jnorton@gilmorebell.com' <jnorton@gilmorebell.com>

Subject: RE: Manhattan - request for project approval

EXTERNAL EMAIL rickworner@nationalrealtyadvisors.net

Bob

A couple of quick comments

- 1 The plan is to DONATE the art—not a loan
- 2 I would argue that this project is different than any other project we have ever looked at in one significant way
The other projects at the end of the day benefited the State & the City & the Developer
I have never seen a case where there is NO benefit to the developer and the benefit is all to the State & the City and the PUBLIC
I would argue in THIS case that because there is NO benefit to the developer that a different view would be taken by the State
These people are really trying to leave a legacy of art for the State. I have read about people like this but frankly had never met anyone like these people.
If the endowment is at \$10,000,000 and the donated art at the low end is another \$5,000,000—who does that ?
This is probably not the best way to describe it—but to me this is a FAST PASS to Heaven. That is the benefit to these developers.

From: Robert North [KDC] <Robert.North@ks.gov>
Sent: Wednesday, May 26, 2021 9:21 AM
To: Marc Abbott <MAbbott@Polsinelli.com>
Cc: Rick Worner <RickWorner@nationalrealtyadvisors.net>; Joe Oaks <JOaks@Polsinelli.com>;
'jnorton@gilmorebell.com' <jnorton@gilmorebell.com>
Subject: RE: Manhattan - request for project approval

Thanks Marc. The info on ownership is helpful. When will the non-profit be organized and what entity will operate the museum?

As to the endowment, the best, and only, info we have is what the developer provided. I'm not sure how we can support a reduced endowment amount based on the possibility the vendor comes in with a lower number. Its important to the state the requested STAR bond ask be less than 50% of "project costs". I know we can legally leverage existing development but the optics are far better in this scenario. Thoughts on how best to resolve this?
Also, will the artwork be owned by the museum or loaned by the owners?

bob

From: Marc Abbott <MAbbott@Polsinelli.com>
Sent: Tuesday, May 25, 2021 3:58 PM
To: Robert North [KDC] <Robert.North@ks.gov>
Cc: Rick Worner (<RickWorner@nationalrealtyadvisors.net> <RickWorner@nationalrealtyadvisors.net>; Joe Oaks <JOaks@Polsinelli.com>; 'jnorton@gilmorebell.com' <jnorton@gilmorebell.com>
Subject: RE: Manhattan - request for project approval

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Bob,

City owns the land. City will consider the attached Pre-Development Agreement at the same meeting as the project plan amendment, and section 3.02 of the PDA addresses property conveyance to Developer. Developer is forming a non-profit corporation, The Museum of Art and Light Land, Inc., that will acquire title.

The Law Company, Inc., a design-build construction firm, is part of Developer's team. Developer worked with the Law Company on project costs, but at this point the soft costs are an estimate based on total project costs.

On the \$15M, Developer is committed to contribute \$5M, there is a second hard commitment from another donor for \$5M, and then a third soft commitment from another donor for \$5M. If the PGAV study shows that an endowment of less than \$15M is needed, I'm not sure that the \$15M contingency is appropriate. Could the contingency be in the amount of at least \$10M plus, pursuant to a third-party revenue study reasonably acceptable to the Secretary, such additional amount as may be required that when combined with the net operating revenue from the Phase II Project is sufficient to sustain long-term operations?

We're pushing PGAV for at least an estimated required endowment amount by June 4th.

Marcus G. Abbott

Shareholder

mabbott@polsinelli.com

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900 W. 48th Place, Suite 900
Kansas City, MO 64112



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From: Robert North [KDC] <Robert.North@ks.gov>

Sent: Tuesday, May 25, 2021 2:16 PM

To: Marc Abbott <MAbbott@Polsinelli.com>

Cc: Rick Worner (RickWorner@nationalrealtyadvisors.net) <RickWorner@nationalrealtyadvisors.net>; Joe Oaks <JOaks@Polsinelli.com>; 'jnorton@gilmorebell.com' <jnorton@gilmorebell.com>

Subject: RE: Manhattan - request for project approval

EXTERNAL EMAIL robert.north@ks.gov

Marc, a couple of questions. Who owns the land, what entity is acquiring the land and what is the status of the negotiations for transfer of the land? Its difficult for us to approve the project until the land is under control or transfer is completed.

Is there any more detail on the soft costs of \$1.8M?

We are willing to approve the project contingent on receipt and acceptance of the PGAV report as well as actual funding of a minimum of \$15M for the endowment-assuming PGAV says the amount is sufficient. All standard terms and conditions also apply.

Are you good with our providing an approval letter on these terms and conditions?

Thanks.

From: Marc Abbott <MAbbott@Polsinelli.com>

Sent: Monday, May 17, 2021 2:55 PM

To: Robert North [KDC] <Robert.North@ks.gov>

Cc: Rick Worner (RickWorner@nationalrealtyadvisors.net) <RickWorner@nationalrealtyadvisors.net>; Joe Oaks <JOaks@Polsinelli.com>; 'jnorton@gilmorebell.com' <jnorton@gilmorebell.com>

Subject: Manhattan - request for project approval

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Bob,

Thank you again for your time last week regarding the Manhattan Museum of Art & Light Project (the “Phase II Project”) proposed by Bob and Tracey DeBruyn (the “Developers”). Attached please find the amended project plan, as submitted to the City on Friday (5/14). Key points are summarized below:

The STAR bond district is comprised of the South Project Area and the North Project Area. The Phase II Project will be located in the South Project Area. To date, expenditures within the South Project Area are estimated at \$120M, and expenditures within the North Project Area are estimated at \$92.758M, for a combined district total of \$212.758M. Phase II Project costs are estimated at \$43.6M (plus land costs), with approximately \$23M qualifying as eligible project costs under the STAR Bond Act. We previously discussed \$34M for Phase II Project costs, and that amount included a \$10M Developer contribution of cash and artwork. The Developers are now committing to \$5M of artwork, \$10M of cash, and \$5M cash to the extent such additional cash amount is required to sustain long-term operations. Therefore, the project plan, as amended, will include capital investment in excess of \$163.6M within the South Project Area and \$256.358M within the district.

The district received \$50M in STAR Bonds for the Flint Hills Discovery Center Project and the Phase II Project proposes the issuance of an additional \$23M in net new STAR Bonds (exclusive of approved financing costs). Thus, STAR Bonds will be used to finance approximately 44% of costs within the South Project Area, but only approximately 28% of costs within the entire district.

Based on above, we respectfully request (i) the Secretary’s approval of the Phase II Project as a “STAR bond project” within the meaning of K.S.A. 12-17, 162(w) and (ii) approval of up to \$23M (exclusive of approved financing costs) in net new STAR Bonds, contingent on the items below:

- **Revenue Study:** We have retained PGAV to conduct a revenue study showing that revenues generated by the Phase II Project plus the endowment will be sufficient to sustain its long-term operation. Upon receipt, Developers will provide a copy of the revenue study to the Secretary for review and approval.
- **Visitor Attendance:** The Phase II Project will track visitor attendance by zip code and provide the results to the Secretary on an annual basis.
- **Entity Structure/Hidden Developers:** The Phase II Project will be owned and operated by non-profit entities; we anticipate one for property ownership and one for operations. Bob and Tracey DeBruyn will be on the boards of directors. There are no other hidden developers or investors. Although Developers anticipate that there will be additional donors who will contribute to the endowment of the Phase II Project, no donors will receive revenues from the operations or development of the Phase II Project.

Please let us know if the above is acceptable. If needed, we’re happy to provide a proposed draft letter of the State approval based on the terms above.

Marcus G. Abbott

Shareholder

mabbott@polsinelli.com

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Kansas City, MO 64112



Polsinelli PC, Polsinelli LLP in California

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Jim Haugh [KDC]

From: Marc Abbott <MAbbott@Polsinelli.com>
Sent: Wednesday, April 21, 2021 11:51 AM
To: Robert North [KDC]; Kevin Lee
Cc: 'jnorton@gilmorebell.com'; Rick Worner (RickWorner@nationalrealtyadvisors.net); Joe Oaks
Subject: Manhattan - feasibility study
Attachments: # 77426294 v 5 (Manhattan STAR Bond Feasibility Study DRAFT)-c-c.DOCX

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Bob,

KSA 12-17,166(b) of the STAR bond act requires a feasibility study and that it include visitation, jobs, economic impact, market study, etc. ("**Feasibility Study**"). The new STAR bond bill requires that the Feasibility Study be conducted by a consultant approved by the Secretary. As long as we obtain project plan approval in Manhattan by June 30, our understanding is that Secretary approval of our Feasibility Study consultant is not required, but we're reaching out in case Commerce has a different opinion.

Eric Lander with Canyon Research Southwest prepared the Feasibility Study for Derby (one each for the 2017 bonds and the 2020 bonds), Goddard, Homefield in WyCo, and the Great Mall in Olathe/Project Momentum (although that project died). We already have the attached Feasibility Study from Canyon for the Manhattan project. Does Commerce have any objection to using Canyon to prepare the Feasibility Study for Manhattan?

On a separate note, the bond underwriter relies on a separate revenue study to determine the size of the bond offering. PGAV typically does the revenue study, and I anticipate we would use PGAV again in Manhattan.

Marcus G. Abbott

Shareholder

mabbott@polsinelli.com

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Jim Haugh [KDC]

From: Marc Abbott <MAbbott@Polsinelli.com>
Sent: Wednesday, May 5, 2021 11:51 AM
To: Robert North [KDC]
Cc: Rick Worner (RickWorner@nationalrealtyadvisors.net); Cowan, Kevin (G&B)
Subject: RE: Goddard - status
Attachments: # 74819348 v 8 (Goddard - Fifth Amendment to City Development Agreement)-c.DOCX

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Bob,

Yes, that's in the DA. Please see Section 211 of attached that states the priority of uses as:

1. \$5M of STAR bonds
2. Rodney pays 15%
3. Remaining \$5M of STAR bonds
4. Rodney pays the remainder

We haven't exchanged signature pages yet, but attached is the version that City approved on Dec. 21.

Marcus G. Abbott

Shareholder

mabbott@polsinelli.com

816.572.4778

900 W. 48th Place, Suite 900
Kansas City, MO 64112



Polsinelli PC, Polsinelli LLP in California

polsinelli.com

From: Robert North [KDC] <Robert.North@ks.gov>
Sent: Wednesday, May 5, 2021 9:42 AM
To: Marc Abbott <MAbbott@Polsinelli.com>
Cc: Rick Worner (RickWorner@nationalrealtyadvisors.net) <RickWorner@nationalrealtyadvisors.net>
Subject: RE: Goddard - status

EXTERNAL EMAIL robert.north@ks.gov

Isn't this the deal where we put in the first 5 then Rodney pays his 1.5 and then we pay what's left? Is that spelled out in the DA? We are ready to finalize the letter and I need to run that item down.

