PEORIA-MOHAWK PROJECT PLAN AND SUPPORTING INCREMENT DISTRICTS, CITY OF TULSA

PREPARED BY:

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PEORIA-MOHAWK PROJECT PLAN

I. INTRODUCTION

This Project Plan, adopted under the Oklahoma Local Development Act, 62 O.S. §850, et seq., is designed to make a meaningful impact on a key driver of economic development, health, and educational achievement in a large area of North Tulsa: housing.

This project is being undertaken by the City of Tulsa ("City") in order to complement, support, and realize the full benefits of the Peoria-Mohawk Business Park, a joint effort of the City and the George Kaiser Family Foundation ("GKFF") to bring manufacturers to North Tulsa and thus provide economic opportunity by creating skilled, sustainable living-wage jobs. GKFF is working with Tulsa WorkAdvance and the Tulsa Technology Center to provide the training and educational access to ensure those jobs are attainable. Companies locating at the Business Park will be a central force in rejuvenating economic vibrancy for the surrounding community. However, to maximize the Business Park's potential, it is necessary to improve the quality and increase the supply of suitable housing for workers in the area. The purpose of this Project Plan is to fund the public project costs associated with those housing needs and thus achieve the City's development objectives, improve the quality of life for residents in the area, stimulate additional private investment, and enhance the tax base.

Key to the success of this project will be additional partnerships with other public entities, community organizations, nonprofits, and neighborhood leaders that contribute to a holistic neighborhood revitalization and resident wealth-building strategy. This Project Plan is a critical element in fostering the public-private partnerships necessary to create the type of development that the City seeks but can achieve only by means of the financing tools available under the Oklahoma Local Development Act.

Past planning supporting this Project Plan include the 36th Street North Corridor Small Area Plan, which was adopted in 2013 and amended in 2016. It identified major capital improvements and public/private investments that will spur positive change and help draw attention to the area's many attractions. The goal of the small area plan was such that 36th Street North would be known as a bustling commercial center, minutes from downtown, and a diverse, attractive place to live and invest. The 36th Street North Corridor Small Area Plan priority recommendations are best described by their alignment to the City of Tulsa's Action and Implementation (AIM) Plan:

- 1. Build a stable economy that provides for growth, an educated workforce, jobs, and upward mobility.
- 2. Create neighborhoods and the built environment which promote health, quality education, and safety.
- 3. Provide opportunities for social connections and engagement that help people thrive.

As envisioned in the 36th Street North Corridor Small Area Plan, the area owned by the City immediately north of the Business Park surrounding Flat Rock Creek provides an opportunity to meet these priorities. Currently, the area is open green space. Enhancements and improvements to the area aim to establish the Flat Rock Creek Urban Wilderness, further beautifying the area and increasing the

connectivity and desirability of nearby housing for workers and their families by providing a natural and interactive place to gather, exercise, and explore. Such improvements further improve the quality of life for residents in the area, helping to meet the development objectives of the City.

The proposed increment districts will provide funding for public sector costs to stabilize and improve the area in order to achieve these positive outcomes. The project will be financed from a combination of public and private sources, including apportionment of ad valorem tax revenues from Increment Districts A, B, C, and D, defined below.

II. BOUNDARIES OF PROJECT AREA AND INCREMENT DISTRICTS

The Project Area is the area in which project activities will take place and project expenditures may be made. The Project Area is centered along East 36th Street North and Peoria Avenue, generally from Yale Avenue and Highway 75 on the east and stretching past Martin Luther King, Jr. Boulevard to the Osage-Tulsa County line on the west, between East Apache Street on the south to East 46th Street on the north, as depicted on Exhibit A and specifically described on Exhibit B.

The Increment Districts are the areas from which the increment is generated. The Project Plan establishes boundaries for four Increment Districts in the Business Park, which are depicted on Exhibit C and specifically described on Exhibit D. The four Increment Districts are labeled A through D on Exhibit C and Exhibit D, and they will be assigned a number (e.g., Increment District No. 17) as they become effective by action of the Tulsa City Council as described in Section VI below and as required by §856(B)(3) of the Act.

III. ELIGIBILITY OF PROJECT AREA

The four Increment Districts and the Project Area are an enterprise area. These areas lie entirely within an enterprise zone, designated by the Oklahoma Department of Commerce to be in a disadvantaged portion of the City of Tulsa. Additionally, the Project Area and the Increment Districts constitute reinvestment areas, as defined by the Act. Public improvements are required to serve as a catalyst to expand employment, to attract investment, and to preserve and enhance the tax base. Exhibit E shows the boundaries of the Project Area and Increment Districts within the State-designated enterprise zone.

Investment, development, and economic growth in the area are difficult, but possible if the provisions of the Act are used. The Project Area and Increment Districts are unproductive, undeveloped, underdeveloped, or blighted within the meaning of Article 10, §6C of the Oklahoma Constitution, and suffers from conditions inhibiting development.

IV. OBJECTIVES

A growing body of evidence points to the role housing plays as an essential platform for human and community development.¹ Scholars have found that housing stability is an important ingredient for children's success in school, and research shows that access to safe, affordable housing supports people's

¹ See, for example, Office of Disease Prevention and Health Promotion's Social Determinants of Health (SDOH); U.S. Department of Housing and Urban Development, "Utilizing Housing as a Platform for Improving Quality of Life" (2011); Center on Budget and Policy Priorities: https://www.cbpp.org/research/housing/housing-and-health-partners-can-work-together-to-close-the-housing-affordability; and other sources.

physical and mental health. Housing investment is a major driver of economic growth, and housing helps advance a broader development agenda.

The purpose of the Project Plan and the supporting Increment Districts is to leverage the development in the Business Park to effect broader goals and objectives through strategies to increase the availability and improve the quality of housing, including affordable and workforce housing, in the area. Better housing and open green space in the area support the Business Park by making it more attractive for potential employers, who need desirable places nearby for employees to live and play. This Project Plan seeks to leverage area development to enhance opportunities and outcomes for the area.

V. STATEMENT OF PRINCIPAL ACTIONS

Implementation actions for the project, including all necessary, appropriate and supportive steps, will consist principally of the following:

- A. Project planning, design and approval.
- B. Enhancing and supporting existing housing programs of the City of Tulsa, and, where determined by the City to be necessary or appropriate, expanding or creating new housing programs. Such programs are anticipated to include: single-family rehabilitation grants, demolition of unsound properties, title assistance, home buyer assistance, and developer assistance for residential land.
- C. Improving and enhancing the existing City-owned open green space to establish the Flat Rock Creek Urban Wilderness Project in order to pursue a comprehensive neighborhood revitalization of the area and support the housing programs of the City of Tulsa.
- D. Assisting the financing of other public development costs and facilities, including without limitation planning, financing, acquisition, construction, and long-term leasing or disposition of property and public facilities, particularly housing facilities, pursuant to development or redevelopment agreements with designated public entities, and providing for development of public or private facilities, especially housing, to be financed in whole or in part by apportioned tax increments from the Increment Districts created pursuant to this Project Plan.
- E. Financing authorized Project Costs in support of economic development activities and investment to retain, attract, and expand quality employment within the Project Area.
- F. Providing support to Tulsa Public Schools for enhancement of public school facilities, programs, and/or activities in the Project Area. Such support will be provided annually in the amount of 10% of the ad valorem increment for that year and will be spent in accordance with a Memorandum of Understanding between the City of Tulsa and Tulsa Public Schools.

VI. ESTABLISHMENT OF INCREMENT DISTRICTS

A. This Project Plan establishes four Increment Districts, identified herein as Increment Districts A, B, C and D, all of which are ad valorem increment districts.

INCREMENT DISTRICT A

The ad valorem increment shall be those ad valorem taxes from Increment District A in excess of the taxes produced by the base assessed value of Increment District A, as determined by the Tulsa County Assessor in accordance with Section 862 of the Act.

The increment of ad valorem taxes from Increment District A shall be apportioned to pay Project Costs authorized by Section VIII of this Project Plan for a period not to exceed 25 fiscal years from the effective date of Increment District A, as provided by law, or the period required for the payment of such authorized Project Costs, whichever is less.

Increment District A shall commence as of the date determined by the Tulsa City Council in accordance with Section 856(B)(2) of the Act.

INCREMENT DISTRICT B

The ad valorem increment shall be those ad valorem taxes from Increment District B in excess of the taxes produced by the base assessed value of Increment District B, as determined by the Tulsa County Assessor in accordance with Section 862 of Act.

The increment of ad valorem taxes from Increment District B shall be apportioned to pay Project Costs authorized by Section VIII of this Project Plan for a period not to exceed 25 fiscal years after the creation of Increment District B by the City or the period required for the payment of such authorized Project Costs, whichever is less.

Increment District B shall commence as of the date determined by the Tulsa City Council in accordance with Section 856(B)(2) of the Act.

