



1 January 11, 2013 (the “Original Redevelopment Plan”), for an area consisting of City Blocks  
2 3971.13, 3970, 3968.13, 4589, 3904, 3917, 3966.13, 3967.13, 3962, 3961, 4586, 3918.04, 3919.04,  
3 3953, 3960 and 3959, which area is more fully described in said Ordinance (the “Redevelopment  
4 Area” or “Area”); and

5 **WHEREAS**, pursuant to Ordinance No. 69390, the Board of Aldermen authorized  
6 execution of a Redevelopment Agreement (the “Original Redevelopment Agreement”) between  
7 the City and St. Louis Innovation District, LLC (the “Developer”); and

8 **WHEREAS**, the Original Redevelopment Agreement was executed by the City and the  
9 Developer, effective as of October 21, 2013; and

10 **WHEREAS**, pursuant to Ordinance Nos. 69524, 69722 and 69913, the Board of Aldermen  
11 authorized execution of various amendments to the Original Redevelopment Agreement; and

12 **WHEREAS**, pursuant to Ordinance No. 69523, the Board of Aldermen approved a  
13 revision to the Original Redevelopment Plan; and

14 **WHEREAS**, pursuant to Ordinance No. 70495, the Board of Aldermen approved and  
15 adopted the Amended and Restated St. Louis Innovation District Tax Increment Financing (TIF)  
16 Redevelopment Plan (the “Redevelopment Plan”) amending and restating the Original  
17 Redevelopment Plan, as previously revised;

18 **WHEREAS**, pursuant to Ordinance No. 70528, the Board of Aldermen authorized the  
19 execution of an Amended and Restated Redevelopment Agreement (the “A&R Redevelopment  
20 Agreement”)

21 **WHEREAS**, on January 10, 2018, after all proper notice was given, the Tax Increment  
22 Financing Commission of the City of St. Louis, Missouri (the “TIF Commission”), held a public

1 hearing in conformance with the TIF Act and received comments from all interested persons and  
2 taxing districts relative to redevelopment projects for the portions of the Redevelopment Area  
3 described in the Redevelopment Plan as “RPA 3” (the “RPA 3 Redevelopment Project”); and

4 **WHEREAS**, on January 10, 2018, the TIF Commission found that implementation of the  
5 RPA 3 Redevelopment Project would provide a substantial and significant public benefit through  
6 the elimination of blighting conditions, the creation of new jobs in the City, the strengthening of  
7 the employment and economic base of the City, increased property values and tax revenues,  
8 stabilization of the Redevelopment Area, and facilitation of the economic stability of the City as a  
9 whole; and

10 **WHEREAS**, on January 10, 2018, the TIF Commission voted to recommend that the  
11 Board of Aldermen adopt an ordinance in the form required by the TIF Act approving the RPA 3  
12 Redevelopment Project and adopting tax increment financing within RPA 3; and

13 **WHEREAS**, the Board of Aldermen has received the recommendations of the TIF  
14 Commission regarding the RPA 3 Redevelopment Project and finds that it is desirable and in the  
15 best interests of the City to approve the RPA 3 Redevelopment Project in order to encourage and  
16 facilitate the redevelopment of RPA 3; and

17 **WHEREAS**, it is necessary and desirable and in the best interest of the City to approve  
18 the RPA 3 Redevelopment Project to allow for the redevelopment of RPA 3 as described in the  
19 Redevelopment Plan; and

20 **WHEREAS**, it is necessary and desirable and in the best interest of the City to adopt tax  
21 increment allocation financing within RPA 3 and to establish sub-accounts of the existing St. Louis  
22 Innovation District Special Allocation Fund for RPA 3 in order to provide for the promotion of the

1 general welfare through redevelopment of such areas in accordance with the Redevelopment Plan,  
2 which redevelopment includes, but is not limited to, enhancement of the tax base, promotion of  
3 health, safety, order, convenience, prosperity and general welfare, stimulation of employment  
4 opportunities, providing for a stabilized population and plan for the optimal growth of the City,  
5 encouragement of a sense of community identity, safety and civic pride, and the elimination of  
6 impediments to land disposition and development in the City.

