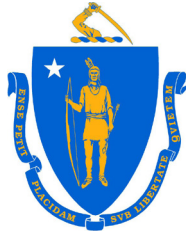


MASSACHUSETTS BUSINESS IMPROVEMENT DISTRICTS

A Guide for Establishing BIDS



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FOREWORD

Downtown Management Districts

Communities of all sizes want their downtowns to be vibrant destinations with a strong mix of business, retail, entertainment, dining, educational, recreational, cultural and residential activity. Smart communities develop and implement strategic activities and adopt management district organizations to help them achieve these goals. When property owners partner with their municipality to leverage the downtown through a well-managed and sustained effort, the downtown becomes an economic driver for the overall community.

There are several different types of Management District Models for communities to consider. Each community must decide which model is the best fit for it, taking into consideration various factors, such as political support, property owner involvement, other stakeholder participation and desired programmatic activity. The fundamental components for any organization are the development of a shared vision, program of work, sustainable resources to fund the activities, and ongoing professional management.

COMMON ELEMENTS

While each type of organization has differences, there are common elements that apply to any management district. These are:

- Defined boundaries
- Strategic plan
- Supplemental services and programs
- Dedicated staff/volunteers
- Managed by stakeholders
- Strong relationship with city/town
- Advocacy and voice for district

TYPICAL MANAGEMENT DISTRICT SERVICES

Each community will decide what priority services and programs will be undertaken by their management organizations. This flexibility enables communities to customize their programs to address the greatest needs and opportunities for their downtowns. The ability to be nimble and creative is an attractive consideration for many stakeholders engaged in forming a downtown management district organization.

TYPICAL DOWNTOWN DISTRICT SERVICES

- Marketing and promotions
- Retail
- Business/housing development
- Beautification/maintenance
- Transportation/parking
- Arts and cultural programming
- Place-making
- Advocacy/communications
- Safety/hospitality



Management District Models

The specific Management District Model is determined by organizers in the community. There is no correct answer to this question, and organizers should explore which one has the best opportunity for success. The chart below briefly describes different models for consideration.

MANAGEMENT ENTITY	DISTRICT DELINEATION	REVENUE SOURCES
BIDS	Contiguous area within which property owners pay to develop, fund and execute supplemental services to benefit economic and social vitality of district	Self-sustaining through fees; reauthorized every 5 years, Grants and fundraising
VOLUNTARY DOWNTOWN ORGANIZATIONS	Volunteer program model addressing design, organization, promotion and economic vitality	Not self-sustaining; state grants, municipal contributions and fundraising
COMMUNITY DEVELOPMENT CORPORATIONS	Engages residents and businesses to undertake sustainable community development efforts in rural, urban and suburban. Geared to benefit low/moderate income.	Not self-sustaining; state grants, foundations and donations
PARKING BENEFIT DISTRICTS	Geographically defined district in which parking revenues are dedicated to related improvements. Can be a stand-alone or part of existing downtown organization.	Self-sustaining through parking revenue fees

BIDs – Business Improvement Districts are a legally designated area, within which property owners design, fund and manage an improvement plan for the district. They are funded primarily by fees assessed to property owners. There is a legislative process to form a BID that requires the support by over 60% of property owners and a vote by the elected body in the municipality. Once formed, participation by property owners is mandatory. BIDs are reauthorized every five years by the property owners within the district. Examples include Downtown Boston, Amherst, Springfield, Hyannis, Worcester, Hudson and Boston Greenway. This manual will cover the basics of how to create a Business Improvement District in a community.

Voluntary Management Districts – Voluntary Management Districts engage stakeholders to develop a plan, generally utilizing a program that includes organization, promotion, design and economic restructuring. Participation is voluntary and funding is through donations and other stakeholder support. Examples include: Beverly, Salem and Framingham.

Community Development Corporations – Community Development Corporations are typically formed in districts looking to engage residents and businesses to address community development objectives in their communities, specifically to meet the needs of low- and moderate-income residents. They are funded through voluntary contributions and can be eligible for other types of public grants and programs. Examples include: New Bedford.

Parking Benefit Districts (PBD) – Parking Benefit Districts are geographically defined districts, within which some or all parking revenue can be used to support district services. This approach is sometimes combined with other organizations, such as a BID to provide management. Examples include: Arlington, Rockport.



What Got BIDs Started—The History Behind The Movement

The first Business Improvement District (BID) was created in Toronto in 1970. BIDs were formed by property owners in response to an ever-increasing customer demand for services and programs that were in excess of what municipalities could provide. Additionally, many urban centers were on the decline. Disinvestment in city centers and the resulting decrease in revenues only proved to exacerbate the problems faced by property owners and municipalities alike. Property owners needed a new way to compete. BIDs empowered property owners to take control of their environment, purchase supplemental services ... and a movement was born.

What started as an effort for BIDs to respond to the direct competition of regional shopping malls and their ability to create a shopping destination and to broadly market their tenants, has evolved into a way for smart downtowns to intentionally plan, fund and manage activities that create a socially and economically vibrant destination for all who live, work and visit. Through BIDs, central business and neighborhood shopping districts are able to collectively pool their resources and purchase a wide range of supplemental services. It also provides the opportunity for the district to have a unified voice on issues important to the district and its stakeholders for marketing, events and other activities that benefit the district and ensure participation of property owners.

WHAT IS A BUSINESS IMPROVEMENT DISTRICT?

A BID is a special assessment district in which property owners vote to initiate, manage and finance supplemental services or enhancements above and beyond those municipal services already provided. The assessment is levied only on property within the district and expended within the district for a range of services and/or programs included in the BID Improvement Plan, such as marketing, maintenance and public safety. This stable, local management structure provides a sustainable funding source for the revitalization and long-term maintenance of city/town centers, neighborhood commercial districts and even industrial areas. Successful BIDs attract residents, customers, clients, shoppers and other businesses.

In the 1980s and 1990s, many major cities in the United States—like Baltimore, New York, Denver and Philadelphia—formed BIDs. Smaller cities like Burlington, Vermont, followed suit and the movement rapidly spread throughout North America, and now, the world. More than 1,600 BIDs have become a widely accepted economic development strategy throughout the United States and Canada. BIDs in Europe, South Africa, Australia and Japan have been credited with supporting a flourishing renewal of many urban centers.

In 1994, Massachusetts joined 48 other states by passing Massachusetts General Law Chapter 400 (<https://malegislature.gov/Laws/GeneralLaws/PartI/TitleVII/Chapter400>), allowing the establishment of BIDs, and there are now BIDs in communities of all sizes throughout the Commonwealth.

What Does A BID Do?

In coordination with municipal government, BIDs provide a wide range of supplemental services and assist in the continued economic development of the district.

COMMON BID PROGRAMS

Marketing

- Special Events
- Public Relations
- Collaborative Marketing
- Promotional Print Materials
- Websites
- Holiday Lighting and Decorations
- Historic Tourism



**FREE PARKING
4 SATURDAYS
November 30
December 7, 14 & 21**

All Day
ALL Downtown Lots
ALL Downtown Meters



Landscaping

- Streetscape plantings/trees/window boxes and hanging baskets
- Maintenance of grass and planting beds
- Watering

Capital improvements

- Wayfinding
- Streetscape / pedestrian / traffic calming design improvements
- Lighting
- Trash receptacles
- Public art
- Alleyway design
- Parklets

Business development

- Market analyses
- Business and retail recruitment
- Merchandising incentives and outreach
- Support and technical assistance for small businesses

Maintenance

- Street and sidewalk cleaning
- Graffiti and gum removal
- Spring cleanups

Public safety

- Public safety officers / ambassador programs
- Visitor assistance / guide programs
- Public safety information networks
- Social services / quality-of-life programs

Community services

- Social services for the homeless
- Youth and student programs
- Fundraising
- Workforce training
- Emergency management

Housing

- Housing development programs
- Residential services

Economic development

- Own, lease, acquire, develop, manage real estate
- Historic preservation
- Infrastructure enhancements
- Facade grant programs
- Pop up /retail innovations
- Co-work spaces

Planning

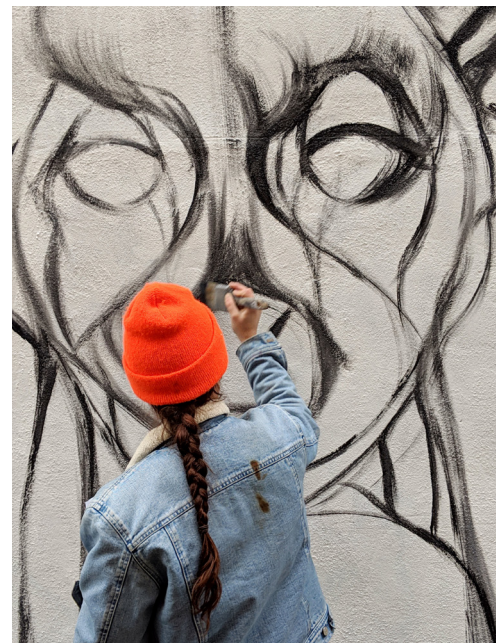
- Advocacy for zoning
- Community planning

Parking facilities

- Planning
- Management
- Development and management of parking benefit districts

Arts/cultural programming

- Festivals
- Murals
- Arts programming
- Cultural facilities/cultural districts



Why Form a BID?

A BID is a dynamic partnership between the community, private property owners, institutions and nonprofits with the goal of generating greater viability through cooperation than any property owner can accomplish alone. **It is very different from voluntary business or merchant associations because a BID offers a dedicated and sustainable revenue stream and the professional management of the activities of the district. Over 40 years of success proves BIDs work.**

Here's how:

BID Programs are a Cost-Effective Way to Tackle Common Issues and Respond to Specific Needs

Through a collective effort, the BID can achieve dramatic results with programs like supplemental maintenance and marketing that no one property owner could cost-effectively undertake alone. For example, it is more cost effective and efficient to contract with one vendor to provide landscaping services to the district than for each property owner to do so individually.

A BID is Flexible

Programs can respond to specific issues: enhancing gateways or addressing maintenance issues like graffiti, cleanliness in alleys and high-traffic pedestrian locations; improving streetscapes; or recruiting businesses. Targeted marketing can promote residential, commercial and cultural opportunities to specific audiences.

A Stronger Position in the Regional Marketplace

Creating and branding the location as a distinct destination allows downtowns to competitively position themselves in the marketplace. The BID maintains and promotes the district as a whole rather than the individual parts—as a destination where patrons can shop, dine, live and conduct business. Some examples are Church Street Marketplace in Burlington, Vermont, the Inner Harbor in Baltimore, Maryland, and Bryant Park in New York City.

Advocacy with a Unified Voice

A BID provides individual property owners with a strong collective voice on issues that impact the physical, residential and business environment in the district. Working together, property owners have a more powerful voice to influence action on issues impacting the district and the public policy process. For example, the Springfield BID worked with the city to purchase and install security cameras and lighting in targeted areas to improve public safety.

Predictable Funding for Programs

The guaranteed revenue stream allows the BID Board of Directors and staff to maximize the resources available to the BID and ensure the continuity of services.

Proven Impact on Tenancy and Property Values

BIDs are a major driver in the rise of property values and sustaining tenancy within the district. For example, property values within the Hyannis BID have doubled since its formation in 1999. BIDs also help districts maintain their values and tenants during downturns in real estate cycles.

Stability Through Political Change

BIDs can insulate a district during times of political change or uncertainty by providing the continuity needed to maintain programs and projects that have been identified as priorities for the district, and they will transcend administrations.

WILL THE MUNICIPALITY REDUCE SERVICES TO THE BID ONCE IT IS ESTABLISHED?

No. The BID pays for services which are *supplemental* to the basic municipal services any property should expect to receive. Clearly defining the relationship at the outset establishes the working partnership between private property owners and the municipality. This partnership is defined in a Memorandum of Understanding to establish the following:




- Ground rules on the relationship between the BID and municipality.
- A description of the baseline level of services.
- The role the municipality will play as a “property owner” BID member.

USING THIS GUIDE

Forming a BID requires a high level of consensus, political cooperation and property owner support to be successful. Sometimes this process is time consuming, but the up-front planning and engagement effort will prove worthwhile as organizers seek support during the signature campaign phase. This guide provides a step-by-step framework for developing a BID in any community. While it may be tempting to skip tasks, following key action steps will help ensure success. Every community is different, and organizers will need to stay flexible to respond to the challenges that will be encountered.

LEGEND

The following symbols will be used throughout this manual:

-  **CHECKLIST FOR SUCCESS**
-  **TIPS – ASSISTS WITH CONCEPT BEING EXPLAINED.**
-  **IDEAS FOR WORKING WITH CONCEPTS RELATED TO MONEY.**

Establishing a BID Happens in Four Phases

1

PHASE ONE – TEST THE FEASIBILITY

The first phase is to determine the feasibility of the concept of a BID in your community. Does it make sense? Is there political and private support of the concept?

Taking the time to test the waters will ensure that the time, resources and effort necessary to build a BID will result in success.

2

PHASE TWO – CREATE THE BID IMPROVEMENT PLAN

The second phase is planning, which involves local outreach and preparation of the BID Improvement Plan. Through community forums, property owner meetings and focus groups, stakeholders within the proposed BID participate in the planning process to identify needs and priority programs to be undertaken as part of the BID Improvement Plan. The BID Improvement Plan contains a detailed description of the proposed BID work program, including boundaries, operations plan, budget, fee structure, management, memorandum of agreement with the municipality and other required information.

3

PHASE THREE – CONDUCT THE PETITION PROCESS

The third phase begins once the organizers are satisfied that the BID Improvement Plan is appropriate for the district and has strong local support. The petition must contain the signatures of a minimum of 60% of the real property owners that represent 51% of the assessed valuation in the proposed BID. The petition and signatures are presented to the municipality, and a request for a public meeting is made. The municipality will hold a public hearing and vote to approve the BID petition within the MGL c. 400 statutory requirements. After the petition is approved by the municipality, all property owners are considered members of the BID.

4

PHASE FOUR – INITIATE OPERATIONS

Once the formal approval process is complete, the BID is officially established and enters its fourth or operational phase. Now, the BID membership, through the Board of Directors, has the full authority to manage or delegate management of the BID based on the enabling legislation.

PHASE 1

TEST THE FEASIBILITY

1. Are conditions right for a BID?
2. State the case for a BID.
3. Introduce the BID concept.
4. Recruit the steering committee.
5. Find the resources.
6. Establish preliminary boundaries.
7. Create a property owner database.
8. Develop a plan outline and timeline.

PHASE 2

CREATE THE BID IMPROVEMENT PLAN

1. Conduct a needs assessment.
2. Outreach to the community.
3. Write the BID Improvement Plan.
4. Determine the budget.
5. Establish a fee formula.
6. Develop the Memorandum of Understanding.
7. Establish a billing mechanism.

PHASE 3

CONDUCT THE PETITION PROCESS

1. Prepare the BID Petition.
2. Organize the Petition Signature Campaign.
3. Mail information package to property owners.
4. Conduct the signature campaign.
5. Organize the legislative authorization process.

PHASE 4

INITIATE OPERATIONS

1. Form Bylaws and Articles of Organization.
2. Establish the initial Board of Directors.
3. Apply for nonprofit status.
4. Communicate with members.
5. Hire staff.
6. Select vendors.
7. Formally launch services.
8. Update Improvement Plan.
9. Amend, expand or dissolve the BID.
10. Reauthorization.

PHASE 1 TEST THE FEASIBILITY

1. ARE CONDITIONS RIGHT FOR A BID?

Before organizers launch a full-fledged effort to form a BID, some basic homework needs to be done to determine if a BID is the right approach. By taking this important first step, organizers will quickly determine if there is private and political support for the BID concept and whether critical criteria are in place for success. It is important to initiate a BID at the right time. The timing may coincide with a new opportunity such as a major development, transit improvement or significant political or private-sector advocacy.



CHECKLIST FOR SUCCESS

- PROPERTY MIX
- STAKEHOLDER SUPPORT
- POLITICAL SUPPORT
- STABLE ECONOMIC BASE
- PLANNED MAJOR DEVELOPMENTS OR INFRASTRUCTURE PROJECTS
- BASE MAP
- DATABASE OF PROPERTIES
- BASIC BID FACT SHEET
- FREQUENTLY ASKED QUESTIONS
- STATEMENT OF NEED

The following are key elements that should be analyzed by organizers to determine if the underlying conditions are favorable to pursue a BID.

Property Mix

BIDs are formed in contiguous districts in which 75% of the area is comprised of commercial, retail, industrial or mixed-use properties. The first step will be to analyze the property mix of the proposed district to determine if these characteristics exist in order to generate an adequate revenue base to make the BID a success. The district could include cultural, nonprofit, academic, institutional and residential uses in balance with a strong commercial core.

Stakeholder Support

Identify and educate key stakeholders in the community about the BID concept to establish a basic understanding and support for the BID. By educating key stakeholders at the outset, organizers can preempt misinformation that could undermine the BID efforts throughout the process. Stakeholders will vary but could include the following:

- Key elected officials
- Major property owners
- Chamber of Commerce leadership
- Local media leadership
- Major developers within district
- Major cultural institutions
- Residential groups
- Academic institutions
- Community activists
- Business owners

Political Support

A BID requires a public/private partnership to be successful. Creation of a BID is a private-sector-led initiative with public support. At a minimum, forming a BID requires the cooperation of the municipality. It is essential to secure the support of the mayor, city manager and elected body who will direct the various departments to provide information and support. At best, the municipality can be a strong supporter of the concept, even providing financial assistance to underwrite the start-up effort and financially participating as a property owner located within the BID. Most elected officials understand the benefits of a BID as a means of supplementing the services that the municipality is able to provide, thereby improving a strong and sustainable commercial core.

Stable Economic Base

BIDs should be formed in areas that have an economic base. The proposed district must have the economic strength to support a fee structure that will generate adequate revenues to operate the BID. If the proposed district is severely depressed with high vacancy rates and abandoned properties, a BID might not be the best alternative. Under these circumstances, other economic development or investments may need to take place before an attempt to form a BID is viable.

WHAT HAPPENS IF THE SUPPORT IS NOT THERE?

Sometimes the political or economic climate to form a BID does not currently exist. Organizers may need to continue to work with community development and neighborhood organizations, property owners and elected officials to build an environment that is more conducive to the development of a BID.

If it appears that there are property owners that have an interest but not a solid understanding of the concept, organizers may choose to begin this process as an “investigative” initiative to analyze the concept and educate the property owners in the district. Organizers may decide to consider interim steps with the long-term goal of forming a BID.

Planned Major Developments or Infrastructure Projects

Sometimes a major development or public infrastructure project presents opportunities to spur the development of a BID by providing an approach to support these investments with improved management or beautification programs. For example, a community may work with a BID to improve a park space or streetscape, and the BID would provide the ongoing maintenance.

2. STATE THE CASE FOR A BID

Upon consensus that the basic conditions are favorable for the formation of a BID, organizers should prepare a concise statement outlining the campaign rationale and strategy. The statement should establish the problems and opportunities a BID could address and the constituents who would benefit from the programs.

3. INTRODUCE THE BID CONCEPT



Imagine you are a guest at a pizza party and the host can only afford a cheese pizza. The problem is that everyone wants a pepperoni pizza. The solution: Guests contribute to pay the difference to buy the pepperoni pizza. Everyone gets what they want for dinner! Essentially, the BID pays for the pepperoni.

Host Community Forums

Organizers may want to host Community Forums to present information about BIDs and the experiences of BIDs in similar communities. A Community Forum is an opportunity to invite a speaker or expert on BIDs to explain how they work in other locations. Invitations should be broadly distributed to property owners, tenants, residents, municipal leaders and the media.

Organizers should choose examples that mirror their communities or have used programs to successfully address similar problems. For example, if public safety or quality of life concerns are issues, organizers may want to look at “Guide” programs or security efforts in other BIDs. If economic development is a priority, a BID may highlight innovative retail initiatives or merchandising programs. If maintenance and landscaping is a priority, show before and after images of maintenance approaches.



CHECKLIST FOR SUCCESS

- HOST COMMUNITY FORUMS
- ROAD TRIP TO SEE WORKING BID
- MEDIA INFORMATION PACKETS

Road Trips to See Working BIDs

Sometimes the best way to build support is to visit successful BIDs in similar communities. These on-site visits allow stakeholders to see the operations of a BID in action and ask important questions of their staff. Fortunately, Massachusetts has BIDs in all sizes of communities within a few hours of some of the oldest and most successful BIDs in the country. From college towns like Church Street Marketplace in Burlington, Vermont and Amherst, Massachusetts to mid-size cities such as Springfield, Massachusetts and to resort communities like Hyannis, Massachusetts, there are many places to visit. Organizers may arrange transportation and meetings with officials, property owners and tenants, staff and board members to discuss the BID experience. Most BIDs love to tell their story and a first-hand visit can be compelling.

Media Kit

Organizers must convey consistent and accurate information about BIDs to ensure that the public has the information they need to support the BID concept. Organizers should prepare a basic press information kit that will contain general information on BIDs, Frequently Asked Questions and other contact information. Promoting the vision and gaining the general support for the development of a BID is an education process.

MEDIA KIT

A standard media kit may include:

- Statement of need
- Information fact sheet on BID programs
- List of Steering Committee members
- Frequently asked questions
- Press release announcing BID formation strategy
- Summary of legislation

Responding to Common Questions

Organizers will encounter common questions about BIDs when introducing the concept to the community. Part of the education process is to be able to address these questions early in the effort. Some commonly asked questions include:

We pay taxes – why should we pay more for services? Isn't that the municipality's responsibility? This is the most common question and arises from the concern that private property owners would need to provide services that some feel should be undertaken by the municipality. The simple answer is that BIDs provide supplemental services over and above those commonly offered by the municipality. The BID fee is an investment in a property that will yield returns in the form of increased property values and improved tenancy. Most BIDs can demonstrate a solid return on investment over the long haul. By making this investment, property owners and municipalities actually leverage the municipal resources available for programs offered within the BID.

Are we privatizing public spaces? The privatization of public space is a topic of debate for some property owners within BIDs. It is important to note that agreements between BIDs and a municipality function like land leases and the municipality does not give up ownership of the district. Most BIDs make existing public space more usable, through better programming, maintenance and security.

Who controls the BID? The BID is controlled and financed by the property owners in the district. A Board of Directors representing property owners oversees the execution and management of the BID Improvement Plan. The Board of Directors makes personnel, program and budget decisions within the scope of the plan and approved by the BID property owners.

How much does it cost? Property owners within the BID determine the budget and priority supplemental services that will be provided within the district. Property owners determine a fee structure that is considered fair and equitable. Each BID has its own unique fee structure that is appropriate for its district. This fee structure is developed as part of the planning process.

How does the municipality participate in the BID? The municipality participates in a variety of ways, sometimes including both cash and in-kind services. Most BIDs have a Memorandum of Agreement with the municipality that spells out the relationship with the BID, the baseline services provided by the municipality and an agreement that outlines how the municipality will participate in the BID as a property owner.

How is a BID different from a Chamber of Commerce or Business Association? The BID is a legal mechanism for property owners to collectively purchase supplemental programs and services within a specific geographic area, establishing a dedicated revenue stream to execute the BID Improvement Plan approved by property owners in the BID. A Chamber or Business Association typically provides member services that frequently are more geographically dispersed, sometimes over multiple communities.

Why consider a BID in any community? Successful downtowns are actively-managed hubs that encompass a variety of activities that contribute to its health and economic vitality. Residents, visitors, customers, employees, business owners and students contribute to its success. When property owners partner with the municipality to leverage the downtown through a well-managed and sustained effort, the downtown becomes an economic driver for the overall community.

Do they work? BIDs have now been in existence for over 40 years. They are so fully integrated into most major cities that multiple BIDs are commonplace, and policies and legislation are rarely modified. For example, approximately 70 BIDs exist in New York City and Toronto, Canada. Based on the success of the Pennsylvania Avenue BID in Washington DC, multiple BIDs have been developed in that city. The International Downtown Association (www.ida-downtown.org) documents a proven track record of success that can be demonstrated through increased values and improved tenancy in cities across the country.

