

IN THE CIRCUIT COURT OF JACKSON COUNTY, MISSOURI
AT KANSAS CITY

IN THE MATTER OF:)
)
 KANSAS CITY MAIN STREET RAIL)
 TRANSPORTATION DEVELOPMENT DISTRICT,)
)
 GIBSON "GIB" KERR)
 800 W. 68TH TERRACE)
 KANSAS CITY, MISSOURI 64113)
)
 NICK WARD BOPP)
 606 E. 31ST STREET)
 KANSAS CITY, MISSOURI 64109)
)
 JASON BRODY)
 21 W. 10TH STREET, UNIT 14C)
 KANSAS CITY, MISSOURI 64105)
)
 JONATHAN BROKAW)
 4148 TROOST AVENUE)
 KANSAS CITY, MISSOURI 64110)
)
 ERIC BUNCH)
 3601 WYANDOTTE STREET)
 KANSAS CITY, MISSOURI 64111)
)
 LAURA BURKHALTER)
 4134 LOCUST STREET)
 KANSAS CITY, MISSOURI 64110)
)
 DIANE BURNETTE)
 6210 MORNINGSIDE DRIVE)
 KANSAS CITY, MISSOURI 64113)
)
 JARED CAMPBELL)
 21 W. 10TH STREET, #6E)
 KANSAS CITY, MISSOURI 64105)
)
 KATIE R. CAMPBELL)
 21 W. 10TH STREET, #6E)
 KANSAS CITY, MISSOURI 64105)

Case No. _____

MICHAEL S. CARR)
3983 PENNSYLVANIA AVENUE)
KANSAS CITY, MISSOURI 64111)

LAURIE CHIPMAN)
4119 CAMPBELL STREET)
KANSAS CITY, MISSOURI 64110)

GENE F. COTA)
321 W. 7TH STREET, #507)
KANSAS CITY, MISSOURI 64105)

JOY COTA)
321 W. 7TH STREET, #507)
KANSAS CITY, MISSOURI 64105)

JESSE J. CRUPPER)
4528 TERRACE STREET)
KANSAS CITY, MISSOURI 64111)

ANN M. DAVIS)
51 E. 52ND STREET)
KANSAS CITY, MISSOURI 64112)

STEPHEN C. DAVIS)
51 E. 52ND STREET)
KANSAS CITY, MISSOURI 64112)

MICHELLE DREHER)
3121 GILLHAM ROAD)
KANSAS CITY, MISSOURI 64109)

BRYAN J. ESPEY)
816 E. 41ST STREET)
KANSAS CITY, MISSOURI 64110)

BRADLEY J. FARRIS)
3131 MCGEE STREET)
KANSAS CITY, MISSOURI 64111)

PHILIP GLYNN)
5750 WARD PARKWAY)
KANSAS CITY, MISSOURI 64113)

CLARK GREENLEE)
223 WEST 53RD STREET)
KANSAS CITY, MISSOURI 64112)
)
SARA KELLY HARRIS)
21 W. 10TH STREET, #14A)
KANSAS CITY, MISSOURI 64105)
)
SCOTT HARRIS)
21 W. 10TH STREET, #14A)
KANSAS CITY, MISSOURI 64105)
)
JASON HOFFMAN)
333 W. 46TH TERRACE, #223)
KANSAS CITY, MISSOURI 64112)
)
MICHAEL HOPKINS)
311 EAST 43RD STREET, #1W)
KANSAS CITY, MISSOURI 64111)
)
LAUREN HRUBY)
4059 MCGEE STREET)
KANSAS CITY, MISSOURI 64111)
)
DAVID JOHNSON)
1819 BALTIMORE AVENUE, #103)
KANSAS CITY, MISSOURI 64108)
)
SCOTT KANE)
3511 GENESSEE STREET)
KANSAS CITY, MISSOURI 64111)
)
MATTHEW A. KAUFFMAN)
7315 SUMMIT STREET)
KANSAS CITY, MISSOURI 64114)
)
ARI KERN)
104 E. 41ST STREET, UNIT #5)
KANSAS CITY, MISSOURI 64111)
)
MICHAEL KNABEL)
3803 MAIN STREET, #6)
KANSAS CITY, MISSOURI 64111)

CHRIS KNITTER)
4123 WYOMING STREET)
KANSAS CITY, MISSOURI 64111)
)
WHITNEY LARSEN)
4123 WYOMING STREET)
KANSAS CITY, MISSOURI 64111)
)
EMILY LECUYER)
4433 WYOMING STREET)
KANSAS CITY, MISSOURI 64111)
)
LAUREN MANNING)
3008 MCGEE STREET, APT. 15)
KANSAS CITY, MISSOURI 64108)
)
JAN M. MARCASON)
4125 KENWOOD AVENUE)
KANSAS CITY, MISSOURI 64110)
)
ZACHARY C. MCCULLOUGH)
3334 CHARLOTTE STREET)
KANSAS CITY, MISSOURI 64109)
)
JOHN MCDONALD)
1625 MADISON AVENUE)
KANSAS CITY, MISSOURI 64108)
)
TYLER MEANS)
4536 JEFFERSON STREET, APT. 3)
KANSAS CITY, MISSOURI 64111)
)
CYDNEY MILLSTEIN)
1537 BELLEVIEW AVENUE)
KANSAS CITY, MISSOURI 64108)
)
TIMOTHY P. MOLTHAN)
3721 BROADWAY BOULEVARD, APT. 18)
KANSAS CITY, MISSOURI 64111)
)
ANNE NELSON)
3330 BALTIMORE AVENUE)
KANSAS CITY, MISSOURI 64111)
)

MIKAEL NELSON)
3330 BALTIMORE AVENUE)
KANSAS CITY, MISSOURI 64111)
)
DURON NETSELL)
3829 WALNUT STREET)
KANSAS CITY, MISSOURI 64111)
)
WILLIAM E. NORTON)
3030 GRAND AVENUE)
KANSAS CITY, MISSOURI 64108)
)
CHARLES PARKER)
2633 CAMPBELL STREET)
KANSAS CITY, MISSOURI 64108)
)
LINDSEY PARKER)
2633 CAMPBELL STREET)
KANSAS CITY, MISSOURI 64108)
)
STEPHEN B. PAUL)
6400 CHERRY STREET)
KANSAS CITY, MISSOURI 64131)
)
JEFF PERRY)
4119 CAMPBELL STREET)
KANSAS CITY, MISSOURI 64110)
)
KENNETH PETERSON)
1819 BALTIMORE AVENUE, #101)
KANSAS CITY, MISSOURI 64108)
)
MEGAN H. PETERSON)
1819 BALTIMORE AVENUE, #101)
KANSAS CITY, MISSOURI 64108)
)
IDRIS RAOUFI)
514 E. 31ST STREET, 2ND FLR)
KANSAS CITY, MISSOURI 64108)
)
LAWRENCE G. REBMAN)
6015 MCGEE STREET)
KANSAS CITY, MISSOURI 64113)

ERIC D. ROGERS)
4023 CLARK AVENUE)
KANSAS CITY, MISSOURI 64111)

JEFFREY SCHMIDT)
223 W. 53RD STREET)
KANSAS CITY, MISSOURI 64112)

