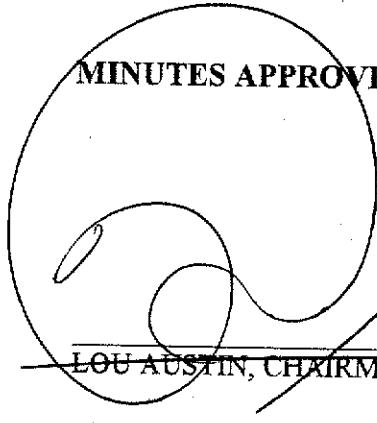


**THE 3-TRAILS COMMUNITY IMPROVEMENT DISTRICT**

**CERTIFICATION OF MINUTES**

**CERTIFICATION OF MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS HELD ON JANUARY 6, 2003. THE UNDERSIGNED CHAIRMAN AND SECRETARY OF THE 3-TRAILS COMMUNITY IMPROVEMENT DISTRICT, A POLITICAL SUBDIVISION OF THE STATE OF MISSOURI, CERTIFY THAT THE ATTACHED MINUTES OF THE ABOVE REFERENCED BOARD OF DIRECTORS MEETING ARE TRUE AND ACCURATE TO THE BEST OF OUR KNOWLEDGE.**

**MINUTES APPROVED AT DIRECTOR'S MEETING HELD ON MARCH 3, 2003.**

  
\_\_\_\_\_  
LOU AUSTIN, CHAIRMAN      7/21/03      DATE

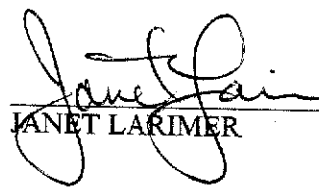
  
\_\_\_\_\_  
JANET LARIMER      7/21/03      DATE



EXHIBIT A  
1/6/03  
MINUTES

**NOTICE**

**THE 3-TRAILS COMMUNITY IMPROVEMENT DISTRICT**

**MEETING OF THE BOARD OF DIRECTORS**

PLEASE TAKE NOTICE that the Board of Directors of the 3-Trails Community Improvement District (the "District") will be held at 1:00 p.m., on January 6, 2003, at the offices of the District, 5912 East Bannister Road, Kansas City, Jackson County, Missouri.

Matters to be addressed at this meeting include:

- A. Treasurer's Report
- B. Legal Report
- C. District Manager's Report
- D. Other Miscellaneous Business

I certify that I transmitted this notice and agenda of the 3-Trails Community Improvement District Board of Directors Meeting via            personal delivery,            US mail postage prepaid, X fax/electronic mail to every director on this 3 day of JANUARY, 2003.

By: Craig Fischman  
Craig Fischman  
Secretary of the Board  
3-Trails Community Improvement District

I certify that I posted this notice/agenda at 5912 E Bannister Road, Kansas City, Missouri 64134 at 5:30 AM/PM on the 3 day of JANUARY, 2003.

By: Louis [Signature]  
Name Printed: Louis [Signature]  
For: 3-Trails Community Improvement District

## AGENDA

### REVISED 1/3/03 Meeting of the Board of Directors 3-Trails Community Improvement District

**Date:** January 6, 2003

**Time:** 1:00 p.m.

**Place:** 5912 East Bannister Road  
Kansas City, Jackson County, Missouri

#### **I. CALL TO ORDER**

1. Attendance / Quorum
2. Acknowledgement / Submission Meeting Notice
3. Welcome / Meeting Protocols

#### **II. OLD BUSINESS**

- A. Approval of Minutes - postponed

#### **III. NEW BUSINESS**

- A. Treasurer's Report
  1. Review of December financial statements
  2. Banking/Finance – Update, action as necessary.
  3. Insurance – Update, action as necessary.
  4. Web Site- Update, action as necessary.
- B. Legal Report
  1. Real estate Tax Assessment – Update, action as necessary
  2. Sales Tax- Update, action as necessary
  3. RFP for rental property
  4. Resolution seeking an interest in real property for purposes of housing the office of the District.
- C. District Manager's Report
  1. South KC Chamber Master Membership (See attachment A)
  2. District Newsletter- Update, action as necessary.
  3. Grant Writing Proposal – Update, action as necessary.
  4. Operation Clean-Up Front Door- Update, action as necessary.
  5. Project Evaluation Criteria/ Master CID Plan (See attachment B)

#### **IV. OTHER BUSINESS**

1. Discussion by Craig Fischman on City Base Line Services.
2. Discussion by Craig Fischman on Soliciting on Bannister Road.

