



**PETITION FOR THE CREATION OF**  

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**COMMUNITY IMPROVEMENT DISTRICT**

To the City Council of the City of St. Joseph, Buchanan County, Missouri (the “City”):

The undersigned, collectively representing:

(1) the owners collectively owning more than fifty percent by assessed value of the real property within the boundaries of the hereinafter described community improvement district and

(2) more than fifty percent per capita of all owners of real property within the boundaries of the hereinafter described community improvement district,

do hereby petition and request that the City Council of the City of St. Joseph (the “City Council”) create a community improvement district as described herein under the authority of Sections 67.1401 to 67.1571, inclusive, RSMo (the “CID Act”).

A. Proposed District Name. The name for the proposed community improvement district (the “District”) is:

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**Community Improvement District**

B. Legal Description and Map. A legal description and map of the District are attached hereto as Exhibit A. The proposed district is located entirely within corporate boundaries of the City.

C. Five Year Plan. A five-year plan stating a description of the purposes of the District, **[the services it will provide,]** the improvements it will make and an estimate of costs of these **[services and]** improvements to be incurred is attached hereto as Exhibit B.

D. Establishment as Political Subdivision [Not for Profit Corporation]. The District will be established as a political subdivision **[not for profit corporation]** under the CID Act.

E. Appointment of Directors. The proposed district will be governed by a Board of Directors, which will consist of 5 members, whom are named and shall serve for the terms specified below. Successor Directors shall be appointed by the Mayor with the consent of the City Council.

The initial Board of Directors:

4 years

4 years

[to be filled in]

2 years

2 years

2 years

F. Total Assessed Value. The total assessed value of all real property in the proposed district is \$\_\_\_\_\_.00. Parcel ownership and assessed value information is [as follows:] [set forth in Exhibit C.]

[**Buchanan County, Missouri, Tax Parcel Number:** \_\_\_\_\_ ]  
[**Owner:** \_\_\_\_\_ ]  
[**Assessed Value:** \_\_\_\_\_ ]

G. No Blighted Area Determination. The undersigned are not currently seeking a determination that any portion of the District is blighted under the CID Act.

H. Term of Existence. The proposed maximum length of time for the existence of the district is \_\_\_\_\_ (\_\_) years from the date of the ordinance approving the petition.

I. Sales Tax. Qualified voters of the CID will be asked to approve a sales tax of up to \_\_\_\_ percent (\_\_) (“**District Sales Tax**”), in accordance with the CID Act, to assist in the funding of certain [**services and**] public improvements that serve the property within the District. Additional details about the District Sales Tax are set forth in the Five Year Plan attached as **Exhibit B.**

J. Real Estate Tax and Business License Tax. Petitioners will not seek to submit to qualified voters any proposition for approval of a real property tax levy or business license taxes.

K. Maximum Special Assessment. Petitioners do not propose that special assessments be levied within the District.

L. No Borrowing Capacity Limitation. Petitioners do not seek limitations on the borrowing capacity of the District.

M. No Revenue Limitations. Petitioners do not seek limitations on the revenue generation of the District.

N. No Power Limitation. Petitioners do not seek limitations on the powers of the District.

O. Petitioner Withdrawal Right Notice. **THE SIGNATURES OF THE SIGNERS OF THIS PETITION MAY NOT BE WITHDRAWN FROM THIS PETITION LATER THAN SEVEN (7) DAYS AFTER THE FILING HEREOF WITH THE CITY CLERK.**

**EXECUTION PAGE FOR PETITION FOR THE CREATION OF  
\_\_\_\_\_ COMMUNITY IMPROVEMENT DISTRICT**

Name of owner: \_\_\_\_\_

Owner's telephone number: \_\_\_\_\_

Owner's mailing address: \_\_\_\_\_

\_\_\_\_\_

***IF SIGNER IS DIFFERENT FROM OWNER:***

Name of signer: \_\_\_\_\_

State basis of legal authority to sign: Signer is the \_\_\_\_\_ of the  
owner and has been generally authorized under the owner's  
bylaws to sign on its behalf.