ROXANA SHAFFE)
4137 HARRISON)
KANSAS CITY, MISSOURI 64111)

E. CRICHTON SINGLETON)
3603 WEST ROANOKE DRIVE)
KANSAS CITY, MISSOURI 64111)

SHAWN D. SNIDER)
600 ADMIRAL BLVD, #504)
KANSAS CITY, MISSOURI 64106)

KATIE SOWDER)
4027 LOCUST STREET)
KANSAS CITY, MISSOURI 64110)

KEITH E. SPARE)
5128 BROOKSIDE BOULEVARD)
KANSAS CITY, MISSOURI 64112)

MATTHEW STAUB)
200 MAIN STREET, #601)
KANSAS CITY, MISSOURI 64105)

JAMES C. "JAY" TOMLINSON)
1515 WALNUT, NO. 1)
KANSAS CITY, MISSOURI 64108)

ERIN WILLIAMS)
200 MAIN STREET, #505)
KANSAS CITY, MISSOURI 64105)

TIMOTHY ZOOK)
3601 CENTRAL STREET)
KANSAS CITY, MISSOURI 64111)

Petitioners)
)

v.)
)
 MISSOURI HIGHWAYS AND)
 TRANSPORTATION COMMISSION,)
 105 WEST CAPITOL AVENUE)
 JEFFERSON CITY, MISSOURI 65101)
)
 SERVE: Mari Ann Winters)
 Secretary to the Commission)
 105 West Capitol Avenue)
 Jefferson City, Missouri 65101)
)
 and)
)
 KANSAS CITY AREA TRANSPORTATION)
 AUTHORITY)
 1225 EAST 18TH STREET)
 KANSAS CITY, MISSOURI 64108)
)
 SERVE: Steve Klika, Chairman)
 1225 East 18th Street)
 Kansas City, Missouri 64108)
)
 and)
)
 CITY OF KANSAS CITY, MISSOURI)
 414 EAST 12TH STREET)
 KANSAS CITY, MISSOURI 64106)
)
 SERVE: William Geary)
 City Attorney)
 414 East 12th Street, 29th Floor)
 Kansas City, Missouri 64106)
)
 Respondents.)

**PETITION FOR THE FORMATION OF A
 TRANSPORTATION DEVELOPMENT DISTRICT (“EA”)**

COME NOW Petitioners, and for their Petition, pursuant to the Missouri Transportation Development District Act (the “Act”), Sections 238.200 to 238.275, as amended, of the Revised Statutes of Missouri (“RSMo”), petition the Court for the purpose of forming the Kansas City Main Street Rail Transportation Development District (the “District”) and state as follows:

1. Petitioner Kansas City Main Street Rail Transportation Development District is a political subdivision of the State of Missouri.
2. Petitioner Gibson “Gib” Kerr is a resident of Jackson County, Missouri whose voting residence is 800 W. 68th Terrace, Kansas City, Missouri 64113.
3. Petitioner Nick Ward Bopp is a resident of Jackson County, Missouri whose voting residence is 606 E. 31st Street, Kansas City, Missouri 64109.
4. Petitioner Jason Brody is a resident of Jackson County, Missouri whose voting residence is 21 W. 10th Street, Unit 14C, Kansas City, Missouri 64105.
5. Petitioner Jonathan Brokaw is a resident of Jackson County, Missouri whose voting residence is 4148 Troost Avenue, Kansas City, Missouri 64110.
6. Petitioner Eric Bunch is a resident of Jackson County, Missouri whose voting residence is 3601 Wyandotte Street, Kansas City, Missouri 64111.
7. Petitioner Laura Burkhalter is a resident of Jackson County, Missouri whose voting residence is 4134 Locust Street, Kansas City, Missouri 64110.
8. Petitioner Diane Burnette is a resident of Jackson County, Missouri whose voting residence is 6210 Morningside Drive, Kansas City, Missouri 64113.
9. Petitioner Jared Campbell is a resident of Jackson County, Missouri whose voting residence is 21 W. 10th Street, #6E, Kansas City, Missouri 64105.
10. Petitioner Katie R. Campbell is a resident of Jackson County, Missouri whose voting residence is 21 W. 10th Street, #6E, Kansas City, Missouri 64105.
11. Petitioner Michael S. Carr is a resident of Jackson County, Missouri whose voting residence is 3983 Pennsylvania Avenue, Kansas City, Missouri 64111.

12. Petitioner Laurie Chipman is a resident of Jackson County, Missouri whose voting residence is 4119 Campbell Street, Kansas City, Missouri 64110.

13. Petitioner Gene F. Cota is a resident of Jackson County, Missouri whose voting residence is 321 W. 7th Street, #507, Kansas City, Missouri 64105.

14. Petitioner Joy Cota is a resident of Jackson County, Missouri whose voting residence is 321 W. 7th Street, #507, Kansas City, Missouri 64105.

15. Petitioner Jesse J. Crupper is a resident of Jackson County, Missouri whose voting residence is 4528 Terrace Street, Kansas City, Missouri 64111.

16. Petitioner Ann M. Davis is a resident of Jackson County, Missouri whose voting residence is 51 E. 52nd Street, Kansas City, Missouri 64112.

17. Petitioner Stephen C. Davis is a resident of Jackson County, Missouri whose voting residence is 51 E. 52nd Street, Kansas City, Missouri 64112.

18. Petitioner Michelle Dreher is a resident of Jackson County, Missouri whose voting residence is 3121 Gillham Road, Kansas City, Missouri 64109.

19. Petitioner Bryan J. Espey is a resident of Jackson County, Missouri whose voting residence is 816 E. 41st Street, Kansas City, Missouri 64110.

20. Petitioner Bradley J. Farris is a resident of Jackson County, Missouri whose voting residence is 3131 McGee Street, Kansas City, Missouri 64111.

21. Petitioner Philip Glynn is a resident of Jackson County, Missouri whose voting residence is 5750 Ward Parkway, Kansas City, Missouri 64113.

22. Petitioner Clark Greenlee is a resident of Jackson County, Missouri whose voting residence is 223 West 53rd Street, Kansas City, Missouri 64112.

23. Petitioner Sara Kelly Harris is a resident of Jackson County, Missouri whose voting residence is 21 W. 10th Street, #14A, Kansas City, Missouri 64105.

24. Petitioner Scott Harris is a resident of Jackson County, Missouri whose voting residence is 21 W. 10th Street, #14A, Kansas City, Missouri 64105.

25. Petitioner Jason Hoffman is a resident of Jackson County, Missouri whose voting residence is 333 W. 46th Terrace, #223, Kansas City, Missouri 64112.

26. Petitioner Michael Hopkins is a resident of Jackson County, Missouri whose voting residence is 311 East 43rd Street, #1W, Kansas City, Missouri 64111.

27. Petitioner Lauren Hruby is a resident of Jackson County, Missouri whose voting residence is 4059 McGee Street, Kansas City, Missouri 64111.

28. Petitioner David Johnson is a resident of Jackson County, Missouri whose voting residence is 1819 Baltimore Avenue, #103, Kansas City, Missouri 64108.