#### **V. MEETING ADJOURNED**

**THE 3-TRAILS COMMUNITY IMPROVEMENT DISTRICT  
MINUTES OF THE MEETING OF  
THE BOARD OF DIRECTORS OF THE DISTRICT  
January 6, 2003**

**I. CALL TO ORDER**

The meeting was called to order at 1:00 p.m. at 5912 East Bannister Road, Kansas City, Jackson County, Missouri.

Board of Directors Members ("Board") for the 3-Trails Community Improvement District ("District") were present as follows:

Board Members: \*

Lou Austin, Chairman  
Craig Fischman, Secretary  
Troy Marquis, Treasurer  
Bob Faulkner  
Ben Benjamin  
Doug Webb, Vice Chairman  
\*One board position is presently vacant

Others present:

Charles Renner, Husch & Eppenberger  
Janet Larimer, Bannister Mall  
Chuck Oglesby, Copaken, White & Blitt  
Barbara Engel, South Kansas City Chamber of Commerce  
Curtis Stoud, South Kansas City Chamber of Commerce

Exhibits: Notice of 1/6/03 meeting sent by fax posted on 1/3/03. Notice attached to minutes as Exhibit A.

Welcome visitors.

**II. OLD BUSINESS:**

- A. Approval of minutes: It was unanimously agreed to postpone minutes for November 4<sup>th</sup>, November 18<sup>th</sup>, and December 2<sup>nd</sup> meetings until February 3<sup>rd</sup> meeting.

**III. NEW BUSINESS:**

A. Treasurer's Report:

1. Banking / Finance: Treasurer, Troy Marquis reviewed the 3 Trails CID Revenues and Expenses and Balance Sheet Report as of December 31, 2002. Attached to these minutes as Exhibit B.

2. Insurance: Embry & Co. should have their bid for general liability coverage within the month.
3. Website: Board Committee had met with Digital Evolution on December 17<sup>th</sup>, another meeting will be held within a couple of weeks. Abstraction document from first meeting was provided.

**B. Legal Report:**

1. Real estate Tax Assessment: Real estate tax bills have been sent out.
2. Sales Tax Assessment: Notices have been sent out to all business within the CID area by Department of Revenue – MO.
3. RFP for rental property: Charles Renner presented the RFP for rental property and reviewed RFP procedures.
4. Resolution seeking an interest in real property for purposes of housing the office of the District(2003-01): Discussion about the RFP criteria, particularly the size and location inside or outside of the district. Resolution was made to accept the RFP as amended. The motion was seconded, and unanimously approved.

**C. District Manager's Report:**

1. South KC Chamber Master Membership: Barbara Engel and Curtis Stoud made a brief presentation. After general discussion a committee consisting of Directors Faulkner, Webb, and Benjamin was appointed to meet with SKCCC and make recommendation to Board at next meeting.
2. Project Evaluation Criteria/Master CID Plan: Recommended master planning be deferred until more certainty in the district and the best way to proceed is determined.

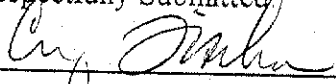
**IV. OTHER BUSINESS:**

- A. City Base Line Services: Discussion by Craig Fischman on City Base Line Services. Legal counsel was instructed to follow up with Chuck Oglesby and Councilman Eddy to develop a detailed schedule of existing base line services for city ordinance approval.
- B. Soliciting: Extensive Board discussion lead by Director Fischman. Unanimously agreed to direct legal counsel to prepare letter to city requesting anti-soliciting ordinance be enforced.

**V. ADJOURNMENT**

Upon motion duly made, seconded, and unanimously approved, the meeting was adjourned.