4. RECRUIT THE STEERING COMMITTEE

Identify Members

The Steering Committee provides the leadership and feedback throughout the BID formation process. It is important to recruit a Steering Committee that is representative of types and mix of property owners within the district, including residential, government, nonprofit and cultural, commercial and academic institutions. Attention should be given to community leaders who reflect a variety of opinions, large and small properties, geographic representation, types of uses and tenants, residents and other constituencies. Above all, the Steering Committee needs to be seen as fair, constructive and reasonable.

Select a Chairperson

Selecting the appropriate chair to lead the effort is a critical step in the BID formation process. A chairperson is ideally an established community leader and property owner who will provide the public face for the BID formation process. The chairperson will conduct meetings and serve as the spokesperson for the Steering Committee.

Create a Shared Vision

Once established, the Steering Committee should articulate the shared vision for the BID. This step will make sure that Steering Committee members are in agreement with the overall goals of the BID. These goals establish the framework and are the underpinnings of the plan and programs that will be undertaken by the BID.

5. FIND THE RESOURCES

Forming a BID requires a commitment of staff and resources. The formation process will take between 12 and 18 months, depending on community understanding, size and complexity of the proposed BID. Organizers need to be realistic about staffing commitment, start-up funds, and/or in-kind services necessary to undertake the formation and approval process. Planning for the support necessary will help insure that the resources are sufficient to complete the process successfully.

A BID can require the commitment of 20 and 40 hours a week of paid or volunteer staff time to actively work on the organizing process. The Steering Committee will provide strong leadership but will often need additional support to secure signatures. A community may work with a consultant to provide overall support for the campaign. The specific staffing will be customized to each community, but it is important to determine the roles and responsibilities of staff and volunteers at the outset of the effort.

(See Appendix 1 on page 36 - Sample Framework.)

The Steering Committee should be prepared to engage legal counsel during the organizing process. The BID legal counsel will provide advice on MGL c. 400 questions, prepare legal documents and represents the interests of the BID in negotiations with the community and may include:

- Preparation of the Petition and Council Votes
- Review of the Memorandum of Understanding (MOU)
- Filings for Nonprofit Status
- Legal Opinions on Issues Related to MGL c. 400
- Legal Advertisements for Public Hearing and Notices
- Participation in Public Hearings
- Bylaws and Articles of Organization



CHECKLIST FOR SUCCESS

- IDENTIFY MEMBERS
- SELECT A CHAIRPERSON
- CREATE A SHARED VISION



TIPS: WHAT TO LOOK FOR IN STEERING COMMITTEE MEMBERS

- PROPERTY OWNERS
- ABILITY TO WORK CONSTRUCTIVELY
- RESPECTED LEADERS
- INCLUDE THE SKEPTICS BUT AVOID POLARIZING AGENTS
- MAJOR BUSINESS OWNERS

CHARACTERISTICS OF A GREAT CHAIRPERSON

- PROPERTY OWNER AND COMMUNITY LEADER
- ACTIVE IN COMMUNITY, FAIR AND RESPECTED
- KNOWN AS A POSITIVE AGENT FOR PROGRESS
- INTERESTED IN LONG TERM VITALITY OF THE BID
- CONSENSUS BUILDER
- ORGANIZED AND ENTHUSIASTIC
- STRONG COMMUNICATION SKILLS

WHEN TO HIRE A CONSULTANT

A consultant may be an important asset to organizers in the BID formation process. Adding a professional who is experienced in the planning and petition process can help save time and ultimately be cost effective. Tasks may include:

- Overall project management – quarterback the campaign
- Draft the BID improvement plan
- Prepare the BID budget
- Present to key property owners
- Organize and steer the campaign process
- Motivate volunteers and staff
- Troubleshoot
- Keep the process on task and on time

Print materials to “sell” the BID plan to property owners must be developed. A well-designed BID Improvement Plan and Executive Summary are important to communicate the programs provided by the BID and rationale for creating the district. The Steering Committee will need to identify the resources necessary to produce a quality product that represents the BID Improvement Plan in a professional and cost effective manner. The BID will require office space, computer and web access, phones, office supplies, postage and advertising. (See Appendix 2 on page 41 - Sample Marketing Brochures.)

6. ESTABLISH PRELIMINARY BOUNDARIES

Establishing preliminary boundaries is important in understanding the scope and potential revenue that will be available for the BID program. District entrances, attractions, key traffic generators, overall goals for the district and the composition of the tenant mix should be considered in making this decision. Frequently, organizers make the proposed district too small and thereby limit the impact of the proposed BID. Conversely, some BIDs become too large or include too many exempt properties that stretch the resources of the BID too thin. It is important to identify boundaries that are appropriate and consistent with the program and goals for the proposed BID.



TIPS FOR BOUNDARIES

- CONTIGUOUS AREA
- NATURAL BOUNDARIES
- CHANGES IN LAND USE
- OWNER INTEREST

Massachusetts legislation requires that the boundaries of a BID be contiguous. Property within the district should be evaluated to determine if there are natural boundaries that help define the BID. For example, there may be a river, highway or railroad that serves as a logical place for the BID boundaries. Another logical border might be the change from commercial to more residential uses. BID boundaries do not need to coincide with existing zoning or other existing districts and should try to include both sides of the street wherever possible.

Ultimately, the final boundaries may change somewhat as the Steering Committee goes through the planning process, due to owner support or other considerations. Those final changes are reflected in the petition.



TIPS FOR THE DATABASE

For a sample database spreadsheet, see Appendix 3 on page 47.

- CREATE MICROSOFT® EXCEL SPREADSHEET WITH NOTE FIELDS
- USE BLOCK AND PARCEL NUMBER TO DESCRIBE PROPERTY
- PROPERTY ADDRESS
- OWNER NAME AND ADDRESS
- TENANT INFORMATION (IF AVAILABLE)
- TELEPHONE/FAX/EMAIL
- TYPE OF USE CLASSIFICATION
- ASSESSMENT - LAND AND BUILDING
- NUMBER OF APARTMENTS/CONDOS
- BID FEE CALCULATION ALTERNATIVES
- FIELDS FOR VERIFICATION OF MAILING
- RECEIPT, SIGNATURE
- PROPERTY DATABASES

7. CREATE A DATABASE OF PROPERTIES

A complete property owner database is the basis for all communication, legal notification and billing to property owners within the proposed BID. For that reason, the municipality, specifically the Assessor's office, should be the official source of information on all properties in the BID. Block and parcel number information that is periodically updated from the Assessor's office will be used to create the BID property database for communication and legal mailings, tracking signatures, ownership and contact information.

Strict discipline should be maintained on the integrity of the database in order to withstand any legal challenge about the source of ownership information and mailings to property owners within the BID. This is a good time for preliminary discussions with the municipality on how the BID fee is collected. Some BIDs use proprietary database management tools that are available on the market, but the source of the ownership database information should come from the municipality.

(See Appendix 3 on page 47- Sample Database Spreadsheet.)



TIPS FOR FUNDING

RESOURCES FOR THE BID FORMATION PROCESS CAN COME FROM A VARIETY OF SOURCES SUCH AS:

- STATE / MA DOWNTOWN INITIATIVE
- IN-KIND STAFF SUPPORT OR LOANED EXECUTIVES
- FOUNDATIONS
- LENDING COMMUNITY
- COMMUNITY DEVELOPMENT BLOCK GRANT
- PRIVATE PROPERTY OWNERS
- CITY/TOWN
- COMMUNITY DEVELOPMENT CORPORATIONS
- CHAMBERS OF COMMERCE
- ACADEMIC INSTITUTIONS
- MAJOR BUSINESSES IN DISTRICT
- MASSDEVELOPMENT
- REDEVELOPEMENT AUTHORITIES

8. DEVELOP A PROJECT PLAN OUTLINE AND TIMELINE

The Steering Committee should develop a general timeline with benchmarks to monitor progress, maintain focus and momentum. The major variable in the project timeline will be in the signature campaign of the petition process. The length of time it takes to complete the petition phase will depend on the resources and speed by which the staff and Steering Committee can secure the required property owner signatures. Notification requirements in the enabling legislation are fixed and will provide benchmarks for the remainder of the timeline.

Once the BID has been formally approved, it will need a minimum of four to six months to initiate services. It is important that BID property owners acknowledge and understand the time required to initiate services to the district in order to create realistic expectations for a new BID. (See Appendix 4 on page 48 - Sample Project Plan Outline.)



TIPS FOR SETTING MILESTONES AND EXPECTATIONS

Phase 1 FEASIBILITY	3 months
Phase 2 PLANNING	4 - 5 months
Phase 3 PETITION	6 - 12 months
Phase 4 INITIATION	4 - 6 months

PHASE 2 CREATE THE BID IMPROVEMENT PLAN

The real substance and details of the planning process for the development of a BID occurs in this phase. The Steering Committee undertakes activities to identify priority issues of the district, seeks community input and consensus and develops the actual details on the programs, financing and management of the BID. A comprehensive BID Improvement Plan based on consensus provides the Steering Committee with a strong marketing tool to “sell” the BID.



CHECKLIST FOR SUCCESS

- CONDUCT A NEEDS ASSESSMENT
- OUTREACH TO THE COMMUNITY
- WRITE THE BID IMPROVEMENT PLAN
- DETERMINE THE BUDGET
- ESTABLISH A FEE FORMULA
- DEVELOP THE MEMORANDUM OF UNDERSTANDING
- ESTABLISH A BILLING MECHANISM

1. CONDUCT A NEEDS ASSESSMENT

Each community will develop its own approach to conducting a needs assessment, but communities should be wary of skipping this important step. Frequently the Steering Committee believes that it already has identified the issues, and this step is unnecessary. But to do so is undermining the opportunity to use the process to continue to educate and build consensus for the BID.

Creating buy-in for the BID is developed by listening to property owners, residents, tenants and other stakeholders to identify the issues and opportunities that are important to them. This information becomes the basis for formulating strategies and programs that property owners feel are worth the investment and add value to their properties.

2. OUTREACH TO THE COMMUNITY

Outreach to the community is an important step in the BID formation process. The Steering Committee may use all or some combination of several techniques to gain information for a needs assessment. Various methods include:

Community Forums

A Community Forum is a good way to launch the BID planning process and to inform stakeholders of needs, program priorities and plan strategies as they are developed. The invitation to the forums should be open to anyone interested in the BID district as an owner, visitor, tenant, student or resident. The initial forum provides the opportunity for a facilitator to conduct a SWOT Analysis. A facilitator will invite participants to identify STRENGTHS, WEAKNESSES, OPPORTUNITIES AND THREATS within the district. Comments are analyzed and reported to the community and Steering Committee. (See Appendix 5 on page 55 - SWOT Approach.)

CONVERSATIONS WITH KEY STAKEHOLDERS

Do homework with major property owners. Meet individually with major owners to identify specific issues or opportunities that are priorities. These owners may have unique issues that will be important to address as the BID programs are developed. Once these priorities are addressed, these owners may become valuable proponents of the BID.

Subsequent Community Forums provide a mechanism to report findings back to the community and focus on developing priorities and specific strategies that are incorporated into the BID Improvement Plan. By using the same SWOT process, a second community forum will target specific program recommendations and the allocation of resources on community priorities.

Surveys

A Needs Assessment Survey allows any respondent to identify how they use the proposed district and what issues are important to them. Frequently residents, students, visitors and workers may express different concerns or observations about the proposed district than property owners. A survey is a vehicle for organizers to assess different demographic and usage trends. Surveys can be published in local print and digital newspapers, through stakeholder newsletters, Facebook and other social media, public and stakeholder websites, customer communications, and on the BID website. It may be useful to offer incentives, such as a drawing or prize offerings, to encourage a timely response or to drive people to a BID website. Customer surveys can be made available at retail locations. Additionally, surveys should be mailed or delivered to property owners, residents and commercial tenants located within the district. (See Appendix 6 on page 58 - Sample Survey.)



CHECKLIST FOR SUCCESS

- Key Stakeholder Conversations
- Community Forums
- Surveys
- Focus Groups
- Website /Blogs
- Video
- Social Media

Focus Groups

Focus Groups are used to probe for specific issues that are of concern to different constituencies. Focus Groups should be limited to no more than 20 people to ensure participation and discussion. The facilitator should be a neutral participant and not a recognized community advocate for specific issues or positions. The facilitator should ask participants to prioritize issues that are most important to the district from their own perspective. Groups will vary by district, but should include the major stakeholders in the BID, such as residents, students, retailers, visitors, cultural organizations and their patrons, and restaurant and nightclub owners. By targeting different groups, organizers gain specific knowledge about the needs of each of these groups that may be different or even contradictory. For example, restaurant and entertainment-based properties may have very different issues than residents living within the proposed district.

Website/Blogs/Video

Websites are important tools to both provide updated information and encourage participation from the community. The BID should create a website to invite feedback and participation in the survey process. Results can be analyzed and posted on the website for stakeholders to review and comment. During the BID initiation phase, the website is key to updating and informing stakeholders of activities and milestones. Videos can be a concise and interesting way to explain the BID Improvement Plan, present issues and other information. They can capture feedback and viewer information. Videos should be short, informative and entertaining and can be another way to build community engagement and support for the BID.

Using the Information

Organizers will synthesize the information from all the needs assessment techniques and make recommendations of priority concerns and recommended actions. The information will be the foundation on which programs and funding priorities are developed for the BID Improvement Plan.



3. WRITE THE BID IMPROVEMENT PLAN

Services Tailor-Made for Each District

Many BIDs offer similar services, but BIDs are attractive to communities because of their flexibility to focus on the particular set of supplemental programs and services that are tailored to meet the specific needs of each district. While many BIDs may offer supplemental maintenance, marketing and security, each BID will have its individual and distinct personality.

Some Examples

MAINTENANCE Central Square BID works with social service organizations to refer individuals to employment and training opportunities through their maintenance vendor.

PUBLIC SPACES The Greenway BID maintains the Rose Kennedy Greenway for the enjoyment of the general public and abutting property owners and tenants.

PARTNERSHIPS FOR SOCIAL SERVICES Many BIDs team up with social service agencies to develop intervention programs that are collaborative and proactive to address homelessness, mental health and addiction issues and connect people in need to services, thereby improving the quality of life for everyone in the BID.

MERCHANDISING BIDs foster innovative retail pop-ups, holiday markets and other activities to support retail merchandising.

RESIDENTIAL DEVELOPMENT New residential developments in Amherst and Boston BIDs are helping to build vibrant residential neighborhoods.

STREETSCAPE Hyannis initially focused on planning and zoning issues that quickly evolved into a major streetscape infrastructure project that transformed the street. The Hyannis BID now focuses on cultural and business development, maintenance, and marketing. BIDs like Hudson are leveraging their resources to enhance their streetscapes and entryways into the downtown.

ARTS AND CULTURE Worcester, Springfield and Central Square have embraced cultural programs, murals and art to build their unique brand.

The development of the BID Improvement Plan provides the specific details of what programs and services will be provided. The actual plan may take a variety of forms from a poster to a bound document depending on the community and resources available. The Plan will also function as a marketing piece to educate property owners and other stakeholders on the proposed BID.

(See Appendix 2 on page 41 - Sample Marketing Brochures.)

BID Programs and Services

The purpose of the BID Improvement Plan is to provide the property owners within the proposed BID with a detailed understanding of the programs and how the BID would allocate the resources available to support its programs.

These may include common programs such as:

ECONOMIC DEVELOPMENT Real estate development, market analyses, business retention and recruitment programs.

MAINTENANCE AND BEAUTIFICATION Sidewalk cleaning, recycling, trash removal, snow clearance, graffiti and gum removal, spring clean-up programs, and painting public amenities, etc.

LANDSCAPING ENHANCEMENTS Planting and landscaping of public spaces, hanging baskets and window boxes or the maintenance and enhancement of grass and trees in tree belts of median strips.

MARKETING, EVENTS AND PUBLIC RELATIONS Special events such as Restaurant Week, Farmers Market or First Night Celebrations, restaurant and shopping guides, holiday lighting, cooperative advertising, banners and other promotions.

CAPITAL IMPROVEMENTS Façade grant and signage programs, or streetscape improvements. Frequently BIDs partner with the municipality to improve public parks and other spaces.

SECURITY AND HOSPITALITY: Supplemental security programs working in cooperation with the local police. In addition to personnel, the BID may provide security cameras, fax networks and other crime prevention efforts. Hospitality oriented “Guide” programs feature trained hospitality guides to assist visitors and enhance security within the BID by providing additional “eyes and ears” on the street.

TRANSIT AND PARKING Manage and promote parking facilities, Parking Benefit Districts, the development of shuttles, trolley and alternative transportation programs, pedestrian and bikeway development.

PARTNERSHIP PROGRAMS Partnerships with municipalities or nonprofits for services like loan programs, childcare, job training or homeless/mental health/drug use intervention.

The BID Improvement Plan will illustrate the scope, frequency, staffing and cost of the programs that will be provided by the BID. For example, if the BID plans to provide a “Guide” program, the plan will outline the responsibilities, deployment, schedule, training, uniforms and staffing.



TIPS FOR COMPONENTS OF A BID IMPROVEMENT PLAN: EXECUTIVE SUMMARY

- DETAILED DESCRIPTIONS OF THE SUPPLEMENTAL PROGRAMS AND SERVICES
- PROPOSED BOUNDARIES
- BUDGET
- FEE STRUCTURE
- MANAGEMENT STRATEGY
- MEMORANDUM OF UNDERSTANDING AND BASELINE MUNICIPAL SERVICES
- LETTERS OF SUPPORT FROM OTHER COMMUNITY STAKEHOLDERS, SUCH AS THE CHAMBER OF COMMERCE, COMMUNITY DEVELOPMENT CORPORATIONS, CULTURAL INSTITUTION BOARDS OF DIRECTORS, OR NEIGHBORHOOD ORGANIZATIONS

4. DETERMINE THE BUDGET

The maximum revenue that BID fees may generate equals 0.5%, or .005 multiplied by the total assessed value of the properties within the proposed district. The challenge in developing a budget is to balance the program priorities with the available funding resources. The BID program should drive the budget rather than allowing the revenue generated by the BID fee alone to determine the resources available to support the desired program. BIDs frequently use the fee as just one component of the overall budget for programs and services. Other funding opportunities may include:

- Grants
- Sponsorships
- Media Partners
- Public Funds or In-kind services
- Ticket Sales
- Merchandise Sales
- Voluntary memberships from exempt properties
- Parking Benefit Districts

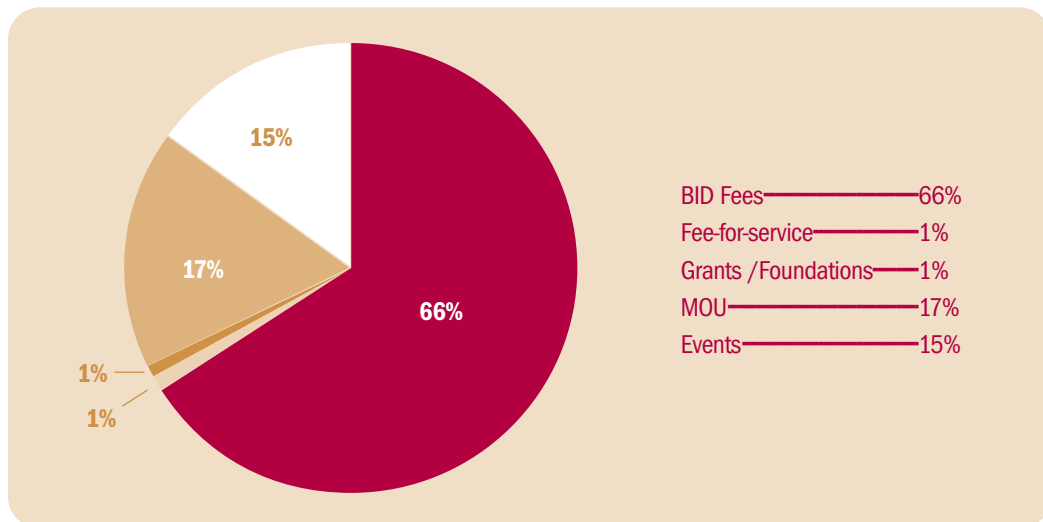
(See Appendix 7 on page 60 - Sample Sponsorship Catalog.)

BIDs will have budgets that include both cash and in-kind services. It may be useful to show how the resources of the BID are allocated by program area. The budget should show both in-kind and cash sources of revenue and expenditures by program. Budget assumptions should also be included in the BID budget. (See Appendix 8 on page 64 - Sample Budget.)

Look for opportunities to minimize the cost of administration by possibly sharing office space and/or equipment.

Sample BID Budget Breakdown

Many BIDs diversify their budgets through a combination of grants, events, sponsorships, fee-for-service, MOUs and BID fees. This chart represents a sample budget of a BID with a total budget of \$1,296,000.



ESTIMATING COSTS

DON'T GUESS ABOUT COSTS. SET REALISTIC COSTS FOR PROGRAMS WHEN CREATING A BUDGET. GOOD ESTIMATES CAN BE OBTAINED BY:

- COST PROJECTIONS FROM POTENTIAL VENDORS
- OTHER BIDS OFFERING SIMILAR PROGRAMS
- PRIVATE MANAGEMENT COMPANIES CONTRACTING FOR SERVICES
- PAST SERVICES CONTRACTS

BUDGET TIPS

- DETERMINE PARTICIPATION ESTIMATE
- CALCULATE VALUE OF IN-KIND
- BE REALISTIC ABOUT EXPENSES
- GET ESTIMATES
- KEEP ADMINISTRATIVE COSTS AS LOW AS POSSIBLE
- LEVERAGE

TIPS FOR ESTABLISHING A FEE FORMULA

- KEEP IT SIMPLE
- TAKE UNIQUE PROPERTIES INTO CONSIDERATION
- MAKE FORMULA BALANCED
- BE CREATIVE
- BE CAUTIOUS WITH CONDOS
- TEST FEE PROPOSAL WITH OWNERS
- SEEK CONSENSUS

5. ESTABLISH A FEE FORMULA

The Steering Committee will establish a fee formula for all properties within the BID. The BID legislation allows all properties to be considered as part of the BID fee formula. Therefore, organizers must analyze a variety of fee options that will be considered fair and equitable for all property owners. It also allows for the BID to exclude certain types of properties from the fee, such as single-family residences, agricultural land and nonprofits. For example, condominium owners are individual properties within the BID, each with a vote. If one building contains 40 residential condominiums, those owners could unfairly skew the voting weight of an individual property within a district. The impact of condominiums and other properties should be evaluated to determine its impact on the budget and fee structure.

While the MGL c. 400 allows for the BID to establish fees that would generate revenue up to .005 of the assessed value of all property in the BID, the objective of the Steering Committee is to determine a fee formula that is considered fair and equitable and provides enough revenue to support the desired services.

Massachusetts legislation allows for a wide array of possible variables to be considered in forming a fee structure for the BID, including but not limited to the following:

Formula Options

Linear front footage the length of the property from corner to corner as measured along the sidewalk in front of the building

Gross building square footage .. number of square feet in building

Building classification by use commercial, nonprofit, residential or mixed-use as defined by the Assessor's office

Assessed Value most recent assessment by municipality

The Steering Committee has the ability to apply one or more of the options to develop a fee that is specific to the characteristics of the BID.

Once a fee structure is refined, the Steering Committee should test the proposed fee structure with property-owner peers within the district to gauge its acceptance. It is also necessary to determine if the fee structure is sufficient to support the proposed program or if additional sources of support are necessary or adjustments to services are required to bring budget projections and expenses in line.



WAIVER OF FEE

The BID may waive or reduce the fee for a member for whom the imposition of the fee would create significant financial hardship considering such criteria as:

- Protection sought under Massachusetts or federal laws of bankruptcy or insolvency
- A vacancy rate of over 80%
- Foreclosure by a mortgage holder

The Steering Committee is encouraged to establish criteria that are quantifiable. Requests for waivers or fee reductions are made in writing with supporting documentation. Once the BID is formed, the BID Board of Directors makes the determination to grant requests based on the hardship criteria established by the BID.