Signer's telephone number \_\_\_\_\_

Signer's mailing address: \_\_\_\_\_

\_\_\_\_\_

State what type of entity:

- |                                                     |                                                          |
|-----------------------------------------------------|----------------------------------------------------------|
| <input type="checkbox"/> Corporation                | <input type="checkbox"/> General Partnership             |
| <input type="checkbox"/> Limited Partnership        | <input type="checkbox"/> Limited Liability Company       |
| <input type="checkbox"/> Partnership                | <input type="checkbox"/> Urban Redevelopment Corporation |
| <input type="checkbox"/> Not-for-profit Corporation | <input type="checkbox"/> Other (specify) _____           |

Map and parcel numbers: \_\_\_\_\_

Assessed value: \$\_\_\_\_\_ .00

**By executing this petition, the undersigned represents and warrants that he or she is authorized to execute this petition on behalf of the property owner named immediately above.**

Date: \_\_\_\_\_

Signature: \_\_\_\_\_



**EXHIBIT A**  
**BOUNDARY DESCRIPTION AND MAP OF**  
**COMMUNITY IMPROVEMENT DISTRICT**

BOUNDARY DESCRIPTION

DISTRICT MAP CID

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**EXHIBIT B**

**TO THE PETITION FOR ESTABLISHMENT**

**OF**

**COMMUNITY IMPROVEMENT DISTRICT**

**CITY OF ST. JOSEPH, MISSOURI**

**DISTRICT MANAGEMENT PLAN**

**The information and details outlined in the following pages represent the strategies, activities, services and improvements that will be undertaken during the initial five-year duration of a Community Improvement District in the City of St. Joseph, Missouri. It is an integral and composite part of the petition to establish \_\_\_\_\_ Community Improvement District.**

## Introduction

The \_\_\_\_\_ Community Improvement District (the “**District**”) is created pursuant to Section 67.1401 through 67.1571 of the Revised Statutes of Missouri (the “**CID Act**”). Section 67.1421, RSMo, requires that the petition for the creation of the District be accompanied by a five-year plan which includes a description of the purposes of the proposed district, **[the services it will provide,]** the improvements it will make and an estimate of the costs of these **[services and]** improvements to be incurred. This Five-Year District Management Plan (the “**Plan**”) is designed to comply with this statutory requirement, and is appended to the Petition for Formation of the District.

### Section 1

#### Why Create a Community Improvement District?

The District is proposed to provide funding for the construction of public improvements **[and the provision services]** for the \_\_\_\_\_ development. The District will incur obligations, which may include the issuance of bonds, the proceeds of which would be used to fund all or a certain portion of the costs associated with the construction of the public improvements. The District will impose a sales tax on the commercial uses within the project, the revenues of which will be used to repay the District’s obligations. If bonds are issued by the District, **the bonds will not be a financial obligation of the City of St. Joseph, Missouri.**

### Section 2

#### What is a Community Improvement District?

A community improvement district (“**CID**”) is an entity that is separate from the City of St. Joseph (the “**City**”) and is formed by the adoption of an ordinance by the City’s City Council following a public hearing before the City Council regarding formation of the District. A CID may take the form of a political subdivision of the State of Missouri, or a nonprofit corporation that is formed and operated under Missouri corporation laws. CIDs are empowered to provide a variety of public services and to finance a number of different public improvements. CIDs derive their revenue from taxes and assessments levied within the boundaries of the CID. Such revenues are then used for the benefit of the properties within the CID. A CID is operated and managed by a board of directors, whose members may be appointed or elected. Board members serve for a designated period of time, and the Board positions are again elected or appointed at the expiration of each term.

### Section 3

#### Management Plan Summary

This Plan is proposed to improve and convey special benefits to properties located within the boundaries of the District by providing **[services and]** assistance in the construction of certain public improvements that serve the District. The District in this case will take the form of a separate political subdivision of the State of Missouri, which will be governed by a Board of Directors that will consist of five members.

