

McKINNEY COMMUNITY DEVELOPMENT CORPORATION

Project Grant Application

Fiscal Year 2020

IMPORTANT:

- Please read the McKinney Community Development Corporation Grant Guidelines prior to completing this application.
- The Grant Guidelines and Application are available at www.mckinneycdc.org; by calling 972.547.7653 or by emailing cschneible@mckinneycdc.org
- **Contact us to discuss your plans for submitting an application prior to completing the form.**
- A completed application and all supporting documents are required to be submitted via email or on a thumb drive for consideration by the MCDC board. Please submit the application to:

McKinney Community Development Corporation
5900 S. Lake Forest Blvd., Suite 110
McKinney, TX 75070

- *If you are interested in preliminary Board of Directors review of your project proposal or idea, please complete and submit the **Letter of Inquiry** form, available at www.mckinneycdc.org, by calling 972.547.7653 or emailing cschneible@mckinneycdc.org.*

Applications must be completed in full, using this form, and received by MCDC, via email or on a thumb drive, by 5:00 p.m. on the date indicated in schedule below.

2020 Project Grant Application Schedule

Application Deadline	Presentation to MCDC Board	Board Vote and Award Notification
Cycle I: December 30, 2019	January 23, 2020	February 27, 2020
Cycle II: March 31, 2020	April 23, 2020	May 28, 2020
Cycle III: June 30, 2020	July 23, 2020	August 27, 2020

APPLICATION

Project Grants support for projects eligible for consideration under Sections 501 and 505 of the Texas Local Government Code. These include:

- Projects Related to the Creation or Retention of Primary Jobs
- Infrastructure Improvement Projects Necessary to Develop New or Expanded Business Enterprises
- Public Parks and Open Space Improvements
- Projects Related to Recreational or Community (city/public access) Facilities
- Professional and Amateur Sports and Athletic Facilities, including Children's Sports
- Entertainment, Tourist and Convention Facilities
- Projects Related to Low Income Housing
- Mass Transit-Related Facilities (facilities and/or equipment)
- Airport Facilities

INFORMATION ABOUT YOUR ORGANIZATION

Name: District 121, LLC, a single purpose entity formed under the laws of the state of Texas

Federal Tax I.D.: To be obtained

Incorporation Date: 2.28.2020

Mailing Address: 6850 TPC Drive, Suite 104

City McKinney

ST: Texas

Zip: 75070

Phone: 214-644-1208

Fax:

Email: mprestemon@craigintl.com

Website:

Check One:

- Nonprofit – 501(c) Attach a copy of IRS Determination Letter
- Governmental entity
- For profit corporation
- Other

Professional affiliations and organizations to which your organization belongs:

REPRESENTATIVE COMPLETING APPLICATION:

Name: Miles Prestemon

Title: Chief Operating Officer

Mailing Address: 6850 TPC Drive, Suite 104

City: McKinney

ST: Texas

Zip: 75070

Phone: 214-644-1208

Fax:

Email: mprestemon@craigintl.com

CONTACT FOR COMMUNICATIONS BETWEEN MCDC AND ORGANIZATION:

Name: Miles Prestemon

Title: COO

Mailing Address: 6850 TPC Drive, Suite 104

City: McKinney

ST: Texas

Zip: 75070

Phone 214-644-1208

Fax:

Email: mprestemon@craigintl.com

FUNDING

Total amount requested: \$2,040,250

Matching Funds Available (Y/N and amount): None

Will funding be requested from any other City of McKinney entity (e.g. TIRZ Grant, City of McKinney Community Support Grant)?

Yes

No

Please provide details and funding requested:

PROJECT

Start Date: Late 2020

Completion Date: December 2021

BOARD OF DIRECTORS *(may be included as an attachment)*

David Craig, CEO

Miles Prestemon, COO

LEADERSHIP STAFF *(may be included as an attachment)*

David Craig

Miles Prestemon

Using the outline below, provide a written narrative no longer than 7 pages in length:

I. Applying Organization

Describe the mission, strategic goals and objectives, scope of services, day to day operations and number of paid staff and volunteers.

District 121, LLC, is a single purpose entity formed to acquire and develop 17.85 acres located at the northeast corner of Sam Rayburn Tollway (Hwy. 121) and Alma Road (the "Property"). District 121 will provide all services required to develop and construct the infrastructure on the Property required to position components thereof as "pad ready" for sale to office, retail/restaurant and hospitality developers.