INCREMENT DISTRICT C

The ad valorem increment shall be those ad valorem taxes from Increment District C in excess of the taxes produced by the base assessed value of Increment District C, as determined by the Tulsa County Assessor in accordance with Section 862 of Act.

The increment of ad valorem taxes from Increment District C shall be apportioned to pay Project Costs authorized by Section VIII of this Project Plan for a period not to exceed 25 fiscal years after the creation of Increment District C by the City or the period required for the payment of such authorized Project Costs, whichever is less.

Increment District C shall commence as of the date determined by the Tulsa City Council in accordance with Section 856(B)(2) of the Act.

INCREMENT DISTRICT D

The ad valorem increment shall be those ad valorem taxes from Increment District D in excess of the taxes produced by the base assessed value of Increment District D, as determined by the Tulsa County Assessor in accordance with Section 862 of Act.

The increment of ad valorem taxes from Increment District D shall be apportioned to pay Project Costs authorized by Section VIII of this Project Plan for a period not to exceed 25 fiscal years after the creation of Increment District D by the City or the period required for the payment of such authorized Project Costs, whichever is less.

Increment District D shall commence as of the date determined by the Tulsa City Council in accordance with Section 856(B)(2) of the Act.

B. During each respective period of apportionment, the apportionment fund shall constitute funds of the Tulsa Industrial Authority ("Authority") or an alternative entity authorized by the City and shall not constitute a part of the general fund to be appropriated annually by the City Council.

VII. PROJECT AND INCREMENT DISTRICTS AUTHORIZATIONS

- A. The City is designated and authorized as the principal public entity to carry out and administer the provisions of this Project Plan and to exercise all powers necessary or appropriate thereto as provided in Section 854 of the Act.
- The Authority, or another public entity designated by the City, is authorized and designated to carry out implementation actions for the project, including all necessary, appropriate, and supportive steps pursuant to one or more agreements with one or more developers or designated public entities and to provide assistance in development financing consistent with the provisions of such agreements. Such public entity is also authorized and designated to carry out those provisions of the project related to issuance of bonds or notes as provided in Sections 854(B) and 863 of the Act, subject to approval of the governing body of the City of any specific notes or bonds. The Authority is authorized to assist in carrying out this Project Plan and to exercise all powers necessary or appropriate thereto pursuant to Section 854 of the Act, except for approval of this Project Plan and those powers enumerated in paragraphs 1, 2, 3, 4, 7, 13 and 16 of Section 854. As a public entity designated by the City, the Authority, or another public entity designated by the City, is authorized to: (1) issue tax apportionment bonds or notes, or both; (2) pledge revenues from current and future fiscal years to repayment; (3) incur Project Costs pursuant to Section VIII of this Project Plan; (4) provide funds to or reimburse the City for the payment of Project Costs and other costs incurred in support of the implementation of the project; and (5) incur the cost of issuance of bonds for payment of such costs and to accumulate appropriate reserves, if any, in connection with them. As authorized in Section VI(B) above, during each respective period of apportionment, the apportionment fund shall constitute funds of the Authority or an alternative entity authorized by the City for that Increment District and shall not constitute a part of the general fund to be appropriated annually by the City Council.
- C. The Chief of Economic Development, Kian Kamas, her successor in office, or another Mayoral designee shall be the person in charge of implementation of the Project Plan in accordance with the provisions, authorizations, and respective delegations of responsibilities contained in this Project Plan.
- D. Initiation of the consideration and approval process for assistance proposals seeking assistance in development financing within the Project Area shall be undertaken by City staff and Authority staff, acting under such procedures as each may prescribe from time to time. Prior to expenditure of funds from the Increment Districts established under this Project Plan, the proposed project(s) and budgetary allocation of increment shall be considered by City and Authority staff. Any allocation or expenditure of increment shall be pursuant to agreements with designated public entities, private developers or contractors.

VIII. BUDGET OF ESTIMATED PROJECT COSTS TO BE FINANCED BY TAXES APPORTIONED FROM INCREMENT DISTRICTS IN THE PROJECT AREA

A. The Project Costs will be financed by the apportionment of ad valorem increments from the Increment Districts. The Project Costs categories are:

Assistance in Housing Development Financing		\$ 34,917,000
Including but not limited to:		
 Rehabilitation 		
 Demolition of Structural Unsound Buildings 		
Title Assistance		
 Developer Assistance for Vacant Residential Land 		
Home Buyer Assistance		
Flat Rock Creek Urban Wilderness Project		\$ 1,833,000
Implementation and Administration (4%)	not to exceed	\$ 1,750,000

Plus financing costs, costs of issuance, necessary or appropriate reserves, and interest on repayment of Project Costs, including, where authorized, interest on assistance in development financing. The Implementation and Administration Project Cost category includes general administrative and implementation costs of the City and other public entities charged with implementation of the Project Plan, and shall be funded by four percent (4%) of the annual ad valorem tax increments. Project Costs do not include the specific revenue source for Tulsa Public Schools described in Section VIII(C) below.

TOTAL Project Costs

B. The tax increment revenues expected to be generated from the Increment Districts and authorized for payment of Project Costs within the Project Area or as a specific revenue source for Tulsa Public Schools are as follows:

TOTAL	\$ 42,611,159
Increment District D	\$ 24,278,947
Increment District C	\$ 1,233,196
Increment District B	\$ 4,470,159
Increment District A	\$ 12,628,857

Plus financing costs, costs of issuance, necessary or appropriate reserves, and interest on repayment of Project Costs, including, where authorized, interest on assistance in development financing.

- C. Ten percent (10%) of the ad valorem increment from Increment Districts A, B, C, and D shall be apportioned to Tulsa Public Schools (Independent School District I-1) on an ongoing basis as a specific revenue source for a public entity in the area in accordance with Section 853(9) of the Act to be utilized to enhance its programs, mission, and services. The educational objectives to be funded from such apportioned revenues constitute the Public Schools Enhancement Program. The Public Schools Enhancement Program includes the development of public school facilities and assistance for public school programs. During the effective lives of the Increment Districts, the ten percent (10%) ad valorem specific revenue source should provide Tulsa Public Schools with revenues ranging from \$58,000 annually up to \$230,000 annually over the medium term, and then (due to depreciation) decreasing to around \$88,000 annually toward the end of the effective lives of all of the Increment Districts.
- D. Additional costs necessary or appropriate to implement this Project Plan that are to be financed by other than apportioned tax increments may be approved by the City at any time. The

38,500,000

provisions of this Section VIII are not a limitation on project related costs to be financed by sources other than apportioned tax increments.

IX. FINANCING PLAN AND REVENUE SOURCES

- A. <u>Financing Plan</u>. Some Project Costs, in anticipation of private investment, may be financed and funded by the City from apportioned tax increments or from sources other than apportioned tax increments, which may be reimbursed once increment is generated by the development within an Increment District. Public developers within the Project Area may be required to construct the necessary improvements for specific projects at their initial expense, and the financing of such developments will be provided by other sources. Most Project Costs incurred in connection with the implementation of this Project Plan will be financed on a pay-as-you-go basis.
- B. <u>Financing Authorizations</u>. The implementation of the Project Plan shall be financed in accordance with financial authorizations, including both fund and asset transfers, authorized from time to time by the City and/or the Authority, as appropriate.
- C. <u>Financing Revenue Sources</u>. The revenue sources expected to finance Project Costs authorized by Section VIII are the portion of the increments attributable to investment and development within the Increment Districts. Project Costs will be paid by the City and/or the Authority. Increment generated from within the Increment Districts will provide the funding of Project Costs to be paid by the City and/or Authority.
- D. <u>Financial Reports and Audits</u>. The development activities undertaken by the City, pursuant to this Project Plan, shall be accounted for and reported by the appropriate and necessary annual fiscal year audits and reports.
- E. <u>Other Necessary and Supporting Costs</u>. The Authority, or another public entity designated by the City, is authorized to issue bonds and notes and to apply for and obtain grants from other sources for costs incurred or to be incurred in connection with the project and the construction of improvements therein in addition to Project Costs to be financed pursuant to Section VIII.

X. PRIVATE AND PUBLIC INVESTMENTS EXPECTED FOR THE PROJECT, AND ASSOCIATED FINANCIAL IMPACTS

- A. Private and Public Investments Expected from the Project and Increment Districts. Given the scope of the project objectives, the density of the desired development, and the timeframe for implementation of the project, the total private investment of developments is anticipated to exceed \$107,000,000 over the life of the Project Plan. Additional private investment is anticipated as growth in the area continues. These private investments are in addition to an estimated \$10,000,000 in aggregate public investment previously made by the City of Tulsa in the Business Park and the estimated \$36,750,000 public investment funded by tax increment revenues under this Project Plan.
- B. <u>Public Revenue Estimated to Accrue from the Project and Increment Districts</u>. The estimated incremental increases in ad valorem tax revenue, which will serve as the revenue source for financing the Project Costs authorized by Section VIII, is the public revenue directly attributable to the Project generated within the Increment Districts. Both the City and the State will experience increases in tax revenues that are not a part of the Increment Districts. Ad valorem taxing entities will experience additional revenues from increasing values of the Project Area and other property near the project.

