

**VILLAGE OF LOCH LLOYD
BOARD OF TRUSTEES
October 22, 2025, Regular Meeting Minutes**

THE VILLAGE OF LOCH LLOYD BOARD OF TRUSTEES MET IN REGULAR SESSION ON OCTOBER 22, 2025, IN THE BANQUET ROOM OF THE LOCH LLOYD COUNTRY CLUB LOCATED AT 16750 COUNTRY CLUB DRIVE, VILLAGE OF LOCH LLOYD, MISSOURI. MEMBERS PRESENT INCLUDED CHAIRMAN ETHERINGTON, TRUSTEE/CLERK LAFATA, TRUSTEE ELSBERRY, AND TRUSTEE MURPHY. VILLAGE ATTORNEY ZERR AND VILLAGE PLANNER ECKBERG WERE ALSO IN ATTENDANCE. TRUSTEE WORSTELL-BENJAMIN WAS ABSENT.

CALL TO ORDER

Chairman Etherington called the meeting to order at 6:00 p.m.

ROLL CALL

Chairman Etherington recognized Village Attorney Zerr who conducted a roll call of the trustees in attendance for confirmation of quorum. Full Board present and quorum achieved. Business may be conducted accordingly.

PLEDGE OF ALLEGIANCE

Chairman Etherington requested all present, as capable, to join in the pledge of allegiance.

APPROVAL OF AGENDA

Chairman Etherington then opened the floor for a motion to approve the agenda. Chairman Etherington recognized Trustee Murphy who motioned to approve the agenda, as amended. Chairman Etherington then recognized Trustee Lafata who seconded the motion.

Chairman Etherington opened the floor for any discussion on the motion. There being no further discussion, Chairman Etherington called for a vote on the motion.

Motion to approve the agenda, as amended, was passed unanimously 4-0, no abstentions, and no objections.

APPROVAL OF MINUTES

None presented.

REPORTS FROM COMMITTEES AND OFFICERS

a. Website Update

Chairman Etherington and Village Planner Eckberg presented on the potential engagement of CivicPress for the provision of website development, hosting and maintenance services.

Chairman Etherington commented on the extremely outdated content currently available on the website and the difficulty of working with WordPress, which is the website hosting platform the Village currently uses. In addition, the website administrator/webmaster died two years ago, which has left Village Planner Eckberg handling things amongst her other duties.

Chairman Etherington then recognized Village Planner Eckberg who provided the history and background of the website along with comments on the potential vendors contacted to assist in updating and managing the website. Village Planner Eckberg commented that the first designer was Wrenbird Design out of Liberty, Missouri which she would classify as a more “business based” website developer. They would be easy and are based locally. Their pricing model had higher upfront costs with lower prices for renewals and maintenance than the approach used by CivicPlus. They offered two packages with a standard and premier.

Village Planner Eckberg then presented on CivicPlus, which is out of Manhattan Kansas. They focus and specialize in working with municipalities. They work with 10,000 customers throughout the country working in all of the states with 25 years of experience. CivicPlus is the most engaged website designer that Confluence works with in other communities. Village Planner Eckberg identified examples of design and incorporation of community branding with other websites including Mission, Kansas, and Leawood, Kansas. She noted that a website redesign on the CivicPlus platform would make the website more navigable and resident friendly. She then walked through sample websites and the options/examples of a more navigable and resident friendly experience.

Village Planner Eckberg then provided information on the costs for CivicPlus including the standard design costs of \$850 for initial setup costs and \$4,664 for annual administration costs. If they went the route of the premium design, it would be an upfront cost of \$1,700 and annual administration costs of \$5,572. They could transition from the standard design to the premium design with payment of the difference. She also noted that ADA compliance is becoming increasingly important for cities to provide and CivicPlus would make sure to incorporate compliance/accommodations for the same. It would also allow for MuniCode to be used for uploading the current code of ordinances to the website.

Chairman Etherington then opened the floor for questions and recognized Trustee Elsberry who asked if website redesign and hosting was in the 2025-26 budget. Chairman Etherington indicated that at the time the budget was approved there was not enough information to include it. Chairman Etherington is only seeking to authorize staff to obtain a contract from CivicPlus for potential approval by the Board next month. Chairman Etherington then recognized Trustee Murphy who commented on the importance of the website and having a company available to manage the same, particularly the ADA aspects of it. He suggested that this is a very good use of Village funds for purposes of communicating with the residents.