*District Formation:*

CID formation requires submission of signed petitions from a group of property owners:

- collectively owning more than fifty percent (50%) by assessed value of the real property within the District, and
- representing more than fifty percent (50%) per capita of all owners of real property within the District.

The Petition to which this Plan is attached meets these signature requirements.

*Location:*

The Project is located generally \_\_\_\_\_ in St. Joseph, Missouri. The District will cover approximately \_\_ acres of land, and is represented on the map included as **Exhibit 1** of this Plan.

*Assessed Value of District:*

The total assessed value of the properties within the District on the date of the Petition is \$\_\_\_\_\_.00.

*Improvements [and Services]:*

A. The District will assist in the funding of the construction of certain public improvements (the “**Public Improvements**”), which are more particularly described in **Exhibit 2** of this Plan.

**[B. The District will provide certain services authorized under the CID Act (the “District Services”), which are more particularly described in Exhibit 3 of this Plan.]**

*Method of Financing:*

It anticipated that the District may issue bonds or incur other obligations, as defined in Section 67.1401.2(10) of the Revised Statutes of Missouri, to pay for the Public Improvements. The District will impose a sales tax on all retail sales made in the District which are subject to taxation pursuant to Sections 144.010 to 144.525 of the Revised Statutes of Missouri, except the sale of motor vehicles, trailers, boats or outboard motors and sales to public utilities, all as allowed by Sections 67.1461 and 67.1545 of the Revised Statutes of Missouri (the “**District Sales Tax**”). The revenue collected from the District Sales Tax will be used to repay the bonds or other obligations that are issued to fund the costs of construction of the Public Improvements and/or acquisition of equipment necessary to provide the District Services, as well as payment of administrative costs of the District.

*Cost:*

The total estimated cost of the Public Improvements and the estimated annual cost of administering and operating the District [**and the provision of District Services**] is set forth in **Exhibit 2** [**and Exhibit 3**, respectively].

*City Services:*

The CID Act mandates that existing City services will continue to be provided within a CID at the same level as before the District was created (unless services are decreased throughout the City) and that District services shall be in addition to existing City services. The District anticipates that City services will continue to be provided within the District at the same level as before the District was created, and the District will not cause the level of City services within the District to diminish.

*Duration:*

The District will operate for a maximum term of \_\_\_\_\_ (\_\_\_) years beginning 20\_\_\_, which is the time period that it is estimated for the District Sales Tax to remain in place to fully fund the costs to be funded by the District. The petition process must be repeated for the CID to continue beyond \_\_\_ years. No plan for distribution of assets on dissolution may be approved unless the title to assets of the District are to be owned by the State of Missouri or a political subdivision of the State of Missouri. If title to the assets of the District vest in the State of Missouri or a political subdivision of the State of Missouri, the District may be dissolved prior to \_\_\_ years.

*Governance:*

The District's budgets and policies will be refined annually, within the limitations set forth in this Plan, by District Board of Directors. The District will enter into a contract with the City to coordinate construction, maintenance and financing activities of the District with the City. Budgets and reports will be submitted annually to the City for review and comment. The District will operate at all times in accordance with the District Rules and Regulations (Section 8) and the Bylaws of the District.

#### **Section 4 District Boundaries**

Approximately \_\_\_\_ acres have been identified for the District. The map of the District is attached as **Exhibit 1** to the Plan. At such time as directed by the City, the District will cause the District boundaries to be amended such that the real property that is, or will become, necessary for road improvements funding by the District will be added to the District area.

## **Section 5 Facilities and Services to Be Provided**

As summarized above, during the first five years, the District will be used as a mechanism to finance the cost of constructing the Public Improvements[. **and providing or contracting for the provision of District Services**]. The District will also provide for its operating costs, including administrative and legal services.

## **Section 6 Governing the Community Improvement District**

### *City Council*

Following the submission of the Petition, the City Council will conduct a public hearing and then consider an ordinance to create the District.

### *Board of Directors for CID:*

CID budgets and policies will be refined annually, within the limitations set forth in the Plan, by the District Board of Directors. Annual budgets will be submitted annually to the City of St. Joseph for review and comment.

