

CHAIR:
ELIZABETH T. SOLBERG

MEMBERS:
JOHN D. STARR
LARRY NEFF
NELSON C. GRUMNEY, JR
PAUL S. LINDSEY
RICHARD J. WILSON
JAMES D. HILL
L.B. ECKELKAMP, JR.



MISSOURI DEVELOPMENT FINANCE BOARD

EX-OFFICIO MEMBERS:
PETER KINDER
LIEUTENANT GOVERNOR

GREGORY A. STEINHOFF
DIRECTOR,
ECONOMIC DEVELOPMENT

FRED FERRELL
DIRECTOR, AGRICULTURE

EXECUTIVE DIRECTOR:
ROBERT V. MISEREZ

MINUTES
MISSOURI DEVELOPMENT FINANCE BOARD
Governor Office Building
200 Madison, Suite 1000
Jefferson City, MO

APRIL 19, 2005

The Missouri Development Finance Board met in regular session on Tuesday, April 19, 2005, beginning at 10 a.m.

The following members and officers of the Board were present or absent at the meeting, as follows:

Elizabeth T. Solberg	Chair and Member	Present
John D. Starr	Vice Chairman and Member	Present
Larry D. Neff	Secretary and Member	Present
Nelson C. Grumney, Jr.	Member	Present
James D. Hill	Member	Present
Paul S. Lindsey	Member	Absent
James O'Mara	Member	Present
Richard J. Wilson	Member	Present
Peter Kinder	Lieutenant Governor and Member	Present
Gregory A. Steinhoff	Director, Dept. of Econ. Dev. and Member	Present
Fred Ferrell	Director, Dept. of Agriculture and Member	Absent
Robert V. Miserez	Executive Director and Assistant Secretary	Present

Vice Chairman Starr and Lt. Governor Kinder participated via telephone conference call. Chair Solberg called the meeting to order, welcomed everyone and declared that a quorum was present. In addition to the above, those in attendance included:

Board Staff: Kathleen Barney, Pamela Hill, Tonya Loucks and Valerie Haller

Board Counsel: James Caldwell

Visitors: James Coleman, University of Missouri-Columbia; Paul Hildebrandt, EDA; Bo Fraser, Boone County National Bank; Jake Halliday, Missouri Innovation Center; Dennis Mitchell, Piper Jaffray; James Harlow, City of Independence; Jason VanEaton, Senator Kit Bond's Office; Sean O'Byrne, Bud Jeffress and Linda Segebreath, Kansas City Union Station; Keith Wenzel, Hendren & Andre Law Firm; and Randa Hayes, DED

I. Secretary's Report

Secretary Neff

Secretary Neff presented for approval the minutes from the February 15, 2005, meeting. Copies of the minutes, included in the Board packets, were provided to the members for their review. There being no questions, corrections or additions, Secretary Neff made a motion to approve the minutes as presented. Member Grumney seconded the motion. The following vote was recorded:

Aye: Starr, O'Mara, Neff, Wilson, Grumney, Hill, Kinder, Steinhoff and Solberg

Nay: None

Absent: Lindsey and Ferrell

Chair Solberg declared the motion passed.

II. Treasurer's Report

Pamela Ives Hill

Ms. Hill presented for approval the treasurer's report as of and for the month ending February 28, 2005. There being no questions, corrections or additions, Member O'Mara made a motion to approve the treasurer's report as submitted. Secretary Neff seconded the motion. The following vote was recorded:

Aye: Starr, O'Mara, Neff, Wilson, Grumney, Hill, Kinder, Steinhoff and Solberg

Nay: None

Absent: Lindsey and Ferrell

Chair Solberg declared the motion passed.

III. Department of Economic Development Report

Director Steinhoff

Director Steinhoff introduced Randa Hayes, Division Director of Business Development and Trade.

IV. Department of Agriculture Report

Director Ferrell

Director Ferrell was not available for the meeting.

V. Lieutenant Governor's Report

Lt. Governor Kinder

Lt. Governor Kinder deferred his report at the time as he was participating via cell phone.

To accommodate visitors representing specific requests, the agenda for the meeting was rearranged as follows.

VII. New Business

- A. University of Missouri Board of Curators Robert V. Miserez
Missouri Innovation Center Tax Credit for Contribution

Mr. Miserez presented a brief overview of the request before the Board, concluding by introducing Mr. Jake Halliday. Mr. Halliday, President and CEO of the Missouri Innovation Center ("MIC"), gave a detailed presentation to the Board explaining the intended purpose of the Mid-Missouri Life Sciences Incubator Center (the "Center"), what the role of the respective partners to this transaction is, and who the funding partners were. Mr. Halliday reported that the University will own the Center and equipment and managed under contract by MIC. The joint applicants are requesting (i) a loan commitment letter for the benefit of the University up to \$2,500,000, and (ii) \$1,250,000 in tax credits to raise contributions up to \$2,500,000 for the construction and equipping of the Center.

