MEMORANDUM
Office of the Corporation Counsel

TO: Mayor Catalina, Common Council, Richard A. Leins

FROM: Timothy W. Kramer, Assistant Corporation Counsel

DATE: 8/30/16

RE: Renewal of the Downtown Peekskill Business Improvement District (BID) Management Agreement

The Downtown Peekskill Business Improvement District (BID) was established in 1995. In 2011, at the request of the Office of the State Comptroller, the BID Management Association entered into a five-year management agreement with the City which expires on September 12, 2016. Pursuant to its terms, the agreement may be renewed with a new five-year scope of services on mutual agreement between the BID Management Association and the City. The BID Management Association has requested the City to renew the agreement with no amendments at this time for a new five-year period. A copy of the current agreement is attached.

MANAGEMENT AGREEMENT

BY AND BETWEEN THE

CITY OF PEEKSKILL

AND THE

PEEKSKILL BUSINESS DISTRICT MANAGEMENT ASSOCIATION, INC.

DATED AS OF SEPTEMBER 12, 2011

LIST OF EXHIBITS

Exhibit A – Article 19-A of the General Municipal Law

Exhibit B – Proposed Business Improvement District Plan (May 1995)

Exhibit C – BID By-Laws

Exhibit D – BID Procurement Policy

Exhibit E – BID Ethics Policy

Exhibit F – BID Mission, Five-Year Scope of Services, and Performance Measures

Exhibit G – BID Budget Process

Exhibit H – BID Financial Controls Including Internal Controls of Cash Management

Exhibit I – BID Procedures for Filing of Board Minutes

Exhibit J – BID Grant Application and Administration Policies and Procedures

Exhibit K – BID Recordkeeping and Reconciliation Procedures

A MANAGEMENT AGREEMENT dated as of September 12, 2011 by and between the City of Peekskill, a municipal corporation with offices at 840 Main Street, Peekskill, New York 10566 ("City") and the Peekskill Business District Management Association, Inc., a not-for-profit corporation with offices at 16 South Division Street, Peekskill, New York 10566 ("BID Association").

WHEREAS, the Peekskill Business Improvement District ("BID") was created by the City with the approval of the State of New York in 1995, pursuant to Article 19-A of the General Municipal Law and a Proposed Business Improvement District Plan, attached hereto at Exhibit A and Exhibit B, respectively; and

WHEREAS, since 1995 the BID has generally pursued the priorities enumerated in the Proposed Business Improvement District Plan, being economic and tourism development, marketing and promotions, event management, business retention, and the relocation of new businesses to Peekskill, all as supplemental services to those services currently provided by the City to the downtown area; and

WHEREAS, the annual budget of the BID has been $100,000 since its inception; and

WHEREAS, the management arm of the BID, the BID Association, has adopted By-Laws attached hereto as Exhibit C, which provide for the governance of the BID and BID Association; and

WHEREAS, the BID Association has adopted a BID Procurement Policy which provides purchasing standards for the BID, attached hereto as Exhibit D; and

WHEREAS, the BID Association has adopted a BID Ethics Policy which provides ethical standards for the Board Directors and employees of the BID Association, attached hereto as Exhibit E; and

WHEREAS, the City and the BID Association wish to further particularize the services to be provided by the BID, financial controls under which the BID shall operate, performance measures for monitoring activities undertaken by the BID Association, policies and procedures for the processing and payment of BID claims, procedures for filing of BID Association Board minutes with the City, procedures for annual elections, policies and procedures for grant applications and administration, policies and procedures for BID recordkeeping and reconciliation with records of the City Comptroller, insurance requirements, and defense and indemnity requirements;

NOW, THEREFORE, the City and the BID Association agree as follows:

1. Mission, Scope of Services, and Performance Measures. The BID shall provide certain services, supplemental to those services already provided to the downtown area by the City, with performance measures for such services, all as detailed in the BID Mission, Five-Year Scope of Services, and Performance Measures attached hereto as Exhibit F.

2. Budget Process. The BID Association shall annually budget its revenue and appropriations in accordance with the BID Budget Process attached hereto as Exhibit G.

3. Financial Controls. The BID Association shall follow the BID Financial Controls including Internal Controls of Cash Management attached hereto as Exhibit H.