Disclose and summarize any significant, planned organizational changes and describe their potential impact on the Project for which funds are requested. None

II. Project

- Outline details of the Project for which funds are requested. Include information regarding scope, goals, objectives, end user.
 - i. The Project is a centrally-located 0.7 acre open space/private park ("The Commons at District 121", hereinafter referred to as "The Commons") located within the Property. A depiction of the concept plan for Property, including the location of The Commons, is attached hereto as Exhibits A-1 and A-2; and a depiction of The Commons is attached hereto as Exhibit B. The Commons is surrounded on the north and west by proposed retail/restaurant buildings and on the south by a proposed office building with adjacent parking garage. To the east, more retail/restaurant, future office buildings and/or hotel with structured parking are anticipated uses.
 - ii. The Commons will be a privately maintained, publicly accessible, open space featuring an expansive grass lawn area in front of an approximate 825 square foot stage with a large LED screen as a backdrop. Outdoor rooms designated with floor pavers/stamped concrete, cushioned seating, tables and umbrellas will be clustered around the perimeter of the lawn area; portable seating will be provided throughout. Areas for outdoor gas fire pits (minimum of 2) and children's play will be featured, along with areas for lawn games such as Bocce Ball and Cornhole. The Commons will include perimeter canopy trees, landscaped beds and planting pots, bollard lighting, ground-mounted speakers, paver or stamped concrete walkways and sitting benches. Being recessed below grade, the resulting perimeter walls will provide seating for visitors, as well as patrons of the restaurant and retail establishments adjacent thereto.

- iii. The Commons is designed to attract and allow/encourage groups, as well as individuals/families, to enjoy an outdoor setting while waiting for a restaurant reservation, immersing in specific programming offerings or simply relaxing. The Commons will have programmed events intended to aid in the promotion and marketing of the surrounding restaurants and retail establishments to McKinney and the surrounding communities, as well as providing an amenity for the office and hospitality elements within the Property. The Commons also will serve as an activity center that may include such activities such as exercise classes, lectures, streaming sports events and live music.
 - iv. Construction of The Commons will require grading, drainage, utility and turf installation, landscaping, structural improvements and installation of the enhancements described above, the cost of which is estimated at \$2,040,250, as shown on the budget attached hereto as Exhibit C.
- Describe how the proposed Project fulfills strategic goals and objectives for your organization and benefits the McKinney community.
 - i. The Commons fulfills the strategic goals and objectives of the Applicant by providing a catalyst for the development of office, restaurant, retail, entertainment and hospitality uses within the Property in a very dense, walkable and urban footprint that include, as the first phase, a 6-8 story office building on the corner of Alma Road and Sam Rayburn Tollway (Hwy 121) with a structured parking garage (estimated construction cost in excess of \$50,000,000), a minimum of 46,500 square feet of retail/restaurant space surrounding The Commons (estimated construction cost in excess of \$25,000,000) and related infrastructure (estimated cost in excess of \$2,800,000).
 - ii. The Commons further enhances the sustainability of the adjacent restaurant and retail uses through the support of the occupants of the office and hospitality improvements, as well as the 4,000 urban residential units (approximately 7,000 residents) lying within a two block walking radius of the Property.
 - iii. The Project benefits the McKinney community by aligning with the McKinney City Council Goals & Strategies for Fiscal Year 2020 in the following particulars:
 - 1. *Goal 1B: Continue to develop a retail development strategy for key areas of the community to foster diverse revenue sources and expand entertainment, dining and shopping options and tourism;*
 - 2. *Goal 5A: Create affordable recreational and cultural arts activities for all ages throughout the city;*
 - 3. *Goal 5E: Develop sustainable quality of life improvements within the City of McKinney;*
 and creates ideal locations for office, retail/restaurant, hospitality and related amenities that add significant ad valorem tax value and sales tax receipts.
- Please also include planned support activities, timeframe/schedule, and estimated use and admission fees if applicable.
 - i. The Commons will be maintained and supported by assessments from a property owners association ("POA") created for the Property. It is anticipated that the POA will employ a

lifestyle director responsible for programming events at The Commons which will include entertainment and other functions designed to attract patrons locally and within a 15 minute radius. The layout and amenities of The Commons will support activities such as local bands, yoga instruction, streaming sports/concerts, cultural events, movies on the lawn and visual arts displays. The Commons would be the perfect venue for art shows similar to the Cottonwood Arts Festival in Richardson, for example. While it is anticipated that The Commons will be a venue enjoyed by patrons without charge, there may be limited occasions where an admission fee would be charged for certain events.

- Include the location for Project.
 - i. The location of The Commons is shown on the concept plan attached as Exhibit A.
- Provide a timeline for the Project – from design to completion.
 - i. Provided the grant request is accepted, construction on The Commons is intended to commence contemporaneously with the first phase of development of the Property in late 2020 and is anticipated to be completed and open to the public by December 2021.
- Will the project be competitively bid?
 - i. The selection of a contractor to provide construction services for The Commons will be subject to a competitive acquisition process, which may result in the contractor being one that is also performing construction services on the other elements within the Property (eg. retail/restaurant or office contractor).
- Are there plans for growth/expansion in future years?
 - i. There are no plans for growth or extension of The Commons in the future.