Respectfully Submitted,



Craig Fischman  
Secretary

1/6/03

Date



EXHIBIT B

3 TRAILS COMMUNITY IMPROVEMENT DISTRICT

BALANCE SHEET

AS OF DECEMBER 31, 2002

<u>ASSETS</u>	
CASH AND CASH EQUIVALENTS	
Cash - Depository	(86)
Investment Account	-
	<u>(86)</u>
<b>TOTAL ASSETS</b>	<b><u>(86)</u></b>
<u>LIABILITIES &amp; EQUITY</u>	
LIABILITIES	
Line of Credit - HB	121,780
Systems Payable	-
Accrued Expenses	-
Reserve for Encumbrances	-
	<u>121,780</u>
<b>TOTAL LIABILITIES</b>	<b>121,780</b>
EQUITY	
Retained Earnings	-
Net Income	(121,866)
	<u>(121,866)</u>
<b>TOTAL EQUITY</b>	<b>(121,866)</b>
 <b>TOTAL LIABILITIES &amp; EQUITY</b>	 <b><u>(86)</u></b>

EXHIBIT B CONT

3 TRAILS COMMUNITY IMPROVEMENT DISTRICT

REVENUES AND EXPENSES

	Current Month			Year to Date			Inception to Date		
	Dec 02			Jul 02 - Dec 02			Jul 02 - Dec 02		
	Actual	Committed	Variance	Actual	Committed	Variance	Actual	Committed	Variance
<b>REVENUE</b>									
Property Tax Revenue	-	-	-	-	-	-	-	-	-
Grants	-	-	-	-	-	-	-	-	-
<b>TOTAL REVENUE</b>	-	-	-	-	-	-	-	-	-
<b>EXPENSES</b>									
<b>Administration</b>									
Wages	-	320	320	-	960	960	-	960	960
Payroll Taxes	-	50	50	-	150	150	-	150	150
Payroll Costs & Benefits	-	-	-	-	-	-	-	-	-
Office Rent	2,883	500	(2,383)	2,883	3,000	117	2,883	3,000	117
Electricity	504	175	(329)	504	1,125	621	504	1,125	621
Gas	341	50	(291)	341	275	(66)	341	275	(66)
Water	-	25	25	-	100	100	-	100	100
Office Supplies	-	50	50	-	850	850	-	850	850
Small Tools & Equipment	-	-	-	-	1,000	1,000	-	1,000	1,000
Postage & Delivery	-	500	500	-	500	500	-	500	500
Contract Services	16,000	8,000	(8,000)	16,000	28,000	12,000	16,000	28,000	12,000
Legal Fees	47,171	1,500	(45,671)	47,171	25,574	(21,597)	47,171	25,574	(21,597)
Professional Services	14,989	2,500	(12,489)	14,989	14,712	(277)	14,989	14,712	(277)
Accounting & Auditing	-	-	-	-	3,000	3,000	-	3,000	3,000
Grants & Loans	-	-	-	-	-	-	-	-	-
Start Up Costs	34,978	-	(34,978)	34,978	35,186	208	34,978	35,186	208
Signs & Directories	-	-	-	-	-	-	-	-	-
Dues & Subscriptions	-	-	-	-	211	211	-	211	211
Licenses, Fees & Prints	-	83	83	-	4,000	(1,000)	5,000	4,000	(1,000)
Professional Insurance	5,000	-	(5,000)	5,000	-	-	5,000	-	-
Interest Expense	-	-	-	-	-	-	-	-	-
Miscellaneous	-	50	50	-	100	100	-	100	100
<b>Total Administrative Expenses</b>	<b>121,866</b>	<b>13,803</b>	<b>(108,063)</b>	<b>121,866</b>	<b>118,743</b>	<b>(3,123)</b>	<b>121,866</b>	<b>118,743</b>	<b>(3,123)</b>
<b>TOTAL EXPENSES</b>	<b>121,866</b>	<b>13,803</b>	<b>(108,063)</b>	<b>121,866</b>	<b>118,743</b>	<b>(3,123)</b>	<b>121,866</b>	<b>118,743</b>	<b>(3,123)</b>
<b>NET REVENUE &amp; EXPENSES</b>	<b>(121,866)</b>	<b>(13,803)</b>	<b>(108,063)</b>	<b>(121,866)</b>	<b>(118,743)</b>	<b>(3,123)</b>	<b>(121,866)</b>	<b>(118,743)</b>	<b>(3,123)</b>



