

STAR BOND PROJECT PLAN
OLATHE GATEWAY STAR BOND PROJECT – PROJECT AREA 1

SUBMITTED BY LORETTO COMMERCIAL DEVELOPMENT, LLC
PURSUANT TO THE STAR BOND FINANCING ACT

SUBMITTED TO THE CITY OF OLATHE, KANSAS
AND THE KANSAS DEPARTMENT OF COMMERCE

OCTOBER 9, 2024

TABLE OF CONTENTS

- I. Introduction
- II. STAR Bond Project Plan
 - a. Description and Map of the District and STAR Bond Project Area 1
 - b. Reference to the STAR Bond Project District Plan
 - c. Detailed Description of Buildings and Facilities
 - d. Summary of Project Costs and Anticipated Revenue Sources
 - i. Total Project Costs
 - ii. Costs Eligible for Reimbursement and Requested Eligible Costs
 - iii. Summary of Sources of Funds
 - e. Summary of Feasibility Study
 - i. Sufficiency of the Project's Revenues Compared to the Project's Cost
 - 1. Total Project Costs
 - 2. Tax Revenues Subject to Capture
 - 3. Estimated Tax Revenues
 - ii. Job Creation and Generation of New Tax Revenue
 - iii. Visitation
 - iv. Impact on Outstanding Special Obligation Bonds
 - v. Market Study/Market Impact Study
 - f. Meetings and Minutes
 - g. Relocation Plan
 - h. Sources and Uses, Sufficiency of Revenues to Pay STAR Bond Debt Service
 - i. Officers of Developer

LIST OF EXHIBITS

Exhibit A – Map of the District and STAR Bond Project Areas

Exhibit B – Legal Description of District and STAR Bond Project Areas

Exhibit C – Ordinance No. 24-35

Exhibit D – June 20, 2024 Letter from Kansas Department of Commerce

Exhibit E – Site Plan

Exhibit F – Minutes

Exhibit G - Project Budget

PROJECT DEVELOPMENT TEAM

Loretto Commercial Development, LLC (or an affiliate(s))

VanTrust Real Estate, LLC (or an affiliate(s))

I. INTRODUCTION

Loretto Commercial Development, LLC (together with any affiliate(s), the “**Developer**”) respectfully submits this STAR Bond Project Plan (this “**Project Plan**”) for Project Area 1 (“**STAR Bond Project Area 1**”) to the City of Olathe, Kansas (the “**City**”) and the Kansas Department of Commerce (the “**Department**”) for consideration pursuant to the Kansas STAR Bonds Financing Act, K.S.A. § 12-17, 160 *et seq.*, as amended (the “**Act**”).

The Olathe Gateway STAR Bond Project (as further described below under “Detailed Description of Buildings and Facilities,” the “**Project**”) envisions the development of approximately 130+/- acres generally located at the intersection of 119th Street and Renner Boulevard. The Project will be situated on real property within the Olathe Gateway STAR Bond Project District, which was established pursuant to Ordinance No. 24-35 of the City, attached hereto as **Exhibit C**, adopted on September 17, 2024 and published in the *Legal Record* on September 24, 2024 (the “**District**”). A site plan of the Project is included as **Exhibit E** (for illustrative purposes only).

II. STAR BOND PROJECT PLAN

Pursuant to the Act, municipalities are authorized to utilize STAR bond financing for specific development projects through: (i) the creation of a STAR bond project district, subject to a finding by the Secretary of the Department (the “**Secretary**”) that the STAR bond project district plan is eligible for STAR bond financing; and (ii) the adoption of a STAR bond project plan that is subsequently approved by the Secretary.

By letter dated June 20, 2024, the Secretary deemed the District to be an “eligible area” as defined by the Act. Based upon the approved District, and in accordance with the Act, this Project Plan is offered for consideration by the City and the Secretary. This Project Plan includes the following:

- a description and map of the project area to be redeveloped;
- a reference to the district plan established under K.S.A. 12-17, 165, and amendments thereto, that identifies the project area that is set forth in the project plan that is being considered;
- a detailed description of the buildings and facilities proposed to be constructed or improved in such area;
- a summary of the feasibility study as defined in subsection (b) of K.S.A. 12-17, 166, and amendments, thereto;
- a relocation assistance plan as described in K.S.A. 12-17, 172, and amendments thereto;
- the names of the owners, partners, officers or principals of any developer of the project and of any associated business partner of any developer of the project that is involved in the STAR bond project;

- documentation indicating that the Project will result in a capital investment in excess of \$75,000,000 and will generate gross annual sales revenue in excess of \$75,000,000;
- a market study establishing the ability of the Project to gain market share locally, regionally, and nationally and the Project's ability to gain sufficient market share to: (1) remain profitable past the term of repayment; and (2) maintain status as a significant factor for travel decisions;
- a market impact study establishing that (1) the Project will not have a substantial negative impact on other businesses in the project market area; and (2) the Project will not cause a default in the payment of any outstanding special obligation bonds authorized pursuant to the Act;
- information establishing that the Project will sufficiently promote, stimulate and develop the general and economic welfare of the State, as determined by the Secretary; and
- any and all other information the governing body of the City has deemed necessary to advise the public on the intent of this Project Plan.

A. DESCRIPTION AND MAP OF STAR BOND PROJECT AREA 1

The District is comprised of two STAR bond project areas (as defined in the Act) located within the City of Olathe at the intersection of 119th Street and Renner Boulevard. The District encompasses approximately 130 acres of land, most of which is undeveloped and ready for development and utilization. A map of the District and two STAR bond project areas is attached to this application as **Exhibit A**, and a legal description of the District and STAR Bond Project Area 1 is attached as **Exhibit B**.

B. REFERENCE TO THE STAR BOND PROJECT DISTRICT PLAN

The proposed STAR Bond Project Area 1 will be wholly within the District. The District Plan for the District (the “**District Plan**”) is as follows:

The buildings and facilities to be constructed or improved in the Olathe Gateway STAR Bond Project District generally include a mixed-use development consisting of some or all of the following uses: a multi-sport athletic complex for both professional and youth sports uses and events, entertainment uses, including an amusement park, retail uses, restaurant uses, and other general commercial development; hotel uses; residential uses, including multi-family residential facilities; visitor amenities and accessibility improvements and amenities for disabled visitors; and associated streets and other public and private infrastructure. The Olathe Gateway STAR Bond Project District may consist of one or more STAR bond project areas as delineated in one or more STAR bond project plans to be approved for property within the STAR bond project district.

As mentioned above, the Secretary designated the District as an “eligible area” for STAR bond financing, as evidenced by the letter from the Secretary attached hereto as **Exhibit D**. The components of the Project set forth herein are consistent with the District Plan.

C. DETAILED DESCRIPTION OF BUILDINGS AND FACILITIES

The Project consists of two marquee attractions. The first is a multi-sport arena with the capacity to seat approximately 5,000 attendees (the “**Arena**”). Among other things, the Arena is currently contemplated as a home to one or more amateur, minor league or semi-professional sports teams. However, the Arena will also feature amenities necessary for year-round events. The surface of the Arena can be quickly transformed from ice to dry surface and will be designed to host, among other things, the following events:

- Minor league, amateur and/or semi-pro and collegiate hockey games
- Youth hockey games, practices, and tournaments
- Wrestling matches, practices, and tournaments at the youth, high-school, or collegiate level
- Dance tournaments, related competitions, and practices
- Cheerleading tournaments, related competitions, and practices
- Figure-skating tournaments, related competitions, and practices
- Mixed-Martial Arts tournaments and events
- E-gaming tournaments and events
- Special Olympics events on both hard surface flooring and ice-based competitions
- Public ice-skating
- Conventions – such as boats and cars
- Other similar trade shows
- High-school graduations

The Project’s second marquee attraction is a Michael's Wonder World Amusement Park with an estimated size of 10.8 acres (the “**Amusement Park**”). The Amusement Park will be a unique Kansas attraction, modeled after Morgan’s Wonderland in San Antonio, the world's first ultra-accessible amusement park designed to accommodate those with special needs. Every attraction within a Morgan’s Wonderland Amusement Park design is completely accessible, including all rides, games, and interactive events. Morgan Wonderland’s original San Antonio location is home to over 25 attractions and experiences, including rides, playgrounds, gardens, picnic areas, an amphitheater, and a catch and release fishing lake. As stated above, every attraction is custom designed to accommodate riders in wheelchairs and with other special needs to ensure that not a single family member or friend misses out on the fun.