Please provide the information requested below:

- | | | |
|-----------------------------|---|--|
| • An expansion/improvement? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| • A replacement/repair? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| • A multi-phase project? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| • A new project? | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |

Has a feasibility study or market analysis been completed for this proposed project? *If so, please attach a copy of the Executive Summary.*

None specifically devoted to this Project; however, the design of The Commons has been in conjunction with, and is a critical component of, attracting a prospective office developer and retail/restaurant developer to the Property.

Provide specific information to illustrate how this Project aligns with one or more of the goals and strategies adopted by McKinney City Council and McKinney Community Development:

- Eligible for MCDC consideration under Sections 501 to 505 of the Texas Local Government Code (refer to MCDC Grant Guidelines and/or page 1 of this application)
- Support cultural, sports, fitness, entertainment, community projects and events that attract resident and visitor participation and contribute to quality of life, business development and growth of McKinney sales tax revenue
- Highlight and promote McKinney as a unique destination for residents and visitors alike
- Meet citizen needs for quality of life improvements, business development and sustainable economic growth for residents in the City of McKinney
- Demonstrate informed financial planning – addressing long-term costs, budget consequences and sustainability of projects for which funding is requested

Indicate which goal(s) listed above will be supported by the proposed Project/Promotional/Event:

This Project meets all of the aforementioned goals and strategies as more fully described in Section II above.

Has a request for funding, for this Project been submitted to MCDC in the past?

Yes x No

Date(s):

III. Financial

- Provide an overview of the organization’s financial status including the impact of this grant request on organization mission, goals and business model.

The organization is a newly formed single purpose limited liability company formed specifically for the development of the Property. The organization will acquire the Property through a development loan, a portion of the proceeds of which will underwrite the cost of constructing the infrastructure required to create the “pad ready” sites within the Property. As newly-formed, the organization does not have current or previous Profit & Loss Statements or audited financials. David Craig and Miles Prestemon have been responsible for the development of Craig Ranch which adjoins the Property and for the construction of many vertical components therein, such as the TPC at Craig Ranch, the Craig Ranch Fitness Center and the Michael Johnson Performance Training Center. This grant request provides funds to construct The Commons which is the catalyst for the development of the surrounding office, retail/restaurant and hospitality components.

- Please attach the following:
 - Organization budget and Profit & Loss Statement for current and previous year
 - Organization audited financial statements for the preceding two years. *If audited financials are not available, please indicate why.* See above.

What is the total estimated cost for this Project?

\$2,040,250

Please attach a detailed Project budget specific to the request for funds.

What percentage of Project funding will be provided by the Applicant? None, the Applicant will use its funds for the construction of the infrastructure throughout the Property.

Are Matching Funds available? Yes No

Cash \$	Source	% of Total
In-Kind \$	Source	% of Total

Please provide details regarding other potential sources for funding. Include name of organization(s) solicited; date of solicitation; amount of solicitation and date that notice of any grant/award/loan is expected.

IV. Marketing and Outreach

Describe marketing plans and outreach strategies for your organization and for the Project for which you are requesting funding – and how they are designed to help you achieve current and future goals.

The Property, currently carrying the moniker of "District 121", is located at the intersection of the Sam Rayburn Tollway (Hwy. 121) and Alma Road, which, with the existing HUB 121 development, the existing and planned urban residential adjacent in Craig Ranch (4,000 units – approximately 7,000 residents), the McKinney Corporate Center, and the planned, but undeveloped, land across the Sam Rayburn Tollway to the south, will be the most intensive commercially-oriented intersection between the North Dallas Tollway and U.S. Highway 75. District 121 is on the hard corner, has over 1,500 feet of frontage along the Sam Rayburn Tollway and enjoys a passing traffic count in excess of 100,000 cars per day. The District 121 development envisions at least one structured parking garage fronting on the Sam Rayburn Tollway (see Exhibit A) that will be utilized for digital billboards and static signage directing passers-by to the retail, restaurants and entertainment and cultural events planned within District 121 and The Commons located therein. Typical marketing strategies using media and print, including press releases announcing the commencement of development and periodic updates to garner attention, will be employed as part of an overall marketing campaign which will include social media. It is anticipated the office and retail/restaurants within District 121 will conduct their own media and advertising outreach that will include announcements of events and opportunities occurring within The Commons. Further, the POA will sponsor a website to depict events, restaurant specials and picture postings of "life lived to the fullest" at District 121.