Account Entity	Period	Entry Date	SicReference	Job Code	Dept	Description	Debit	Credit	Balance
<b>13114-000 Cash-Hillcrest Bank</b>									
901000	12/02	12/17/2002	AP 131807			Balance Forward			0.00
901000	12/02	12/30/2002	AP 132157			AP Cash Disbursed for checks 3-4	14,555.63		-14,555.63
901000	12/02	12/30/2002	AP 132163			AP Cash Disbursed for checks 5-10	66,776.88		-81,332.51
901000	12/02	12/30/2002	AP 132240			AP Cash Disbursed for checks 11-15	24,300.00		-105,632.51
901000	12/02	12/30/2002	AP 132414			AP Cash Disbursed for checks 16-19	16,047.96		-121,680.47
901000	12/02	12/2/2003	AP 132414			AP Cash Disbursed for checks 20-20	186.65		-121,867.12
901000	12/02	12/30/2002	JO 000000020312			12/11 advance on LOC	100.00		-121,767.12
901000	12/02	1/6/2003	JO 000000020446			Advance on line of credit	121,680.47		-86.65
						<b>** Account Totals</b>	<u>121,780.47</u>	<u>121,867.12</u>	<u>-86.65</u>
<b>20111-000 HB Line of Credit Payable</b>									
901000	12/02	12/30/2002	JO 000000020312			Balance Forward			0.00
901000	12/02	1/6/2003	JO 000000020446			12/11 advance on LOC	100.00		-100.00
						Advance on line of credit	121,680.47		-121,780.47
						<b>** Account Totals</b>	<u>0.00</u>	<u>121,780.47</u>	<u>-121,780.47</u>
<b>20311-000 Systems Payable</b>									
901000	12/02	12/16/2002	AP 131662			Balance Forward			0.00
901000	12/02	12/17/2002	AP 131807			AP Total Payables for 12/02	14,555.63		-14,555.63
901000	12/02	12/23/2002	AP 132062			AP Total Payables for 12/02	66,776.88		-66,776.88
901000	12/02	12/30/2002	AP 132157			AP Total Payables for 12/02	66,776.88		-66,776.88
						<b>** Account Totals</b>	<u>81,332.51</u>	<u>81,332.51</u>	<u>0.00</u>
<b>20513-000 Accrued Expenses</b>									
901000	12/02	12/30/2002	JO 000000020311			Balance Forward			0.00
						Interest on LOC advance	0.35		-0.35
						<b>** Account Totals</b>	<u>0.00</u>	<u>0.35</u>	<u>-0.35</u>
<b>60110-000 Interest Expense</b>									
901000	12/02	12/30/2002	JO 000000020311			Balance Forward			0.00
						Interest on LOC advance	0.35		0.35
						<b>** Account Totals</b>	<u>0.35</u>	<u>0.00</u>	<u>0.35</u>
<b>62320-000 Travel &amp; Airfare</b>									
						Balance Forward			0.00

Database: MRI  
 ENTITY: 901000  
 Accrual

General Ledger  
 CWB Production on Bulldog  
 3 Trails CID  
 09/02 - 12/02  
 Report includes an open period. Entries are not final.

Account Entry	Period	Date	Src Reference	Job Code	Dept	Description	Debit	Credit	Balance
62320-000 - Travel & Airfare (Continued)									
901000	12/02	12/23/2002	AP 132062			reimb Mr. Jim Stevens hote Lou Astin	<del>63.30</del>		63.30
901000	12/02	12/30/2002	AP 132157			8 12/27/2002 name misspelled Lou Astin	<del>63.30</del>		0.00
901000	12/02	12/30/2002	AP 132157			10 12/27/2002 Mr. Jim Stevens hote Lou Astin	<del>63.30</del>		63.30
901000	12/02	12/30/2002	JO 000000020309			Rcds L Austin / Jim Stevens consulting fees fr #62320-000		<del>63.30</del>	0.00
** Account Totals							126.60	126.60	0.00
62610-000 Office Rent									
901000	12/02	12/23/2002	AP 132062			rent/elec/gas rent July-Dec 02 Topper	2,883.00		2,883.00
** Account Totals							2,883.00	0.00	2,883.00
62620-000 Electricity									
901000	12/02	12/23/2002	AP 132062			rent/elec/gas elec July-Dec 02 Topper	504.33		504.33
** Account Totals							504.33	0.00	504.33
62630-000 Gas									
901000	12/02	12/23/2002	AP 132062			rent/elec/gas gas July-Nov 02 Topper	154.76		154.76
901000	12/02	1/2/2003	AP 132414			20 12/31/2002 11/13-12/14 Topper	186.65		341.41
** Account Totals							341.41	0.00	341.41
62780-000 Contract Services									
Balance Forward									0.00