29. Petitioner Scott Kane is a resident of Jackson County, Missouri whose voting residence is 3511 Genessee Street, Kansas City, Missouri 64111.

30. Petitioner Matthew A. Kauffman is a resident of Jackson County, Missouri whose voting residence is 7315 Summit Street, Kansas City, Missouri 64114.

31. Petitioner Ari Kern is a resident of Jackson County, Missouri whose voting residence is 104 E. 41st Street, Unit #5, Kansas City, Missouri 64111.

32. Petitioner Michael Knabel is a resident of Jackson County, Missouri whose voting residence is 3803 Main Street, #6, Kansas City, Missouri 64111.

33. Petitioner Chris Knitter is a resident of Jackson County, Missouri whose voting residence is 4123 Wyoming Street, Kansas City, Missouri 64111.

34. Petitioner Whitney Larsen is a resident of Jackson County, Missouri whose voting residence is 4123 Wyoming Street, Kansas City, Missouri 64111.

35. Petitioner Emily Lecuyer is a resident of Jackson County, Missouri whose voting residence is 4433 Wyoming Street, Kansas City, Missouri 64111.

36. Petitioner Lauren Manning is a resident of Jackson County, Missouri whose voting residence is 3008 McGee Street, Apt. 15, Kansas City, Missouri 64108.

37. Petitioner Jan M. Marcason is a resident of Jackson County, Missouri whose voting residence is 4125 Kenwood Avenue, Kansas City, Missouri 64110.

38. Petitioner Zachary C. McCullough is a resident of Jackson County, Missouri whose voting residence is 3334 Charlotte Street, Kansas City, Missouri 64109.

39. Petitioner John McDonald is a resident of Jackson County, Missouri whose voting residence is 1625 Madison Avenue, Kansas City, Missouri 64108.

40. Petitioner Tyler Means is a resident of Jackson County, Missouri whose voting residence is 4536 Jefferson Street, Apt. 3, Kansas City, Missouri 64111.

41. Petitioner Cydney Millstein is a resident of Jackson County, Missouri whose voting residence is 1537 Belleview Avenue, Kansas City, Missouri 64108.

42. Petitioner Timothy P. Molthan is a resident of Jackson County, Missouri whose voting residence is 3721 Broadway Boulevard, Apt. 18, Kansas City, Missouri 64111.

43. Petitioner Anne Nelson is a resident of Jackson County, Missouri whose voting residence is 3330 Baltimore Avenue, Kansas City, Missouri 64111.

44. Petitioner Mikael Nelson is a resident of Jackson County, Missouri whose voting residence is 3330 Baltimore Avenue, Kansas City, Missouri 64111.

45. Petitioner DuRon Netsell is a resident of Jackson County, Missouri whose voting residence is 3829 Walnut Street, Kansas City, Missouri 64111.

46. Petitioner William E. Norton is a resident of Jackson County, Missouri whose voting residence is 3030 Grand Avenue, Kansas City, Missouri 64108.

47. Petitioner Charles Parker is a resident of Jackson County, Missouri whose voting residence is 2633 Campbell Street, Kansas City, Missouri 64108.

48. Petitioner Lindsey Parker is a resident of Jackson County, Missouri whose voting residence is 2633 Campbell Street, Kansas City, Missouri 64108.

49. Petitioner Stephen B. Paul is a resident of Jackson County, Missouri whose voting residence is 6400 Cherry Street, Kansas City, Missouri 64131.

50. Petitioner Jeff Perry is a resident of Jackson County, Missouri whose voting residence is 4119 Campbell Street, Kansas City, Missouri 64110.

51. Petitioner Kenneth Peterson is a resident of Jackson County, Missouri whose voting residence is 1819 Baltimore Avenue, #101, Kansas City, Missouri 64108.

52. Petitioner Megan Peterson is a resident of Jackson County, Missouri whose voting residence is 1819 Baltimore Avenue, #101, Kansas City, Missouri 64108.

53. Petitioner Idris Raoufi is a resident of Jackson County, Missouri whose voting residence is 514 E. 31st Street, 2nd Floor, Kansas City, Missouri 64108.

54. Petitioner Lawrence G. Rebman is a resident of Jackson County, Missouri whose voting residence is 6015 McGee Street, Kansas City, Missouri 64113.

55. Petitioner Eric D. Rogers is a resident of Jackson County, Missouri whose voting residence is 4023 Clark Avenue, Kansas City, Missouri 64111.

56. Petitioner Jeffrey Schmidt is a resident of Jackson County, Missouri whose voting residence is 223 W. 53rd Street, Kansas City, Missouri 64112.

57. Petitioner Roxana Shaffe is a resident of Jackson County, Missouri whose voting residence is 4137 Harrison, Kansas City, Missouri 64111.

58. Petitioner E. Crichton Singleton is a resident of Jackson County, Missouri whose voting residence is 3603 West Roanoke Drive, Kansas City, Missouri 64111.

59. Petitioner Shawn D. Snider is a resident of Jackson County, Missouri whose voting residence is 600 Admiral Blvd, #504, Kansas City, Missouri 64106.

60. Petitioner Katie Sowder is a resident of Jackson County, Missouri whose voting residence is 4027 Locust Street, Kansas City, Missouri 64110.

61. Petitioner Keith E. Spare is a resident of Jackson County, Missouri whose voting residence is 5128 Brookside Boulevard, Kansas City, Missouri 64112.

62. Petitioner Matthew Staub is a resident of Jackson County, Missouri whose voting residence is 200 Main Street, #601, Kansas City, Missouri 64105.

63. Petitioner James C. "Jay" Tomlinson is a resident of Jackson County, Missouri whose voting residence is 1515 Walnut, No. 1, Kansas City, Missouri 64108.

64. Petitioner Erin Williams is a resident of Jackson County, Missouri whose voting residence is 200 Main Street, #505, Kansas City, Missouri 64105.

65. Petitioner Timothy Zook is a resident of Jackson County, Missouri whose voting residence is 3601 Central Street, Kansas City, Missouri 64111.

66. Respondent State of Missouri Highways and Transportation Commission (the "Commission") is the state agency constitutionally responsible for constructing and maintaining the Missouri highway system, with its principal place of business at 105 West Capitol Avenue,

Jefferson City, Missouri 65101. The Commission is a required respondent to this Petition by virtue of Section 238.207.4(2) of the Act.

67. Respondent Kansas City Area Transportation Authority (the “KCATA”) is a political subdivision of the State of Missouri and an “Interstate Transportation Authority” within the meaning of Section 92.400, RSMo, as amended, with its principal place of business at 1200 East 18th Street, Kansas City, Missouri 64108. The KCATA is a local transportation authority within the meaning of Section 238.202.1(4) of the Act and a required respondent to this Petition by virtue of Section 238.207.4(2) of the Act.

68. Respondent City of Kansas City, Missouri (the “City”) is a constitutionally chartered municipal corporation of the State of Missouri, with its principal place of business at 414 East 12th Street, Kansas City, Missouri 64106. The City is a local transportation authority within the meaning of Section 238.202.1(4) of the Act and a required respondent to this Petition by virtue of Section 238.207.4(2) of the Act.

