

**CITY COUNCIL
CITY OF RICHMOND HEIGHTS,
MISSOURI**

SPECIAL MEETING, October 29, 2008

A Special Meeting of the City Council of the City of Richmond Heights, Missouri was held on Monday, October 29, 2008 at 7:00 P.M. at The Heights Recreation Center, 9001 Dale Avenue. Present were Mayor James J. Beck, Council Members Mike Jones, Paul Lore, Ed Notter, Tim Gallagher, Connie Williams, Camille Greenwald, and Gina Mitten. Jim Thomson was necessarily absent. Also present was Amy Hamilton, City Manager and City Attorney, Ken Heinz. (Clerk's Note: A power failure occurred at the opening of the meeting and continued through to adjournment)

ANNOUNCEMENTS

Mayor Beck stated tonight's agenda listed Bill 5132, an Emergency Measure for a Sixth Amendment to the Hadley Project Redevelopment Agreement which extended the Agreement to November 4. Mayor Beck stated a full Council could discuss the matter further at the regular Council Meeting of November 3. Mayor Beck noted there would be no Citizen Comments tonight.

CITY MANAGER'S REPORT

Ms. Hamilton stated she had met with the Michelson representatives and they offered an advance payment of \$250 for the first six months and an additional payment of \$250 at the next six months if a year's extension to the Agreement is approved. Ms. Hamilton noted that today, October 29, 2008, is the deadline date on which Michelson was to give certain property owners notice to close. Ms. Hamilton stated the first \$1000 payment released previously was the Escrow Payment that had been held as earnest money, and the additional \$1,000 was payment in addition to the closing amount. Ms. Hamilton stated the \$500 in this case would be applied against the Closing.

Mayor Beck stated it was his opinion that this temporary extension should be for 60 days, thus allowing further discussion with a full City Council as Mr. Thomson is necessary absent tonight, and would also eliminate the need for an Emergency Measure Ordinance. Mayor Beck stated having the Ordinance read as a regular Bill would allow the public longer to review information on the issue.

Ms. Mitten disagreed, stating she felt this would then put the issue out longer, prolonging the wait for residents and was in favor of settling the issue without an extension beyond November 4, with the possibility of successful negotiations or just putting the issue out to the Council for a vote as an Emergency Measure on November 3.

Mayor Beck reminded the Council that in order to pass an Emergency Measure Bill, that as called for within the Charter, it would require one additional vote in favor of a measure i.e., 6-3, rather than a regular ordinance which would only require a vote of 5-4 to pass a measure.

Mayor Beck stated by amending tonight's Bill 5231 to a 60 day extension, it would allow for further negotiations and a longer period of time for the residents to know the extension terms.

**Bill No. 5331 Emergency Measure
An Ordinance authorizing the execution of a Sixth
Amendment to the Redevelopment Agreement with
Michelson-Hadley Heights Development, LLC. As
an Emergency Measure.**

Mr. Gallagher moved, Ms. Mitten seconded, a motion for the reading of Bill No. 5231 as an Emergency Measure. Carried unanimously. Bill No. 5231 was presented and read as an Emergency Measure in title only.

AN ORDINANCE OF THE CITY OF RICHMOND HEIGHTS, MISSOURI APPROVING A SIXTH AMENDMENT TO REDEVELOPMENT AGREEMENT BY AND BETWEEN MICHELSON-HADLEY HEIGHTS DEVELOPMENT, L.L.C. AND THE CITY OF RICHMOND HEIGHTS, MISSOURI, FOR THE HADLEY TOWNSHIP REDEVELOPMENT AREA AS AN EMERGENCY MEASURE.

The Council discussed amending Bill No. 5231, with the City Council reviewing the advantages of a 60 day extension to allow for additional negotiations. Some of the Council said they were torn as they felt an extension beyond November 4 was prolonging the issue as to whether Michelson could even get their financing in the one-year period. Mayor Beck stated the number of votes to pass a measure changed per Charter regulations if the measure was presented as an Emergency Measure.

Amend Bill No. 5231

Mr. Lore moved, Mr. Jones seconded, a motion to amend Bill No. 5231, to amend Section 3.1.5. Paragraph (a) to say "No later than December 29, 2008", rather than November 4, 2008 thus giving the Developer an additional 60 days extension to the Redevelopment Agreement. A Roll Call vote was

taken: AYES: Ms. Williams, Mr. Lore, Mr. Jones, Mr. Notter, and Mayor Beck. NAYS: Ms. Greenwald, Mr. Gallagher, and Ms. Mitten. Motion to amend passed, 5 votes in favor-3 votes against.

Ms. Mitten moved, Mr. Gallagher seconded seconded, a motion for the reading of Bill No. 5231 as amended, to be read in its entirety as an Emergency Measure. Carried unanimously. Bill No. 5231 as amended was presented and read in its entirety as an Emergency Measure.

Bill No. 5231 as amended was presented and read.