4. Board Minutes. The BID Association shall prepare and file minutes of its annual Membership meetings and regular and special Board meetings with the City Clerk, in accordance with the BID Procedures for Filing of Board Minutes attached hereto as Exhibit I.

5. Annual Election. The BID Association shall follow the policies and procedures set forth in Section IV.5 of its By-Laws, attached hereto as Exhibit C, for conducting its annual election.

6. Grants. The BID Association shall follow the BID Grant Application and Administration Policies and Procedures set forth in Exhibit J attached hereto.

7. Recordkeeping and Reconciliation. The BID Association shall follow the BID Recordkeeping and Reconciliation Procedures set forth in Exhibit K attached hereto.

8. Insurance. The BID Association shall maintain the following policies of insurance:

a) General Liability and Property Damage Insurance, including Special Events Insurance, with coverage of not less than $1,000,000 per individual and $2,000,000 per occurrence, naming both the City and the BID Association as insureds;

b) Directors and Officers Insurance naming the BID Association, its directors, and officers as insureds, with coverage of not less than $1,000,000 per occurrence; and

c) Premises and Business Insurance covering the books and records and leased premises of the BID Association, for replacement value.

9. Defense and Indemnity. The BID Association shall defend, indemnify, and hold the City harmless against any and all claims, actions, proceedings and lawsuits arising out of this Agreement and the services, activities, and events of the BID and the BID Association, excepting those solely attributable to the gross negligence of the City.

10. Term of Agreement. The Agreement shall terminate on September 12, 2016 if not renewed prior to then. This Agreement may be renewed with a new Five-Year Scope of Services, on the mutual agreement of the City and BID Association, for an additional five (5) year period through September 12, 2021.

11. All Other Terms and Conditions Governed by Article 19-A of the General Municipal Law. Unless otherwise particularized in this Agreement, Article 19-A of the General Municipal Law shall govern all other terms and conditions of management of the BID and BID Association including but not limited to BID assessments, funding, management, and operations of the BID and BID Association.

CITY OF PEEKSKILL

By: _____
Brian O. Havranek
Acting City Manager

Approved as to Form:

_____
Bernis E. Nelson
Corporation Counsel

PEEKSKILL BUSINESS DISTRICT MANAGEMENT ASSOCIATION, INC.

By: _____
Jeannette Phillips
President

Approved as to Form:

See Attached Letter

BID Counsel

JOHN H. HERSH
ATTORNEY AT LAW
FIRST FEDERAL BUILDING
PEEKSKILL, N.Y. 10566
(914) 739-4200

OUR FILE NO.

November 30, 2011

Business Improvement District
840 Main Street
Peekskill, New York 10566

Att: Ms. Jeanette Philips,
Executive Director

Re: **Management Agreement Between City of Peekskill and Peekskill Business District Management Association Inc.**

Dear Ms. Philips and Members of the Board:

At your request, I have reviewed the Management Agreement attached, together with all of the significant Exhibits which, for purposes of transport, I have not attached.

The Business Improvement District was created and stands as an independent legal authority which receives funding via a tax assessment upon all real properties located within the boundaries of the District. The tax is levied by the City of Peekskill in their annual tax bills and collected by them under a separate budget line item.

The City of Peekskill does not, nor does it have the authority to, disburse those funds as those funds are held in a segregated account for the sole use and benefit of the Business Improvement District.

All expenditures require BID authorization and approval and are generally acted upon by Resolution.

The Management Agreement is simply an acknowledgement between the BID and the City of Peekskill which indicates the independence of the BID, the segregation of their funds and the City's role in holding those funds subject to all routine and standard financial controls for expenditures.

In all respects, the Management Agreement seems to be akin to a mere escrow agreement/ arrangement between the BID and the City of Peekskill. The BID gives up no authority or control over those funds or its own operations to the City of Peekskill and is, in all

Re: Management Agreement Between City of Peekskill and Peekskill Business District Management Association Inc.

respects, unremarkable in its routineness. I recommend that it be executed without modification.

Yours very truly,

JHH:pf

JOHN H. HERSH, ESQ.

December minutes
Approved at January BID Board meeting.
JEA

Peekskill Business Improvement District
Minutes of the Meeting of the Board of Directors
December 3, 2011

On the third day of December, 2011 at 6:00pm a meeting of the Board of Directors (the Board) of the Peekskill Business Improvement District (BID) was held at the Nutrition Room in the Neighborhood Center.