### *Contract with the City:*

The District will enter into a contract with the City of St. Joseph regarding the operation of the District, the imposition and collection of the District Sales Tax, the issuance of bonds to fund construction and maintenance of the Public Improvements and any other relevant aspects of the overall financing for the Public Improvements and administration and operation of the District. Pursuant to Section 67.1461.3, RSMo, the contract between the District and the City will also provide for the annual reimbursement to the City for the reasonable and actual expenses incurred by the City to establish the District and review annual budgets and reports of the District which are required to be submitted to the City.

## **Section 7 District Rules and Regulations**

1. The District shall operate at all times in accordance with Bylaws that shall be adopted by the Board of Directors. The initial Bylaws to be adopted by the Board of Directors shall be in substantially the same form as the Bylaws attached to this Plan as **Exhibit 4**. At all times, the District shall conduct its proceedings in accordance with Robert's Rules of Order, except as otherwise provided in the Bylaws.
2. The District will meet on an annual or more frequent basis. The District shall hold meetings when so requested by the City.

3. The District will annually prepare a budget, and an annual report describing the major activities of the District during the preceding year and upcoming year. The Budget and Report shall be submitted to the City [**Finance Director**] [**Administrator**] for review and comment not less than \_\_\_\_\_ (\_\_) days prior to the intended date of approval of the Budget. The Budget shall not be approved without the prior written consent of the City.

**EXHIBIT 1**  
**to Five Year Management Plan**  
**DISTRICT MAP**

**EXHIBIT 2**  
**to Five Year Management Plan**

**DESCRIPTION AND ESTIMATED COST OF PUBLIC IMPROVEMENTS AND  
ADMINISTRATION AND OPERATION OF THE DISTRICT**

**EXHIBIT 3  
to Five Year Management Plan**

**DESCRIPTION AND ESTIMATED COST OF DISTRICT SERVICES**

\*OPTIONAL\*

**EXHIBIT 4  
to Five Year Management Plan**

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**BYLAWS**

**OF THE**

**COMMUNITY IMPROVEMENT DISTRICT**

**ARTICLE I  
OFFICES, RECORDS, SEAL**

**1. Principal Office.** The principal office of the District shall be located within the bounds of St. Joseph, Missouri, at such place as may from time to time be designated by the Board of Directors.

**2. Records.** The District shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of the Board of Directors and each committee of the Board of Directors. The District shall keep at its principal office a record of the name and place of residence of each director and each officer.

**3. Seal.** The District shall not have a corporate seal unless it is otherwise required by law to obtain or use such a seal.

**ARTICLE II  
PURPOSES**

The purposes of the District shall be to provide those services and improvements set forth in the petition for creation of the District and the Five Year Management Plan, and for all other lawful purposes that may be authorized by the Board of Directors and allowed by Section 67.1461 of the Revised Statutes of Missouri.

**ARTICLE III  
BOARD OF DIRECTORS**

**1. Powers of Board of Directors.** The Board of Directors shall have and is vested with all powers and authorities granted by Section 67.1401 through 67.1571, RSMo, except as it may be expressly limited by law or these Bylaws, to supervise, control, direct and manage the property, affairs and activities of the District, to determine the policies of the District, to do or cause to be done any and all lawful things for and on behalf of the District, to exercise or cause

to be exercised any or all of its powers, privileges or franchises, and to seek the effectuation of its objects and purposes.

**2. Official Actions.** In accordance with Section 67.1451, RSMo, all official acts of the Board of Directors shall be by written resolution approved by the Board.

**3. Number of Directors; Qualifications.** The number of directors of the District to constitute the Board of Directors shall be five (5), whose names and initial terms of office were stated in the Petition for the Establishment of the District (the “**Petition**”). The number of directors may not be increased or decreased. Each director shall be at least eighteen (18) years of age and a property owner, or representative of an owner of property located within the boundaries of the District; or the owner or a representative of the owner of a business operating within the boundaries of the District.