BILL NO. 5231 Emergency Measure (As amended)

AN ORDINANCE OF THE CITY OF RICHMOND HEIGHTS, MISSOURI APPROVING A SIXTH AMENDMENT TO REDEVELOPMENT AGREEMENT BY AND BETWEEN MICHELSON-HADLEY HEIGHTS DEVELOPMENT, L.L.C. AND THE CITY OF RICHMOND HEIGHTS, MISSOURI, FOR THE HADLEY TOWNSHIP REDEVELOPMENT AREA AS AN EMERGENCY MEASURE.

BE IT ORDAINED BY THE COUNCIL OF THE CITY OF RICHMOND HEIGHTS, MISSOURI, AS FOLLOWS:

SECTION 1. The Sixth Amendment to Redevelopment Agreement attached hereto as Exhibit "A" is approved and the Mayor and Clerk of the City of Richmond Heights, Missouri are hereby authorized and directed to sign and attest to same on behalf of the City of Richmond Heights.

SECTION 2. The Amendment authorized for execution and attestation shall be in substantially the form and contain the words and figures as per Exhibit "A" which is attached hereto and made a part of this Ordinance as if fully set out herein.

SECTION 3. This Ordinance shall take effect and be in full force immediately following its passage and being signed as provided by law. This ordinance is deemed an emergency measure necessary for the immediate preservation of the public peace, health or safety of its residents because it is needed to allow purchase of residences from property owners who desire to move elsewhere and have commitments for other properties.

PASSED and SIGNED this 29th day of October, 2008.

JAMES J. BECK
MAYOR

ATTEST:

PATRICIA S. VILLMER
CITY CLERK
APPROVED AS TO FORM:

KENNETH J. HEINZ
CITY ATTORNEY

First reading: October 29, 2008 EM
Second reading: October 29, 2008 EM

EXHIBIT A

[Sixth Amendment to Redevelopment Agreement]

SIXTH AMENDMENT TO REDEVELOPMENT AGREEMENT
THIS SIXTH AMENDMENT TO REDEVELOPMENT AGREEMENT (this “Sixth Amendment”) is entered into as of the 29th day of October, 2008 (the “Effective Date”), by and between the CITY OF RICHMOND HEIGHTS, MISSOURI, an incorporated political subdivision of the State of Missouri (the “City”), and MICHELSON-HADLEY HEIGHTS DEVELOPMENT, LLC, a Missouri limited liability company (the “Developer”). *(Words and phrases having a defined meaning in the herein-defined Agreement shall have the same respective meanings when used herein unless otherwise expressly stated herein.)*

1. **Section 3.1.5** is hereby amended by:
Deleting paragraph (a) and replacing it with the following:

- (a) No later than December 29, 2008, the Developer will provide notice to all owners of Owner Occupied Property and to all owners of Property within the Residential Phase (excluding properties subject to condemnation proceedings) that the Developer either (i) intends to close on such Properties between November 28, 2008 and December 29, 2008, inclusive (provided that an owner of such a Property may request the closing be delayed until no later than January 15, 2009), or (ii) terminate the Redevelopment Agreement.

Subsections (1) through (4) remain unchanged.

2. **Section 3.5.1** is hereby amended by deleting the first Activity of the Construction Schedule therein and replacing it with the following:

Activity	Maximum Time for Performance (Absent Force Majeure)	Maximum Time for Performance (With Force Majeure)
Submit Notice of Acquisition (all Property described in Section 3.1.5)	December 1, 2007	December 29, 2008

Except as previously modified hereby, all other terms and conditions of the Agreement shall remain in full force and effect.

This Sixth Amendment may be executed in counterparts, each of which shall constitute an original. The parties may sign this Sixth Amendment by facsimile copies, and any such facsimile copy shall be deemed to be an original, and no objections shall be made to the introduction into evidence of any telefaxed copy on grounds related to the telefaxed copy not being an original.

* * *

IN WITNESS WHEREOF, the parties hereto have executed this Sixth Amendment as of the day and year first above written.

**CITY OF RICHMOND HEIGHTS,
MISSOURI
By:**

James J. Beck, Mayor

(SEAL)
Attest:

Patricia S. Villmer, Deputy City
Clerk

IN WITNESS WHEREOF, the parties hereto have executed this Sixth Amendment as of the day and year first above written.

**MICHELSON-HADLEY HEIGHTS
DEVELOPMENT, LLC
By: Michelson Commercial Realty and
Development, L.L.C., its manager**

By: _____
Timothy L. Berry, Executive Vice President

Mayor Beck called for a vote of approval of Bill No. 5231 as amended.
AYES: Ms. Williams, Mr. Lore, Mr. Jones, Mr. Notter, Mr. Gallagher, Mayor
Beck. NAYS: Ms. Greenwald, Ms. Mitten. 6 AYES-2 NAYS, Bill No.
5231, as amended Emergency Measure, was approved.

Mayor Beck declared Bill No. 5231, as amended Emergency Measure,
approved.

At approximately 8:15 p.m., with no further business to come before the
meeting, Ms. Mitten moved, Ms. Greenwald seconded that the meeting be
adjourned. Carried unanimously.

Mayor Beck declared the meeting to be adjourned.

PATRICIA S. VILLMER
DEPUTY CITY CLERK

APPROVED