



Shrewsbury, Massachusetts

MASSACHUSETTS DOWNTOWN INITIATIVE



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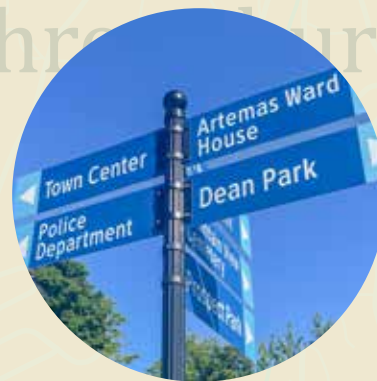
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Project Overview

The Town of Shrewsbury, MA secured a Massachusetts Downtown Initiative Grant to evaluate the feasibility of creating a Business Improvement District (BID) in the Town Center of Shrewsbury, MA. The creation of a BID will establish a dedicated organization that would provide supplemental programs, services, and advocacy for the Town Center. The BID would undertake activities to attract businesses, investment, customers, and residents to the Town Center of Shrewsbury. These activities could include marketing and events, placemaking, business development and advocacy. The goal of the MDI project was to determine the feasibility of a BID in Town Center, identify the potential leadership to steer the effort, and identify the next steps toward implementation. Initially the Shrewsbury Town Center Association expressed interest in taking the lead, but transitioned to the Town for leadership during the feasibility phase of this project. The project approach included outreach to property owners and other stakeholders to explore program priorities, financial sustainability, educate stakeholders on the BID model, build consensus, and identify champions from both the private and public sectors to lead the development of a Town Center BID.



Community Outreach / Education Process

Staff and Funding The Town of Shrewsbury secured a Massachusetts Downtown Initiative Technical Assistance funding for technical assistance support. Additionally, the Town committed staff to and support the study. The Planning and Economic Development Department, and other Town departments were instrumental in launching and supporting this study by providing base line maps, a database of property owners, research, event coordination, survey management, and administrative support. The Town has been the major champion at this phase in the project.

Shrewsbury Town Center Association The Shrewsbury Town Center Association provided initial support for the concept of developing a BID in Town Center. The organization provided feedback and input into district needs and priorities.

Community Outreach and Engagement The Town of Shrewsbury was committed to an inclusive community engagement process to gain input from Town Center stakeholders. The goal of this process was two-fold – first to get input from property owners, businesses, and other stakeholders about their aspirations and priorities for Town Center and second, to educate these stakeholders on a BID model that could be implemented to help achieve those priorities. Different tactics were employed in this process.

- **Survey** The Town and consultant developed a survey of stakeholder property owners and businesses through the Shrewsbury Town Center Association, Town website, and social media to gain feedback on specific projects, and priorities for the proposed district. There was a limited response to the surveys. The survey instrument was used as a discussion tool for follow up conversations with stakeholders..
- **Other Community Outreach – One-on-one conversations with key stakeholders** Town staff and MDI consultant held individual conversations with key stakeholders and Town officials. These meetings included larger property owners, new developers and investors. The purpose of these meetings with stakeholders was to identify their concerns, priorities and perceived opportunities that may be addressed by the BID. Additionally, the one-on-one conversations were helpful in evaluating interest and potential leadership for a more formal steering committee to undertake the effort to form the BID. The surveys provided additional insight on specific programs/ projects of interest and respondents willingness to pay for these supplemental programs.

Key Findings The following priorities have been identified for the Town Center BID :

- Address parking access, signage, and management to utilize limited parking.
- Market and brand the Town Center as an attractive place to live, work, play or locate a business by providing a coordinated and comprehensive strategy.
- Improve the physical appearance of Town Center to make it more cohesive – holiday decorations and flowers.
- Attract more businesses that create more reasons to visit Town Center.
- Capitalize on new developments.

Parking As with many communities, parking is a significant consideration in the Town Center of Shrewsbury. Some properties have existing parking for their personal use. There is concern that proposed new development will add pressure to the perceived availability of parking in the Town Center. The identification of potential new or shared parking options, signage, and promotion of parking alternatives could be opportunities for the BID to pursue. There was consensus that a unified voice and strategy to address parking needs would be a priority of property owners in the proposed district.

BID Priorities

Marketing Property owners and businesses expressed interest in marketing, branding, and advertising strategies that would help establish the district as a destination, and market individual businesses and events in a consistent and sustainable way. Collective marketing, social media, and calendars were suggested approaches that could be accomplished through a BID. The purpose of marketing efforts would be to promote businesses, increase foot traffic, and communicate activity in the Town Center.



Enhance Appearance of the Town Center Property owners and businesses desire to improve the physical appearance of the Town Center through beautification efforts, flowers, holiday lighting, and other activities that could be accomplished through a BID. These activities reinforce the strategy of establishing the Town Center as an attractive and welcoming place to visit, live or shop. Additionally, the stakeholders support efforts to activate vacant buildings and improve the overall appearance of properties within the district.

Attract Businesses and Create Reasons for People to Come to Town Center Property owners and businesses are supportive of activities that will attract new businesses and create opportunities for people to visit. There is an opportunity to build on popular seasonal events and other activities that bring people to the Town Center.

New Development Proposed new development in the Town Center has generated mixed opinions about impacts and opportunities. New investment in the Town Center could be an opportunity to capitalize on new energy, more residents, and investment in the Town Center.

Addendum 1 – Town Center Survey

BID Organizational Road Map

District Analysis

When there is consensus of support and timing among Town Center stakeholders and the Town of Shrewsbury to form a BID, organizers will execute the following basic roadmap. This roadmap will outline the path for the formation of a Shrewsbury Town Center BID addressing the following components:

1. Leadership
2. Analysis of BID District
3. Petition, Signature Campaign and Legislative Authorization Process
4. Legal Requirements for a BID/ BID Petition
5. Staffing and Governance
6. Create a Sustainable Financial Structure for the BID

Basic Organizational Steps to Form a BID

Forming a Business Improvement District requires basic organizational steps. Some of these basic steps have been completed during the feasibility study.

These include:

- Test the feasibility.
- Conduct community outreach and education to identify program priorities.
- Educate and build stakeholder support.
- Develop a district plan.
- Develop a budget.
- Finalize boundaries.
- Secure private and political support.

The next phase of this project will be to develop an organizing BID Steering Committee, secure commitments for support, initiate the legal process, and form the governance structure to staff and manage the organization.

A BID may require more up-front effort to demonstrate property owner support and secure legislative approval but will result in a dedicated sustainable revenue stream from a BID fee to support the specific programs identified in the district improvement plan. Property owners within the district reauthorize the BID every 5 years or dissolve the organization. The BID fee may also be supplemented by additional revenue sources such as grants, sponsorships, event revenue, State, and local support etc.

1. Leadership

A Strong BID Steering Committee

The Steering Committee comprised of key property owners, businesses, Town, and other stakeholders will provide leadership and feedback throughout the BID formation process. Ideally this leadership will dovetail with the Shrewsbury Town Center Association and continue to build on their efforts to support the Town Center. The Chairperson will serve as general spokesperson and leader for the effort. The chair or co-chairs should be Town Center business or property owners who will lead the effort. The committee should be representative of the types and mix of property owners within the district, including residential, government, nonprofit and cultural, and commercial, and possess the capacity to lead the effort. 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 that make up the Town Center. This group will steward the organizational development of the BID. It is important to establish a time limit for commitment and roles and responsibilities for Steering Committee members.

Addendum 2 - Roles and Responsibilities of Steering Committee

Support Staff and Start up Resources

The Steering Committee should seek start up support staff to provide the “boots on the ground” to assist the Steering Committee effort. This may be possible with a partnering organization, funding from foundations, Town, or state programs. The Town may apply for technical assistance grants through One Stop or MDI program for further start up assistance for the next phase of the project.