**4. Commencement of Term of Office of Directors.** A director shall not be deemed to have commenced his or her term of office or to have any of the powers or responsibilities of a director (i) unless such director is qualified to act as such, and (ii) until the time such director accepts the office of director either by a written acceptance or by participating in the affairs of the District at a meeting of the Board of Directors or otherwise.

**5. Successor Directors.** In all cases except where the Board of Directors is filling a vacancy for the remainder of a term pursuant to this Article III, the Mayor of the City shall appoint successor directors, subject to the consent of the City Council. Successor Directors appointed pursuant to this section shall serve for a term of four years.

**6. Removal for Cause.** In accordance with Section 67.1451.7, RSMo, any director may be removed for cause by a two-thirds affirmative vote of the Directors of the Board (four Directors). Written notice of the proposed removal shall be given to all directors prior to action thereon.

**7. Resignation.** Any director may resign from the Board of Directors. Such resignation shall be in writing addressed to the Secretary of the District and shall be effective immediately or upon its acceptance by the Board of Directors as such resignation may provide.

**8. Vacancy.** In accordance with Section 67.1451.4, RSMo, in the event of a vacancy on the Board of Directors prior to the expiration of a director’s term, the remaining directors shall elect an interim director to fill the vacancy for the unexpired term. At the expiration of the remaining term of the interim director, a new director shall be selected as provided in paragraph 6 of this Article III.

**9. Compensation of Directors.** No director shall receive compensation from the District for any service such director may render to it as a director. A director may be reimbursed for his or her actual expenses reasonably incurred in and about such director’s performance of his or her duties as a director.

**10. Committees.** The Board of Directors shall have no authority to appoint an executive committee or any other committee having the authority of the Board of Directors. The Board of Directors may create and appoint any committees it deems necessary and advisable to conduct studies and reviews and provide advice and recommendations to the Board of Directors.

#### **ARTICLE IV** **MEETINGS AND PROCEDURES**

**1. Procedural Rules.** All meetings and proceedings of the District shall be in accordance with Robert's Rules of Order except as otherwise directed by these Bylaws.

**2. Place.** Meetings of the Board of Directors of the District shall be held at the principal office of the District, as designated by the Board of Directors, or at any other place within Buchanan County, Missouri, as may be determined from time to time by the Board of Directors.

**3. Notice of Meetings.** Meetings may be called by the Chairman, the Vice Chairman or the Secretary or by a majority of the Board of Directors by notice duly signed by the officer or directors calling the same and given in the manner hereinafter provided. Written notice stating the time, date, place and tentative agenda of a meeting shall be delivered to each director not less than twenty four (24) hours before the time of the meeting, either personally, by mail or by facsimile. If mailed, such notice shall be deemed to be delivered three days after depositing such notice in the United States mail addressed to the director at such director's address as it appears on the records of the District, with postage thereon prepaid.

**4. Waiver of Notice.** Any notice provided or required to be given to the directors may be waived in writing by any of them whether before or after the time stated therein. Attendance of a director at any meeting shall constitute a waiver of notice of such meeting except where the director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

**5. Quorum.** The presence of a majority of the Board of Directors shall be requisite for and shall constitute a quorum for the transaction of business at all meetings. Vacant positions are not counted in determining a majority of the Board of Directors. In accordance with Robert's Rules of Order, the acts of directors who are present at a meeting at which a quorum is present, shall be valid as the act of the Board of Directors except in those specific instances in which a larger vote may be required according to Robert's Rules of Order, by law or these Bylaws.

**6. Adjournment.** Whether or not a quorum shall be present at any such meeting, the directors present shall have power to adjourn the meeting, without notice other than announcement at the meeting, to a specified date. At any such adjourned meeting at which a quorum shall be present, any business may be transacted that could have been transacted at the original session of the meeting.

**7. Voting.** Each director present at any meeting shall be entitled to cast one vote on each matter coming before such meeting for decision. If a roll call is taken, all votes shall be recorded so as to attribute each “aye” and “nay” vote, or abstinence if not voting, to the name of the respective director.