Thanks.

From: Marc Abbott <MAbbott@Polsinelli.com>
Sent: Monday, May 3, 2021 11:54 AM
To: Robert North [KDC] <Robert.North@ks.gov>
Cc: Rick Worner (RickWorner@nationalrealtyadvisors.net) <RickWorner@nationalrealtyadvisors.net>
Subject: Goddard - status

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Bob,

Any thoughts on if sufficient time has passed to be able to provide the Goddard approval letter?

I know this one is sensitive so just checking in.

Marcus G. Abbott

Shareholder

mabbott@polsinelli.com

816.572.4778

900 W. 48th Place, Suite 900
Kansas City, MO 64112



Polsinelli PC, Polsinelli LLP in California

polsinelli.com

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Jim Haugh [KDC]

From: Cowan, Kevin (G&B) <KCOWAN@GilmoreBell.com>
Sent: Wednesday, May 19, 2021 4:50 PM
To: Robert North [KDC]
Subject: RE: Goddard
Attachments: Secretary of Commerce Final Approval.docx

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Bob—I have attached the updated version of the approval, with the Costs of Issuance typo correction. Thanks for all of your help!

From: Cowan, Kevin (G&B)
Sent: Wednesday, May 19, 2021 4:31 PM
To: Robert North [KDC] <Robert.North@ks.gov>
Subject: FW: Goddard

From: Michael Lambert <mlambert@crewsfs.com>
Sent: Wednesday, May 19, 2021 12:16 PM
To: 'David Reid' <David.Reid@FisherBroyles.com>; Cowan, Kevin (G&B) <KCOWAN@GilmoreBell.com>
Cc: 'Brian Silcott' <bsilcott@goddardks.gov>
Subject: Goddard

Please see attached final numbers along with final cashflows. Please let me know if you need anything else. We do not have any hold the price bonds. I will send a pricing wire shortly.

Thanks.

Michael Lambert
Senior Managing Director
Capital Markets Group
Crews & Associates, Inc.
First Security Center
521 President Clinton Avenue
Suite 800
Little Rock, AR 72201

Main (800)766-2000
Direct (501) 978-7946
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Jim Haugh [KDC]

From: Norton, Joe (G&B) <JNORTON@GilmoreBell.com>
Sent: Thursday, June 3, 2021 3:50 PM
To: Robert North [KDC]
Cc: Herrmann, Garth (G&B)
Subject: Re: Latest Revision - 2021.06.02 _Star Bond Amended Project - City of Manhattan

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Looks good to me.

Sent from my iPhone

Joe L. Norton
Gilmore & Bell, P.C.
100 N. Main, Suite 800
Wichita, KS 67202

On Jun 3, 2021, at 3:42 PM, Robert North [KDC] <Robert.North@ks.gov> wrote:

If you want to take a quick look?

From: Wendi Lucero [KDC] <Wendi.Lucero@ks.gov>
Sent: Thursday, June 3, 2021 1:17 PM
To: Robert North [KDC] <Robert.North@ks.gov>
Subject: Latest Revision - 2021.06.02 _Star Bond Amended Project - City of Manhattan

<2021.06.02 _Star Bond Amended Project - City of Manhattan.docx>

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Jim Haugh [KDC]

From: Marc Abbott <MAbbott@Polsinelli.com>
Sent: Friday, May 7, 2021 11:33 AM
To: Robert North [KDC]
Cc: 'jnorton@gilmorebell.com'; Rick Worner (RickWorner@nationalrealtyadvisors.net); Joe Oaks
Subject: RE: Manhattan - first meeting

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Bob,

We're requesting \$23M of net bond proceeds. Assuming our project is \$34M, our new amount will be less than 50% of the total project costs. Key numbers:

Original Project Costs: \$114M
Plus New Project Costs: \$34M
Total Project Costs: \$148M

50% of Total Project Costs: \$74M
Minus \$50M Original Bond Issuance: **\$24M of remaining capacity**

Marcus G. Abbott

Shareholder

mabbott@polsinelli.com

816.572.4778

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Kansas City, MO 64112



Polsinelli PC, Polsinelli LLP in California

polsinelli.com

From: Robert North [KDC] <Robert.North@ks.gov>
Sent: Friday, May 7, 2021 10:53 AM
To: Marc Abbott <MAbbott@Polsinelli.com>
Cc: 'jnorton@gilmorebell.com' <jnorton@gilmorebell.com>; Rick Worner (RickWorner@nationalrealtyadvisors.net) <RickWorner@nationalrealtyadvisors.net>; Joe Oaks <JOaks@Polsinelli.com>
Subject: RE: Manhattan - first meeting

EXTERNAL EMAIL robert.north@ks.gov

Thanks Marc, we can definitely discuss these items Monday. Another potential policy issue is whether STAR Bonds should be less than 50% of total project costs. I know we can try and leverage existing development but it will likely come up Monday.

Bob

From: Marc Abbott <MAbbott@Polsinelli.com>
Sent: Friday, May 7, 2021 10:42 AM
To: Robert North [KDC] <Robert.North@ks.gov>
Cc: 'jnorton@gilmorebell.com' <jnorton@gilmorebell.com>; Rick Worner (RickWorner@nationalrealtyadvisors.net) <RickWorner@nationalrealtyadvisors.net>; Joe Oaks <JOaks@Polsinelli.com>
Subject: RE: Manhattan - first meeting

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Bob – cueing up the following items to discuss Monday afternoon:

- We have already obtained a feasibility study from Canyon Research Southwest / Eric Lander. The new STAR bond bill provides that the Secretary will have a list of approved feasibility consultants. For Manhattan we request to be able to use our existing study from Lander.
- Two of the new requirements are (1) tracking visitation data, and (2) identifying the developer group. We will be able to track the zip code of all who visit the museum and purchase a ticket and report same annually, and Monday we can identify the developer group.

Please let us know if any other new provisions will be required.

Marcus G. Abbott

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Kansas City, MO 64112



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From: Robert North [KDC] <Robert.North@ks.gov>
Sent: Wednesday, May 5, 2021 4:37 PM
To: Marc Abbott <MAbbott@Polsinelli.com>
Cc: 'jnorton@gilmorebell.com' <jnorton@gilmorebell.com>; Rick Worner (RickWorner@nationalrealtyadvisors.net) <RickWorner@nationalrealtyadvisors.net>; Joe Oaks <JOaks@Polsinelli.com>
Subject: RE: Manhattan - first meeting
Importance: High

EXTERNAL EMAIL robert.north@ks.gov

Marc, any issue with the city participating? They were copied on one of the emails and want to be included although by zoom I believe.

Thanks.

From: Marc Abbott <MAbbott@Polsinelli.com>
Sent: Wednesday, May 5, 2021 4:16 PM
To: Robert North [KDC] <Robert.North@ks.gov>
Cc: 'jnorton@gilmorebell.com' <jnorton@gilmorebell.com>; Rick Worner (RickWorner@nationalrealtyadvisors.net) <RickWorner@nationalrealtyadvisors.net>; Joe Oaks <JOaks@Polsinelli.com>
Subject: RE: Manhattan - first meeting

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Thanks Bob. See you on Monday.

Marcus G. Abbott

Shareholder

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From: Robert North [KDC] <Robert.North@ks.gov>
Sent: Wednesday, May 5, 2021 4:07 PM
To: Marc Abbott <MAbbott@Polsinelli.com>
Cc: 'jnorton@gilmorebell.com' <jnorton@gilmorebell.com>; Rick Worner (RickWorner@nationalrealtyadvisors.net) <RickWorner@nationalrealtyadvisors.net>; Joe Oaks <JOaks@Polsinelli.com>
Subject: RE: Manhattan - first meeting

EXTERNAL EMAIL robert.north@ks.gov

Actually it looks like 415 might work. We will confirm.

From: Marc Abbott <MAbbott@Polsinelli.com>
Sent: Wednesday, May 5, 2021 2:58 PM
To: Robert North [KDC] <Robert.North@ks.gov>
Cc: 'jnorton@gilmorebell.com' <jnorton@gilmorebell.com>; Rick Worner (RickWorner@nationalrealtyadvisors.net) <RickWorner@nationalrealtyadvisors.net>; Joe Oaks <JOaks@Polsinelli.com>
Subject: Manhattan - first meeting

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Bob,

We would like to schedule an in-person meeting in Topeka with you and the Secretary to present the Manhattan STAR bond project. Bob and Tracey DeBruyn are the developers, and they will already be in Topeka on the afternoon of May 10. If you and David are available Monday afternoon we would like to meet then, or if just you are available we would still like to meet with you. Otherwise, please let us know of possible meeting times.

Marcus G. Abbott

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mabbott@polsinelli.com

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Jim Haugh [KDC]

From: Norton, Joe (G&B) <JNORTON@GilmoreBell.com>
Sent: Wednesday, May 26, 2021 3:52 PM
To: Marc Abbott
Cc: Robert North [KDC]; Rick Worner; Joe Oaks
Subject: Re: Manhattan - request for project approval

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Agree on timing

Sent from my iPad

Joe L. Norton
Gilmore & Bell, P.C.
100 N. Main, Suite 800
Wichita, KS. 67202

On May 26, 2021, at 2:34 PM, Marc Abbott <MAbbott@polsinelli.com> wrote:

Bob – if acceptable to the Lt. Gov., we would prefer the letter now with the contingencies please. We can address the results of PGAV once we receive the report if David/you require further action at that time.

Plus City might want to know that State has approved before they will approve.

Marcus G. Abbott

Shareholder

mabbott@polsinelli.com

816.572.4778

900 W. 48th Place, Suite 900
Kansas City, MO 64112

<image001.png>

Polsinelli PC, Polsinelli LLP in California

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From: Robert North [KDC] <Robert.North@ks.gov>
Sent: Wednesday, May 26, 2021 2:26 PM
To: Marc Abbott <MAbbott@Polsinelli.com>; Rick Worner <RickWorner@nationalrealtyadvisors.net>
Cc: Joe Oaks <JOaks@Polsinelli.com>; 'jnorton@gilmorebell.com' <jnorton@gilmorebell.com>
Subject: RE: Manhattan - request for project approval

EXTERNAL EMAIL robert.north@ks.gov

Yep, math skills are why I'm a lawyer. I was seeing \$46.3 rather than \$43.6. Would you prefer to get a letter with contingencies on the PGAV and endowment or do you want to wait?