This increased development is estimated to increase market and assessed values for property within the Increment Districts which, in turn, will result in increases in annual ad valorem tax revenues ("ad valorem increments") of approximately \$500,000 to \$2.3 million over the term of the Project Plan. Total incremental revenues estimated to be generated over the 25-year lifespan of the Increment Districts range near \$42.6 million. These annual increments will contribute to the development of the necessary public costs and improvements required to permit the contemplated private investment to occur.

The development anticipated by the project will not result in a measurable increase in demand for services by or in costs to the affected taxing entities. If successful, the implementation of this Project Plan should even *reduce* costs to the affected taxing entities, by improving housing and neighborhoods and thus producing better health and educational outcomes. The impacts on business activities within the Increment Districts are positive. The economic benefits of the project for the City, the affected taxing jurisdictions, and business activities indicate positive financial impacts for the community as a whole. The aggregate impacts on the City from implementation of the Project Plan are positive and include the achievement of the objectives set forth in Section IV.

C. <u>Economic Impacts and Impacts on Business Activities</u>. There will be small construction and development economic impacts stimulated by the private and public development within the Increment Districts. Approximately 698 temporary construction jobs are anticipated. There will also be annual impacts from the proposed development including increased residential development, redevelopment, and new commercial businesses (approximately five (5) acres of commercially developable land will be included on hard corners in the Increment Districts). Approximately 1,111 new full-time equivalent jobs in the Business Park are anticipated by the project. Residential and commercial portions of the project reflect corresponding growth in economic demands for business activities in the area.

The impact of the proposed housing programs and enhancements to public open green space will be of potentially greater significance. A key component is the addition and rehabilitation of improved housing stock throughout the Project Area, which will positively impact business activities in the area by drawing attention and increased investment opportunity to the section of the City. Such public investment helps spur positive change and make the area more attractive place to live, work, or invest.

D. <u>Financial Impacts on Taxing Jurisdictions</u>.

Tulsa Public Schools.

The type of development and redevelopment that is a primary goal of this project is likely not to create significant increased demand upon services for Tulsa Public Schools ("TPS"). The contemplated residential development consists of single and multi-family residential properties that may draw workers with families in addition to single people and couples without children. However, if the anticipated residential redevelopment does eventually increase the demand for services upon the public schools, the 10% specific revenue stream outlined in Section VIII.C. above will more than account for the financial impact of such an increase because those revenues are not offset in TPS's state school aid calculations.

To illustrate fully the positive net impacts of the 10% specific revenue source that will be allocated to TPS, consider that, without an increment district and without taking into account offsets in the state school aid formula, TPS currently receives approximately \$0.52 out of every ad valorem tax dollar

collected within its jurisdiction.² However, sinking fund levies are not available for operating purposes (and levies are always calculated to be sufficient to amortize debt), so only \$0.33 of every ad valorem tax dollar collected is available for TPS operating purposes.³ When taking into account offsets in state school funding, the net benefit TPS receives from every ad valorem tax dollar collected decreases further to \$0.05.⁴ With the proposed project and Increment Districts, TPS will continue to receive \$0.33 (\$0.05 net of school aid offsets) out of every tax dollar for operating purposes from values up to each Increment District's base assessed value, but will receive an apportioned revenue stream from taxes generated above that amount—\$0.10 of every tax increment dollar from the proposed Increment Districts. Each tax increment dollar apportioned to TPS, specifically, is worth two times the value of a non-increment dollar derived through ordinary ad valorem processes when accounting for state school aid offsets. Specific revenue sources under a Project Plan consist of project funds to be used for purposes of the Project Plan and are appropriately classified as gifts, grants, or donations, depending on whether those funds are given for purposes of capital or noncapital expenditures, and are not subject to offset in the state school aid formula.⁵

	Amount	TPS Operational Share		
	Collected	TPS Operational Share	TPS Operational Share Net of School Aid Offsets	
Ad Valorem	\$100	\$34	\$5	
Increment Revenue	\$100	\$10	\$10	

TPS, therefore, should experience a net positive fiscal impact from the project. During the effective lives of the Increment Districts, the 10% specific revenue stream should provide TPS with non-offset revenue averaging \$50,000 annually in the near term and up to \$230,000 annually over the long term before depreciation drops the annual amounts back toward an annual figure of approximately \$80,000 toward the end of the project. Upon conclusion of the project, TPS should anticipate annual net revenues (after accounting for state aid offsets) of approximately \$5,000 per year.

2. Tulsa County.

No specific measurable demand for increased services upon Tulsa County is anticipated to result from this project.

 $^{^2}$ 75.70 = total TPS mill levy, including sinking fund and allocated countywide 4-mill; 137.02 = total mill levy; 75.70/137.02 = 52.33% = TPS's overall percentage share of tax dollars for all purposes.

³ 45.20 = TPS operating levies (does not include sinking fund but includes countywide 4-mill); 137.02 = total mill levy; 45.20/137.02 = 32.99% = TPS's percentage share of tax dollars for operating purposes.

⁴ By offsetting TPS's 15.45-mill certification of need levy and 75% of the countywide 4-mill levy in its Foundation Aid calculation, and a theoretical 20-mill levy in its Salary Incentive Aid calculation, the state school aid formula effectively offsets 85% of TPS's operating levies, with the end result that TPS's net effective operating mill levy is only 6.75 mills, which is only 5% of the total 2019 mill levy of 137.02 mills.

⁵ See 62 O.S. § 864; 70 O.S. § 1-117(G), (H).

3. Tulsa Health Department.

No specific measurable demand for increased services upon Tulsa County Health Department is anticipated to result from this project. The Flat Rock Creek Urban Wilderness Project should have a positive impact on health outcomes for residents.

4. Tulsa City-County Library.

The Central Library facility serves the entire metropolitan area. Additionally, the Kendall Whittier, Maxwell Park, and Rudisill Regional branches are in close proximity to the Project Area. The residential portion of the project may contribute to the immediate, day-to-day clientele of the Library system, but the proposed commercial portion of the project will likely not contribute directly.

5. Tulsa Technology Center.

The nature of the project makes it likely to create some increased demand for educational services and training by Tulsa Technology Center. Any increased demand for services and job training occasioned by the project is likely to be complementary in its impact.

6. Tulsa Community College.

The residential portion of the project may generate increased demand for educational services from Tulsa Community College, but the commercial portion will be unlikely to generate any increased demand upon services for Tulsa Community College.

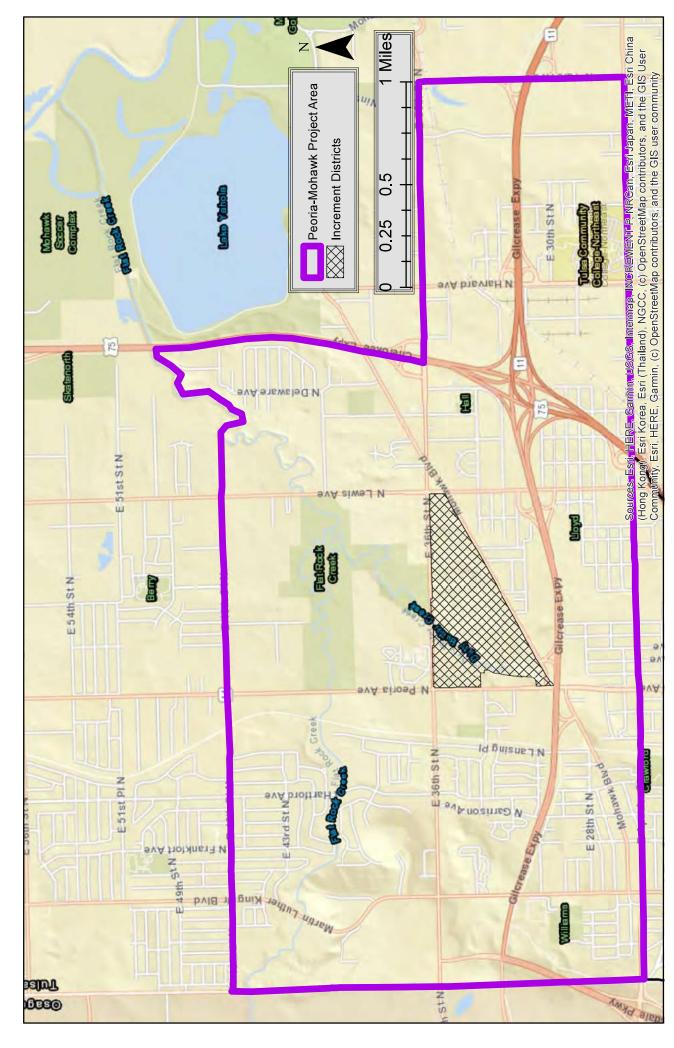
7. Summary / Conclusion.