69. Jurisdiction is proper in this Court pursuant to Section 238.207.1 of the Act.

70. Venue is proper in this Court pursuant to Section 238.207.1 of the Act, in that the District lies entirely within Jackson County, Missouri.

71. A specific description of the proposed District’s boundaries, and a map illustrating such boundaries, are attached hereto as Exhibit A-1 and Exhibit A-2, respectively, and incorporated herein by reference. The area of the District is contiguous within the meaning of the Act.

72. Petitioners propose that the District will undertake, or cause to be undertaken, all or any portion of the following transportation project (the “Project”): The design, construction, ownership and/or operation of a fixed rail streetcar and/or light rail system, and all elements

thereof, including without limitation maintenance facilities, constituting a “public mass transportation system” as such term is defined in the Act. The Project will include (a) the initial 2.1 mile (+/-) starter line running generally along Main Street from River Market to Union Station (the “Starter Line”), initially developed and initially funded by the existing Kansas City Downtown Streetcar Transportation Development District (the “Starter Line District”), and (b) an extension route of such fixed-rail system connecting to the Starter Line and running south from Union Station generally along Main Street with a terminus in the general vicinity of the University of Missouri – Kansas City’s Volker campus as generally depicted on Exhibit B, attached hereto and incorporated herein, but with specific design and engineering as finally determined by the City (the “Extension Route”), all to be owned and operated by one or more entities other than the District. The specific terminus (which may be closer to or farther from the Extension Route’s terminus as depicted on Exhibit B) and the specific location of embark/disembark points, remain subject to refinement or alteration following further design and engineering; provided, however, that the Extension Route would not extend further than the general vicinity of the University of Missouri – Kansas City’s Volker campus. The Project will operate with the boundaries of, or serve and benefit, the proposed District.

73. The estimated project costs are: (a) for capital costs of the Extension Route, approximately \$225,650,000 in \$2019, (b) for capital costs of the Starter Line (funded initially by the Starter Line District), approximately \$102,000,000 (of which approximately \$66,000,000 plus interest was funded by bonds previously issued by the City and repayable from revenue of the Starter Line District, which bonds would be repaid from revenue of the District once the Starter Line District is replaced by the District as contemplated), and (c) for annual operations and maintenance costs of the entire Project once the Extension Route is operating, approximately

\$9,500,000 in the first full year of operation of the Extension Route. The anticipated revenues from the Project are \$100,000 or more annually from sponsorship revenues, although it is anticipated that such revenue will be received either by the City or the Kansas City Streetcar Authority, Inc. and not by the District. While such revenue is anticipated, the amounts are uncertain at this time and no such revenue has been included in financial modeling for the Project. It is not anticipated that the Project will impose a fare system, and no costs associated with a fare collection and enforcement system have been included in project costs estimates.

74. The name of the proposed District will be The Kansas City Main Street Rail Transportation Development District.

75. The board of directors of the District (the “Board of Directors”) will be comprised of seven (7) members in accordance with the Act. The terms of office of initial board members shall be staggered to expire in one, two or three years as provided by the Act.

76. Petitioners request that the question be submitted to the “Qualified Voters” within the limits of the proposed District whether they will establish a transportation development district to develop the Project (the “Formation Proposal”). As used in this Petition, the term “Qualified Voters” has the meaning given to such term pursuant to the Act.

77. The proposed District is intended by the Petitioners to eventually replace the existing Starter Line District, and to assume any financial obligations of the Starter Line District. The revenue sources of the District as described in the Funding Proposal set out in section 78 below shall not be collected until (a) the Starter Line District is abolished, terminated or dissolved, or merged with or into the District, or its revenue sources reduced to zero by action of the Board of Directors of the Starter Line District or otherwise, in accordance with then applicable law, and (b) the Board of Directors of the District determines that there are sufficient

funds to be derived from sources other than revenue of the District in order to make the construction of a substantial portion of the Extension Route financially viable when aggregated with revenue of the District.

78. Petitioners propose the following for funding the District initially (the “Funding Proposal”):

(a) levy of special assessments, for no more than twenty-five (25) consecutive “Assessment Years” (as defined below), upon real property within the District that is specially benefitted by the Project as determined by the Board of Directors of the District, and that is located (x) within the boundary of the existing Starter Line District, or (y) within an area no further than one-third mile (or greater, if determined by the Board of Directors of the District to be appropriate in order to include the entirety of a block otherwise partially included within such one-third mile distance, or to include the remainder of a recognized cohesive commercial, institutional or mixed-use area partially within such one-third mile distance) of either side of, or the terminus of, the Extension Route (the “Real Property Assessments”), based upon the following schedule:

- i. With respect to real property categorized on January 1 of any Assessment Year by the “County Assessor” (as defined below) as residential real property or agricultural or horticultural real property for ad valorem tax purposes under applicable Missouri law (“Residential Property”) (unless subject on January 1 of the applicable Assessment Year to an “Exemption”, as defined below, in which event the provisions of subsection 78(a)(iv) below shall apply), the Real

Property Assessment may be imposed for each applicable Assessment Year, in an annual amount not to exceed the sum obtained by (x) multiplying the market value of such Residential Property, as determined by the County Assessor as of January 1 of the applicable Assessment Year, by 0.0019 (such product being referred to as the “Residential Assessable Value”), and then (y) multiplying the Residential Assessable Value of such Residential Property by a rate established from time to time by the Board of Directors of the District, such rate not to exceed Seventy Cents (\$0.70) with respect to any Assessment Year (the “Residential Property Assessment”).

For purposes of this section 78(a), the following terms shall have the following meanings:

(A) “Assessment Year” means each respective period from January 1 through December 31 while the Real Property Assessment is in effect;

(B) “County Assessor” means the Director of Records for Jackson County, Missouri (or any successor officer with the same or similar duties in the event the office of Director of Records for Jackson County, Missouri is abolished); and

(C) “Exemption” means an exemption from ad valorem taxation (1) on the basis that such real property is not held for private or corporate profit and used exclusively for religious worship, for schools and colleges, for purposes purely

charitable, for agricultural and horticultural societies, or for veterans' organizations, or (2) on the basis that such real property is owned by The University of Missouri or the Curators thereof, all according to the official records of the County Assessor as of January 1 of the applicable Assessment Year.

- ii. With respect to real property categorized on January 1 of any Assessment Year by the County Assessor as utility, industrial, commercial or railroad for ad valorem tax purposes under applicable Missouri law, and all other real property not included in subclasses (1) and (2) of class 1 within the meaning of Article X, Section 4(b) of the Missouri Constitution, Rev. 2006, as amended (“Non-Residential Property”) (unless subject on January 1 of the applicable Assessment Year to an Exemption, in which event the provisions of subsection 78(a)(iv) below shall apply), the Real Property Assessment may be imposed for each applicable Assessment Year, in an annual amount not to exceed the sum obtained by (x) multiplying the lesser of (A) One Hundred Fifty Six Million Sixty Thousand and 00/100 Dollars (\$156,060,000.00) increased by two percent (2%) cumulatively commencing on January 1, 2017, and continuing on each second January 1 thereafter, and (B) the market value of such Non-Residential Property, as determined by the County Assessor as of January 1 of the applicable Assessment Year, by 0.0032 (such product being referred to

as the “Commercial Assessable Value”), and then (y) multiplying the Commercial Assessable Value of such Non-Residential Property by a rate established from time to time by the Board of Directors of the District, such rate not to exceed Forty-Eight Cents (\$0.48) with respect to any Assessment Year (the “Commercial Property Assessment”).

