

**BOARD BILL # 331 INTRODUCED BY ALDERWOMAN FORD-GRIFFIN**

1 An Ordinance authorizing the execution of a Cooperation Agreement between the City of St.  
2 Louis and GROUP360, Inc. and authorizing reimbursement to GROUP360, Inc. in accordance  
3 therewith; authorizing the execution of the First Amendment to Redevelopment Agreement  
4 between the City of St. Louis and 1227 Washington TIF, Inc.; prescribing the form and details of  
5 said agreements; making certain findings with respect thereto; authorizing other related actions  
6 in connection therewith; and containing a severability clause.

7 **WHEREAS**, the City of St. Louis (the “City”), is a body corporate and a political  
8 subdivision of the State of Missouri, duly created, organized and existing under and by virtue of  
9 its charter, the Constitution, and laws of the State of Missouri; and

10 **WHEREAS**, pursuant to Ordinance Nos. 68262, 68263, and 68264 the City designated a  
11 portion of the City a Redevelopment Area and approved the 1227 Washington TIF  
12 Redevelopment Plan (the “Redevelopment Plan”) and the Redevelopment Project, all as  
13 described therein, approving tax increment financing for that certain building located at 1223-  
14 1237 Washington Avenue in the City (the “Project Area”) to alleviate the conditions that qualify  
15 it as a “blighted area”, as defined in Section 99.805 of the Revised Statutes of Missouri (2000),  
16 since the Project Area has not been subject to growth and development through investment by  
17 private enterprise and would not reasonably be anticipated to be developed without the adoption  
18 of tax increment financing; and

19 **WHEREAS**, a TIF Redevelopment Agreement was subsequently executed by the City  
20 and 1227 Washington TIF, Inc., a Missouri corporation (the “Developer”), as authorized by and  
21 in accordance with Ordinance No. 68263, which TIF Redevelopment Agreement is dated as of  
22 June 8, 2009 (the “Redevelopment Agreement”); and

1           **WHEREAS**, GROUP360, Inc., a Missouri corporation (the “Company”), intends to  
2 consolidate the majority of its workforce into a portion of the Project Area, relocating a  
3 significant number of employees from outside of the City to the Project Area; and

4           **WHEREAS**, the Company would not relocate to the Project Area without assistance  
5 from the City, and the relocation of Company employees to the Project Area will benefit the  
6 Redevelopment Project, thereby alleviating the conditions that qualify it as a “blighted area”; and

7           **WHEREAS**, a minimum of \$500,000 will be spent by the Company or the Developer  
8 relating to equipment, tenant improvements, and relocation to the Redevelopment Project; and

9           **WHEREAS**, the City is agreeable to assisting the Company by reimbursing the  
10 Company up to \$500,000 pursuant to a Cooperation Agreement between the Company and the  
11 City (the “Cooperation Agreement”); and

12           **WHEREAS**, the Developer is amenable to amending the Redevelopment Agreement  
13 pursuant to that certain First Amendment to Redevelopment Agreement (the “First Amendment”)  
14 to have the City annually surplus from the Special Allocation Fund (as that term is defined in the  
15 Redevelopment Agreement) an amount equal to the amount of assistance given to the Company  
16 by the City; and

17           **WHEREAS**, it is hereby found and determined that it is necessary and desirable and in  
18 the best interest of the City to enter into the Cooperation Agreement with the Company, to enter  
19 into the First Amendment, and to surplus from the Special Allocation Fund certain funds in order  
20 to provide for the promotion of the general welfare through redevelopment of the Project Area in  
21 accordance with the Cooperation Agreement and the Redevelopment Agreement, as amended,  
22 which redevelopment includes, but is not limited to, assistance in the physical, economic, and  
23 social development of the City of St. Louis, providing for a stabilized population and plan for the

1 optimal growth of the City of St. Louis, encouragement of a sense of community identity, safety  
2 and civic pride,, the elimination of impediments to land disposition and development in the City  
3 of St. Louis, creation of sustainable jobs in a targeted industry, and provision of additional tax  
4 revenue to the City; and

5         **WHEREAS**, the Board of Alderman hereby determines that the terms of the Cooperation  
6 Agreement attached as Exhibit A hereto and incorporated herein by reference and the First  
7 Amendment attached as Exhibit B hereto and incorporated herein by reference are acceptable  
8 and the execution, delivery, and performance by the City and the Company of their respective  
9 obligations under the Cooperation Agreement and the First Amendment are in the best interests  
10 of the City and the health, safety, morals, and welfare of its residents.