From: Marc Abbott <MAbbott@Polsinelli.com>

Sent: Wednesday, May 26, 2021 2:01 PM

To: Rick Worner <RickWorner@nationalrealtyadvisors.net>; Robert North [KDC] <Robert.North@ks.gov>

Cc: Joe Oaks <JOaks@Polsinelli.com>; 'jnorton@gilmorebell.com' <jnorton@gilmorebell.com>

Subject: RE: Manhattan - request for project approval

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Bob – on the 50% threshold based on just this project, even if the entire \$15M endowment is required, we would need to further increase the endowment in order to be at 50%. Total estimated Project Costs are \$43.6M (plus land cost). To be at 50% for just this project, we would need to increase the endowment by at least another \$2.4M. If the revenue study shows that an endowment of that size is required, that's one thing. But I'm not sure requiring the full \$15M plus an additional \$2.4M is appropriate if it is not needed.

For The Museum of Art and Light Land, Inc. (the Property Co), it will be formed by the time City considers the project plan amendment on June 1. For operations, we are currently working with Developer's CPA and tax advisors on the appropriate entity structure. We anticipate there will be a parent non-profit corporation, and that parent will own the Property Co and an Operating Co (we anticipate an LLC). The structure will comply with KSA 12-17,162(p) that a "museum facility" be owned and managed by a non-profit corporation and it will not be leased to any developer. No private party/entity will have a profits interest in the operating revenues.

Marcus G. Abbott

Shareholder

mabbott@polsinelli.com

816.572.4778

900 W. 48th Place, Suite 900
Kansas City, MO 64112

<image001.png>

Polsinelli PC, Polsinelli LLP in California

polsinelli.com

From: Rick Worner <RickWorner@nationalrealtyadvisors.net>

Sent: Wednesday, May 26, 2021 9:53 AM

To: Robert North [KDC] <Robert.North@ks.gov>; Marc Abbott <MAbbott@Polsinelli.com>

Cc: Joe Oaks <JOaks@Polsinelli.com>; 'jnorton@gilmorebell.com' <jnorton@gilmorebell.com>

Subject: RE: Manhattan - request for project approval

EXTERNAL EMAIL rickworner@nationalrealtyadvisors.net

Bob

A couple of quick comments

- 1 The plan is to DONATE the art—not a loan
- 2 I would argue that this project is different than any other project we have ever looked at in one significant way

The other projects at the end of the day benefited the State & the City & the Developer

I have never seen a case where there is NO benefit to the developer and the benefit is all to the State & the City and the PUBLIC

I would argue in THIS case that because there is NO benefit to the developer that a different view would be taken by the State

These people are really trying to leave a legacy of art for the State. I have read about people like this but frankly had never met anyone like these people.

If the endowment is at \$10,000,000 and the donated art at the low end is another \$5,000,000—who does that ?

This is probably not the best way to describe it—but to me this is a FAST PASS to Heaven. That is the benefit to these developers.

From: Robert North [KDC] <Robert.North@ks.gov>

Sent: Wednesday, May 26, 2021 9:21 AM

To: Marc Abbott <MAbbott@Polsinelli.com>

Cc: Rick Worner <RickWorner@nationalrealtyadvisors.net>; Joe Oaks <JOaks@Polsinelli.com>; 'jnorton@gilmorebell.com' <jnorton@gilmorebell.com>

Subject: RE: Manhattan - request for project approval

Thanks Marc. The info on ownership is helpful. When will the non-profit be organized and what entity will operate the museum?

As to the endowment, the best, and only, info we have is what the developer provided. I'm not sure how we can support a reduced endowment amount based on the possibility the vendor comes in with a lower number. Its important to the state the requested STAR bond ask be less than 50% of "project costs". I know we can legally leverage existing development but the optics are far better in this scenario. Thoughts on how best to resolve this?

Also, will the artwork be owned by the museum or loaned by the owners?

bob

From: Marc Abbott <MAbbott@Polsinelli.com>

Sent: Tuesday, May 25, 2021 3:58 PM

To: Robert North [KDC] <Robert.North@ks.gov>

Cc: Rick Worner <RickWorner@nationalrealtyadvisors.net> <RickWorner@nationalrealtyadvisors.net>; Joe Oaks <JOaks@Polsinelli.com>; 'jnorton@gilmorebell.com' <jnorton@gilmorebell.com>

Subject: RE: Manhattan - request for project approval

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Bob,

City owns the land. City will consider the attached Pre-Development Agreement at the same meeting as the project plan amendment, and section 3.02 of the PDA addresses property conveyance to Developer. Developer is forming a non-profit corporation, The Museum of Art and Light Land, Inc., that will acquire title.

The Law Company, Inc., a design-build construction firm, is part of Developer's team. Developer worked with the Law Company on project costs, but at this point the soft costs are an estimate based on total project costs.

On the \$15M, Developer is committed to contribute \$5M, there is a second hard commitment from another donor for \$5M, and then a third soft commitment from another donor for \$5M. If the PGAV study shows that an endowment of less than \$15M is needed, I'm not sure that the \$15M contingency is appropriate. Could the contingency be in the amount of at least \$10M plus, pursuant to a third-party revenue study reasonably acceptable to the Secretary, such additional amount as may be required that when combined with the net operating revenue from the Phase II Project is sufficient to sustain long-term operations?

We're pushing PGAV for at least an estimated required endowment amount by June 4th.

Marcus G. Abbott

Shareholder

mabbott@polsinelli.com

816.572.4778

900 W. 48th Place, Suite 900
Kansas City, MO 64112

<image001.png>

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From: Robert North [KDC] <Robert.North@ks.gov>

Sent: Tuesday, May 25, 2021 2:16 PM

To: Marc Abbott <MAbbott@Polsinelli.com>

Cc: Rick Worner (RickWorner@nationalrealtyadvisors.net) <RickWorner@nationalrealtyadvisors.net>; Joe Oaks <JOaks@Polsinelli.com>; 'jnorton@gilmorebell.com' <jnorton@gilmorebell.com>

Subject: RE: Manhattan - request for project approval

EXTERNAL EMAIL robert.north@ks.gov

Marc, a couple of questions. Who owns the land, what entity is acquiring the land and what is the status of the negotiations for transfer of the land? Its difficult for us to approve the project until the land is under control or transfer is completed. Is there any more detail on the soft costs of \$1.8M?

We are willing to approve the project contingent on receipt and acceptance of the PGAV report as well as actual funding of a minimum of \$15M for the endowment-

assuming PGAV says the amount is sufficient. All standard terms and conditions also apply.

Are you good with our providing an approval letter on these terms and conditions?

Thanks.

From: Marc Abbott <MAbbott@Polsinelli.com>

Sent: Monday, May 17, 2021 2:55 PM

To: Robert North [KDC] <Robert.North@ks.gov>

Cc: Rick Worner (RickWorner@nationalrealtyadvisors.net) <RickWorner@nationalrealtyadvisors.net>;

Joe Oaks <JOaks@Polsinelli.com>; 'jnorton@gilmorebell.com' <jnorton@gilmorebell.com>

Subject: Manhattan - request for project approval

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Bob,

Thank you again for your time last week regarding the Manhattan Museum of Art & Light Project (the “Phase II Project”) proposed by Bob and Tracey DeBruyn (the “Developers”). Attached please find the amended project plan, as submitted to the City on Friday (5/14). Key points are summarized below:

The STAR bond district is comprised of the South Project Area and the North Project Area. The Phase II Project will be located in the South Project Area. To date, expenditures within the South Project Area are estimated at \$120M, and expenditures within the North Project Area are estimated at \$92.758M, for a combined district total of \$212.758M. Phase II Project costs are estimated at \$43.6M (plus land costs), with approximately \$23M qualifying as eligible project costs under the STAR Bond Act. We previously discussed \$34M for Phase II Project costs, and that amount included a \$10M Developer contribution of cash and artwork. The Developers are now committing to \$5M of artwork, \$10M of cash, and \$5M cash to the extent such additional cash amount is required to sustain long-term operations. Therefore, the project plan, as amended, will include capital investment in excess of \$163.6M within the South Project Area and \$256.358M within the district.

The district received \$50M in STAR Bonds for the Flint Hills Discovery Center Project and the Phase II Project proposes the issuance of an additional \$23M in net new STAR Bonds (exclusive of approved financing costs). Thus, STAR Bonds will be used to finance approximately 44% of costs within the South Project Area, but only approximately 28% of costs within the entire district.

Based on above, we respectfully request (i) the Secretary’s approval of the Phase II Project as a “STAR bond project” within the meaning of K.S.A. 12-17, 162(w) and (ii) approval of up to \$23M (exclusive of approved financing costs) in net new STAR Bonds, contingent on the items below:

- **Revenue Study:** We have retained PGAV to conduct a revenue study showing that revenues generated by the Phase II Project plus the endowment will be sufficient to sustain its long-term operation. Upon receipt, Developers will provide a copy of the revenue study to the Secretary for review and approval.

- **Visitor Attendance:** The Phase II Project will track visitor attendance by zip code and provide the results to the Secretary on an annual basis.
- **Entity Structure/Hidden Developers:** The Phase II Project will be owned and operated by non-profit entities; we anticipate one for property ownership and one for operations. Bob and Tracey DeBruyn will be on the boards of directors. There are no other hidden developers or investors. Although Developers anticipate that there will be additional donors who will contribute to the endowment of the Phase II Project, no donors will receive revenues from the operations or development of the Phase II Project.

Please let us know if the above is acceptable. If needed, we're happy to provide a proposed draft letter of the State approval based on the terms above.

Marcus G. Abbott

Shareholder

mabbott@polsinelli.com

816.572.4778

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Polsinelli PC, Polsinelli LLP in California

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Jim Haugh [KDC]

From: Dev Pathik <dpathik@sportadvisory.com>
Sent: Tuesday, April 6, 2021 1:56 PM
To: Robert North [KDC]
Cc: Joseph Fackel; Gabby Fresh; Kelly Baine; Evan Eleff
Subject: Re: State of Kansas Department of Commerce Proposal

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Yes to both

We will revert with an update

Dev Pathik
Founder
Sports Facilities Companies
The SFM Network
SFA | SFD | SFM
600 Cleveland St. Suite 910
Clearwater, FL 33755
Office: (727) 474-3845
Cell: (727) 515-4648
www.sportadvisory.com
www.sfmnetwork.com

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On Apr 6, 2021, at 2:14 PM, Robert North [KDC] <Robert.North@ks.gov> wrote:

Thank you for the quick turn. Is there any way to get the visitor data for 3-4 attractions for selected events by the end of the week? Not necessarily any analysis but similar to what Joseph did for the NASCAR track? Just focusing on a limited number of events or tournaments, etc.? our written response to the Audit findings is due Monday and would like to include the context we discussed yesterday. If that's just not doable then will understand completely.