2. BID District Analysis

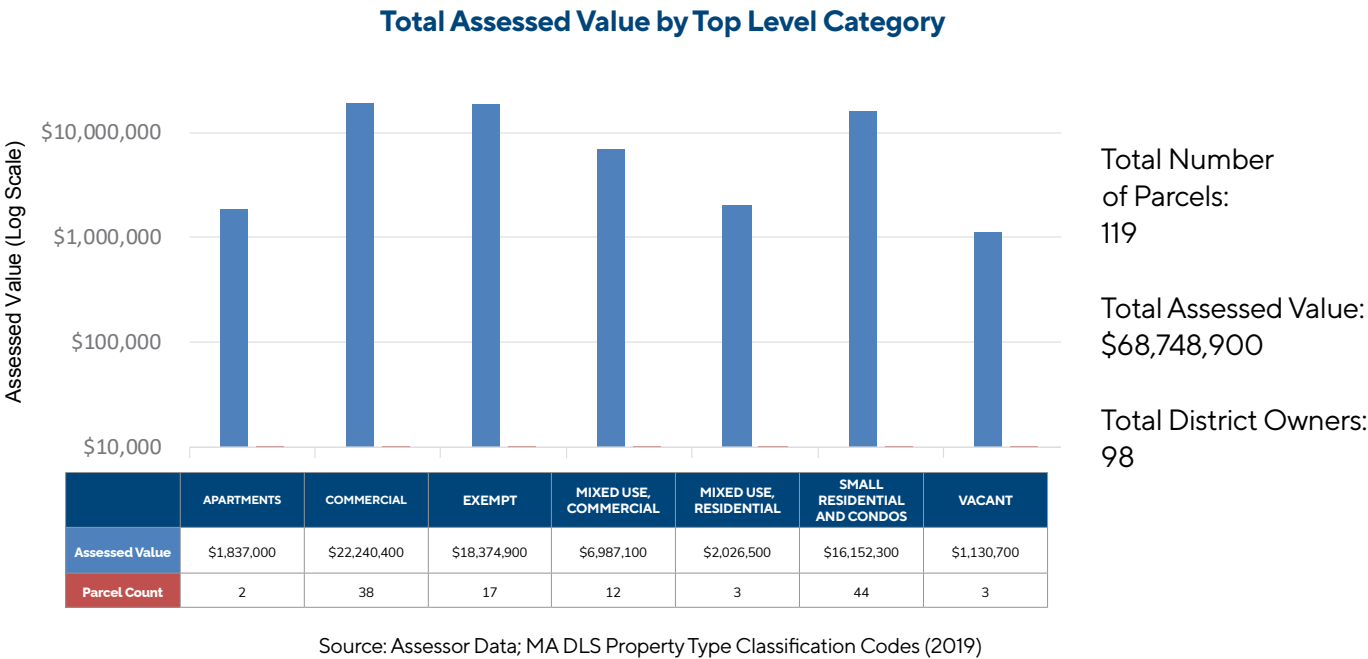
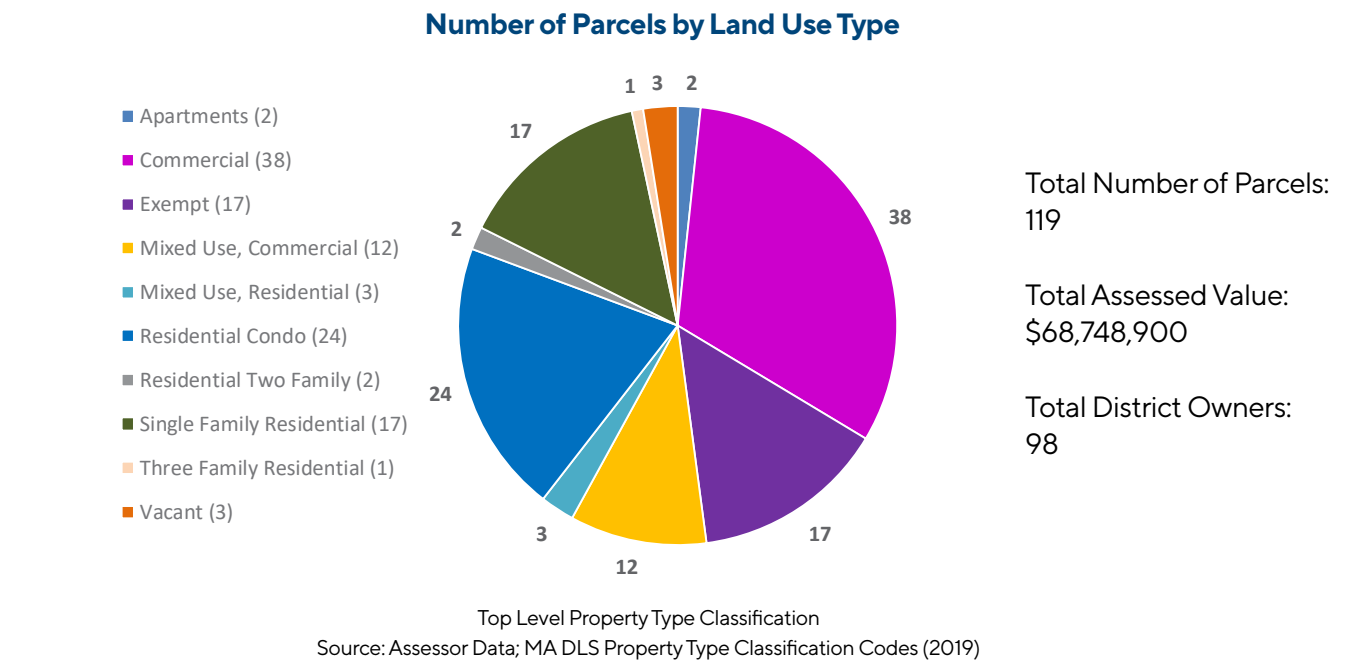
The proposed Town Center BID has 119 parcels with a total value of the proposed district is \$68,748,900.00. The land use is a mix of commercial, small residential, mixed use and public and non-profit properties. The district has some small residential properties including residential condominiums. Most BIDs exempt small residential units and residential condominiums from the BID fee structure and petition process. It is recommended that Shrewsbury follow this approach, and remove these small residential units from the BID fee formula. Removing the small residential units and condominiums results in a total of 75 parcels with 54 distinct owners with a total district value of \$56,596,600.00.

The following set of graphics will show the distribution of value, land use and details of residential parcels within the district. Understanding the nuances of the district and its composition will inform the fee structure, potential partnerships, and key stakeholders needed to generate support for the BID concept. The preliminary BID boundaries used for this study may be adjusted to meet community needs and preferences.



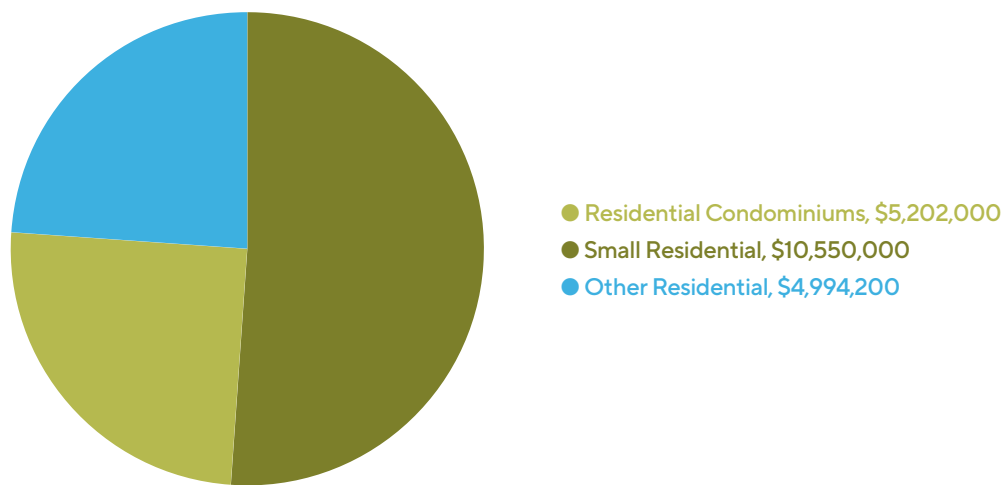
Boundaries — Town Center BID Boundaries

The graphics below that shows the number of parcels by land use type and by assessed value.



Residential Analysis The Town Center has a number of residential units including small residential units, apartments and residential condominiums. Most BIDS exempt small residential units from the BID formation will address residential parcels in the proposed district (small residential and condos) and include residential apartments buildings. A decision on how the Town Center BID will address small residential units will impact the total valuation and property count for the petition to form the BID. For the purposes of this analysis, small residential (under 4 units) and residential condominiums are considered exempt.

Residential Breakdown — Assessed Value Shrewsbury Town Center Residential Data



Source: Assessor Data; MA DLS Property Type Classification Codes (2019)

Shrewsbury Town Center Parcel Analysis

Property Categories to Consider	District Owners	Number of Parcels	Assessed Value
1. <i>Small Residential</i> *			
*Defined by the following sub-categories only: single-family, two-family, three-family, multiple houses on one parcel	20	20	\$15,132,100
2. Residential Condominiums	24	24	\$5,202,000
3. Tax-Exempt Properties		17	\$18,374,900
2a. Public / Government	5	5	\$8,310,800
2b. Charitable/Religious/Other-Exempt	12	12	\$10,064,100

➤ **All Parcels *Excluding* Small Residential and Condominiums*:**

- Total Parcels: 75
- Total Assessed Value: \$52,596,600 | 51% = \$26,824,266
- Distinct Owners: 54
- Signature Threshold: 45
(60% of parcels, rounded up)

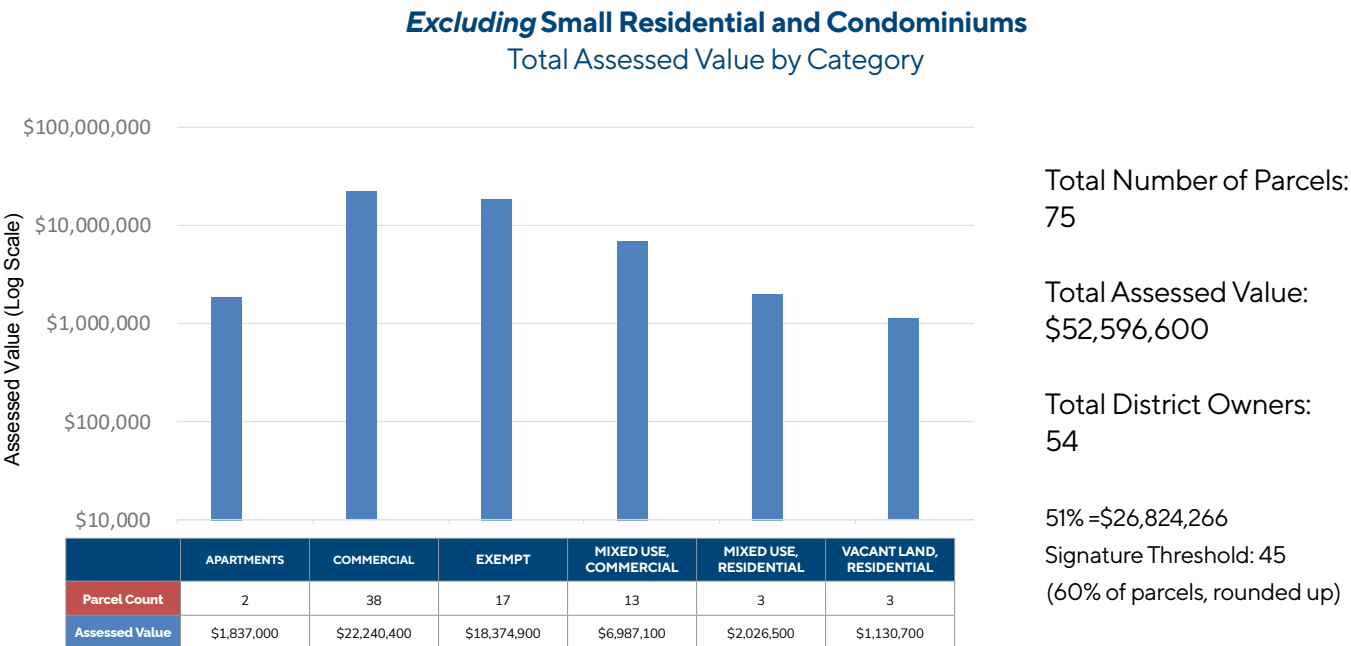
➤ **All Parcels *Excluding* Small Residential*, Residential Condominiums, AND *Excluding* Public/Government Tax Exempt Subset (line 2a above):**