Example Fee Structures of BIDs in Massachusetts



SPRINGFIELD

- All private and public properties are included in the BID with the exception of residential condominiums and other residential properties consisting of less than four (4) units.
- Commercial properties over 50,000 square feet may choose either \$ 0.13 per square foot OR 0.005 of the property valuation. The fee structure for properties less than 50,000 square feet is based on 0.005 of the property valuation.
- Public and nonprofits will have negotiated agreements with contributions of either cash or in-kind services.
- Hotels have a fee based on \$100/unit/year plus \$ 0.13 per square foot of commercial space.



HYANNIS

- The fee for commercial property owners is \$1.10 for every \$1,000 of assessed value up to \$70 million) / \$0.50 for every \$1,000 in assessed value beyond \$70 million.
- Fees are capped at \$5,000.
- Residential and tax-exempt properties are exempt.



HUDSON

The fee formula for properties is based on the following formula:

- Commercial properties: .0035 X the assessed value
- Commercial residential properties: .002 X assessed value
- Mixed use properties: .0035 for commercial/retail and .002 for residential X the assessed value
- Public (e.g. municipal, state or federal government entities) and nonprofit corporations will negotiate fee agreements.
- Residential condominiums and single-family residential: Exempt



WORCESTER

The fee formula for properties is based on the following formula:

- Commercial: .003 X the assessed value
- Mixed use: .003 X the assessed value
- Commercial Residential: .003 X the assessed value
- Residential (condominiums, single family residences): Exempt
- College and Universities: Negotiated Agreements



CENTRAL SQUARE

(See Appendix 9 on page 65 - Central Square Fee Structure.)

6. DEVELOP THE MEMORANDUM OF UNDERSTANDING (MOU)

The MOU establishes the relationship with the municipality, describes the baseline of municipal services that are provided to the BID, and how the municipality will participate in the BID as a property owner and member. This is a win-win opportunity for both the municipality and private property owners within the BID to establish a working partnership for success.

Property owners are frequently concerned about the relationship with the municipality and the possible erosion of services if a BID is formed. Dispelling these concerns early in the process is an important factor in generating support for the BID. Part of this process involves asking the city/town to describe the basic level of services that are currently provided to the proposed BID. The descriptions may be as simple as a letter from the department head, describing services to a form completed by each department. The BID will annually review the baseline services provided by the municipality. (See Appendix 10 on page 66 - Sample Baseline Municipal Services Form.)



TIPS ESTABLISHING THE MOU

- ESTABLISH DIALOGUE WITH MUNICIPALITY EARLY IN PROCESS
- ENLIST CHIEF ELECTED OFFICIAL TO SECURE DEPARTMENT HEAD COOPERATION THROUGHOUT PLANNING AND IMPLEMENTATION
- DESCRIBE BASELINE MUNICIPAL SERVICES CURRENTLY PROVIDED TO DISTRICT
- DETERMINE PROGRAM NEEDS THAT CAN BE SUPPORTED BY COMMUNITY
- DETERMINE CITY/TOWN COMMITMENT AS BID MEMBER
- CLARIFY RESPECTIVE ROLES
- INCLUDE MOU IN BID IMPROVEMENT PLAN

BASELINE PLUS AGREEMENT — THE MUNICIPALITY'S ROLE IN THE BID

Once the program needs are determined by the Steering Committee, there are opportunities for the municipality to support the BID as a member through cash or in-kind services. The municipality may participate in the BID as a member through a negotiated agreement to purchase services or provide in-kind services. This upfront negotiation seals the relationship with the BID and enhances the partnership between the municipality and BID on an ongoing basis.

Participation with the BID may include a wide variety of activities such as:

- Purchase of services like trash disposal, landscaping, graffiti removal
- Purchase of equipment for use by the BID such as graffiti removal machines or sidewalk sweeper
- Bill and collect the BID fee
- Department support for special events
- Community Policing
- Snow removal
- Parking promotions / management of parking facilities

Specific programs and services are part of the MOU and can be tailored to meet the programmatic needs of the BID.

(See Appendix 11 on page 67 - Sample MOU and Baseline Services.)

7. ESTABLISH A BILLING MECHANISM

The BID fee is billed and collected by the municipality. BID organizers should meet with the Assessor, Collector, MIS Department and Treasurer early in the process to determine the logistics of generating a bill for BID fees. Ideally the BID fee should appear with the municipal tax bill. Because logistics may take several months to execute, work on this project should begin early in the planning process.

PHASE 3 CONDUCT THE PETITION PROCESS

The petition phase of forming a BID should be approached in a systematic and organized manner. The Steering Committee is armed with a good plan, a team of committed and prepared volunteers and staff and a strategy and timeline for securing signatures of a minimum of 60% of the real property owners representing 51% of the district's assessed value. The petition is then submitted to the municipal governing body for a public hearing and formal vote to establish the BID. This is also a time when a consultant may be helpful to the Steering Committee to maintain momentum and develop the campaign approach. It is time-consuming and labor-intensive work, but with a strategy and good direction, the implementation of the petition campaign should be successful in a timely manner.

1. PREPARE THE BID PETITION

The BID Petition is presented to the municipality's elected body for consideration. It includes:

- Property Owner Signatures (60% of real property owners representing 51% of assessed value)
- Property owner signature page
- BID Improvement Plan: services, budget, fee structure
- Hardship Criteria for the Waiver or Reduction of Fees
- Description of BID and site map
- Identity and location of BID management entity

The Steering Committee will work with legal counsel to prepare the petition, signature page and the necessary votes that will need to be taken by the municipality. The Executive Summary will be used as a "sell piece" in the signature campaign. (See Appendix 12 on page 83 - Sample Signature Page and Petition.)



CHECKLIST FOR SUCCESS

- PREPARE BID PETITION FOR VOTE
- ORGANIZE THE PETITION CAMPAIGN STRATEGY AND TIMELINE
- MAIL INFORMATION PACKAGE TO PROPERTY OWNERS
- SIGNATURE CAMPAIGN
- LEGISLATIVE AUTHORIZATION PROCESS

2. ORGANIZE THE PETITION CAMPAIGN

Review Process with Municipal Officials

The Steering Committee should meet with the City/Town Clerk to review the petition process and campaign and to verify the petition process in the municipality. The MGL c. 400 does not require petition signatures to be notarized, but it is important to review any special considerations a municipality may have relating to petition campaigns.

Develop a Signature Campaign Strategy and Timeline

A good campaign strategy and timeline will provide an overall roadmap for the petition drive. The Steering Committee should meet regularly, set realistic goals, identify staff and volunteer assignments and timelines to develop a plan to contact property owners. The plan will keep the campaign focused and on schedule.



CHECKLIST FOR SUCCESS

- CREATE A NETWORK FOR OUTREACH TO PROPERTY OWNERS
- REVIEW PROCESS WITH MUNICIPAL OFFICIALS
- DEVELOP A SIGNATURE CAMPAIGN STRATEGY AND TIMELINE
- IDENTIFY LOCAL STAFF OR CONSULTANT ROLES

Identify Local Staff or Consultant Roles

A motivated team of knowledgeable and committed people engaged in getting signatures will accelerate the approval time line. Orchestrating the signature campaign requires the Steering Committee to evaluate the amount of time its member are able to commit as volunteers to the effort.

Rarely will a volunteer committee have the manpower or time to secure signatures of the number of property owners needed for the petition for larger campaigns. The Steering Committee may decide to hire local staff or a consultant to help secure signatures and manage the campaign.

3. MAIL INFORMATION PACKAGE TO PROPERTY OWNERS

Using the list of property owners provided by the Assessor's office, the Steering Committee will initiate contact with property owners to provide information on the BID and petition. Organizers should document the communication with property owners to insure that outreach has been made to every owner in the BID. Record the date of the mailing of packets to property owners and document signatures that have been obtained on the database spreadsheet and BID map.

The BID Improvement Plan, including an Executive Summary, MOU and other support material, should be mailed to all property owners within the proposed district. The packet should provide all the information an owner would need to make an informed decision about the BID. The packet should also include a petition signature page and self-addressed, stamped envelope for owners to indicate their support of the BID Improvement Plan. The reality is most property owners will require a direct request for their signature.



TIPS FOR OBTAINING SIGNATURES

- ARRANGE EDITORIAL SUPPORT TO PROMOTE BID
- ORGANIZE PROPERTIES BY SIZE, USE, MULTIPLE OWNERSHIP, CLASSIFICATION
- GATHER INITIAL SIGNATURES FROM KNOWN SUPPORTIVE OWNERS AND STEERING COMMITTEE MEMBERS
- OBTAIN SIGNATURES FOR PUBLICLY-OWNED PROPERTIES
- DIVIDE LIST OF PROPERTY OWNERS AMONG STEERING COMMITTEE MEMBERS
- FIND BID ADVOCATES TO SOLICIT OTHER PROPERTY OWNERS
- APPOINT BLOCK CAPTAINS TO SECURE SIGNATURES FROM NEIGHBORS
- KEEP MOVING TO BUILD MOMENTUM – DON'T GET BOGGED DOWN WITH OPPONENTS
- COMMUNICATE

4. CONDUCT THE SIGNATURE CAMPAIGN

Once the BID Petition has been mailed to BID property owners and other stakeholders, the Steering Committee will officially launch the BID signature campaign. This launch could include a special forum featuring a presentation of the BID Improvement Plan. Steering Committee members should be prepared to answer any questions and ask for support from property owners in attendance, or schedule a time to follow up with attendees. Property owner guest speakers from established BIDs who could reinforce the benefits of a BID may also be invited to launch the signature campaign.

The BID petition process requires the signatures of a minimum of 60% of real property owners in the proposed district representing a minimum of 51% of the assessed valuation. A strong campaign should aim for property owner support that is higher than the minimum to demonstrate a solid mandate for creating a BID and prove to elected officials that there is strong support for adopting the BID. In order to accomplish this goal, the Steering Committee needs to follow a campaign strategy. Gathering signatures for the campaign is the point in the BID petition process that is the hardest work. The Steering Committee must be engaged to sign the petition for their own properties and be willing to contact their peers. Staff will be engaged to assist the Steering Committee and secure signatures from other property owners within the district. It is at this point that the BID process could lose momentum. Maintaining a regular schedule of meetings and clearly defined signature goals will keep the campaign moving forward.

Once the threshold of signatures has been secured, the Steering Committee presents a formal petition to the City/Town Clerk to request a public hearing on the formation of the BID. This submission starts the clock ticking on the legislative authorization process.



THRESHOLDS – WHAT DO THEY MEAN?

BIDs must have the support of “60% of real property owners in the district that represents 51% of the assessed valuation.” This is done to ensure that BIDs contain a broad spectrum of large and small properties within the district.

EXAMPLE: The proposed district has 300 individual parcels listed by the Assessor's office.

60% OF REAL PROPERTY Every piece of property that receives a tax bill is counted as a separate signature for the petition. Organizers must get signatures of at least 60% of the property owners or 180 parcels within the district.

51% OF VALUE The value of the parcels needs to add up to a minimum of 51% of the total value of the district. So if the total value of the district is \$20,000,000 then the value of the properties in the petition must be more than \$10,200,000.

5. ORGANIZE THE LEGISLATIVE AUTHORIZATION PROCESS

Prepare Petition Packets for All Public Officials

Elected officials will be required to vote on the establishment of the BID. It is important that they be fully informed about the details of the BID Improvement Plan, boundaries and fee structure. Elected officials should periodically be briefed about the BID Improvement Plan and provide written fact sheets for their consideration. The better informed, the more likely they will be to correct misconceptions brought to them by their constituency. Additionally, providing complete information prior to the Public Hearing will allow time to address any lingering concerns or questions.



CHECKLIST FOR SUCCESS

- PREPARE PETITION PACKETS FOR ALL ELECTED OFFICIALS
- MAIL NOTICES AND PLACE ADVERTISEMENTS OF PUBLIC HEARING
- PREPARE VOTES FOR BID AND MOU
- PREPARE PRESENTATION FOR PUBLIC HEARING
- MAIL NOTICE AND PLACE ADVERTISEMENT OF NOTICE OF ORGANIZATION TO PROPERTY OWNERS

Mail Notices for Public Hearings and Place Advertisements of Public Hearing

Organizers must carefully document the notification of property owners to ensure compliance with the timelines established in the enabling legislation. Using the official list of property owners provided by the Assessor's office, BID organizers will mail all notices to property owners and retain documentation of the mailing. Save mailing labels, and record the date of the mailing of the public hearing notices to property owners for the files. Retain original advertisements that have appeared in local print media.



TIPS FOR LEGISLATIVE AUTHORIZATION SUCCESS

- ALWAYS USE OFFICIAL LIST DEVELOPED FROM ASSESSOR'S OFFICE DATABASE
- RETAIN DOCUMENTATION OF ALL MAILINGS AND ADVERTISEMENT
- IDENTIFY ELECTED OFFICIAL TO COORDINATE PUBLIC HEARING AND VOTE ON BID AND MOU
- RALLY STAKEHOLDER SUPPORT AT PUBLIC HEARING
- LEGAL SUPPORT
- COUNT VOTES AND IDENTIFY OPPOSITION

The public hearing is the opportunity to present the full BID Improvement Plan to the community and address questions. Notices must be mailed to all property owners within the BID and documentation retained for the records.

Prepare Presentation for Public Hearing

The Public Hearing is an opportunity to make a presentation on the BID program and details of the BID Improvement Plan. Depending on the community, this may be an elaborate or simple presentation. It is critical that the presenter of the BID Improvement Plan at the Public Hearing is well-versed on the details of the program and prepared to answer any questions that are presented. The presenter may be the Steering Committee Chair, consultant or key property owner. Legal counsel should attend the Public Hearing to answer any technical questions that arise. Property owner proponents and tenants should be encouraged to attend and speak in favor of the BID. Additionally, organizers should have Fact Sheets or BID plan summaries to be handed out as necessary.

Prepare Votes for BID and MOU

Legal counsel for the BID may draft proposed language for the necessary votes from the municipality to establish the BID and authorize City/Town officials to enter into a MOU with the BID. The BID legal counsel will review the necessary votes with the municipality's legal representative prior to the vote to address any questions. The vote to establish the BID is taken by the municipality's governing body, such as a City Council or Select Board. A Town Meeting vote is not required to form a BID. (See Appendix 13 on page 88 – Sample Vote Language.)

Mail Notices and Place Advertisements of Notice of Organization

Once a vote to establish a BID has been taken, a Notice of Organization must be mailed to all property owners in the BID, using the official list of property owners provided by the Assessor's office. It is recommended that the Notice of Organization be mailed by certified mail and documentation retained as proof that the owner has received this important information. The Notice of Organization must be published for two consecutive weeks in a general circulation newspaper. The City Clerk will submit the petition to the Massachusetts Department of Housing and Community Development's Massachusetts Downtown Initiative within 30 days of the vote to establish the BID.

The Legislative Authorization Process



DAY 1

Petition to City/Town Clerk

Municipal Governing Body Schedules Public Hearing – Within 60 Days

- Mail Notice of Public Hearings to Property Owners Within 30 Days of Public Hearing
- Advertise 2 Weeks Before
- Advertise 1 Week Before



DAY 60

Public Hearing

Municipal Governing Body Takes Vote
Within 45 Days of Public Hearing



DAY 105

Notice of Organization Mailed to Property Owners – 30 Days

- Advertise 2 Weeks Before
- Advertise 1 Week Before

PHASE 4 INITIATE OPERATIONS

Once the formal approval process is complete, the BID officially enters its operational phase. The Board of Directors has the full authority to manage or delegate management of the BID based on the enabling legislation and the BID Improvement Plan. This is an exciting and frequently frustrating period for the Steering Committee and property owners alike. It is important to establish reasonable expectations with property owners about the start-up period necessary to initiate services to the BID. Property owners need to expect that a new BID will take several months to initiate services to the district.

Once the BID has been officially formed, the Steering Committee will turn its efforts to initiating services and setting up the legal and administrative operations of the BID.

1. FORM BYLAWS AND ARTICLES OF ORGANIZATION

The BID Steering Committee will draft BID Bylaws and Articles of Organization that will establish the governance of the BID. The Bylaws identify the composition of the Board of Directors and basic structure of the organization. (See Appendix 14 on page 89 – Sample Bylaws and Articles of Organization.)

2. ESTABLISH THE INITIAL BOARD OF DIRECTORS

BID Management

BIDs are nonprofit entities managed by a Board of Directors comprised of property owners or their representatives. The BID Board has a fiduciary responsibility for the BID budget, hires and oversees the staff of the BID. The board should be representative of the variety of properties that make up the BID including commercial, residential, nonprofit and institutional uses. Property owners may assign designees to serve as their representatives on the Board of Directors.



CHECKLIST FOR SUCCESS

- FORM BYLAWS AND ARTICLES OF ORGANIZATION
- ESTABLISH INITIAL BOARD OF DIRECTORS AND OFFICERS
- FILE FOR NONPROFIT STATUS
- INITIATE COMMUNICATION WITH OWNERS/MEDIA
- ISSUE RFPS FOR SERVICES FROM VENDORS
- HIRE STAFF
- HOLD FORMAL LAUNCH OF SERVICES

The BID Bylaws establish the composition of the Board of Directors. The Board of Directors should be a reasonable number of representative property owners in the BID. Terms for the initial board should be staggered to ensure a smooth transition of incoming members. A mailing to all property owners will include information on the board categories available and how to indicate interest in the position. The Steering Committee will vote and/or recommend the initial Board of Directors to the property owners for a vote of the membership.

Selecting the first BID Board Chair is essential in establishing the tone and stature of the organization. The initial Board Chair should be able to provide strong and consistent leadership during the start-up phase. The chair should be a fair and respected property owner with stature as a community leader.

The Steering Committee may recruit the first president based on the following criteria:

Community Stature · Leadership Ability · Fair · Well-Respected

The board can act as the management entity directly or contract with another organization for management staffing services. If a management entity is utilized, such entity may be required to furnish a surety bond conditioned on the faithful performance of its duties. The local governing body may establish rules and regulations regarding the BID Board of Directors.

3. APPLY FOR NONPROFIT STATUS

The BID will apply for nonprofit status with the Internal Revenue Service. This action may be taken at any point in the BID planning process and filed once the BID has been formally adopted. Massachusetts BIDs are typically formed as 501(c)3 organizations.



TIPS FOR STARTING UP OPERATIONS

- ESTABLISH BID OFFICES
- STAFF
- OPEN BANK ACCOUNTS
- OBTAIN INSURANCE AND ACCOUNTING SERVICES
- GENERATE BILL FROM MUNICIPALITY

4. COMMUNICATE WITH MEMBERS

Communications during this period is essential. Many members expect to see services immediately upon a vote to establish the BID. Regular communication with owners to document the activity that is happening behind the scenes will help establish reasonable expectations. The media is an important outlet to inform the broader community of progress with initiating operations of the BID. Stay visible, celebrate milestones and create newsworthy media opportunities.

5. HIRE STAFF

The BID should establish office space within the district and engage the necessary management staff to administer it in a professional and cost effective manner. The BID will operate under the direct control of the Board of Directors, which will be responsible for staff management and establishing fund accounts and internal controls.

The alternative to staff management directly by the Board of Directors would be contracting for management services to another organization.

The Board of Directors would retain fiduciary responsibility for the BID but would not be solely responsible for the hiring and management of staff. The BID staff will work with the city/town to process invoices for BID fees. This should be done as soon as possible since the first mailing will be the most difficult.



TIPS FOR COMMUNICATION DURING START-UP

- WEBSITE POSTINGS OR BLOGS
- PRESS RELEASES
- LISTSERVE NOTICES
- CABLE AND RADIO APPEARANCES
- NEWSLETTERS
- PHOTO OPPORTUNITIES
- PRESS KITS TO MEDIA
- PRESENTATIONS TO CLUBS AND CIVIC ORGANIZATIONS

Staffing and Supervision

Most BIDs maintain a small professional staff to oversee the implementation and management of services and programs within the district. Staffing for a BID is contingent on the program size and budget. BID staff salaries should be in line with the professional staff responsibilities that are required for the position. Industry salary surveys are available to determine the appropriate salary ranges for professional BID staff. These staff members will be charged with the following responsibilities:



TIPS ON CHARACTERISTICS OF BID DIRECTOR

- KNOWLEDGE OF COMMUNITY
- STRONG COMMUNICATION SKILLS
- ENTHUSIASM
- COLLABORATIVE STYLE
- PEOPLE-PERSON
- EDUCATION OR EXPERIENCE WITH BID PROGRAMS

Executive Director

- Prepare the Financial Plan for review and approval by the BID Board.
- Arrange for the collection and disbursement of the BID fees and all other charges, fees, and revenues of the BID.
- Establish procedures necessary to perform the functions called for under the Financial Plan and budget.
- Manage day-to-day operations of the board, its employees and contractors.
- Hire and supervise employees, agents and contractors as needed to perform specific functions for the BID.
- Negotiate agreements with public and nonprofit BID members.
- Handle requests, communication and correspondence with elected officials and city/town agencies.
- Serve as primary spokesperson for the BID, along with chairperson.
- Ensure all requirements of MGL c. 400 are met.
- See other financial support for BID program priorities.

Operations Manager

- Administer the daily accounting requirements and internal controls.
- Coordinate contact with the Treasurer's office.
- Maintain an internal set of records on fee payments, delinquencies and collections.
- Manage maintenance contractor, including employee training, evaluations and coordination with vendor.
- Approve purchase orders, oversees inventory control.
- Research and evaluate equipment needs, recommends vendors.
- Coordinate preparation of annual budget.
- Establish protocols and service guidelines for all individuals and/or subcontractors providing services to the BID.
- Review BID procedure and personnel practices and productivity measures for all BID contractors
- Review and monitor deployment schedules for all field personnel providing services to the BID.
- Monitor program effectiveness and make recommendations to improve services as appropriate.
- Organize base office.

Marketing Manager

- Manage media/public relations for BID.
- Develop communication materials for BID members and public.
- Create and update website.
- Coordinate events.
- Manage media and cross promotional advertising programs.

6. SELECT VENDORS FOR PROGRAM SUCCESS

Depending on the BID programs as outlined in the BID Improvement Plan, Requests for Proposals should be advertised for BID services. BID board members should take an active role on subcommittees to review and select vendors to provide services for the BID.

Services may include:

Maintenance
Graphic Design
Event Organizing

Landscaping
Public Relations
Legal, Insurance and Accounting

Marketing
Website Development
Economic Development

7. SEND OUT INITIAL BILLING FOR BID ASSESSMENT

Coordinate with the municipality to send out the initial BID assessment.

8. ANTICIPATE CASH FLOW CONTINGENCIES

Occasionally timing for the launch of BID services does not align with the municipal billing cycles. The BID may need to consider alternative, short-term, gap-financing solutions to ensure a timely revenue stream. This may include:

- Line of credit
- Prepaid BID fees by municipal or private owners
- Grants
- Loans

9. FORMALLY LAUNCH SERVICES

The formal launch of BID services should be considered an important media opportunity and important benchmark for property owners. Ongoing communication with property owners as services are launched and expanded will keep BID members updated on problems and program adjustments. This direct line of communication is important to ensure that owner expectations are acknowledged and taken into consideration. The BID will have contracts for services with vendors, appropriate staff and an administrative structure for the operation of the BID.

10. UPDATE IMPROVEMENT PLAN

Every three years, the BID will draft and mail a new BID Improvement Plan for the review and approval of its membership. The BID Improvement Plan must be approved by a majority of property owners in good standing. Updated plans should be submitted to the Massachusetts Department of Housing and Community Development's Massachusetts Downtown Initiative.

11. AMEND, EXPAND OR DISSOLVE THE BID

Amendments to the BID Improvement Plan that result in changes may include:

- Additional improvements, or services which affect more than 25% of the total budget
- Changes the fee structure
- Changes the management structure
- Boundary changes

The above changes are subject to the recommendation of the BID board of directors with the concurrence by the majority of property owners in the BID, a public hearing, and the approval of the municipal governing body to adopt the proposed changes. The process requires a 30-day notice of a public hearing. Within 30 days of the public hearing, the municipal governing body may, at its sole discretion, declare the amendments approved or disapproved. If approved, such amendments become effective upon the date of the approval.