The other item is whether we could shape the scope to fit a budget in the area of \$55K? We were looking at \$50K and I can sell additional 10% but not sure of the rest of it. I'm happy to discuss and we want this partnership to work for all of us. I have a couple of procurement issues to work through and am starting those immediately.

Again, thank you for the nimbleness and prompt turnaround. Please let me know what you think next steps should be.

Bob

From: Dev Pathik <dpathik@sportadvisory.com>

Sent: Tuesday, April 6, 2021 11:17 AM

To: Robert North [KDC] <Robert.North@ks.gov>; Joseph Fackel <JFackel@sportadvisory.com>; Gabby Fresh <gfresh@sportadvisory.com>; Kelly Baine <kbaine@sportadvisory.com>; Evan Eleff <eeleff@sportadvisory.com>

Subject: Fwd: State of Kansas Department of Commerce Proposal

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Bob

I'm pleased to deliver this scope of work for your review. As we scoped the effort the fee came up a bit from what we discussed. Please review and let us know if we should get started.

Also please let us know if you have a contract form that we should utilize or if we should prepare the agreement.

We are glad to be at this stage and also very aware of the timeline. Please call or email or add redlines to the document if there are any changes required.

Dev Pathik

Founder

Sports Facilities Companies

The SFM Network

SFA | SFD | SFM

600 Cleveland St. Suite 910

Clearwater, FL 33755

Office: (727) 474-3845

Cell: (727) 515-4648

www.sportadvisory.com

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Dev,

Please find attached a proposal for SFC to review selected Star Bond Funded Projects for the Kansas Department of Commerce.

Thank you

Gabby Fresh

Business Development Coordinator

Sports Facilities Companies

SFA | SFD | SFM

600 Cleveland St. Suite 910

Clearwater, FL 33755

Direct: (727) 286-8997

Cell: (727) 644-6928

Fax: (727) 462-2800

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Jim Haugh [KDC]

From: Preston Gilson <prestongilson@mac.com>
Sent: Monday, February 22, 2021 2:07 PM
To: Robert North [KDC]
Cc: Brett Zollinger; Luis Montelongo
Subject: Re: STAR Bond analysis

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Bob,

I was aware that the casino was not a STAR bond project, but thought that the convention center, hotel, and other businesses were in a STAR bond project. To avoid any confusion let us use the Heritage Area along with the Power Center as a source of sales tax. This seems similar to the situation with the Salt Mine where there was a separate district for sales tax generation.

Preston

.....
May your day be filled with grace and peace.
Dr. Preston Gilson
prestongilson@mac.com

On Feb 22, 2021, at 1:10 PM, Robert North [KDC] <Robert.North@ks.gov> wrote:

That would be perfect! I really appreciate the extra work. If there are costs associated with that, please let me know and we can handle that as well. Just as an aside and to clarify any semantical issues, the convention center/casino is not a STAR bond project although the land around it was in a STAR Bond District. The two STAR Bond projects in DC are the Heritage Area around Boot Hill and the Power Center which generates sales tax to help pay for Boot hill.
Thank you again.

From: Preston Gilson <prestongilson@mac.com>
Sent: Monday, February 22, 2021 12:39 PM
To: Robert North [KDC] <Robert.North@ks.gov>
Cc: Brett Zollinger <bzollinger@fhsu.edu>; Luis Montelongo <ldmontelongo@fhsu.edu>
Subject: Re: STAR Bond analysis
Importance: High

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Bob,

At this point I believe that we can put together a short report that is both very preliminary and subject to revision. It will focus on only four STAR Bond projects: The casino/convention center in Dodge City; Strataca (Kansas Salt Mine) in Hutchinson; K96/Greenwich in Wichita; and Legends Raceway in Wyandotte.

I am anticipating that the report will be completed late Wednesday (2/24/2021) afternoon.

If this scope of work and timeline will work for you, please let me know.

Preston

.....

May your day be filled with grace and peace.

Dr. Preston Gilson

prestongilson@mac.com

On Feb 22, 2021, at 8:57 AM, Robert North [KDC] <Robert.North@ks.gov> wrote:

Gentlemen, hope the weekend was good. Its great to see a hint of spring. I have an unfair ask this morning. We met with Chairman Olson Friday and he is looking for some analytical support for the STAR Bond bill. We understand the full report is a few weeks away. Was wondering whether there was adequate information for something, an extract, a preview, a summary of anticipated findings, etc., that could be assembled in the next couple of days? Even a one pager would be helpful. If the cake isn't close enough to being baked, then that's fine. We are just casting around for something other than "the Commerce Department" says STAR Bonds are good...

Thanks and this is not a big deal either way. .

Robert E. North
Chief Attorney
Kansas Department of Commerce
1000 S.W. Jackson St., Suite 100
Topeka, KS 66612-1354
Phone: 785.296.1913
Fax: 785.296.6809
KansasCommerce.gov

Jim Haugh [KDC]

From: Preston Gilson <prestongilson@mac.com>
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To: Robert North [KDC]
Cc: Brett Zollinger; Luis Montelongo
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Importance: High

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Preston

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Dr. Preston Gilson
prestongilson@mac.com

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Thanks and this is not a big deal either way. .

Robert E. North
Chief Attorney
Kansas Department of Commerce
1000 S.W. Jackson St., Suite 100
Topeka, KS 66612-1354
Phone: 785.296.1913
Fax: 785.296.6809
KansasCommerce.gov

Jim Haugh [KDC]

From: Jordan Bickford [KDC]
Sent: Thursday, February 4, 2021 4:49 PM
To: Robert North [KDC]
Subject: SB 124
Attachments: Fiscal_Note_Request_SB 124.docx; SB 124.pdf

This is the STAR Bond bill. We are going with no fiscal effect, unless you think otherwise.

Jordan Bickford
Deputy Chief Counsel | Kansas Department of Commerce
1000 SW Jackson Street, Suite 100, Topeka, Kansas 66612-1354
Phone: (785) 296-7874 | E-Mail: jordan.bickford@ks.gov

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Jim Haugh [KDC]

From: David Soffer [KDC]
Sent: Thursday, February 4, 2021 5:32 PM
To: Robert North [KDC]
Subject: STAR Bonds testimony
Attachments: SB 124.docx

Any edits?

David Soffer
Legislative & Policy Director
Kansas Department of Commerce
1000 SW Jackson Street, Suite 100
Topeka, KS 66612
d. 785-296-2825
c. 785-230-7861
Kansascommerce.gov

Jim Haugh [KDC]

From: LaSala, Todd <todd.lasala@stinson.com>
Sent: Thursday, January 28, 2021 11:36 AM
To: Robert North [KDC]
Subject: RE: Bluhawk Ice

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I didn't think you were a dick of any size – could have been much worse. And frankly, these guys need the direct approach. I've been telling them for weeks that you don't think this is a STAR bond project without the ice. I even telegraphed a holdback on STAR Bonds and they've stayed focused on the words "more likely than not" . . . it's dumb. They need you to be pretty clear about what you want/need re: this. Thanks again.

Todd

Todd A. LaSala, LEED AP
Partner

STINSON LLP
1201 Walnut Street, Suite 2900
Kansas City, MO 64106-2150
Direct: 816.691.3410 \ [Bio](#)

Assistant: Lonna Whiteaker \ 816.691.2376 \ lonna.whiteaker@stinson.com

STINSON.COM

From: Robert North [KDC] <Robert.North@ks.gov>
Sent: Thursday, January 28, 2021 9:58 AM
To: LaSala, Todd <todd.lasala@stinson.com>
Subject: RE: Bluhawk Ice

I was too direct and feel a little like a dick, not like a little dick-- to be clear. I don't like it when Aaron quotes a standard like its something we've agreed on.

From: LaSala, Todd <todd.lasala@stinson.com>
Sent: Thursday, January 28, 2021 9:54 AM
To: Robert North [KDC] <Robert.North@ks.gov>
Subject: RE: Bluhawk Ice

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I'm glad you said this. In talking to these guys on Tues., they seem to have placed way too much emphasis on the words "more likely than not", despite all of the conversations we've had since that call.

Todd

Todd A. LaSala, LEED AP
Partner

STINSON LLP
1201 Walnut Street, Suite 2900
Kansas City, MO 64106-2150
Direct: 816.691.3410 \ [Bio](#)

Assistant: Lonna Whiteaker \ 816.691.2376 \ lonna.whiteaker@stinson.com

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From: Robert North [KDC] <Robert.North@ks.gov>

Sent: Thursday, January 28, 2021 9:50 AM

To: Aaron G. March <amarch@rousepc.com>

Cc: Bill Ebel <bill.ebel@opkansas.org>; LaSala, Todd <todd.lasala@stinson.com>; Kent A. Price
(kentp@pricebrotherskc.com) <kentp@pricebrotherskc.com>; ..Bart Lowen <BartL@pricebrotherskc.com>; Greg L.
Musil <GMusil@rousepc.com>

Subject: RE: Bluhawk Ice

External Email – Use Caution

Aaron, thank you for reaching we are looking for a time to make this meeting happen. We are excited about the project and receiving an update. Just being lawyerly and to dispel any lack of clarity, the standard is likely going to have to be much higher than more likely than not. In fact, if you have a structure that contractually commits parties with the resources to insure ice is included, then that's a great place to start the discussion. If I'm being too literal with your words then please disregard. 😊 But ice is really important to this project. It was the foundation for the initial approval, was a key to the feasibility/visitation studies and adds a component making the project special. To paraphrase, we need to find a way to get ice in this project.

I should have a couple dates/times for you by the end of the day.

Thanks again.