- Total Parcels: 58
- Total Assessed Value: \$34,221,700 | 51% = \$17,453,067
- Distinct Owners: 37
- Signature Threshold: 35
(60% of parcels, rounded up)

Source: Assessor Data; MA DLS Property Type Classification Codes (2019)

Parcel Analysis and Recommended Approach

When forming a BID in any community, organizers will analyze land use, ownership, assessed value, and general composition of the proposed district. Each BID will make the decision on whether to exempt or exclude certain types of properties. Nonprofit properties may be exempt or included in the BID fee formula, depending on the individual community approach. Residential properties may also be exempt or included. Most BIDs exclude small residential properties but include nonprofits and public properties. The chart above explores the variables Town Center organizers will consider in deciding how to include certain types of properties in the proposed BID. The recommended approach for the Town Center BID is that all parcels excluding small residential, and condominiums should be included in this proposed BID. This would mean that the Town Center BID would have a total of 75 parcels with an assessed value of \$52,596,600.00. The BID would need 45 parcels owners representing \$26,824,600 in assessed value to support the petition to form the BID.

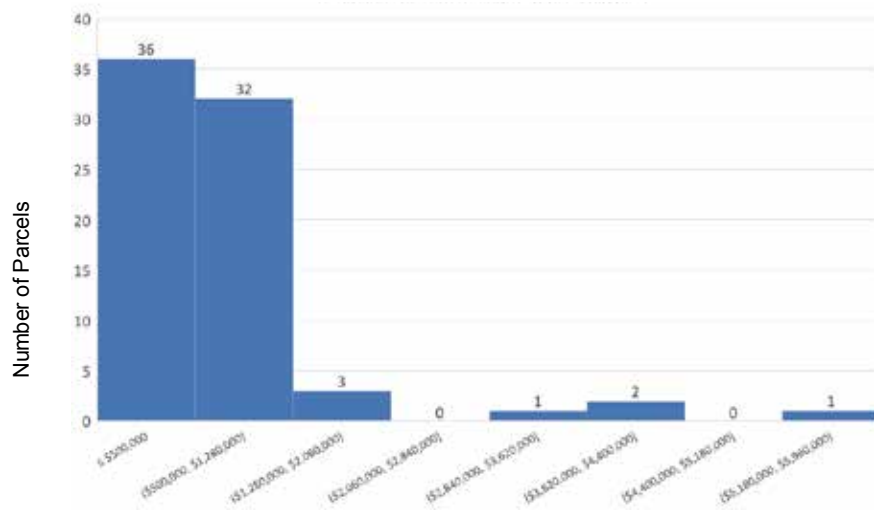


Source: Assessor Data; MA DLS Property Type Classification Codes (2019)

Excluding Small Residential and Condominiums

Approximately 86% of parcels have property values of under \$1 million

Number of Parcels by Assessed Value



Total Number of Parcels:
75

Total Assessed Value:
\$52,596,600

Total District Owners:
54

51% = \$26,824,266

Signature Threshold: 45
(60% of parcels, rounded up)

Source: Assessor Data; MA DLS Property Type Classification Codes (2019)

Most properties in the proposed BID (86%) have a value of under \$1 million. This is significant and will impact how the BID fee structure will be developed. The fee structure will need to take into consideration the few larger properties and how to develop a structure that is fair and balanced. Each BID will develop their unique fee structure. The addendum will illustrate fee structures from other Massachusetts BIDS as examples.

3. Petition, Signature Campaign and Legislative Approval Process

Forming a BID requires a formal petition and legislative approval as outlined in Massachusetts General Law Chapter 40(O).

The steps involved in this process include:

- Preparation of the BID petition
- Organize the petition campaign
- Communication to property owners
- Conduct the signature campaign
- Conduct legislative authorization process

The BID Petition

The petition process for forming a BID will require the coordinated effort of the Steering Committee and stakeholders to obtain signatures of 60% of the property owners that represent 51% of the district's assessed value to petition the Town of Shrewsbury Selectboard to form a BID. The petition includes the following components:

Addendum 3: Sample Petition

- **Property owner signature page.** The signature page will contain the block and parcel number for each property, address, owner name, address, and signature. The organizing committee will research the authorized signatory if the property is an LLC, trust, or other form of partnership. This information is available through the MA Attorney General's office.
- **BID Improvement Plan:** services, budget, fee structure
- **Hardship criteria** for the waiver or reduction of fees
- **Description of BID boundaries and site map**
- **Identity and location of BID management entity**
- **Property owner signatures** (60% of real property owners representing 51% of assessed value)

Organize the Petition Campaign

Campaign Strategy and Timeline - The signature campaign to form a BID in Shrewsbury Town Center will require a campaign strategy and timeline for completion. This roadmap will help keep the signature campaign organized and on target.

Consider approaching a campaign strategy as follows:

- Establish set check-in meetings to keep work on time and moving.
- Prepare executive summary and support materials.
- Develop the value proposition for property owners.
- Brief elected officials
- Establish a shared database with property owner contact information
- Sort database to identify property owners with multiple parcels /valuations and target their support.
- Assign outreach calls to Steering Committee and staff (if available). Make sure that the appropriate person is contacting their property owner peers.
- Obtain Steering Committee and stakeholder signatures before going public with petition campaign.
- Delegate responsibility for signature collection.
- Prepare media packages.

Coordinate with Key Town Officials

Additionally, the Steering Committee should meet with the Town Clerk, Assessor, and Town Solicitor to review the petition process and familiarize the key departments involved in the process to coordinate timing and work. Coordination with the Town staff will help ensure their cooperation in reviewing the petition and preparing for the legislative approval process, billing, and other activities.

Identify Additional Staff Support

A motivated team of knowledgeable and committed people engaged in getting signatures will accelerate the timeline to form a BID. Orchestrating the signature campaign requires the Steering Committee to evaluate the amount of time its members are realistically able to commit as volunteers to the effort. The volunteer Steering Committee may realize that they do not have the manpower or time to secure signatures of the number of property owners needed for the petition. The Steering Committee may decide to hire local part-time staff to help secure signatures and manage the campaign. The proposed Shrewsbury Town Center BID has a modest number of distinct property owners and may be able to conduct the signature campaign with a strong Steering Committee. Securing some addition “on the ground” support for this process is encouraged and will accelerate the process.

Communicate Plan and Value Proposition to Owners

Using the list of property owners provided by the Assessor’s office, mail an information piece to every property owner in the proposed BID. The Steering Committee should create an attractive executive summary including frequently asked questions, map, fee structure, district plan details, and budget summary to be used as part of the signature campaign. The BID Improvement Plan, including an Executive Summary, MOU, and other support material should be included. The packet should provide the value proposition and all information an owner would need to make an informed decision about supporting the BID.

The Value Proposition

Develop a clear value proposition that Steering Committee members can convey to property owners and other stakeholders on why they should support the creation of the BID. This should include the following information:

- Identify supplemental programs and services that will benefit tenants, owners, residents, and visitors to the Town Center. The BID programs are over and above what property owners and businesses receive from taxes.
- Leverage every dollar invested with other resources to deliver services at scale for greater impact.
- Target services specifically to the Town Center to address priorities.
- Manage the organization and budget through a Board of Directors.
- Provide sustainable and reliable funding/renewable every 5 years.
- Deliver professional management and execution of program.
- Ensure a unified voice and advocacy for Town Center priorities.
- Create an environment that welcomes investment, new and existing business, visitors, and residents.



Conduct a Signature Campaign

The Steering Committee will formally launch a signature campaign. The Town Center BID Steering Committee may secure key stakeholder signatures from committee members, Town, and other significant owners prior to the formal launch. This will provide momentum for the 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. 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, if available, 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 Town Clerk to request a public hearing on the formation of the BID. This submission starts the clock ticking on the legislative authorization process.

Signature Thresholds – What Do They Mean for the Town Center BID.