There being a quorum present, the meeting was called to order at 6:05pm and presided over by Board President Phillips.

Board members present at the meeting were:

Board President Jeannette Phillips
Vice President Christine Bobolia
Secretary John Sharp
City Manager Rick Finn
City Comptroller Charlie Emberger (departed by 6:10pm)
Frank Cimino
Frank Catalina
Arne Paglia
Jason Angell

Board members absent from the meeting were:

Treasurer Jaime Leon

BID members present at the meeting were:

Sunny Cover, Peekskill Coffee House

The business conducted at the December 3, 2011 Board meeting was as follows:

1. Review & Approval of November BID Board Meeting Minutes:

There was one correction to the meeting minutes noted: to revise the typo of the maximum budget for downtown holiday lighting decorations from "$600" to "$6,000".

Board President Phillips motioned to vote on approval of minutes:

Yea

Board President Jeannette Phillips
Vice President Christine Bobolia

Secretary John Sharp
Frank Cimino
Frank Catalina

Abstain

Arne Paglia
City Manager Rick Finn

2. Peekskill Makes Me Merry Holiday Update

John Sharp, a member of the steering committee overseeing the Peekskill Makes Me Merry (PMMM) holiday campaign, offered the following update: the downtown Tree Lighting was successful, with over 400 PMMM holiday buttons and flyers listing stores and holiday promotions distributed. Thirty stores were recruited into offering holiday promotions, with a great deal of excitement from business owners. The lesson learned was to start earlier next year, to avoid small miss-steps (like overlooking confirmation of the Peekskill Coffee House) next year. We are beginning to prepare for the Peekskill Pub & Eat crawl on Saturday, December 17th, with seven restaurants/pubs participating.

Sunny Cover suggested that this is an event we should do annually and next year we should be organizing a holiday committee meeting in early September.

Jason Angell reported that there is currently $6,090 left in the PMMM holiday campaign budget, which was approved for a maximum of $10,000. Mr. Angell suggested that the holiday planning committee meet directly after the board meeting to decide on how to utilize the rest of the available funds, recommending that the majority be spent on an advertising campaign.

Arne Paglia recommended a PMMM campaign update be sent out to the entire BID membership list to increase participation and awareness; Mr. Angell agreed to do it. In reference to the closing of Division Street around the Tree Lighting, Mr. Paglia also recommended that we be aware of when we order the streets closed because the street crews take the start time literally; we should close streets as minimally as possible, as it can deter business on Division Street.

3. Review of BID Executive Director Employment Agreement

City Manager Rick Finn noted one correction: the need to strike the word "average" in reference to the wage rate; the correction was agreed to and noted for change by Mr. Angell.

A discussion proceeded about how the part-time position of "an average of 20 hours per week based on workload" would work operationally. Mr. Angell stated that he assumed that if the work required more than 20 hours in one week (using the example of having logged 42 hours in the proceeding week due to the PMMM campaign and drafting of the Five Year Plan), he would

work less hours in the following weeks to bring his weekly hours to a 20 hour average. Board members agreed with this interpretation of the employment agreement language. Mr. Angell noted that in order to pull off high-quality BID initiatives and events with a part-time staff of one, the Board would have to define an annual plan that provided enough lead time for proper preparation and organization. The board agreed to focus on developing the 2012 annual plan in the January BID Board meeting.

Mr. Paglia noted that there is no money in the 2012 budget for BID administrative support. Vice President Bobolia suggested that Mr. Angell send out large-scale upcoming work tasks (like preparing election mailings) to the BID board for volunteers. Sunny Cover noted that the Peekskill High School Honor Roll students also proved administrative support for community service.

Board President Phillips motioned to vote on approval of BID Executive Director Employment Agreement with noted changes:

Yea

Board President Jeannette Phillips
Vice President Christine Bobolia
Secretary John Sharp
Frank Cimino
Frank Catalina
Arne Paglia
City Manager Rick Finn

Mr. Angell was instructed by the Board to send the approved BID Executive Director Employment Agreement to Bernis Nelson, City of Peekskill Corporation Counsel, for final review and approval.