Bob

From: Aaron G. March <amarch@rousepc.com>

Sent: Wednesday, January 27, 2021 3:58 PM

To: Robert North [KDC] <Robert.North@ks.gov>

Cc: Bill Ebel <bill.ebel@opkansas.org>; LaSala, Todd <todd.lasala@stinson.com>; Kent A. Price
(kentp@pricebrotherskc.com) <kentp@pricebrotherskc.com>; ..Bart Lowen <BartL@pricebrotherskc.com>; Aaron G.
March <amarch@rousepc.com>; Greg L. Musil <GMusil@rousepc.com>

Subject: Bluhawk Ice

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Hi Bob, as I mentioned in my voicemail, we would like to share our ideas on giving Secretary Toland assurance that ice is an important component to the success of Bluhawk, even though it will not happen in Phase 1. Is there an hour of his time next week that we can share our thoughts on getting him comfortable that we are and will be very motivated to make ice happen? Bluhawk and the City are starting to move forward with the Project Plan Amendment we previously outlined and we both want to make sure we have Secretary Toland's support for our approach to providing assurance that, as was stated at our last meeting, "it is more likely than not that ice will in fact happen" before any public notices or hearings are scheduled on the Project Plan amendment.

If you can shoot out a few dates and times that work next week it would be greatly appreciated.

AARON G. MARCH

|| ROUSE FRETS WHITE GOSS
GENTILE RHODES, P.C.
4510 Belleview Avenue, Suite 300 || Kansas City, Missouri 64111
816-502-4701 || amarch@rousepc.com

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Jim Haugh [KDC]

From: Jordan Bickford [KDC]
Sent: Monday, February 1, 2021 1:33 PM
To: Robert North [KDC]
Subject: STAR Bond TDAs

Do you have copies of each finalized TDA? I have a handful but would like to have a full set of files on these. Not a high priority, but was a point of conversation with Amy.

Jordan Bickford
Deputy Chief Counsel | Kansas Department of Commerce
1000 SW Jackson Street, Suite 100, Topeka, Kansas 66612-1354
Phone: (785) 296-7874 | E-Mail: jordan.bickford@ks.gov

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Jim Haugh [KDC]

From: Robert North [KDC]
Sent: Tuesday, August 10, 2021 12:53 PM
To: Serrano, Joseph D.
Subject: RE: K.S.A. 10-1009 / Interest Rate Limitations

Thanks Joe. Is there any way to run a pro forma model that demonstrates the difference on a deal using 10-1009 compared to not following it?

From: Serrano, Joseph D. <Joe.Serrano@KutakRock.Com>
Sent: Tuesday, August 10, 2021 12:13 PM
To: Robert North [KDC] <Robert.North@ks.gov>
Subject: FW: K.S.A. 10-1009 / Interest Rate Limitations

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Bob, I failed to provide the AGO that we discussed last week. Attached is the link. AGO [1987-185](#)
If you have additional thoughts, please let me know, but as of now, we are limiting the interest on the OP Bluhawk STAR Bonds pursuant to KSA 10-1109. Thanks

Joe

Joseph D. Serrano
Partner
Kutak Rock LLP – Kansas City
joseph.serrano@kutakrock.com
p: 816.502.4658

Support provided by
Michia R. Sciortino | Public Finance Coordinator | p: 816.502.4851 | michia.sciortino@kutakrock.com

From: Serrano, Joseph D.
Sent: Thursday, July 15, 2021 5:48 PM
To: Ellsworth, Tyler <Tyler.Ellsworth@KutakRock.com>
Subject: FW: K.S.A. 10-1009 / Interest Rate Limitations

No rush, but we should probably discuss KSA 12-17,167 (c) and the AGO that we reviewed for Bellmont.

12-17,167. Approval of secretary; limitations; interest rate of bond issue. (a) The secretary shall review the STAR bond project plan, feasibility study and market study, along with other supporting documentation and determine whether to approve a request, and, if approved, issue an approval letter for a STAR bond project based upon the requirements within this act and rules and regulations developed by the secretary.
(b) For major motorsports complex projects involving the use of state sales tax financing pursuant to K.S.A. 2020 Supp. 12-17,169, and amendments thereto, the secretary shall set a limit on the total amount of such special obligation bonds that may be issued to not exceed 50% of the major motorsports complex costs.
(c) A special obligation bond issue must bear interest at a reasonable rate as of the time of sale of the bonds, taking into account such factors as current market conditions, the nature and degree of risk associated with repayment of the bonds and other relevant factors.

AGO 1987-185

Joseph D. Serrano

Partner

Kutak Rock LLP – Kansas City

joseph.serrano@kutakrock.com

p: 816.502.4658

Support provided by

Michia R. Sciortino | Public Finance Coordinator | p: 816.502.4851 | michia.sciortino@kutakrock.com

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Thank you.

Jim Haugh [KDC]

From: Wendi Lucero [KDC]
Sent: Wednesday, August 4, 2021 11:26 AM
To: Robert North [KDC]
Subject: FW: LPA Response-DT edits
Attachments: 2021.07.30 - LPA STAR Bonds response (final)-DT edits.docx

Are you rewording the one sentence David asked about?

From: Robert North [KDC] <Robert.North@ks.gov>
Sent: Wednesday, August 4, 2021 10:56 AM
To: Wendi Lucero [KDC] <Wendi.Lucero@ks.gov>
Subject: FW: LPA Response-DT edits

From: Abby Works [KDC] <Abby.Works1@ks.gov>
Sent: Wednesday, August 4, 2021 10:19 AM
To: Robert North [KDC] <Robert.North@ks.gov>
Subject: LPA Response-DT edits

David's edits are attached. I highlighted the sentences he changed. There is one comment on a sentence he would like you to reword. Otherwise this it is good to go.



ABBY WORKS
Chief of Staff

Cell: 785.207.3682
Fax: 785.296.3665

kansascommerce.gov



Jim Haugh [KDC]

From: Adam Roorbach [KDC]
Sent: Tuesday, August 3, 2021 3:09 PM
To: Robert North [KDC]
Cc: Michael Comparato; Barack Matite; Bridgette Jobe [KDC]
Subject: Re: Presentation Document

Michael and Barack,

Great to meet you and it would be great to talk with you about this! Is there a time this week or next where we can set up a call? And do you have anything I can look over via email in the meantime?

Adam

Sent from my iPhone

On Aug 3, 2021, at 2:59 PM, Robert North [KDC] <Robert.North@ks.gov> wrote:

Michael and Barack, it was great to meet with you today. I'm adding Bridgette Jobe, our Director of Travel and Tourism and things related and Adam Roorbach, who is our Athletic Commissioner with experience running the combat sports and responsibility for helping market Kansas as a place for sporting events. Feel free to reach out if we can help you with the project.

Bridgette and Adam, Eudora is working up a STAR Bond project centered on youth sports/competition/ tournaments, etc. During our meeting today the LG noted it may help the project if there was a potential venue for MMA/boxing, etc.

Thanks again.

From: Michael Comparato <mcomparato@viestellc.com>
Sent: Tuesday, August 3, 2021 11:37 AM
To: Robert North [KDC] <Robert.North@ks.gov>; Barack Matite <bmatite@cityofeudoraks.gov>
Subject: Presentation Document

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Bob & Barack

Attached is a PDF version of the presentation we are bringing for our meeting at 1:00pm today. We will be prepared to show this in hard copy or electronically. Thanks!

<image001.png>

Michael Comparato

Chairman, CEO

M: 317-201-8341

P: 312-376-3820

E: mcomparato@viestellc.com

www.ViesteLLC.com

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Jim Haugh [KDC]

From: Jordan Bickford [KDC]
Sent: Wednesday, June 30, 2021 4:43 PM
To: Robert North [KDC]
Subject: RE: STAR Bond RFP

Perfect. Send me a list when you can. Thank you!

From: Robert North [KDC] <Robert.North@ks.gov>
Sent: Wednesday, June 30, 2021 4:42 PM
To: Jordan Bickford [KDC] <Jordan.Bickford@ks.gov>
Subject: RE: STAR Bond RFP

Yes and how about you and Jocile. I will serve as staff.

From: Jordan Bickford [KDC] <Jordan.Bickford@ks.gov>
Sent: Wednesday, June 30, 2021 4:40 PM
To: Robert North [KDC] <Robert.North@ks.gov>
Subject: RE: STAR Bond RFP

I've talked to Jocile and started working on this.

Couple questions: PNC is you and? Do you have a list of vendors you want to be notified?

From: Robert North [KDC] <Robert.North@ks.gov>
Sent: Wednesday, June 30, 2021 3:24 PM
To: Jordan Bickford [KDC] <Jordan.Bickford@ks.gov>
Subject: STAR Bond RFP

Hi, just following up on this. the new law takes effect manana and people will start asking questions.

Thanks.

Robert E. North
Chief Attorney
Kansas Department of Commerce
1000 S.W. Jackson St., Suite 100
Topeka, KS 66612-1354
Phone: 785.296.1913
Fax: 785.296.6809
KansasCommerce.gov

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Sent: Wednesday, June 30, 2021 4:40 PM
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Subject: RE: STAR Bond RFP

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Sent: Wednesday, June 30, 2021 3:24 PM
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Subject: STAR Bond RFP

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Chief Attorney
Kansas Department of Commerce
1000 S.W. Jackson St., Suite 100
Topeka, KS 66612-1354
Phone: 785.296.1913
Fax: 785.296.6809
KansasCommerce.gov

Jim Haugh [KDC]

From: Robert North [KDC]
Sent: Wednesday, June 23, 2021 2:58 PM
To: Riekhof, Gina (G&B)
Cc: LaSala, Todd; Russell, Lisa (G&B)
Subject: RE: Homefield Project Approval

What do you all think of this language in last para of p.2?

"I acknowledge your application for an allocation of STAR Bond Project financing for the Homefield STAR Bond Project in excess of the \$130,000,000 and that the Project Plans and associated feasibility study being approved today support the issuance of such additional bonds."

I just don't think I'm going to get a reference to \$180M in the letter.

Thoughts?

From: Riekhof, Gina (G&B) <GRIEKHOF@GilmoreBell.com>
Sent: Wednesday, June 23, 2021 12:38 PM
To: Robert North [KDC] <Robert.North@ks.gov>
Cc: LaSala, Todd <todd.lasala@stinson.com>; Russell, Lisa (G&B) <LRUSSELL@GilmoreBell.com>
Subject: Homefield Project Approval

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Bob,

See attached suggestions per our conversation this morning. Please don't hesitate to call if there's anything else we should discuss further.