**8. Official Actions.** In accordance with Section 67.1451.8, RSMo, all official acts of the Board of Directors shall be by written resolution approved by the Board.

**9. Meeting by Conference Telephone.** Members of the Board of Directors may participate in a meeting of the Board of Directors by means of conference telephone or similar communications equipment whereby all persons participating in the meeting can hear each other, and participation in a meeting in this manner shall constitute presence in person at the meeting. Notice for such meetings shall designate a place where members of the public may hear the conference call for purposes of complying with Chapter 610 of the Revised Statutes of Missouri, as amended (the “**Sunshine Law**”).

**10. Compliance with State Sunshine Law.** The District is a “public governmental body” pursuant to the Sunshine Law; therefore, notwithstanding any other provision of these Bylaws and in addition to any requirements of these Bylaws, the District shall give notice of and conduct all meetings of the Board of Directors in accordance with the Sunshine Law.

## **ARTICLE V** **OFFICERS**

**1. General.** The officers of the District shall be a Chairman, a Vice Chairman, an Executive Director, a Secretary, a Treasurer and such other officers as the Board of Directors may appoint. The officers shall be appointed from among the members of the Board of Directors and shall, at all times while holding such offices, be members of the Board of Directors. One Director may hold two or more offices.

**2. Election and Terms of Office.** Initially, the officers shall be appointed by the Board of Directors named in these Bylaws at the first meeting of that body, to serve until the first annual meeting of the Board of Directors and until their successors are duly elected and qualified.

At the first and each subsequent annual meeting of the Board of Directors, the Board of Directors shall appoint officers to serve until the next annual meeting of the Board of Directors and until their successors are duly appointed and qualified.

An officer shall be deemed qualified when such officer enters upon the duties of the office to which such officer has been appointed and furnishes any bond required by the Board of Directors or these Bylaws; but the Board of Directors may also require of such person a written acceptance and promise faithfully to discharge the duties of such office.

The term of office of each officer of the District shall terminate at the annual meeting of the Board of Directors next succeeding his or her appointment and at which any officer of the District is appointed unless the Board of Directors provides otherwise at the time of his or her appointment.

**3. Removal.** If for any reason any officer who is also a member of the Board of Directors ceases to be a member, then such officer shall be deemed automatically removed from office in the District.

**4. Compensation of Officers.** No officer who is also a member of the Board of Directors shall receive any salary or compensation from the District for any services such officer may render to it as an officer. Salaries and compensation of all other officers, agents and employees of the District, if any, may be fixed, increased or decreased by the Board of Directors, but until action is taken with respect thereto by the Board of Directors, the same may be fixed, increased or decreased by the Chairman, or such other officer or officers as may be empowered by the Board of Directors to do so; provided, however, that no person may fix, increase or decrease his or her own salary or compensation. Each officer may be reimbursed for such officer's actual expenses if they are reasonable and incurred in connection with the purposes and activities of the District.

**5. Vacancies.** Vacancies caused by the death, resignation, incapacity, removal or disqualification of an officer of the District shall be filled by the Board of Directors at any annual or other regular meeting or at any special meeting called for that purpose, and such person or persons so elected to fill any such vacancy shall serve at the pleasure of the Board of Directors until the next annual meeting of the Board of Directors, and until such officer's successor is duly elected and qualified.

**6. The Chairman.** The Chairman shall be the chief executive officer of the District, shall have such general executive powers and duties of supervision and management as are usually vested in the office of the chief executive officer of a District, and shall carry into effect all directions and resolutions of the Board of Directors. The Chairman may serve as the Executive Director pursuant to paragraph 10 of this Article V. The Chairman shall preside at all meetings of the Board of Directors at which he or she may be present.

The Chairman may execute all bonds, notes, debentures, mortgages, and other contracts requiring a seal, under the seal of the District and may cause the seal to be affixed thereto, and all other instruments for and in the name of the District.