A BID may be dissolved by a petition to the municipal governing body and a decision by the governing body to authorize dissolution after a public hearing. The petition must contain the signatures of at least 51% of the assessed valuation or at least 51% of the property owners within the district. The BID must satisfy or pay in full any outstanding indebtedness, obligations and liabilities and may not incur any new financial obligations. Any remaining revenues from the sale of assets are refunded to the property owners in the BID by applying the same formula used to calculate fees.

12. REAUTHORIZATION OF BID

On or before the fifth anniversary of the organization of a newly-created BID, and on or before the fifth anniversary thereafter of the date of the most recent renewal of the BID, the Board of Directors of the BID will call a renewal meeting of the BID members to review the proceeding five-year history of the BID, to propose an updated BID Improvement Plan to succeed the current plan and consider whether to continue the BID. The renewal meeting will be held at a location in the BID. Notice of the meeting will be provided to members at least 30 days prior to the meeting. The BID will continue after each renewal meeting if a majority of property owners in good standing vote in person or by proxy to continue.

If property owners vote to discontinue the BID, the Board of Directors will conclude the business of the BID prior to the sixth anniversary of the BID's creation, or of the prior renewal vote, and proceed to discontinue the BID. Notice of the vote will be given to the municipality, which will formally declare the BID dissolved. The BID will not be dissolved until its accounts receivables and other financial obligations have been resolved.

13. MEASURING PROGRESS – BENCHMARKS AND METRICS

It is important for BIDs to create benchmarks and metrics to measure progress and evaluate the effectiveness of the programs and services. These important benchmarks are useful in communicating the impact of the BID on their district to property owners, businesses, residents, elected officials and other stakeholders. They will also be useful to demonstrate impacts of the BID over time for the reauthorization process.

Benchmarking is about setting goals and measuring progress toward the BID Improvement Plan. These benchmarks set a common set of criteria for the BID to monitor performance and make adjustments as needed. BID benchmarks should measure several areas:

PEOPLE One of the most important indicators of a successful BID is found in the people who live, work and visit the area. Metrics can evaluate employees, labor force composition, visitors, residents and other people-related activities.

DYNAMIC ACTIVITIES There are activities offered by the BID that provide important metrics. These metrics can be based on real estate activity such as vacancy and absorption rates for office and retail, hotel occupancy, parking utilization, new housing units and convention activity. Other measures can include attendance at arts and cultural events, festivals, educational offerings and student activity, dining and entertainment sales and activity.

PHYSICAL ENVIRONMENT Making the physical environment of the BID clean, inviting and safe sets the stage for businesses and residents to flourish. Metrics can measure safety, cleanliness, accessibility and placemaking amenities.

ORGANIZATIONAL EFFECTIVENESS Benchmarks develop a measure of overall effectiveness of the BID. These may include overall satisfaction ratings by stakeholders, media support and coverage and board participation.

Exactly what the BID decides to use as metrics depends on the priorities of the BID. Typical measurements could include but are not limited to:

- Vacancy rates
- Property values
- Housing units developed
- Crime / safety statistics
- Maintenance statistics like graffiti removal, trash cleanup, etc
- Attendance at cultural events or festivals
- Meal, sales tax revenue
- Hotel occupancy
- Satisfaction surveys

14. CLIENT RELATIONSHIP MANAGEMENT TOOLS

Client Relation Management tools are a good way for BIDs to keep track of interactions with property owners, tenants and others within the district. Some BIDs use simple spreadsheets for this function or proprietary products designed specifically for BIDs. These tools help BID staff and board members manage property owner interactions and tracked activity. These provide the opportunity to better track and serve the property owners and other stakeholders in the BID.



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Appendix 1	Key Responsibilities Sample Framework
Appendix 2	Sample Marketing Brochures
Appendix 3	Sample Database Spreadsheet
Appendix 4	Project Plan Outline and Timeline
Appendix 5	SWOT
Appendix 6	Sample Survey
Appendix 7	Sponsorship Catalog
Appendix 8	Sample Budget
Appendix 9	Sample Fee Structure
Appendix 10	Sample Municipal Baseline Services Form
Appendix 11	Sample MOU and Baseline Services
Appendix 12	Sample Signature Page and Petition
Appendix 13	Sample Vote Language
Appendix 14	Sample Bylaws and Articles of Organization



Appendix 1 Key Responsibilities Municipal Framework

Municipal BID

Key Responsibilities:

Steering Committee

Supervises establishment of a business improvement district through start-up. Includes funding, staffing, leadership with property owners, stakeholders and city officials. Responsible for all deadlines and decisions.

Consultant

Advises the Steering Committee on the strategy and procedures to establish a business improvement district. Oversees the creation of the BID business plan. Attends all Steering Committee meetings. Serves as a resource to the Steering Committee to influence support for the BID. Supervises administrative staff responsible for the BID formation.

Chamber/Administrator

Provides clerical and administrative support to steering committee and consultant. Works with Steering Committee throughout petition process to gather signatures and verify them. Coordinates creation of marketing materials, distribution of BID plan, presentations and mailings.

City

Is a behind-the-scenes supporter of the BID. Provides real estate data base. Provides technical support including legal review for compliance, mapping, databases, service agreements, billing procedures. Coordinates local government participation and approvals.

PHASE ONE: TEST THE FEASIBILITY

Purpose: Get agreement to formally explore the applicability and feasibility of forming a BID.

TASK	RESPONSIBLE PARTY			
	AD-HOC/ STEERING COMMITTEE	CONSULTANT	CHAMBER/ ADMINISTRATOR	CITY
Identify supportive private property owners.	✓			
Create database of property owners in proposed district.				✓
Identify possible funding sources.	✓			✓
Identify staffing and resources required.	✓	✓		
Educate stakeholders on BID concept.	✓	✓		
Identify & secure the funds for the BID development.	✓			

PHASE 2: CREATE THE BID IMPROVEMENT PLAN

Purpose: Create the organizational framework for developing the BID plan and adoption.

Assemble the information needed to develop a BID Improvement Plan.

TASK	RESPONSIBLE PARTY			
	AD-HOC/ STEERING COMMITTEE	CONSULTANT	CHAMBER/ ADMINISTRATOR	CITY
Establish Steering Committee	✓			
Create a timeline for BID formation	✓	✓		
Review enabling legislation	✓	✓		
Identify and hire consultants.	✓			
Conduct summit to create framework for BID service plan.	✓	✓		
Create a government support team.				✓
Establish study area boundaries.	✓			
Create database of business and real estate	✓			✓
Draft baseline service agreements and participation agreements with local government.	✓			✓

PHASE 2: CONTINUATION OF CREATING THE BID BUSINESS PLAN

Purpose: Develop a plan that is well-supported by property owners.

TASK	RESPONSIBLE PARTY			
	AD-HOC/ STEERING COMMITTEE	CONSULTANT	CHAMBER/ ADMINISTRATOR	CITY
Assess needs of the district.				
Focus Groups	✓	✓	✓	
1-to-1 Meetings (selected)		✓	✓	
Surveys		✓	✓	
Forums	✓	✓		
Finalize BID boundaries.	✓			
Define a program of services.	✓	✓		
Develop a BID budget.	✓	✓		
Develop an assessment methodology.	✓	✓		
Finalize City participation agreements.	✓	✓		✓
Create BID governance structure (Organization type, administration and staff.)	✓	✓		
Create business plan document.		✓		
Distribute draft plan for review and comment.		✓		
Finalize BID business plan.	✓	✓		

PHASE 3: THE PETITION PROCESS

Purpose: Acquire support necessary to finalize approval of the BID.

TASK	RESPONSIBLE PARTY			
	AD-HOC/ STEERING COMMITTEE	CONSULTANT	CHAMBER/ ADMINISTRATOR	CITY
Assess/Evaluate Individual Property Owner Support (Likely, Undecided, Unlikely, Unknown).	✓	✓		
Mobilize Steering Committee to “Sell” Bid.	✓	✓		
Prepare Marketing Materials.		✓	✓	
Educate Local Officials.			✓	
Organize and Launch Petition Campaign.	✓	✓		
Present to City Council for Approval.	✓			
Monitor Property Owners Throughout “Opt Out” Period.	✓			

PHASE 4: INITIATE SERVICES

Purpose: Create the BID.

TASK	RESPONSIBLE PARTY			
	AD-HOC/ STEERING COMMITTEE	CONSULTANT	CHAMBER/ ADMINISTRATOR	CITY
Hire Staff.	✓			
Establish Offices.	✓		✓	
Develop Billing and Collection System with City.			✓	✓
Elect Board of Directors	✓			
Create Work Program and Timetable.	✓			

HUDSON DOWNTOWN Business Improvement District

FREQUENTLY ASKED QUESTIONS

Are there other BIDs in Massachusetts?
There are currently 2 BIDs in MA with budgets of \$100,000. The BIDs in MA are the Downtown Crossing BID in Boston and the Downtown Crossing BID in Boston. The BIDs in MA are the Downtown Crossing BID in Boston and the Downtown Crossing BID in Boston.

Why pay taxes - why should we pay more for?
This is the most common question and it stems from the concern that private property owners need to provide services that cannot be funded by the property tax. The BID provides supplemental services over and above those commonly offered by the municipality. The BID provides supplemental services over and above those commonly offered by the municipality. The BID provides supplemental services over and above those commonly offered by the municipality.

Q&A

What is a Business Improvement District?
A Business Improvement District (BID) is a legally established, contiguous geographic area within which property owners voluntarily agree to pay a special tax to fund supplemental services and programs to improve the appearance, safety, security and vitality of the district. BIDs are established in MA under Chapter 40B, Section 27A.

Why is a BID for Hudson?
Downtown Hudson is experiencing rapid growth and development. The BID is a legal mechanism for property owners to pool their resources to fund and coordinate investments and programs to improve the appearance, safety, security and vitality of the district. The BID is a legal mechanism for property owners to pool their resources to fund and coordinate investments and programs to improve the appearance, safety, security and vitality of the district.

How much does it cost?

Property owners within the BID determine the budget and priority supplemental programs and services it will provide in the district. Property owners in the district are assessed a special tax based on their property value. The BID is a legal mechanism for property owners to pool their resources to fund and coordinate investments and programs to improve the appearance, safety, security and vitality of the district.

How do the Town or municipality participate in the BID?

The municipality participates in the BID by providing police, fire, and other municipal services. The BID is a legal mechanism for property owners to pool their resources to fund and coordinate investments and programs to improve the appearance, safety, security and vitality of the district.

Why consider a BID in my community?

Successful downtowns are an actively managed hub of a variety of activities that contribute to its health and vitality. Successful downtowns are an actively managed hub of a variety of activities that contribute to its health and vitality. Successful downtowns are an actively managed hub of a variety of activities that contribute to its health and vitality.

How is a BID different from a Chamber of other Business Association?

The BID is a legal mechanism for property owners to pool their resources to fund and coordinate investments and programs to improve the appearance, safety, security and vitality of the district. The BID is a legal mechanism for property owners to pool their resources to fund and coordinate investments and programs to improve the appearance, safety, security and vitality of the district.

HUDSON BID tri-fold brochure

ADVOCACY/POLICY/ADMINISTRATION

FOCUS: Advocate for town policy, zoning and codes to support development goals of the district.
Create MOU with Town to outline responsibilities and Baseline services to be provided in the district.
Evaluate and propose zoning regulations to support strategies outlined for the district.

WHAT WILL IT COST PROPERTY OWNERS?

Property owners pay for the BID services based on the following schedule:
Residential - 0.035%
Commercial - 0.025%
Public - negotiated MOU

HOW IS THE BID MANAGED?

The BID is managed and financed by the property owners in the district. A board of directors and other property owners makes all personnel, program and budget decisions. The BID will have a professional manager to implement and manage the plan. BIDs are able to maximize and leverage resources.

BENEFITS OF A BID

A BID creates a local property owners' association with the goal of promoting economic and cultural activity in the district. A BID creates a local property owners' association with the goal of promoting economic and cultural activity in the district. A BID creates a local property owners' association with the goal of promoting economic and cultural activity in the district.

MARKETING

FOCUS: Develop a marketing strategy for the whole district. Develop a marketing strategy for the whole district. Develop a marketing strategy for the whole district.

ARTS/CULTURE

FOCUS: Develop partnerships to intentionally activate downtown spaces to unleash creative energy and community engagement and interest in the downtown.

STEERING COMMITTEE MEMBERS

New Zagon	Michael Murphy	Richard Braga
Arthur Bedding	Bill Carmo	Karin El Ghal
William C. Crigan	Michelle Murphy	Richard Braga
William C. Crigan	Michelle Murphy	Richard Braga

FOR MORE INFORMATION, CONTACT:

Richard Braga
Richard Braga
Richard Braga

THE PLAN | DISTRICT SERVICES

THE PLAN

FOCUS: Develop a comprehensive approach to improve the appearance, safety, security and vitality of the district. Develop a comprehensive approach to improve the appearance, safety, security and vitality of the district.

DISTRICT SERVICES


FOCUS: Develop a comprehensive approach to improve the appearance, safety, security and vitality of the district. Develop a comprehensive approach to improve the appearance, safety, security and vitality of the district.



Central Square Business Improvement District Steering Community

Cathy Suzy, Cambridgeport Neighborhood Association
Commissioner Baird, Cambridge Police Department
Devin Cole, Workbar
Eryn Johnson, Community Arts Center
Geeta Pradhan, Cambridge Community Foundation
George Metzger, Hmfh Architects
Jason Weeks, City of Cambridge Executive Director Arts Council
Jesse Baerkahn, Graffiti Sp
Jessica Manganello, New Leaf Legal, Csba President
Kara Courmoyer, Novartis
Ken Barron, Caru Associates
Michael Monestime, Central Square Business Association
Marris Naggar, 3M Realty
Nancy Ryan, Cambridge Neighborhood Alliance
Pardis Saffari, City of Cambridge Community Development
Patrick Barrett, Csq Realty
Patrick Rowe, Mitimco
Peter Dimuro, Dance Complex
Sai Boddupalli, Central Square Business Association
Sasha Purpura, Food For Free

For more information, please contact info@centralsq.org
centralsq.org
@CentralSqBID

 **Central Square**
Business Improvement District

design: visual dialogue | photography: kyle klein



Let's make Central Square even better



**We are Central Square.
We are the heart of
Cambridge—a place of
wonder and possibilities.
We are the historic down-
town district in the center
of the most vibrant city
in Massachusetts.**



The Central Square Business Improvement District's purpose is to energize our downtown district by bringing additional management and resources to maintain and improve the streetscape and public realm. Targeting Massachusetts Avenue from Albany to Bigelow Street, this major pedestrian thoroughfare will be enhanced through landscaping, street furniture, streetscape improvements, cleaning, lighting, and stimulated through arts and programmed events. BIDs in other cities have proven to benefit the people who work, live and visit the area. We look forward to working with our partners to help boost the economic, social and cultural vitality throughout the district.



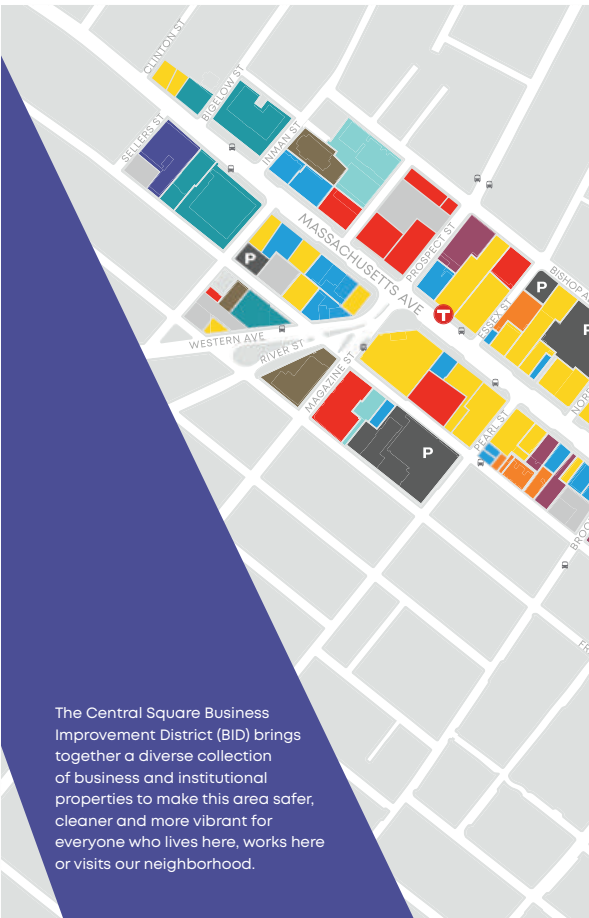
Let's make Central Square even more

expres sive



We are initiating and supporting cultural place-keeping throughout Central Square and will:

- Activate storefronts to improve the appearance of our streetscape
- Facilitate spaces for artistic expressions, including continuing to bring murals throughout our district
- Improve our streetscape with new lighting and furniture
- Create and promote art, cultural, and destination events



Dear Friends of Central Square,

Central Square has long been the subject matter of great research and study. Decades of reports have recommended a downtown management model to help unlock the Square's full potential—creating a cultural destination, supporting small businesses, integrating with neighboring communities, reviving Central Square as Cambridge's historic downtown. Business Improvement Districts, or BIDs as they are commonly called, provide supplemental services that make a defined area cleaner, safer, and more welcoming. As the Central Square Business Association (CSBA) moves from a membership-based association to a fiscally sound BID to support and fund our state designated Cultural District, we will look to enhance and define Central Square as Cambridge's vital, thriving arts and business district. It is been a great honor to serve as the Executive Director of the CSBA and work with you, our stakeholders in getting our BID formed. The BID campaign has been participatory in approach and we thank all who have helped in this effort. The next five years will provide an exciting opportunity for Central Square and we look forward to your continued support.

In partnership,



Michael Monestime



The Central Square BID will energize Central Square in the following ways:

initiate cultural place-keeping efforts around the square

enhance the charm and wonder of the square

ensure the safety and comfort of residents and visitors to the square

promote attractions and events in the district and welcome new residents, patrons, and visitors

advocate for our property owners, businesses, residents, and visitors



welcoming

Ensuring Central Square is safe and welcoming is a key deliverable of our BID. Your participation in the BID will allow us to:

- Hire and train ambassadors who will be on our streets 12–18 hours a day
- Install wayfinding kiosks to help visitors with directions and other information
- Partner with non-profits and the City of Cambridge for social service outreach





We will work on creating and implementing effective district promotions and special events. Our efforts will:

- Launch our new Central Square brand with a consistent marketing campaign
- Activate and maintain social media channels to promote the economic and cultural vitality in our district
- Create a district website, calendar, and map to help increase awareness, foot traffic, and dwell time



Let's make Central Square even more

buzzworthy



Let's make Central Square even more

connected



We are the voice of the district and will help advocate and promote partnership amongst our property owners, tenants, businesses and visitors. Our resources will:

- Assist with permitting, licensing, and social services
- Promote our distinct and vibrant cultural district
- Encourage and facilitate business development
- Ensure that everyone has a seat at the table and their voices are heard





Let's make Central Square even more

inviting

We are working to clean and enhance the beauty of our district by implementing:

- Enhanced maintenance of our public spaces and street fixtures
- Regular power washing of our streetscape
- Removal of trash, snow, and undesirable graffiti & stickers
- Priming and painting to improve the appearance of our district



Let's work together to make it happen



1. Give us your feedback
2. Join the Central Square BID
3. Help us keep Central Square clean, safe, and welcoming

Appendix 3 Sample Database Spreadsheet

PROPERTY DATABASE

Sign	Street	Site	Lot-Parcel	Property Name	Contact	Address	City	State	Zip	Total Value	Land	Bldg	Phone	Notes

Appendix 4 Project Plan Outline and Timeline

PROJECT PLAN

PHASE 1 Test the Feasibility

Target Completion Date (Phase 1):

ITEM	Target Start Date	Actual Start Date	Target Completion Date	Actual Completion Date
1. Are Conditions Right For a BID?				
• Property Mix				
• Stakeholder/Political Support				
• Stable Economic Base				
• Planned Developments				
2. State Case for Bid				
• Develop Statement of Need				
3. Introduce Bid Concept				
• Host Community Forums				
• Road Trips to Visit Working BIDs				
• Media Kit				
• Create FAQ				
• Create BID Fact Sheet				
• Other Information				
4. Recruit Steering Committee				
• Identify Members				
• Select a Chairperson				
• Create a Shared Vision				

PROJECT PLAN (CONTINUED)

PHASE 1 Test the Feasibility

Target Completion Date (Phase 1):

5. Find Resources				
• Start-up Budget				
• Staff/Volunteers/Consultants				
• Legal Counsel				
• Overhead Expenses				
• Printing				
• Develop Marketing Materials				
6. Establish Preliminary Boundaries				
• Develop a Base Map				
7. Create a Database of Properties				
• Assessor’s Information for Proposed District				
• Create Spreadsheet with Needed Fields				
8. Develop Plan Outline & Timeline				
• Create Benchmarks				

PROJECT PLAN

PHASE 2 Create the BID Improvement Plan

Target Completion Date (Phase 2):

ITEM	Target Start Date	Actual Start Date	Target Completion Date	Actual Completion Date
1. Conduct Needs Assessment				
2. Community Outreach				
• Community Forums				
• Surveys				
• Focus Groups				
• Websites				
3. Write BID Improvement Plan				
• Determine Programs and Services				
4. Determine Budget				
• Other Funding Options				
5. Establish Fee Formula				
6. Develop Memorandum of Understanding				
• Establish Baseline Services				
• MOU				
• Baseline Plus Agreement				
7. Establish Billing Mechanism				

PROJECT PLAN

PHASE 3 Conduct the Petition Process

Target Completion Date (Phase 3):

ITEM	Target Start Date	Actual Start Date	Target Completion Date	Actual Completion Date
1. BID Petition				
• BID Plan Program/Services				
• Budget				
• Fee Structure				
• Boundaries				
• Management Criteria				
• Hardship Criteria				
• Signatures				
2. Organize Petition Campaign				
• Review with Municipality				
• Staffing and Consultant (If Needed)				
3. Mail information package				
4. Signature Campaign				
• Editorial Support				
• Organize Properties				
• Signatures - Stakeholders				
• Signatures - Public				
• Assign and Solicit Calls to Steering Committee and Staff				
• Appoint Block Captains				
• Communicate Progress				

PROJECT PLAN (CONTINUED)

PHASE 3

Target Completion Date (Phase 3):

5. Legislative Authorization Process				
Notice of Public Hearing <ul style="list-style-type: none">• Mailing• Advertise 1				
<ul style="list-style-type: none">• Advertise 2				
Public Hearing				
Notice of Organization				
<ul style="list-style-type: none">• Mailing				
<ul style="list-style-type: none">• Advertise 1				
<ul style="list-style-type: none">• Advertise 2				

PROJECT PLAN

PHASE 4 Initiate Services

Target Completion Date (Phase 4):

ITEM	Target Start Date	Actual Start Date	Target Completion Date	Actual Completion Date
1. Form Bylaws and Articles of Organization				
2. Establish Initial Board of Directors				
3. Apply for Nonprofit Status				
4. Communicate With Members				
• Website Postings or Blogs				
• Press Releases				
• Listserve Notices				
• Cable and Radio Appearances				
• Newsletters				
• Photo Opportunities				
• Press Kits to Media				
• Presentations to Clubs and Civic Organizations				
5. Select Vendors for Program Services				
• Prepare RFP				
• Review Proposal				
• Negotiate Contracts				
6. Hire Staff				
7. Generate Assessor Invoice				
8. Formal Launch of Services				
• Establish BID Offices				
• Open Bank Account				
• Obtain Insurance & Accounting Services				
• Strategy for Communicating with BID Members				

PROJECT PLAN

PHASE 4 Initiate Services

Target Completion Date (Phase 4):

ITEM	Target Start Date	Actual Start Date	Target Completion Date	Actual Completion Date
7. Generate Assessor Invoice				
8. Formal Launch of Services				
• Establish BID Offices				
• Open Bank Account				
• Obtain Insurance & Accounting Services				
• Strategy for Communicating with BID Members				

Appendix 5 SWOT

Conducting a SWOT or (OTSW)

What is it?

The granddaddy of focus group data gathering processes is the traditional SWOT and its updated offspring, OTSW Analysis. You can SWOT (or OTSW) a concept, a program, a department, a school, or a new initiative. You can even SWOT a person, although one must be careful when doing so.