Best Regards,

Gina

Gina Riekhof | Gilmore & Bell, P.C.
2405 Grand Boulevard | Suite 1100 | Kansas City, MO 64108
Main: (816) 221-1000 | Direct: (816) 218-7536 | Fax: (816) 221-1018
griekhof@gilmorebell.com

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Jim Haugh [KDC]

From: Robert North [KDC]
Sent: Monday, June 21, 2021 11:17 AM
To: David Toland [KDC]
Cc: Abby Works [KDC]
Subject: Fwd: Derby - contingency for climbing, State

Please review. I don't have any issues with. The request.
Thanks.

Begin forwarded message:

From: Marc Abbott <MAbbott@polsinelli.com>
Date: June 21, 2021 at 10:42:55 AM CDT
To: "Robert North [KDC]" <Robert.North@ks.gov>
Cc: "Rick Worner (RickWorner@nationalrealtyadvisors.net)" <RickWorner@nationalrealtyadvisors.net>, Joe Oaks <JOaks@polsinelli.com>, jnorton@gilmorebell.com
Subject: RE: Derby - contingency for climbing, State

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Bob – was the Lt. Gov. able to consider this request before going out on vacation?

Marcus G. Abbott

Shareholder

mabbott@polsinelli.com

816.572.4778

900 W. 48th Place, Suite 900
Kansas City, MO 64112



Polsinelli PC, Polsinelli LLP in California

polsinelli.com

From: Marc Abbott
Sent: Thursday, June 10, 2021 4:51 PM
To: 'Robert North [KDC]' <Robert.North@ks.gov>
Cc: Rick Worner (RickWorner@nationalrealtyadvisors.net) <RickWorner@nationalrealtyadvisors.net>; Joe Oaks <JOaks@Polsinelli.com>; 'jnorton@gilmorebell.com' <jnorton@gilmorebell.com>
Subject: Derby - contingency for climbing, State

Bob,

The Phase 3 Project is the indoor rock-climbing gym set forth in the Derby STAR Bond Project Plan (as amended, the "Project Plan"). The attached Phase 3 Project budget from the Project Plan shows total costs of \$8,000,084, with reimbursement of \$4,500,000 from the Series 2020 STAR bonds. Thus the Phase 3 Project was estimated to be funded with \$4.5M of bonds and \$3.5M private funding.

Due to design changes approved by the City, and significant increases in the cost of construction materials, the estimated budget for the Phase 3 Project is now \$9,920,510, resulting in a net increase from the original budget of \$1,920,000. See revised budget attached. The Phase 3 Project developer will contribute an additional \$1,000,000 of private funding and, by the time that construction begins, we estimate that the financing gap will be approximately \$1,000,000. We would like to allocate \$1,000,000 of contingency to fund the remaining Phase 3 Project eligible costs. If approved, the Phase 3 Project will now be funded with \$5.5M of bonds and \$4.5M private funding.

The Project Plan includes \$2,007,018 for contingency, and previously we received approval to use \$350,000 of the contingency for infrastructure, so \$1,657,018 of contingency remains unallocated. In accordance with above, we respectfully request approval to allocate \$1,000,000 of contingency to fund the Phase 3 Project eligible costs.

We made this same request to City and they had no objection, and we did make one clarification for City. The \$2M contingency line item is set forth in the project plan amendment that approved the Phase 2 multisport project. Thus the budgets attached for Phase 3 climbing do not separately show that same \$2M contingency line item remaining from Phase 2 multisport. The contingency may be used for any cost approved by the Secretary though, either Phase 2 or Phase 3.

Marcus G. Abbott

Shareholder

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Kansas City, MO 64112



Polsinelli PC, Polsinelli LLP in California

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COPY

Jim Haugh [KDC]

From: Dena Sattler [KDC]
Sent: Sunday, June 20, 2021 8:22 AM
To: David Toland [KDC]; Robert North [KDC]; Abby Works [KDC]
Subject: Topgolf story in the Eagle

All,

Here's the STAR Bond/Topgolf story. If you see anything off base in the portions attributed to Commerce (and especially factual errors), please let me know, and I'll circle back to them.

Dena

KC, OKC got Topgolf for nothing but Wichita offered millions; project study had flaws

BY DION LEFLER AND

MATTHEW KELLY

JUNE 20, 2021 04:09 AM

The city of Wichita is moving forward with a \$10.2 million subsidy for a Topgolf sports attraction and neighboring development — but other cities in the region didn't pay anything to land the golf-themed business and there's a glaring error in the economic study that justified the project.

Oklahoma City and Overland Park officials told The Eagle they didn't spend any public money to get Topgolf, a popular sports entertainment company owned by publicly traded golfing behemoth Callaway Golf Co., a company currently valued at \$5.9 billion.

"We gave them no incentives, no reimbursement," said Sean Reilly, a spokesman for Overland Park city government.

"Topgolf did not receive any incentives from the city," said Joanna McSpadden, Oklahoma City's economic development program manager. "That's the idea, right? We don't have to incentivize everything, we can have some growth on the private dime, too."

Topgolf is a popular golf-themed business that combines a restaurant and bar with a high-tech driving range. Hitting bays are climate controlled for comfort and the balls are equipped with chips that allow golfers to see a variety of data on a teeside shot monitor and compete with their friends.

Wichita City Council member Jared Cerullo said when he learned of the plan a week before the council voted on it, "I started questioning why the city would allow a very successful multi-billion corporation to receive this \$10 million break on its sales taxes."

He said he'd have rather seen those incentives go to fighting blight in poorer parts of the city than to an upscale recreational facility in a wealthy area.

He also said he felt misled by Topgolf's vice president of real estate development, Todd Waldo, who came to Wichita to advocate for the deal and met with him and other council members before the public meeting where the deal was approved on June 1.

"I personally don't believe Mr. Waldo was truthful with me when he told me that subsidies such as Wichita's were, quote, very common," Cerullo said.

Waldo declined to comment on Cerullo's account of the interaction.

The study used this year to explore the feasibility of a Wichita Topgolf addressed the possibility of competition for visitors from the Overland Park Topgolf, but ignores a similar facility in Oklahoma City, an oversight that could affect the tourism draw at the smaller Wichita attraction.

Also, it was written in 2016 and never updated before being used for Wichita's 2021 proposal.

Wichita's current \$10.2 million subsidy is earmarked for the second phase of a larger project that has already helped pay for the development of the Wichita Sports Forum, a privately owned venue for basketball and volleyball leagues and tournaments; and the renovation of the Stryker Complex, a city-owned soccer stadium and 11-field sports venue privately managed by the Sports Forum.

Wichita's Topgolf subsidy was approved by the City Council on a 4-3 vote, as the sixth amendment to the development agreement for the project near K-96 and Greenwich.

City Manager Robert Layton said not all of that \$10.2 million is going to Topgolf itself, which legally can only be directly reimbursed for development costs up to \$3 million from the STAR bond proceeds.

But Topgolf will also benefit at least indirectly from a concurrent plan for neighboring development, currently slated to include a hotel and possibly apartments.

And \$4.2 million of the \$10.2 million subsidy was already spent to acquire 22 acres of land — at \$190,000 an acre — that Topgolf will share with surrounding development.

Council member Jeff Blubaugh called it a "\$10 million giveaway." He said he might have voted for a stand-alone attraction, but the expensive nature of the project beyond Topgolf forced him to vote no.

"It's not an incentive used for an entertainment venue/restaurant," he said. "They tied in additional retail space, they've tied in apartments."

The subsidy gives businesses in the STAR bond district a competitive advantage over other restaurants, hotels and apartment complexes in the area, he said.

"I think it does more harm to businesses in northeast Wichita than what it does good," Blubaugh said.

WHAT ARE STAR BONDS, WHAT DO THEY DO

The money to bring Topgolf comes from STAR bonds, a state-authorized program that allows local governments to

The STAR bond program was created by the Legislature and first used in 1999 to fund the Kansas Speedway NASCAR track.

It was designed primarily to spur tourism — dollars that are especially valuable in Kansas because they represent outside money introduced into the state's economy instead of dollars that are already here simply changing hands.

"That's definitely one of the primary drivers for STAR bonds," said Bob North, chief counsel for the state Department of Commerce. "There's also a quality of life component (but) the visitation is important."

The program has grown into its own industry.

Since 1999, the state has issued a total of nearly \$745 million in STAR bonds, subsidizing everything from a soccer stadium for Sporting KC (\$150 million) to a hospital and outdoor activity center with animatronic dinosaurs in Derby (\$34.8 million).

Other Wichita-area projects include:

- Wichita's River District, anchored by Riverfront Stadium, the Keeper of the Plains statue and the River Vista Apartments, which received \$47 million in STAR bonds.
- Goddard's Olympic Park, a multi-sport athletic complex with stadium swimming facilities and accompanying hotel and retail spaces, which received \$25.8 million in STAR bonds.

While some projects have thrived, others have struggled.

One of the biggest failures was Kansas City's Schlitterbahn Water Park, built in 2013 with \$85 million in STAR bond support and permanently closed in 2019 after the 10-year-old son of Kansas Secretary of State Scott Schwab was killed on the "Verruckt," then the world's tallest and fastest water slide.

The Kansas City/Wyandotte County government approved a plan in November to raze the park and replace it with a development centered around youth sports, to be subsidized by \$130 million in STAR bonds.

FAULTY ANALYSIS OF FEASIBILITY STUDY

When Wichita Destination Developers — the group developing the K96-Greenwich district — wanted to amend the STAR bond plan to include incentive money for a golf entertainment amenity, they commissioned New York consulting firm Canyon Research Southwest Inc. to conduct the required feasibility study.

But Canyon's study actually evaluated a proposal by DRIV Golf Lounge+Brewhouse, a Topgolf competitor.

When the study was done in 2016, DRIV was proposing a \$32 million Wichita facility with 64 hitting bays on three levels.

The Topgolf project approved June 1 is a \$26 million project with 52 bays on two levels — about half the size of the 102-bay Oklahoma City Topgolf that opened in 2015.

The Canyon study used tourism estimates for the entire STAR bond district to determine that DRIV would attract a quarter of its visitors from out of state and a third of visitors from more than 100 miles away.

But the study failed to factor in a possible loss of tourism due to the presence of an Oklahoma City Topgolf, which is roughly 160 miles south of Wichita and the closest facility of its kind.

"The closest TopGolf locations to the Wichita MSA are in Overland Park, Kansas; Centennial, Colorado; and Allen and Dallas, Texas," the study states.

Eric S. Lander, the Canyon executive who authored the study, said he probably omitted the Oklahoma City facility by mistake.

"I guess at the time, I probably wasn't aware that that one opened, maybe," Lander said. "I don't know. It's been five years."

The only time Lander mentions Oklahoma City in his feasibility study is as a potential market from which to draw tourists.