There being no additional questions or discussion on the matter, Chairman Etherington opened the floor for a motion to authorize Village Planner Eckberg and Clerk Lafata to proceed

with obtaining a contract from CivicPlus to provide website services to the Village. Chairman Etherington recognized Trustee Murphy who made a motion to authorize staff to proceed with obtaining a contract from CivicPlus for the website. Chairman Etherington then inquired of a second, and recognized Trustee Elsberry who seconded the motion.

Chairman Etherington opened the floor for any discussion on the motion. There being no further discussion, Chairman Etherington called for a vote on the motion.

Motion authorizing Village Planner Eckberg and Clerk Lafata to coordinate with CivicPlus for a contract to provide website services to the Village for potential approval at the November Board of Trustees meeting. Motion passes unanimously 4-0, no objections nor abstentions.

b. Stoplight Update

Chairman Etherington then opened the next agenda item for consideration by the Board of Trustees and recognized Clerk Lafata for a report on the status of the stoplight construction and installation. Clerk Lafata advised that the boring and electrical service have been provided to the location for the stoplights. MODOT has constructed the cement posts and have added in the controller and included stripping on the turn lane. The work was completed in less than two weeks. The signal cabinets, video detection and signal heads and signal poles are on order and should come in around the first of the year. At that point, they will put cones out to redirect traffic during the two-week construction time in January. Clerk Lafata recommended that residents find an alternate gate to exit the community during those times. Completion of the stoplights is anticipated to occur around the middle of January.

No action sought. No action taken.

PUBLIC HEARINGS

a. Neighbors Property Rezoning.

Chairman Etherington then opened the next agenda item for consideration by the Board of Trustees which was the public hearing on the Neighbors' Property Rezoning application. Chairman Etherington provided the anticipated process moving forward including the presentation by the Village consultant (Village Planner Eckberg), followed by a presentation by the applicant, an opportunity for public comment limited to 2 minutes per speaker, questions and discussions by the Board, and then Board action. Village Attorney Zerr requested that the public hearing be opened. Chairman Etherington then opened the public hearing at 6:15 p.m.

i. Presentation by Village Consultant

Chairman Etherington then recognized Village Planner Eckberg who provided an overview of staff report. Ms. Eckberg provided background and a description of the property at issue. It is an 11-acre parcel located South of the South Entrance to the Village proper and North of the Church on Holmes Road. The property is located within the Village limits today. Ms.

Eckberg provided an analysis of how the property is identified by the Land Use Master Plan adopted by the Village. She also identified the residential buffer, which is undefined under the current zoning code. The property also includes an “unzoned” 300 foot buffer that has no documentation or prior zoning designations from the Village or Cass County. Village Planner Eckberg specifically noted that the applicant’s concept plan is not being presented for purposes of the zoning decision this evening, but rather is presented to provide a general idea as to what the developer would like to do with the property in the future. The concept plan shows an access point through the current proposed detention basin located on a lot owned by S-9 REDEV, LLP (“S-9”). At this time, applicant has no agreement with S-9 so the only access for the property is through the church property to the South. Items of import for the property include: (a) access management, (b) coordination with the South HOA for admission and utilization of the private roadways, (c) coordination with MODoT for any alternative access onto Holmes Road, (d) coordination with any utilities (which would need to be addressed as part of any preliminary plat or development plan).

Village Planner Eckberg provided a review of the Master Land Use Plan, the Concept Plan for Future Development, the Future Infrastructure Improvements, and the Future Approval Process. Ms. Eckberg provided details on the application of the 150’ buffer zone preference under the Village’s master plan policies and reiterated concerns regarding access to the property as shown in the concept plan. Village Planner Eckberg then concluded her presentation of the staff report for the property.

Chairman Etherington then opened the floor to questions from the members of the Board to staff. Chairman Etherington recognized Trustee Elsberry who inquired on the current zoning designation, and his understanding that the property is currently zoned agricultural. Village Planner Eckberg noted that the Village does not maintain an “ag” zoning designation under the current development code. Village Attorney Zerr indicated that this may have been the zoning designation prior to annexation of the property into the Village. Trustee Elsberry then inquired as to whether it was therefore designated as recreational and open space (“ROS”). Village Planner Eckberg stated that there is no evidence in the Village or county records that the property had been rezoned ROS. She noted that Village zoning map shows no specific zoning but identifies 300 feet along the west and north boundaries as a “residential buffer.” The land use master plan shows it as recreational open space.