The Project contemplates approximately 132,200 square feet of retail space with the potential for quick-service restaurants and sit-down dining, and brick and mortar retail shops. Finally, the Project is expected to include a 160-room hotel, operated by a reputable hotel chain.

A site plan depicting the Project for illustrative purposes is attached as **Exhibit E**.

D. SUMMARY OF PROJECT COSTS AND ANTICIPATED REVENUE SOURCES

i. Total Project Costs

The total estimated cost to complete the Project, including site development and building construction is currently \$320,376,310. A high-level summary of the estimated costs is set forth below at **Table 1**.

Table 1

Estimated Total Cost of the Project

| <u>Project Component</u> | <u>Total Cost</u> |
|--------------------------------------|--------------------------|
| Arena Development Costs | \$104,530,844 |
| Amusement Park Development Costs | \$63,252,187 |
| Hotel Development Costs | \$37,710,529 |
| Destination Retail Development Costs | \$66,357,495 |
| Retail / Pad Sites Development Costs | \$48,525,256 |
| TOTAL | \$320,376,310 |

ii. Costs Eligible for Reimbursement and Requested Eligible Costs

The Act describes the costs that are eligible for STAR Bond financing and reimbursement. Such costs are referred to as “Eligible Project Costs.” Though Developer will defer to the ultimate judgment and legal analysis of the City and Department, Developer believes that the costs shown in **Table 2** will qualify as Eligible Project Costs. The Eligible Project Costs listed in Table 2 are itemized per project component in the budget attached as **Exhibit G**. Developer’s articulation of the total Project costs described in **Table 1**, and the Eligible Project Costs described in **Table 2**, including the itemized Project budget attached as **Exhibit G**, are estimates. Accordingly, it is expected and understood and that these numbers and line items are subject to change as the design and construction of the Project evolves.

Table 2

Eligible Project Costs

| <u>Project Component</u> | <u>Estimated Eligible Cost</u> |
|---------------------------------|---------------------------------------|
| Land Acquisition | \$16,640,216 |

| | |
|--|----------------------|
| Horizontal Grading/Infrastructure/Utilities | \$25,190,226 |
| Building Costs (Arena) | \$80,000,000 |
| Building/Rides/Equipment Costs (Amusement Park) | \$15,000,000 |
| Site Work - Parking, Paving, Landscaping | \$37,321,720 |
| Soft Costs | \$26,903,189 |
| TOTAL | \$201,055,351 |

iii. Summary of Sources of Funds

The sources of funds for the Project will be provided from the STAR bond proceeds and certain local incentives provided by the City, with all remaining funds obtained from private debt and equity. The local incentives include without limitation, tax increment financing pursuant to K.S.A. 12-1770 *et seq.*, as amended (“**TIF Financing**”), community improvement district financing pursuant to K.S.A. 12-6A26 *et seq.*, as amended (“**CID Financing**”) and industrial revenue bonds. Subject to the Act and other applicable law, the CID Financing may be pledged as an additional source of revenues to repay the STAR bonds described in this Project Plan.

E. SUMMARY OF FEASIBILITY STUDY

The Act requires that a feasibility study be prepared setting forth the following information: (1) whether a STAR bond project's revenue and tax increment revenue and other available revenues under K.S.A. 12-17, 169, and amendments thereto, are expected to exceed or be sufficient to pay for the project costs; (2) the effect, if any, a STAR bond project will have on any outstanding special obligation bonds payable from the revenues described in K.S.A. 12-17, 169, and amendments therefor; (3) a statement of how the jobs and taxes obtained from the STAR bond project will contribute significantly to the economic development of the state and region; (4) visitation expectations and a plan describing how the number of visitors to the STAR bond project district will be tracked and reported to the Secretary on an annual basis; (5) the unique quality of the project; (6) economic impact study, including the anticipated effect of the project on the regional and statewide economies; (7) market study; (8) market impact study; (9) integration and collaboration with other resources or businesses; (10) the quality of service and experience provides, as measured against national consumer standards for the specific target market; (11) project accountability, measured according to best industry practices; (12) the expected return on state and local investment that the project is anticipated to produce; (13) a net return on investment analysis; (14) a statement concerning whether a portion of the local sales and use taxes are pledged to other uses and are unavailable as revenue for the STAR bond project, and if so, the percentage of the city and county sales and use taxes that are so committed, and the date or dates on which the city and county sales and uses taxes pledged to other uses can be pledged for repayment of bonds; (15) an anticipated principal and interest payment schedule on the bond issue; (16) a summary of community involvement, participation and support for the STAR bond project; and

(17) a full disclosure and description of all state, federal and local tax incentives that apply or, pursuant to the project plan, are anticipated to apply within the STAR bond district or that apply to any business located in or, pursuant to the project plan, that will locate in the district.

PGAV Planners (“PGAV”) has prepared the “Olathe STAR Bond District Feasibility Study & Revenue Analysis” dated October 8, 2024 (the “**Feasibility Study**”) for the Department. The Feasibility Study provides analysis of the Project with respect to the information required to be in the study to comply with the Act.

A summary of the Feasibility Study is as follows:

i. Sufficiency of the Project's Revenues Compared to the Project's Cost

1. Total Project Costs

The Act requires an analysis to determine whether a project's revenues are expected to be sufficient (or exceed) the amount necessary to pay for the project costs. This requires a determination of the Project costs and requested Eligible Project Costs, and a comparison of such costs to the STAR bond revenues expected to be generated within a particular STAR bond project area (as defined by the Act). As indicated in **Table 1** above, the total estimated Project costs as of the date of this Project Plan are \$320,376,310. As indicated in **Table 2** above, the estimated Eligible Project Costs are \$201,055,351.

2. Tax Revenues Subject to Capture

At least four streams of revenues that are subject to capture under the Act for a STAR bond project are expected to be available to finance the Project: (1) incremental State sales and use taxes generated within STAR Bond Project Area 1, and imposed pursuant to K.S.A. 79-3601 *et seq.* and 79-3701 *et seq.*, based on the current State sales tax rate of 6.50%, of which 5.85% is subject to capture for the Project; (2) incremental local sales and use taxes generated within STAR Bond Project Area 1, and received by the City and imposed pursuant to K.S.A. 12-187 *et seq.*, based on the City's current general sales and use tax rate of 1.5%, of which 1.0% is subject to capture; (3) at the option of the governing body of Johnson County, Kansas (the “**County**”) incremental local sales and use taxes generated within STAR Bond Project Area 1 based on the County’s current general sales and use tax rate of 1.475%, of which 0.50% is subject to capture and (4) incremental transient guest tax revenues generated within STAR Bond Project Area 1 based on the current transient guest tax rate of 6.00% imposed within the City, of which 3.00% is anticipated to be captured for the Project.

3. Estimated Tax Revenues

The Feasibility Study includes a projection of STAR Bond revenues from the Arena, the Amusement Park, and the other commercial components of the Project. The Feasibility Study projects that, over the 20-year term of STAR Bond Project Area 1, the Arena is projected to generate \$86,779,359 in taxable sales, the Amusement Park is projected to generate \$53,303,788 in taxable sales, the retail component is expected generate \$1,780,583,892 in taxable sales, and the hotel component is expected to generate \$216,577,549 in taxable sales. The Feasibility Study estimates that the Project is expected to produce \$125,244,707 in total gross STAR bond revenues,

a sufficient amount to repay debt service on a STAR bond issuance that will yield net proceeds of \$79,171,520 (assuming an interest rate of 5% and a 1.30x debt service coverage ratio).

ii. Job Creation and Generation of New Tax Revenue

PGAV estimates that the Project's total direct on-site employment is estimated at 1,266 full-time equivalent jobs. Indirect and induced job creation is forecasted at 391 jobs, bringing the total work force to 1,656 jobs. Total payroll originating from these jobs is estimated at approximately \$68,318,302.

As it relates to the construction phase only, the Feasibility Study estimates a total of 1,035 jobs created, with total payroll originating from these jobs estimated at \$81,185,058. The Feasibility Study also estimates County and State tax revenue associated with Project construction in the approximate amount of \$1,377,888 and \$8,673,061 respectively.

iii. Visitation

To assist in evaluating STAR bond projects, the Secretary has published guidelines regarding a proposed project's economic impact. The following criteria were evaluated when considering the tourism potential of a project applying for STAR bond financing:

- Out-of-state visitation from multiple states should have a target of 20 percent of total annual visitation to be considered a major, unique, destination attraction;
- A target of 30 percent of total annual visitation should be drawn from greater than 100 miles' distance from the attraction community; and
- Total annual visitation should compare very favorably to existing attractions in Kansas, as well as to comparable attractions in markets elsewhere.