V. Metrics to Evaluate Success

Outline the metrics that will be used to evaluate success of the proposed Project. If funding is awarded, a final report will be required summarizing success in achieving objectives outlined for the event.

Success of the Project will be measured by the completion of the corner office building with structured parking garage and the occupancy of 25,000 square feet of retail and restaurant tenants surrounding The Commons.

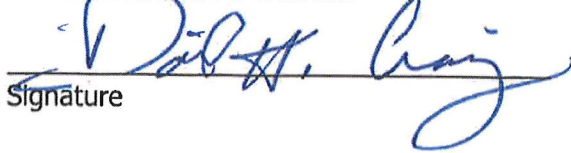
Acknowledgements

If funding is approved by the MCDC board of directors, Applicant will assure:

- The Project for which financial assistance is sought will be administered by or under the supervision of the applying organization.
- All funds awarded will be used exclusively for the purpose described in this application.
- Applicant owns the land, building or facility where the proposed project will be located. If the Applicant does not own the land, written acknowledgement/approval from the property owner must be included with the application. The letter must document the property owner is aware of the proposed use of the property or facility; and the property owner has reviewed the project plan and application, approves and supports the efforts of the Applicant.
- MCDC will be recognized in all marketing, advertising, outreach and public relations as a funder of the Project. Specifics to be agreed upon by applicant and MCDC and included in an executed performance agreement.
- Organization's officials who have signed the application are authorized by the organization to submit the application.
- Applicant will comply with the MCDC Grant Guidelines in executing the Project for which funds were awarded.
- Funded Projects must be completed within one year of the date the grant is approved by the MCDC board.
- Property owner will be responsible for maintaining the improvements made with funding from a Project Grant for ten (10) years.
- Grant recipients must maintain financial books and records of the funded project and of their operations as a whole for at least two years, should MCDC or the City of McKinney require an audit. The books and records must be available upon request, and create a clear audit trail documenting revenues and expenses of the funded project.
- A final report detailing the successful completion of the Project, as measured against identified metrics, will be provided to MCDC no later than 30 days following the completion of the Project.
- Grant funding is provided on a **reimbursement** basis subsequent to submission of a reimbursement request, with copies of invoices and paid receipts for qualified expenses. Up to 20% of the grant awarded may be withheld **until the final report on completion of the Project is provided to MCDC.**
- A performance agreement will be required and will contain a provision certifying that the applicant does not and will not knowingly employ an undocumented worker in accordance with Chapter 2264 of the Texas Government Code, as amended. Further, should the applicant be convicted of a violation under 8 U.S.C. § 1324a(f), the applicant will be required to repay the amount of the public subsidy provided under the agreement plus interest, at an agreed to interest rate, not later than the 120th day after the date the MCDC notifies the applicant of the violation.

We certify that all figures, facts and representations made in this application, including attachments, are true and correct to the best of our knowledge.

Chief Executive Officer


Signature

David H. Craig
Printed Name

Date

Representative Completing Application


Signature

Miles Prestemon
Printed Name

Date

INCOMPLETE APPLICATIONS, OR THOSE RECEIVED AFTER THE DEADLINE, WILL NOT BE CONSIDERED.

CHECKLIST:

Completed Application:

- Use the form/format provided
- Organization Description
- Outline of Project: description, budget, goals and objectives
- Indicate the MCDC goal(s) that will be supported by this Project
- Project timeline and location
- Plans for advertising, marketing and outreach
- Evaluation metrics
- List of board of directors and staff
- Financials provided: organization's budget and P&L for current and previous fiscal year; Project budget; audited financial statements
- Feasibility Study or Market Analysis if completed (Executive Summary)
- IRS Determination Letter (if applicable)