The Chairman shall have the right to attend any meeting of any committee of the Board of Directors and to express his or her opinion and make reports at such meeting; provided, however, that unless the Chairman shall be specifically appointed to any committee, the Chairman shall not be considered to be a committee member or have the right to vote or be counted for the purpose of determining a quorum at any such meeting.

The Chairman shall have such other duties, powers and authority as may be prescribed elsewhere in these Bylaws or by the Board of Directors.

**7. The Vice Chairman.** The Vice Chairman shall work in cooperation with the Chairman and shall perform such duties as the Board of Directors may assign to him or her. In the event of the death, and during the absence, incapacity, inability or refusal to act of the Chairman, the Vice Chairman shall be vested with all the powers and perform all of the duties of the office of Chairman. In the absence of the Chairman, the Vice Chairman shall preside at all meetings of the Board of Directors at which he or she may be present. The Vice Chairman shall have such other or further duties or authority as may be prescribed elsewhere in these Bylaws or from time to time by the Board of Directors.

**8. The Secretary.** The Secretary shall attend the meetings of the Board of Directors and shall record or cause to be recorded all votes taken and the minutes of all proceedings in the minute book of the District to be kept for that purpose. The Secretary shall perform like duties for any committee established pursuant to these Bylaws when requested by such committee to do so. The Secretary shall be the custodian of all the books, papers and records of the District and shall, at such reasonable times as may be requested, permit an inspection of such books, papers and records by any director of the District. The Secretary shall upon reasonable demand furnish a full, true and correct copy of any book, paper or record in his or her possession. The Secretary shall be the administrative and clerical officer of the District under the supervision of the Chairman and the Board of Directors.

If the District has a seal, the Secretary shall keep in safe custody the seal of the District and when authorized to do so shall affix the same to any instrument requiring the seal, and when so affixed, the Secretary shall attest the same by his or her signature.

The Secretary shall have the general duties, powers and responsibilities of a secretary of a district and shall have such other or further duties or authority as may be prescribed elsewhere in these Bylaws or from time to time by the Board of Directors.

**9. Treasurer.** The Treasurer shall have supervision and custody of all moneys, funds and credits of the District and shall cause to be kept full and accurate accounts of the receipts and disbursements of the District in books belonging to it. The Treasurer shall keep or cause to be kept all other books of account and accounting records of the District as shall be necessary, and shall cause all moneys and credits to be deposited in the name and to the credit of the District in such accounts and depositories as may be designated by the Board of Directors. The Treasurer shall disburse or supervise the disbursement of funds of the District in accordance with the authority granted by the Board of Directors, taking proper vouchers therefor. The Treasurer shall be relieved of all responsibility for any moneys or other valuable property or the disbursement thereof committed by the Board of Directors to the custody of any other person or district, or the supervision of which is delegated by the Board of Directors to any other officer, agent or employee.

The Treasurer shall render to the Chairman or the Board of Directors, whenever requested by them, an account of all transactions as Treasurer and of those under the Treasurer's jurisdiction and the financial condition of the District.

The Treasurer shall have the general duties, powers and responsibilities of a treasurer of a district, shall be the chief financial, accounting and budget officer of the District and shall have and perform such other duties, responsibilities and authorities as may be prescribed from time to time by the Board of Directors.

**10. The Executive Director.** The Executive Director shall execute documents, take any action and perform any further duties as may be prescribed from time to time by the Board of Directors.

**11. Other Agents.** The Board of Directors from time to time may also appoint such other agents for the District as it shall deem necessary or advisable, each of whom shall serve at the pleasure of the Board of Directors or for such period as the Board of Directors may specify, and shall exercise such powers, have such titles and perform such duties as shall be determined from time to time by the Board of Directors or by an officer empowered by the Board of Directors to make such determinations.

## **ARTICLE VI** **GENERAL PROVISIONS**

**1. Contracts.** The Board of Directors may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the District. All contracts shall be approved by written resolution of the Board of Directors.