PGAV performed an analysis of existing multi-sport arenas and amusement parks operating in other Midwest communities to create a reasonable estimate of expected visitors to the proposed Project. Foot traffic data from Placer.AI, a vendor of anonymized cell phone data, was used to estimate total visits and visitor origin for these facilities. Expected foot traffic for the subject was estimated based on the performance of comparable facilities and adjusted to reflect the subject's characteristics. Visitation was further adjusted based on the similarities and differences between the projects and the operating comparison facilities.

The amusement parks analyzed include (1) Worlds of Fun in Kansas City, Missouri, (2) Six Flags in St. Louis, Missouri, (3) Frontier City in Oklahoma City, Oklahoma, and (4) Morgan's Wonderland in San Antonio, Texas. Multi-sport arenas analyzed include (1) Kansas City Ice Center in Shawnee, Kansas, (2) Wichita Ice Center in Wichita, Kansas, (3) Jordan Valley Ice Park in Springfield, Missouri, (4) Maryville University Hockey Center in Chesterfield, Missouri, (5) Centene Community Ice Center in Maryland Heights, Missouri, (6) St. Peters Rec-Plex in St. Peters, Missouri, and (7) Triphan Community Center & Ice Arena in Hoffman Estates, Illinois.

PGAV generally estimated that the Arena could host 585,000 visits per year, with approximately 12% of visitors originating from communities more than 100 miles away, and 36% of visitors originating from a state outside of Kansas. PGAV also generally estimated that the Amusement Park could host 53,900 visits per year, with approximately 25% of visitors originating from communities more than 100 miles away, and 55% of visitors originating from a state outside of Kansas.

Taken together, PGAV estimates that the Project may attract approximately 638,900 visitors annually, with approximately 13% of visitors from more than 100 miles from the Project, and approximately 38% of visitors from outside the State of Kansas.

Notwithstanding the generality of the foregoing, PGAV provided more specific in-depth analysis about the Arena, noting that unlike more traditional tourist destinations, the Arena will be designed to serve two populations. During the week, the Arena will primarily serve the local community, while on weekends, the Arena will host tournaments designed to bring in visitors from other metro areas. Because the local community has the ability to visit the Arena more easily, it was anticipated that the more frequent visitation from local residents would “dilute” the impacts of tournament-related visitation from more distant communities.

PGAV therefore segmented visitor data by day of week (weekend or weekday), distance of origin, and state of origin, and compared the number of visits in each category to the number of unique visitors in each category for two comparison facilities. These observations were used to estimate the number of visits and visitors in each of these categories for the proposed Arena. Looking only at visits, the proposed facility exceeds STAR Bond requirements for out-of-state visits on the weekends, but not visits from more than 100 miles away. However, when considering the number of unique visitors during weekend days, the percentage of unique visitors exceeds the STAR bond requirements for both nonlocal and out of state visitors, with approximately 30% of unique visitors originating from communities more than 100 miles away, and 55% of unique visitors originating from a state outside of Kansas. PGAV suggests that, based on this analysis it may be appropriate to consider weekday visitation and weekend visitation as two separate entities, and to consider both visits and unique visitors in order to account for the impact of more frequent weekday visitation from local residents. For a tournament-focused facility like the proposed Arena, it seems reasonable to emphasize the unique weekend visitation numbers within the spirit of the STAR Bond Act and related regulations. It also would seem appropriate to measure the percentage contribution of STAR Bond financing to the overall cost of the tournament-focused Arena and acknowledge that the private funding may be relatively proportionate to the portion of each week that has fewer out-of-state visitors and visitors from more than 100 miles away.

Finally, the Act requires a plan from the Developer describing how the number of visitors to the District will be tracked and reported to the Secretary on an annual basis. Currently, the Developer is working with a third-party vendor with software capabilities to administer booking, ticketing, and visitation tracking for the Arena and Amusement Park. For both attractions, the vendor plans to collect, track, and summarize the data, keeping complete and accurate records of visitation. For the retail components of the Project, the Developer and City are considering various options, including the Placer.AI technology referenced above, other cell-phone data collection services, and license plate tracking systems.

iv. Impact on Outstanding Special Obligation Bonds

As required by the Act, the Feasibility Study includes an evaluation as to the effect, if any, the Project would have on any outstanding STAR bonds payable from revenues authorized pursuant to the Act. The Act contemplates an analysis focused on the ongoing viability of any such outstanding special obligation bonds based on the terms and conditions of their issuance, not whether this Project or any other STAR bond project would simply impact the overall sales tax generation used to support the issuance. In other words, the question posed is whether a proposed project would reasonably be anticipated to jeopardize the bargained-for investment made by current bondholders of other STAR bond projects. More than fifteen STAR bond districts are currently active and in the process of repayment throughout the State. A review of the STAR bond districts showed that no other districts offer an amusement park reasonably comparable to the Project. The impact of the Arena is discussed below with specificity in the next section, including the market impact relative to the Bluhawk project. However, the Feasibility Study concludes that the proposed District “will not have a measurable adverse impact on visitor volumes, retail sales volumes and STAR bond revenues on those STAR bond districts with outstanding bond debt. Therefore, the attractions and activities planned for the proposed District are not anticipated to cause a default in the payment of outstanding STAR bonds in other communities.”

v. Market Study/Market Impact Study

The proposed Arena will be located 7.5 miles to the northwest of the Bluhawk Sports Park (“**Bluhawk**”), a STAR bond-funded project located in Overland Park, Kansas. When the first phase of Bluhawk opens in late 2024, it will feature an indoor sports complex with a 3,500 seat arena and an ice rink. The facility will include four basketball courts (convertible to eight volleyball courts or eight pickleball courts), and a 40,000 square foot indoor turf field for soccer, baseball, football, rugby, and lacrosse. Other facilities include locker rooms, a training area, sprinting track, café, and a sports medicine center. The family entertainment center will be home to arcade games, bowling, laser tag, an e-sports center, and golf simulators.

A review of existing facilities for ice sports in the Kansas City region found that the region currently lacks the necessary facilities, especially when compared to St. Louis, a region of similar size and demographics. The review of Kansas City regional ice facilities found that the region currently has two large ice rinks, both located within the Kansas City Ice Center in Shawnee, Kansas. In comparison, the St. Louis region is home to at least 15 large ice rinks. This suggests that there is an opportunity to grow the youth hockey capacity and market within the Kansas City region, and that increasing the number of facilities creates more opportunities for participation and competition within the region.

According to data published by USA Hockey, youth hockey participation is on the rise considering increases in USA Hockey memberships, which present a suitable barometer for overall hockey participations. Nationwide, membership increased by more than 17,000 in the 2022-23 hockey season over 2021-22 the hockey season.

USA Hockey organizes the nation’s hockey players into several districts. The Kansas City metro area lies within the Central District, which includes the State of Kansas, Missouri, Illinois, Wisconsin, Iowa, and Nebraska. Across the Central District, hockey membership increased

approximately 1.5% to 77,854 at the end of the 2022-23 hockey season. In the State of Kansas, memberships increased 5.2% to 1,850, and, in the State of Missouri, memberships increased 7.3% to 11,426. Growth in hockey participation in Kansas and Missouri appears to be outpacing growth nationwide. As demand for hockey grows, the Feasibility Study concludes there is likely room for both Bluhawk and the Arena in the same market.

In addition to ice hockey, the proposed multi-sport Arena intends to focus on other youth sports including cheerleading, dance, and gymnastics. Since the Bluhawk sports facility does not intend to focus on these sports, the proposed Arena is not intended to compete with Bluhawk to capture these markets.

F. Meetings and Minutes

Attached as **Exhibit F** are minutes of the City meetings where the Project was discussed. Meetings to date include the meetings where the Project and the creation of the District were discussed, as indicated in **Exhibit F**. Upon approval of this Project Plan by the City and prior to transmittal to the Secretary, the City Clerk will supplement **Exhibit F** with the minutes of any additional City meetings where the Project was discussed.

G. Relocation Plan

The Developer will privately purchase any portion of STAR Bond Project Area 1 necessary to implement the Project via a purchase and sale agreement negotiated at arm's length. Thus, any relocation required by this Project Plan will be coordinated and funded by private arms-length transactions, which the Developer acknowledges will meet or exceed the requirements set forth in the Act including, as applicable, Section K.S.A. 12-17, 166, 12-17, 172, and 12-17, 173.