11         **BE IT ORDAINED BY THE CITY OF ST. LOUIS AS FOLLOWS:**

12         **SECTION ONE.** The Board of Alderman finds and determines that, in order to promote  
13 the general welfare, as described above, it is necessary and desirable to enter into the  
14 Cooperation Agreement with the Company, which, subject to annual appropriation, pledges  
15 certain tax revenues for reimbursement to the Company in order to benefit the Redevelopment  
16 Project.

17         **SECTION TWO.** The Board of Alderman hereby approves, and the Mayor and  
18 Comptroller of the City are hereby authorized and directed to execute, on behalf of the City, the  
19 Cooperation Agreement by and between the City and the Company attached hereto as Exhibit A,  
20 and the City Register is hereby authorized and directed to attest to the Cooperation Agreement  
21 and to affix the seal of the City thereto. The Cooperation Agreement shall be in substantially the  
22 form attached, with such changes therein as shall be approved by said Mayor and Comptroller as

1 may be consistent with the intent of this Ordinance and necessary and appropriate in order to  
2 carry out the matters herein authorized.

3 **SECTION THREE.** The Board of Alderman finds and determines that, in order to  
4 promote the general welfare, as described above, it is necessary and desirable to enter into the  
5 First Amendment with the Developer and, in accordance therewith, to surplus from the Special  
6 Allocation Fund an amount equal to the Surplus Amount (as that term is defined in the First  
7 Amendment).

8 **SECTION FOUR.** The Board of Aldermen hereby approves, and the Mayor and  
9 Comptroller of the City are hereby authorized and directed to execute, on behalf of the City, the  
10 First Amendment by and between the City and the Developer attached hereto as **Exhibit B**, and  
11 the City Register is hereby authorized and directed to attest to the First Amendment and to affix  
12 the seal of the City thereto. The First Amendment shall be in substantially the form attached,  
13 with such changes therein as shall be approved by said Mayor and Comptroller executing the  
14 same and as may be consistent with the intent of this Ordinance and necessary and appropriate in  
15 order to carry out the matters herein authorized.

16 **SECTION FIVE.** The Mayor and Comptroller of the City or their designated  
17 representatives are hereby authorized and directed to take any and all actions to execute and  
18 deliver for and on behalf of the City any and all additional certificates, documents, agreements,  
19 or other instruments as may be necessary and appropriate in order to carry out the matters herein  
20 authorized, with no such further action of the Board of Aldermen necessary to authorize such  
21 action by the Mayor and the Comptroller or their designated representatives.

22 **SECTION SIX.** The Mayor and the Comptroller or their designated representatives,  
23 with the advice and concurrence of the City Counselor, are hereby further authorized and

1 directed to make any changes to the documents, agreements and instruments approved and  
2 authorized by this Ordinance as may be consistent with the intent of this Ordinance and  
3 necessary and appropriate in order to carry out the matters herein authorized, with no such  
4 further action of the Board of Aldermen necessary to authorize such changes by the Mayor and  
5 the Comptroller or their designated representatives.

6         **SECTION SEVEN.** It is hereby declared to be the intention of the Board of Alderman  
7 that each and every part, section, and subsection of this Ordinance shall be separate and  
8 severable from each and every other part, section, and subsection hereof and that the Board of  
9 Alderman intends to adopt each said part, section, and subsection separately and independently  
10 of any other part, section, and subsection. In the event that any part, section, or subsection of this  
11 Ordinance shall be determined to be or to have been unlawful or unconstitutional, the remaining  
12 parts, sections, and subsections shall be and remain in full force and effect, unless the court  
13 making such finding shall determine that the valid portions standing alone are incomplete and are  
14 incapable of being executed in accord with the legislative intent.

**EXHIBIT A**  
**FORM OF COOPERATION AGREEMENT**

**EXHIBIT B**

**FORM OF FIRST AMENDMENT TO REDEVELOPMENT AGREEMENT**