7 **WHEREAS**, the City and the Developer desire to enter into a First Amendment to  
8 Amended and Restated Redevelopment Agreement in substantially the form of **Exhibit A** hereto  
9 and incorporated herein by reference (the “First Amendment to A&R Redevelopment Agreement”)  
10 for the purpose of specifying certain work to be performed in connection with the RPA 3  
11 Redevelopment Project (as defined therein) and the further implementation of the Redevelopment  
12 Plan; and

13 **WHEREAS**, the Board of Aldermen hereby determines that the terms of the First  
14 Amendment to A&R Redevelopment Agreement are acceptable and that the execution, delivery  
15 and performance by the City and the Developer of their respective obligations under the First  
16 Amendment to A&R Redevelopment Agreement are in the best interests of the City and the health,  
17 safety, morals and welfare of its residents, and in accord with the public purposes specified in the  
18 TIF Act and the Redevelopment Plan;; and

19 **NOW, THEREFORE, BE IT ORDAINED BY THE CITY OF ST. LOUIS AS**  
20 **FOLLOWS:**

21 **SECTION ONE.** The RPA 3 Redevelopment Project is hereby adopted and approved.

1           **SECTION TWO.** There is hereby created and ordered to be established within the  
2 treasury of the City a sub-account of the existing fund known as the “St. Louis Innovation District  
3 Special Allocation Fund,” such sub-account to be known as the “RPA 3 Account.” To the extent  
4 permitted by law and except as otherwise provided in the Redevelopment Plan, the City hereby  
5 pledges funds in the RPA 3 Account of the St. Louis Innovation District Special Allocation Fund  
6 for the payment of redevelopment project costs and obligations incurred for the RPA 3  
7 Redevelopment Project.

8           **SECTION THREE.** Tax increment allocation financing is hereby adopted within RPA 3.  
9 After the total equalized assessed valuation of the taxable real property in RPA 3 exceeds the  
10 certified total initial equalized assessed valuation of the taxable real property in such RPA 3, the  
11 ad valorem taxes, and payments in lieu of taxes, if any, arising from the levies upon taxable real  
12 property in such RPA 3 by taxing districts and tax rates determined in the manner provided in  
13 Section 99.855.2 of the TIF Act each year after the effective date of this Ordinance until  
14 redevelopment costs have been paid shall be divided as follows:

15           A. That portion of taxes, penalties and interest levied upon each taxable lot, block,  
16 tract, or parcel of real property which is attributable to the initial equalized assessed value of each  
17 such taxable lot, block, tract, or parcel of real property in such RPA 3 shall be allocated to and,  
18 when collected, shall be paid by the City Collector to the affected taxing districts in the manner  
19 required by law in the absence of the adoption of tax increment allocation financing;

20           B. Payments in lieu of taxes attributable to the increase in the current equalized  
21 assessed valuation of each taxable lot, block, tract, or parcel of real property in such RPA 3 and  
22 any applicable penalty and interest over and above the initial equalized assessed value of each such

1 unit of property in such RPA 3 shall be allocated to and, when collected, shall be paid to the City  
2 Treasurer, who shall deposit such payments in lieu of taxes into such RPA 3 Account of the St.  
3 Louis Innovation District Special Allocation Fund Account for the purpose of paying  
4 redevelopment costs and obligations incurred for the RPA 3 Redevelopment Project and for the  
5 purpose of making other payments as may be further specified in agreements to be executed by  
6 the City in furtherance of the RPA 3 Redevelopment Project. Payments in lieu of taxes which are  
7 due and owing shall constitute a lien against the real estate of such RPA 3 from which they are  
8 derived and shall be collected in the same manner as the real property tax, including the assessment  
9 of penalties and interest where applicable.