H. Sources and Uses, Sufficiency of Revenues to Pay STAR Bond Debt Service

The sources and uses of the funds are described above and in **Tables 1 and 2**. This Project Plan contemplates that the STAR bonds will finance up to \$79,171,520 of the total estimated Project Costs. Private sources (including Developer's equity and debt financing), along with additional public financing will finance at least the remaining \$241,204,790 of such estimated Project costs. The maximum amount of STAR Bonds represents approximately 24.7% of the total estimated Project costs shown in **Table 1**.

Notwithstanding the \$79,171,520 request for STAR Bond financing set forth herein, and the PGAV Feasibility Study which supports the feasibility of sales tax revenues to support debt service for up to \$79,171,520, Developer acknowledges and understands that (i) the Kansas Department of Commerce has not yet provided an approval letter with an allocation of STAR Bonds, and (ii) any allocation of STAR Bonds for the Project will be subject to an approval letter from the Kansas Department of Commerce and the terms and conditions of a development agreement with the City.

I. Officers of Developer

Loretto Commercial Development, LLC is wholly-owned by Lamar Hunt Jr. The company is primarily managed by James Arkell, Vice President and Chief Operating Officer of Loretto Holdings. Dave Harrison is the President and primary manager of VanTrust Real Estate, LLC.

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EXHIBIT A

Map of District and STAR Bond Project Areas



Exhibit A – Map of District and STAR Bond Project Areas

EXHIBIT B

Legal Description of District and STAR Bond Project Areas

STAR Bond Project Area 1:

All that part of the Northeast Quarter of Section 19, Township 13 South, Range 24 East, in the City of Olathe, Johnson County, Kansas, more particularly described by Chris R. Sprague, Kansas PS-1632 of Olsson, LS-144, on October 11, 2023, as follows:

COMMENCING at the Northeast corner of the Northeast Quarter of said Section 19; thence South 02 degrees 07 minutes 57 seconds East, on the East line of said Northeast Quarter, a distance of 369.28 feet to a point; thence departing said East line, South 87 degrees 52 minutes 03 seconds West a distance of 60.00 feet to a point on the West right-of-way line of Renner Boulevard as established by Dedication for Public Street, Storm Drainage and Utilities, recorded in Book 2232, Page 966 and the POINT OF BEGINNING; thence South 02 degrees 07 minutes 57 seconds East, on said West right-of-way line, a distance of 537.10 feet to the Northeast corner of Fire Station No. 2, a platted subdivision in said City of Olathe; thence departing said West right-of-way line, South 87 degrees 28 minutes 07 seconds West, on the North line of said Fire Station No. 2, a distance of 370.00 feet to the Northwest corner thereof; thence departing said North line, South 02 degrees 07 minutes 57 seconds East, on the West line of said Fire Station No. 2, a distance of 319.99 feet to the Southwest corner thereof, said point also lying on the North line of Interstate Addition, a platted subdivision in said City of Olathe; thence departing said West line, South 87 degrees 28 minutes 07 seconds West, on the North line of said Interstate Addition, a distance of 1,753.01 feet to the Northwest corner thereof; thence departing said North line, South 02 degrees 07 minutes 57 seconds East, on the West line of said Interstate Addition, a distance of 348.26 feet to a point of curvature; thence in a Southerly, Southeasterly, and Easterly, on the Southwesterly line of said Interstate Addition, on a curve to the left having a radius of 577.71 feet, through a central angle of 90 degrees 23 minutes 57 seconds, an arc distance of 911.49 feet to a point; thence North 87 degrees 28 minutes 07 seconds East, on the South line of said Interstate Addition, a distance of 554.94 feet to a point; thence departing said South line, South 02 degrees 07 minutes 57 seconds East, on the West line of said Interstate Addition, a distance of 20.00 feet to a point on the North line of a 30.00 foot wide public right-of-way, as established by Dedication for Public Street and Utilities, recorded in Book 196, Page 649; thence departing said West line, South 87 degrees 28 minutes 07 seconds West, on said North right-of-way line, a distance of 1,204.94 feet to the Southeast corner of Lot 1, Olathe Entertainment District Third Plat, a platted subdivision in said City of Olathe; thence departing said North right-of-way line, North 02 degrees 31 minutes 53 seconds West, on the East line of said lot 1, a distance of 24.00 feet to a point; thence South 87 degrees 28 minutes 07 seconds West, on the East line of said Lot 1, a distance of 251.59 feet to a point; thence North 02 degrees 00 minutes 17 seconds West, on the East line of said Lot 1, a distance of 253.85 feet to the Northernmost Northeast corner thereof; thence departing said East line, South 87 degrees 59 minutes 43 seconds West, on the North line of said Lot 1, a distance of 155.00 feet to the Northwest corner thereof, said point also being on the West line of the Northeast Quarter of said Section 19; thence departing said North line, North 02 degrees 00 minutes 17 seconds West, on said West line of said Northeast Quarter, a distance of 765.82 feet to the Southwest corner of Resourcenet International, a platted subdivision in said City of Olathe; thence

departing said West line, North 87 degrees 28 minutes 58 seconds East, on the South line of said Resourcenet International, a distance of 575.00 feet to the Southeast corner thereof; thence departing said South line, North 02 degrees 00 minutes 17 seconds West, on the East line of said Resourcenet International, a distance of 1,071.51 feet to the Northeast corner thereof, said point also being on the South right-of-way line of 119th Street as now established; thence departing said East line, North 87 degrees 28 minutes 54 seconds East, on said South right-of-way line, a distance of 610.29 feet to a point on the Southerly right-of-way line as established by Dedication for a Public Street, recorded in Book 202102, Page 000726; thence departing said South right-of-way line South 85 degrees 38 minutes 24 seconds East, on said Southerly right-of-way line, a distance of 123.91 feet to a point; thence North 87 degrees 28 minutes 54 seconds East, continuing on said Southerly right-of-way line, a distance of 233.41 feet to a point on the Southerly right-of-way line of 119th Street as established by Dedication for a Public Street, recorded in Book 200810, Page 001916; thence South 55 degrees 38 minutes 24 seconds East, on said Southerly right-of-way line, a distance of 23.35 feet to a point; thence North 87 degrees 29 minutes 00 seconds East, continuing on said Southerly right-of-way line, a distance of 111.00 feet to a point; thence North 49 degrees 54 minutes 43 seconds East, continuing on said Southerly right-of-way line, a distance of 22.98 feet to a point on the Southerly right-of-way line of 119th Street as established by said Dedication for a Public Street, recorded in Book 202102, Page 000726; thence departing the Southerly right-of-way line as recorded in said Book 200810, Page 001916, on the Southerly right-of-way line of 119th Street recorded in Book 202102, Page 000726, the following eight (8) courses: thence North 87 degrees 28 minutes 54 seconds East a distance of 38.40 feet to a point; thence North 42 degrees 28 minutes 54 seconds East a distance of 16.97 feet to a point; thence North 87 degrees 28 minutes 54 seconds East a distance of 39.17 feet to a point of curvature; thence Easterly, on a curve to the right having a radius of 2,486.00 feet, through a central angle of 02 degrees 54 minutes 44 seconds, an arc distance of 126.36 feet to a point; thence South 89 degrees 36 minutes 22 seconds East a distance of 245.12 feet to a point; thence South 82 degrees 48 minutes 47 seconds East a distance of 123.59 feet to a point; thence North 87 degrees 28 minutes 54 seconds East a distance of 269.45 feet to a point; thence South 42 degrees 18 minutes 21 seconds East a distance of 38.29 feet to a point on the West right-of-way line of Renner Boulevard as established by said Dedication for a Public Street, recorded in Book 202102, Page 000726; thence departing said Southerly right-of-way line, South 02 degrees 07 minutes 35 seconds East, on said West right-of-way line, a distance of 238.76 feet to a point; thence North 87 degrees 52 minutes 25 seconds East, continuing on said West right-of-way line, a distance of 26.99 feet to the POINT OF BEGINNING, containing 2,750,097 Square Feet, or 63.1335 Acres, more or less.