When doing SWOT Analysis, remember that the S and the W are INTERNAL and the O and T are external. Traditionally, facilitators begin with the organization's **Strengths** and **Weaknesses** and then move out to the external **Opportunities** and **Threats**. Recent thinking prompts consideration first of the opportunities and threats existing in the "outside world" against which the institution can leverage its strengths and find conviction to correct its weaknesses. We like this reversal of the traditional order because it helps an organization place itself in context.

Method

Group Process Technique: Brainstorming
Purpose: To generate a large quantity of ideas in response to a stated problem or question.

The group is asked to generate as many responses to the following questions within a limited time frame (10-20 minutes per question). All responses are recorded verbatim and ideas are not judged until evaluation time.

Group Size: Can be used with any number of participants (large groups can be broken into smaller groups of 6-10 to maximize output)
Resources: Flip chart and markers

Procedure

1. Explain basic rules of brainstorming¹:
 - a. Don't evaluate the idea; defer judgment.
 - b. Quantity is the goal.
 - c. The wilder the better.
 - d. Record each idea verbatim.
 - e. Tagging on or combining ideas is okay.

2. Begin brainstorming by asking the following questions:
 - a. What opportunities exist in our external environment?
 - b. What threats to the institution exist in our external environment?

Brainstorm these along the lines of:

- Political, economic, social, technology
- Market size and behavior
- Constituent behavior
- Benefits sought
- Potential new entrants
- Direct competitors' performance, strategies, capabilities, intentions

3. What are the strengths of our institution?
4. What are the weaknesses of our institution?

Brainstorm these along the lines of:

- Ability to design/innovate
- Ability to source and produce
- Ability to market and service
- Ability to finance
- Ability to manage

5. Record all ideas verbatim.
6. After all ideas have been storyboarded and the time limit is up, categorize ideas into thematic groupings.

Facilitator Notes To Wrap Up

1. Prioritization is a key factor in obtaining useful SWOT (OTSW) data, as the output from brainstorming will be significant. At the end of the small group reports, reduce the list of strengths and weaknesses to no more than five distinctive competencies and debilitating weaknesses:
 - a. Strengths that are distinctive competencies

Are those few things that your institution does best that constituents really care about and that set it apart from other market entries. Core competencies usually attract widespread agreement. An organization will focus on capitalizing on its distinctive competencies.
 - b. Weaknesses that are debilitating

Are those areas in which constituents expect and demand performance or competency and the institution is dangerously lacking. Debilitating weaknesses frequently attract widespread agreement. An organization will focus on correcting its debilitating weaknesses.
2. Reduce threats and opportunities to the five most critically important of each.

Questions to Consider when Evaluating OTSWs or SWOTs:

1. What will the institution gain if it does nothing? What will it lose?
2. What will the institution gain if it launches a successful initiative? What will it lose if it does not?

SWOT(OTSW) MATRIX

1. What are the Threats and Opportunities present in the external marketplace that effect this school, department, program, project?
2. What are the Strengths and Weaknesses present inside the institution that effect this school, department, program, project?

Opportunities	Threats
Strengths	Weaknesses

Appendix 6 Sample Survey

Business Improvement District SURVEY

Why do you go to downtown _____?

- I Work There
- I Live There
- I Visit Often
- I Visit Occasionally
- I Hardly Ever Go

Which of the following activities has brought you to Downtown _____ in the past year?

- Shopping
- Eating At A Restaurant
- Seeking Medical Care
- Visiting A Professional Office
- Attending A Concert Or Other Performance
- Attending A Sporting Event
- Attending A Civic Event
- Visiting A Library Or Museum
- Going To An Entertainment Club
- Visiting City Hall Or Other Government Offices
- Attending A Class Or Lecture
- Attending Festivals
- Other _____

How would you rate your typical, overall impression when you visit the downtown?

- Great
- Very Good
- Average
- Poor

Please Rate The Following Types Of Retail Businesses According To Your Preferences For Shopping And Dining In A Downtown Area? 0= Lowest 5=Highest

National chains and franchise businesses	0 1 2 3 4 5
Locally owned one-of-a-kind shops	0 1 2 3 4 5
Large stores with large selections	0 1 2 3 4 5
Small specialty shops	0 1 2 3 4 5

How Active Is The Downtown When You Are There?

- Very Active
- Active
- Somewhat Active
- Not Very Active

How convenient do you find the parking downtown?

- Very Convenient
- Somewhat Convenient
- Not Very Convenient
- Inconvenient

The most important improvement to the downtown would be to:

Where Do You Live?

- Springfield
- Westfield
- Hampden
- Chicopee
- Longmeadow
- Holyoke
- Agawam
- Ludlow
- West Springfield
- East Longmeadow
- Other

Do you own property downtown?

- yes
- no

Sex

- Male
- Female

Age

- Less Than 20 years old
- 20 To 30 years old
- 30 To 40 years old
- 40 To 50 years old
- 50 To 60 years old
- Over 60 years old

How much do you agree with the following statements?

- 5 = *Strongly Agree*
- 4 = *Somewhat Agree*
- 3 = *Agree*
- 2 = *Disagree*
- 1 = *Strongly Disagree*

Downtown is:

- Is a safe place to work, visit, or live
- Is easy to get to by major roads and highways
- Is well maintained and attractive
- Has adequate opportunities to dine
- Has adequate opportunities for shopping
- Is a good location for more business and shops
- Is a good location for more office buildings
- Is a good location for cultural and entertainment uses
- Has attractive parks and open spaces
- Is a pleasant and easy place to walk
- contains important businesses and institutions that can help to attract other organizations and businesses
- Is a good place to build new or renovated housing for people desirous of urban living

How important do you consider the following actions to Enhancing the downtown as the center of _____?

- 5 = *Very Important*
- 4 = *Somewhat Important*
- 3 = *Important*
- 2 = *Not Important*
- 1 = *Necessary*

- More places to shop
- More restaurants
- More cultural or arts events
- More sporting events
- More activities in the evenings
- Reuse and improvement of older buildings
- Greater public safety measures
- Restoration of historic buildings
- More parking
- More entertainment choices
- Hotel choices
- Improvements in the residential areas downtown
- Special seasonal attractions
(Ice skating, farmers markets other)
- Better public transportation



2020 SPRINGFIELD BID SPONSORSHIP OPPORTUNITIES

LIVE. WORK. PLAY

Beautify DOWNTOWN



Street Banner Program

Downtown Springfield has the region's largest growing residential, business, arts, and culture population. The SBID's street banner program was designed to create an attractive environment for employees, visitors, and residents.

Our Street banner program has proven to enhance the downtown being the focus point to many visitors. Sponsor logos appear in a prominent position on each banner. Banners will be installed for a minimum of 6 months over the course of a calendar year. They may be removed for short periods of times to accommodate holiday decorations or specific events

COMPANY OR EVENT SPECIFIC		
QUANTITY	STANDARD RATE	BID MEMBER RATE
1-10 BANNERS	\$220	\$210
11-20 BANNERS	\$210	\$200
21+ BANNERS	\$200	\$190

QUARTERLY SEASONAL SPONSORSHIPS		
QUANTITY	STANDARD RATE	BID MEMBER RATE
1-10 BANNERS	\$175	\$165
11-20 BANNERS	\$165	\$155
21+ BANNERS	\$155	\$145

SELECT 1 - 3 QUARTERS RECEIVE A 5% DISCOUNT
SELECT ALL 4 QUARTERS RECEIVE A 10% DISCOUNT

Main Street Visibility Branding

Did you know that waste receptacle advertising targets local audiences and provides high contact and a low cost per impression compared to other forms of advertising? Think about it – these outdoor ads are in place getting attention full-time while a TV, radio, or internet spot gets only momentary notice! The SBID is rolling out a new opportunity for advertising on receptacles in the downtown district this season.

The receptacle bins are viewed and used by millions of patrons to the city's epicenter. To advertise on one receptacle bin is **\$450 for a 12 month period**. SBID will provide printing and wrapping of vinyl on receptacle bin. Please supply us with your own artwork.



RESTAURANT WEEK 2020



2019 Highlights:

15,000+

Dine Springfield Website Page Views During 2019 Season

OVER 50
Participating Restaurants

200+
Launch Party Tickets Sold

This marks the 6th year for the Springfield BID and Springfield Restaurant Week Committee's well-received Restaurant Week celebration. During this ten-day event, area restaurants and the community are invited to come together to celebrate the amazing variety and flavor of Springfield dining in the month of April. Thousands of people from the area head to their favorite restaurants or try some place new to enjoy the prix-fixe menu options.

For spring 2020 patrons can expect to dine at participating restaurants across the city, and choose from pre-fixed specials starting at \$20.20. The SBID has big plans for this year! We expect over 50 restaurants to participate. The annual Restaurant Week Launch Party sells out each year bringing hundreds of people together for a night of culinary celebration.

SPONSORSHIP OPPORTUNITIES



PRESENTING SPONSOR - \$3,500

- Company name mentioned in all advertising
- Company banner prominently displayed at event each week
- Company name tagged on all social media ads
- Company logo embedded on promotional video
- Premium logo positioning on all printed materials
- Logo and link on springfielddowntown.com Farmers' Market page
- Logo and link on Downtown Springfield's weekly newsletter

GOLD SPONSOR - \$2,000

- Company banner prominently displayed at event each week
- Company name mentioned and tagged in 10 social media posts
- Business logo on all printed materials
- Logo and link on springfielddowntown.com Farmers' Market page
- Logo and link on Downtown Springfield's weekly newsletter

SILVER SPONSOR - \$1,000

- Company banner displayed at event each week
- Company name mentioned and tagged in 6 social media posts
- Business logo on all printed materials
- Logo and link on springfielddowntown.com Farmers' Market page
- Logo and link on Downtown Springfield's weekly newsletter

BRONZE SPONSOR - \$500

- Logo and link on springfielddowntown.com Farmers' Market page
- Logo and link on Downtown Springfield's weekly newsletter
- Company name tagged in 3 social media posts

TABELING OPPORTUNITIES

All sponsors have the opportunity to have vendor space on any date during the Farmers Market season

DOWNTOWN'S LATEST BEER GARDEN IS BACK...

Summer 2020



What's on Tap Beer Garden

Come See What Local Brew We're Featuring Each Week

150,000+
REACHED ON
SOCIAL MEDIA ADS

15+
LOCAL
BREWERIES

4,000+
WEBPAGE
VIEWS

What's on tap you ask? A second season of this newly branded destination beer garden!

After a much successful first season, the Springfield BID is excited to bring back the What's On Tap Beer Garden, showcasing all of your favorite local brewers.

Each week feature a local brewer, highlight there season favorites for sampling and for sale. Each evening is complemented with live music, specialty beer on draft, and snacks from local downtown eateries.

SPONSORSHIP OPPORTUNITIES...

PRESENTING SPONSOR- \$5,000

- Company banner displayed at each event
- Company logo prominently displayed on promotional video
- Company name tagged on all social media ads
- Premium positioning on printed materials
- Logo and link on springfielddowntown.com What's on Tap page
- Logo and link on Downtown Springfield's weekly newsletter

GOLD SPONSOR - \$3,500

- Company logo displayed on promotional video
- Company banner displayed at each event
- Company name tagged on all social media ads
- Logo on printed materials
- Logo and link on springfielddowntown.com What's on Tap page
- Logo and link on Downtown Springfield's weekly newsletter

SILVER SPONSOR - \$2,500

- Company banner displayed at each event
- Company name tagged on 8 social media posts
- Logo on printed materials
- Logo and link on springfielddowntown.com What's on Tap page
- Logo and link on Downtown Springfield's weekly newsletter

BRONZE SPONSOR- \$1,000

- Company name tagged on 4 social media posts
- Logo and link on springfielddowntown.com What's on Tap page
- Logo and link on Downtown Springfield's weekly newsletter

RECEPTION SPONSOR - \$250

This is a great opportunity for employee appreciation, meet and greets, or informal business meetings. For one night of your choosing we will display your company's signage at the beer garden. You will be provided with \$125 worth of coupons on that evening to be used for food or beverage.



WHAT PEOPLE ARE SAYING ON SOCIAL MEDIA...

- Jim Syner I love downtown Springfield!!! #Rockall #SpringfieldProud #RiseUp
Like · Reply · Message · 1w
- Melissa Moore Wesloski So much fun as always!
Love · Reply · Message · 3w
- Denise Vershon Good time for a great cause!
Like · Reply · Message · 16w
- Stacey Crerar Awesome event! Nice job!
Like · Reply · Message · 16w
- Papi Torrez You guys rock thanks for all you do and for keeping Springfield beautiful...
Like · Reply · Message · 20w
- Pierre Girard Awesome time!
Like · Reply · Message · 28w
- Doug Harry Morash Great job and lots of fun!
Like · Reply · Message · 29w



2019 MEASURED ACHIEVEMENTS...

125,000+
springfielddowntown.com
visits a year

6,338
Weekly Springfield Downtown
Newsletter Recipients

100+
SBID Events a year

463,550+
Facebook Ad Impressions

20,100+ SOCIAL MEDIA FOLLOWERS

MEDIA PARTNERS



4th Annual Downtown ICE INVASION



The 4th Annual Ice Sculpture Invasion will take place in the winter of 2021 during a weekend in January. Over a dozen ice sculptures will be placed around the downtown area that will draw thousands to check out the ice masterpieces.

The event includes live ice carvings, fun social media contests, and more.

2020 Facebook Event Page alone had a BID breaking record with over 6,500 people responding to the event and reaching 150,000 people.

Presenting Sponsor - \$3,500

Presenting sponsorship includes:

- Company logo on all signage
- Company logo on all digital creative
- Company logo and link on springfielddowntown.com
- Company name tagged in all social media ads

Location Sponsor

\$1,000 Business Location Sponsor

- Signage/company logo at a designated Ice Sculpture at your office or business location
- Company logo and link on springfielddowntown.com
- Company name tagged in 3 social media posts

\$550 for Double Block

- Signage/company logo at a designated Ice Sculpture
- Company logo and link on springfielddowntown.com

\$300 for Single Block

- Signage/company logo at a designated Ice Sculpture
- Company logo and link on springfielddowntown.com

DOWNTOWN SPRINGFIELD FARMERS' MARKET

SPRING - FALL 2020



Bringing the Rural Farm to the Urban Table
Unique and Local Vendors in Downtown Every Week

2019 Highlights:

15+
Weekly Vendors

2,500lbs
of local fresh produce sold at 2019
Downtown Farmers' Market

54%
Increase in Farmers Market Page Views
on Springfielddowntown.com
compared to previous season

The Downtown Springfield Farmers' Market Will be celebrating its 5 year anniversary serving the Downtown urban community! We will back at Court Square Beginning Mid May through late summer. Help us make this anniversary season bigger and better than ever.

Initially developed to provide a place for local growers, producers, To sell their goods directly to consumers in the underserved downtown. This market has grown exponentially through the years. With over 15 vendors representing more than 20 local growers and producers the Downtown Farmers Market is truly bringing the Rural Farm to the Urban Table!

The Downtown Springfield Farmers' Market also works to educate consumers about local farming and seasonal eating, as well as to encourage and promote the use of locally grown farm products in an effort to enhance the quality of life in Springfield. The market also provide community activity that fosters social gathering and interaction.

SPONSORSHIP OPPORTUNITIES...

PRESENTING SPONSOR - \$10,000

- Company name mentioned in all advertising
- Company logo prominently displayed on video wall day of the festival
- Company logo embedded on promotional video
- Premium positioning on event poster and all printed materials
- 10x10 vendor space
- Band introduction by company rep
- Logo and link on springfielddowntown.com Springfield Jam Fest page
- Logo and link on Springfield Downtown's weekly newsletter
- Company name tagged on all social media ads



Platinum Sponsor - \$5,000

- Company logo prominently displayed on video wall day of the festival
- Company logo embedded on promotional video
- Premium positioning on event poster and all printed materials
- 10x10 vendor space
- Live mention at performance
- Logo and link on springfielddowntown.com Springfield Jam Fest page
- Logo and link on Springfield Downtown's weekly newsletter
- Company name tagged on 10 social media posts



Gold Sponsor - \$3,500

- Company logo displayed on video wall day of the festival
- Logo on event poster and all printed materials
- 10x10 vendor space
- Live mention at performance
- Logo and link on springfielddowntown.com Springfield Jam Fest page
- Logo and link on Springfield Downtown's weekly newsletter
- Company name tagged on 6 social media posts



Silver Sponsor - \$2,500

- Company logo displayed on video wall day of the festival
- Logo on event poster and all printed materials
- Live mention at performance
- Logo and link on springfielddowntown.com Springfield Jam Fest page
- Logo and link on Springfield Downtown's weekly newsletter
- Company name tagged on 4 social media posts



Bronze Sponsor - \$1,500

- Company logo displayed on video wall day of the festival
- Logo on event poster and all printed materials
- Live mention at performance
- Logo and link on springfielddowntown.com Springfield Jam Fest page
- Logo and link on Springfield Downtown's weekly newsletter
- Company name tagged on 2 social media posts

SPONSORSHIP OPPORTUNITIES

Marketing Assets	Gold Sponsor \$15,000	Silver Sponsor \$7,500	Bronze Sponsor \$2,500
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SPONSORSHIP OPPORTUNITIES

Marketing Assets

Marketing Assets	Presenting Sponsor \$45,000	Platinum Sponsor \$25,000
Company name as part of series name	X	
Company logo prominently displayed on Main Stage banner and any onsite event signage	X	
Company logo name mentioned in all paid broadcasts	X	
Logo embedded in all digital advertising	X	
Logo on light pole banners on MGM Plaza (\$ minimum)	X	
Vendor Space	X	X
Logo on MGM's Digital Marquee Facing 1-91	X	X
Logo on casino in room TV event ads	X	X
Logo on Event Step n' Repeat	X	X
Company logo embedded in event promotional video on display at a min. of 6 locations through out downtown. Includes MGM's 101 State TV loop	X	X
Company name on out of home billboards - min of 2	X	X
Logo and link on all SBID event e-blasts. Logo on initial MGM Springfield eblast announcing date	X	X
Logo on 20 casino slot end caps ads	X	X
Logo on MGM's back of house employee facing signage	X	X
Logo scrolling on MGM's digital marquee in Armory Square event ads	X	X
Logo on all concert series printed materials	X	X
Logo included on Summer Concert series print ad in MGM's hotel in-room magazine and monthly loyalty book	X	X
Logo with link on event related page on SBID and MGM's sites	X	X
Company name in press releases	X	X
Included in social media posts across BID and/or MGM's channels related to events with mention of sponsor - tagged	10	8
Tickets to paid shows (ticketed PLAZA shows only)	8 per show	4 per show
Discount code for show tickets	X	X
Total Marketing Value	\$224,796	\$100,748

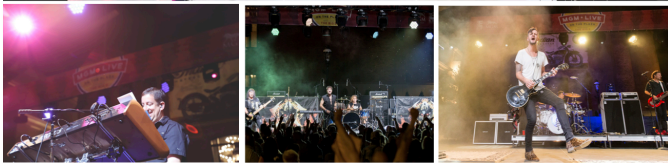
QUANTIFYING MGM LIVE ASSETS

MARKETING ASSETS	VALUE	JUSTIFICATION
Sponsorship banner on Main Stage	Min. 36,000 impressions for live shows	1,500 people x 21 shows
Company logo name mentioned in all paid broadcasts	Min. 350 TV and/or radio ads Springfield/Hartford Geo	15 weeks x 20 ads/week
Logo embedded in all digital advertising	Min. 200,000 impressions	
Company logo included on MGM Plaza Banners (5 Minimum)	Min. 1,575,000 impressions	15,000 MGM Visitors per day x 7 days x 15 weeks
Vendor Space	45,000 impressions	1,500 per show x 21 shows
Logo on MGM's Digital Marquee Facing 1-91	698,235 impressions	Impressions based on Lamar's static billboard on 1-91 south weekly impressions/ 8 digital rotations of MGM's 46,549 impressions/ week x 15 weeks
Logo on casino in room TV event ads	48,000 rotations	
Logo on Event Step n' Repeat	36,000 live impressions; does not include social media impressions	
Company name on out of home billboards - min of 2	Min. 11,171,760 impressions	Based on average of area's billboards # of impressions x 15 weeks x 2
Logo and link on all SBID event e-blasts. Logo on initial MGM Springfield eblast announcing date	110,000 emails	
Logo on 20 casino slot end caps ads	Min. 1,296,000	Number of rotations over a 15 week period
Logo on MGM's back of house employee facing signage	3,000 employees	
Logo scrolling on MGM's digital marquee in Armory Square event ads	64,800 rotations	
Logo on all concert series printed materials	Min. 9,400	Rack cards, posters, table toppers, check presenters across town
Logo on MGM Hotel in room magazine / monthly loyalty booklet	23,800 impression (MGM rooms) + 345,000 booklets	hotels: 240 rooms at 1.5 people/ room at 1.5 nights average stay at 90% occupancy x 15 weeks, 115k booklet x 3 months
Logo with link on event related page on SBID and MGM's sites	400,000 visits/month to MGM's website; 9,000 visits/month to SBID website	
Company name in press releases	Depends on number of media outlets who pick up story	
Social Media Posts	115k+ followers on combined social media platforms	MGM(TW/IG/FB) + SBID(TW/IG/FB) = 115k+
Tickets to paid shows (ticketed PLAZA shows only)	\$43 average ticket	\$43 average ticket per show x # tickets = value

SUMMER 2020



MGM Live: Entertainment with a New England Accent
Showcasing The Region's Best Talent at New England's Premier Casino



Back for a second season, MGM Live will be putting on the Plaza at MGM Springfield featuring local, regional, and national acts.

This is a great opportunity for your organization's brand to get recognition at MGM Springfield each week and be seen by hundreds of thousands of people during the concert series season.

Fourth ANNUAL Springfield Jam Fest...

SEPTEMBER 2020



Western Mass's Biggest Music Festival
Highlighting The Region's Best Artists

2019 Highlights:

8,000+

attended the third annual Springfield Jam Fest on the Plaza at MGM Springfield

\$12,500+

Raised for NAMI and Nicebox

126,098

People Reached on Social Media

Help the SBID to #RocktheStigma at the 4th Annual Springfield Jam Fest. This all-day live music festival not only brings the community together, but also helps raise proceeds for the National Alliance on Mental Illness of Western Mass and Nicebox Gives. Over \$37,500 has been raised since the first annual Springfield Jam Fest. Help us reach \$50,000 this year. In addition to the all-day non-stop music, local vendors, and food trucks will be on site.

To make an event of this magnitude happen successfully, the SBID hires over 100 performers and stage and production crew. The work and effort is certainly worth it, as last year a record breaking 8,000 people attended Jam Fest.

Destination Downtown Events



Ugly Sweater Pub Crawl



Out to Lunch Concert Series



Flannel Friday

Aside from the Springfield BID signature events, the SBID works hard to keep things fresh and exciting with one-off events throughout the year. Popular Events include:

3rd Annual Flannel Friday – held on Market Street

Out to Lunch Concert Series – held at various downtown eateries

3rd Annual Downtown Springfield Ugly Sweater Pub Crawl – which drew hundreds

We look forward to hosting these events and other new ones in 2020!