Database: wRI	ENTTY: 901000	General Ledger	Page: 3						
Accrual		CWB Production on Bulldog	Date: 1/6/2003						
		3 Trails CID	Time: 10:47 AM						
		09/02 - 12/02							
Report includes an open period. Entries are not final.									
Account Entty	Period	Entry Date	Sic Reference	Job Code	Dept	Description	Debit	Credit	Balance

63010-000						Balance Forward			0.00
901000	12/02	12/23/2002	AP 132062			6167-001m CID services King Hershey	31,519.15		31,519.15
901000	12/02	12/30/2002	JO 000000020309			Rcls EDC / King Hershey legal services fr #63020-000	15,652.34		47,171.49
** Account Totals							47,171.49	0.00	47,171.49
63020-000						Balance Forward			0.00
901000	12/02	12/16/2002	AP 131662			CID coverage CID planning study Economic Development Corporation	-9,555.63		9,555.63
901000	12/02	12/17/2002	AP 131807			1 12/17/2002 wrong check format Economic Development Corporation	-9,566.63		0.00
901000	12/02	12/17/2002	AP 131807			3 12/17/2002 CID planning study Economic Development Corporation	-15,652.34		9,555.63
901000	12/02	12/23/2002	AP 132062			Economic Development Corporation reimb/legal reimb legal-King Her			25,207.97
901000	12/02	12/30/2002	AP 132240			Economic Development Corporation 16 12/30/2002 CID services Chicago Title Insurance Co.	1,715.00		26,922.97
901000	12/02	12/30/2002	AP 132240			18 12/30/2002 CID services Shafer, Kline & Warren, Inc.	10,496.70		37,419.67
901000	12/02	12/30/2002	AP 132240			19 12/30/2002 Jim Stevens Topper	2,714.37		40,134.04
901000	12/02	12/30/2002	JO 000000020309			Rcls L Ausin / Jim Stevens consulting fees to #63020 000	63.30		40,197.34
901000	12/02	12/30/2002	JO 000000020309			Rcls EDC / King Hershey legal services to #63010-000		15,652.34	24,545.00
901000	12/02	12/30/2002	JO 000000020309			Rcls EDC planning study services to # 63050-000		9,666.63	14,989.37
** Account Totals							49,752.97	34,763.60	14,989.37
63050-000						Balance Forward			0.00
901000	12/02	12/30/2002	AP 132163			11 12/30/2002 start up costs 485 Property	5,000.00		5,000.00
901000	12/02	12/30/2002	AP 132163			12 12/30/2002 start up costs Benjamin Ranch	1,000.00		6,000.00
901000	12/02	12/30/2002	AP 132163			13 12/30/2002 start up costs BP-SP Associates, L.L.C.	5,000.00		11,000.00

Database: MRI  
 ENTITY: 901000  
 General Ledger  
 CWB Production on Bulldog  
 3 Trails CID  
 09/02 - 12/02  
 Report includes an open period. Entries are not final.

Account Entry	Period	Entry Date	Src Reference	Job Code	Dept	Description	Debit	Credit	Balance
63050-000 - Start Up Costs (Continued)									
901000	12/02	12/30/2002	AP 132163			14 12/30/2002 start up costs Topper	8,300.00		19,300.00
901000	12/02	12/30/2002	AP 132163			15 12/30/2002 start up costs Wal-Mart	5,000.00		24,300.00
901000	12/02	12/30/2002	AP 132240			17 12/30/2002 KCMO processing fee City Treasurer, KCMO	1,121.89		25,421.89
901000	12/02	12/30/2002	JO 000000020309			Refs EDC planning study services fr #63020-000	9,555.63		34,977.52
<b>** Account Totals</b>							34,977.52	0.00	34,977.52
63230-000 Professional Insurance									
901000	12/02	12/16/2002	AP 131662			37309 D & O liability Embry & Company			0.00
901000	12/02	12/17/2002	AP 131807			2 12/17/2002 wrong check format Embry & Company			5,000.00
901000	12/02	12/17/2002	AP 131807			4 12/17/2002 D & O liability Embry & Company	5,000.00		5,000.00
<b>** Account Totals</b>							10,000.00	5,000.00	5,000.00
<b>** Grand Totals</b>							364,870.65	364,870.65	