"Given the size of the primary trade area population and proximity to such potential markets as Kansas City, Oklahoma City and Dallas-Ft. Worth, out-of-state visitors from outside of a 100-mile radius are estimated to account for 60 percent of the District's total annual visitation or 295,000 visitors," the study states.

Kansas City is 10 miles from Overland Park, which, like Oklahoma City, has its own 102-bay Topgolf. The Dallas-Fort Worth area boasts four Topgolf locations.

Asked if factoring in another Topgolf attraction close to Wichita would change the tourism numbers, Lander said, "My feeling is that it wouldn't have moved the needle much."

Wichita Destination Developers said visitation information for the Oklahoma City facility was not available when the study was completed, but they could not explain why its existence went unmentioned.

"The two facilities will operate distinctive market areas with little or no cannibalization on customer counts. Therefore, Oklahoma City Top Golf location will not have a material adverse effect on the visitation estimates contained in the Study related to the Wichita location," the developers' email statement said.

Lander said that since the STAR bond district already has several regional attractions, Topgolf won't have to rely on luring tourists of its own, even though that's supposed to be a prerequisite of STAR bond funding.

"People, visitors aren't necessarily going to come just for that one attraction," Lander said. "It's sort of a critical mass. The more attractions you bring in, the bigger the draw."

The Commerce Department was acting on the information available in 2017 when it approved the concept of a subsidy for Wichita's golf entertainment center, officials said.

"We have requested additional information and will review it when it's received," North said in an e-mail.

City Manager Layton said he plans to follow up with Canyon and determine whether the report needs to be adjusted before this month's plan amendment goes to the state for final approval.

He said the K-96 & Greenwich STAR Bond District overall is a shining example of how STAR bonds can be used to create flourishing districts.

But even as officials cite the district as a STAR bond success story, they maintain that Topgolf never could have built a regional attraction without state incentives.

"The kind of regional draw that we wanted would not have been built without the assistance," Layton said.

Topgolf spokeswoman Kara Berry also said the state incentives were necessary for the multi-billion-dollar company to build a Wichita facility.

"The economic incentive associated with the STAR bond was critical to the economic viability of bringing Topgolf to Wichita," Berry said.

She declined to speak to whether economic incentives were offered for Topgolf to build the prospective facility they ultimately abandoned in George Laham's development next to the STAR bond district.

TWISTS AND TURNS OF A GOLF ATTRACTION

The concept of a golf attraction has taken several turns along the way.

The original DRIV plan was abandoned some time after the project plan was filed, but was picked up by another golf company, BigShots.

For a while, BigShots and Topgolf moved forward on parallel tracks, with BigShots in the STAR bond district, and Topgolf planning a facility on Laham's private land just outside it at 13th and Greenwich.

"I think everybody that was involved with both projects was concerned about the ability of the market to support two, but that really didn't impact anything as far as our work with BigShots," Layton said.

Ultimately the companies merged their projects into the current plan, in which BigShots will own the facility in the STAR bond district and Topgolf will lease it and run it for their profit.

Layton said the city had no role in that.

"I received a call out of the blue indicating that Topgolf was not going to 13th and Greenwich and instead had partnered with BigShots," Layton said. "We were shocked, frankly, when they told us that they had a tentative deal."

Cerullo said it's obvious why the plans changed.

"As soon as Topgolf found out they could get a \$10 million handout if they simply built 2 miles north, they pulled out of their plan at 13th and Greenwich," he said. "I don't blame them for doing that. If I were the head of Topgolf and found out I could save \$10 million on my taxes with such a move, I would have changed course too."

Assistant City Manager Scot Rigby, who oversees economic development, said he found it hard to believe that neither Overland Park nor Oklahoma City used incentives to lure Topgolf.

"I would be surprised if there wasn't some direct benefit that subsidies provided to them," he said.

"They may not directly say, 'Hey, this is for Topgolf,' but they may have improved water lines, sewer lines, streets, those type of things to make it eligible for development."

In Oklahoma City, McSpadden said Topgolf is in a special assessment district, which allowed the city to build streets and other infrastructure for the developers, for which they're now paying via an extra levy on their property tax bill.

Specials are a familiar thing to Wichita homeowners, since that's the mechanism the city uses to get neighborhoods to pay for their own street and road repairs.

"That's not a true incentive because it gets paid back" by the property owners, McSpadden said.

IN OTHER MIDWEST CITIES WITH TOPGOLF

Around the central Plains, Topgolf incentives are all over the map.

Michael O. Geisel, city manager of the St. Louis suburb of Chesterfield, Mo., said the city didn't give Topgolf anything.

He said Topgolf chose Chesterfield because it was a good place for their business with the right combination of good demographics and adequate land for the facility.

"We love them, they've been a great addition," he said, adding, "We didn't give them one penny, one incentive, nothing . . . That's just not our way."

Omaha attracted Top Golf with what Nebraska calls an Enhanced Employment Area Occupation Tax, said Kevin Anderson, who heads the city's economic development department.

It allows the development to benefit, in this case, from an additional sales tax on food and drink sold within the project area after the improvements are up and running.

“Those occupation taxes amounted to a projected just over \$5 million,” Anderson said.

It is similar to what Kansas calls a Community Improvement District Tax, although the Kansas version charges additional tax on all purchases in the area, not just food and beverages.

In addition to STAR bonds, Wichita has two CIDs around K-96 and Greenwich to benefit developers and boost investment.

One CID charges a 1.2% extra sales tax, with 1.0% for incentives promised to the Cabela’s outdoor products store and 0.2% for improvements to the nearby freeway interchange.

The other CID charges a 1% additional sales tax, all of which goes to interchange improvements that its outline says will “support the development of the K-96 STAR Bond District.”

A key difference between Wichita’s and Omaha’s Topgolf projects: Wichita is subsidizing development on open land in an upscale part of town, while Omaha’s lured Topgolf to an aging shopping center.

Anderson described Omaha’s Topgolf site as “an area in need of some redevelopment work.”

“They had some challenge in that (property) acquisition, as well as demolition and site preparation for a complete redevelopment,” he said.

Centennial, Colorado, a Denver suburb, gave Topgolf about \$1.5 million in incentives, said Neil Marciniak, the city’s economic development director. “They were building along a storm water flood-plain area so there were significant improvements alongside that to channelize that flood-plain.”

The incentive included no up-front money and was given as rebates based on the sales tax actually generated by Topgolf after it was up and running. The company later reported that it got 75% back the first year, 66% the second year and 50% in years three through five.

CHANGES COMING WITH STAR BONDS IN KANSAS

Kansas acted this year to tighten up its STAR bond rules.

A 2015 audit recommended taking economic impact studies out of the hands of “local government or its private partners,” but it wasn’t until this year that the state moved to put the secretary of Commerce in charge of “the scope, conduct and methodology of the study.”

Under a new law taking effect July 1, the economic analysis used to justify Wichita’s Topgolf wouldn’t be sufficient because of the inherent conflict of interest in allowing proponents of STAR bond projects to hire their own consultants to analyze whether a plan is worthy of government support.

Going forward, the Commerce Department will pick the consultants who prepare feasibility reports, although the developer or local government will still have to pay for the analysis.

The new law will also ban public officials from working for STAR bond developers and require attractions to track visitors to prove whether the projects are meeting their tourism goals.

North said the Commerce Department is working with several vendors to figure out how to do that.

“If you’re running a museum and you require everybody who walks in the door to sign a guest book with their address and so on, then that’s kind of the easier end of things,” he said. “If you’ve got the Sports Forum and you’ve got a van full

of 10-year-old players and maybe one or two adults and you've got thousands of folks in and out through the day, it's a little more difficult thing to track."

To justify a state subsidy, proposed STAR bond amenities are required to bring in at least 20% of visitors from out of state and at least 30% of visitors from outside a 100-mile radius.

"You've got to have enough spending in the district to help pay for some of the infrastructure and improvements that go into making the attraction . . . that's a benefit because that's how you pay for all the cool stuff," North said. "And then you've got that slightly more indirect benefit that visitors are going to spend dollars across the community, across the region."

In a city like Wichita, visitors will probably end up being counted more than once as they go to various attractions in the STAR bond area, but that's OK, North said.

"There are going to be visitors that come exclusively, I think, because they want to participate in the golf attraction," he said. "There's also going to be visitors that come to Stryker, and maybe their tournament's over and they stay another day because there is a Topgolf, and they want to do some of the other activities that are available there."

The hope is that some of visitors to the STAR bond project will spill over into the surrounding community.

"People are going to go across the street from the district and they're going to eat, they're going to spend the night, maybe they're going to go to the Exploration (Place) museum downtown," North said. "That is just added economic impact for the community."

DION LEFLER

316-268-6527

Senior Journalist Dion Lefler has been providing award-winning coverage of local government, politics and business in Wichita for 20 years. Dion hails from Los Angeles, where he worked for the LA Daily News, the Pasadena Star-News and other papers. He's a father of twins, director of lay servant ministries in the United Methodist Church and plays second base for the Old Cowtown vintage baseball team.

MATTHEW KELLY

316-268-6203

Matthew Kelly joined The Eagle in April 2021. He's covering business and development in the Wichita area. You can contact him at 316-268-6203 and mkelly@wichitaeagle.com.



DENA SATTLER

Senior Director of Public Affairs

Phone: 785.581.3581

Kansascommerce.gov

Governor.Kansas.gov

Jim Haugh [KDC]

From: Riekhof, Gina (G&B) <GRIEKHOF@GilmoreBell.com>
Sent: Thursday, June 24, 2021 11:56 AM
To: Robert North [KDC]
Cc: LaSala, Todd; Russell, Lisa (G&B)
Subject: Re: Homefield Project Approval

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Bob,

Understood. I'll let Doug know.

Gina

Gina Riekhof | Gilmore & Bell, P.C.
2405 Grand Boulevard | Suite 1100 | Kansas City, MO 64108
Main: (816) 221-1000 | Direct: (816) 218-7536 | Fax: (816) 221-1018
griekhof@gilmorebell.com

On Jun 24, 2021, at 11:47 AM, Robert North [KDC] <Robert.North@ks.gov> wrote:

We are going with a clean \$130M approval. Definitely open to additional requests if adequately supported, etc.

Thanks for your help and creativity.