Gold Sponsor - \$2,500

- Company banner displayed at event
- Company logo on all digital creative
- Company logo on Springfield Downtown Newsletter
- Company logo and link on springfielddowntown.com
- Company name tagged in all social media ads

Silver Sponsor - \$1,500

- Company banner displayed at event
- Company logo on all digital creative
- Company logo on Springfield Downtown Newsletter
- Company logo and link on springfielddowntown.com
- Company name tagged in 5 social media posts

Bronze Sponsor - \$500

- Company logo on Springfield Downtown Newsletter
- Company logo and link on springfielddowntown.com

Multiple Sponsorship Opportunities

We recognize that you may want to take full advantage of the valued marketing and media exposure that our programming has to offer by choosing to support multiple events. To show our appreciation we are offering the following discounted packages:

20% Discount when sponsoring 4 or more events

15% Discount when sponsoring 3 or more events

10% Discount when sponsoring 2 or more events

If interested please contact the **Springfield Business Improvement District**
Chris Russell - chris@springfielddowntown.com
Michelle Grout - michelle@springfielddowntown.com

413-781-1591

Appendix 8 Sample Budget

Sample Budget

INCOME

BID FEE Revenue	\$
PUBLIC Exempt IN KIND	\$
PUBLIC Exempt CASH	\$
Nonprofit IN KIND	\$
Nonprofit CASH	\$
DONATIONS	\$
SPONSORSHIPS	\$
GRANTS	\$

EXPENSES

	PROGRAM		PROGRAM		PROGRAM	
	CASH	INKIND	CASH	INKIND	CASH	INKIND
Personnel Costs						
Salaries, Benefits						
Contracted Services						
Insurance						
Rent						
Program Costs						
Reserves						
Events						
Training						
Equipment						
Furniture and Fixtures						
Maintenance/Repair						
Office Expense/Overhead						
Professional Fees/Consultants						
Postage						
Publications/Professional Memberships						
Rent/Utilities						
Parking/Transit						
Façade Program						
Landscaping						
Marketing						
Advertising						
Lighting Program						
Supplies						
Telephone/Fax/Internet						
Uniforms						
Travel						
Misc						
Total						

Appendix 9 Sample Fee Structure Central Square

The fee imposed on each tax parcel owned by a participating property owner shall be calculated based on (i) such tax parcel's assessed value, as determined by the City of Cambridge Assessing Department, and (ii) the use of such tax parcel as follows:

- (a) for taxable properties with an assessed value of \$30,000,000 or less, the fee shall be \$1.10 per \$1,000 of assessed valuation;
- (b) taxable properties with an assessed value greater than \$30,000,000, the fee shall be \$1.10 per \$1,000 of assessed valuation up to \$30,000,000, plus \$0.40 per \$1,000 of assessed valuation over \$30,000,000;
- (c) properties owned by corporations and other entities organized pursuant to Chapter 121A of the Massachusetts General Laws, the fee shall be as described in subparagraphs (a) and (b) above
- (d) charitable, religious, educational, government, and other properties exempt from taxation pursuant to Chapter 59 of the Massachusetts General Laws, the fee shall be as detailed in negotiated participation agreements, entered into from time to time between the BID Corporation and the owner of each such participating property, providing for contributions of cash and/or in-kind services to the BID Corporation
- (e) commercial condominium units within a single condominium which have a combined assessed value greater than \$30,000,000, the fee shall be determined by allocating the \$30,000,000 threshold proportionately among the units, so that the aggregate fee is the same as if the units were taxed as a single tax parcel. For example, a condominium consisting of two units having assessed valuations of \$20,000,000 and \$30,000,000 would be assessed as follows: (i) the first condominium unit would be assessed at the rate of \$1.10 per \$1,000 of assessed valuation up to \$12,000,000 and \$0.40 per \$1,000 of the assessed valuation above \$12,000,000; and (ii) the second condominium unit would be assessed at the rate of \$1.10 per \$1,000 of assessed valuation up to \$18,000,000 and \$0.40 per \$1,000 of the assessed valuation above \$18,000,000; and
- (f) properties where the owner can demonstrate to the BID Corporation that a single building is on more than one tax parcel having the same owner, and where the combined assessed value of such tax parcels is greater than \$30,000,000, the fee shall be determined by allocating the \$30,000,000 threshold proportionately among the parcels, so that the aggregate fee is the same as if the parcels were assessed as a single tax parcel.

Appendix 10 Sample Municipal Baseline Services Form

Survey of Baseline Municipal Services Provided to Downtown

The following describes the services currently provided by this department in the downtown. Continuation of these services may be affected by future reductions in budget or personnel, or by other unforeseen circumstances that force citywide program reductions.

Department: Department of Public Works

Date: _____

Director: _____

TYPE OF SERVICE	DESCRIPTION OF SERVICE	STAFFING REQUIRED (HOURS PER WEEK)	GEOGRAPHIC AREA SERVED	FREQUENCY OF SERVICE
Maintenance	Street Sweeping	8	Downtown Business areas	Weekly (spring – fall)
Public Safety	Snow plowing/sanding	3 SMEO sand truck grader loader with plow	Downtown Business areas	Duration of event (Assume 16 hrs/event)
Maintenance	Snow removal	Loader Bombadier 5 dump trucks 7 personnel	Downtown Business areas	As required (Assume 16 hrs/event)
Special Programs	Permits (blocking off street or sidewalk, parking meter space, street performance, art vendors, sandwich board signs, tables and chairs, sidewalk occupancy and parks)	3	Downtown Business areas	As requested
Maintenance	Parking Lots (trees, infrastructure repair)	2	Downtown Business areas	As required
Maintenance and Recreation	Public Parks (mowing, cleanup, snow plowing)	Variable	Public Parks	Weekly
Public Safety	Striping crosswalks and travel lanes	14	Downtown Business areas	Yearly
Special Programs	Decorations (Flags, Island flower pots)	1	Downtown Business areas	As requested
Maintenance	Visual Infrastructure (benches, bike racks, waste barrels, signals, etc..)	8	Downtown Business areas	As required/requested
Infrastructure & Maintenance	Underground Infrastructure (drain/ sewer/water)	Variable	Downtown Business areas	As required/requested

Appendix 11 Sample MOU and Baseline Services

**BASE LINE SERVICES
MEMORANDUM OF UNDERSTANDING
by and between the
CITY OF SPRINGFIELD
and
SPRINGFIELD BUSINESS IMPROVEMENT DISTRICT**

THIS BASE LINE SERVICES MEMORANDUM OF UNDERSTANDING, dated as of _____, 1998, and effective from the time of execution and delivery hereof, is made by and between THE CITY OF SPRINGFIELD, a body politic and corporate of the Commonwealth of Massachusetts (the "City"), acting by and through its Commissioner of Community Development with the approval of its Mayor, and the SPRINGFIELD BUSINESS IMPROVEMENT DISTRICT, a Business Improvement District established in the City of Springfield in accordance with Massachusetts General Laws c. 400 ("SBID").

PRELIMINARY STATEMENT

Chapter 173 of the Legislative Acts of 1994 was approved by the Governor of Massachusetts on November 7, 1994, to be effective February 5, 1995, as Chapter 400 of the Massachusetts General Laws (the "Enabling Act"), to authorize the creation and operation of Business Improvement Districts ("BIDs").

SBID has been organized to implement the purposes of the Enabling Act and the Improvement Plan within the District, and District members are willing to do so if the District has the support of the City as set forth in this Agreement.

In furtherance of the purposes of the Enabling Act, which hereby is incorporated by reference, in consideration of the mutual promises contained herein, and for other good and valuable consideration, the receipt and sufficiency of which hereby are acknowledged, the parties hereto agree as follows:

AGREEMENT

ARTICLE I DEFINITIONS

1.0 Definitions. Certain terms are defined in the heading and the recitals hereto. In addition to those definitions, as used in this Agreement, the following definitions shall apply:

"Agreement" means this SPRINGFIELD BUSINESS IMPROVEMENT DISTRICT BASE LINE SERVICES MEMORANDUM OF UNDERSTANDING between SBID and the City, and any other agreement amending or supplementing that Memorandum.

“Base Line Services” means the minimum level of the kind and quantity of Basic Services to be provided within the District by the City, as described more fully in Article II.

“Basic Services” means the following types of services to be provided and maintained by the City within the District:

- landscaping
- maintenance of public areas
- marketing and promotion
- police protection
- street and alley cleaning
- trash collection

“District” means the area within the geographic boundaries in downtown Springfield established as a BID and in the Improvement Plan approved in accordance with the Enabling Act.

“Fee” means the payment for services or improvements specified in the Improvement Plan to be paid by members of SBID.

“Improvement Plan” means the strategic plan for SBID approved by the City in accordance with the Enabling Act.

“Springfield” shall mean the area within the geographic boundaries of the City of Springfield.

ARTICLE II BASE LINE SERVICES

2.0 City Services

A. The City has provided to SBID copies of reports provided by various Departments of the City (collectively, the “Department Reports”), which are attached hereto as Exhibit A and made a part hereof. The Department Reports set forth the current standards, guidelines, parameters and service levels for Basic Services within the District.

B. The City shall, in the absence of the circumstances described elsewhere in this Article II, at all times during the periods described in Section 2.1, provide Basic Services of the kind and in the quantities described in the Department Reports (collectively, together with Section 2.0(C), below, the “Base Line Services”).

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C. The City shall, in the absence of the circumstances described elsewhere in this Article II, at all times during the periods described in Section 2.1, provide as a Basic Service, financial and in-kind support for the marketing, development and promotion of downtown Springfield at least equal to the current levels of support for Spirit of Springfield, Inc., Springfield Business Development Corp. and the Greater Springfield Visitors and Convention Bureau, and shall coordinate those efforts and that support with the efforts of SBID.

D. In order to monitor the Base Line Services, the City agrees to collect and provide to SBID, reports from the applicable Departments of the City in form and content comparable to the Department Reports, for each fiscal year during the term of this Agreement. Proposed Department Reports, based on anticipated budget levels, shall be prepared and delivered at least two (2) calendar months prior to the start of each fiscal year. Beginning in April 1998, final Department Reports shall be submitted within two weeks after the approval of a final budget by the City Council.

E. Within thirty (30) days after the conclusion of each quarter of each fiscal year during the term of this Agreement, the City will provide to SBID quarterly reports, in form and content comparable to the Department Reports to reflect services delivered in the quarter just completed.

F. Each Department Report provided to SBID shall be signed by the department head.

2.1 Compliance with Level of Base Line Services

A. In the absence of the extenuating circumstances, and subject to the factors described elsewhere in this Article II, the City agrees to provide within the District the Base Line Services for each of the Basic Services throughout the initial period of authorization of SBID.

B. Should SBID be renewed as provided for in the Enabling Act, this Agreement shall be extended for each succeeding period of operation.

C. The Base Line Services assume an average level of demand and activity. The parties recognize that Basic Services provided on any particular day or period may vary based on special events, such as festivals, sports events, parades or conventions, or weather conditions, such as snow storms or electrical storms, or unanticipated short-term demands outside the District. However, it is the expectation of the parties that on the substantial majority of days in any year, the City will perform each of the Basic Services at no less than the level of Base Line Services.

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D. Subject to agreement by and between the City and SBID, the Base Line Services may be adjusted to reflect new methodologies and policies, such as the institution of other forms of community-based police enforcement, expanded joint marketing among the City, SBID and SBID members, or more efficient cleaning and maintenance programs. With each renewal of SBID, the parties will consider changed circumstances, provided that the basic thrust and intent of this Agreement is maintained in any adjustment.

2.2 Modifications

A. The following principles shall apply with regard to the provision, suspension, diminution or increase of Basic Services within the District:

1. No decrease or suspension in Basic Services shall occur within the District unless there is an overall decrease or suspension in services necessitated by changes in funding, policy or resources, and then only in proportion to the decreases implemented throughout Springfield.

2. Any increase in Basic Services generally throughout Springfield shall be matched with increases in such services within the District, in proportion to increases implemented elsewhere within Springfield.

B. Except as provided in 2.2(A), above, this Memorandum of Understanding may be amended only by a written agreement duly executed on behalf of both the City and SBID.

C. Nothing in this Agreement shall limit the rights of the members of the District from dissolving the District, as provided in the Enabling Act.

2.3 Extenuating Circumstances

A. The City shall maintain Basic Services at the levels specified in Sections 2.0 (B)-(C), except as such levels of service are affected by the circumstances described in Sections 2.2 and

The City's agreements herein shall not supersede any obligation of the City pursuant to the United States or Massachusetts Constitution, the City Charter, applicable federal, state or local law or ordinance, or the lawful order of a court of proper jurisdiction.

B. In the event of extreme emergency, as declared by the Mayor of the City or the Governor of the Commonwealth of Massachusetts, Basic Services may be temporarily discontinued or reduced in all or part of the District, notwithstanding the continuation of such services elsewhere in Springfield. The parties acknowledge that such circumstances are likely to be highly unusual and temporary in nature, and that Base Line Services will

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be restored at the earliest opportunity.

- 2.4 Authorization for the District. To the extent necessary, the City hereby authorizes SBID, in its role as administrator for the District, to engage in services supplemental to all Basic Services within the public streets, roads, sidewalks and alleys to the fullest extent, but not beyond that, permitted by the Enabling Acts.
- 2.5 Future Arrangements. The parties acknowledge that the City and SBID may in the future arrange to have certain Basic Services performed by SBID under contract with the City.

ARTICLE III BASE LINE PLUS

- 3.0 Services and Capital Improvements. The City is a property owner in the District, and is exempt from the Fees which will be assessed to participating property owners in the District. As a property owner and as a representative of the citizens of Springfield, the City will benefit from the enhancements and supplemental services of the SBID Improvement Plan within the District. In recognition and consideration of such benefits and services, the City agrees to provide services, and to construct, renovate or implement the capital improvements, described on Exhibit B (hereinafter referred to as "Base Line PLUS Services"), provided that the timing and pace of the capital improvements shall be subject to the City's budgetary constraints and appropriation of funding.

ARTICLE IV SUPPORT FOR SBID

- 4.0 Indemnification. The City hereby agrees to include SBID among the non-profit entities entitled to indemnification as to their officers, directors and employees for monetary loss sustained by SBID due to acts of negligence of such individuals while in the performance of their duties as directors, officers and employees of SBID.
- 4.1 Insurance and Indemnification. The SBID shall obtain and maintain for the period in which the Agreement is in effect, insurance as to liability and casualty, property damage or injury to persons, at levels reasonably acceptable to the City. The City shall be named as an additional insured, and to the extent of such insurance, the City shall be indemnified as to claims filed with regard to acts or omissions of SBID. SBID shall provide certificates of insurance to the City on or before July 1 of any given year in which the Agreement is in effect. Such insurance shall be procured through an insurer licensed and authorized to conduct business in Massachusetts.

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**ARTICLE V
BILLING AND COLLECTION**

- 5.0 Billing. As provided in the Enabling Act, the City, through the Treasurer's/ Collector's Office and/or other departments, will provide all necessary billing services for SBID, including the identification and maintenance of a register of all properties within the District, the preparation and mailing of bills for SBID Fees and the inclusion of SBID reports and summaries in any material included with an annual (or more frequent) bill.
- 5.1 Collection and Enforcement. As provided in the Enabling Act, the City, through the Treasurer's/Collector's Office, will collect the Fees and transmit all amounts collected not less often than bi-weekly in the first four (4) months of each fiscal year (or part thereof covered by a billing), and monthly during the balance of the year, to SBID by check to an account maintained at a local bank. Collection and delinquency reports shall be provided monthly. In addition, the City shall follow its customary procedures in collecting and enforcing claims against delinquent taxpayers in connection with collection of the Fees.

**ARTICLE VI
MISCELLANEOUS PROVISIONS**

- 6.0 Conflicts of Interest; City Representatives Not Individually Liable. No member, official, representative, contractor or employee of the City shall have any personal interest, direct or indirect, in this Agreement, nor shall any such member, official, representative, contractor or employee participate in any decision relating to this Agreement which affects his personal interests or the interest of any corporation, partnership or association in which he is, directly or indirectly, interested. No member, official, representative, contractor or employee of the City shall be personally liable to SBID or any successor in interest in the event of any default or breach by the City.
- 6.1 Invalidity of Particular Provisions. If any term or provision of this Agreement or the application thereof to any person or circumstance shall to any extent be invalid or unenforceable, the remainder of this Agreement shall be valid and shall be enforced to the fullest extent of the law.
- 6.2 Third Party Beneficiary. Nothing contained in this Agreement shall be construed to confer upon any other party the rights of a third party beneficiary, except as may be otherwise specifically provided for herein.
- 6.3 Counterparts. This Agreement may be executed in any number of counterparts, each of which, when so executed and delivered, shall be an original; but such counterparts together shall constitute but one and the same Agreement.

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- 6.4 Force Majeure. The provisions of this Agreement are subject to the following limitations: if by reason of acts of God; strikes, lockouts or other industrial disturbances; acts of public enemies; orders of any kind of the United States of America or the Commonwealth of Massachusetts, or any department, agency, political subdivision or official thereof, or any civil or military authority; insurrections; riots; epidemics; landslides; lightning; earthquakes; fires; hurricanes; storms; floods; washouts; droughts; arrests; restraint of government and people; civil disturbances; explosions; breakage or accident to machinery; partial or entire failure of utilities; or any cause or event not reasonably within the control of a party hereto, that party is unable in whole or in part to carry out its agreements referred to in this Agreement, the affected party shall not be deemed in default during the continuance of such inability. The affected party shall use reasonable efforts to remedy with all reasonable dispatch the cause or causes preventing it from carrying out its agreements; provided, that the settlement of strikes, lockouts and other industrial disturbances shall be entirely within the discretion of the affected party, and the affected party shall not be required to make settlement of strikes, lockouts and other industrial disturbances by acceding to the demands of the opposing party or parties when such course is, in the judgment of the affected party, unfavorable to the affected party.
- 6.5 Licenses and Permits. The City will facilitate to the fullest extent possible any necessary application by SBID for permits, licenses or other approvals not specific to a particular property.
- 6.6 Assignment. This Agreement may not be assigned by the City or SBID, without the prior written approval of the other.
- 6.7 Execution by SBID. SBID and the undersigned officer of SBID hereby warrant and represent that the undersigned officer of SBID has been duly authorized and directed by SBID to execute this Agreement, to bind the SBID to this Agreement and to affix SBID's corporate seal to this Agreement.
- 6.8 Governing Law and Exclusive Forum. This Agreement shall be governed by, construed under and enforced in accordance with Massachusetts law without regard to conflict of law principles. Any claim or action arising under or relating to this Agreement may be brought only in the Hampden County Superior Court or in the United States District Court for the District of Massachusetts sitting in Springfield, Massachusetts, and the City and SBID hereby agree that venue is proper, and shall only be proper, in such forums.

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6.9 Headings. The headings in this Agreement are set forth only for convenience, and the headings shall not be considered in the construction, interpretation or enforcement of the terms or obligations contained in this Agreement.

EXECUTED as a sealed instrument in two (2) or more counterparts as of the date first set forth above.

SPRINGFIELD BUSINESS
IMPROVEMENT DISTRICT

By 

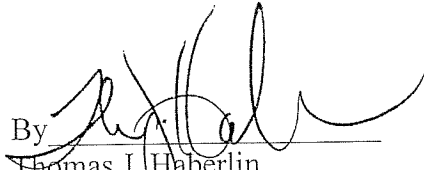
F. William Marshall, Jr.

Chairman

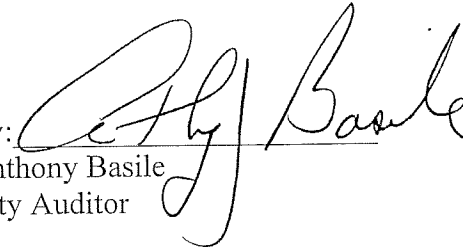
Springfield Business Improvement District

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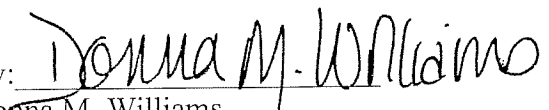
CITY OF SPRINGFIELD

By 
Thomas J. Haberlin
Commissioner of Community Development

AC *WA*
APPROVED AS TO APPROPRIATION:

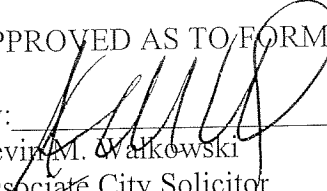
By: 
Anthony Basile
City Auditor

REVIEWED BY:

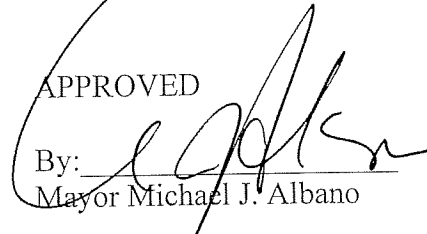
By: 
Donna M. Williams
Chief Financial Officer

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APPROVED AS TO FORM

By: 
Kevin M. Warkowski
Associate City Solicitor

APPROVED

By: 
Mayor Michael J. Albano

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EXHIBIT A
DEPARTMENT REPORTS

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DOWNTOWN MANAGEMENT DISTRICT BASELINE SERVICES

SPRINGFIELD DEPARTMENT OF PUBLIC WORKS

The following statement describes the services which the Springfield Department of Public Works provides in the Downtown Management District, unless further budget reductions or other unforeseen circumstances force city wide program reductions. Also, programs and services to a specific area or which are special in nature are conditional upon all city wide services being fully staffed and functional. It should be clearly understood that the Springfield DPW is working with no excess personnel thus all services provided are conditional upon staff availability.

Rubbish Collection - Municipal Solid Waste is collected on a weekly basis at curbside from existing businesses from throughout the downtown management district. Plans are to continue this service as part of the baseline service to those downtown business groups. Rubbish is collected only if it is containerized in a manner which is acceptable to the DPW and meets local ordinances. Debris is not allowed to be containerized in cardboard boxes due to the potential for rain to collapse the boxes and create a litter situation.

Recycling - The DPW is working to bring more and more businesses in the downtown management district into its recycling plan. Several are now recycling regularly by separating waste paper, glass and cans. The DPW typically collects the separated recyclable wastes on a bi-weekly basis on the same day as regular rubbish collection to minimize confusion on collection day practices. We plan to aggressively pursue and develop greater participation by the businesses in the downtown management district in our recycling effort.

Street Sweeping/ Cleaning - The City of Springfield maintains an aggressive street cleaning operation during warm weather conditions. The main arteries as well as all secondary streets located in the downtown management district are swept on a nightly basis five days per week (Wed thru Sun) as long as personnel and equipment are available. In addition, the use of one of the city's fleet of three

Mad-vacs is used in the downtown management district area on a daily basis when a driver is available for this operation. It is anticipated that both the sweeping and mad-vac operations will continue indefinitely as needed to maintain the cleanliness of downtown streets.

Litter Barrels - The Springfield DPW has recently completed a three year program to manufacture, site and maintain newly designed litter receptacles for all heavily trafficked and popular pedestrian commercial areas throughout the city. To meet this end the City has installed more than 175 (60 of which are located in the downtown area) of the new receptacles throughout its main commercial areas including the downtown management district. The barrels are located strategically throughout the main arteries and are maintained on as regular a basis as possible by the DPW. It is not anticipated that any further barrels will be placed in the downtown business district under this plan.

Mayor's Clean City Program - For the past decade the City of Springfield and its DPW has supported a variety of cleaning and beautification efforts in the community as part of its Clean City Program. Currently the program offers clean up services for helping to keep the City free of litter. The Clean City Program currently provides short term project specific assistance in the B-I-D target area. In addition the workfare personnel component of this program has been utilized to conduct operations as diverse as graffiti removal and painting of street lamps to terrace beautification. The DPW which oversees and develops many of the specific job goals of this program plans to continue its development on an as needed basis regarding the cleanliness needs of the downtown area. In addition, this program acts as an adjunct to the DPW personnel needs during many of the special events which are staged in the downtown management district such as the "Taste of Springfield" and the City's Fourth of July celebration. Currently the DPW works on an overtime basis to meet the needs of these special events.

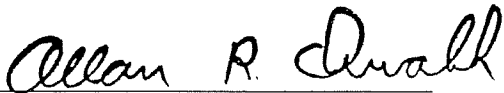
Road and Sidewalk Maintenance - The Springfield DPW maintains all the public roads and most of the sidewalks in the downtown management district. Road snow removal, sanding, pothole repair and general safety maintenance and construction all are under services provided by the DPW. The department maintains a 24 hour pothole hot line to further assist the public in helping us to identify problem areas which need our immediate attention.

Traffic Engineering - All of the street traffic flow and traffic operations are

designed and implemented in the downtown management district by the DPW Traffic Engineering Division. Also included in this is the creation and maintenance of all traffic signs and traffic lights in the area. In addition, a regularly maintained program of crosswalk and street line painting helps to assure both the aesthetic as well as safety quality of the downtown district. This DPW division also maintains and operates the parking meters throughout the downtown management district including several free holiday parking programs which have been essential to the commercial health of the district in the past few years.