Trustee Elsberry then inquired further on the second condition that the applicant agrees that the rezoning does not approve in any way the proposed concept plan including the layout numbers, etc. Specifically, Trustee Elsberry wanted to know why the Board is not taking action on the concept plan. Village Planner Eckberg responded that the applicant is only seeking a determination that the property should be identified as residential, not approval of the concept plan. Trustee Elsberry expressed the desire to have the rezoning limit the number of lots and have conditions moved to a development agreement for the property. Trustee Elsberry then inquired as to whether there were any conditions imposed upon the Sechrest developer that are not being imposed on this application that are applicable. Responses were provided by Village Attorney Zerr and Village Planner Eckberg. Village Attorney Zerr indicated that this is being presented as a very traditional straight-forward rezoning application. The question is whether this property should be identified for residential purposes. The applicant is not presenting any amenities to go along with the proposal. The applicant is not seeking to alter setbacks in exchange for benefits in the development

of the parcel. There were no variances being presented by the applicant. The difference between this and the Sechrest development is the scope of everything that is being proposed and their respective zoning status at the time of the application. This property does not have a zoning designation right now, whereas the Sechrest properties were zoned ROS. Attorney Zerr reiterated that it is incumbent through statute that the Village provide some zoning designation for the property. If approved, the property would be able to have one (1) residence. Development of more than one lot would require a plat.

Trustee Elsberry further inquired as to how, without the ability to revert the rezoning request, this action will impact a future preliminary plat and final plat consideration. Village Attorney Zerr responded that the preliminary plat has significantly more items for consideration than the rezoning of the property. The application for preliminary plat is the stage of the process where the Village P&Z and the Trustees will receive the detailed studies and reports and have the opportunity for input as to what will be required to be included in the proposed development, as opposed to this stage, which only seeks the rezoning. A zoning designation needs to be identified. Trustee Elsberry rephrased the question. Are we going to have full review and say in the future development if it ever happens on this property including the number of houses and the design standards for the property? Village Attorney Zerr confirmed that there would be a full review and input by the Village regarding the future development of the property, unless the owner decided that they simply wanted to put a single residence on it, which would require limited review.

Trustee Elsberry then inquired as to the legislative (subjective) versus ministerial nature of the different planning and development processes for the Village. The Village Planner confirmed that the preliminary plat is where more detailed instructions, limitations, recommendations and requirements would be presented and imposed. The rezoning is more, “can this function as residential versus something else.” Chairman Etherington provided additional input on the similarities to the Sechrest rezoning process as it relates to the timing of various reviews and approvals.

Additional discussion ensued with Trustee Elsberry regarding the minimum requirements for future development. Village Attorney Zerr confirmed that the standards imposed by the Unified Development Ordinance (the “Code”) will be applied to any future preliminary plat. In the Sechrest scenario, the developer was seeking changes to setbacks, and variation from the Code requirements. This is one of the factors that necessitated the imposition of additional protections for the Village through the Development Agreement and the conditions imposed. Tonight, the Board of Trustees is simply determining whether the highest and best use of the property is residential as opposed to some other zoning designation (or nothing which is what it is today). The Board cannot decide on a zoning designation that is arbitrary and capricious. Trustee Lafata noted that the application is seeking an R-1 designation, which would bring with it all of the setbacks, building line, density, and lot size limitations from the Code. They cannot come in with a minimum that violates Code. They would either have to comply with the R-1 standards or seek a variance.

ii. Presentation by the Applicant

There being no further questions or comments from members of the Board of Trustees, Chairman Etherington recognized Mr. Joshua Harden, representative for Mr. and Mrs. Neighbors

to provide any evidence and/or presentation on their behalf. Mr. Harden introduced himself and indicated that he had little additional input beyond the information provided within the staff report. His clients appreciate and accept the staff's recommendations in favor of the rezoning along with the conditions listed within the staff report. They are in the process of engaging with the South HOA and the S-9 Redev, LLC for access within the Village walls, along with the benefits and amenities of membership in the South HOA. Right now, they are tackling the rezoning.