10 **SECTION FOUR.** In addition to the payments in lieu of taxes described in Section Three  
11 of this Ordinance, fifty percent (50%) of the total additional revenue from taxes, penalties and  
12 interest which are imposed by the City or other taxing districts, and which are generated by  
13 economic activities within RPA 3, respectively, over the amount of such taxes generated by  
14 economic activities within each such RPA 3 in the calendar year prior to the adoption of the RPA  
15 3 Redevelopment Project by ordinance, while tax increment financing remains in effect, but  
16 excluding personal property taxes, taxes imposed on sales or charges for sleeping rooms paid by  
17 transient guests of hotels and motels, taxes levied pursuant to Section 70.500 of the Revised  
18 Statutes of Missouri, as amended, taxes levied for the purpose of public transportation pursuant to  
19 Section 94.660 of the Revised Statutes of Missouri, as amended, licenses, fees or special  
20 assessments other than payments in lieu of taxes and penalties and interest thereon and any other  
21 taxes excluded from tax increment financing by Missouri law applicable as of the effective date of  
22 this Ordinance, shall be allocated to, and paid by the collecting officer to the City Treasurer or

1 other designated financial officer of the City, who shall deposit such funds in the St. Louis  
2 Innovation District Special Allocation Fund Account for RPA 3 and any subaccount thereof.

3       **SECTION FIVE.** The Comptroller of the City is hereby authorized to enter into  
4 agreements or contracts with other taxing districts as are necessary to ensure the allocation and  
5 collection of the taxes and payments in lieu of taxes described in Sections Three and Four of this  
6 Ordinance and the deposit of the said taxes or payments in lieu of taxes into the St. Louis  
7 Innovation District Special Allocation Fund RPA 3 Sub-Account for the payment of  
8 redevelopment project costs and obligations incurred for the RPA 3 Redevelopment Project, all in  
9 accordance with the TIF Act.

10       **SECTION SIX.** The City Register is hereby directed to submit a certified copy of this  
11 Ordinance to the City Assessor, who is directed to determine the total equalized assessed values  
12 of all taxable real property within RPA 3 as of the date of this Ordinance, by adding together the  
13 most recently ascertained equalized assessed value of each taxable lot, block, tract or parcel of real  
14 property within RPA 3 and shall certify such amount as the total initial equalized assessed value  
15 of the taxable real property within RPA 3.

16       **SECTION SEVEN.** The Board of Aldermen finds and determines that it is necessary and  
17 desirable to enter into the First Amendment to A&R Redevelopment Agreement to further the  
18 implementation of the Redevelopment Plan and to enable the Developer or its designee to carry  
19 out its proposal for completion of the redevelopment projects described therein and in the First  
20 Amendment to A&R Redevelopment Agreement.

21       **SECTION EIGHT.** The Board of Aldermen hereby approves, and the Mayor and the  
22 Comptroller of the City are hereby authorized and directed to execute, on behalf of the City, the

1 First Amendment to A&R Redevelopment Agreement by and between the City and the Developer  
2 attached hereto as **Exhibit A**, and the City Register is hereby authorized and directed to attest to  
3 the First Amendment to A&R Redevelopment Agreement and to affix the seal of the City thereto.  
4 The First Amendment to A&R Redevelopment Agreement shall be in substantially the form  
5 attached, with such changes therein as shall be approved by said Mayor and Comptroller executing  
6 the same and as may be consistent with the intent of this Ordinance and necessary and appropriate  
7 in order to carry out the matters herein authorized.

8 **SECTION NINE.** The Mayor and the Comptroller or their designated representatives,  
9 with the advice and concurrence of the City Counselor and after approval by the Board of Estimate  
10 and Apportionment, are hereby further authorized and directed to make any changes to the  
11 documents, agreements and instruments approved and authorized by this Ordinance as may be  
12 consistent with the intent of this Ordinance and necessary and appropriate in order to carry out the  
13 matters herein authorized, with no such further action of the Board of Aldermen necessary to  
14 authorize such changes by the Mayor and the Comptroller or their designated representatives.

15 **SECTION TEN.** It is hereby declared to be the intention of the Board of Aldermen that  
16 each and every part, section and subsection of this Ordinance shall be separate and severable from  
17 each and every other part, section and subsection hereof and that the Board of Aldermen intends  
18 to adopt each said part, section and subsection separately and independently of any other part,  
19 section and subsection. In the event that any part, section or subsection of this Ordinance shall be  
20 determined to be or to have been unlawful or unconstitutional, the remaining parts, sections and  
21 subsections shall be and remain in full force and effect, unless the court making such finding shall

1 determine that the valid portions standing alone are incomplete and are incapable of being executed  
2 in accord with the legislative intent.