- iii. Notwithstanding the provisions of subsections 78(a)(i) and 78(a)(ii) above, with respect to real property owned on January 1 of any Assessment Year by the City or any agency or authority established by the City, including without limitation, the Tax Increment Financing Commission, the Planned Industrial Expansion Authority and the Land Clearance for Redevelopment Authority, that is otherwise exempt from the imposition of an ad valorem real property tax (“City Property”), the City will pursuant to a Cooperation Agreement to be entered into between the District and the City, agree to pay, subject to annual appropriation, a Real Property Assessment imposed for each applicable Assessment Year, in an annual amount equal to the sum obtained by (x) multiplying the market value of such City Property, as determined by the County Assessor as of January 1 of the applicable Assessment Year by 0.0032 (such product being referred to as the “City Assessable Value”), and then (y) multiplying the City Assessable Value of such City Property by One and 04/100 Dollars (\$1.04), except that with respect to City Property that, in the determination of the Board of Directors, is owned by the City in a

nominal capacity and is actually occupied or used for private commercial or residential purposes, such as by way of example, City Property leased for a “project” as defined by Section 100.010(6), RSMo., the City Assessable Value will be multiplied by the rate then applicable to Non-Residential Property or to Residential Property, as applicable but for City ownership thereof (the “City Property Assessment”).

- iv. With respect to real property subject on January 1 of any Assessment Year to an Exemption (“Tax Exempt Property”), the Real Property Assessment may be imposed for each applicable Assessment Year, in an annual amount not to exceed the sum obtained by (x) multiplying the “Tax Exempt Property Market Value” (as defined below) as of January 1 of the applicable Assessment Year by (A) 0.0032 in the case of Tax Exempt Property that is Non-Residential Property, and (B) 0.0019 in the case of Tax Exempt Property that is Residential Property (such product being referred to as the “Tax Exempt Assessable Value”), and then (y) multiplying the Tax Exempt Assessable Value of such Tax Exempt Property by a rate established from time to time by the Board of Directors of the District, such rate not to exceed Forty Cents (\$0.40) with respect to any Assessment Year (the “Tax Exempt Property Assessment”).

For purposes of the Tax Exempt Property Assessment, the term “Tax Exempt Property Market Value” means that portion, and only

that portion, of the market value of such Tax Exempt Property, as determined by the County Assessor as of January 1 of the applicable Assessment Year that is (A) equal to or less than Fifty Two Million Twenty Thousand and 00/100 Dollars (\$52,020,000.00) increased by two percent (2%) cumulatively commencing on January 1, 2017, and continuing on each second January 1 thereafter, but (2) greater than Three Hundred Thousand and 00/100 Dollars (\$300,000.00). By way of example and as an illustration only, in the case of Tax Exempt Property with a market value, as determined by the County Assessor as of a particular January 1 of Five Hundred Thousand and 00/100 Dollars (\$500,000.00), the Tax Exempt Property Market Value of such Tax Exempt Property with respect to such Assessment Year would be Two Hundred Thousand and 00/100 Dollars (\$200,000.00).

(b) Imposition of a sales tax, not in excess of one percent (1%), and for a period no longer than thirty (30) years from the date such sales tax is first collected, on all retail sales made in the District that are subject to taxation by the State of Missouri pursuant to the provisions of Sections 144.010 through 144.525, RSMo, except such transportation development district sales tax shall not apply to the sale or use of motor vehicles, trailers, boats or outboard motors nor to all sales of electricity or electrical current, water and gas, natural or artificial, nor to sales of service to telephone subscribers, either local or long distance.

(c) In addition to the Commercial Property Assessment, the Residential Property Assessment, the City Property Assessment, and the Tax Exempt Property

Assessment, the levy of special assessments, for no more than twenty-five (25) consecutive Assessment Years, upon real property within the District that is (i) subject to the Real Property Assessment, and (ii) used as a “Surface Pay Parking Lot” (as defined below) during the applicable Assessment Year, in an annual amount not to exceed for any Assessment Year the sum of Fifty-Four and 75/100 Dollars (\$54.75) multiplied by the number of “Pay Parking Spaces” (as defined below) located on each such Surface Pay Parking Lot during such Assessment Year (the “Surface Parking Assessment”). A Surface Pay Parking Lot shall be exempt from the Surface Parking Assessment if it is in, under or otherwise a part of a multi-story structure, or if it shares common or affiliated ownership with, and primarily exists to serve the employees or patrons of, a business enterprise or place of interest such as (by way of example and not as a limitation) a museum, train station, or theater, which business enterprise or place of interest is located on the same or a neighboring property as the parking area under consideration.

The Board of Directors shall, in its reasonable discretion applying the standards set forth in this section, annually determine the places, parcels of ground, and yards that constitute Surface Pay Parking Lots, as well as the number of Pay Parking Spaces in each Surface Pay Parking Lot and the Surface Pay Parking Lots that are exempt from the Surface Parking Assessment.

For purposes of the Surface Parking Assessment, the following terms shall have the following meanings:

- i. “Pay Parking Space” means an off-street parking space on a Surface Pay Parking Lot for which a fee (whether hourly, daily, weekly or

monthly, or some multiple thereof) is charged for the ability to park a motor vehicle thereon; and

- ii. “Surface Pay Parking Lot” means an off-street place, parcel of ground, or yard that is made available in whole or in part for the parking of motor vehicles on the surface thereof and for which a fee (whether hourly, daily, weekly or monthly, or some multiple thereof) is charged for the ability to park a motor vehicle thereon.

79. The District may obtain, participate in, or otherwise assist in (including without limitation by use and/or pledge of its revenues) the financing and/or refinancing of all or any portion of the costs of the Project.

80. Without in any way limiting the powers of the District pursuant to the Act and other applicable law, the District may (but is not obligated to) also derive revenue from time to time through the proceeds of ridership fares, vehicle naming rights, sponsorships, sale, lease or license of advertising space, and any other source or activity otherwise permitted by law.

81. Details of the budgeted expenditures, including estimated expenditures for real physical improvements, estimated land acquisition expenses and estimated expenses for professional services (other than legal fees) total approximately \$225,650,000 in \$2019, and are set forth on Exhibit C. Legal fees through the establishment of the District and the first meeting of the Board of Directors of the District are estimated at \$200,000. Other formation costs for matters such as published notices and the cost of elections are estimated at \$75,000. Estimated interest charges are approximately \$192,000,000, comprised of estimated interest of \$38,200,000 on the existing bonds for a portion of the capital cost of the Starter Line from 2018 until such bonds are repaid (anticipated in 2038) and \$153,800,000 on contemplated bond financing for a

portion of the capital cost of the Extension Route over the anticipated 30 year term of such bonds.

82. Petitioners request that the imposition of the Funding Proposal be submitted to the Qualified Voters residing within the limits of the proposed District.