Mr. Harden provided additional details. They recently received a letter from the South HOA, which noted that this is a very complex development situation. Mr. Harden and the applicants understand and agree that there is a complexity presented by the privately held streets and the single developer within the Village. However, the question before the Board of Trustees should be an easy one, as the applicant is simply seeking a rezoning. Further details regarding the development plan will be worked out in the best interest and highest value of the Village possible. Mr. Harden expressed appreciation for the opportunity to have productive conversations with all of the entities that are involved in this process. He concurred with Village Attorney Zerr that this is just a question of rezoning and that further details regarding the development plan will be worked on very aggressively to get those questions answered. Hopefully, to do so with the absolute best interest and highest value for the Village. He reiterated that they are really at a preliminary stage with their engineering and technical development aspects but do have their engineer present to answer any questions that the Board of Trustees may have this evening.

Chairman Etherington opened the floor for questions to the applicant. Chairman Etherington then recognized Trustee Elsberry for a question regarding whether the entire tract was to be rezoned R-1 or if there was a portion that would be remaining identifiable as ROS. Mr. Harden confirmed that his clients' understanding was all the area will be rezoned to the R-1 designation. Village Attorney Zerr and Village Planner Eckberg confirmed this assessment.

iii. Public Comments (limited to 2 minutes per speaker)

There being no further questions or comments from the members of the Board of Trustees, Chairman Etherington opened the floor for comments and questions from the public in attendance.

Ruth Withey – 168900 Ridge Drive. As the land is now, what is the 300' buffer being referenced? Response provided from Village Planner Eckberg regarding the current zoning map. This property has already been annexed into the city limits but never identified with a zoning designation. However, the current adopted zoning map shows a significant portion of the area as being recognized as a 300' buffer. This was prior to Confluence's involvement with the Village. Chairman Etherington provided additional follow-up to note that it is simply a designation on the current zoning map. However, it's not an official zoning designation and it is simply shown on the map without definition. Ms. Withey also sought clarification on the 150' preference between properties stated in the master plan policies. However, she heard at a prior meeting that the 150' distance does not apply to this property. Trustee Elsberry responded that he understood the buffer was intended to be imposed between properties that currently are adjacent to recreational open space. This would make the western boundary of the property at issue here subject to the 150' buffer. Chairman Etherington confirmed the assessment from Trustee Elsberry and indicated that it is referenced in the staff report and recommendations provided by staff for approval of the

rezoning. It will apply to the houses along Meadow Lane but not to the “non-existent” houses that are yet to be built within the Sechrest development.

iv. Questions and Discussion by the Board

There being no further comments from the public, Chairman Etherington then opened the floor to any final questions and concerns on the application from members of the Board of Trustees.

Chairman Etherington recognized Trustee Elsberry who inquired as to Policy #3 of the Village Unified Development Ordinance. “Prior to approval of any rezoning or change to the adopted future master land use plan, the following must be addressed...”. It then goes into a lot of things that were discussed at length during the Sechrest rezoning process. Clerk Lafata confirmed that all of the listed items would be addressed at the preliminary plat stage. We have considered them, and have deemed that they will be taken up later with the preliminary plat.

There being no further comments or questions from the Board of Trustees, Chairman Etherington then closed the public hearing at 6:40 p.m. and opened the floor for a motion to approve Ordinance 2025-10-22-1 amending the zoning map as to the subject property to designate the same as R-1. Chairman Etherington recognized Village Attorney Zerr who read Ordinance 2025-10-22-1 in full. Chairman Etherington recognized Trustee Murphy who moved approval of the proposed Ordinance. Chairman Etherington then recognized Trustee Lafata who seconded the motion.

Chairman Etherington then inquired of any questions or comments on the motion from members of the Board of Trustees. Chairman Etherington recognized Trustee Elsberry who asked whether the second condition identified within the Ordinance (where the applicant is agreeing to certain things) will run with the land. Village Planner Eckberg confirmed that the notes maintained within the files for the Village will contain all of the identified conditions which would be imposed whether the current owner, or a future owner, comes forward with a proposed preliminary plat, or development plan.

There being no further discussion, Chairman Etherington called for a vote on the motion.

Motion approving Ordinance 2025-10-22-1 amending the zoning map as to the subject property to designate the same as R-1. Motion passes unanimously 4-0, no objections nor abstentions.