AND

STAR Bond Project Area 2:

All that part of the South half of the Southwest quarter of Section 17, Township 13, Range 24 East in the City of Olathe, Johnson County, Kansas, being more particularly described as follows:

Beginning at the Southwest corner of Section 17, Township 13, Range 24 East; thence N° 01 26' 24" W along the west section line of said section a distance of 1,324.80 feet to the Northwest corner of HALL'S ACRES plat; thence N 88° 13' 21" E to the west section line of Section 17, Township 13, Range 24 East; thence south along said section line at a bearing of S 3° 5' 56" E a

Exhibit B – Legal Description of District and STAR Bond Project Areas

distance of 297.05 feet to a point of Right-of-Way along S Kansas City Rd; thence southwesterly along said Right-of-Way S 42° 31' 27" W a distance of 1,434.70 feet to the south line of Section 17, Township 13, Range 24 East; thence west along said section line S 88° 11' 14" W a distance of 1,651.85 feet to the point of beginning, containing 68.71 acres more or less;

EXHIBIT C

Ordinance No. 24-35

Exhibit C – Ordinance No. 24-35

ORDINANCE NO. 24-35

AN ORDINANCE OF THE CITY OF OLATHE, KANSAS, ESTABLISHING A STAR BOND PROJECT DISTRICT PURSUANT TO K.S.A. 12-17,160 *ET SEQ.* AND MAKING CERTAIN FINDINGS IN CONJUNCTION THEREWITH (OLATHE GATEWAY STAR BOND PROJECT DISTRICT).

WHEREAS, pursuant to K.S.A. 12-17,160 *et seq.* (the “Act”), the City Council (the “City Council”) of the City of Olathe, Kansas (the “City”) is authorized to create a STAR bond project district within an eligible area of the City for certain purposes set forth in the Act; and

WHEREAS, the City Council has heretofore adopted Resolution No. 24-1036 (the “Resolution”) which provided that: (a) the City is considering establishment of a STAR bond project district to be known as the “Olathe Gateway STAR Bond Project District” (the “District”) to promote, stimulate and develop the general and economic welfare of the state of Kansas and the City as a major commercial entertainment and tourism area that includes a major multi-sport athletic complex; (b) described the proposed boundaries of the Olathe Gateway STAR Bond Project District; (c) described the District plan; (d) stated that a description and map of the proposed Olathe Gateway STAR Bond Project District is available for inspection at City Hall, 100 E. Santa Fe Street, Olathe, Kansas, during regular business hours; (e) called a public hearing on the establishment of the Olathe Gateway STAR Bond Project District to be held on September 17, 2024 at 7:00 p.m. or as soon thereafter as possible, in the Council Chambers, City Hall, 100 E. Santa Fe Street, Olathe, Kansas 66061; and (f) stated that the City Council will consider findings necessary for establishment of the Olathe Gateway STAR Bond Project District; and

WHEREAS, the proposed District consists of approximately 131.8 acres generally located at the northeast and southwest corners of 119th Street and Renner Boulevard including public rights of way adjacent thereto, all within the City; and

WHEREAS, notice of the public hearing was provided in accordance with the provisions of the Act, by: (a) providing a copy of the Resolution via certified mail, return receipt requested, to the Board of County Commissioners of Johnson County, Kansas and the Board of Education of USD 233 (Olathe), Johnson County, Kansas; (b) providing a copy of the Resolution via certified mail, return receipt requested, to each owner and occupant of land within the proposed District not more than 10 days following the date of adoption of the Resolution; (c) publishing a copy of the Resolution once in the official City newspaper not less than one week nor more than two weeks preceding the date fixed for the public hearing; and (d) posting a copy of the Resolution at a prominent location on the first page of the website of the City; and

WHEREAS, pursuant to such notice the public hearing was conducted by the City Council on this date; and

WHEREAS, the City has received from the Secretary of Commerce of the State of Kansas (the “Secretary”) a determination that the proposed District is an “eligible area” as said term is defined in the Act; and

WHEREAS, the City Council desires to establish the District in accordance with the provisions of the Act.

NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF OLATHE, KANSAS, AS FOLLOWS:

Section 1. Findings. The City Council hereby finds that notice of the public hearing conducted on this date was made in accordance with the provisions of the Act. The City Council hereby further finds and determines that the proposed District described in the Resolution constitutes a “major commercial entertainment and tourism area” including a “major multi-sport athletic complex” and an “eligible area” and therefore a “STAR bond project,” all as such terms are defined in the Act.

Section 2. Creation of STAR Bond Project District. A STAR bond project district is hereby created within the City in accordance with the provisions of the Act, which shall consist of the real estate legally described on Exhibit A attached hereto, which is incorporated herein by reference, and shall be known as the “Olathe Gateway STAR Bond Project District.” A map depicting the boundaries of the District is attached hereto as Exhibit B, which is incorporated herein by reference. The boundaries of the District do not contain any property not referenced in the Resolution, which provided notice of the public hearing on the creation of the District.

Section 3. District Plan. Within the District, it is anticipated that a unique mixed-use and entertainment project (the “Project”) will be developed by Loretto Commercial Development, LLC, a Texas limited liability company (“Developer”) that will feature distinct tourism, sports, and entertainment opportunities not already available in the City. The following preliminary plan for the proposed District (the “District Plan”), as presented to the City Council this date is hereby approved:

The buildings and facilities to be constructed or improved in the Olathe Gateway STAR Bond Project District generally include a mixed-use development consisting of some or all of the following uses: a multi-sport athletic complex for both professional and youth sports uses and events, entertainment uses, including an amusement park, retail uses, restaurant uses, and other general commercial development; hotel uses; residential uses, including multi-family residential facilities; visitor amenities and accessibility improvements and amenities for disabled visitors; and associated streets and other public and private infrastructure. The Olathe Gateway STAR Bond Project District may consist of one or more STAR bond project areas as delineated in one or more STAR bond project plans to be approved for property within the STAR bond project district.

Section 4. STAR Bond Project Areas. The District is contemplated to include at least two STAR Bond Project Areas as more specifically set forth below:

a. Project Area 1: Comprised of approximately 63.1335 acres of land generally located at the southwest corner of 119th Street and Renner Boulevard, all as legally described on Exhibit C attached hereto, and to be constructed or improved to generally include a mixed-use development consisting of some or all of the following uses: a multi-sport athletic complex for both professional and youth sports uses and events, entertainment uses, including an amusement park, retail uses, restaurant uses, and other general commercial development; hotel uses; residential uses, including multi-family residential facilities; visitor amenities and accessibility improvements and amenities for disabled visitors; and associated streets and other public and private infrastructure.

b. Project Area 2: Comprised of approximately 68.71 acres of land generally located at the northeast corner of 119th Street and Renner Boulevard, all as legally described on Exhibit D attached hereto, and to be constructed or improved to generally include a mixed-use development consisting of some or all of the following uses: entertainment uses, retail uses, restaurant uses, and other general commercial development; hotel uses; residential uses, including multi-family

residential facilities; visitor amenities and accessibility improvements and amenities for disabled visitors; and associated streets and other public and private infrastructure.

Section 5. Applicable Incentives. The following state, federal, and local tax incentives apply, or are anticipated to apply, within the District, or a business located or to be located within the District:

STAR bond financing; tax exempt financing; community improvement district financing; general improvement and assessment financing; tax increment financing; transportation development district financing; and/or economic development revenue bond financing and related tax abatements and exemptions.

Section 6. Approval of Other Governmental Units. No privately owned property subject to ad valorem taxation within the District shall be acquired and redeveloped pursuant to the Act if the Board of County Commissioners of Johnson County, Kansas and the Board of Education of USD 233 (Olathe) determines by resolution adopted within thirty days following the public hearing held this date, that the District will have an adverse effect on Johnson County or USD 233, respectively.

Section 7. Further Action. The Mayor, City Manager, City Clerk and other officials and employees of the City, including Gilmore & Bell, P.C., Bond Counsel, are hereby further authorized and directed to take such other actions as may be appropriate or desirable to accomplish the purposes of this Ordinance.


Section 8. Effective Date. This Ordinance shall be effective upon its passage by the City Council, approval by the Mayor, and publication one time in the official City newspaper.

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PASSED by the City Council this 17th day of September, 2024.

SIGNED by the Mayor this 17th day of September, 2024.