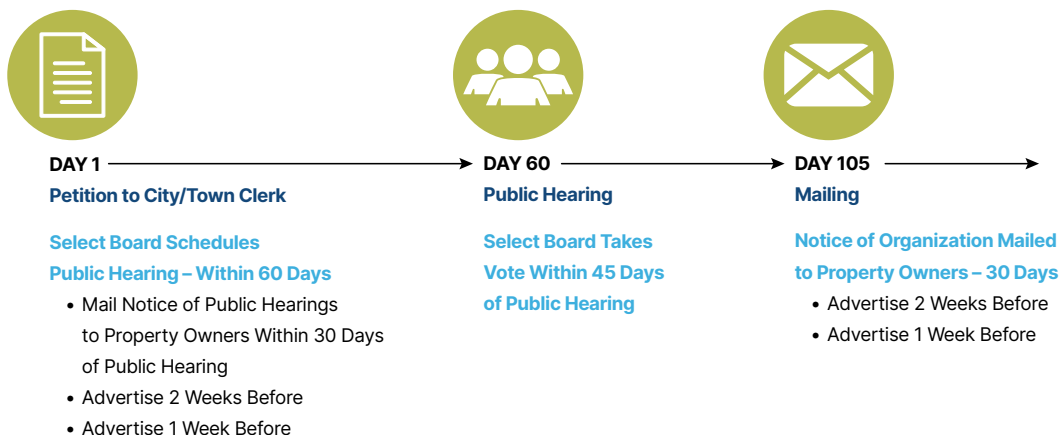
The BID must have the support of 60% of the real property owners in the district, representing 51% of the assessed valuation. Every eligible parcel in the district is considered a separate signature. The recommendation for the Town Center BID is that all parcels excluding small residential, and condominiums should be included in this proposed BID. This would mean that the Town Center BID would have a total of 75 eligible parcels with an assessed value of \$52,596,600.00. The BID would need 45 parcels owners representing \$26,824,600.00 in assessed value to support the petition to form the BID. In this analysis, tax exempt properties are included in the proposed BID.

Legislative Authorization Process

MGL Chapter 40 O requires a public hearing and formal vote to accept the petition and formally establish the BID district. The petition is submitted to the Town Clerk for review and certification that the signature thresholds have been met. The Town Clerk in turn will set a date for the public hearing and meeting of the selectboard for a vote on the petition. The statutory requirements and timeline for the process are outlined in the chart below. *Todd add legislative process graphic*

In preparation for the legislative authorization process, organizers should:

- Brief and prepare information packets for selectboard members.
- Identify supporting Select board members to offer the vote to accept the petition and prepare vote language.
- Work with the Town to mail notices to all property owners and advertise for the public hearing are required.
- Prepare presentation for public hearing and recruit supporters to speak in favor of the BID.
- Coordinate with Town to mail notice of organization to all owners upon approval.
- Submit petition to state within 30 days of vote.
- Coordinate and plan for billing process with Town.



4. Legal Organizational Requirements for a BID

Once the BID has been formed, the legal and administrative structure is established. Organizers will pursue the following steps to set up the BID organization :

Establish Bylaws and Articles of Organization.

Bylaws establish the governance of the BID. The bylaws will identify the composition of the Board of Directors and basic governance of the organization. Organizers should construct the Board of Directors to be inclusive and representative of the stakeholders within the district. The Articles of Organization will also be formed and filed with the Commonwealth to establish the entity.

Addendum 4 - Sample Bylaws

IRS Application for Nonprofit Status.

The BID board will apply for 501c3 nonprofit status with the Internal Revenue Service. BIDs are typically formed as 501c3 organizations. The 501c3 designation opens opportunities for the BID to accept charitable contributions and apply for grants that are only available to 501c3 organizations.

Governance - Establish Initial Board of Directors

BIDs are typically nonprofit entities formed as 501c3 type organizations and managed by a Board of Directors comprised of stakeholders and/or property owners (BID). The Board of Directors has a fiduciary responsibility for the organization's budget, hires and oversees the staff of the organization. The board should be representative of the variety of tenants and property owners that make up the district including commercial, residential, nonprofit, and institutional stakeholders. The organization's bylaws establish the composition, length of terms, and number of board members. The BID should establish a process to solicit interest from stakeholders to serve on the Board of Directors or various committees. The BID should also make every effort to form the strongest, most inclusive, and representative board possible to make sure all voices of the district are included.

5. Staffing

The BID will establish office space within the district and engage the necessary management staff to execute the district plan in a professional and cost-effective manner. The organization will operate under the direct control of the Board of Directors, which will be responsible for staff management, establishing fund accounts, and internal controls. The alternative to staff management directly from the Board of Directors would be contracting for management services to another organization. The Board of Directors would retain fiduciary responsibility for the organization but would not be solely responsible for the hiring and management of staff.

Most BIDs maintain a small professional staff. Staffing is contingent on the program components 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 through the International Downtown Association to determine the appropriate salary ranges for professional staff based on the proposed budget and program of services outlined in the District Plan.

Opportunities for Partnerships for Shared Staff

The Town Center BID is going to be a small BID with modest resources. Small BIDs frequently seek opportunities to collaborate or partner with other organizations to leverage staff and resources. Shrewsbury's Town Center BID should be staffed with at least a part-time professional. Consistent staffing and leadership will be important for sustainability, even in a small BID. The Lakeway Business District is also considering a BID, and could be a potential partner to share staff or contracted services. This approach would allow the BID to seek the strongest candidates at a competitive salary and level of employment. Staff should be hired with the appropriate skill sets needed to carry out the programs in the BID plan. Sample job descriptions are included in the addendum.

Addendum 5 - Sample Job Descriptions

The BID should advertise for vendor services through Request for Proposals to make vendor opportunities available to Shrewsbury businesses when possible.

6. Create a Sustainable Financial Structure for the BID

BID Fee Structure

The Steering Committee will establish a fee formula for all eligible properties within the BID. The BID legislation allows all properties to be considered as part of the BID fee formula. Therefore, organizers must analyze different fee options to determine what will be considered fair and equitable for all property owners. Certain types of properties may be excluded from the fee, such as single-family residences, condominiums, and agricultural land. 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. Small residential properties are routinely excluded from the fee structure. 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 the town.

The Steering Committee can 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 budget goals. Additional sources of support will be identified to provide other revenue to the organization.

Most BIDS focus on a fee structure tied to land use or assessed value. No two BID fees are alike, and the Town Center BID fee structure will be determined by property owners within the BID. Fee structures should also be simple and easy to understand.

Organizers could consider the following in evaluating fee a structure model:

Addendum 6 - Sample Fee Structures

- Exclude small residential / residential condominiums.
- MOUs/ Contracts with public property owners
- MOUs with nonprofits or inclusion in fee structure
- Caps (include language allowing for gradual escalation of fees tied to an accepted index) or scaling of fees for larger property owners.

Potential BID Budget Excluding small residential, condominiums and exempt parcels				
TOTAL ASSESSED VALUE	PARCEL COUNT	ASSESSED VALUE	*0.025	*.003
Apartments	2	\$1,837,000	\$4,593	\$5,511
Commercial	38	\$22,240,400	\$55,601	\$66,721
Mixed Use, Commercial	12	\$6,987,100	\$17,468	\$20,961
Mixed Use, Residential	3	\$2,026,500	\$5,066	\$6,080
Vacant Land	3	\$1,130,700	2,8273,669	\$3,392
Potential Budget			\$85,554	102,665

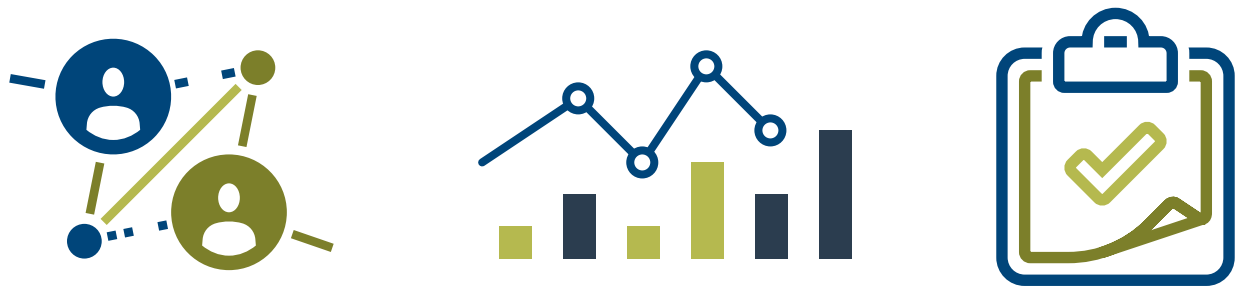
Other Sources of Funding for Sustainability

With the BID fee as a base for funding, it is recommended that organizers identify additional funding opportunities for the organization. BIDs often diversify their funding base to help achieve a more balanced and sustainable revenue stream and to leverage the BID fees for greater impact. The BID should consider the following resources as opportunities for support:

Foundations Local and regional foundations are a source for targeted funding for programmatic activities. Consider Bank Foundations, private foundations or regional foundations that align with the proposed programs to be offered by the BID. Some foundations may be geographically focused, or by area of interest.

Sponsorships Develop a sponsorship menu with opportunities for businesses, media, and “product” based sponsors to support BID programs. Some businesses will find the promotional opportunity attractive.

“Friends of” memberships The BID may also create a membership structure to accept individuals or businesses as supporters for the organization. This strategy has proven popular for Shrewsbury residents and businesses who would like to invest in the health and vitality of their community.



Grants Local, State and Federal grant programs may be a source of funding for the BID. These opportunities can range from infrastructure projects to business support and travel and tourism marketing to name a few. Organizers and BID staff should explore possible local and state programs for funding. These are frequently competitive, non-sustaining, and should not be considered the sole source of funding for the organization. They can be helpful for certain programmatic or one-time opportunities.

Contracts / Partnerships The BID may contract with the Town or partnering organizations for funding to provide services that are of mutual interest. For example, the Town may contract for services like landscaping, graffiti removal or arts and cultural events with outside vendors or undertake in-house. These services may be performed quickly and more efficiently by a BID through a contracted relationship. Another example could be a partnership with a social service provider to provide a work opportunity program from clients. Partnerships are an opportunity for the Town Center and providers and may open funding streams for Town Center beautification and maintenance programs.

Event Revenue Event revenue may provide additional support for the proposed organization.