A majority of increment generated from the Increment Districts will be apportioned to pay authorized Project Costs. However, ten percent (10%) of the ad valorem increment generated from the Increment Districts will be apportioned directly to TPS on an ongoing basis as a specific revenue source for that entity. The benefits of the proposed development under the project will be significant for the taxing jurisdictions located in the Project Area and Increment Districts, and for the community as a whole. The actual increase in demand for services upon those taxing jurisdictions is expected to be limited.

Significant redevelopment of the area is unlikely to occur without public assistance. Concentrated stimulation of the redevelopment of the area, as contemplated by this Project Plan, will result in an enhanced ad valorem tax base, from which all of the affected taxing jurisdictions will benefit.

XI. LAND USE

Existing uses and conditions of real property in the Increment Districts are shown on the attached Exhibit F. A map showing the proposed improvements to and proposed uses of the real property in the Increment Districts are shown on the attached Exhibit G. No changes in the Comprehensive Plan are necessary to accommodate the project.



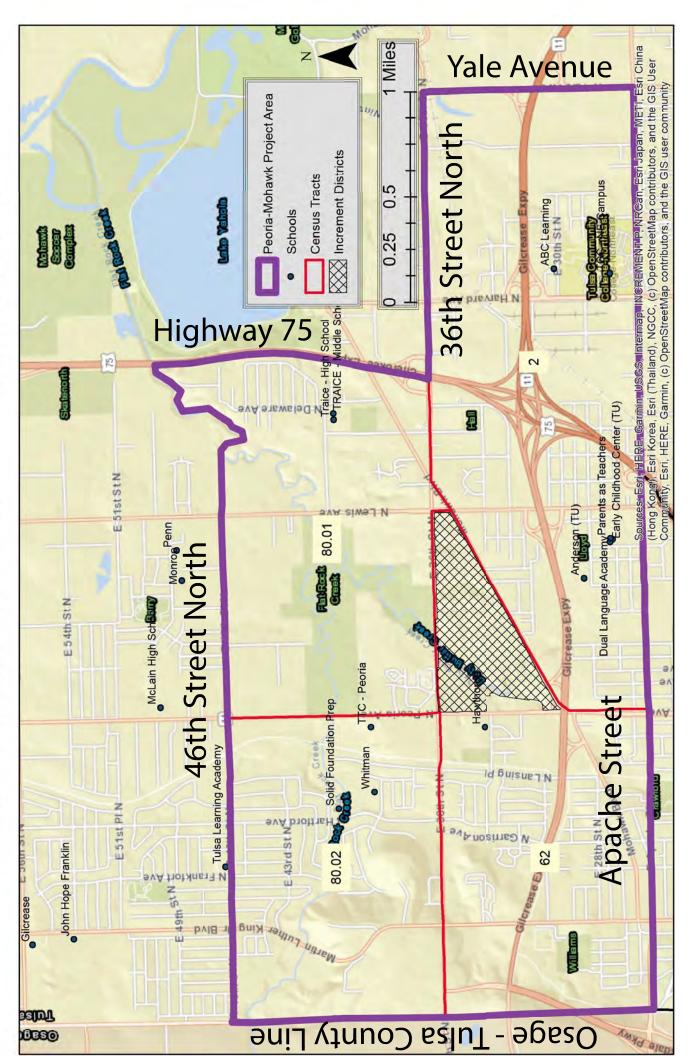
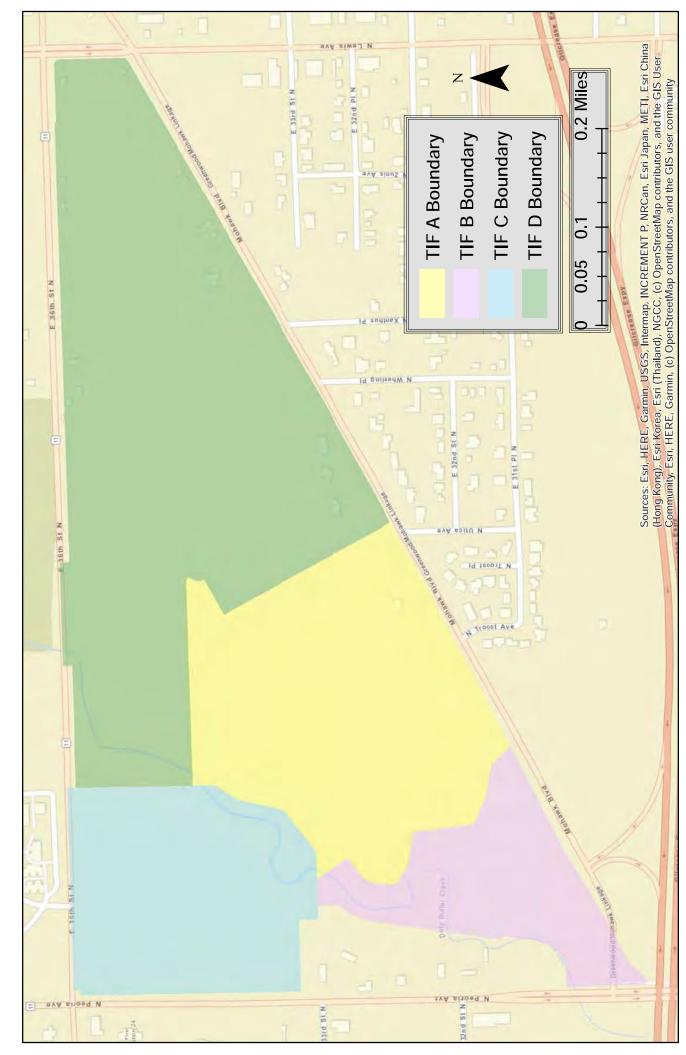


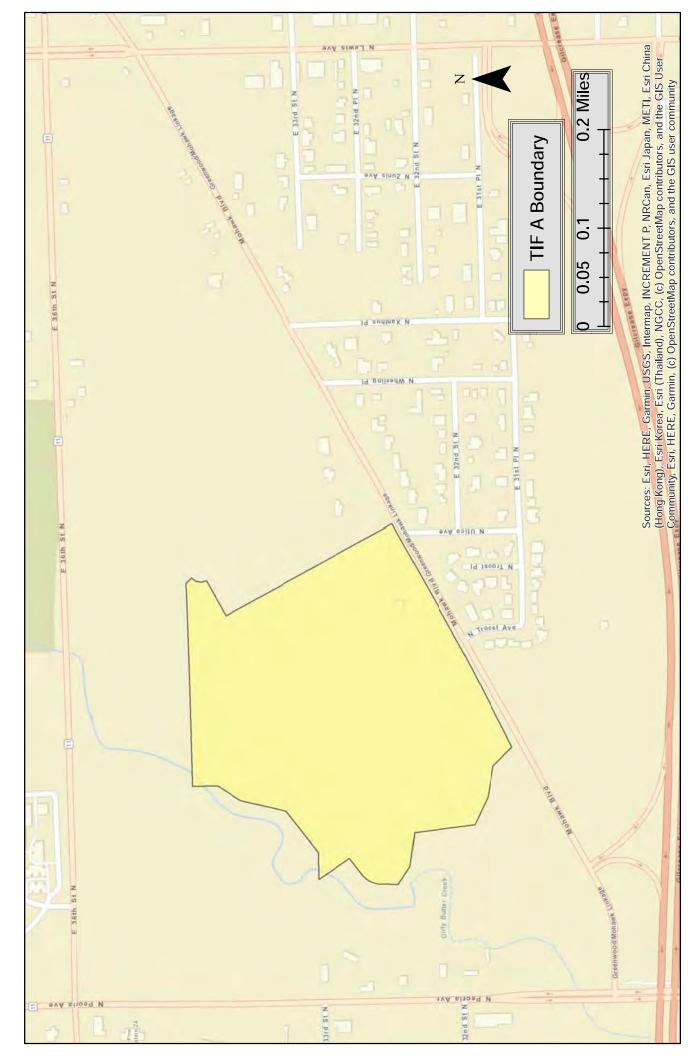
Exhibit B – Project Area Legal Description