3           **SECTION ELEVEN.** After adoption of this Ordinance by the Board of Aldermen, this  
4 Ordinance shall become effective on the 30th day after its approval by the Mayor or adoption over  
5 his veto; provided that if, within ninety (90) days after the effective date of this Ordinance, the  
6 Developer has not executed the First Amendment to A&R Redevelopment Agreement and paid all  
7 fees due to the City in accordance with the terms of said First Amendment to A&R Redevelopment  
8 Agreement, the provisions of this Ordinance shall be deemed null and void and of no effect and  
9 all rights conferred by this Ordinance on Developer shall terminate; provided further, however,  
10 that prior to any such termination the Developer may seek an extension of time in which to execute  
11 said First Amendment to A&R Redevelopment Agreement, which extension may be granted in the  
12 sole discretion of the Board of Estimate and Apportionment of the City of St. Louis.

1  
2  
3

**EXHIBIT A**

**First Amendment to A&R Redevelopment Agreement**

**(Attached hereto.)**

# BOARD BILL FISCAL NOTE

(Board Bills 248 & 249)

Preparer's Name: St. Louis Development Corporation staff

Contact Information: Dale Ruthsatz  
Director of Commercial Development  
St. Louis Development Corporation  
(314) 657-3732  
ruthsatzd@stlouis-mo.gov

Bill Sponsor: Alderman Joseph Roddy

<b>Bill Synopsis:</b>	Board Bills 248 and 249 collectively approve (1) adoption of tax increment financing within Redevelopment Project Area 3 (RPA 3) of the St. Louis Innovation District Redevelopment Area, (2) a First Amendment to Amended and Restated Redevelopment Agreement between the City and St. Louis Innovation District, LLC (the "Developer") and (3) a Sixth Supplemental Trust Indenture in connection with TIF Notes relating to RPA 3. The purpose of these bills is to implement tax increment financing (and the associated TIF Note financing mechanism) for the RPA 3 Redevelopment Project. The initial phase of the RPA 3 Redevelopment Project will include the renovation of the historic Crescent Building. Other phases of the RPA 3 Redevelopment Project may include construction or rehabilitation of office/research space and the construction of a new parking garage. Similar ordinances were previously adopted to implement tax increment financing for RPAs 1A(I), 1A(II), 1B, 5 and 7.
<b>Type of Impact:</b>	Tax increment financing allows for new, incremental revenues generated from a redevelopment project to be used to reimburse a developer for a portion of the costs associated with constructing the redevelopment project. Accordingly, all taxing districts, including the City, will continue to receive the tax revenue currently generated from RPA 3, but will not receive all of the incremental taxes generated from new development in RPA 3 for up to 23 years. An analysis of the RPA 3 Redevelopment Project prepared by SLDC is attached.

<b>Agencies Affected:</b>	Redevelopment projects facilitated by tax increment financing will require building inspections and permits, as provided by the City Code. While tax increment financing is in effect, a portion of the tax revenues generated from the redevelopment area will be diverted to reimburse the developer (or sub-developer) for redevelopment project costs.

**SECTION A**

**Does this bill authorize:**

- An expansion of services which entails additional costs beyond that approved in the current adopted city budget? \_\_\_Yes \_\_\_X\_\_\_No.
- An undertaking of a new service for which no funding is provided in the current adopted city budget? \_\_\_Yes \_\_\_X\_\_\_No.
- A commitment of city funding in the future under certain specified conditions? \_\_\_X\_\_\_Yes \_\_\_No.

*Subject to the terms of the Redevelopment Agreement, the Developer will advance (or cause to be advanced by Sub-Developers) all costs of constructing the RPA 3 Redevelopment Projects, but will be reimbursed for a portion of those costs through the issuance of TIF Notes.*

- An issuance of bonds, notes and lease-purchase agreements which may require additional funding beyond that approved in the current adopted city budget? \_\_\_X\_\_\_Yes \_\_\_No.