OLD BUSINESS

- a. None.

NEW BUSINESS.

- a. Household Hazardous Waste Contract Renewal

Chairman Etherington then opened the next agenda item for consideration by the Board of Trustees which was a renewal of the intergovernmental agreement for household hazardous waste

disposal. Chairman Etherington recognized Clerk Lafata for details and a report. Clerk Lafata presented the renewed intergovernmental agreement for approval. The costs rose this year to \$1,174.09. Last year there were 34 cars with over 5,000 pounds of hazardous waste dropped off by the people of Loch Lloyd. It will also allow for drop-offs at any of the regional locations for specific items such as tires. Clerk Lafata concluded his presentation.

Chairman Etherington opened the floor for discussion, or a motion to approve the intergovernmental agreement presented. Chairman Etherington recognized Trustee Elsberry who moved to approve the intergovernmental agreement for household hazardous waste. Chairman Etherington then recognized Trustee Murphy who seconded the motion.

Chairman Etherington opened the floor for any discussion on the motion. There being no further discussion, Chairman Etherington called for a vote.

Motion to approve and authorize the Village to enter into the household hazardous waste intergovernmental agreement renewal at the prices quoted. Motion passes unanimously 4-0, no objections nor abstentions.

b. North HOA Request for Use of Gas Tax Funds

Chairman Etherington then opened the next agenda item for consideration by the Board of Trustees, which was a request from the North HOA to utilize gas tax funds for certain safety improvements. This is a discussion item only for today with the hopes of identifying what further actions need to take place for us to consider this further at November Board meeting.

Chairman Etherington then recognized Village Attorney Zerr for a presentation on the topic. Village Attorney Zerr recognized individuals from the local Community Improvement District ("CID") including their legal representative for additional questions regarding the operation of the CID and proposed fund expenditures. The CID has asked the Village to use funds from gas tax proceeds paid over to the Village from the Mount Pleasant Road District. It is identifiable for road and transportation improvements including gutters, sidewalks, crosswalks, trails, streets, curbs, stormwater sewers from streets, landscaping along rights-of-way and easements. Prior to this request, the Village utilized the funds to pay the matching grant for the traffic signal on Holmes at the South entry. In discussions with the legal counsel for the CID, they have provided an opinion letter which states that the CID is a public entity, maintaining public roads within the gated boundaries of the Village. The public entity and public roads would be an authorized expenditure by the Village for the funds. The initial request/application appears to have been presented to the Village by the North HOA. However, the more appropriate applicant in this case would be the CID that maintains control and ownership of the public roads.

The request is for funds to construct roadway speed humps, berming and landscaping within the roadway easements, and construction of sidewalks and crosswalks for pedestrian access. Attorney Zerr stated that the CID statutes and the gas tax fund statutes allow for each of the transportation expenditures contemplated by the application.

There are a number of questions that have been presented by the utilization of these funds. Village Attorney Zerr has had the opportunity to confer with legal counsel for the CID. The potential utilization of these funds should have conditions to make sure that the Village is being protected. First and foremost is whether the utilization of the funds could jeopardize the ability to maintain a gated community? What can we do to make sure that the CID provides indemnification for the Village if there are legal challenges to the use of the funds and the impact of the same on the gates. The total of the requested funds is \$136,167. Village Attorney Zerr indicated that the best outcome for this evening would be to establish questions to be addressed before the Board decides how it would like to proceed with the funding of the requests. This would give legal counsel a chance to work out details and answers in advance of the next Board meeting. Additionally, it would be good for staff to have instructions on how the Board would like to proceed further including the drafting and presentation of a potential agreement between the Village and CID. The hope is to address concerns as part of a due diligence effort. The goal would be to report back next month with any proposed documentation.

Village Attorney Zerr inquired as to whether the CID representatives desired to speak for clarification and additional details. Representatives of the CID thereafter declined and indicated a desire to simply await further questions.