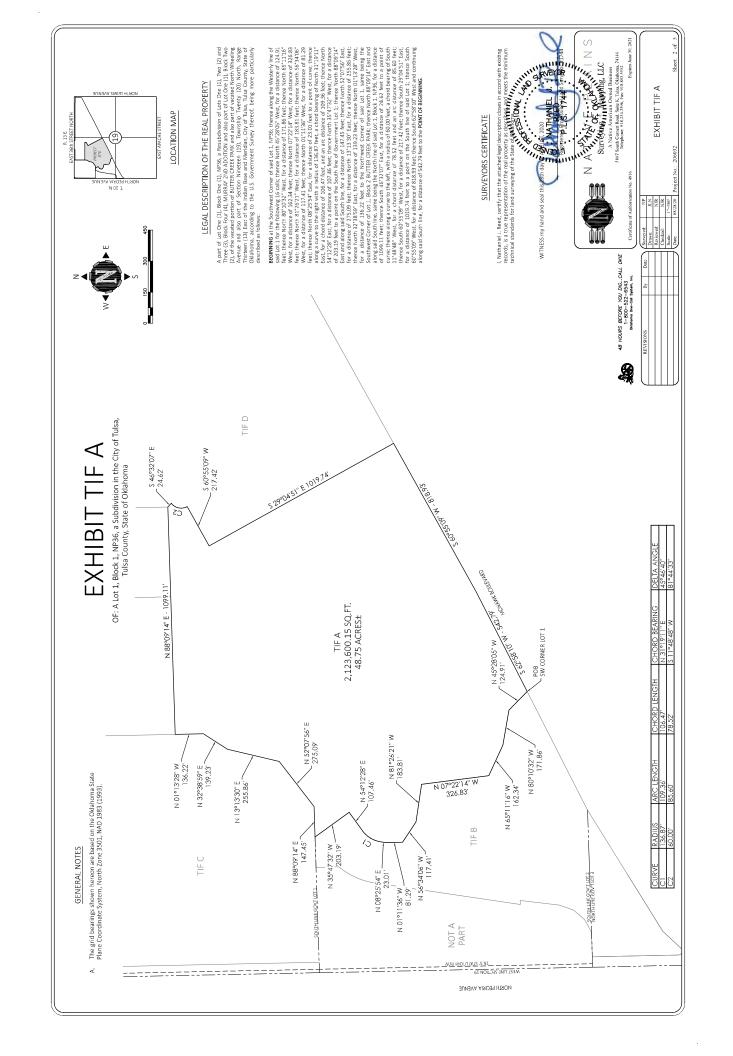
Beginning at a point on the intersection of E 46th St N and N Rockford Ave E, located in Section 7 Township 20 North Range 13 East, and 152.77 feet East and .73 feet South of the Southwest corner of Northridge Addition, plat number 1998. Thence N 87°20' 13" E for 298.90 feet, thence N 87°45' 44" E for 240.73 feet, thence S 86°57' 49" E for 44.36 feet. Thence N 87°18' 49" E for 294.48 feet, thence S 89°36'52" E for 329.01 feet, thence N 87°20'04" E for 298.90 feet, thence N 89°19'30" E for 396.75 feet, thence N 87°13' 38" E for 584.26 feet, thence N 88°10' 43" E for 1,316.82 feet. Thence S 84°37' 49" E for 260.69 feet. Thence N 88°31'25" E for 1,393.45 feet, thence S 51°45' 45" E for 229.18 feet, thence S 12°39'37" E for 445.71 feet, thence N 78°47'33" E for 209.66 feet. Thence N 23°38'10" E for 280.81 feet, thence N 57°06' 48" E for 138.64 feet, thence N 32°49' 09" E for 263.55 feet. Thence N 34°07' 35" E for 356.99 feet, thence N 06°21'17" W for 657.90 feet, thence N 62°31'54" E for 229.57 feet. Thence N 62°28'39" E for 99.37 feet, thence S 63°20'07" E for 233.57 feet. Thence N 41°35'18" E for 347.29 feet, thence N 31°44' 21" E for 433.81 feet, thence N 81°49' 54" E for 207.40 feet. Thence S 02°14' 28" E for 887.28 feet, thence S 09°14' 20" E for 724.60 feet, thence S 08°34' 06" E for 723.46 feet, thence S 03°47'31" E for 655.55 feet. Thence S 02°30'09" W for 532.60 feet, thence S 09°14'28" E for 721.84 feet, thence S 09°39'21" W for 226.85 feet. Thence S 11°52'28" W for 932.85 feet, thence S 07°53'34" W for 296.41 feet, thence S 10°44' 40" W for 749.04 feet. Thence S 09°21' 48" W for 141.46 feet, thence S 13°10'06" W for 383.69 feet to a point on the intersection of E 36th St N and Southbound Highway 75 Expressway. Thence N 89°58' 35" E for 105.34 feet, thence N 88°54' 32" E for 172.59 feet. Thence S 89°12'32" E for 114.53 feet, thence S 89°57'17" E for 165.84 feet. Thence S 79°47'39" E for 101.13 feet, thence S 87°19'22" E for 156.70 feet. Thence S 87°17'31" E for 809.82 feet, thence S 89°33'16" E for 339.12 feet. Thence N 88°12'23" E for 867.41 feet, thence N 89°25'11" E for 458.20 feet. Thence N 88°13'57" E for 646.13 feet, thence N 88°12'51" E for 700.71 feet. Thence N 89°49'58" E for 1,166.72 feet, thence N 87°39' 18" E for 520.81 feet. Thence N 88°5' 35" E for 213.90 feet, thence N 89°57' 36" E for 105.64 feet. Thence N 89°40' 34" E for 578.31 feet, thence S 6°29' 24" E for 189.73 feet. Thence S 1°20' 30" E for 146.34 feet, thence S 1°16' 43" E for 320.71 feet. Thence S 1°48' 27" E for 727.00 feet, thence S 1°48' 13" E for 292.69 feet. Thence S 0°58' 14" E for 198.39 feet, thence S 0°49' 16" E for 542.78 feet. Thence S 1°13'34" E for 362.93 feet, thence S 8°48'39" E for 51.41 feet. Thence S 9°31'49" E for 47.42 feet, thence S 0°37'16" E for 363.32 feet. Thence S 0°40'19" E for 335.65 feet, thence S 1°22'48" E for 1,538.76 feet. Thence S 1°19' 31" E for 170.36 feet, thence S 88°43' 23" W for 809.10 feet. Thence N 89°59'17" W for 641.35 feet, thence S 88°5'41" W for 427.89 feet. Thence S 89°43'29" W for 528.85 feet, thence S 89°39' 49" W for 212.18 feet. Thence S 84°55' 20" W for 200.22 feet, thence S 88°55' 4" W for 454.12 feet. Thence S 86°24' 43" W for 149.73 feet, thence S 88°28' 50" W for 554.75 feet, thence S 89°47' 29" W for 641.01 feet. Thence S 87°49' 28" W for 652.21 feet, thence S 88°59' 46" W for 890.25 feet. Thence S 88°2'11" W for 222.50 feet, thence S 88°47'13" W for 175.57 feet. Thence S 88°49'4" W for 696.68 feet, thence S 89°1'9" W for 452.65 feet. Thence N 89°43'36" W for 548.44 feet, thence S 87°28' 43" W for 238.48 feet. Thence S 85°15' 39" W for 29.56 feet, thence S 84°56' 30" W for 32.53 feet. Thence N 89°57'35" W for 367.46 feet, thence S 88°2'6" W for 303.07 feet. Thence S 86°46'25" W for 93.00 feet, thence N 89°59'0" W for 204.53 feet. Thence S 86°56'1" W for 100.97 feet, thence S 85°2'27" W for 116.80 feet. Thence N 81°21'44" W for 136.26 feet, thence S 87°40'26" W for 186.23 feet. Thence S 88°29' 21" W for 478.32 feet, thence S 87°53' 36" W for 993.65 feet. Thence S 89°52' 23" W for 329.66 feet, thence S 83°13'29" W for 157.43 feet. Thence S 89°45'53" W for 323.74 feet, thence S 86°47'14" W for 165.93 feet. Thence S 88°34'46" W for 663.04 feet, thence S 88°22'45" W for 198.00 feet. Thence S