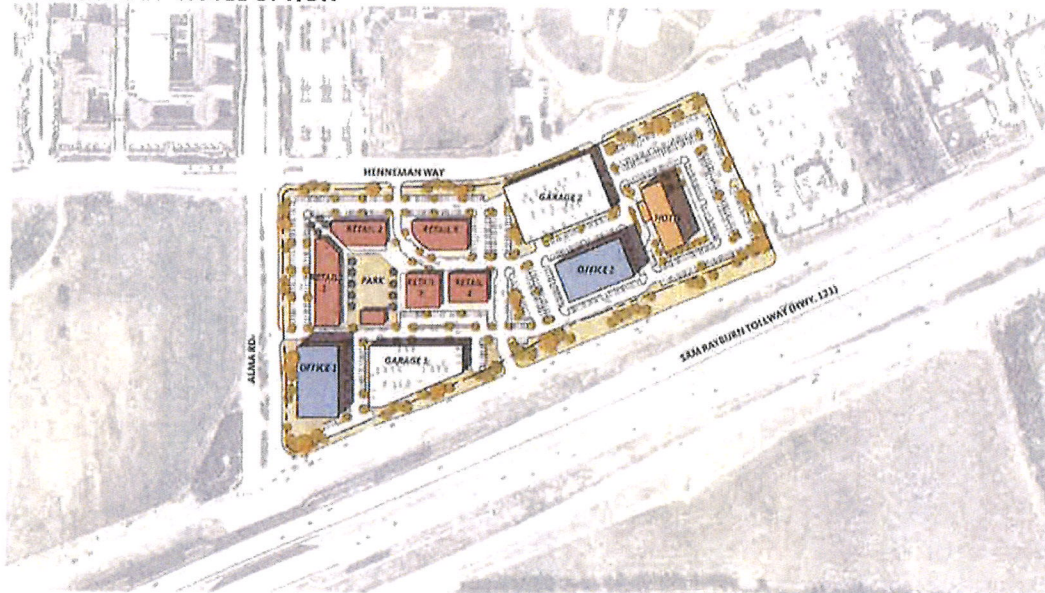
A FINAL REPORT IS TO BE PROVIDED TO MCDC WITHIN 30 DAYS OF THE COMPLETION OF THE PROJECT

FINAL PAYMENT OF FUNDING AWARDED WILL BE MADE UPON RECEIPT OF FINAL REPORT.

PLEASE USE THE FORM/FORMAT OUTLINED ON THE NEXT PAGE.