Downtown Vitality Bill (H.228/S.130) (Pending) Passage of this legislation would make 5% of online MA sales tax dedicated to downtown district management organization programs. This bill is pending in the Legislature but could be a future source of revenue for the BID programming.

Memorandum of Understanding With the Town of Shrewsbury

The BID should enter a Memorandum of Understanding with the Town of Shrewsbury to codify its support and partnership with the BID. The MOU establishes the relationship with the Town, describes the baseline of municipal services that are provided to the district, and how the Town will partner with the BID. It is important to describe the basic level of services that are currently provided to the proposed district to differentiate the “supplemental” nature of programs and services provided by the BID. The baseline services descriptions may be as simple as a letter from the department head, describing services to a form completed by each department.

Additionally, once the District Plan is created, there are opportunities for the Town to support the effort through cash or in-kind services. The Town may participate in the organization through a MOU. This upfront agreement seals the relationship and enhances the partnership between the Town and BID to provide continuity that transcends administration and staff changes.

Sustainability Summary

Identifying a sustainable funding model may evolve over time as the BID becomes more established and resourceful in diversifying its funding base. The goal of a successful organization will be to find the resources it needs to deliver a quality program with consistent staffing and execution. Frequently, this effort will require a combination of strategies and sources as outlined above.

Next Steps

A Business Improvement District is the preferred organizational model for the Town Center in Shrewsbury, but more work needs to be done to build the organizational capacity and private sector leadership to lead the effort. This feasibility study suggests that there is support for a small BID in Town Center if a clear set of deliverables and leadership could be identified. There is moderate interest from a core group of property owners and the Shrewsbury Town Center Association to advance the concept to the planning phase. The next steps would include the following:

- Transition from Town-led effort to a Steering Committee comprised of property owners, businesses, and other stakeholders to lead organizational effort to form a BID.
- Identify chair or co-chairs of the Steering Committee and define role of the Shrewsbury Town Center Association.
- Formation of a BID Steering Committee – Recruit property owners, businesses, and other stakeholders to provide the leadership and organizational structure to form a BID.
- Develop the BID Improvement Plan, budget, boundaries, fee structure, MOA with Town and other stakeholders, and petition components
- Develop signature petition campaign strategy and timeline for legislative approval.
- Identify additional funding or in-kind support for the startup effort.
- Consider doing a short term demonstration project addressing one or more of the identified priorities to show impact.

Addendums

1. Town Center BID Project Survey
2. Sample Roles and Responsibilities
3. Sample Petition
4. Sample Bylaws
5. Sample Job Descriptions
6. Sample Fee Structures

Town Center District BID Project Survey

The Town of Shrewsbury in coordination with the Executive Office of Housing and Livable Communities (EOHLC) is conducting a study to evaluate the feasibility of establishing a Business Improvement District (BID) in the Town Center District. This survey details a number of example projects that a BID might consider implementing. The Goal of this survey is to identify example projects the community feels would be MOST effective in supporting the vibrancy and economy of this district. The results of this survey will help us to develop a draft budget and example fee structure.

Not shared



Below is a map of the Town Center District for your reference. The BID district may vary from this so we are looking at this location GENERALLY.



First, tell us a little about yourself! Please choose all that apply to you.

- ☐ I own a business in the Town Center
- ☐ I own a business in Shrewsbury, but NOT in the Town Center
- ☐ I live in or near the Town Center District (I can find my house on the map!)
- ☐ I live in Shrewsbury, but NOT in or near the Town Center District
- ☐ I work in the Town Center District
- ☐ I work in Shrewsbury, but NOT in the Town Center District
- ☐ I don't live, work or own a business in Shrewsbury
- ☐ I visit the Town Center District frequently
- ☐ I visit the Town Center District occasionally
- ☐ I have never visited the Town Center District

Thank you! Is there anything else you would like to tell us about yourself or your connection to the Town Center District?

Your answer

Town Center District BID Project Survey

Not shared



Projects and Funding

Example Projects:

Please review the example projects below and select the **THREE (3)** projects you feel would have the **MOST** impact in supporting the vibrancy and economy of the Town Center District.

If you have an idea for a project not listed, please feel free to enter it into the "other" selection below.



- ☐ Advertising Campaign: The BID will undertake an advertising campaign geared towards highlighting existing businesses and increasing the visibility of the district to regional visitors. The campaign could include paid advertising services (Google, Facebook, etc.) and advertising in local and regional magazines/subscriptions.



- ☐ "Town Center Days" Event: The BID will coordinate a business showcase event (see "Taste of Shrewsbury Street"). This event can coincide with seasonal events and include parking and shuttle services to drive additional foot traffic.



- ☐ Halloween Trunk or Treat: The BID will coordinate a Halloween "Trunk or Treat" event. The event can showcase classic cars and/or emergency services vehicles and can include a storefront decoration competition.



- ☐ Holiday: The BID will coordinate and support existing winter Holiday decorations. The event can include lighting and decoration of public spaces and a storefront decoration competition.



Building
Form
Examples

- ☐ Façade Improvement Program: The BID will coordinate a local grant program to assist businesses in improving existing storefronts, landscaping and public spaces.



- ☐ Signage Grant Program: The BID will coordinate a local grant program to assist businesses in improving their existing signage. The grant program can include opportunities to consolidate signage among nearby businesses providing additional visibility and a more cohesive district aesthetic.



- ☐ Tenant Marketing Campaign: The BID will undertake a tenant marketing campaign to assist local businesses in finding and selecting appropriate tenants. The program can include business startup training and services.



- ☐ Commercial Rent Reduction program: The BID will coordinate a rent reduction program to assist local resident business owners with commercial rental costs to establish their business in the district.



- ☐ Live Music and Artist Program: The BID will coordinate with local artists and musicians to promote live music and local art exhibitions within the district.



- ☐ "Town Center" Event: The BID will coordinate a "Shop Local" program encouraging customers to visit a number of participating locations in the district throughout the week in order to be entered into a raffle.

- ☐ Other:

How much would you be willing to contribute **ANNUALLY** to see projects such as these implemented in the Town Center District?

- ☐ I don't own a business in the Town Center District and would NOT be willing to donate to these initiatives.
- ☐ I don't own a business in the Town Center District but would consider donating to initiatives such as these.
- ☐ I am NOT willing to contribute any funding to projects such as these.
- ☐ I would consider contributing LESS than \$100 ANNUALLY to projects such as these. (~\$8/mo)
- ☐ I would consider contributing \$100-\$500 ANNUALLY to projects such as these. (~\$9-\$41/mo)
- ☐ I would consider contributing \$500-\$1,000 ANNUALLY to projects such as these. (~\$42-\$83/mo)
- ☐ I would consider contributing \$1,000-\$2,000 ANNUALLY to projects such as these. (~\$83-\$165/mo)
- ☐ I would consider contributing \$2,000-\$3,000 ANNUALLY to projects such as these. (~\$166-\$250/mo)
- ☐ I would consider contributing \$3,000-\$5,000 ANNUALLY to projects such as these. (~\$250-\$415/mo)
- ☐ I would consider contributing \$5,000-\$7,000 ANNUALLY to projects such as these. (~\$415-\$583/mo)
- ☐ I would consider contributing \$7,000-\$10,000 ANNUALLY to projects such as these. (~\$584-\$833/mo)
- ☐ I would consider contributing MORE than \$10,000 ANNUALLY to projects such as these. (~\$833/mo+)

[Back](#)

[Next](#)

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Google Forms

Town Center District BID Project Survey

 Not shared



Contact Information (Optional)

Can we contact you about this survey and BID Feasibility Study? If so please enter your information below. (Information you provide will ONLY be used to contact you. Your responses will remain anonymous)

- ☐ I would like to participate in the BID Feasibility Study! Please contact me.
- ☐ I would like to receive UPDATES ONLY on the BID Feasibility Study.
- ☐ You may contact me with follow up questions related to this survey only.
- ☐ Please, DO NOT contact me.
- ☐ Other: _____

The BEST way to contact me is:

- ☐ Email
- ☐ Phone
- ☐ Other: _____

My Email is:

Your answer _____

My Phone number is: (Please include the best time to call)

Your answer _____

THANK YOU for taking our survey and making your voice heard.

Is there anything else you would like to tell us today?

Your answer _____

Sample Roles and Responsibilities

The Springfield Business Improvement District is looking for a detail-oriented individual to join our team as the Marketing and Creative Services Project Manager. The responsibilities of the MCS Project Manager include planning and creating marketing campaigns and ensuring projects are completed on time and within budget.

To be successful as a Marketing and Creative Services Project Manager, you should have strong leadership and strategic planning skills. Ultimately, a top-notch project manager should have excellent management, analytical, and decision-making skills.

MARKETING

- Plan, create, and execute all marketing campaigns
- Manage all social media pages
- Maintain Website
- update events calendar
- Create all new content/pages as needed for website
- Develop marketing budget, maintain accounting, track all-in-kind services
- Provide and deliver all event sponsorship deliverables

CREATIVE

- Create all creative content - graphics, videos, and photography
- Create all presentation materials as requested
- Springfield Downtown Content

PROGRAMMING

- Assist in the planning and execution of SBID Events
- Contribute ideas, and work with the entire BID team to develop new and creative marketing, fundraising, and overall outreach efforts.

SKILLS REQUIRED

- Adobe Illustrator, PowerPoint, WordPress. Microsoft office
- Experience with project management theory and best practices.
- Excellent organizational, prioritization, and decision-making skills.
- Strong analytical skills.
- Good communication, interpersonal, and leadership skills.