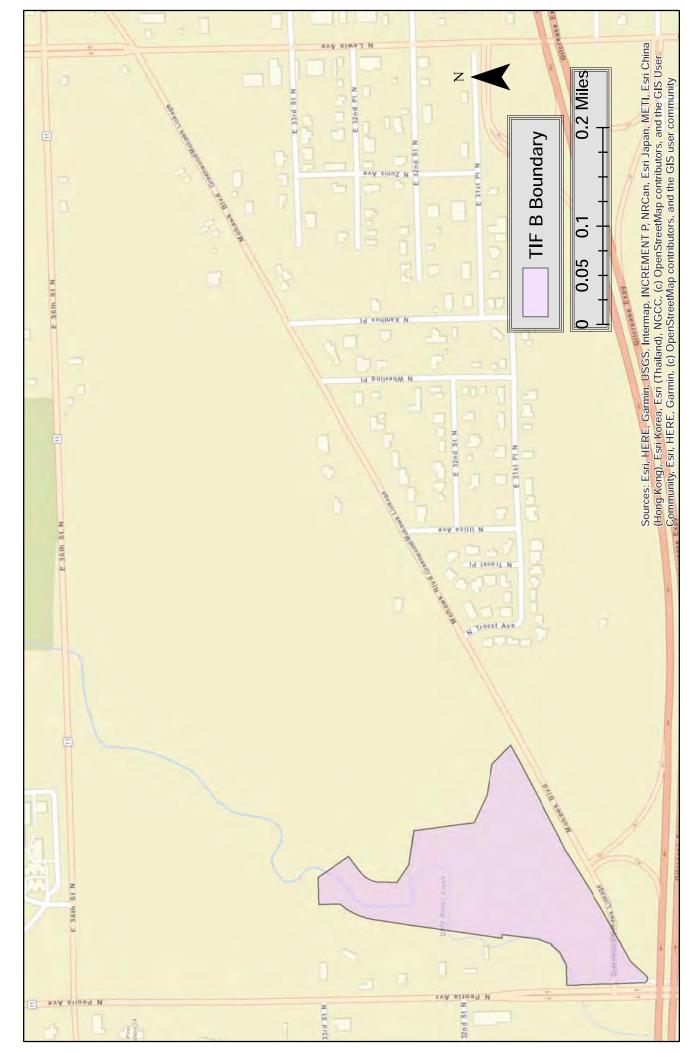
86°28'37" W for 89.778 feet, thence S 88°6'22" W for 540.03 feet. Thence S 88°40'37" W for 332.85 feet, thence S 88°10'23" W for 331.09 feet. Thence S 86°46'59" W for 330.39 feet, thence S 88°6'36" W for 330.51 feet. Thence S 86°41′56" W for 455.61 feet, thence S 84°55′25" W for 209.69 feet. Thence S 89°38' 16" W for 326.09 feet, thence S 88°35' 48" W for 495.73 feet. Thence S 89°31' 9" W for 175.88 feet, thence N 89°8' 38" W for 162.98 feet. Thence S 88°5' 46" W for 263.52 feet, thence N 86°19' 4" W for 209.97 feet. Thence S 89°53' 49" W for 364.48 feet, thence S 89°30' 30" W for 149.32 feet. Thence S 87°22'34" W for 159.98 feet, thence S 88°15' 10" W for 224.27 feet. Thence S 89°59' 44" W for 440.35 feet, thence S 88°22'25" W for 380.36 feet. Thence N 88°47'23" W for 113.11 feet, thence S 83°57'27" W for 189.23 feet. Thence S 89°2'55" W for 1,336.72 feet, thence S 87°57'18" W for 314.88 feet. Thence N 78°23' 25" W for 356.75 feet, thence N 89°16' 47" W for 405.66 feet. Thence S 88°49' 6" W for 251.40 feet, thence S 88°49'4" W for 21.24 feet. Thence S 88°21'27" W for 180.88 feet, thence S 89°33'25" W for 707.36 feet. Thence N 2°5' 25" W for 742.15 feet, thence N 2°4' 1" W for 743.07 feet. Thence N 2°8' 41" W for 140.17 feet, thence N 2°8' 31" W for 140.53 feet. Thence N 1°58' 25" W for 42.59 feet, thence N 1°55' 42" W for 22.57 feet. Thence N 2°24' 35" W for 54.98 feet, thence N 2°5' 45" W for 55.33 feet. Thence N 2°32'44" W for 24.76 feet, thence N 1°51'9" W for 25.12 feet. Thence N 2°8'38" W for 1,560.45 feet, thence N 2°0'5" W for 41.14 feet. Thence N 2°9'19" W for 1,299.41 feet, thence N 2°12' 40" W for 49.15 feet. Thence N 0°24' 22" W for 21.84 feet, thence N 0°42' 2" W for 35.31 feet. Thence N 0°45'49" W for 121.95 feet, thence N 0°29'31" W for 49.14 feet. Thence N 0°33'48" W for 1,234.5 feet, thence N 0°33'47" W for 656.07 feet. Thence N 0°33'48" W for 576.06 feet, thence N 0°33'34" W for 69.217 feet. Thence N 0°35'4" W for 28.39 feet, thence N 2°32'21" W for 87.02 feet. Thence N 2°32'0" W for 87.39 feet, thence N 2°50'14" W for 40.78 feet. Thence N 3°13'59" W for 41.16 feet, thence N 2°40' 28" W for 2,001.39 feet. Thence N 2°59' 45" E for 40.51 feet, thence N 0°22' 8" E for 447.55 feet. Thence N 1°53'0" E for 38.64 feet, thence S 29°59'0" E for 23.26 feet. Thence S 40°11'54" E for 8.43 feet, thence S 42°53' 23" E for 4.87 feet. Thence S 86°6' 0" E for 176.79 feet, thence S 89°58' 36" E for 519.85 feet. Thence N 82°40' 2" E for 67.94 feet, thence S 89°56' 39" E for 219.21 feet. Thence N 88°18'51" E for 289.67 feet, thence N 86°11'31" E for 87.40 feet. Thence S 89°51'13" E for 156.97 feet, thence S 87°41'49" E for 137.71 feet. Thence N 88°17'19" E for 197.34 feet, thence N 88°31'10" E for 210.61 feet. Thence S 89°25' 43" E for 261.46 feet, thence N 86°47' 58" E for 351.82 feet. Thence N 88°22'20" E for 188.49 feet, thence N 88°48'53" E for 140.40 feet. Thence N 84°22'51" E for 56.50 feet, thence S 88°1'45" E for 244.60 feet. Thence N 89°41'11" E for 47.79 feet, thence N 88°57'17" E for 295.26 feet. Thence N 87°32'41" E for 328.97 feet, thence N 89°58'38" E for 340.17 feet. Thence N 89°3' 10" E for 345.70 feet, thence N 88°23' 40" E for 300.58 feet. Thence N 89°14' 39" E for 336.57 feet, thence N 88°48' 35" E for 109.72 feet. Thence N 89°5' 4" E for 227.42 feet, thence N 89°28' 35" E for 343.66 feet. Thence S 85°23' 43" E for 136.97 feet, thence N 86°16' 35" E for 288.46 feet. Thence N 88°16' 18" E for 389.37 feet, thence N 87°21' 26" E for 820.57 feet. Thence N 88°20' 5" E for 1,288.76 feet to the point of beginning.

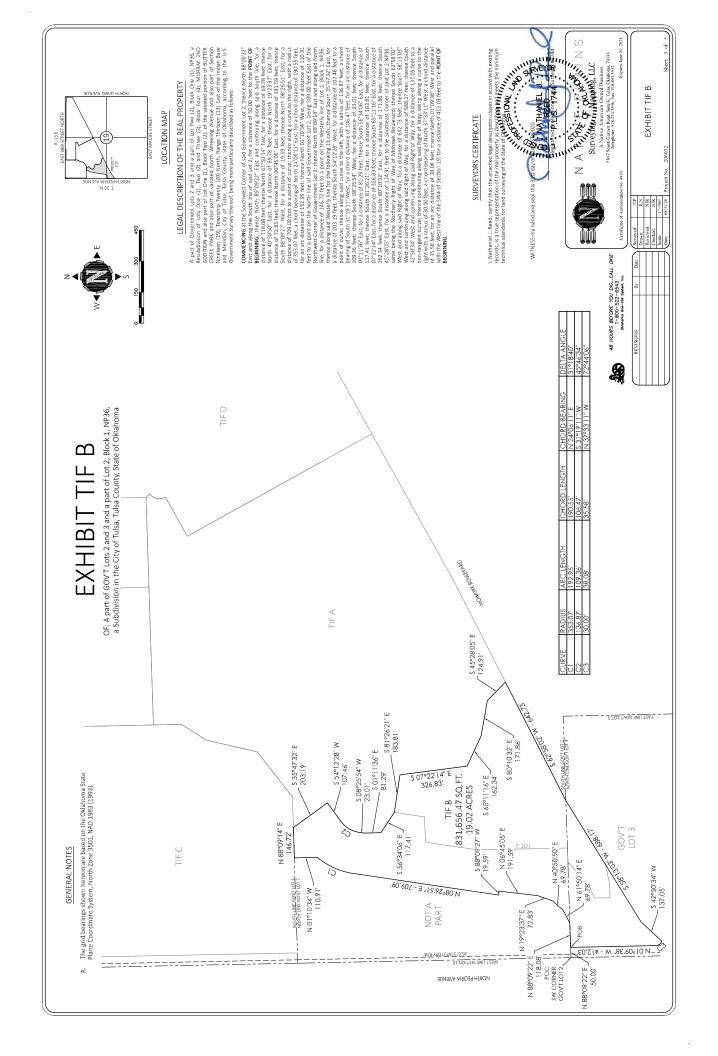


N A T I V E P L A I N S Surveying A Mapping, LLC A Attive American Owned Business 5907-State Control Business For State Control B COVER SHEET EAST APACHE STREET LOCATION MAP 48 HOURS BEFORE YOU DIG.,.CALL OKIE 1-800-522-6543 Oklahama Oxe-Call System, Inc. COVER SHEET Part of Section 19, Township 20 North, Range 13 East, Tulsa County, State of Oklahoma