Street Lighting - The Springfield DPW works closely with Western Massachusetts Electric Company to monitor and recommend policies regarding the lighting of our city streets especially those in the downtown business district. The city or any of its citizens can report any burnt out street lights directly to a WMECO repair telephone line to assure immediate service in the downtown business district. Finally a significant plan for the implementation of decorative lighting has been completed in the downtown management district in recent years which the DPW continues to oversee in regards to ongoing recommendations and changes that may become necessary.

Storm Drain Catch Basins - The DPW inspects, cleans and deodorizes all storm drain catch basins in the downtown management district on a regular basis to maintain problem free operation and to minimize the potential for localized flooding and related problems.



Allan R. Chwalek, Acting Director
Springfield Department of Public Works
July 1, 1997

BUSINESS IMPROVEMENT DISTRICT / BASELINE SERVICES

The Traffic Bureau investigates automobile accidents, provides traffic control during special events and enforces motor vehicle laws. Their response into the BID area fluctuates.

Community Policing

CP is a collaborative effort between the police and community that identifies problems of crime and disorder and involves all elements of the community in the search for solutions to these problems.

Community Policing (CP) Sector E presently has the following boundaries:

North- Route 291/B+A RR/ Warwick Street
South- Mill River
East- Walnut St./Federal St./Armory St.
West- Connecticut River

Presently, there are nine police officers assigned to Sector E (1-Captain, 1-Sergeant, 7-patrol officers)

Sector E CP Officers are proactive by design and patrol at various times by various modes of travel (foot, automobile or bicycle) and frequently are inside the proposed BID boundaries.

Sector E has three Community Service Offices (CSO) with one located within the BID boundaries: Tower Square. This CSO is staffed by civilians and is open at various times during the business day.

Special Events draw personnel from various divisions of the department. The type of event will dictate the strength and distribution of police personnel.

Historically, during the **holiday season** additional officers are deployed within the BID boundaries. This initiative in the past has been predicated on the availability of personnel and funding.

Over the past several years, the style of policing in Springfield has been moving from the traditional style to Community Policing. Problem Solving within the BID boundaries is and will be the foundation for policing in that area.

Personnel from other divisions, bureaus and units move in and out of the BID boundaries at various times during the day. Many of these strategic deployments focus on solving particular problems (i.e. gang activity).

BUSINESS IMPROVEMENT DISTRICT / BASELINE SERVICES

The following describes the services which the Springfield Police Department provides in the area of the proposed Business Improvement District (BID).

Paula Meara

Paula Meara, Chief of Police

6/26/97

POLICE

Baseline Services are derived from two sources: Uniform Divisions and Community Policing Teams.

The BID is located in Police District Two and Community Policing Sector E.

Uniform Division

The units mission is primarily crime prevention and answering citizen calls for service.

Police District Two has the following boundaries:

North- Lyman Street
South- Mill Street
East- Maple Street
West- Connecticut River

This district is covered twenty - four hours a day, seven days a week, by a two officer cruiser. Additional response, if necessary, is provided by bordering Police Districts: one, six and three.

The Uniform Division also augments the crime prevention initiative in the metro area with walking officers assigned to posts and mounted patrol officers.

Walking Posts 100 to 102 are generally covered.

The boundaries of these posts are:

North- Liberty Street
South- State Street
East- Dwight Street
West- Connecticut River

Mounted Patrol Officers are assigned to special events as well as routine patrol in the metro area. Generally the Mounted Patrol works during daylight hours.

The boundaries of the mounted patrol posts in the metro area are:

North- Liberty Street
South- State Street
East- Chestnut Street
West- Connecticut River

Appendix 12 Sample Signature Page & Petition

PETITION TO THE CAMBRIDGE CITY COUNCIL

Pursuant to the provisions of Chapter 40O of the Massachusetts General Laws, the undersigned owner of the real property identified hereunder and situated within the proposed Central Square Business Improvement District (the “BID”), having reviewed and approved the petition documents described below, hereby petitions that the BID be established as set forth in such petition documents, or in a manner similarly intended to achieve the purposes set forth therein.

Petitioner:

Signature: _____ Date: _____

Printed Name: _____

Title: _____

Select One: Principal Owner _____ Authorized Representative _____

Property Address: _____, CAMBRIDGE, MASSACHUSETTS

Parcel ID: _____

Record Owner: _____

Contact Information

Owner	Authorized Representative (if any)
Mailing address:	Mailing address:
Attention:	Attention:
Email:	Email:
Telephone:	Telephone:

Attached petition documents:

- Attachment A - Description and site map delineating the boundaries of the proposed BID
- Attachment B - Draft improvement plan

Attachment A

Description of Proposed BID District

The proposed Central Square Business Improvement District (the “BID District”) is hereby defined as the area of real property and improvements thereon located in the City of Cambridge, Massachusetts bounded substantially as follows:

Beginning at the intersection of Bishop Allen Drive and 7 Temple Street, then running northwest on Bishop Allen Drive to the property line of 12 Inman Street and from there running southwest and then northwest around that parcel to Inman Street, and then crossing Inman Street and running along the northwest property line of 795 Massachusetts Avenue (City Hall) to Bigelow Street, turning along Bigelow Street to the north property line of 3 Bigelow, then running northwest and then southwest along the property line of 3 Bigelow and 831 Mass Avenue to Massachusetts Avenue, and across Massachusetts Avenue and continuing southwest along Sellers Street to Green Street, then turning southeast along Green Street to Pleasant Street, then turning southwest along Pleasant Street to Franklin Street, then turning southeast

along Franklin Street to Pearl Street, then turning northeast along Pearl Street to Green Street, then turning southeast along Green Street to Landsdowne Street, then running southwest along Landsdowne Street to Cross Street, then turning southeast along Cross Street, then turning northeast through 254 Massachusetts Avenue parcel to Massachusetts Avenue, then crossing Massachusetts Avenue to Windsor Street, then continuing north along Windsor Street to Main Street, then running west along Main Street to Bishop Richard Allen Drive, then running northwest along Bishop Richard Allen Drive to the point of beginning.

Any tax parcel wholly or partially within the boundaries described shall be deemed to be located within the above described BID District.

Except as otherwise indicated, where the boundary line is described herein (or indicated on the Site Map, as defined) as following a street or highway, such boundary shall be construed as following the center of such a street or highway. Notwithstanding the foregoing: (i) all owner-occupied residential tax parcels situated within the above-defined geographic area shall be deemed to be located outside the BID District; and (ii) all one (1) to four (4) family residential properties and all residential condominium units situated within the above-defined geographic area shall be deemed to be owner-occupied residential tax parcels. The attached site map of the proposed BID District (the "Site Map") is a visual depiction of the foregoing; therefore, the above description and limitations shall be deemed to be, and hereby are made, controlling as to the boundaries of the proposed BID District.

Site Map



Attachment B

Central Square Business Improvement District Improvement Plan

This is the improvement plan, as that term is defined pursuant to Chapter 40O of the Massachusetts General Laws (“G.L. c. 40O”), for the proposed Central Square Business Improvement District (the “BID”). All terms used herein, except as otherwise defined, shall have the meanings provided in G.L. c. 40O.

I. Purpose of the BID

The purpose of the BID is to energize Cambridge’s Central Square by bringing additional management and resources to the maintenance and programming of the streets and other public spaces. Targeting the major pedestrian thoroughfare Massachusetts Avenue along with all other areas within the BID District, the BID will seek to create a renewed sense of “place” in Central Square. The goal is to celebrate the Central Square Cultural District; strengthen the look and feel of public spaces by cleaning, managing, and upgrading streets and sidewalks; add landscaping, street furniture, decorations and activities; coordinate and encourage public and private investment to upgrade street-level uses; and bring additional resources to assist existing and attract new businesses. As in other cities across the country, the BID will seek to improve the experience for everyone who works, lives, visits, or goes to school in Central Square, to promote economic development and to increase the value of all property types in the BID service area.

II. Management Entity

A new nonprofit corporation, to be known as the Central Square Business Improvement District Corporation (the “BID Corporation”), will be created to receive funds to carry out, implement, and oversee the purposes of the Central Square Business Improvement District and this improvement plan. The BID Corporation shall be located in Cambridge, Massachusetts.

III. Supplemental Services and Programs

The BID Corporation shall provide, or cause to be provided, supplemental services and programs for and within the defined “BID District”. Such services may include the following (collectively, the “supplemental services”):

(a) Maintenance and Safety. Cleaning services, trash removal, street sweeping, sidewalk pressure washing, seasonal snow removal from pedestrian areas, landscaping, and removal of handbills, waste, gum, and graffiti; collaborating with the Massachusetts Bay Transportation Authority to improve the grade-level appearance of transit stations; programs for code enforcement and property management; hiring and training uniformed ambassadors to answer questions, give directions, distribute maps, and act as “eyes and ears” for public safety officials; homeless and quality of life outreach; and collaborating with social service organizations and others to address issues of mental health and substance abuse.

(b) Physical Revitalization. Creating a sense of place and ensuring the unique authenticity, creativity and community culture of the BID District through branded banners and decorations, trash receptacles, plantings, signage, street furniture, and lighting; upgrading and maintaining landscaping, holiday decorations, and other improvements in and around the streets and other public areas; coordinating beautification activities in the area; reviewing and influencing proposed public improvements; and managing sidewalk vendors and activities within the pedestrian zone.

(c) Promotion and Marketing. Coordinating and implementing promotions, special events, and design improvements; advocating for property owners, tenants, and local businesses; working to upgrade the public and private spaces within the BID District with the City of Cambridge and its agencies; encouraging dialogue between businesses, tenants, residents, and property owners; promoting economic development through market analysis, business retention, and recruitment programs; and maintaining an internet presence for promotion, communication, and informational purposes.

(d) Arts and Culture. Celebrating the diversity, vibrancy and cultural richness of Central Square through programming, cultural events and other activities to support and encourage innovation and community building through art and culture.

(e) District Management Services. Establishing and funding a management operation to develop and implement supplemental services in the BID District, including administrative services, an office and operations center, communications resources, insurance, and all other administratively necessary or desirable functions and services.

(f) Coordination with Nonprofit Organizations. Developing collaborative relationships with nonprofit organizations within the BID District, and serving as a liaison between participating property owners and nonprofit organizations to further the purposes of the BID.

(g) Any other supplemental services that would further the purposes of the BID.

In furtherance of the provision of these supplemental services, the BID Corporation shall have all the rights and powers of a BID granted under G.L. c. 40O, §2. The supplemental services shall be provided in addition to the standard governmental functions, programs,

activities, facilities, improvements, and other services which the City of Cambridge is authorized to perform (collectively, the “standard government services”). The nature and scope of the standard government services shall be detailed in a memorandum of agreement between the BID Corporation and the City of Cambridge.

IV. Fee Structure

Supplemental services within the BID District shall be funded primarily through special annual fees paid by the owners of all real property within the BID District except owner-occupied residential tax parcels (the “participating property owners”). All participating property owners shall pay an assessed fee, which shall be calculated on an annual basis in accordance with the formula set forth below, collected in biannual installments by the City of Cambridge, and disbursed in full to the BID Corporation as provided in G.L. c. 40O, §8. The initial installment of the BID assessments shall be included in the next available first- or second-half year tax bills issued after the BID’s creation. If the initial BID assessments are first included in the second-half tax bills, the fee for the remaining portion of that fiscal year shall be one-half the annual amount described in this section. The total revenue from the fees shall be used solely for the provision of the supplemental services.

No fee shall be assessed on owner-occupied residential tax parcels, and the owners of such parcels shall not be “participating property owners”. For purposes of this section, all one (1) to four (4) family residential properties and all residential condominium units situated within the geographic area of the BID District shall be deemed to be owner-occupied residential tax parcels.

The fee imposed on each tax parcel owned by a participating property owner shall be calculated based on (i) such tax parcel’s assessed value, as determined by the City of Cambridge Assessing Department, and (ii) the use of such tax parcel as follows:

- (a) for taxable properties with an assessed value of \$30,000,000 or less, the fee shall be \$1.10 per \$1,000 of assessed valuation;
- (b) for taxable properties with an assessed value greater than \$30,000,000, the fee shall be \$1.10 per \$1,000 of assessed valuation up to \$30,000,000, plus \$0.40 per \$1,000 of assessed valuation over \$30,000,000;
- (c) for properties owned by corporations and other entities organized pursuant to Chapter 121A of the Massachusetts General Laws, the fee shall be as described in subparagraphs (a) and (b) above;
- (d) for charitable, religious, educational, government, and other properties exempt from taxation pursuant to Chapter 59 of the Massachusetts General Laws, the fee shall be as detailed in negotiated participation agreements, entered into from time to time between the BID Corporation and the owner of each such participating property, providing for contributions of cash and/or in-kind services to the BID Corporation;
- (e) for commercial condominium units within a single condominium which have a combined assessed value greater than \$30,000,000, the fee shall be determined by allocating the \$30,000,000 threshold proportionately among the units, so that the aggregate fee is the same as if the units were taxed as a single tax parcel. For example, a condominium consisting of two units having assessed valuations of \$20,000,000 and \$30,000,000 would be assessed as follows: (i) the first condominium unit would be assessed at the rate of \$1.10 per \$1,000 of assessed valuation up to \$12,000,000 and \$0.40 per \$1,000 of the assessed valuation above \$12,000,000; and (ii) the second condominium unit would be assessed at the rate of \$1.10 per \$1,000 of assessed valuation up to \$18,000,000 and \$0.40 per \$1,000 of the assessed valuation above \$18,000,000; and
- (f) for properties where the owner can demonstrate to the BID Corporation that a single building is on more than one tax parcel having the same owner, and where the combined assessed value of such tax parcels is greater than \$30,000,000, the fee shall be determined by allocating the \$30,000,000 threshold proportionately among the parcels, so that the aggregate fee is the same as if the parcels were assessed as a single tax parcel.

In accordance with G.L. c. 40O, §8, all fees billed by or on behalf of the BID and unpaid after thirty days from the date of billing shall become a lien on the property, which shall have priority over all other liens except as otherwise required by law.

V. Budget Structure

Revenues. The BID Corporation’s estimated initial annual revenues are expected to be approximately \$1,200,000 per year, broken down as follows:

Property Fees	\$1,100,000
Tax-Exempt Property Contributions	\$ 2 0 , 0 0 0
Other Contributions and Revenues	\$80,000

Expenses. The BID Corporation shall undertake the supplemental services set out in this plan in accordance with a detailed operating budget established annually by the directors. The budget may include such reasonable reserves as the directors deem necessary, and annual expenditures shall be in accordance with the following percentage allocations:

Cleaning and Maintenance Programs	42%	
Ambassador Hospitality Program	19%	
Promotion, Events, and Communication	12%	
Beautification and Capital Improvements	8%	
Administration and Overhead		14%
Annual Priorities	5%	

The actual annual budget for the BID will be dependent upon the assessed value of participating property within the BID district from year to year and other revenue identified to support the BID program. The “Annual Priorities” budget category will be allocated by the directors as part of the annual budget, to reflect the priorities of the Board of Directors of the above described management entity (hereinafter, the “Board”) for the particular year. For example, in the first year it is anticipated that this category would be applied toward equipment and cleaning, and in later years might be available for capital improvements and additional beautification.

The fiscal year of the BID shall be as determined by the Board, and, if necessary, the first year may be a partial year.

VI. Updating the Improvement Plan

The BID Corporation shall update or amend, pursuant to the requirements and limitations of G.L. c. 400, this improvement plan periodically as it deems necessary, but not less often than once every three years. In the event of any inconsistencies between the provisions of this improvement plan (including any amendments or updates to this improvement plan) and G.L. c. 400, the provisions of G.L. c. 400 shall be deemed to control to the extent of such inconsistencies; provided, however, that any such inconsistencies shall not impair or affect in any manner the validity, enforceability or effect of any other provisions of this improvement plan.

VII. Significant Financial Hardship Waiver

In addition to such other actions as may be approved by the Board from time to time, the BID Corporation may, solely at its discretion, temporarily waive or reduce the annual fee for any member for whom the imposition of such a fee would create a significant financial hardship due to exceptional circumstances, considering such criteria as:

- (a) Protection sought under the Massachusetts or federal laws of bankruptcy or insolvency;
- (b) Foreclosure by a mortgage holder; or
- (c) Occupancy of less than 50% of usable space and area.

In the case of such a significant financial hardship, a participating property owner may petition the Finance Committee of the Board or such other committee as may be designated by the Board from time to time for temporary relief from the applicable fee. Such petition shall be in the form of a letter containing a description of the circumstances giving rise to the significant financial hardship, the relief requested and the name, telephone number and email address of a person to be contacted for further information concerning such hardship. The Finance Committee or such other committee, as applicable, will consider the request within thirty (30) days, and may grant or deny such request, or may partially grant such request by waiving a portion of the applicable fee. Any waiver or partial waiver shall apply only to a single fiscal year. A participating property owner may re-apply for subsequent fiscal years, following the procedures outlined above. The decision of the Finance Committee or other committee, as applicable, shall be final.

VIII. Five-Year Renewal

On or before the fifth anniversary of the organization of the BID under G.L. c. 400 and thereafter on or before the fifth anniversary of the date of the then-most recent renewal of the BID under G.L. c. 400, § 4, the Board shall call a renewal meeting of the participating property owners to review the preceding five-year history of the BID, propose an updated improvement plan to succeed the then current improvement plan and consider whether to continue the BID. The Board will hold the renewal meeting at a location within the District during normal business hours, and notice will be given by mail, email, or other customary method of notification to participating property owners at least thirty days prior to the meeting.

If the participating property owners do not elect to continue the BID, the Board will wrap up the business of the BID prior to the sixth anniversary of the BID’s creation (or prior renewal, as the case may be) and proceed to discontinue the BID. Notice of the discontinuation vote will be given to the Cambridge City Council, which shall formally declare the BID dissolved as of such sixth anniversary; provided, however, that the BID shall not be dissolved until it has satisfied or paid in full all of its outstanding indebtedness, obligations, and liabilities; or until funds are on deposit and available therefor; or until a repayment schedule has been formulated and approved by the City Council. The BID shall be prohibited from incurring any new or increased financial obligations after such sixth anniversary. Upon the dissolution of a BID, any remaining revenues derived from the sale of assets acquired with fees collected shall be applied to repay obligations of the BID and then to the improvement of the District in accordance with an improvement plan approved by the City Council.

Appendix 13 Sample Vote Language

REQUIREMENTS

UNDER MASS GENERAL LAWS CH.400, 4

REGARDING PUBLIC HEARING ON DOWNTOWN WORCESTER BID

“ At the public hearing, the local municipal governing body shall determine if the petition satisfies the purposes set forth and the establishment criteria of this chapter and shall obtain public comment regarding the improvement plan and the effect the proposed BID will have on the property owners, tenants, and others within the BID”. MASS. Gen. Laws ch. 400, 4.

Establishment criteria of Petition certified by the City Clerk. The following should be read into the record at the public hearing:

READ : “The Worcester City Council hereby determines that the Petition Pursuant To Massachusetts General Laws Chapter 400 To Establish the Downtown Worcester Business Improvement District, dated October 11, 2018, satisfies the purposes set forth, and the establishment criteria, of Massachusetts General Laws Chapter 400.”

There must be an opportunity for public comment regarding the improvement plan (which is part of the Petition filed with the City Clerk on October 11, 2018.

“At the public hearing, the presiding officer or clerk of the said governing body shall read into the record the basis for determining the district fee pursuant to section seven (of MGL ch. 400) and the process by which eligible property owners may vote not to renew such BID”.

Basis for determining the District fee (pursuant to Mass. Gen. Laws ch.400, 7) of the Downtown Worcester BID - to be read into the record:

READ: “ The annual fee schedule for properties in the Downtown Worcester Business Improvement District is as follows:

Commercial properties will have a fee equal to the assessed value multiplied by .003. The fee structure for properties with Tax Increment Financing agreements is based on the underlying assessed value provided annually by the City of Worcester Assessor.

Mixed –use properties will have a fee equal to the assessed value multiplied by .003.

Nonprofit properties will have a fee equal to the assessed value multiplied by .003.

Multifamily Residential properties will have a fee equal to the assessed value multiplied by .003.

Public properties will have negotiated fee agreements with contributions of cash and/or in-kind services.

Colleges and Universities will have negotiated agreements with contributions of cash and/or in-kind services.

Residential condominiums and single family residences are exempt from the fee”.

The process by which eligible property owners may vote not to renew the Downtown Worcester BID – to be read into record:

READ: “On or before the fifth anniversary of the organization of a new BID, and the fifth anniversary thereafter on the date of the most recent renewal of the BID, the board of directors of the BID or of its designated management entity shall call a renewal meeting of the BID property owners to review the history of the preceding 5 years, propose an updated improvement plan and to consider whether to continue the BID. The BID shall continue after each renewal meeting if a majority of property owners in good standing and are present at the renewal meeting, in person or by proxy, vote to renew the BID for a term of 5 years commencing on the first day of the next fiscal year”.

When the Worcester City Council is ready to vote on the Petition, the following proposed Motion language should be used:

READ: “ I move that the Worcester City Council approve the Petition Pursuant To Massachusetts General Law Chapter 400 To Establish the Downtown Worcester Business Improvement District, dated October 11,2018, within the District boundaries described in the Petition, and declare the Downtown Worcester Business Improvement District to be organized.”

Appendix 14 Sample Bylaws and Articles of Organization

Accepted as revised by Board of Directors January 9, 2019

Corporate Bylaws
of
DOWNTOWN WORCESTER BUSINESS IMPROVEMENT DISTRICT, INC.

ARTICLE I

Name

Section I.1 Name, Location and Purposes. The name and purposes of the Corporation shall be as set forth in the Articles of Organization. The powers of the Corporation and of its Directors, and all matters concerning the conduct and regulation of the business of the Corporation, shall be subject to such provisions in regard thereto as are set forth in Massachusetts General Laws, Chapter 400 and in the Articles of Organization. All references in these bylaws to the Articles of Organization shall be construed to mean the Articles of Organization of the Corporation as from time to time amended or restated.

ARTICLE II

Members

Section II.1 Membership. The members of the Corporation shall be real property owners who own property on the Downtown Worcester Business Improvement District, Inc., pursuant to M.G.L. c.400. Property ownership shall be determined based upon the records of the City of Worcester Assessor's Office and the Worcester District Registry of Deeds (hereinafter referred to as "Property Owners").

ARTICLE III

Meetings of Property Owners

Section III.1 Annual Meeting. The Property Owners shall hold an annual meeting of the Downtown Worcester Business Improvement District for the purposes of electing directors and such other matters which shall be subject to the approval of the Property Owners as provided herein. The Annual Meeting of the Property Owners shall be held as determined by the Board of Directors on a day which is not a legal or religious holiday and at such hour and place as the Chair or the Clerk may determine.

Section III.2 Special Meetings. Special Meetings of the Property Owners may be called by the Chair or by the Directors, and shall be called by the Clerk, or in case of the death, absence, incapacity, or refusal of the Clerk, by any other Officer, upon written application of two (2) or more of the Property Owners entitled to vote thereat. Such call shall state the time, place and purpose of the meeting.

Section III.3 Place. Meetings of Property Owners shall be held in Worcester, Massachusetts, at such place as is stated in the call or notice.

Section III.4 Notice of Meetings. A written notice of each meeting of the Property Owners, stating the place, day and hour thereof and the purposes for which the meeting is called, shall be given by the Clerk to each Property Owner at least seven (7) days before the meeting by leaving such notice with such Property Owner or at such Property Owner's residence or usual place of business, or by mail, facsimile or telephone, directed to such Property Owner at such Property Owner's address as it appears upon the records of the Corporation. In case of the death, absence, incapacity or refusal of the Clerk, such notice may be given by any other Officer or by a person designated either by the Clerk or by the person or persons calling the meeting or by the Board of Directors. No notice of the time, place, or purposes of any regular or special meeting of the Property Owners shall be required to be given to any Property Owner who executes a written waiver of notice thereof, or who attends such a meeting.