Please submit your resume to Michelle Grout at Michelle@springfielddowntown.com



Program Manager

The Downtown Worcester Business Improvement District (DW BID) is seeking a Program Manager to provide oversight of our largest vendors and project management of some of the organization's beautification and placemaking priorities. This role will oversee DW BID's vendor for Cleaning and Safety/Hospitality Ambassadors, who are deployed throughout our downtown district, as well as our vendor for snow removal. The ideal candidate will have exceptional managerial skills and an enthusiasm for urban place management.

DW BID is a non-profit organization that represents the owners of more than 140 properties within approximately 78 acres in downtown Worcester, Massachusetts. The organization seeks to create a unique sense of place through enhanced investment and development, establishing and sustaining a vibrant, welcoming, and economically viable district for all stakeholders.

Duties and Responsibilities

- Gain a comprehensive understanding of DW BID's programs and operations to provide oversight and quality assurance of our vendors' delivery of services within allotted budgets.
- Evaluate DW BID's maintenance and security needs and work with the Ambassador Program's Operations Manager to customize operations based on available resources to meet expectations.
- Oversee snow operations through the management of vendors, assigning priorities, and allocating resources.
- Provide monitoring in the field to ensure quality performance and advise of adjustments when necessary.
- Suggest and implement processes to improve efficiency and ensure consistency of service.
- Oversee the procurement, installation, and storage of new streetscape elements, including hanging baskets, street banners, planters, and lights.
- Manage the logistics and coordination of DW BID events and activities, including planning, permitting, execution, and debriefing.
- Participate in the evaluation of programs, projects, events, and activities.
- Cultivate and maintain professional relationships with vendors, City staff including Police and Public Works employees, and property/building managers.
- Provide excellent customer service to property owners, businesses, residents, and visitors.
- Assist in planning and attend committee meetings as needed.
- Assist in maintaining organization's CRM system.
- Complete special projects and other duties as assigned.

Requirements and Experience

- Bachelor's degree and 3-5 years of relevant work experience.
- Prior experience in program/project management, operations, or related field is preferred.
- Familiarity with or experience in a Business Improvement District or with Downtown Worcester is a plus.
- Effective communication skills, job planning skills, and the ability to motivate and inspire.
- Problem solving abilities and "can do" mindset.
- Ability to work both collaboratively and independently.
- Ability to work a varied schedule when needed, including occasional nights and weekends.
- Competency with MS Office programs (Word, Excel, Outlook, PowerPoint).
- Must have a valid driver's license.

CSBID EXECUTIVE DIRECTOR SEARCH, FY22

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.

About the Organization

The Central Square Business Improvement District is a private 501c3 non-profit organization established on June 10, 2019 under Chapter 40 O of Massachusetts General Law. The District is comprised of a contiguous geographic area located in Central Square Cambridge, MA. The district encompasses 143 parcels including commercial, residential, governmental, academic and nonprofit property owners. The BID is managed by a no less than 15-member Board of Directors comprised of CSBID property owners, and other stakeholders. The mission of the CSBID is to continue to improve Central Square's vibrancy, sustainability and economic health. The CSBID will provide supplemental "place keeping" services to continue to make Central Square even more dynamic through enhanced investment and development, and sustaining a vibrant, welcoming, and economically viable district for all stakeholders. The CSBID will animate 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; and bring additional resources to assist existing and attract new businesses. The BID's organizational FY22 budget is 2.5 Million dollars.

Position Summary

Interpersonal skills are required to relate to a wide and diverse group of stakeholders including volunteer board members, property owners, city staff, program partners, donors, state officials, business owners, residents, community leaders, elected officials; and the strategic vision to define and guide CSBID's efforts into the future. The Executive Director will serve as the primary spokesperson for the CSBID, executing the overall vision and leadership for the organization. The Executive Director position is critical and highly visible, and requires strategic thinking, sound management experience and business and financial acumen. The Executive Director will be responsible for procuring and overseeing all vendors providing services to the CSBID in the most effective and efficient manner. The Executive Director must be able to navigate the challenges of a dynamic and engaged Board of Directors, build relationships, and demonstrate leadership across all levels. The Executive Director will report directly to the Board of Directors and will work closely with the Board, its standing committees and BID staff to ensure the mission and vision are clearly defined and executed and that the organization remains fiscally secure, while maintaining the highest ethical standards. The Executive Director will be the principal staff member of the CSBID and will be responsible for the administration, operations, and financial management of the

organization. The director will be responsible for managing CSBID programs and services and responding to stakeholders' issues and concerns with the goal of improving the business climate and overall social and economic vitality of the district. The Executive Director must be organized, collaborative, and entrepreneurial and possess strong communication and interpersonal skills to relate to a wide and diverse group of stakeholders.

Responsibilities

Portray a comprehensive understanding of the nuances of a complicated, layered constituency consisting of but not limited to property owners, local businesses, City and State governments and agencies, appointed officials, residents and neighboring institutions.

- Represent the district as the public face and voice of the organization in the media and through speaking engagements.
- Direct oversight and day-to-day management of a CSBID operations, including but not limited to hiring of agents and vendors as needed to perform the duties of the CSBID.
- Oversee all communication and outreach and serve as primary liaison to the Board of Directors and CSBID members, government officials, developers, community leaders, business leaders and residents.
- Develop, manage and perform quarterly reconciliation of annual budget for presentation to the CSBID Board of Directors.
- Maintain internal records on fee payments, delinquencies, hardship waivers and compliance procedures.
- Maintain awareness of critical issues affecting the CSBID and identify potential opportunities for partnerships and sponsorships to assist in addressing these issues.
- Create awareness and build consensus for the District's activities, programs and services.
- Establish and maintain success metrics and data collection, in collaboration with vendors and other stakeholders.
- Secure new resources and/or grants for activities and projects that have been identified by the CSBID.
- Support arts/cultural initiatives in the Central Square Cultural District.
- Stay informed on BID "best practices" and build relationships with other BID leaders across the country and Commonwealth.
- Must demonstrate experience in marketing and communications, fundraising and sponsorship development, community building, economic development, and non-profit management.

Qualifications

- Bachelor's degree required; advanced degree in business, marketing or urban planning preferred
- Professional experience in district management, urban planning, architecture, real estate, community development, or economic development in the public or private sector
- Demonstrated ability to handle long-term projects through successful conclusion
- Substantive administrative and contract management experience, including budgeting
- Must understand the nature of BIDs and other neighborhood improvement organizations and the role they play in the City, as well as in strategic planning and problem solving
- Highly organized and motivated, self-starter, excelling at working independently and autonomously
- Outgoing personality, ability to effectively collaborate with varying constituencies
- Demonstrated passion for tackling urban economic development and district management issues
- Demonstrated knowledge of state and local government and various public agencies and programs
- Excellent verbal, written and presentation communications skills
- Expertise in developing benchmarks and metrics for reporting progress on CSBID programs
- Willingness and ability to work evening and weekend hours, as needed. Specialized skills in any of the following: place-making, retail recruiting, main streets, place-based (or other asset-based) marketing, innovative community engagement, technology development (and/or visualization), graphic or architectural design, real estate development and financing a plus.

Compensation

\$150,000 - \$175,000 a year

PETITION TO THE BROCKTON 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 Brockton 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: _____

STREET, CITY, STATE, ZIP CODE

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

The proposed Brockton Business Improvement District (the “BID District”) is hereby defined as the area of real property and improvements thereon located in the City of Brockton, Massachusetts bounded substantially as follows and as more particularly shown on the Site Map attached hereto:

Beginning at the southeastern intersection of Spring Street and North Warren Ave, then running north 139.35 feet to the northern boundary of 42 N. Warren Ave, then running 184.69 feet along the northern boundaries of 43 N. Warren Ave, 79 and 77 Spring Street, turning south to run along the eastern boundary of 77 Spring Street for 45.28 feet, turning east to run along the northern boundary of 4 Walnut Street for 81.13 feet to Walnut Street, then crossing Walnut Street to form a right angle with the western boundary of 54 Haverhill Street, turning north along same boundary for 306.14 feet, then turning east to run 461.36 feet along the northern bound of 54 and 20 Haverhill Street, then turning north for 103.06 feet crossing Haverhill Street at a right angle, then running west for 48.04 feet, turning north to run 245.34 feet to the northwest corner of parcel 093-103, then running eastward along the northern boundary of same parcel for 407.68 feet, turning north to run 72.78 feet, then running west for 26.97 feet along the boundary of 160 N. Main Street, then turning north to run 15.5 feet along the boundary of same, then running eastward for 42.40 feet along the boundary of same, turning north to run 75.3 feet along the western bound of parcel 093-072, then running east for 99.36 feet along the northern bound of same, then crossing North Main Street from the northeastern corner of parcel 093-072 to the northwest corner of 159 North Main Street, then east for 170.9 feet along the boundary of same, then running south for 229.58 feet to a point, then east along the boundary of 117 North Main Street for 191.52 feet, turning north to run 24.1 feet to a point along the boundary of same, then running eastward for 113.45 feet to North Montello Street, turning south to run 132.54 feet along the eastern boundary of same, then running westward for 123.95 feet to a point, turning southerly to run 64.49 feet to a point, then following boundary of same by running west for 96.33 feet to a point, turning south to run 76.70 feet, then running 46.17 feet to a point, then running 52.54 feet to the southeastern corner of 117 North Main Street, crossing south across Linden St. at a right angle, turning east to run along the southern side of the street toward North Montello St., crossing North Montello to the northwest corner of 43 North Montello St., then traversing the northern bound of same, then crossing over the MBTA tracks to the northwest corner of parcel 163-001, then traversing northern boundary of same and continuing for 139.17 feet to a point on the northern boundary of parcel 163-003R, turning north to run 13.54 feet to a point, turning east to run 69.96 feet to the northeast corner of same, then turning south to run 454.41 feet to the southeast corner of same, then turning east to run 143.18 feet, crossing Freight St., then running north for 489.54 feet to the northwest corner of 35 Freight St., then turning east to run 396.13 feet to the northeast corner of 180 Court Street, turning roughly south for 420.78 feet to the southeast corner of same, then turning south-southwest and crossing Court Street to the southwest corner of Court Street and Plymouth Street, then running south along the western side of Plymouth Street for 708.82 feet, crossing Centre Street and continuing along the western side of Plymouth Street for 1206.23 feet to the northern side of Crescent Street, then turning east for 302.08 feet along the southern boundary of parcel 149-006, turning south to cross Crescent Street to the northeast corner of 189 Crescent Street, then running in same direction along the western boundary of same for 118.58 feet, turning west to run 90.91 feet to a point, then turning south to run 114.80 feet along the western boundary of 185 Crescent Street to its southeast corner, then turning southwest for 95.71 feet to cross Salisbury Brook at the point where the eastern boundary of 52 Perkins Street straightens and heads south, then following eastern boundary for 384.35 feet to the southeast corner of same, then following the southern boundary of 52 Perkins Street for 293.03 feet to Perkins Street, then turning north to run along the east side of Perkins Street for 352.90 feet to a point on the western boundary of 18 Perkins Street, then turning west for 276.03 feet to cross Perkins Street and run along the southern boundary of 149 Crescent Street to a point on the eastern boundary of the parking lot at parcel 135-072, turning south to run 727.46 feet along the eastern boundary of same to the southeast corner of 135-078, then turning west to run 147.39 feet along the southern boundary of same, then turning northwest to cross Montello Street to the southeast corner of 52 Allen Street, then following the boundary of same by running west for 37.63 feet, north for 31.69 feet, west for 15.01 feet, north for 26.05 feet, west for 4.61 feet, and north for 17.76 feet to the northwest corner of 52 Allen Street, then continuing on that line for 7.55 feet to a point, turning west to run 42.92 feet to the southwest corner of 339 Montello Street, turning north to run 62.59 feet to the northwest corner of same, turning east to run 47.70 feet to the southwest corner of 331 Montello Street, then turning north to run 80.71 feet to the northwest corner of same, continuing on that bearing for 40.20 feet across Bolton Place, then running west for approximately 257 feet along the southern boundary of parcel 111-058, 15 Bolton Place, and parcel 111-057, then crossing westward across Salisbury Brook to the eastern boundary of 320 Main Street which abuts the brook, following the brook southwest to Allen Street, then running 123.28 feet to Main Street, turning north to run approximately 129 feet to a point along the western boundary of parcel 111-041, turning west-southwest to cross Main Street by running 196.18 feet to the southwestern corner of parcel 090-019 (St. Patrick’s Church parcel), then following the western boundary of same by running 77 feet north, 51 feet west-southwest, 46.5 feet north, 28.13 feet west-southwest, and 64.34 feet north to the northwestern corner of same, then continuing on that bearing for 73.11 feet to Wales Avenue, then following Wales Avenue eastward for 116.17 feet to the southwest corner of 291 Main Street, then turning north to follow Wales Avenue for approximately 303 feet to a point along the western boundary of 275 Main Street, then turning west-southwest to cross Wales Avenue and follow the southern boundary of 28 Belmont Street to its southwestern corner, then crossing Cottage Street on the same heading to a point on the eastern boundary of 72 Belmont Street (Superior Courthouse), then turning southerly to follow the western edge of Cottage Street 565.94 feet to Father Kenney Way, turning west-southwest to follow Father Kenney Way across Warren Avenue to the southeast corner of 365

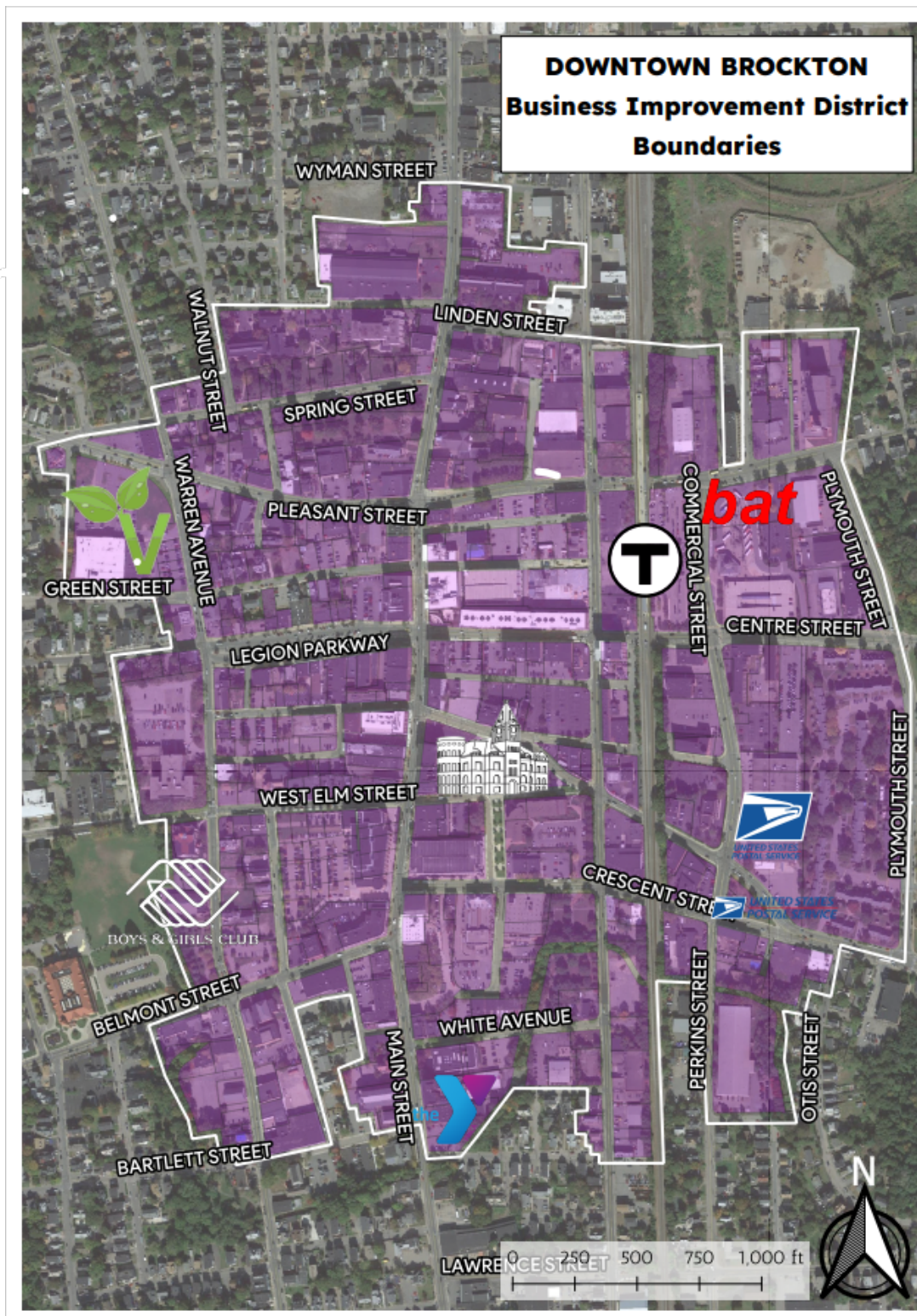
Warren Avenue, following the southern boundary of same for approximately 70 feet, turning north to follow the western boundary of same for 60.10 feet, turning west to follow the southern bound of 359 Warren Avenue for 52.32 feet, then turning northerly to follow the western bound of same for approximately 35 feet, then continuing on that bearing for an additional 34 feet to the northwestern corner of 357 Warren Avenue, then running approximately 100 feet to the eastern bank of Salisbury Brook, then following the brook north to the southwestern corner of parcel 058-059, then crossing to the western bank of the brook to the southerly tip of parcel 058-015R, then running north for approximately 180 feet along the western bounds of same and 92 Belmont Street to the northwest corner of 92 Belmont Street, then running along the southern side of Belmont Street for 206.59 feet to a point along the northern boundary of 92 Belmont Street, then turning north to cross Belmont Street and follow the western bounds of 99 Belmont, 243 and 233 Warren Avenue to the northwest corner of 233 Warren Avenue, then turning eastward to run 67.83 feet to the southwest corner of parcel 058-056, then turning north to run 258.61 feet to the southern edge of West Elm Street, crossing West Elm Street at the same bearing to a point on the southerly boundary of 175 Warren Ave, then running west for 110.81 feet to the southwestern corner of same, turning north to follow the eastern side of Goddard Road to the intersection with Highland Street, turning east then running approximately 246.65 feet to a point on the northern edge of the 175 Warren Ave parcel, turning northerly to cross Highland Street and run along the western edge of 81 Warren Avenue to its northwest corner and the southern side of Green Street, crossing north across Green Street at the same bearing, then turning west to run 379.38 feet to the southwest corner of parcel 052-040 (Vicentes and BNHC), then following the western bound of same for approximately 514 feet to a point, turning westward to run along the southern and western boundaries of 168 Pleasant Street, then extending at the same bearing of the northern boundary of same for approximately 120 feet to the western corner of 16 North Warren Avenue, then following the northern boundary of same for approximately 320 feet to the southwestern corner of the intersection of Spring Street and North Warren Avenue and 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, the following properties situated within the above-defined geographic area shall be deemed to be located outside the BID District and are exempt: (i) all single-family residential tax parcels; and (ii) residential condominium and (iii) residential properties under 4 units.

The attached Site Map of the proposed BID District 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.