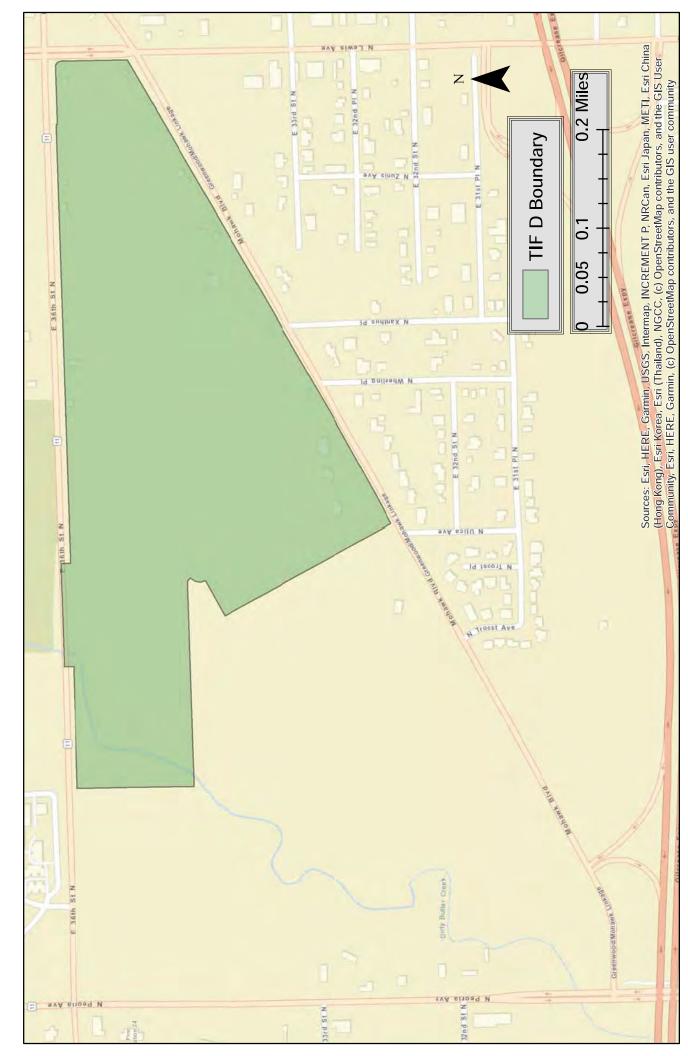








COMMENCING at the Northwest Comer of the Northwest Quarter, Section Ninsteen (19), where the Northwest Council your hand printens (12) Service from 1907 924 East and now the west Merchant Council of the Council of th N A Triply Free North N S Survey the In Manny I. L.C. A part of Government Lot One (1), Tulsa County, State of Oklahoma, according to the U.S. Government Survey thereof, being more particularly described as follows: A Native American Owned Business 5807 South Garnett Road, Suite X, Tulsa, Oklahoma, 74146 Telephone: 918.234,7596, Fax: 918.893,5552 LEGAL DESCRIPTION OF THE REAL PROPERTY I. Nathaniei J. Reed, certify that the attached legal description closes in except records, is a true representation of the real property as described in Hit press technical standards for land surveying of the State of Q EXHIBIT TIF C LOCATION MAP SURVEYORS CERTIFICATE WITNESS my hand and seal 48 HOURS BEFORE YOU DIG...CALL OKIE 1-800-522-6543 04ohoma 0xe-Cal System, Inc. TIF D OF: A part of GOV'T Lot 1, Tulsa County, State of Oklahoma **EXHIBIT TIF C** TIF A S 01°13'28" E 136.22' S 32°38'59" W 139.23' _S 13°13'30" W _255.86' 2 01°13'28" E - 659.85' TIF B N 88°09'14" E - 1083.90' TIF C 1,397,461.94 SQ.FT. 32.08 ACRES± The grid bearings shown hereon are based on the Oklahoma State Plane Coordinate System, North Zone 3501, NAD 1983 (1993). SOUTH LINE GOV, LOT S 88°09'14" W -N 01°09'41" W 39.00' GENERAL NOTES N 88°09'14" E 30.00' NOT A PART N 88°09'14" E ∫ 80.01' J POB N 01°09'41" W - 1280.71' WEST LINE SECTION 19 RORTH PEORIA AVENUE POC NW Corner NW/4 — Sec. 19, T.20N., R.13E.



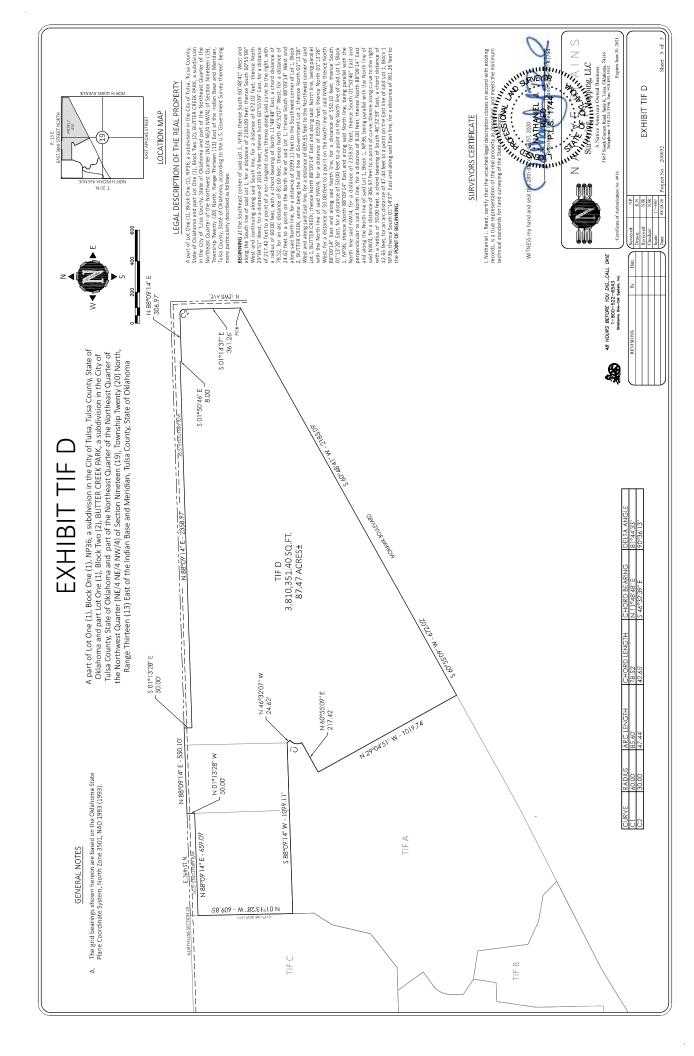


Exhibit D – Increment Districts Legal Descriptions

TIF A:

A part of Lot One (1), Block One (1), NP36, a Resubdivision of Lots One (1), Two (2) and Three (3), Block Four (4), MURRAY 2ND ADDITION and also part of Lot One (1), Block Two (2), of the vacated portion of BUTTER CREEK PARK and also part of vacated North Wheeling Avenue and also part of Section Nineteen (19), Township Twenty (20) North, Range Thirteen (13) East of the Indian Base and Meridian, City of Tulsa, Tulsa County, State of Oklahoma, according to the U.S. Government Survey thereof, being more particularly described as follows:

BEGINNING at the Southwest Corner of said Lot 1, NP36; thence along the Westerly line of said Lot 1 for the following 16 calls; thence North 45°28'05" West, for a distance of 124.91 feet; thence North 80°10'32" West, for a distance of 171.86 feet; thence North 65°11'16" West, for a distance of 162.34 feet; thence North 07°22'14" West, for a distance of 326.83 feet; thence North 81°26'21" West, for a distance of 183.81 feet; thence North 56°34'06" West, for a distance of 117.41 feet; thence North 01°11'36" West, for a distance of 81.29 feet; thence North 08°25'54" East, for a distance of 23.01 feet to a point of curve; thence along a curve to the right with a radius of 136.87 feet, a chord bearing of North 31°19'11" East, for a chord distance of 106.47 feet, and an arc distance of 109.36 feet; thence North 54°12'28" East, for a distance of 107.46 feet; thence North 35°47'32" West, for a distance of 203.19 feet to a point on the South line of Government Lot 1; thence North 88°09'14" East and along said South line, for a distance of 147.45 feet; thence North 52°07'56" East, for a distance of 275.09 feet; thence North 13°13'30" East, for a distance of 255.86 feet; thence North 32°38'59" East, for a distance of 139.23 feet; thence North 01°13'28" West, for a distance of 136.22 feet to the Northwest Corner of said Lot 1, same being the Southwest Corner of Lot 1, Block 2 BUTTER CREEK PARK; thence North 88°09'14" East and along said South line, same being the North line of said Lot 1, Block 1, NP36, for a distance of 1099.11 feet; thence South 46°32'07" East, for a distance of 24.62 feet to a point of curve; thence along a curve to the left, with a radius of 60.00 feet, a chord bearing of South 11°48'48" West, for a chord distance of 78.52 feet and an arc distance of 85.60 feet; thence South 60°55'09" West, for a distance of 217.42 feet; thence South 29°04'51" East, for a distance of 1019.74 feet to a point on the South line of said Lot 1; thence South 60°55'09" West, for a distance of 818.93 feet; thence South 62°58'10" West and continuing along said South line, for a distance of 542.79 feet to the POINT OF BEGINNING.