Bob

From: Riekhof, Gina (G&B) <GRIEKHOF@GilmoreBell.com>
Sent: Wednesday, June 23, 2021 3:50 PM
To: Robert North [KDC] <Robert.North@ks.gov>
Cc: LaSala, Todd <todd.lasala@stinson.com>; Russell, Lisa (G&B) <LRUSSELL@GilmoreBell.com>
Subject: RE: Homefield Project Approval

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Bob,

We'd like to avoid the word "additional." How about this:

" I acknowledge your application for an allocation of STAR Bond Project financing for the Homefield STAR Bond Project in excess of the \$130,000,000 previously approved and that the Project Plans and associated feasibility study being approved today support the issuance of ~~such additional~~ the bonds requested in your June 2021 letter."

Gina Riekhof | Gilmore & Bell, P.C.

2405 Grand Boulevard | Suite 1100 | Kansas City, MO 64108

Main: (816) 221-1000 | Direct: (816) 218-7536 | Fax: (816) 221-1018

griekhof@gilmorebell.com

From: Robert North [KDC] <Robert.North@ks.gov>

Sent: Wednesday, June 23, 2021 2:58 PM

To: Riekhof, Gina (G&B) <GRIEKHOF@GilmoreBell.com>

Cc: LaSala, Todd <todd.lasala@stinson.com>; Russell, Lisa (G&B) <LRUSSELL@GilmoreBell.com>

Subject: RE: Homefield Project Approval

What do you all think of this language in last para of p.2?

" I acknowledge your application for an allocation of STAR Bond Project financing for the Homefield STAR Bond Project in excess of the \$130,000,000 and that the Project Plans and associated feasibility study being approved today support the issuance of such additional bonds."

I just don't think I'm going to get a reference to \$180M in the letter.

Thoughts?

From: Riekhof, Gina (G&B) <GRIEKHOF@GilmoreBell.com>

Sent: Wednesday, June 23, 2021 12:38 PM

To: Robert North [KDC] <Robert.North@ks.gov>

Cc: LaSala, Todd <todd.lasala@stinson.com>; Russell, Lisa (G&B) <LRUSSELL@GilmoreBell.com>

Subject: Homefield Project Approval

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Bob,

See attached suggestions per our conversation this morning. Please don't hesitate to call if there's anything else we should discuss further.

Best Regards,

Gina

Gina Riekhof | Gilmore & Bell, P.C.

2405 Grand Boulevard | Suite 1100 | Kansas City, MO 64108

Main: (816) 221-1000 | Direct: (816) 218-7536 | Fax: (816) 221-1018

griekhof@gilmorebell.com

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Jim Haugh [KDC]

From: Barack Matite <bmatite@cityofeudoraks.gov>
Sent: Monday, July 26, 2021 5:41 PM
To: Robert North [KDC]
Cc: 'Michael Comparato'
Subject: RE: Possible Meeting Dates

EXTERNAL: This email originated from outside of the organization. Do not click any links or open any attachments unless you trust the sender and know the content is safe.

Thanks Bob!

Kevyn Gero, Assistant City Manager, will be join us as well.

Barack Matite
City Manager
City of Eudora, KS
785-690-7244
bmatite@cityofeudoraks.gov
www.cityofeudoraks.gov

From: Michael Comparato <mcomparato@viestellc.com>
Sent: Monday, July 26, 2021 3:46 PM
To: Robert North [KDC] <Robert.North@ks.gov>
Cc: Barack Matite <bmatite@cityofeudoraks.gov>
Subject: RE: Possible Meeting Dates

Thanks, Bob! We are looking forward to the meeting as well.



Michael Comparato
Chairman, CEO

M: 317-201-8341
P: 312-376-3820
E: mcomparato@viestellc.com

www.ViesteLLC.com

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From: Robert North [KDC] <Robert.North@ks.gov>
Sent: Monday, July 26, 2021 4:36 PM

To: Michael Comparato <mcomparato@viestellc.com>
Cc: Barack Matite <bmatite@cityofeudoraks.gov>
Subject: RE: Possible Meeting Dates

Hi Michael, we are confirmed for August 3 at 1:00 for 45 minutes. Looking forward to meeting with you and learning more about the project.

Thanks.

Bob

From: Michael Comparato <mcomparato@viestellc.com>
Sent: Monday, July 26, 2021 12:38 PM
To: Robert North [KDC] <Robert.North@ks.gov>
Cc: Barack Matite <bmatite@cityofeudoraks.gov>
Subject: RE: Possible Meeting Dates

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Bob

I am following up on my email from Friday. We are hoping to firm up schedules for next Monday as soon as we receive your confirmation. Thanks so much!



Michael Comparato
Chairman, CEO

M: 317-201-8341
P: 312-376-3820
E: mcomparato@viestellc.com

www.ViesteLLC.com

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From: Michael Comparato <mcomparato@viestellc.com>
Sent: Friday, July 23, 2021 2:14 PM
To: Robert North [KDC] <Robert.North@ks.gov>
Cc: Barack Matite <bmatite@cityofeudoraks.gov>
Subject: Re: Possible Meeting Dates

Bob

I trust you are well.

I am writing to confirm our meeting in Topeka on August 3 at 1:00pm CDT. We are anticipating a one hour time slot unless informed otherwise.

Attendees from the City of Eudora will include:

Mayor Reazin
Commissioner Tim Bruce
City Manager Barack Matite
Mike Comparato, VIESTE
Steve Goris, VIESTE

We are preparing a PPT deck that we will talk through that conveys the City's vision, displays initial sports tourism programming and includes preliminary economic impact forecasts. Obviously, we recognize that this is all VERY preliminary prior to all of the work to be done if we formally decide to proceed.

We would be happy to arrange a briefing session with you sometime next week if you would think that to be helpful.

We are very excited to be taking this next step.

From: Robert North [KDC] <Robert.North@ks.gov>
Sent: Tuesday, June 22, 2021 9:01 AM
To: Michael Comparato
Cc: Barack Matite
Subject: RE: Possible Meeting Dates

Thanks Michael. There may be an issue with Open Meetings if the entire council attended. That's not my call but definitely a possibility. How about a council member and the Mayor? We don't want to exclude anyone so can be flexible. If the councilmember/mayor can express support for the project that will help.
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From: Michael Comparato <mcomparato@viestellc.com>
Sent: Tuesday, June 22, 2021 8:22 AM
To: Robert North [KDC] <Robert.North@ks.gov>
Cc: Barack Matite <bmatite@cityofeudoraks.gov>
Subject: Re: Possible Meeting Dates

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We met with the City Commission last night. They would like to schedule the meeting with the Lieutenant Governor for August 3. All expressed willingness to attend but, obviously, are respectful of time, travel and courtesy. Please let us know what time works best and how many of us would be appropriate to attend

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From: Robert North [KDC] <Robert.North@ks.gov>
Sent: Wednesday, June 16, 2021 3:24:04 PM
To: Michael Comparato <mcomparato@viestellc.com>
Cc: Barack Matite <bmatite@cityofeudoraks.gov>
Subject: RE: Possible Meeting Dates

Hi Michael, thank you for following up on this. The LG is going to be out of the state for about 17 days into the middle of July. There literally is no time slot available until the first week of August. The earliest dates/times are Tuesday August 3 at 1:00 or Friday the 6th at 1:30. This is just the unfortunate logistics of his schedule and we are excited to learn more about the project. I'm available to discuss or answer any questions in the interim.

I have a hold on his schedule for these 2 dates and will get this calendared after hearing back from you.

Thanks.

Bob

From: Michael Comparato <mcomparato@viestellc.com>
Sent: Wednesday, June 16, 2021 2:40 PM
To: Robert North [KDC] <Robert.North@ks.gov>
Cc: Barack Matite <bmatite@cityofeudoraks.gov>
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The City of Eudora remains very excited to meet with you and the Lieutenant Governor regarding the possible sports tourism/Star Bond District opportunity that we are considering. For planning purposes, we are anxious to hear what dates will work for you and the L.G. when you can get them to us. I will be in Eudora, meeting with the City Commission, next Monday and Tuesday (June 21-22).

Thanks so much for your assistance!



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Jim Haugh [KDC]

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Jim Haugh [KDC]

From: Riekhof, Gina (G&B) <GRIEKHOF@GilmoreBell.com>
Sent: Wednesday, June 9, 2021 12:46 PM
To: Robert North [KDC]; todd.lasala
Subject: RE: 2021.06.08_Wyandotte County_Star Bond_Village East.pdf

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Wonderful! Thank you.

Gina Riekhof | Gilmore & Bell, P.C.
2405 Grand Boulevard | Suite 1100 | Kansas City, MO 64108
Main: (816) 221-1000 | Direct: (816) 218-7536 | Fax: (816) 221-1018
griekhof@gilmorebell.com

From: Robert North [KDC] <Robert.North@ks.gov>
Sent: Wednesday, June 9, 2021 11:20 AM
To: Riekhof, Gina (G&B) <GRIEKHOF@GilmoreBell.com>; todd.lasala <todd.lasala@stinson.com>
Subject: FW: 2021.06.08_Wyandotte County_Star Bond_Village East.pdf

A clean copy.

From: Elizabeth Katsbulas [KDC] <Elizabeth.A.Katsbulas@ks.gov>
Sent: Wednesday, June 9, 2021 9:03 AM
To: Robert North [KDC] <Robert.North@ks.gov>
Subject: 2021.06.08_Wyandotte County_Star Bond_Village East.pdf

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Jim Haugh [KDC]

From: Cowan, Kevin (G&B) <KCOWAN@GilmoreBell.com>
Sent: Wednesday, May 19, 2021 11:57 AM
To: Robert North [KDC]
Subject: FW: Goddard
Attachments: Goddard - Final Pricing Book.pdf
Importance: High

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FYI . . . I have been slammed, but will plan to send the form letter for the Lt. Governor soon, and will give you a call this afternoon.

Thanks!

From: Michael Lambert <mlambert@crewsfs.com>
Sent: Wednesday, May 19, 2021 11:46 AM
To: Ryan Peck <RPECK@morrislaing.com>; 'Brian Silcott' <bsilcott@goddardks.gov>; Cowan, Kevin (G&B) <KCOWAN@GilmoreBell.com>; 'David Reid' <David.Reid@FisherBroyles.com>; Marc Abbott <MAbbott@polsinelli.com>
Subject: Goddard

Please see attached information we will discuss at noon.

Thanks.

Michael Lambert
Senior Managing Director
Capital Markets Group
Crews & Associates, Inc.
First Security Center
521 President Clinton Avenue
Suite 800
Little Rock, AR 72201

Main (800)766-2000
Direct (501) 978-7946
Fax (501) 907-4065
Cell (501) 352-7454
mlambert@crewsfs.com
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