83. The proposed District will not be an undue burden on any owner of property within the District and is not unjust or unreasonable.

WHEREFORE, Petitioners request that the Court enter a judgment declaring, decreeing and:

(a) finding and certifying that this Petition is not legally defective, that the proposed District is not illegal or unconstitutional and that the Respondents have been duly served with process in this action;

(b) finding and certifying that the proposed funding methods and mechanisms are neither illegal nor unconstitutional and are certified pursuant to Section 238.210.2 of the Act;

(c) finding and certifying that The Kansas City Main Street Rail Transportation Development District is properly, duly and lawfully organized;

(d) finding and certifying that the proposed District is not an undue burden on any owner of real property within the District and is not unjust or unreasonable;

(e) ordering the Circuit Clerk of Jackson County, Missouri to cause the question to be submitted to the Qualified Voters within the limits of the proposed District whether or not they will establish the District to develop the Project, on a date and in accordance with procedures to be specified in the Court's Order;

(f) calling for an election of the Board of Directors of the District on a date and in accordance with procedures to be specified in an order of the Court entered upon a motion made

by the District subsequent to the passage of the Formation Proposal by the Qualified Voters and calling the first meeting of the Board of Directors of the District, pursuant to Section 238.222.2 of the Act, to be held at a place, date and time to be specified in the Court's Order, subject, however, to the passage of the Formation Proposal by the Qualified Voters; and

(g) ordering the Circuit Clerk of Jackson County, Missouri to cause the question to be submitted to the Qualified Voters within the limits of the proposed District whether or not to approve the Funding Proposal on a date and in accordance with procedures to be specified in an order of the Court entered upon a motion made by the District subsequent to the passage of the Formation Proposal by the Qualified Voters; and

(h) for such other and further additional findings and orders and judgments that the Court deems necessary and proper.

Respectfully submitted,

/s/ Douglas S. Stone
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Thomas R. Larson MO# 26114
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Attorneys for Petitioners

EXHIBIT A-1

SPECIFIC DESCRIPTION OF PROPOSED DISTRICT BOUNDARIES

All that territory in the corporate limits of Kansas City, Jackson County, Missouri, described as follows:

Beginning at a point where the Western boundary line of the State of Missouri intersects the center line of the main channel of the Missouri River, said intersection being the "Point of Beginning" for the boundary of the Transportation Development District and the same point as the Point of Commencement referenced in Ordinance No. 10349, passed September 3rd, 1946;

Thence South along the Western corporate limits line of the City of Kansas City, Missouri, said line also being the Western boundary line of the State of Missouri, to a point where the center line of the right of way of 46th Street, as now established, intersects the Western corporate limits line of the City of Kansas City, Missouri;

Thence Easterly and Southerly along said center line of the right of way of 46th Street to a point where it intersects the center line of the right of way of Holly Street, as now established;

Thence South along said center line of the right of way of Holly Street to a point where it intersects the center line of the right of way of Ward Parkway, as now established;

Thence Southwesterly along said center line of the right of way of Ward Parkway to a point where it intersects the center line of the right of way of Westwood Road, as now established;

Thence Southeasterly along said center line of the right of way of Westwood Road to a point where it intersects the center line of the channel of Brush Creek;

Thence Northeasterly along said center line of channel of Brush Creek to a point where it intersects the center line of the right of way of Roanoke Parkway, as now established;

Thence Southeasterly along said center line of the right of way of Roanoke Parkway to the point where Roanoke Parkway becomes Summit Street;

Thence continuing along Summit Street to a point where it intersects the center line of the right of way of West 50th Street, as now established;

Thence Easterly and Northeasterly along said center line of the right of way of West 50th Street to the intersection of the center line of the right of way of Wornall Road, as now established;

Thence South along said center line of the right of way of Wornall Road to a point where it intersects the center line of the right of West 53rd Terrace, as now established;

Thence Westerly along the center line of said right of way of West 53rd Terrace to a point where it intersects the center line of the right of way of Brookside Boulevard, as now established;

Thence Southerly along said center line of the right of way of Brookside Boulevard to a point where it intersects the center line of the right of way of East 54th Street, as now established;

Thence Easterly and Southeasterly along said center line of the right of way of East 54th Street to a point where it intersects the center line of the right of way of Locust Street, as now established;

Thence Northeasterly along said center line of the right of way of Locust Street to a point where Locust Street becomes Cherry Street;

Thence continuing along Cherry Street to a point where it intersects the Westerly prolongation of a line that is Eighty (80.00) feet to the South of and parallel to the South line of Lot 2, Block 4, Southwood Park;

Thence Easterly Three Hundred (300.00) feet along said line to a point where it intersects the West line of Lot 4, Block 4, Southwood Park;

Thence Southerly Twenty (20) feet along said line to a point One Hundred (100) feet North of the South line of Lot 4, Block 4, Southwood Park;

Thence Easterly along a line parallel to the North line of Lot 4, Block 4, Southwood Park to a point where it intersects the center line of the right of way of Holmes Street, as now established;

Thence Northerly along said center line of the right of way of Holmes Street to a point where it intersects the center line of the right of way of East 53rd Street, as now established;

Thence Easterly along said center line of the right of way of East 53rd Street to a point where it intersects the center line of the right of way of Troost Avenue, as now established;

Thence Northerly along said center line of the right of way Troost Avenue to a point where it intersects the center line of the right of way of Emanuel Cleaver II Boulevard, as now established;

Thence Westerly along said center line of the right of way of Emanuel Cleaver II Boulevard to a point where it intersects the center line of the right of way of Harrison Street, as now established;

Thence Northerly along said center line of the right of way of Harrison Street to a point where Harrison Street becomes Gillham Road;

Thence continuing Northerly and Northwesterly along the center line of the right of way of Gillham Road to a point where it intersects the center line of the right of way of Campbell Street, as now established;

Thence Northerly along said center line of the right of way of Campbell Street to a point where it intersects the center line of East 34th Street, as now established;

Thence Northwesterly along said center line of the right of way of East 34th Street to a point where it intersects the center line of the right of way of Campbell Street, as now established;

Thence Northerly along said center line of the right of way of Campbell Street to a point where it intersects the center line of the right of way of East 33rd Street, as now established;

Thence Westerly along said center line of the right of way of East 33rd Street to a point where it intersects the centerline of the right of way of Campbell Street, as now established;

Thence Northerly along said center line of the right of way of Campbell Street to a point where it intersects the center line of the right of way of Linwood Boulevard, as now established;

Thence Easterly along said center line of the right of way of East Linwood Boulevard to a point where it intersects the center line of the right of way of Campbell Street, as now established;

Thence Northerly along said center line of the right of way of Campbell Street to a point where it intersects the center line of the right of way of East 31st Street, as now established;

Thence Westerly along said center line of the right of way of East 31st Street to a point where it intersects the center line of the right of way of Campbell Street, as now established;

Thence Northerly, Northwesterly, Northeasterly, and again Northerly along said center line of the right of way of Campbell Street to a point where it intersects the South line of vacated Campbell Street;

Thence Westerly along the South line of vacated Campbell Street to the point where it intersects the West line of vacated Campbell Street;

Thence Northerly along the West line of vacated Campbell Street to the point where it intersects the North line of vacated Campbell Street;

Thence Easterly along the North line of vacated Campbell Street to the point where it intersects the East line of the right of way of Campbell Street, as now established;

Thence Northerly, Easterly and Northerly along the East line of the right of way of Campbell Street to the point where it intersects the center line of the right of way of East 19th Street, as now established;

Thence Westerly along the centerline of the right of way of East 19th Street, as now established, to the point where it intersects the centerline of the right of way of Campbell Street, as now established;

Thence continuing along said center line to a point where it intersects the center line of the right of way of Eastbound East Truman Road, as now established;

Thence Easterly along said center line of the right of way of Eastbound East Truman Road to a point where it intersects the center line of the right of way of Southbound US-71/I-29, as now established;

Thence Northerly, Northeasterly, and again Northerly along said center line of Southbound US-71/I-29 to the center line of the main channel of the Missouri River;

Thence Westerly, with the meanderings of the center line of the main channel of the Missouri River, to the Point of Beginning.