Chairman Etherington then inquired on a number of issues. Do we have sufficient information and legal comfort to conclude that the Village can spend its tax revenues on this specific project? Village Attorney Zerr responded that they are public funds going to a public entity very similar to the intergovernmental agreement for the Holmes Road traffic signal. The Village Attorney is comfortable that the Village can give its public funds to the public CID for transportation improvements. Chairman Etherington then asked whether the utilization of the funds would increase the likelihood that someone may challenge the private roadway going into the public roads? Do we have sufficient information to be able to legally conclude that the privacy provided by the gates will remain secure if these funds are given to the CID by the Village? Village Attorney Zerr responded that he does not have sufficient information or comfort based upon legal review to confirm that the utilization of public funds will not impact the private gates of the community. Village Attorney Zerr recommended that the Board wait until they were provided with a legal opinion on that subject. Trustee Elsberry expressed his opinion that the onus of providing that legal opinion would be on the CID counsel. Village Attorney Zerr confirmed that notion. It is further worthy to have the coming month to consult with legal counsel for the CID on that issue, particularly if the Village is going to have the CID provide indemnification to Village if there is a challenge. Ultimately, the Village does not have control regarding the gates. Those are under private control. In the South of the Village, the streets are all private. We do not want the Village to step into the situation where the use of the funds is opening up additional concerns or exposure on the limitation of accessibility within the gated portions of the community.

Chairman Etherington recognized Trustee Lafata who asked what the difference was between the current "public nature" of the roads and the "public nature" of the roads after we utilize these funds. He stated his view that you cannot make the roads more public. He asked "if we determine that we can give them the money, why would this force us to open the gates?" Village Attorney Zerr suggested that before deciding to give the money to CID, that there be a clear legal opinion provided on the issue so that the Board can vote with an understanding of its potential

exposures. The CID counsel has said that they are public roads. There will be a two-part analysis. First, is confirming that they are public roads and eligible to receive funding from gas tax revenues. Second, confirming that using gas tax funds will not endanger the ability to maintain the private gates out front. As a public entity, do we need a second bid? Village Attorney Zerr confirmed that the CID would be the public entity contracting for the work. As a public entity, they would be subject to both prevailing wage requirements and statutory provisions for a public bidding process for public improvements. Their legal counsel would confirm that position. Village Attorney Zerr indicated that the only thing in hand at this time is a letter from the North HOA. For the Board to take action, it would need to have something (a letter or an application) from the CID Board making a request for the funds and an agreement between the Village and CID for how the funds will be paid and ultimately a very specific request for the utilization of the funds. That way the Board would be dealing with the entity that actually controls the roads

Trustee Elsberry inquired as to whether the CID would be required to have the multiple bids prior to funding the project. Village Attorney Zerr responded that the CID would have to comply with the bidding process. They would be required to indemnify the Village. We would simply be providing a cost payment up front and our agreement would require their compliance with bidding and prevailing wage. The CID would be making representations that as a governmental entity, they would comply with those statutory provisions. It removes the onus from the Village. If they failed to comply, we would have an indemnification from the CID to protect the Village if they failed to comply.

Chairman Etherington anticipated that from a documentation standpoint, we would have a specific request from the CID for the funds and identifying the project in detail. In addition, an intergovernmental agreement for payment or reimbursement authorizing the release of the funds to the CID with an included indemnification provision to protect the Village. Village Attorney Zerr confirmed and noted that the CID exists for a period of time, but their existence can be continued by a vote of the CID participants. It will exist until 2037.

Chairman Etherington then recognized Trustee Elsberry for additional questions to staff. Trustee Elsberry inquired as to the current funding method for the CID. Village Attorney Zerr noted that it was either an additional property tax assessment or a sales tax (in this case almost guaranteed it was a property tax assessment). Mr. David Frantze, CID legal counsel, confirmed that it's a property tax assessment. Trustee Elsberry then asked whether the CID is currently solvent today. Mr. Brouk, representative of the CID, advised that it draws funds from a special assessment imposed upon the tax bill issued to each of the residents within the North HOA. The payments are paid to Cass County which then distributes the funds to the trustee (UMB Bank) which then distributes the funds to the bond holders. They have no funds and no expenses.

Further inquiry from Trustee Elsberry to Mr. Brouk as to where the funds are coming from to maintain and improve the current CID roads and other transportation improvements in the North HOA? Mr. Brouk confirmed that the developer is maintaining them. Trustee Elsberry asked if the developer or their affiliates are the bond holders for the CID? Mr. Brouk advised that they are not. Others hold the bonds.

