

THE 3-TRAILS COMMUNITY IMPROVEMENT DISTRICT

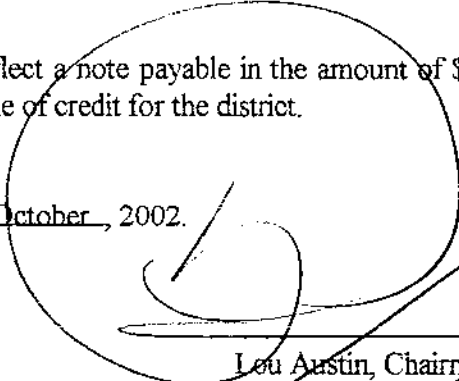
RESOLUTION OF THE 3-TRAILS COMMUNITY IMPROVEMENT DISTRICT EXPRESSING THE DISTRICTS INTENT TO ENGAGE DR. WILLIAM S. WORLEY & ASSOCIATES AND AUTHORIZING ACCEPTANCE OF DR. WORLEY'S SCOPE OF WORK FOR PERIOD 9/15/02 TO 11/15/02 AND ATTACHED HERETO AS EXHIBIT A.

WHEREAS, the Board of Directors of the 3-Trails Community Improvement District (the "District") desires to engage, pursuant to the attached scope of work, Dr. William S. Worley & Associates.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the 3-Trails Community Improvement District as follows:

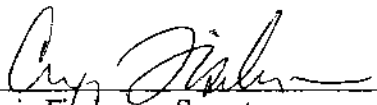
1. The District shall engage Dr. William S. Worley & Associates for the duties listed on the attached scope of work.
2. The District shall pay Dr. William S. Worley & Associates as compensation for such services the amount of \$.8,000 payable for the period 9/15/02 to 10/15/02.
3. Funds in the amount of \$8,000 shall be advanced by CWB for the purpose of making payment.
4. CID books shall reflect a note payable in the amount of \$8,000 to be repaid to CWB upon approval of line of credit for the district.

Adopted this 7th day of October, 2002.


Lou Austin, Chairman

10/7/02

ATTEST:



Craig Fischman, Secretary

EXHIBIT A

CID Communication 03-02

To: Members of the Board of Directors, 3-Trails Community Improvement District
From: Bill Worley
RE: Plans for September 15-November 15, 2002
Date: October 1, 2002

First, let me report on my two and one-half days at the National Santa Fe Trail Association Rendezvous in Larned, KS. Almost 200 persons involved in some way with perpetuating the meaning and importance of the Santa Fe Trail attended. While there, I met with John Conoboy and Jere Krakow of the National Park Service. They stated their strong support for the concept of a Trails Greenway through the District. They also indicated support for an information center that would both highlight the Trails in the District and serve to refer visitors to other Trail sites in the Kansas City region. There are annual grants of up to \$30,000 available for helping to support such efforts. This grant cycle will begin with requests for proposals sometime after the first of the calendar when annual budgets are clear. Additionally, I viewed trail marking and sites for over fifty miles on either side of Larned along the Trail.

Now, to the job at hand, I circulated two weeks ago a potential scope of work for the 60-day period. I appreciate the response and suggestions to that proposal. Of course, there have been other events occurring over the past several days that affect the landscape of the District as well. It is likely that more will occur in the near future.

Regardless of what takes place in the TIF area, the CID Board must be informed and prepared to meet the challenges of change in whatever form it takes. One thing that is constant is that the District Board needs to be fully aware of the current assets and liabilities of the District and its adjacent areas in order to respond quickly to opportunities as they develop.

3-Trails Community Improvement District is the first such district in the Kansas City metropolitan region. The Downtown Council is in the process of creating a second one for that section of the city. There will be others. It is quite important that 3-Trails CID establish and follow procedures, policies and patterns that will prove useful to the city and region as a whole.

One of the seemingly non-controversial components of my proposal for a Scope of Work was the need to assist the Board in developing a vision statement and action plan. The gathering of information for the Board on which you can make informed decisions is of even greater importance in light of recent events. Indeed, knowledge of the conditions of the District and the areas from which it draws and will draw is fundamental to any medium- or long-range planning effort the Board wishes to do.

In a process that has already begun, I propose to continue in an extensive gathering of all relevant information for a Strategic Assessment of the current assets and liabilities of the District and adjacent areas. This information will be gathered from public sources available in a variety of forms. Throughout the effort, respect for proprietary information will be carefully observed. The purpose of this Strategic Assessment is to enable the Board to carry out its legal responsibilities to the property owners and taxpayers of the area. Before a vision statement can

be hammered out and an action plan set forth, it is essential to see clearly the present condition of the District.