EXHIBIT A-2

MAP ILLUSTRATING PROPOSED DISTRICT BOUNDARIES

See attached

Proposed Transportation Development District for Streetcar Extension
Union Station to UMKC
Exhibit A-2 to Petition

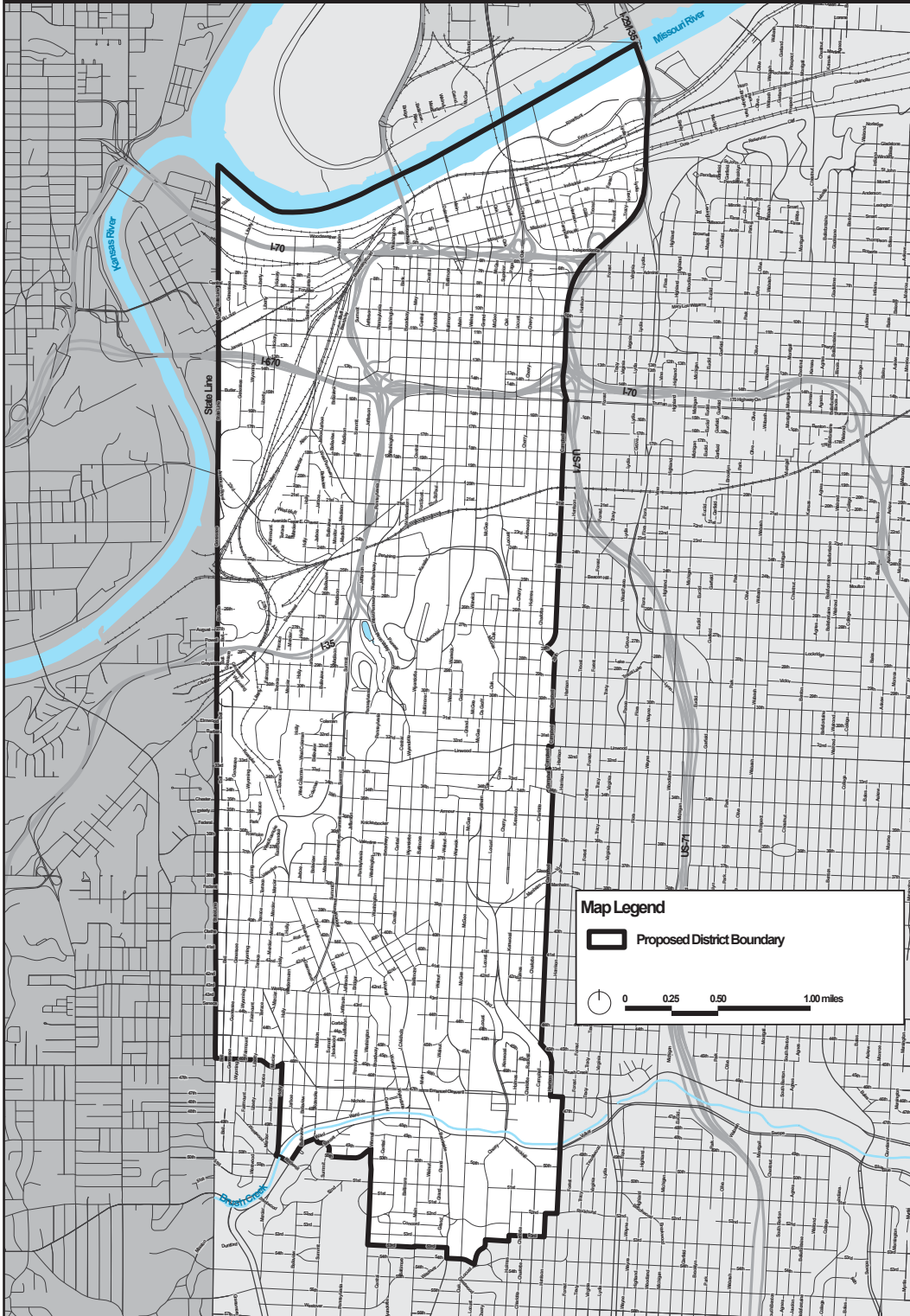
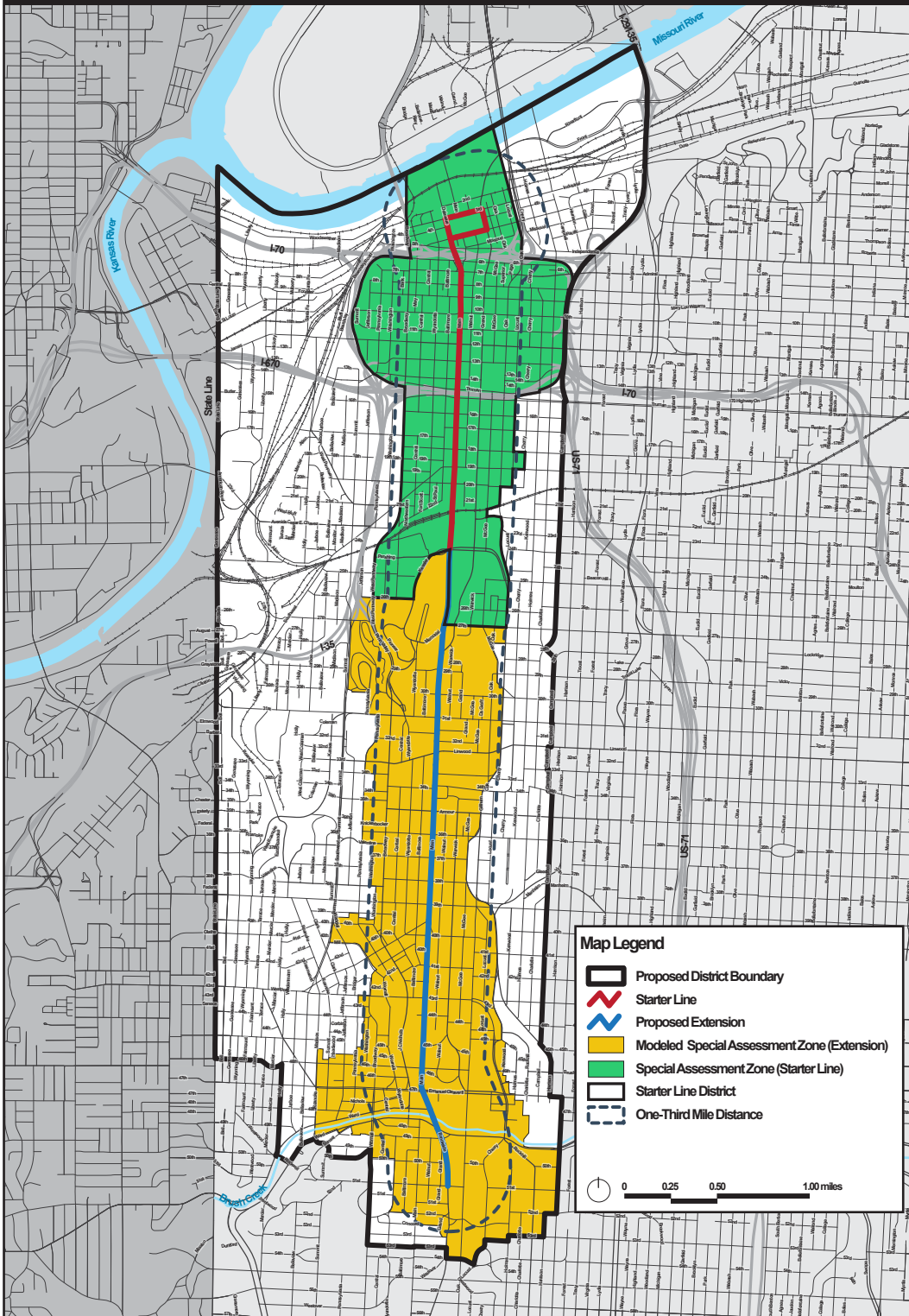