TIF B:

A part of Government Lots 2 and 3 and a part of Lot Two (2), Block One (1), NP36, a Resubdivision of Lots One (1), Two (2) and Three (3), Block Four (4), MURRAY 2ND ADDITION and also part of Lot One (1), Block Two (2), of the vacated portion of BUTTER CREEK PARK and also part of vacated North Wheeling Avenue and also part of Section Nineteen (19), Township Twenty (20) North, Range Thirteen (13) East of the Indian Base and Meridian, City of Tulsa, Tulsa County, State of Oklahoma, according to the U.S. Government Survey thereof, being more particularly described as follows:

COMMENCING at the Southwest Corner of said Government Lot 2; thence North 88°09'22" East and along the South line of said Lot 2, for a distance of 50.00 feet to the POINT OF BEGINNING; thence North 89°09'22" East and continuing along said South line, for a distance of 118.08 feet; thence North 61°50'14" East, for a distance of 69.78 feet; thence North 40°50'50" East, for a distance of 69.78 feet; thence North 19°23'37" East, for a distance of 72.83 feet; thence North 06°45'05" East, for a distance of 191.59 feet; thence South 88°09'27" West, for a distance of 19.59 feet; thence North 08°26'51" East, for a distance of 709.09 feet to a point of curve; thence along a curve to the right, with a radius of 353.07 feet, a chord bearing of North 24°06'11" East, for a chord distance of 190.55 feet, for an arc distance of 192.95 feet; thence North 01°10'34" West, for a distance of 110.91 feet to a point on the North line of said Government Lot 2, being 509.00 feet East of the Northwest Corner of Government Lot 2; thence North 88°09'14" East and along said North line, for a distance of 146.72 feet to a point on the Westerly line of Lot 1, Block 1, NP36; thence along said Westerly line for the following 11 calls; thence South 35°47'32" East, for a distance of 203.19 feet; thence South 54°12'28" West, for a distance of 107.46 feet to a point of curve; thence along said curve to the left, with a radius of 136.87 feet, a chord bearing of South 31°19'11" West, for a chord distance of 106.47 feet, for an arc distance of 109.36 feet; thence South 08°25'54" West, for a distance of 23.01 feet; thence South 01°11'36" East, for a distance of 81.29 feet; thence South 56°34'06" East, for a distance of 117.41 feet; thence South 81°26'21" East, for a distance of 183.81 feet; thence South 07°22'14" East, for a distance of 326.83 feet; thence South 65°11'16" East, for a distance of 162.34 feet; thence South 80°10'32" East, for a distance of 171.86 feet; thence South 45°28'05" East, for a distance of 124.91 feet to the Southeast Corner of said Lot 2 NP36, same being the Northerly Right of Way of Mohawk Boulevard; thence South 62°58'02" West and along said Right of Way, for a distance of 642.73 feet; thence South 58°13'03" West and continuing along said Right of Way, for a distance of 688.17 feet; thence South 42°50'34" West and continuing along said Right of Way, for a distance of 137.05 feet to a non-tangent curve; thence continuing along said Right of Way, being along a curve to the right with a radius of 30.00 feet, a chord bearing of North 37°33'11" West, a chord distance of 35.58 feet, for an arc distance of 38.08 feet; thence North 01°09'38" West and parallel with the West line of the SW4 of Section 19, for a distance of 412.03 feet to the POINT OF BEGINNING.

TIF C:

A part of Government Lot One (1), Tulsa County, State of Oklahoma, according to the U.S. Government Survey thereof, being more particularly described as follows:

COMMENCING at the Northwest Corner of the Northwest Quarter, Section Nineteen (19), Township Twenty (20) North, Range Thirteen (13) East; thence North 88°09'14" East and along the North line of said NW/4, for a distance of 80.00 feet to the POINT OF BEGINNING; thence North 88°09'14" East and continuing along said North line, for a distance of 1083.90 feet to the Northeast Corner of said Government Lot 1; thence South 01°13'28" East and along the East line of said Lot 1, for a distance of 659.86 feet to the Northwest Corner of Lot 1, Block 1, NP36; thence South 01°13'28" East and along the Westerly line of said Lot 1, for a distance of 136.22 feet; thence South 32°38'59" West and continuing along said Westerly line, for a distance of 139.23 feet; thence South 13°13'30" West and continuing along said Westerly line, for a distance of 255.85 feet; thence South 52°07'56" West and continuing along said Westerly line, for a distance of 275.09 feet to a point on the South line of said Government

Lot 1; thence South 88°09'14" West and along said South line, for a distance of 753.17 feet; thence North 01°09'41" West and parallel with the West line of said NW/4, for a distance of 1280.71 feet; thence North 88°09'14" East and parallel with the North line of said NW/4, for a distance of 30.00 feet; thence North 01°09'41" West and parallel with said West line, for a distance of 39.00 feet to the POINT OF BEGINNING.

TIF D:

A part of Lot One (1), Block One (1), NP36, a subdivision in the City of Tulsa, Tulsa County, State of Oklahoma and part Lot One (1), Block Two (2), BUTTER CREEK PARK, a subdivision in the City of Tulsa County, State of Oklahoma and part of the Northeast Quarter of the Northeast Quarter of the Northwest Quarter (NE/4 NE/4 NW/4) of Section Nineteen (19), Township Twenty (20) North, Range Thirteen (13) East of the Indian Base and Meridian, Tulsa County, State of Oklahoma, according to the U.S. Government Survey thereof, being more particularly described as follows:

BEGINNING at the Southeast corner of said Lot 1, NP36; thence South 60°48'41" West and along the South line of said Lot 1, for a distance of 2183.09 feet; thence South 60°55'09" West and continuing along said South line, for a distance of 672.02 feet; thence North 29°04'51" West, for a distance of 1019.74 feet; thence North 60°55'09" East, for a distance of 217.42 feet to a point of a non-tangent curve; thence along said curve to the right, with a radius of 60.00 feet, with a chord bearing of North 11°48'48" East, a chord distance of 78.52, for an arc distance of 85.60 feet; thence North 46°32'07" West, for a distance of 24.62 feet to a point on the North line of said Lot 1; thence South 88°09'14" West and along said North line, for a distance of 1099.11 feet to the Southwest corner of Lot 1, Block 2, BUTTER CREEK PARK, same being the East line of Government Lot 1; thence North 01°13'28" West and along said East line, for a distance of 609.85 feet to the Northwest corner of said Lot 1, BUTTER CREEK PARK; thence North 88°09'14" East and along said North line, being parallel with the North line of said NW/4, for a distance of 659.09 feet; thence North 01°13'28" West, for a distance of 50.00 feet to a point on the North line of said NW/4; thence North 88°09'14" East and along said North line, for a distance of 550.10 feet; thence South 01°13'28" East, for a distance of 50.00 feet to a point on the North line of said Lot 1, Block 1, NP36; thence North 88°09'14" East and along said North line, being parallel with the North line said NW/4, for a distance of 2358.97 feet; thence South 01°50'46" East and perpendicular to said North line, for a distance of 8.00 feet; thence North 88°09'14" East and along the North line of said Lot 1, Block 1, NP36, being parallel with the North line of said NW/4, for a distance of 306.97 feet to a point of curve; thence along curve to the right with a radius of 30.00 feet, a chord bearing of South 46°32'39" East, a chord distance of 42.65 feet, for an arc distance of 47.44 feet to a point on the East line of said Lot 1, Block 1 NP36; thence South 01°14'37" East and along said East line, for a distance of 361.26 feet to the POINT OF BEGINNING.