Section III.5 Quorum of Property Owners, Voting. At any meeting of the Property Owners, a majority of the Property Owners whether present in person or by proxy, shall constitute a quorum, but a lesser number of Property Owners may adjourn any meeting from time to time, by vote of a majority thereof. When a quorum is present at any meeting, a majority of the Property Owners present and voting in person or by proxy shall, except where a larger vote is required by law or by these bylaws, decide any matter brought before such meeting. The Property Owners may vote by proxy pursuant to the provisions of M.G.L. c.180, §6A.

ARTICLE IV Board of Directors

Section 1.1 Composition. The number of Directors shall not exceed fifteen (15). The incorporator or incorporators shall fix the initial number and, within that number, elect the initial Board of Directors. Thereafter, the Property Owners at their Annual Meeting or at a Special Meeting called for that purpose, shall elect a Board of Directors to take office immediately upon election and to serve, in accordance with the law and these Bylaws.

The Board of Directors shall have the following minimum representation, when there are no vacancies:

- a. One (1) director from college or university with presence in district;
- b. One (1) director from City Manager appointment;
- c. One (1) director from a property owner of an assessment greater than or equal to \$2M;
- d. One (1) director from a property owner of an assessment less than \$2M;
- e. One (1) director from a non-profit/institutional property owner;
- f. One (1) director as a commercial office tenant;
- g. One (1) director from a large performing arts institution;
- h. One (1) director as a resident of the district; and
- i. Seven (7) directors as at-large stakeholders.

Section IV.1 Term. Once elected to the Board, Directors are eligible to serve an initial three year term. No Director shall serve for more than three consecutive three-year terms for a total of nine years, except that an officer, may, if re-elected, continue to serve in that office for not more than one additional year beyond his or her term limit. Directors who have served the maximum consecutive terms may be re-elected to the Board of Directors after an interval of not less than one year.

Section IV.2 Powers. The Board of Directors shall have and may exercise all the powers of the Corporation as provided by Chapter 180 of the Massachusetts General Laws. Except as limited by law, or where approval of the Property Owners is required hereunder, the Board of Directors may by vote, contract or otherwise, delegate or otherwise make provision for the proper management and operation of the Corporation.

Section IV.3 Regular Meetings. Regular meetings of the Board of Directors shall be held at such places, within or without the City of Worcester, and at such times as the Board of Directors may from time to time determine. Written notice of a regular meeting of the Board of Directors shall be given at least seven (7) days before the meeting by leaving such notice with the Director or at the Director's residence or usual place of business, or by mail, email, facsimile or telephone, directed to such Director at the Director's address as it appears upon the books of the Corporation. No notice to the Directors shall be required for any regular meeting held at a time and place fixed in advance by the Board of Directors, if notice of the times and places so fixed for regular meetings shall have been given to such Director within the same calendar year, in writing, as specified above.

Section IV.4 Special Meetings. Special meetings of the Board of Directors may be held at any time and at any place, within the City of Worcester, when called by the Chair or by two (2) or more Directors, reasonable notice thereof being given to each Director by the Clerk, or, in case of the death, absence, incapacity, or refusal of the Clerk, by the Chair or Directors calling the meeting, or at any time without call or formal notice, provided all the Directors are present or waive notice thereof by a writing which is filed with the records of the meeting. In any case, it shall be deemed sufficient notice to a Director to send notice by mail, at least forty-eight (48) hours before the meeting, or by facsimile, telephone or hand-delivery, at least twenty-four (24) hours before the meeting, addressed to the Director at the Director's usual or last known business or residence address.

Section IV.5 Annual Meetings. The Annual Meeting of the Directors shall be held on the be determined by the Board of Directors consistent with the Annual Meeting of the Property Owners, time and place to be determined by the Board of Directors. Purposes for which an Annual Meeting is to be held, in addition to those prescribed by law, and by these Bylaws, may be specified in the Notice of Meeting. If such Annual Meeting is omitted on the day herein provided therefor, a Special Meeting may be held in place thereof, and any business transacted or elections held at such meeting shall have the same effect as if transacted or held at the Annual Meeting, and in such case such reference in these Bylaws to the Annual Meeting of the Directors shall be deemed to refer to such Special Meeting. A written notice of the Annual Meeting or meeting in lieu thereof, stating the place, day and hour thereof and the purposes for which the meeting is called, shall be given by the Clerk to each Director at least seven (7) days before the meeting. In case of the death, absence, incapacity or refusal of the Clerk, such notice may be given by any other Officer or by a person designated either by the Clerk or by the person or persons calling the meeting or by the Board of Directors.

Section IV.6 Quorum and Voting. At any meeting of the Directors, a majority of the Directors then in office shall constitute a quorum for the transaction of business, but a lesser number may adjourn any meeting from time to time, by vote of a majority thereof, and the meeting may be held as adjourned without further notice. When a quorum is present at any meeting, the affirmative vote of a majority of the Directors in attendance thereat and voting on the question shall, except where a larger vote is required by law or by these Bylaws, decide any question brought before such meeting. In the event a vote of the Directors is required and needs to be taken by email, such matter of the vote shall be deemed passed if 100% of the Directors so vote by email.

Section IV.7 Meeting by Telecommunication. Members of the Board of Directors or any committee designated thereby may participate in a meeting of the Board or such committee by conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear such others at the same time, and participation by such means shall constitute presence in person at a meeting.

Section IV.8 Waiver of Notice. Notice of any meeting may be waived if each Director, by a writing filed with the records of the meeting, waives such notice or attends such meeting.

Section IV.9 Action By Written Consent. Any action by the Directors may be taken without a meeting if a written consent thereto is signed by all the directors and filed with the records of the Directors' meetings. Such consent shall be treated as a vote of the Directors for all purposes.

ARTICLE V Committees

Section V.1 Nominating Committee. The Board of Directors may from time to time create a Nominating Committee, which shall submit, at any meeting of the Property Owners or of the Board of Directors at which an election or elections are to be held, nominations for any offices, directorships or committee memberships to be filled at such meeting, whether due to expiration of term, vacancy or otherwise. The Nominating Committee may make rules not inconsistent herewith for the holding and conduct of its meetings.

Section V.2 Other Committees. The Board of Directors or the Chair may, from time to time, create and abolish such other committees as may be necessary or desirable for the conduct of the business of the Corporation. Except as the Directors may otherwise determine, any committee may make rules for the conduct of its business, but unless otherwise provided by the Directors or in such rules, its business shall be conducted in a manner similar to that provided in these bylaws for the Directors.

ARTICLE VI Officers

Section VI.1 Election. The Officers of the Corporation shall consist of a Chair, a Vice Chair, a Treasurer and a Clerk. Other Officers, their powers and their terms of office, may be prescribed by a majority of Directors from time to time. All Officers shall be elected by the Directors at an Annual Meeting of the Directors, or at any meeting as so required.

Section VI.2 Qualification and Powers. Each Officer, except the Clerk, shall be a Director. So far as is permitted by law, any two (2) or more offices may be filled by the same person. Subject to law and to the other provisions of these Bylaws, each Officer shall hold office for a term of one (1) year and until a successor is elected and takes office, or until the Officer sooner dies, resigns, is removed, or becomes disqualified. Each Officer shall, subject to these Bylaws, have in addition to the duties and powers herein set forth, such duties and powers as are commonly incident to the office and such duties and powers as the Board of Directors shall from time to time designate.

Section VI.3 Chair, Vice Chair. The Chair shall be the chief volunteer officer of the Corporation and, shall have and discharge such duties as the Board of Directors shall, from time to time, direct. The Chair shall preside at all meetings of the Board of Directors and the Executive Committee, if there be one. The Vice Chair shall preside at all meetings of the Board of Directors at which the Chair is not present.

Section VI.4 Clerk. The Clerk or a designee shall keep the records of all meetings of the Board of Directors and committees of the Board.

Section VI.5 Treasurer. The Treasurer shall, subject to the direction and under the supervision of the Board of Directors, have general charge of the financial concerns of the Corporation and the care and custody of the funds, securities, and valuable papers of the Corporation, except the Treasurer's own bond, if any, and shall have power to endorse for deposit or collection all notes, checks, drafts, and other obligations and orders for the payment of money payable to the Corporation or its order, and to accept drafts on behalf of the Corporation. The Treasurer shall keep, or cause to be kept, accurate books of account, which shall be the property of the Corporation, and, if required by the Board of Directors, shall give bond for the faithful performance of the duties of the office in such form, in such sum, and with such sureties as the Board of Directors shall require.

ARTICLE VII

Resignations, Removals and Vacancies

Section VII.1 Resignations and Removals. A Director, Officer or agent may resign at any time by delivering his or her resignation in writing to the Chair or Clerk or to a meeting of the Board of Directors. The Property Owners may, by vote at any meeting called for the purpose, remove from office any Director or Directors, with or without cause. The Board of Directors may remove from office any Director, with or without cause, by vote of two-thirds (2/3) of the Directors then in office, exclusive of the Director who is the subject of the vote. The Board of Directors may remove from office, with or without cause, any Officer appointed or elected by the Board or terminate or modify the authority of any such Officer or any agent.

Section VII.2 Vacancies. If the position of any Director becomes vacant, by reason of death, resignation, removal, disqualification or otherwise, the Property Owners may elect a successor, which election may be held at the same meeting at which a former Director resigns or is removed. Any vacancy on any committee of the Board may be filled by the Directors. If any office becomes vacant, the Board of Directors may elect or appoint a successor. Each such successor shall hold office for the unexpired term and until a successor shall be elected or appointed and qualified, or, if sooner, until death, resignation, removal or disqualification. The Board of Directors shall have and may exercise all its power notwithstanding the existence of one (1) or more vacancies in its number.

ARTICLE VIII

Indemnification

Section VIII.1 Officers and Directors. The Corporation shall, to the extent legally permissible, indemnify its Officers and Directors, and their respective heirs, executors, administrators or other representatives from any costs, expenses, attorney's fees, amounts reasonably paid in settlement, fines, penalties, liabilities and judgments incurred while in office or thereafter by reason of any such Officer or Director's being or having been an Officer or Director of the Corporation or by reason of such Officer or Director's serving or having served at the request of the Corporation as Director, Officer, employee, or other agent of another organization, or in any capacity with respect to any employee benefit plan, unless with respect to the matter as to which indemnification is sought the Officer or Director shall have been or is adjudicated in any proceeding not to have acted in good faith in the reasonable belief that his or her action was in the best interests of the Corporation. Such indemnification may include payment by the Corporation of expenses incurred in defending a civil or criminal action or proceeding in advance of the final disposition of such action or proceeding, upon

receipt of an undertaking by the person to be indemnified to repay such payment if he or she shall be not entitled to indemnification under this paragraph.

Section VIII.2 Employees and Agents. The Corporation, to the extent legally permissible, may, in its discretion, indemnify its employees and other agents, including but not limited to its volunteers, from any costs, expenses, attorney's fees, amounts reasonably paid in settlement, fines, penalties, liabilities and judgments incurred while in office or thereafter by reason of any such person's being or having been an employee or agent of the Corporation or by reason of such person's serving or having served at the request of the Corporation as Director, Officer, employee, or other agent of any other organization, or in any capacity with respect to any employee benefit plan, unless with respect to the matter as to which indemnification is sought the employee shall have been or is adjudicated in any proceeding not to have acted in good faith in the reasonable belief that the Director's action was in the best interests of the Corporation. Such indemnification may include a payment by the Corporation of expenses incurred in defending a civil or criminal action or proceeding in advance of the final disposition of such action or proceeding, upon receipt of an undertaking by the person to be indemnified to repay such payment if he or she shall be not entitled to indemnification under this section. In determining whether to provide indemnification under this paragraph, the Corporation may consider, among other factors, whether and to what extent insurance is or was available to the person seeking indemnification and whether and to what extent insurance is available to the Corporation for such indemnification.

Section VIII.3 Determination. The determination whether an Officer or Director is entitled to indemnification and the determination whether the Corporation will indemnify an employee or other agent shall be made at a meeting of the Board of Directors by a disinterested majority of the Directors present thereat, provided that there is an opinion in writing of counsel retained by the Corporation to the effect that such Officer, Director, employee or other Agent appears to have acted in good faith in the reasonable belief that his/her action was in the best interests of the Corporation.

ARTICLE IX Liability to Corporation

Section IX.1 No Officer or Director shall be personally liable to the Corporation for monetary damages for breach of fiduciary duty as an Officer or Director, notwithstanding any provision of law imposing such liability; provided, however, that this provision shall not eliminate or limit the liability of an Officer or Director (i) for any breach of the Officer's or Director's duty of loyalty to the Corporation, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, or (iii) for any transaction from which the Officer or Director derived an improper personal benefit.

ARTICLE X Fiscal Year

Section X.1 Fiscal Year. Except as from time to time otherwise may be prescribed by the Board of Directors, the fiscal year of the Corporation shall end on the last day of June.

ARTICLE XI Amendments

Section XI.1 Amendments. These Bylaws may be altered, amended or repealed in whole or in part by vote of two-thirds of the Directors then in office, except with respect to Section 4.1 hereof, which may only be amended by the Property Owners. These Bylaws may also be altered, amended or repealed in whole or in part by vote of two-thirds of the Property Owners present in person or by proxy at any duly called meeting of the Property Owners at which a quorum is present and for which the notice identifies that one purpose of the Meeting is to consider changes in these bylaws, unless law, the Articles of Organization or these Bylaws requires a different vote.

[Signature]

Examiner

The Commonwealth of Massachusetts

William Francis Galvin

Secretary of the Commonwealth

One Ashburton Place, Room 1717, Boston, Massachusetts 02108-1512

ARTICLES OF ORGANIZATION

(General Laws, Chapter 180)

[Signature]
Name
Approved

ARTICLE I

The exact name of the corporation is:

Downtown Worcester Business Improvement District, Inc.

ARTICLE II

The purpose of the corporation is to engage in the following activities:

The purpose of this Corporation is to develop, implement, manage, operate, enhance and promote the general welfare of the people within the designated Downtown Worcester Business Improvement District ("District"), through activities, programs, and services to include but not be limited to marketing, maintenance, security, planning and physical improvements to the District all being supplemental to those provided by the City of Worcester (the "Improvements"). The purpose of such Improvements is to enhance the District as a place to live, conduct business, shop and visit, all as further described in the Downtown Worcester Business Improvement District Plan, as amended and as approved by the Worcester City Council; and to exercise any rights and powers set forth in Chapter 400 of the General Laws of Massachusetts; and to engage in any business which may lawfully be carried on by a Corporation formed under Chapter 180 of the General Laws of Massachusetts, and which is not inconsistent with any exemption from federal income tax which the Corporation may receive under Section 501(c) of the Internal Revenue Code.

- C
- P
- M
- R.A.

7

P.C.

Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on one side only of separate 8 1/2 x 11 sheets of paper with a left margin of at least 1 inch. Additions to more than one article may be made on a single sheet so long as each article requiring each addition is clearly indicated.

ARTICLE III

A corporation may have one or more classes of members. If it does, the designation of such classes, the manner of election or appointments, the duration of membership and the qualification and rights, including voting rights, of the members of each class, may be set forth in the by-laws of the corporation or may be set forth below:

Not applicable at this time.

ARTICLE IV

**Other lawful provisions, if any, for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the corporation, or of its directors or members, or of any class of members, are as follows:

See Article IV Continuation Pages.

ARTICLE V

The by-laws of the corporation have been duly adopted and the initial directors, president, treasurer and clerk or other presiding, financial or recording officers, whose names are set out on the following page, have been duly elected.

***If there are no provisions, state "None".*

Note: The preceding four (4) articles are considered to be permanent and may only be changed by filing appropriate Articles of Amendment.

ARTICLE IV CONTINUATION PAGES

The Corporation shall have the following powers in furtherance of its corporate purposes;

- (a) The Corporation shall have perpetual succession in its corporate name.
- (b) The Corporation may sue and be sued.
- (c) The Corporation may have a corporate seal which it may alter at pleasure.
- (d) The Corporation may subject to the Bylaws of the Corporation, if in effect and applicable elect or appoint directors, officers, employees and other agents, fix their compensation and define their duties and obligations.
- (e) The Corporation may purchase, receive or take by grant, gift, devise, bequest or otherwise lease, or otherwise acquire, own, hold, improve, employ, dispose of and use and otherwise deal in and with, real or personal property, or any interest therein, in an unlimited amount.
- (f) The Corporation may solicit and receive contributions from any and all sources and may receive and hold, in trust or otherwise, funds received by gift or bequest.
- (g) The Corporation may sell, convey, lease, exchange, transfer or otherwise dispose of, or mortgage, pledge, encumber or create a security interest in, all or any of its property, or any interest therein, wherever situated.
- (h) The Corporation may purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, employ, sell, lend, lease, exchange, transfer, or otherwise dispose of, mortgage, pledge, use and otherwise deal in and with, bonds and other obligations, shares, or other securities or interests issued by others, whether engaged in similar or different business, governmental, or other activities.
- (i) The Corporation may make contracts, give guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds and other obligations, and secure any of its obligations by mortgage, pledge or encumbrances of, or security interest in, all or any of its property or any interest therein, whenever situated.
- (j) The Corporation may contract with the City of Worcester to receive funds specially assessed to carry out the Improvements planned for the District.
- (k) The Corporation may contract with other persons, firms and corporations to provide the services and carry out the Improvements planned for the District.

- (l) The Corporation may make donations in such amounts as the members or directors shall determine, irrespective of corporate benefit, for the public welfare or for community fund, hospital, charitable, religious, educational, scientific, civic or similar purposes, and in time of war or other national emergency in aid thereof; provided that, as long as the Corporation is entitled to exemption from federal income tax under Section 501(c) of the Internal Revenue Code, it shall make no contribution for other than charitable, scientific, testing for public safety, literary, or educational purposes or for the prevention of cruelty to children or animals.
- (m) The Corporation may make recommendations to the City of Worcester and its City Council with respect to any matter involving or relating to the District.
- (n) The Corporation may be an incorporator of other corporations of any type of kind to the extent that it does not deprive the Corporation of its exemption from federal income taxation under Section 501(c) of the Internal Revenue Code.
- (o) The Corporation may be a partner in any business enterprise which it would have power to conduct by itself.
- (p) The directors may make, amend or repeal the Bylaws in whole or in part, except with respect to any provision thereof which Bylaw or the Bylaws require action by the members.
- (q) No part of the assets of the Corporation and no part of any net earnings of the Corporation shall be divided among or inure to the benefit of any officer, director or member of the Corporation or any private individual or be appropriated for any purposes other than the purposes of the Corporation as herein set forth; no substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting, in influence legislation except to the extent that the Corporation makes expenditures for purposes of influencing legislation in conformity with the requirements of Section 501(h) of the Internal Revenue Code; and the Corporation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidate for public office. It is intended that the Corporation shall be entitled to exemption from federal income tax under Section 501(c) of the Internal Revenue Code and shall not be a private foundation under Section 509(a) of the Internal Revenue Code.
- (r) Upon the liquidation or dissolution of the Corporation, after payment of all of the liabilities of the Corporation or due provision therefore, all of the assets of the Corporation shall be disposed of to one or more organizations exempt from federal income tax under Section 501(c) of the Internal Revenue Code.
- (s) In the event that the Corporation is a private foundation as that term is defined in Section 509 of the Internal Revenue Code, then notwithstanding any other provisions

of the Articles of Organization or the Bylaws of the Corporation, the following provisions shall apply:

- (i) The directors shall distribute the income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code.
 - (ii) The directors shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code; nor retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code; nor make any investments in such manner as to incur tax liability under Section 4944 of the Internal Revenue Code; nor make any taxable expenditures as defined in Section 5945(d) of the Internal Revenue Code.
- (t) The Corporation shall have and may exercise all powers necessary or convenient to effect any or all of the purposes for which the Corporation is formed; provided, however, that no such power shall be exercised in a manner inconsistent with M.G.L. Chapter 180 or any other chapter of the General Laws of the Commonwealth of Massachusetts; and provided, further, that the Corporation shall not engage in any activity or exercise any power which would deprive it of any exemption from federal income tax which the Corporation may receive under Section 501(c) of the Internal Revenue Code.
- (u) All references herein: (i) to the Internal Revenue Code shall be deemed to refer to the Internal Revenue Code of 1986 as now in force or hereafter amended; (ii) to the General Laws of the Commonwealth of Massachusetts, or any chapter thereof, shall be deemed to refer to said General Laws chapter as now in force or hereafter amended; and (iii) to particular sections of the Internal Revenue Code or the General Laws of the Commonwealth of Massachusetts shall be deemed to refer to similar or successor provisions hereafter adopted.
- (v) No director or officer of the Corporation shall be personally liable to the Corporation or its members for monetary damages for breach of fiduciary duty as such director or officer notwithstanding any provision of law imposing such liability, except to the extent that such exemption from liability is not permitted under Chapter 180 of the Massachusetts General Laws.

ARTICLE VI

The effective date of organization of the corporation shall be the date approved and filed by the Secretary of the Commonwealth. If a *later* effective date is desired, specify such date which shall not be more than *thirty days* after the date of filing.


ARTICLE VII

The information contained in Article VII is not a permanent part of the Articles of Organization.

a. The street address (post office boxes are not acceptable) of the principal office of the corporation in *Massachusetts* is:

2 Southbridge Street, Worcester, Massachusetts 01608

b. The name, residential address and post office address of each director and officer of the corporation is as follows:

	NAME	RESIDENTIAL ADDRESS	POST OFFICE ADDRESS
President:	Troy R. Siebels		
Treasurer:	Julie A. Holstrom		
Clerk:	Steven J. Carter		
Directors: (or officers having the powers of <i>directors</i>)	Troy R. Seibels		
	Julie A. Holstrom		
	Steven J. Carter		

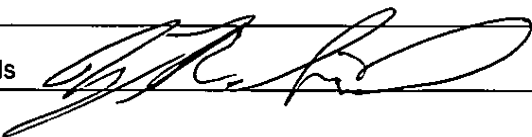
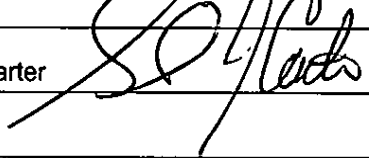
c. The fiscal year of the corporation shall end on the last day of the month of: June

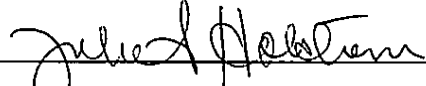
d. The name and business address of the resident agent, if any, of the corporation is:

Troy R. Siebels, 

I/We, the below signed incorporator(s), do hereby certify under the pains and penalties of perjury that I/we have not been convicted of any crimes relating to alcohol or gaming within the past ten years. I/We do hereby further certify that to the best of my/our knowledge the above-named officers have not been similarly convicted. If so convicted, explain.

IN WITNESS WHEREOF AND UNDER THE PAINS AND PENALTIES OF PERJURY, I/we, whose signature(s) appear below as incorporator(s) and whose name(s) and business or residential address(es) are clearly typed or printed beneath each signature, do hereby associate with the intention of forming this corporation under the provisions of General Laws, Chapter 180 and do hereby sign these Articles of Organization as incorporator(s) this 28th day of November, 2018,

Troy R. Siebels  Steven J. Carter 

Julie A. Holstrom 

Note: If an existing corporation is acting as incorporator, type in the exact name of the corporation, the state or other jurisdiction where it was incorporated, the name of the person signing on behalf of said corporation and the title he/she holds or other authority by which such action is taken.

THE COMMONWEALTH OF MASSACHUSETTS

7656

ARTICLES OF ORGANIZATION

(General Laws, Chapter 180)

SECRETARY OF THE
COMMONWEALTH
2018 DEC -3 AM 11:32
CORPORATIONS DIVISION

I hereby certify that, upon examination of these Articles of Organization, duly submitted to me, it appears that the provisions of the General Laws relative to the organization of corporations have been complied with, and I hereby approve said articles; and the filing fee in the amount of \$ 35.00 having been paid, said articles are deemed to have been filed with me this 3 day of December 20 18.

Effective date: _____



WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth

1321340

TO BE FILLED IN BY CORPORATION

Contact information:

Robert J. Hennigan, Jr., Esquire

Worcester, MA 01608

Telephone: _____

Email: _____

Upon filing, a copy of this filing will be available at www.sec.state.ma.us/cor. If the document is rejected, a copy of the rejection sheet and rejected document will be available in the rejected queue.

NOTES

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NOTES

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