[John W Bacon \(Sep 18, 2024 08:24 CDT\)](#)
John Bacon, Mayor

ATTEST:

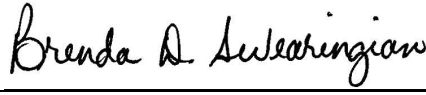

Brenda Swearingian, City Clerk

EXHIBIT A
DISTRICT LEGAL DESCRIPTION

All that part of the South half of the Southwest quarter of Section 17, Township 13, Range 24 East in the City of Olathe, Johnson County, Kansas, being more particularly described as follows:

Beginning at the Southwest corner of Section 17, Township 13, Range 24 East; thence N° 01 26' 24" W along the west section line of said section a distance of 1,324.80 feet to the Northwest corner of HALL'S ACRES plat; thence N 88° 13' 21" E to the west section line of Section 17, Township 13, Range 24 East; thence south along said section line at a bearing of S 3° 5' 56" E a distance of 297.05 feet to a point of Right-of-Way along S Kansas City Rd; thence southwesterly along said Right-of-Way S 42° 31' 27" W a distance of 1,434.70 feet to the south line of Section 17, Township 13, Range 24 East; thence west along said section line S 88° 11' 14" W a distance of 1,651.85 feet to the point of beginning, containing 68.71 acres more or less;

AND

All that part of the Northeast Quarter of Section 19, Township 13 South, Range 24 East, in the City of Olathe, Johnson County, Kansas, more particularly described by Chris R. Sprague, Kansas PS-1632 of Olsson, LS-144, on October 11, 2023, as follows:

COMMENCING at the Northeast corner of the Northeast Quarter of said Section 19; thence South 02 degrees 07 minutes 57 seconds East, on the East line of said Northeast Quarter, a distance of 369.28 feet to a point; thence departing said East line, South 87 degrees 52 minutes 03 seconds West a distance of 60.00 feet to a point on the West right-of-way line of Renner Boulevard as established by Dedication for Public Street, Storm Drainage and Utilities, recorded in Book 2232, Page 966 and the POINT OF BEGINNING; thence South 02 degrees 07 minutes 57 seconds East, on said West right-of-way line, a distance of 537.10 feet to the Northeast corner of Fire Station No. 2, a platted subdivision in said City of Olathe; thence departing said West right-of-way line, South 87 degrees 28 minutes 07 seconds West, on the North line of said Fire Station No. 2, a distance of 370.00 feet to the Northwest corner thereof; thence departing said North line, South 02 degrees 07 minutes 57 seconds East, on the West line of said Fire Station No. 2, a distance of 319.99 feet to the Southwest corner thereof, said point also lying on the North line of Interstate Addition, a platted subdivision in said City of Olathe; thence departing said West line, South 87 degrees 28 minutes 07 seconds West, on the North line of said Interstate Addition, a distance of 1,753.01 feet to the Northwest corner thereof; thence departing said North line, South 02 degrees 07 minutes 57 seconds East, on the West line of said Interstate Addition, a distance of 348.26 feet to a point of curvature; thence in a Southerly, Southeasterly, and Easterly, on the Southwesterly line of said Interstate Addition, on a curve to the left having a radius of 577.71 feet, through a central angle of 90 degrees 23 minutes 57 seconds, an arc distance of 911.49 feet to a point; thence North 87 degrees 28 minutes 07 seconds East, on the South line of said Interstate Addition, a distance of 554.94 feet to a point; thence departing said South line, South 02 degrees 07 minutes 57 seconds East, on the West line of said Interstate Addition, a distance of 20.00 feet to a point on the North line of a 30.00 foot-wide public right-of-way, as established by Dedication for Public Street and Utilities, recorded in Book 196, Page 649; thence departing said West line, South 87 degrees 28 minutes 07 seconds West, on said North right-of-way line, a distance of 1,204.94 feet to the Southeast corner of Lot 1, Olathe Entertainment District Third Plat, a platted subdivision in said City of Olathe; thence departing said North right-of-way line, North 02 degrees 31 minutes 53 seconds West, on the East line of said lot 1, a distance of 24.00 feet to a point; thence South 87 degrees 28 minutes 07 seconds West, on the East line of said Lot 1, a distance of 251.59 feet to a point; thence North 02 degrees 00 minutes 17 seconds West, on the East line of said Lot 1, a distance of 253.85 feet to the Northernmost Northeast corner thereof; thence departing said East line, South 87 degrees 59 minutes 43 seconds West, on the North line of said Lot 1, a distance of 155.00 feet to the Northwest corner thereof, said point also being on the West line of

the Northeast Quarter of said Section 19; thence departing said North line, North 02 degrees 00 minutes 17 seconds West, on said West line of said Northeast Quarter, a distance of 765.82 feet to the Southwest corner of Resourcenet International, a platted subdivision in said City of Olathe; thence departing said West line, North 87 degrees 28 minutes 58 seconds East, on the South line of said Resourcenet International, a distance of 575.00 feet to the Southeast corner thereof; thence departing said South line, North 02 degrees 00 minutes 17 seconds West, on the East line of said Resourcenet International, a distance of 1,071.51 feet to the Northeast corner thereof, said point also being on the South right-of-way line of 119th Street as now established; thence departing said East line, North 87 degrees 28 minutes 54 seconds East, on said South right-of-way line, a distance of 610.29 feet to a point on the Southerly right-of-way line as established by Dedication for a Public Street, recorded in Book 202102, Page 000726; thence departing said South right-of-way line South 85 degrees 38 minutes 24 seconds East, on said Southerly right-of-way line, a distance of 123.91 feet to a point; thence North 87 degrees 28 minutes 54 seconds East, continuing on said Southerly right-of-way line, a distance of 233.41 feet to a point on the Southerly right-of-way line of 119th Street as established by Dedication for a Public Street, recorded in Book 200810, Page 001916; thence South 55 degrees 38 minutes 24 seconds East, on said Southerly right-of-way line, a distance of 23.35 feet to a point; thence North 87 degrees 29 minutes 00 seconds East, continuing on said Southerly right-of-way line, a distance of 111.00 feet to a point; thence North 49 degrees 54 minutes 43 seconds East, continuing on said Southerly right-of-way line, a distance of 22.98 feet to a point on the Southerly right-of-way line of 119th Street as established by said Dedication for a Public Street, recorded in Book 202102, Page 000726; thence departing the Southerly right-of-way line as recorded in said Book 200810, Page 001916, on the Southerly right-of-way line of 119th Street recorded in Book 202102, Page 000726, the following eight (8) courses: thence North 87 degrees 28 minutes 54 seconds East a distance of 38.40 feet to a point; thence North 42 degrees 28 minutes 54 seconds East a distance of 16.97 feet to a point; thence North 87 degrees 28 minutes 54 seconds East a distance of 39.17 feet to a point of curvature; thence Easterly, on a curve to the right having a radius of 2,486.00 feet, through a central angle of 02 degrees 54 minutes 44 seconds, an arc distance of 126.36 feet to a point; thence South 89 degrees 36 minutes 22 seconds East a distance of 245.12 feet to a point; thence South 82 degrees 48 minutes 47 seconds East a distance of 123.59 feet to a point; thence North 87 degrees 28 minutes 54 seconds East a distance of 269.45 feet to a point; thence South 42 degrees 18 minutes 21 seconds East a distance of 38.29 feet to a point on the West right-of-way line of Renner Boulevard as established by said Dedication for a Public Street, recorded in Book 202102, Page 000726; thence departing said Southerly right-of-way line, South 02 degrees 07 minutes 35 seconds East, on said West right-of-way line, a distance of 238.76 feet to a point; thence North 87 degrees 52 minutes 25 seconds East, continuing on said West right-of-way line, a distance of 26.99 feet to the POINT OF BEGINNING, containing 2,750,097 Square Feet, or 63.1335 Acres, more or less.