As a beginning base line of information, I am assembling a notebook of information that will include the enabling documents for the District as well as previous plans and ordinances for the area. Additionally, I will be accumulating, writing and distributing to you in narrative form the results of a number of inquiries listed below. The purpose of this accumulated information is to enable you, the Board Members of 3-Trails CID to better fulfill your legal responsibility to act knowledgeably on behalf of the District as a whole. There will be many instances where you or other property owners in the District already have portions of this information. Your cooperation in furnishing whatever is not proprietary in nature for the use of the Board on behalf of the property owners will be greatly appreciated.

Products of the outline research will include:

- A history of the ownership and uses of District properties from the Trails era to the present. Such a study will place the Trails era in proper perspective as it has affected the area of the District. The investigation will also include historical data on the impact of the Mall and other retail and business activities in District over the past several decades. The baseline for current assessment was the creation of Bannister Mall as destination regional power retailing center.
- Building on the accumulated Trails history for the region, an outline of historical topics that can be presented in the Information Center will be developed.
- As central feature of the current situation, Exhibit E of the District petition continues to be of importance. You already have copies as part of the petition for formation of the District. Copies are always available at the CID meeting place at 5912 Bannister Road.
- Also of essential interest is the TIF ordinance which affects development in the District west of Hillcrest Road from 87th to Bannister Road. A copy of the relevant portions of this ordinance is also included in your notebook.
- The research will yield the following data for use by Board Members and property owners:
 - Current improvements on the ground of the District with the various uses from buildings to parking listed and identified. 485 Properties will be identified by simple reference to the Bannister Mall website and gross figures.
 - Identification of public areas and land area included in such areas within the District.
 - Determination of current retail trade area of the District if ascertainable through zip code analysis.

- Identification of opportunities for future leasing as visible from exterior views.
- Listing of age of structures, roadways, and public amenities within the District.
- Examination of the topography of the District and changes made to that topography for commercial or other purposes
- Location of major utilities including storm and sanitary sewers, fiber optic cable, electrical, telephone and cable lines.
- Current rental rates in the District as ascertainable from property owners or agents.
- Assessment of public services such as bus, park, and police.
- Assessment of private services, as ascertainable, such as security and common area maintenance with a view toward enabling the Board to determine where cooperative efforts may be beneficial.
- Assessment of the number of people who currently work daily in the District.
- Listing of current traffic-count data for all streets and highways directly affecting the District including I-435, U. S. 71, Bannister Road, 87th Street, and Hillcrest Road between 87th and Bannister.
- Assessment of existing landscaping within the District or immediately adjacent to it such as current MoDot planning for the I-435 right-of-way upgrade.
- With regard to the areas adjacent to 3-Trails CID, I will accumulate the relevant public documents including TIF ordinances and announced plans for the surrounding region. Additionally, I will accumulate for the Board's use the following data, working with the Center for Economic Information at UMKC, among other sources:
 - Physical survey of land use and economic values within the immediate trade area of the District [1-, and 4-mile radius areas].
 - Location of all school, park, public and commercial activities within this immediate trade area as well.
 - Determination of current housing values, per capita and family income levels within relevant radius areas.
 - Comparison of the area economic data with that of other mall-centered properties across the country.

Ultimately, the purpose of such research is to provide the 3-Trails CID Board of Directors with the information and knowledge needed jointly among them to plan for the development and redevelopment of the District. Once this information is in hand and equally available to all directors, then the group will be best prepared to engage in mutually formulating plans and promoting the District to maximize the economic potential of the District for the benefit of property owners and, indirectly, taxpayers of this section of the City.

Since not all members of the Board of Directors may be familiar with my resume, a copy is attached as an appendix to this report.

As always, I welcome comments and suggestions.

William L. Worley

William S. Worley
3627 Locust
Kansas City, Missouri 64109
816-965-0688 or 816-531-6746

Work and Teaching Experience:

Principal, William S. Worley & Associates, Historical Consultants, 2002. This firm is engaged in leading, researching and writing for projects connected with Kansas City Regional History.

Adjunct Doctoral Faculty, University of Missouri-Kansas City, 1994-Present. In this capacity I teach one evening course a semester and serve on graduate student committees.