In a side note, it was recorded that John Hersh, acting as the BID's attorney, had reviewed the City of Peekskill/BID agreement and web-site contractor employment agreement with Paul Magliari and approved both at a total cost of $500.

Frank Catalina motioned to approve payment to John Hersh:

Yea

Board President Jeannette Phillips
Vice President Christine Bobolia
Secretary John Sharp
Frank Cimino
Frank Catalina
City Manager Rick Finn

Abstain

Arne Paglia

4. Review of draft BID Five Year Plan

Jason Angell offered an overview of the draft BID Five Year Plan, after noting that the process and available time only allowed for a Five Year Plan draft that was useful for future planning but general in specific implementation details.

Mr. Angell's overview focused on the following broad points: (1) Taking into account that fact that the Peekskill BID is relatively small with a voluntary board and part-time staff, the BID should operate as an intermediary distributing funding to other capable organizations or individuals to manage events or initiatives whenever possible, (2) that the financial return on every BID dollar invested in the Farmer's Market and Flea Market merits possible expansion, (3) a review of 2011 finances by broad spending categories shows that the BID is spending too little on marketing and advertising the events we support and organize (only 9% of total budget), and (4) almost ½ of the total budget goes to events, leaving little room for other initiatives.

John Sharp stated that the BID should actively work to expand the Farmer's Market, with a goal of making it the biggest market in the Hudson Valley.

There was a discussion amongst members of if the 9% figure for advertising fully accounting for total marketing and if an event itself should be viewed as marketing. Members generally agreed that we spend too little on advertising initiatives, often because we are organizing events without adequate lead time to develop a strong advertising campaign.

Mr. Paglia questioned the lack of a section that documented the history and challenges faced by the BID in the previous years. It was noted that this was a document that is a starting point; the board must continue to bring ideas to the table to develop a plan with enough detail to be implementable.

A motion to vote to approve the BID Five Year Plan and submit it to City Hall:

Yea

Board President Jeannette Phillips
Vice President Christine Bobolia
Secretary John Sharp
Frank Cimino
Frank Catalina
City Manager Rick Finn

Abstain

Arne Paglia

5. BID Annual Meeting & Elections

Board President Phillips reviewed the required timeline of events as it related to the BID Annual Meeting: that the Annual Meeting must take place "no later than 67 days after the close of the preceding fiscal year"; and the Annual Meeting, Elections Notice and ballots must be mailed to all tenants and owners on the membership list "no later" than 15 days before the Annual Meeting. Arne Paglia, John Sharp, and Vice President Bobolia volunteered to be on the BID Election Committee. Mr. Sharp stated that he would develop a proposal for the Annual Meeting.

Board President Phillips also noted that at the Annual Meeting Board committees would be expected to offer an annual report and members would be voting for five vacant Board positions and that the BID Board Chair would also be up for vote. It was clarified that Board seats are held for two year terms, but one of the tenant Board positions would only be held until December, 2012 as the seat was vacated mid-way through the term.

Board President Phillips reviewed the main tasks in assembling the 2012 Election BID membership list of eligible voters: property owners must not be in tax arrears to vote and tenants must register by supplying the BID Board with a copy of a lease or statement from the landlord verifying their tenant status within the BID. Jason Angell noted that he would work on assembling the membership list of eligible voters.

Mr. Paglia stated for the record that he remains opposed to tenants being required to provide a copy of their rental lease, for it creates a dual standard for tenants and is an unnecessary burden. Board members agreed that this decision had been made in the by-law process, but Mr. Paglia was free to submit a proposal to the Board to try to resolve the issue in order to move forward.

6. Next Board Meeting

City Manager Rick Finn announced that he would be leaving his post as City Manager and Brian Havranek would be serving as the interim City Manager; it remained undetermined who would attend BID Board meetings on the City Manager's behalf. Due to the holiday, the BID Board decided to move the January BID Board meeting to the second Tuesday of January 10th, 2012.

EXHIBIT A

Westlaw.