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EXHIBIT B
MAP OF DISTRICT

[Including identification of STAR Bond Project Area 1 and STAR Bond Project Area 2]



EXHIBIT C

PROJECT AREA 1 LEGAL DESCRIPTION

All that part of the Northeast Quarter of Section 19, Township 13 South, Range 24 East, in the City of Olathe, Johnson County, Kansas, more particularly described by Chris R. Sprague, Kansas PS-1632 of Olsson, LS-144, on October 11, 2023, as follows:

COMMENCING at the Northeast corner of the Northeast Quarter of said Section 19; thence South 02 degrees 07 minutes 57 seconds East, on the East line of said Northeast Quarter, a distance of 369.28 feet to a point; thence departing said East line, South 87 degrees 52 minutes 03 seconds West a distance of 60.00 feet to a point on the West right-of-way line of Renner Boulevard as established by Dedication for Public Street, Storm Drainage and Utilities, recorded in Book 2232, Page 966 and the POINT OF BEGINNING; thence South 02 degrees 07 minutes 57 seconds East, on said West right-of-way line, a distance of 537.10 feet to the Northeast corner of Fire Station No. 2, a platted subdivision in said City of Olathe; thence departing said West right-of-way line, South 87 degrees 28 minutes 07 seconds West, on the North line of said Fire Station No. 2, a distance of 370.00 feet to the Northwest corner thereof; thence departing said North line, South 02 degrees 07 minutes 57 seconds East, on the West line of said Fire Station No. 2, a distance of 319.99 feet to the Southwest corner thereof, said point also lying on the North line of Interstate Addition, a platted subdivision in said City of Olathe; thence departing said West line, South 87 degrees 28 minutes 07 seconds West, on the North line of said Interstate Addition, a distance of 1,753.01 feet to the Northwest corner thereof; thence departing said North line, South 02 degrees 07 minutes 57 seconds East, on the West line of said Interstate Addition, a distance of 348.26 feet to a point of curvature; thence in a Southerly, Southeasterly, and Easterly, on the Southwesterly line of said Interstate Addition, on a curve to the left having a radius of 577.71 feet, through a central angle of 90 degrees 23 minutes 57 seconds, an arc distance of 911.49 feet to a point; thence North 87 degrees 28 minutes 07 seconds East, on the South line of said Interstate Addition, a distance of 554.94 feet to a point; thence departing said South line, South 02 degrees 07 minutes 57 seconds East, on the West line of said Interstate Addition, a distance of 20.00 feet to a point on the North line of a 30.00 foot-wide public right-of-way, as established by Dedication for Public Street and Utilities, recorded in Book 196, Page 649; thence departing said West line, South 87 degrees 28 minutes 07 seconds West, on said North right-of-way line, a distance of 1,204.94 feet to the Southeast corner of Lot 1, Olathe Entertainment District Third Plat, a platted subdivision in said City of Olathe; thence departing said North right-of-way line, North 02 degrees 31 minutes 53 seconds West, on the East line of said lot 1, a distance of 24.00 feet to a point; thence South 87 degrees 28 minutes 07 seconds West, on the East line of said Lot 1, a distance of 251.59 feet to a point; thence North 02 degrees 00 minutes 17 seconds West, on the East line of said Lot 1, a distance of 253.85 feet to the Northernmost Northeast corner thereof; thence departing said East line, South 87 degrees 59 minutes 43 seconds West, on the North line of said Lot 1, a distance of 155.00 feet to the Northwest corner thereof, said point also being on the West line of the Northeast Quarter of said Section 19; thence departing said North line, North 02 degrees 00 minutes 17 seconds West, on said West line of said Northeast Quarter, a distance of 765.82 feet to the Southwest corner of Resourcenet International, a platted subdivision in said City of Olathe; thence departing said West line, North 87 degrees 28 minutes 58 seconds East, on the South line of said Resourcenet International, a distance of 575.00 feet to the Southeast corner thereof; thence departing said South line, North 02 degrees 00 minutes 17 seconds West, on the East line of said Resourcenet International, a distance of 1,071.51 feet to the Northeast corner thereof, said point also being on the South right-of-way line of 119th Street as now established; thence departing said East line, North 87 degrees 28 minutes 54 seconds East, on said South right-of-way line, a distance of 610.29 feet to a point on the Southerly right-of-way line as established by Dedication for a Public Street, recorded in Book 202102, Page 000726; thence departing said South right-of-way line South 85 degrees 38 minutes 24 seconds East, on said Southerly right-of-way line, a distance of 123.91 feet to a point; thence North 87 degrees 28 minutes 54 seconds East, continuing on said Southerly right-of-way line, a distance of 233.41 feet to a point on the Southerly right-of-way line of 119th

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EXHIBIT D

PROJECT AREA 2 LEGAL DESCRIPTION

All that part of the South half of the Southwest quarter of Section 17, Township 13, Range 24 East in the City of Olathe, Johnson County, Kansas, being more particularly described as follows:

Beginning at the Southwest corner of Section 17, Township 13, Range 24 East; thence N° 01 26' 24" W along the west section line of said section a distance of 1,324.80 feet to the Northwest corner of HALL'S ACRES plat; thence N 88° 13' 21" E to the west section line of Section 17, Township 13, Range 24 East; thence south along said section line at a bearing of S 3° 5' 56" E a distance of 297.05 feet to a point of Right-of-Way along S Kansas City Rd; thence southwesterly along said Right-of-Way S 42° 31' 27" W a distance of 1,434.70 feet to the south line of Section 17, Township 13, Range 24 East; thence west along said section line S 88° 11' 14" W a distance of 1,651.85 feet to the point of beginning, containing 68.71 acres more or less.

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EXHIBIT D

June 20, 2024 Letter from Kansas Department of Commerce

Department of Commerce
1000 S.W. Jackson St., Suite 100
Topeka, KS 66612-1354



Phone: (785) 296-3481
Fax: (785) 296-5055
KansasCommerce.gov

David C. Toland, Secretary

Laura Kelly, Governor

June 20, 2024

Michael Wilkes
City Manager
City of Olathe
100 E. Santa Fe Street
Olathe, Kansas 66061

Re: Olathe STAR Bond Project District

Dear Mr. Wilkes:

Thank you for your STAR Bond Application. The City of Olathe requests the Secretary of Commerce, pursuant to K.S.A. 12-17,160 *et seq.* as amended (the “Act”), take action to find and determine that the Olathe STAR Bond Project District contains a “major commercial entertainment and tourism area” and a “major multi-sport athletic facility” and is an “eligible area” within the meaning of K.S.A. 12-17,165. In your request, the Project District consists of a project area in Olathe as more fully described in Exhibit B of the STAR bond application. The development currently being contemplated in the Project District consists of a mixed-use development consisting of an ultra-accessible amusement park; a multi-use athletic facility; retail and restaurant uses; other general commercial development; hotel; associated public and private infrastructure; and other items allowable under K.S.A. 12-17, 160 *et seq.*

Your request indicates the total cost of the Project will be approximately \$338 million and the primary attractions will be a multi-sport athletic facility primarily designed to host hockey games and tournaments but able to transform to host MMA tournaments and events, dance tournaments, and cheerleading tournaments, among others, and an amusement park. The Project also includes other mixed uses including hotels, restaurants, and entertainment components. The amusement park and athletic facility are projected to draw hundreds of thousands of visitors annually, many of whom will come from outside the State of Kansas.

Based on all of the above, it is my determination that the proposed Olathe STAR Bond Project District contains a major commercial entertainment and tourism area and a major multi-sport athletic facility and is an “eligible area” for the purpose of establishing a STAR Bond Project District as contemplated by K.S.A. 12-17,165. This approval and designation of the proposed Project District as an “eligible area” should not be construed as approval of any particular STAR Bond Project or Project Plan and is limited to a finding that the proposed STAR Bond Project District constitutes an “eligible area” under the Act as a condition precedent to the City passing an ordinance creating a STAR Bond Project District. Commerce will require additional information prior to being in a position to evaluate the Project for STAR Bond financing and determining the appropriate level of STAR Bond funding. It is my expectation the City will submit a proposed STAR Bond Project Plan within 6 months from the date of this approval.

The Department of Commerce and I look forward to working with Olathe as this project continues through the STAR Bond process.