Director, Kansas City Regional History Institute, College of Arts & Sciences, University of Missouri-Kansas City, September 1994-September 2002. Position partially funded by the William T. Kemper Jr. Foundation--Commerce Bank, Trustee. Responsibilities included editing and publishing *Kawsmouth: A Journal of Regional History*; teaching classes as Adjunct Professor of History on urban, regional and state history; coordination of local and regional history efforts in conjunction with the Jackson County Historical Society, Johnson County Museum, Platte County Historical Society and other metropolitan historical organizations; and researching, writing, and curriculum development with elementary and secondary schools in Kansas City Regional History. My responsibilities involved representing and leading the University's efforts toward establishing Regional History as a means of understanding who we are and where our community is going.

Other Business Experience:

Co-owner (with Kathryn E. Worley) of Enchanted Sunmark Bookstore, Clovis, New Mexico, 1985-1991. In this small bookstore business which we started ourselves, I assisted in the management and did all the financial work for the company. We sold the business for a profit in 1991 after I had taken a faculty position at Sterling College, see below

Audit Supervisor, Worley Mills, Portales, New Mexico 1981-82; Secretary-Treasurer and Chief Financial Officer, Sunmark Grain, Portales, New Mexico, 1982-1985. In these positions I was a principal in the formation of Sunmark Grain, a multi-million dollar feed-and-grain business in eastern New Mexico and west Texas. My responsibilities included supervision of all financial aspects of company business including payroll that covered between 30 and 40 persons, depending on the season. I also carried out relations with our bank lending source and Federal Government record keeping connected with the storing of grain in Federally insured storage. I left the company in 1985 after it was on its feet so that I could complete my doctorate in American History.

Other Academic Experience:

Assistant Professor of History & Government, Sterling College, Sterling, Kansas, 1990-1994. Courses taught include: American Government, International Relations, Kansas History & Government, Comparative Government, History of Latin America, History of the Soviet Union, Surveys of U.S. History I & II, period courses which include the following periods in U. S. history: colonial & early national, sectionalism & reform through the Civil War & reconstruction, Populism & Progressivism through the Great Depression, World War II to the present, U. S. Business & Economic history, and History of the Development of the American Character. In the spring of 1994, I was promoted to Associate Professor.

Interim Associate Dean of Academic Administration, Sterling College, June, 1992-April, 1993. Responsibilities included administrative oversight of Registrar, Library, Student Support Services Program [Academic Opportunity Center], part-time instruction, coordination of work of other Associate Deans, Chair of Campus-Wide Information System Committee, and associated duties. In the absence of a full-time academic dean, I was asked by the College to assume most of the responsibilities of that office while continuing to teach classes in history and government.

Temporary Instructor, full-time in History, Eastern New Mexico University, Portales, August, 1988-1990. Courses taught included U.S. history surveys (both halves); New Mexico history; the Jacksonian Era: 1824-1850; and The Era of Sectional Conflict in U. S. History: 1850-1877.

Adjunct Instructor, Clovis Community College, Clovis, New Mexico, 1987-1990. Courses taught included Introduction to the Humanities, and U. S. History I & II.

Adjunct Temporary Instructor, part-time in English, History, and Political Science, Eastern New Mexico University, Portales, Fall, 1986-Spring, 1988. Courses taught included English Composition, U. S. history survey since the Civil War, State & Local Government, U.S. Constitution, Introduction to Political Science (for Clovis Campus) and Introduction to Public Policy.

Research Assistant, Union Cemetery Project, Kansas City, Missouri, 1981, funded by Hallmark Foundation.

Research Assistant, Elmwood Cemetery Project, Kansas City, Missouri, 1980.

Temporary Instructor in History, Johnson County Community College, Overland Park, KS, 1979-81. Courses taught included World Humanities, History of Western Civilization and both halves of the American History surveys. During the 1979-80 academic year, I taught full time [five courses per semester] as a replacement for a faculty member seeking his doctorate.

Part-time Research Assistant, Century of Leadership Project, Kansas City, Missouri, 1979-80, directed by Dr. Richard Coleman. Duties included research and writing of detailed reports of leadership activities by prominent business and professional men of Kansas City.

Dean of Students, Kansas Wesleyan University, Salina, KS, 1973-1976. Administrative duties included supervision of housing, food service, student activities, student discipline and the Student Center. Academic duties included teaching both halves of the U. S. History surveys.

Director of Orientation, University of Maryland at College Park, 1971-1973. Duties included administrative coordination of all aspects of New Student Orientation for over 5,000 students annually, as well as selection and training of student orientation leaders.

Interim Campus Minister, Roger Williams Foundation, Kansas State University, 1971.