**2. Depositories and Checks.** The moneys of the District shall be deposited in such manner as the Board of Directors shall direct in such banks or trust companies as the Board of Directors may designate and shall be drawn out by checks or drafts signed in such manner as may be provided by resolution adopted by the Board of Directors.

**3. Bonds.** The Board of Directors may require that any officer or employee handling money of the District be bonded at the District's expense, in such amounts as may be determined by the Board of Directors.

**4. Custodian of Securities.** The Board of Directors may from time to time appoint one or more banks or trust companies to act for reasonable compensation as custodian of all securities and other valuables owned by the District, and to exercise in respect thereof such powers as may be conferred by resolution of the Board of Directors. The Board of Directors may remove any such custodian at any time.

**5. Fiscal Year.** The fiscal year of the District shall be the same as the fiscal year of the City of St. Joseph, in accordance with the CID Act; which fiscal year at the time of the establishment of the District is July 1 through June 30 of each year.

**6. Certain Loans Prohibited.** The District shall not make any loan to any officer or director of the District. No loans shall be contracted on behalf of the District and no evidence of any financial obligation shall be issued in its name unless authorized by resolutions of the Board of Directors of the District.

**7. Indemnification and Liability of Directors and Officers.** Each person who is or was a director or officer of the District (including the heirs, executors, administrators and estate of such person) shall be indemnified by the District as of right to the full extent permitted or authorized by the laws of Missouri, as now in effect and as hereafter amended, against any liability, judgment, fine, amount paid in settlement, cost and expense (including attorneys' fees) asserted or threatened against or incurred by such person in such person's capacity as or arising out of such person's status as a director or officer of the District. The indemnification provided by this Bylaw provision shall not be exclusive of any other rights to which those indemnified may be entitled under any other bylaw provision or under any agreement, vote of disinterested directors or otherwise, and shall not limit in any way any right which the District may have to make different or further indemnifications with respect to the same or different persons or classes of persons.

No person shall be liable to the District for any loss, damage, liability or expense suffered by it on account of any action taken or omitted to be taken by such person as a director or officer of the District if such person (i) exercised the same degree of care and skill as a prudent person would have exercised under the circumstances in the conduct of his or her own affairs, or (ii) took or omitted to take such action in reliance upon advice of counsel for the District, or upon statements made or information furnished by directors, officers, employees or agents of the District which such person had no reasonable grounds to disbelieve.

**8. Absence of Personal Liability.** The directors and officers of the District are not individually or personally liable for the debts, liabilities or obligations of the District.

**9. Budgets.** The District will annually prepare a budget, and an annual report describing the major activities of the District during the preceding year and upcoming year. The Budget and Report shall be submitted to the City [**Finance Director**] [**Administrator**] for review and comment not less than thirty (30) days prior to the intended date of approval of the Budget. The Budget shall not be approved without the prior written consent of the City. Not later than the first day of each fiscal year, the Board of Directors shall adopt a budget for the District for the ensuing budget year, for every fund of the District of any kind, in such a manner as may be provided by law. If the Board of Directors fails to adopt a budget by the first day of a fiscal year, the District shall be deemed to have adopted a budget for such fiscal year which provides for application of the District's sales tax revenues collected in such fiscal year in accordance with the budget for the prior fiscal year.

**ARTICLE VII**  
**AMENDMENTS**

The Board of Directors of the District shall have the power to make, alter, amend and repeal the Bylaws of the District and to adopt new Bylaws, which power may be exercised by a vote of a majority of the members of the full Board of Directors. The District shall keep at its principal office a copy of the Bylaws, as amended, which shall be open to inspection by any member of the Board of Directors at all reasonable times during office hours.

**CERTIFICATE TO BYLAWS**

The foregoing Bylaws were duly adopted as and for the Bylaws of the \_\_\_\_\_  
Community Improvement District by the Board of Directors of said District at its first meeting  
held on \_\_\_\_\_, 20\_\_.

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Secretary of the Board of Directors

**EXHIBIT C**  
**PROPERTY OWNERSHIP AND ASSESSED VALUE**

**\*OPTIONAL\*—if not stated in Section F of the Petition**