Mr. Miserez introduced James Coleman from the University of Missouri-Columbia, Paul Hildebrandt from EDA, Bo Fraser from Boone County National Bank and Jason VanEaton from Senator Kit Bond's Office, all of whom gave comments in support of the Center.

Staff recommended approval of \$1,250,000 in Board calendar year 2005 contribution tax credits and approval of a \$2,500,000 loan commitment letter from the Board with the University of Missouri-Columbia as the borrower secured by a promissory note and repayment pledge from the University in the event a loan is funded.

Near the closing of discussion, Member Kinder stated he would have to be leaving the call, but requested the Chair record his support of the project with an "Aye" vote.

Secretary Neff made a motion to approve the tax credits and loan commitment. Member Grumney seconded the motion. The following vote was recorded.

Aye: Starr, O'Mara, Neff, Wilson, Grumney, Hill, Kinder, Steinhoff and Solberg

Nay: None

Absent: Lindsey and Ferrell

Chair Solberg declared the motion passed.

Lt. Governor Kinder disconnected from the meeting.

VI. Old Business

- A. Quintiles, Inc. — BUILD Missouri Tonya Loucks
Final Authorizing Resolution

Ms. Loucks reported the Board adopted a preliminary resolution of intent approving this application at its January 2005 meeting. Since that time, counsel for both Quintiles and the Board have completed the financing documents and staff was ready to recommend adoption of a final bond authorizing resolution authorizing the Chair and staff to execute the financing documents. Staff recommended approval of the final authorizing resolution.

Secretary Neff made a motion to adopt the following resolution:

RESOLUTION AUTHORIZING THE MISSOURI DEVELOPMENT FINANCE BOARD TO ISSUE ITS BUILD MISSOURI REVENUE BONDS (QUINTILES, INC. PROJECT), SERIES 2005, IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$1,036,000 FOR THE PURPOSE OF PROVIDING FUNDS TO MAKE A LOAN TO FINANCE A PORTION OF THE COSTS OF AN ECONOMIC DEVELOPMENT PROJECT FOR THE BENEFIT OF QUINTILES, INC.; AUTHORIZING AND APPROVING CERTAIN DOCUMENTS IN CONNECTION WITH THE ISSUANCE OF SAID BONDS; AND AUTHORIZING CERTAIN OTHER ACTIONS IN CONNECTION WITH THE ISSUANCE OF SAID BONDS.

Member Wilson seconded the motion. The following vote was recorded:

Aye: Starr, O'Mara, Neff, Wilson, Grumney, Hill, Steinhoff and Solberg

Nay: None

Absent: Kinder, Lindsey and Ferrell

Chair Solberg declared the motion passed.

VII. New Business (cont'd)

- B. City of Independence — Street Improvements Kathleen Barney
Infrastructure Bond Application — Final Authorizing Resolution

Ms. Barney presented a brief overview of the project, concluding with a recommendation for adoption of a final authorizing resolution for the Series 2005D Bonds not to exceed \$5,250,000 to repave roads, replace bridges and culverts, replace medians, and construct intersection and traffic public safety improvements.

Ms. Barney introduced James Harlow from the City of Independence and Dennis Mitchell from Piper Jaffrey. Both gentlemen gave a brief overview of the project using a city map depicting the location of the improvements this financing would fund.

Member O'Mara made a motion to adopt the following resolution:

RESOLUTION AUTHORIZING THE ISSUANCE OF INFRASTRUCTURE FACILITIES REVENUE BONDS (CITY OF INDEPENDENCE, MISSOURI — STREET AND BRIDGE PROJECTS), SERIES 2005, IN AN AGGREGATE PRINCIPAL AMOUNT NOT EXCEEDING \$5,250,000, TO PROVIDE FUNDS TO BE LOANED TO THE CITY OF INDEPENDENCE, MISSOURI; AND AUTHORIZING AND APPROVING CERTAIN DOCUMENTS AND ACTIONS IN CONNECTION WITH THE ISSUANCE OF SAID BONDS.

Secretary Neff seconded the motion. The following vote was recorded:

Aye: Starr, O'Mara, Neff, Wilson, Grumney, Hill, Steinhoff and Solberg

Nay: None

Absent: Kinder, Lindsey and Ferrell

Chair Solberg declared the motion passed.

- C. City of Branson — Branson Landing Project Robert V. Miserez
Infrastructure Bond Application — Final Authorizing Resolution

Mr. Miserez presented an application from the City of Branson recommending Board adoption of the final bond authorizing resolution in an amount not to exceed \$85,000,000 for costs associated with the completion of the Branson Landing Project. Mr. Miserez reported this was the final series of bonds originally requested and preliminary approved by the Board in 2001 to partially

fund the project and would be the cumulation of approximately \$150 million in bonds issued for Branson. Mr. Miserez recommended approval of the final authorizing resolution.