EXHIBIT B








EXTENSION ROUTE

See attached

Proposed Transportation Development District for Streetcar Extension
Union Station to UMKC
Exhibit B to Petition



Map Legend

-  Proposed District Boundary
-  Starter Line
-  Proposed Extension
-  Modeled Special Assessment Zone (Extension)
-  Special Assessment Zone (Starter Line)
-  Starter Line District
-  One-Third Mile Distance

0 0.25 0.50 1.00 miles

EXHIBIT C

ESTIMATED CAPITAL COSTS

See Attached

Streetcar Line		Main St Plus (Pershing to UMKC)										Current Year		2019	
6.6 Track Mile(s)		Approximately \$30 Million Per Track Mile (Current Year)										2014 (Yr)		Inflation Rate	
SCC	SCC Sub	Item #	Item Description	Unit	Unit Cost	Quantity	Item Cost	A. Cont.	Item Cont.	Subtotal	YoE	Subtotal YoE	YoE	YoE	
60			ROW, LAND, EXISTING IMPROVEMENTS		\$982,955		\$982,955		\$294,886	\$1,277,841		\$1,481,368		3.00%	
	60.01		Purchase or lease of real estate		\$982,955		\$982,955		\$294,886	\$1,277,841		\$1,481,368			
		60.01.01	Streetcar VMF & Misc. Right of Way Allowance	TM	\$150,000	6.6	\$982,955	30%	\$294,886	\$1,277,841	2019	\$1,481,368			
			VEHICLES (number)		\$39,000,000		\$39,000,000		\$1,900,000	\$40,900,000		\$47,414,310			
	70.01		Light Rail		\$39,000,000		\$39,000,000		\$1,900,000	\$40,900,000		\$47,414,310			
		70.01.01	Vehicle Procurement Consultant	LS	\$1,000,000	1.0	\$1,000,000	0%	\$0	\$1,000,000	2019	\$1,159,274			
		70.01.02	Modern Streetcar Vehicle Allowance (1 Vehicle per Track Mile)	EA	\$4,750,000	8.0	\$38,000,000	5%	\$1,900,000	\$39,900,000	2019	\$46,255,036			
			PROFESSIONAL SERVICES (applies to cats. 10-50)		\$31,099,454		\$31,099,454		\$0	\$31,099,454		\$36,052,790			
	80.01		Preliminary Engineering		\$3,109,945		\$3,109,945		\$0	\$3,109,945		\$3,605,279			
		80.01.01	Percentage of Direct Costs SCC (10-50)	LS	3%	\$103,664,845	\$3,109,945	0%	\$0	\$3,109,945	2019	\$3,605,279			
	80.02		Final Design		\$8,293,188		\$8,293,188		\$0	\$8,293,188		\$9,614,077			
		80.02.01	Percentage of Direct Costs SCC (10-50)	LS	8%	\$103,664,845	\$8,293,188	0%	\$0	\$8,293,188	2019	\$9,614,077			
	80.03		Project Management for Design and Construction		\$6,219,891		\$6,219,891		\$0	\$6,219,891		\$7,210,558			
		80.03.01	Percentage of Direct Costs SCC (10-50)	LS	6%	\$103,664,845	\$6,219,891	0%	\$0	\$6,219,891	2019	\$7,210,558			
	80.04		Construction Administration & Management		\$6,219,891		\$6,219,891		\$0	\$6,219,891		\$7,210,558			
		80.04.01	Percentage of Direct Costs SCC (10-50)	LS	6%	\$103,664,845	\$6,219,891	0%	\$0	\$6,219,891	2019	\$7,210,558			
	80.05		Professional Liability and other Non-Construction Insurance		\$1,036,648		\$1,036,648		\$0	\$1,036,648		\$1,201,760			
		80.05.01	Percentage of Direct Costs SCC (10-50)	LS	1%	\$103,664,845	\$1,036,648	0%	\$0	\$1,036,648	2019	\$1,201,760			
	80.06		Legal; Permits; Review Fees by other agencies, cities, etc.		\$2,073,297		\$2,073,297		\$0	\$2,073,297		\$2,403,519			
		80.06.01	Percentage of Direct Costs SCC (10-50)	LS	2%	\$103,664,845	\$2,073,297	0%	\$0	\$2,073,297	2019	\$2,403,519			
	80.07		Surveys, Testing, Investigation, Inspection		\$2,073,297		\$2,073,297		\$0	\$2,073,297		\$2,403,519			
		80.07.01	Percentage of Direct Costs SCC (10-50)	LS	2%	\$103,664,845	\$2,073,297	0%	\$0	\$2,073,297	2019	\$2,403,519			
	80.08		Start up		\$2,073,297		\$2,073,297		\$0	\$2,073,297		\$2,403,519			
		80.08.01	Percentage of Direct Costs SCC (10-50)	LS	2%	\$103,664,845	\$2,073,297	0%	\$0	\$2,073,297	2019	\$2,403,519			
		Subtotal (10-80)			\$159,080,716		\$159,080,716		\$17,861,424	\$176,942,140		\$205,124,436			
90			UNALLOCATED CONTINGENCY	LS	10%					\$17,694,214		\$205,124,436			
100			FINANCE CHARGES							\$17,694,214		\$205,124,436			
			Segment Totals (10-100)							Current Year Total		YoE Total			
										\$194,636,354		\$225,636,879			