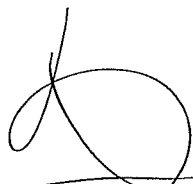


THE 3-TRAILS COMMUNITY IMPROVEMENT DISTRICT

CERTIFICATION OF MINUTES

CERTIFICATION OF MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS HELD ON JULY 7, 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 SEPTEMBER 8, 2003.



LOU AUSTIN, CHAIRMAN



DATE

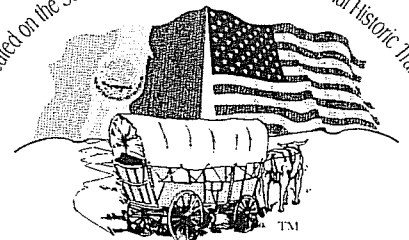


JANET LARIMER

9-8-03

DATE

Located on the Santa Fe, Oregon, and California National Historic Trails



3-Trails
Community Improvement District

**THE 3-TRAILS COMMUNITY IMPROVEMENT DISTRICT
MINUTES OF THE MEETING OF
THE BOARD OF DIRECTORS OF THE DISTRICT
July 7, 2003**

I. CALL TO ORDER

The meeting was called to order at 1:12 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

Ben Benjamin

Bob Faulkner

Troy Marquis

Three board positions are presently vacant.

Lou Austin acted as chairman and Janet Larimer acted as Secretary of the meeting.

Others present:

Charles Renner, Esq., Husch & Eppenberger, District Counsel

Barbara Engel, South Kansas City Chamber of Commerce

Paul Denzer, Hillcrest Bank Building

Jeanie Maskill, Bannister Mall

Steve Barnhouse, Copaken, White, & Blitt, Developer

Mary Mwangi, Atlantic Star Restaurant

Wynston Hayes, Atlantic Star Restaurant

Gigi Doner, Primerica Financial Services

Vince Migliazzo, Mark One Electric Co.

Tony Privitera, Mark One Electric Co.

Betty Mukhi, MHS Hospitality Group

Andy Patel, MHS Hospitality Group

Ruhayna Mukhi, Betty Mukhi's Daughter

Meeting Notice: The meeting notice was certified and attached to these minutes as Exhibit A.

Welcome visitors.

II. OLD BUSINESS:

A. Approval of minutes: Final drafts for April 7th, May 5th, and June 2nd

meetings were distributed. It was unanimously agreed to postpone minutes approval until August 4th meeting.

III. NEW BUSINESS:

A. **Presentations:** None scheduled.

B. **Treasurer's Report:**

1. **Banking / Finance:** Treasurer, Troy Marquis reviewed the District financial statement through June 30, 2003.

The rent for the CID office will increase to the contract amount on July 15th.

Howe and Company, Mayer Hoffmann McCann, and Marks, Nelson, Vohland & Campbell provided the board with quotes for audit services. Marquis gave brief background of each company. A motion was made to accept Marks, Nelson, Vohland, & Campbell for audit services. Board granted authorization to the Treasurer to negotiate a 2 year fixed rate commitment. After discussion the motion was seconded and unanimously approved. Marquis recused himself from the vote due to personal interests.

2. **Web Site:** Steve Barnhouse has replaced Chuck Oglesby to work with the CID on its web site. Barnhouse requested information from the Board, about the District that is needed for the web site: Commentary and links for development and leasing, Advertising information for shoppers, "Contact Us" information and CID Minutes, Notices, and Resolutions for compliance with the Sunshine Act. He requested comments on the site and possible links recommendations from the Board.

C. **Legal Report:**

1. **RFP-District Manager:** Due to Director Webb's resignation the committee was unable to review applications for District Manager. Chairman Lou Austin will replace Webb on the committee. The committee will make its recommendations to the Board at the August 4th meeting.
2. **Director Vacancies:** A motion was made to amend the current resolution (2003-07 Oral) and approve resolution 2003-09 nominating Paul Denzer and Jeanie Maskill for Directors. After discussion the motion was seconded and unanimously approved.

Director Doug Webb officially resigned as Director of the CID Board per resignation letter dated June 9, 2003 attached as Exhibit B.

3. Committee Vacancies: Changes to the following committee are being made due to Director resignations. Director Austin will take Doug Webb's position in the following committees: District Manager Committee, Director Vacancies Committee, and the Clean-Secure-Green Committee.

Jeanie Maskill (Director Nominee) will replace Doug Webb's position on the Web Site Committee.

D. District Manager's Report:

1. PIAC Grant: City Legal Department refused to recommend cooperative agreement with the CID for PIAC irrigation system.

\$150,000 of the \$180,000 PIAC grant for the Hillcrest Road irrigation system was reallocated to the Indian Creek Trail to cover an unexpected shortfall during the current fiscal year. The grant balance of \$30,000 remains for possible 2004 implementation assuming \$150,000 funding can be restored.