EXHIBIT A-1

MASTER PLAN - HOTEL OPTION



Craig Ranch - District 121 Corner Mixed Use

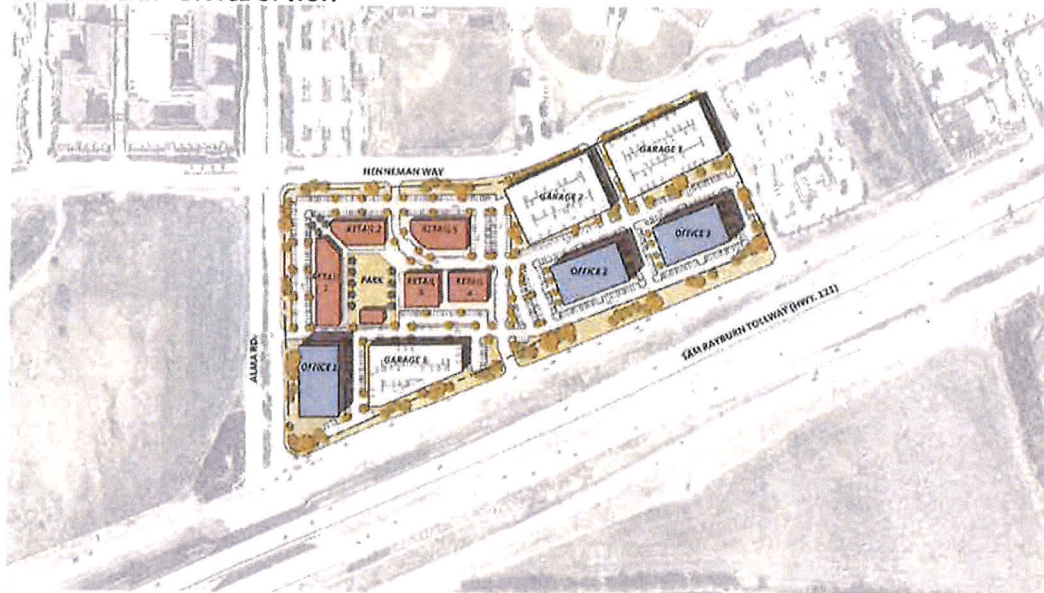
McKinney, TX October 31, 2019



Gensler

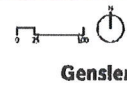
EXHIBIT A-2

MASTER PLAN - OFFICE OPTION



Craig Ranch - District 121 Corner Mixed Use

McKinney, TX October 31, 2019



Genster

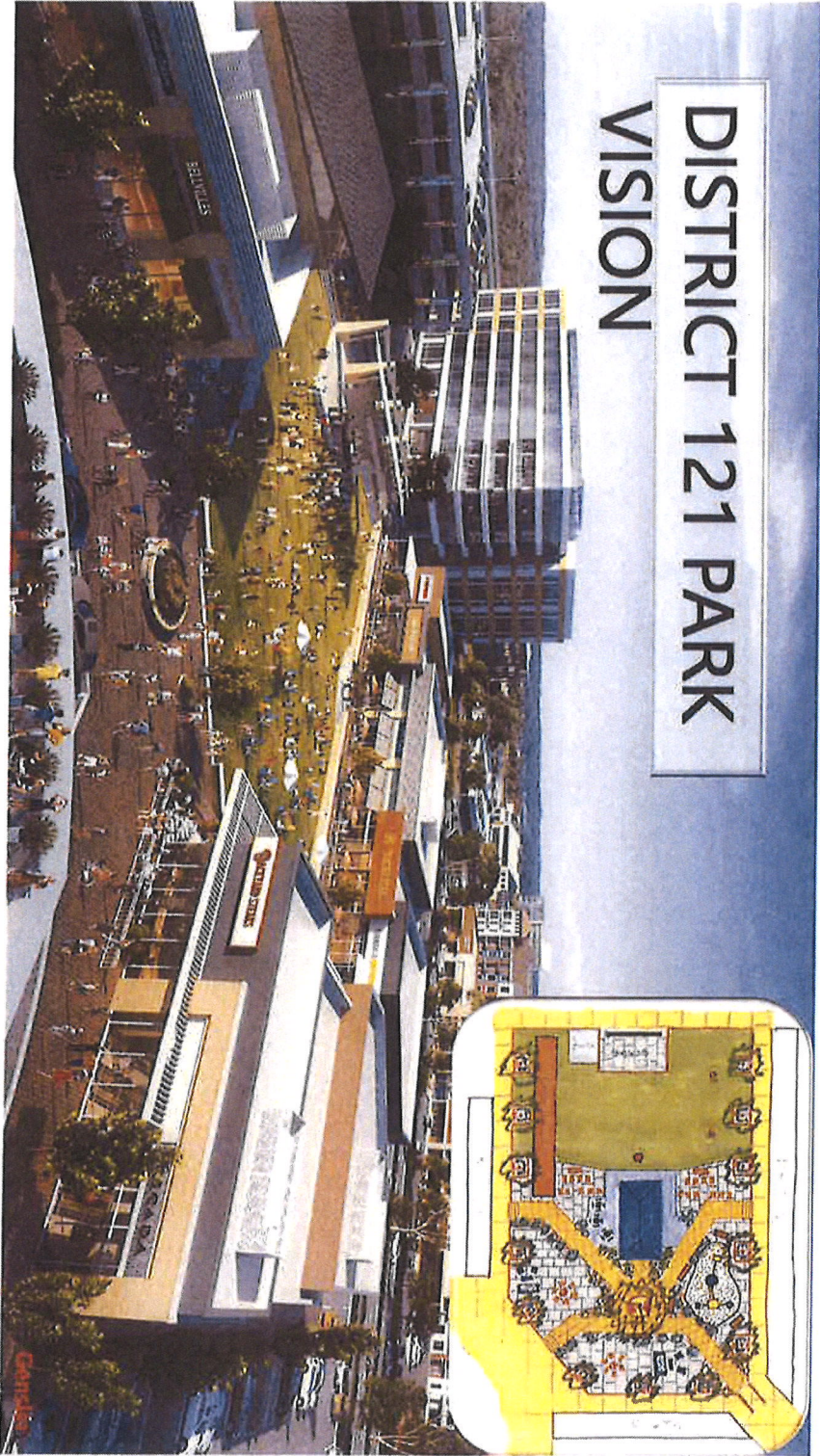


EXHIBIT C

THE COMMONS AT DISTRICT 121 BUDGET

STAGE:	
Stage flooring, back support wall, lighting, sound, electrical, small enclosed control room.	\$450,000
OUTDOOR LED DISPLAY:	
8' X 15' +- screen on the back support wall of the stage	\$245,000
HARDSCAPE:	
Seating wall, stairs, hdcp ramps, stamped concrete/pavers	\$391,000
SOFTSCAPE:	
Canopy trees, turf, landscaping, Irrigation	\$161,600
PARK LIGHTING AND ELECTRICAL:	
Lighting, sound, electrical, security cameras, wireless	\$150,250
OUTDOOR FF&E:	
Outdoor furniture, umbrellas, waste receptacles, benches, fire pits, gaming like bocce ball / cornhole, playground	\$196,400
PUBLIC ART:	
1 or more public art compositions located in the park	\$20,000
UTILITIES:	
Drainage/sewer for recessed park, gas connections, meters	\$153,000
MISCELLANEOUS:	
Landscape Architect and other consultants	\$173,000
Contingency (+- 5%)	<u>\$100,000</u>
	\$2,040,250

THE COMMONS AT DISTRICT 121 BUDGET

Gensler Park size .7 acres

Hardscape:

	LF or Sq. Ft.	Total	Unit Cost	Total
26" -29" Retaining Wall (Seat Wall)	950			\$135,000
3 set of stairs into park and hdcp ramp				\$24,000
Stamped/Paved Hardscape floor of Park	19302		12	\$232,000
				\$391,000

Stage:

Stage (Shade structure, lighting, sound)				\$450,000
Stage floor	(Stage +- 25' x 35')			(in above)
Back Support Wall				(in above)
Electrical and small enclosed climate controlled room				(in above)
				\$450,000
LED Video Display (8' Hx 15'W)				\$245,000

Public Art:

1 or more public art compositions located in the park				\$20,000
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Lighting, Sound, Connectivity:

Lighting	Units	Unit Price	Total	
Park Trees	13	\$750	\$9,750	
Main tree	1	\$5,000	\$5,000	
Bollard Lights	35	\$900	\$31,500	
Other Lighting costs	1	\$30,000	\$30,000	
Sound	1	\$30,000	\$30,000	
Electric (plugs, meter,)	1	\$25,000	\$25,000	
Security Camera's	6	\$1,500	\$9,000	
Wireless Connectivity	1	\$10,000	\$10,000	
				\$150,250

Outdoor Furniture / Shade Structures / Landscaping:

Furniture	Units	Unit Price	Total	
Couch	4 High end	\$ 2,000	\$8,000	
Chair 1	8 High end	\$ 1,000	\$8,000	
Chair 2	14 High end	\$ 1,000	\$14,000	
Tables	6 outdoor	\$ 300	\$1,800	
Chair 3	30 Adirondack type	\$ 380	\$11,400	
Bench's	6	\$ 900	\$5,400	
Waste	4	\$ 700	\$2,800	
Fire Pits	2	\$ 3,500	\$7,000	
Pots	15	\$ 1,000	\$15,000	

Playground	1	\$ 75,000		\$73,400
				\$75,000

Landscaping

1 Large Tree	\$ 22,000	\$22,000	
13 Trees in Park	\$ 3,200	\$41,600	
Other Landscaping		\$30,000	
Turf area in front of stage	\$ 4	9500	\$38,000
Irrigation			\$30,000
Bocce Ball court			\$24,000
Shade Umbrellas	6	\$ 2,000	\$24,000

\$209,600

Utilities:

Drainage recessed park area		\$120,000
Gas run to Fire Pits		\$8,000
Other utilities (Water & Sant. Sewer extensions)		\$25,000

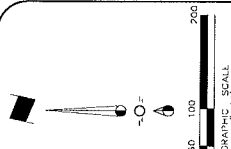
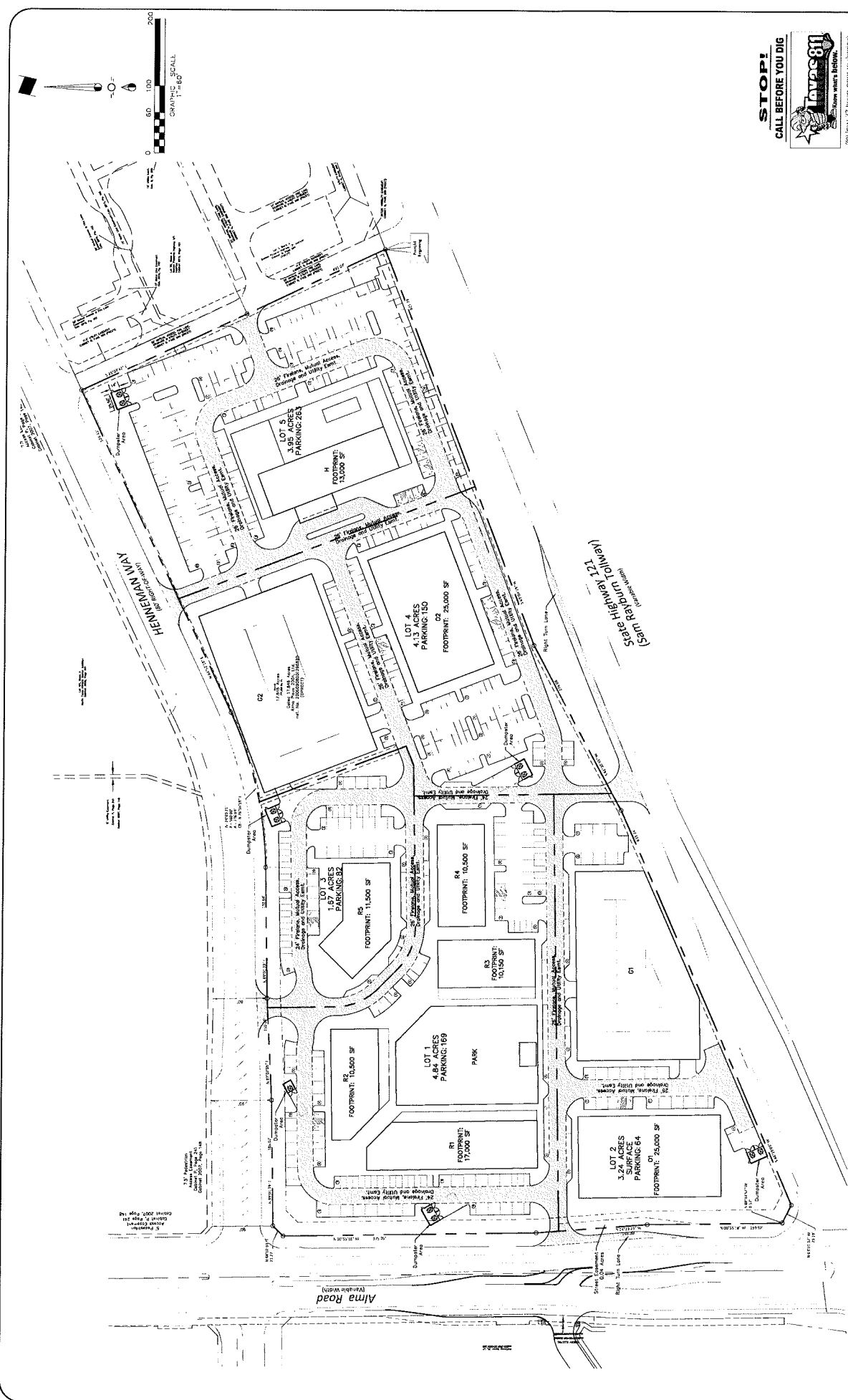
\$153,000