Secretary Neff made a motion to adopt the following resolution:

RESOLUTION AUTHORIZING THE ISSUANCE OF INFRASTRUCTURE FACILITIES REVENUE BONDS (CITY OF BRANSON, MISSOURI — BRANSON LANDING PROJECT), SERIES 2005A, IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$85,000,000, TO PROVIDE FUNDS TO BE MADE AVAILABLE TO THE CITY OF BRANSON, MISSOURI; APPROVING THE ACQUISITION OF A SECURITY INTEREST IN PROPERTY BY THE BOARD; AND AUTHORIZING AND APPROVING CERTAIN DOCUMENTS AND ACTIONS IN CONNECTION WITH THE ISSUANCE OF SAID BONDS.

Member O’Mara seconded the motion. The following vote was recorded:

Aye: Starr, O’Mara, Neff, Wilson, Grumney, Hill, Steinhoff and Solberg

Nay: None

Absent: Kinder, Lindsey and Ferrell

Chair Solberg declared the motion passed.

D. Union Station Pamela Ives Hill
Request for Release of Additional Endowment Funds

Ms. Hill reported that Union Station requested a release of \$1,400,000 from their endowment fund for funding of Phase I of the renovation of rail cars and new exhibit, the “Rail Experience.” The Rail Experience is anticipated to create at a minimum \$500,000 in additional ticket sales per year.

Ms. Hill introduced Sean O’Byrne, Bud Jeffress and Linda Segebreath from the Kansas City Union Station. Mr. O’Byrne gave a presentation to the Board and a brief overview of the project.

Secretary Neff made a motion to approve the release of the additional endowment funds. Member Grumney seconded the motion. The following vote was recorded:

Aye: O’Mara, Neff, Wilson, Grumney, Hill, Steinhoff and Solberg

Nay: Starr

Absent: Kinder, Lindsey and Ferrell

Chair Solberg declared the motion passed.

Member Starr disconnected from the meeting.

E. St. Patrick Center Robert V. Miserez
Modifications to Tax Credit Agreement

Mr. Miserez presented a request from the Land Clearance for Redevelopment Authority of the City of St. Louis and the St. Patrick Center to modify the Tax Credit Agreement to allow the Center to lease a portion of parking spaces acquired through the use of contributions for tax credits in 1996 that are no longer needed for the Center to other private entities. All funds would be applied to the Center's normal operations. Staff recommended authorizing the amendment of the lease.

Secretary Neff made a motion to approve the request to amend the tax credit agreement. Director Steinhoff seconded the motion. The following vote was recorded:

Aye: Neff, Wilson, Grumney, Hill, Steinhoff and Solberg

Nay: None

Absent: Starr, Kinder, Lindsey and Ferrell

Member O'Mara had conflict of interest.

Chair Solberg declared the motion passed.

F. St. Louis Air Cargo, Inc. Robert V. Miserez
First Amendment to Trust Indenture and Tax Compliance Agreement

Mr. Miserez presented a request from St. Louis Air Cargo, Inc. authorizing a first amendment to the trust indenture and tax compliance agreement on a Series 2000 bond issue for \$14,000,000 for renovations and related improvements to a facility located at Lambert International Airport. A new letter of credit provider is willing to release the \$1,000,000 required amount of reserve funds of the previous and original letter of credit provider and allow it to be spent on additional capital expenditures at the facility.

Member O'Mara made a motion to adopt the following resolution:

RESOLUTION AUTHORIZING THE EXECUTION AND DELIVERY OF A FIRST SUPPLEMENTAL TRUST INDENTURE AND A FIRST AMENDMENT TO TAX COMPLIANCE AGREEMENT IN CONNECTION WITH THE BOARD'S VARIABLE RATE DEMAND AIR CARGO FACILITY IMPROVEMENT AND REFUNDING REVENUE BONDS (ST. LOUIS AIR CARGO SERVICES, INC. PROJECT) SERIES 2000

Director Steinhoff seconded the motion. The following vote was recorded:

Aye: O'Mara, Neff, Wilson, Grumney, Hill, Steinhoff and Solberg

Nay: None

Absent: Starr, Kinder, Lindsey and Ferrell

Chair Solberg declared the motion passed.

VI. Old Business (cont'd)

B. MDFB Garage Financials Review

Pamela Ives Hill/
Kathleen Barney

Ms. Hill gave an update of the financials for the St. Louis Conference Center Hotel Parking Garage and the projected income statement for the Ninth Street Parking Garage. Ms. Barney gave a financial update on the Kansas City Library Parking Garage and discussed the Ninth Street Garage Sources and Uses.

VIII. Executive Director's Report

Robert V. Miserez

Mr. Miserez reported the Board Retreat is scheduled to be held September 18-20, 2005. A list of past retreats was distributed and requested that members submit their preference for the 2005 retreat.

Staff currently is working on the revamp of the MDFB Web site and hope to give a presentation at the May meeting.

Board members will need to submit new photos, if they prefer to have their photos updated, for the 2005-2006 Official Manual.

Ms. Barney gave a brief update of the three OA state office buildings that the State would like for the Board to purchase and lease back to the State.

Member O'Mara announced his resignation from the Board and thanked everyone for their support. Chair Solberg wished him well and thanked him for his service to the Board.

IX. Adjournment

There being no further business, the meeting was adjourned.

Secretary Neff