2. Trails:
- a. MODOT 435 Trails Sculpture Project: Update of project status. Completion expected December, 2003.
 - b. PIAC / Meeting with Parks & Recreation Board.
 - c. New FOCUS facility: Historical Society of New Santa Fe will share space with KCMO 6th District FOCUS Center East with residential emphasis.
 - d. Steve Rhoades to MARC – Metro Green Trails Plan Implementation.
 - e. 93rd Street: Recommendation CID submit PIAC application for trail construction (KCS bridge west to old Luby's)
3. 6th District – FOCUS Center (East): 5912 space has been approved for 6th District FOCUS Center with emphasis upon business.
4. Clean / Secure / Green: Discussion of bids for CID taking over the mowing and landscaping within the District. Bids range from 70,000 to 80,000 per year. Indigenous plants would be much more

cost effective and would compliment with the 3- Trails theme. Recommend further study for 2004 fiscal year consideration.

5. Administrative Office Update:
 - a. Economic Development Corporation of Kansas City: Has agreed to meet with clients at the CID FOCUS Center Office.
 - b. National Park Service: Has agreed to meet with clients at the CID FOCUS Center Office regarding historic trails.
 - c. Parks and Recreation artifacts: Parks Department has given verbal permission to loan CID selected historical artifacts for display in the CID FOCUS Office. Agreement will be reduced to writing and presented to Board.

Parks Department will also meet clients as needed at CID FOCUS Center Office.
6. Communication-Bass Pro: Bass Pro recent letter to SKCCC states- Bass Pro most likely not coming to the Bannister Mall.
7. Update: KCATA Transit Grant: CID is expected to receive approximately \$300,000 – CID must match 20% of that to secure grant or \$60,000 approximately.
8. Update: Hickman Mills School District Early Childhood Center: 100,000 square foot center would also include a medical facility and private day care operation. Considering locating the facility in the District.
9. Update: 6th District Fountain: Councilman Eddy is interested in getting a fountain within the 6th district. Lou Austin suggested it be placed in Marion Park at the historic Hart Grove Creek crossing.

E. Other:

1. Atlantic Star Restaurant Liquor License Petition.
2. Benjamin/JC's Rodeo
3. What additional City Services would the CID property owners like to see utilized the CID/FOCUS Center Office?

IV. ADJOURNMENT

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

AGENDA & NOTICE
Meeting of the Board of Directors
3-Trails Community Improvement District

EXHIBIT "A"

Date: July 7, 2003
Time: 1:00 p.m.
Place: 5912 East Bannister Road
 Kansas City, Jackson County, Missouri

I. CALL TO ORDER

1. Roll Call / Determination of Quorum
2. Certification of meeting minutes
3. Welcome / Meeting Protocols

II. OLD BUSINESS

- A. Minutes – March 3, 2003, April 7, 2003, May 5, 2003, and June 2, 2003. Distribution of final drafts. Recommendation: Approval at August meeting.

III. NEW BUSINESS

- A. Presentations: none
- B. Treasurer's Report:
1. Banking/Finance
 2. Insurance
 3. Sales / Real Estate Tax Revenues
 4. Web Site
- C. Legal Report:
1. RFP- District Manager
 2. Director Vacancies (resignation of Doug Webb)
 3. Committee Vacancies (Webb position)
- D. District Manager's Report
1. PIAC Grant – Hillcrest Road Irrigation System
 2. Trails:
 - a. MODOT 435 Project
 - b. PIAC / Meeting with Parks & Recreation Board
 - c. New facility – Historical Society of New Santa Fe
 - d. Steve Rhoades to MARC – Metro Green Trails Plan
 - e. 93rd Street – Recommendation to submit PIAC application for trail construction (KCS bridge west to old Luby's)
 3. 6th District – Focus Center (West)
 4. Clean / Secure / Green – Recommendation for conversion to native planting - Update on bids.
 5. Administrative Office Update
 - a. EDC Proposal
 - b. NPS Proposal
 - c. Parks and Recreation artifacts



3-Trails
Community Improvement District

- 6. Communication: Bass Pro June 29, 2003 - Letter to SKCCC
- 7. Update - KCATA Transit Grant
- 8. Update - Hickman Mills School District early childhood center
- 9. Update - 6th District Fountain

E. Other

IV. ADJOURNMENT

I certify that a copy of this agenda and notice of meeting of the Board of Directors of the 3-Trails Improvement District was posted on the door of the District's office at 5912 East Bannister Road, Kansas City, Missouri 64134 at 11:30 AM on 7/6/03 2003.

By: _____

Name Printed: _____

For: 3-Trails Community Improvement District

[Handwritten signature: Lou Louis Austin, CHAIRMAN]

EXHIBIT B
June 7, 2003 Meeting

WAL-MART

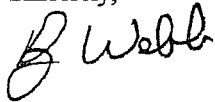
9051 Hillcrest Road
Kansas City, Mo. 64138
816-767-1200

June 9, 2003

Dear Lou,

I have accepted a promotion with Wal-Mart stores inc. I will be moving to Bellevue, Neb.
So I will have to resign the C.I.D. board effective June 9th.

Sincerely,



Doug Webb