Interim Pastor, John Calvin Presbyterian Church, Henrietta, NY, 1970.

Other Public Service Experience:

National Endowment for the Humanities Scholar-in-Residence for students and teachers at Lee's Summit North High School, Lee's Summit, MO, 2001-2002. In this project the goal is to connect U. S. History as taught in the regular curriculum with events and personalities of Kansas City regional history. I teach a limited number of classes directly with the 9th grade students and serve as a resource for teachers as they develop curriculum that incorporates materials that I prepared.

I engaged in a similar project under the same title in 2000-2001 to support the teachers of Alta Vista Charter High School, 1716 Holly St., Kansas City, Missouri 64102. My responsibilities are to serve as a resource for the teachers as they prepare multicultural curriculum materials for course sessions on African Americans, Mexican Americans, as well as

Irish and German Americans in the Kansas City region. I have provided oral and written resource material on the national context of these groups of persons as well as on their regional experience.

Historical consultant to the Multicultural History Curriculum project of Kansas City Harmony. This project will result in a supplemental curriculum on the history and development of the various cultural and ethnic groups in the Kansas City region. It is designed for use at the 7th and 8th grade level throughout the metropolitan region. Writing continues at present.

Presenter on five episodes of "Kansas City Crossroads" on KSHB-TV, Channel 41. Also have done several TV interviews and presentations for KCPT and KMBC TV as well as on the Walt Bodine Show.

Scholar-Presenter for the Heartland Chautauqua sponsored by Missouri and Illinois Humanities Councils, June 2001 and 2002. I portray Harry S. Truman in a variety of venues and present programs to local groups during each community stop.

Speaker in the Kansas Humanities Council "History Alive!" program, and in the Missouri Humanities Council "American Mirror Speakers Bureau" portraying historical characters: President Harry Truman; Irish political boss Tom Pendergast; President James Madison; and 19th Century Missionary, and Advocate for the Shawnee native people, Isaac McCoy. Additional characterizations include: Westport and Kansas City co-founder John Calvin McCoy; artist Thomas Hart Benton; developer J. C. Nichols; explorer and Missouri Territorial Governor William Clark; and railroad restaurateur, Fred Harvey.

Additional public programs include presentations on the histories of various aspects of Kansas City regional history including: railroads; the garment industry; South Kansas City; the Country Club Plaza; the Country Club District residential area; the Citizens Association, the Pendergast era; Jazz in Kansas City; Negro Leagues Baseball; and Harry Truman and the Great War.

Consultant to the Johnson County [KS] Historical Museum for their permanent exhibit on the historical development of the county. Consultations occurred in July, 1993 and Winter, 1995. Participation was funded through the National Endowment for the Humanities.

Publications and Presentations:

Book, *Greater Kansas City: Rise of a Regional Metropolis*, (Carlsbad, CA: Heritage Media, 2002).

Book, *Beale Street: Crossroads of America's Music*, (Kansas City: Addax Publications, 1998).

Book, *The Plaza: First and Always*, (Kansas City: Addax Publications, 1997).

Book, *Legacy of the Santa Fe Trail*, (Kansas City: Legacy Publications, 1997).

Chapter on Ward Parkway, Kansas City, Missouri, in *Grand Avenues of America*, (San Francisco: Pomegranite Publications, 1994).

Book: *J.C. Nichols and the Shaping of Kansas City: Innovation in Planned Residential Communities*: (Columbia: University of Missouri Press, 1990). This monograph is a revision of my dissertation which brings the analysis forward to 1950 and the post-World War II era of suburban expansion in the region. The book was reprinted in a paperback edition in the fall of 1993.

Additional articles, reviews and biographical vignettes published 1990-present.

Educational Experience:

Ph. D. in History, University of Kansas, Lawrence, KS, 1986. Dissertation: "J. C. Nichols and the Origins of the Planned Residential Community in the United States, 1903-1930."

This is a 400-page study of the business and planning development of the J. C. Nichols Real Estate Company and its impact on the growth of Kansas City, Missouri.

M. Phil. in History, University of Kansas, Lawrence, KS, 1978, emphases in Early Modern history--particularly Tudor & Stuart England, Latin American history, twentieth-century American history, Urban geography, social & community history, and colonial American history. These were areas of preparation and oral examination for the doctorate.

M. A. in Religious Studies, Colgate-Rochester Divinity School, Rochester, NY, 1971; emphases in Old Testament theology, English Reformation history and theology, and American religious history.

B. A. in English, Kansas State University, Manhattan, KS, 1968.