Attachment B

Brockton 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 Brockton 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 Brockton BID is to leverage recent significant investment of new residential units and many new businesses in downtown to enhance the economic and social vitality of the district. To capitalize on this momentum, downtown stakeholders intend to work together to fund, initiate, plan, and implement professional supplemental programs and services. These include enhanced maintenance and security program, cultural placemaking, marketing and branding, business support and development, and advocacy to leverage resources to elevate downtown Brockton and make the district a more vibrant destination to live, work, shop, or visit. As in other cities and towns across Massachusetts and the country, the BID will seek to improve the experience for everyone who uses the district and 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 Brockton Business Improvement District Corporation (the “BID Corporation”), will be created to receive funds to carry out, implement, and oversee the purposes of the Brockton Business Improvement District and this improvement plan. The BID Corporation shall be in Brockton, 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) Clean and Safe Program. Implementing enhanced maintenance and beautification efforts to create an attractive and welcoming environment in the district that is appealing to businesses, employees, residents, and visitors.
- (b) Cultural Placemaking. Implementing improvements and activities that will unify the district as a location, strengthen the sense of community and place and make downtown a destination for everyone. Activities may include arts and cultural programming events, public art, murals or other cultural placemaking activities.
- (c) Business Support and Recruitment. Supporting new and existing businesses and investment through activities such as technical assistance, grant and loan programs, and educational skill building for businesses (i.e. digital marketing, e-commerce, collaborative marketing, retail design and merchandising).
- (d) Marketing and Branding. Promoting downtown Brockton as a regional destination, creating marketing tools to attract new business and test retail markets and concepts; collaboration with other organizations to promote and enhance signature special events; improving downtown access and accessibility; promoting economic development through market analysis, business retention, and recruitment programs; and maintaining an online presence for promotion, communication, and informational purposes to implement a consistent marketing strategy for the district .
- (d) 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.
- (e) 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.
- (f) Advocacy. Representing district property owners and working collaboratively with the City and other organizations to support strategies for downtown Brockton.
- (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 provided by the BID shall be in addition to the standard

governmental functions, programs, activities, facilities, improvements, and other services which the City of Brockton 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 Brockton.

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”) as defined in Appendix A. 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 bi-annual installments by the City of Brockton, 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.

Notwithstanding the foregoing, the following properties situated within the above-defined geographic area shall be deemed to be located outside the BID District and are exempt: (i) all single-family residential tax parcels; (ii) residential condominium properties (iii) residential properties under 4 units. The owners of such parcels shall not be “participating property owners” and no fee shall be assessed on such properties.

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

- Commercial and nonprofits:
 - .0042 of assessed property value for first \$1million.
 - .0034 of assessed value for second \$1M of total value.
 - .0027 of assessed value for third \$1M of total value.
 - .0021 of assessed value for fourth \$1 M of total value.
 - .001 of assess value for fifth \$1M of total value.
 - .0005 of assessed value for properties over \$6 M.
- Residential apartments - \$100/unit /year for market rate residential apartments over 4 units. \$60 /unit /year for documented deed restricted properties. Fees for residential units may be increased annually by a percentage by which the real estate tax rate of the city of Brockton has increased over the prior fiscal year.
- Public properties will have negotiated agreements.
- Residential properties under four units and residential condominiums, are exempt from the fee structure.

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 \$700,000 - 850,000 per year, broken down as follows:

Property Fees	\$ 600,000
Tax-Exempt/ Public Property Contributions	\$ 100,000
Other Contributions and Revenues (grants, sponsorships)	\$ 150,000

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 Board of Directors. The budget may include such reasonable reserves as the directors deem necessary, and annual expenditures will be approximate and be in accordance with the following percentage allocations:

Business Support	6%
Cultural Placemaking /marketing	10%
Clean/Beautification and Safety	72%
Advocacy /Administration/Overhead	12%

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 fiscal year of the BID shall be as determined by the Board of Directors 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. 40O, 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. 40O, the provisions of G.L. c. 40O 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 70% 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. 40O and thereafter on or before the fifth anniversary of the date of the then-most recent renewal of the BID under G.L. c. 40O, § 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 City of Brockton 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 of Brockton 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 of Brockton City Council.

Accepted as revised by Board of Directors January 9, 2019

Corporate Bylaws
of
DOWNTOWN WORCESTER BUSINESS IMPROVEMENT DISTRICT, INC.

ARTICLE I
Name

Section 1.1 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 40O 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 2.1 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.40O. 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 3.1 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 3.2 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 3.3 Place. Meetings of Property Owners shall be held in Worcester, Massachusetts, at such place as is stated in the call or notice.

Section 3.4 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 3.5 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 4.1 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 4.2 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 4.3 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 4.4 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 4.5 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 4.6 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 4.7 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 4.8 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 4.9 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 4.10 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 5.1 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 5.2 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 6.1 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 6.2 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 6.3 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 6.4 Clerk. The Clerk or a designee shall keep the records of all meetings of the Board of Directors and committees of the Board.

Section 6.5 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 7.1 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 7.2 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 8.1 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 8.2 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 8.3 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 9.1 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 10.1 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 11.1 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.

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: $.0035 \times$ the assessed value
- Commercial residential properties: $.002 \times$ assessed value
- Mixed use properties: $.0035$ for commercial/retail and $.002$ for residential \times 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: $.003 \times$ the assessed value
- Mixed use: $.003 \times$ the assessed value
- Commercial Residential: $.003 \times$ the assessed value
- Residential (condominiums, single family residences): Exempt
- College and Universities: Negotiated Agreements



CENTRAL SQUARE

(See next page - Central Square Fee Structure.)

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;

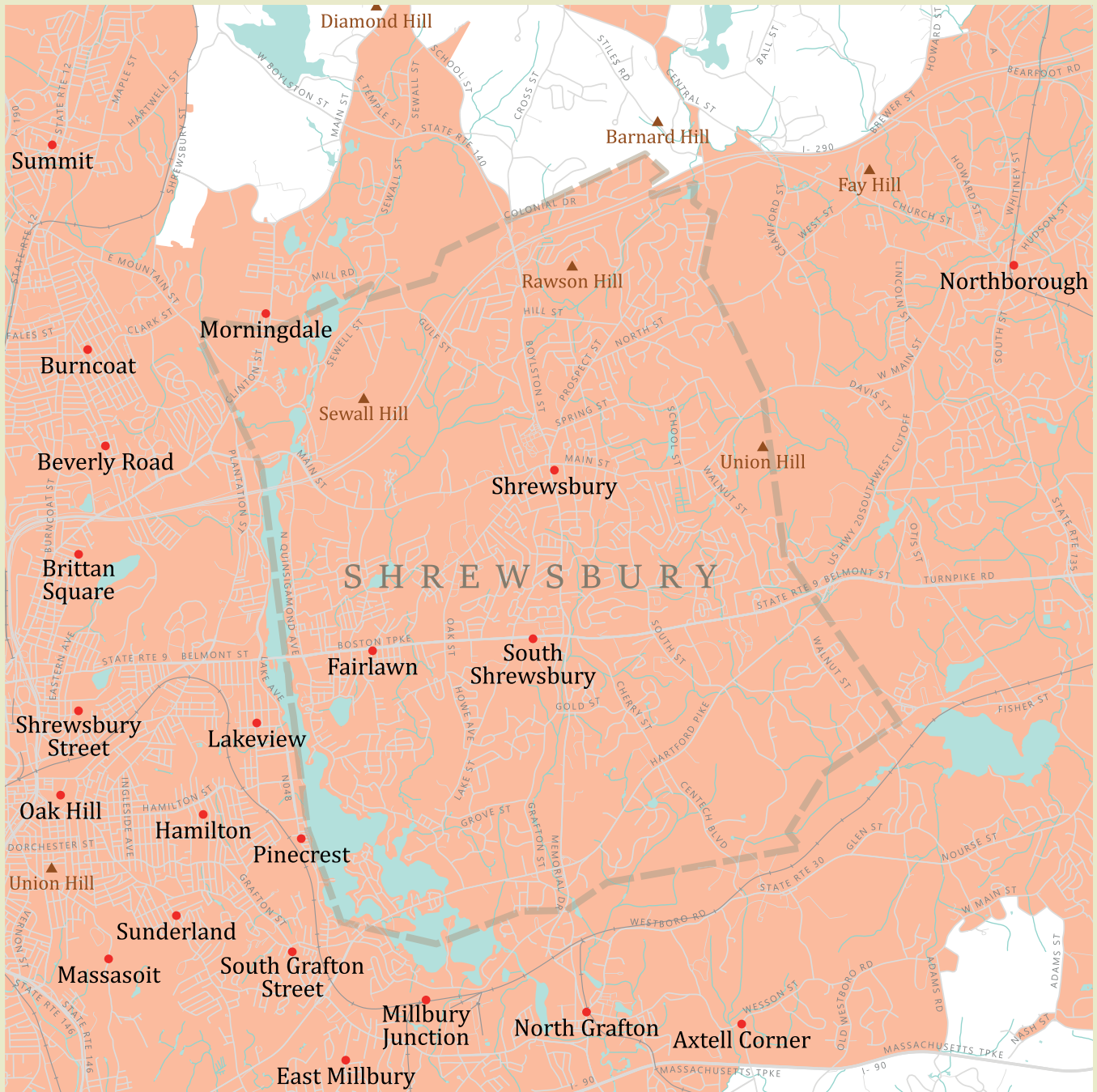
(b) taxable properties with an assessed value greater than \$30,000,000, the fee shall be \$1.10 per \$1,000 of assessed valuation up to \$30,000,000, plus \$0.40 per \$1,000 of assessed valuation over \$30,000,000;

(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.



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