Chairman Etherington then asked whether the CID owns the roads within the North HOA. Mr. Brouk confirmed that it does own the roads by plat dedication. All five plats in the North HOA referenced the dedication of the roads to the CID. They were transferred at the time of the recordation of the plats. Some of these were done in 2012, 2015, and 2016. Trustee Elsberry inquired as to what happens to the CID at the end of its 30 years. Mr. Frantze responded that it can be continued and extended by statute through a vote of the people. Chairman Etherington and Village Attorney Zerr confirmed that this would come through the Village for approval as well. The initial CID was approved by the Village in 2007. Follow-up by Trustee Elsberry on what happens if the CID is not continued and terminates. Mr. Frantze confirmed that the roads will remain public roads. Village Attorney Zerr provided the analysis and answer under Section 67.1683 RSMo, the roads would go to another public entity. In this case, it would likely be the Village. It would be done as part of a plan of termination approved by the Village. Trustee Elsberry inquired as to whether the Village would be required to take it. Village Attorney Zerr confirmed that the Village would get the chance to vote on accepting the plan of termination. It would have to be an agreement between the CID and Village for the Village to take them. If the Village does not want it and Cass County does not want it, what then? Chairman Etherington posited the notion that the Village could create its own CID to take the roads at that time. Trustee Elsberry then asked whether the gas tax funds are sufficient to cover the amounts requested. Clerk Lafata confirmed and indicated the current balance is approximately \$575,000 in the funds. Trustee Elsberry questioned whether funding the project would require the Village to take over the roads if the CID terminates. Village Attorney Zerr suggested that the answer should be addressed in the opinion letter from the CID counsel.

Village Attorney Zerr provided statutory references and language for termination of the CID from Chapter 67 RSMo. Before concluding the discussion, the applicant representative asked for direction on what the Board needs to see from the CID? Attorney Zerr provided the response.

Chairman Etherington asked for a motion authorizing the Village Attorney to work with legal counsel for the CID to obtain a legal opinion and/or other appropriate assurances addressing the issues and questions raised during their discussion and, subject to obtaining such assurances, to draft an intergovernmental agreement, which would include indemnification, to provide the requested funding. Motion by Trustee Elsberry instructing and authorizing staff to proceed with the necessary due diligence in analyzing and drafting the intergovernmental agreement with included indemnity and to resolve the questions on the nature of the public roads, protection of the gated aspects of the community, and such other issues as may be identified in the due diligence process through identifiable legal opinions with supporting caselaw and statutory provisions. Chairman Etherington then recognized Trustee Lafata who seconded the motion.

Chairman Etherington opened the floor for any discussion on the motion. There being no further discussion, Chairman Etherington called for a vote on the motion.

Motion instructing and authorizing staff to proceed with the necessary due diligence in analyzing and drafting the intergovernmental agreement (with included indemnity) and to resolve the questions on the nature of the public roads, protection of the gated aspects of the community, and such other issues as may be identified in the due diligence process, through identifiable legal

opinions and supporting caselaw and statutory provisions. Unanimous vote 4-0 no objections, no abstentions.

c. Transfer of Rezoned Sechrest Properties from S-9 REDEV, LLC to Trident

Chairman Etherington then opened the next agenda item for consideration by the Board of Trustees, which was the transfer of the Sechrest rezoned properties from S-9 ReDev, LLC to Trident Development, Inc. This is a request that comes from the developer. There is an internal business purpose for them to move the rezoned tracts to Trident. All of the pertinent recreational open space properties being renovated pursuant to the Maintenance Agreement (the remaining green space) will continue to be owned by S-9 ReDev, and the personal guarantees, and the letter of credit will remain in place. Chairman Etherington then recognized Village Attorney Zerr for additional background and legal analysis on the request.

Village Attorney Zerr provided analysis under the Development Agreement, including Section 11.01. The second half of Section 11.01 gives the applicable provision for our consideration, which authorizes the Company to transfer property to an affiliate without the consent of the Village upon a showing that the affiliate has sufficient experience in the development and operation of comparable projects. Developer is seeking to identify Trident as an affiliate. The Development Agreement defines an “affiliate” as “a person or entity which directly or through one or more intermediaries owns or controls, or is controlled by, or which is under common control with the Company or any of its assignees, including any special purpose entity created for the purpose of owning any of the project sites.” Here, they are transferring to an entity that is wholly-owned and controlled by the group that owns S-9.