Miscellaneous:

Architectural Fee's	\$173,000
Contingency (+ - 5% of hard costs)	\$100,000

\$273,000

\$2,040,250



STOP!
CALL BEFORE YOU DIG

DISTRICT 121		Sheet No.	CL1
CONCEPT LAYOUT		Project No.	
DISTRICT 121		CRAIG DRIVE SIX LP	
CITY OF MCKINNEY		CITY OF MCKINNEY	
1. Issues/Drawn	2. Revisions	Date:	
2	1		
3	2		
4	3		
5	4		
6	5		
7	6		

CROSS ENGINEERING CONSULTANTS
 1500 W. Highway 20200
 Suite 100
 McKinney, TX 75069
 Phone: 972.565.4055
 Fax: 972.565.4055
 Email: info@cross-engineering.com
 Website: www.cross-engineering.com

Drawn By: C.J.C.C.I.
 Checked By: C.J.C.C.I.
 Scale: 1"=40'



EIN Assistant

Your Progress: 1. Identity 2. Authenticate 3. Addresses 4. Details **5. EIN Confirmation**

Congratulations! The EIN has been successfully assigned.

EIN Assigned: **85-0766359**

Legal Name: **DISTRICT 121 LLC**

The confirmation letter will be mailed to the applicant. This letter will be the applicant's official IRS notice and will contain important information regarding the EIN. Allow up to 4 weeks for the letter to arrive by mail.

We strongly recommend you print this page for your records.

Click "Continue" to get additional information about using the new EIN.

[Continue >>](#)

Help Topics

[Can the EIN be used before the confirmation letter is received?](#)

Baber Younas, M.D.
Texas Partners in Capital Investments, LLC
1780 W. McDermott Dr., Suite 200
Allen, Texas 75013

Mr. David Craig, CEO
District 121, LLC
6850 TPC Drive, Suite 104
McKinney, Texas 75070

Re: Commitment for Capital Contribution

Dear David:

This letter evidences my commitment to contribute Seven Million Two Hundred Twenty Two Thousand Dollars (\$7,222,000) as an initial capital contribution into District 121, LLC in exchange for a membership interest and a preferred return on contributed capital as agreed between us.

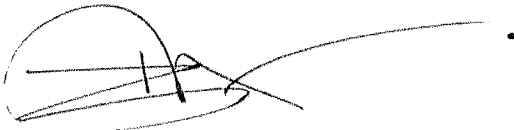
The contributed capital, together with an acquisition and development loan to be obtained by District 121, LLC, will provide the funds necessary to acquire the 17.85 acre tract at the northeast corner of Alma Drive and SRT (the "Property") and construct the necessary infrastructure for the vertical development of the Property.

My commitment for this initial capital contribution is contingent upon District 121, LLC securing (i) an acquisition and development loan, (ii) a grant from the McKinney Community Development Corporation for the construction of the planned Commons area, and (iii) the execution of a purchase and sales agreement for at least one pad site for a multi-story office building with structured parking on the Property.

I am excited about the opportunity to participate in this endeavor and look forward to its success.

Sincerely,

Baber Younas, M.D.

A handwritten signature in black ink, appearing to read 'Baber Younas', with a long horizontal flourish extending to the right.