*Subject to the terms of the Redevelopment Agreement, the City will need to appropriate TIF revenues to the repayment of the TIF Notes. Please note that, to the extent those revenues are not generated as expected (i.e., if the RPA 3 Redevelopment Project underperforms expectations), the City will have no obligation to use other revenues to make up any shortfall.*

- An execution or initiation of an activity as a result of federal or state mandates or requirements? \_\_\_Yes \_\_\_X\_\_\_No.
- A capital improvement project that increases operating costs over the current adopted city budget? \_\_\_Yes \_\_\_X\_\_\_No.
- A capital improvement project that requires funding not approved in the current adopted city budget or that will require funding in future years? \_\_\_Yes \_\_\_X\_\_\_No.

**If the answer is yes to any of the above questions, then a fiscal note must be attached to the board bill. Complete Section B of the form below.**

**SECTION B**

- Does the bill require the construction of any new physical facilities?  Yes  No.

- If yes, describe the facilities and provide the estimated cost:

---

---

---

---

---

- Is the bill estimated to have a direct fiscal impact on any city department or office?  Yes  No.

- If yes, explain the impact and the estimated cost:

*The Comptroller's office and St. Louis Development Corporation (including the Minority Business Development and Compliance Office) will incur costs associated with administering the RPA 3 Redevelopment Project and the Redevelopment Agreement. However, the Redevelopment Agreement provides a source of funding for those costs, including (1) direct payments by the Developer and (2) use of a portion of the TIF revenues. Neither the Comptroller's office nor the St. Louis Development Corporation anticipate needing any further funding to cover the costs of administering the Redevelopment Projects and Redevelopment Agreement.*

*The City's Building Division will also have costs associated with various inspections and permits. However, those costs should be covered by the City's permit fees.*

- Does the bill create a program or administrative subdivision?  Yes  No.

- If yes, then is there a similar existing program or administrative subdivision?  Yes  No.

- If yes, explain the how the proposed programs or administrative subdivisions may overlap:

---

---

---

---

---

- Describe the annual operating, equipment, and maintenance costs that would result from the proposed bill, as well as any funding sources:

*As noted above, the Comptroller's office and the St. Louis Development Corporation will have various administrative costs associated with the RPA 3 Redevelopment Project and the Redevelopment Agreement, which will be paid by the Developer or with TIF revenues, as provided in the Redevelopment Agreement. The City's Building Division will also have costs associated with providing inspections and permits. Similar to any other construction project in the City, these costs should be covered by permit fees.*

Complete the chart below to list the total estimated expenditures required of the City resulting from the proposed board bill and any estimated savings or additional revenue.

\*\*\*NOT APPLICABLE\*\*\*

<b>Financial Estimate of Impact on General Fund</b>			
<b>Fiscal Impact</b>	<b><u>Year 1 (current)</u></b>	<b><u>Year 2</u></b>	<b><u>Year 3</u></b>
<b>Additional Expenditures</b>			
<b>Additional Revenue</b>			
<b>Net</b>			
<b>Financial Estimate of Impact on Special Funds</b>			
<b>Fiscal Impact</b>	<b><u>Year 1 (current)</u></b>	<b><u>Year 2</u></b>	<b><u>Year 3</u></b>
<b>Additional Expenditures</b>			
<b>Additional Revenue</b>			
<b>Net</b>			

- Describe any assumptions used in preparing this fiscal note:

---



---



---



---



---

- List any sources of information (including any City officials, agencies, or departments) used in preparing this fiscal note:

*Review of the Board Bills and related documents was provided by attorneys in the City Counselor's office (who are assigned to the St. Louis Development Corporation), outside counsel to St. Louis Development Corporation (Gilmore & Bell, P.C.) and outside counsel to the Comptroller's Office (SmithAmundsen LLC).*

- Have the financial estimates of this bill been verified by the City Budget Division?  
\_\_\_\_\_Yes \_\_X\_\_No.
  - If yes, by whom? \_\_\_\_\_ .