Sincerely,

David C. Toland
Lt. Governor and Secretary

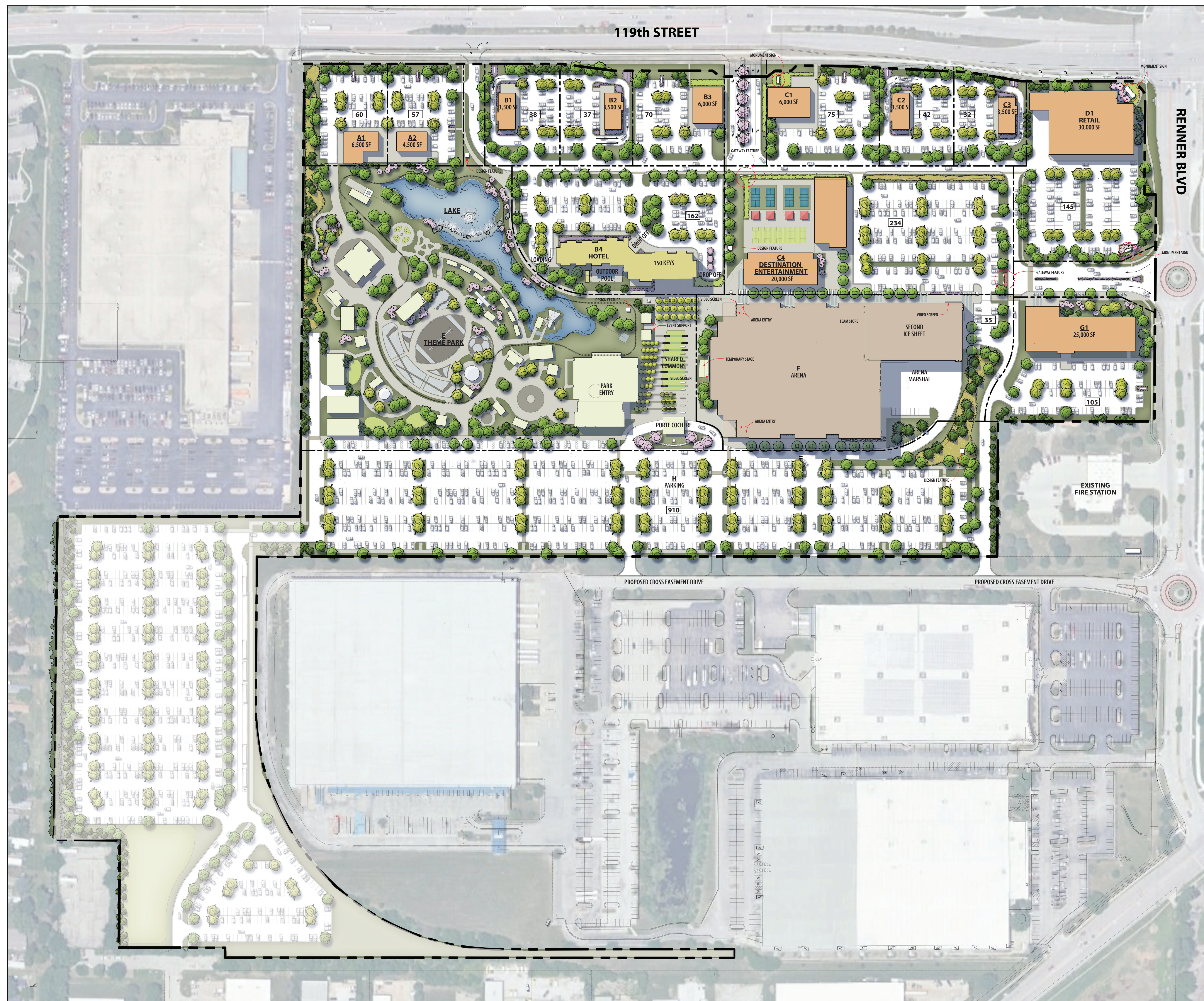
Exhibit D – June 20, 2024 Letter from Kansas Department of Commerce

EXHIBIT E

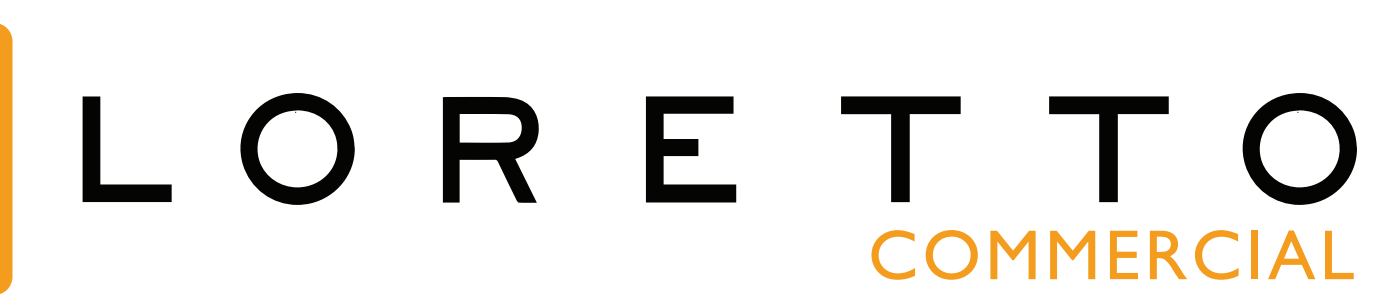
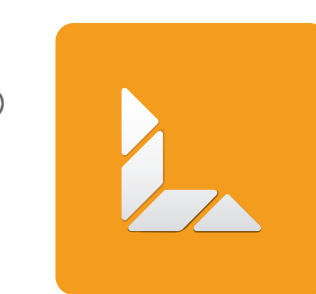
Site Plan

[See Attached]

Exhibit E – Site Plan



SITE PLAN
1" = 100'
0 100' 200' 300'



119th and Renner

Olathe, KS

SAI# 240501 | 09.25.2024



EXHIBIT F

Meeting Minutes

[See Attached]

Exhibit F – Meeting Minutes

EXHIBIT G

Project Budget

[See Attached]

119th & Renner - Olathe Gateway Project

| Uses - Project Costs | Total Costs | STAR Bond Eligible |
|---|--------------------|--------------------|
| <u>ARENA DEVELOPMENT COSTS</u> | | |
| Land Acquisition | 4,671,350 | 4,671,350 |
| Horizontal Grading/Infrastructure/Utilities | 7,378,290 | 7,378,290 |
| Building Costs | 80,000,000 | 80,000,000 |
| Tenant Improvements/FF&E | 0 | 0 |
| Sitework - Parking, Paving, Landscape/Hardscape | 4,457,720 | 4,457,720 |
| Soft Costs | 8,023,483 | 6,017,613 |
| SUBTOTAL ARENA COSTS | 104,530,844 | 102,524,973 |

| | | |
|---|-------------------|-------------------|
| <u>ULTRA ACCESSIBLE THEME PARK DEVELOPMENT COSTS</u> | | |
| Land Acquisition | 5,948,410 | 5,948,410 |
| Horizontal Grading/Infrastructure/Utilities | 9,395,377 | 9,395,377 |
| Paving/Hardscape/Landscape within Park | 25,000,000 | 25,000,000 |
| Building/Rides/Equipment | 15,000,000 | 15,000,000 |
| Sitework - Parking, Paving, Landscape/Hardscape | 3,616,000 | 3,616,000 |
| Soft Costs | 4,292,400 | 3,219,300 |
| SUBTOTAL THEME PARK COSTS | 63,252,187 | 62,179,087 |

| | | |
|---|-------------------|------------------|
| <u>HOTEL DEVELOPMENT COSTS</u> | | |
| Land Acquisition | 876,466 | 876,466 |
| Horizontal Grading/Infrastructure/Utilities | 1,384,358 | 1,384,358 |
| Building Costs | 19,960,817 | 0 |
| Tenant Improvements/FF&E | 6,907,412 | 0 |
| Sitework - Parking, Paving, Landscape/Hardscape | 648,000 | 648,000 |
| Soft Costs | 7,933,475 | 5,950,106 |
| SUBTOTAL HOTEL COSTS | 37,710,529 | 8,858,931 |

| | | |
|--|-------------------|-------------------|
| <u>DESTINATION RETAIL DEVELOPMENT COSTS</u> | | |
| Land Acquisition | 1,795,949 | 1,795,949 |
| Horizontal Grading/Infrastructure/Utilities | 2,836,661 | 2,836,661 |
| Building Costs | 50,000,000 | 0 |
| Tenant Improvements/FF&E | 2,500,000 | 0 |
| Sitework - Parking, Paving, Landscape/Hardscape | 1,356,000 | 1,356,000 |
| Soft Costs | 7,868,886 | 5,901,664 |
| SUBTOTAL DESTINATION RETAIL COSTS | 66,357,495 | 11,890,274 |

| | | |
|---|-------------------|-------------------|
| <u>RETAIL/PAD SITES/OFFICE DEVELOPMENT COSTS</u> | | |
| Land Acquisition | 3,348,041 | 3,348,041 |
| Horizontal Grading/Infrastructure/Utilities | 4,195,540 | 4,195,540 |
| Building Costs | 25,515,000 | 0 |
| Tenant Improvements/FF&E | 5,470,000 | 0 |
| Sitework - Parking, Paving, Landscape/Hardscape | 2,244,000 | 2,244,000 |
| Soft Costs | 7,752,675 | 5,814,506 |
| SUBTOTAL INLINE/PAD SITE RETAIL COSTS | 48,525,256 | 15,602,087 |

| | | |
|--------------------------------|--------------------|--------------------|
| TOTAL DEVELOPMENT COSTS | 320,376,310 | 201,055,351 |
|--------------------------------|--------------------|--------------------|