They have submitted to the Village an Affidavit of Affiliation for the purpose of demonstrating compliance with the Development Agreement. The Affidavit identifies how S-9 and Trident are affiliates. Representatives of S-9 and Trident are present this evening to answer any questions. We anticipate a motion to confirm that the Board has reviewed and is accepting that the transfer is to an affiliate under the terms and conditions of Section 11.01.

Trustee Elsberry inquired as to the terms and provisions of Section 8.04 of the Development, which is one of the conditions under Section 11.01. Village Attorney Zerr addressed the inquiry by providing a recitation and synopsis of the section. The Affidavit of Affiliation has been signed individually by Michael and Brian Ilig, and as the owners and controlling members of S-9 ReDev, LLC, and Trinity Development, LLC.

Trustee Murphy asked for confirmation that the developer was only seeking the transfer the residential lots created by the Sechrest development plan and that there is no additional property being transferred out of S-9 ReDev. Village Attorney Zerr confirmed that this was his understanding but invited confirmation from the representatives of the developer, which they provided. Trustee Murphy then asked who all remains liable for completion of the recreational open space obligations, and under the personal guarantee. Village Attorney Zerr equated the matter to a sublease which means everyone remain obligated to their commitments, we are simply adding Trident to the mix under the Maintenance Agreement, the Development Agreement, and the personal guarantee.

Trustee Elsberry commented that the intent under the Affidavit is for that to occur, but suggested additional language should be included. Trustee Elsberry recommended the inclusion of language that required Trident to specifically assume all of the obligations under the Maintenance Agreement and Development Agreement. Chairman Etherington inquired as to whether the Affidavit was reviewed, negotiated and mutually drafted with counsel for the developer. Village Attorney Zerr confirmed the same. Discussion ensued with Trustee Elsberry, Chairman Etherington and Village Attorney Zerr regarding the inclusion of additional language. Mr. Brouk, on behalf of the developer, confirmed and accepted the additional proposed language.

There being no further discussion on the matter, Chairman Etherington recognized Trustee Elsberry who moved to accept Trident Development, Inc., as an Affiliate of the S-9 Redev, LLC subject to and conditioned upon amendment of the Affidavit of Affiliation incorporating a specific assumption by the affiliate of all obligations under the Maintenance Agreement and Development Agreement. Chairman Etherington recognized Trustee Murphy who seconded the motion.

Chairman Etherington opened the floor for any discussion on the motion. There being no further discussion, Chairman Etherington called for a vote on the motion.

Motion to accept Trident Development, Inc., as an Affiliate of the S-9 Redev, LLC subject to and conditioned upon amendment of the Affidavit of Affiliation incorporating a specific assumption by the affiliate of all obligations under the Maintenance Agreement and Development Agreement. Unanimous vote 4-0 no objections, no abstentions.

COMMENTS FROM VISITORS

Chairman Etherington then opened the next agenda item.

Comments from Ruth Withey regarding available funds in the gas tax monies which are limited in their authorized use. Developers do the upkeep of the roads. How will that impact on the public road aspects. Will the Village have to take on the maintenance of the streets if the CID goes away. Clerk Lafata, Chairman Etherington and Village Attorney Zerr provided responses to her inquiries.

SUCH OTHER MATTERS AS MAY COME BEFORE TH BOARD

Chairman Etherington then opened the next agenda item and recognized Clerk Lafata for a report on a code violation to the unbuilt property at St. James Court. He has since had communication with the builder to establish deadlines and continued consequences for any failure to proceed. The builder has completed the first steps within the established deadlines and are hopeful that they will complete construction in early 2026.

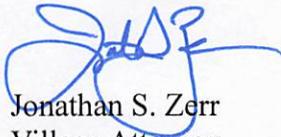
MEETING ADJOURNED

There being no further business set on the agenda, Chairman Etherington opened the floor for a motion to adjourn. Chairman Etherington recognized Trustee Murphy who moved to adjourn the regular meeting of the Board of Trustees. Chairman Etherington then recognized Trustee Elsberry who seconded the motion. There being no further discussion on the motion, Chairman Etherington called for a vote on the motion.

Motion passed unanimously 4-0, no abstentions, and no objections.

Regular meeting of the Board of Trustees adjourned at 7:30 p.m.

Respectfully submitted,



Jonathan S. Zerr
Village Attorney