Mckinney's Consolidated Laws of New York Annotated Currentness
General Municipal Law (Refs & Annos)
➡ Chapter 24. Of the Consolidated Laws
➡ Article 19-A. Business Improvement Districts
➡ § 980. Definitions

As used in this article:

(a) "Average full valuation of taxable real property" means the valuation obtained by taking the assessed valuation of taxable real property in the district as it appears upon the last completed and four preceding assessment rolls of the municipality and dividing each by the applicable state equalization rate as determined by the commissioner of taxation and finance pursuant to article twelve of the real property tax law for each of the assessment rolls and dividing the sum of the quotients thus obtained by five.

(b) "District" means a business improvement district established pursuant to this article.

(c) "District charge" means a levy imposed on behalf of the district as provided in the district plan.

(d) "District management association" means the association established pursuant to section nine hundred eighty-m of this article.

(e) "District plan" or "plan" means a proposal as defined in section nine hundred eighty-a of this article.

(f) "Legislative body" means the local legislative body empowered to adopt and amend local laws or ordinances.

(g) "Municipality" means a city, town or village within the state of New York.

(h) "Owner" means owner of record.

(i) "Tenant" means an occupant pursuant to a lease of commercial space or a dwelling unit, other than an owner.

§ 980-n. Contents of the district plan

The district plan shall contain the following:

(a) a map of the district;

(b) the written report or reports of the legislative body containing: (1) a description of the boundaries of the district proposed for establishment or extension in a manner sufficient to identify the lands included;

(2) a description of the present and proposed uses of these lands;

(3) the improvements proposed and the maximum cost thereof;

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(4) the total annual amount proposed to be expended for improvements, maintenance and operation;

(5) the proposed source or sources of financing;

(6) the proposed time for implementation and completion of the district plan;

(7) any proposed rules and regulations to be applicable to the district;

(8) a list of the properties to be benefited, and a statement of the method or methods by which the expenses of a district will be imposed upon benefited real property, in proportion to the benefit received by such property, to defray the cost thereof, including operation and maintenance. Notwithstanding any inconsistent provision of section nine hundred eighty-f of this article, the plan may provide that all or any class or category of real property which is exempt by law from real property taxation and which would not benefit from the establishment or extension of the district may nevertheless be included within the boundaries of the district but such property shall not be subject to any district charge;

(9) a statement identifying the district management association for the district; and

(10) any other item or matter required to be incorporated therein by the legislative body.

§ 980-b. Local adoption of article

Every municipality shall be authorized to adopt a local law, subject to permissive referendum, providing that the provisions of this article shall be applicable to the establishment or extension of districts in the municipality.

§ 980-c. Local legislative powers

Upon establishment of a district pursuant to the provisions of this article, the legislative body shall have authority to exercise the following powers with respect to such district, subject to the provisions of this article to: (a) provide for district improvements located on or within municipally or district owned or leased property which will restore or promote business activity in the district:

(1) construction and installation of landscaping, planting, and park areas;

(2) construction of lighting and heating facilities;

(3) construction of physically aesthetic and decorative safety fixtures, equipment and facilities;

(4) construction of improvements to enhance security of persons and property within the district;

(5) construction of pedestrian overpasses and underpasses and connections between buildings;

(6) closing, opening, widening or narrowing of existing streets;

(7) construction of ramps, sidewalks, plazas, and pedestrian malls;

(8) rehabilitation or removal of existing structures as required;

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(9) removal and relocation of utilities and vaults as required;

(10) construction of parking lot and parking garage facilities; and

(11) construction of fixtures, equipment, facilities and appurtenances as may enhance the movement, convenience and enjoyment of the public and be of economic benefit to surrounding properties such as: bus stop shelters; benches and street furniture; booths, kiosks, display cases, and exhibits; signs; receptacles; canopies; pedestrian shelters and fountains.

(b) provide for the operation and maintenance of any district improvement;

(c) provide for additional maintenance or other additional services required for the enjoyment and protection of the public and the promotion and enhancement of the district whether or not in conjunction with improvements authorized by this section, including:

(1) enhanced sanitation services;

(2) services promoting and advertising activities within the district;

(3) marketing education for businesses within the district;

(4) decorations and lighting for seasonal and holiday purposes; and

(5) services to enhance the security of persons and property within the district.

(d) enter into contracts to provide for the construction of accessibility improvements adjacent to public areas by businesses within the district which will increase access from public areas to such businesses for persons with disabilities and the general public and assist businesses in meeting requirements for removal of architectural barriers in existing facilities, pursuant to the Americans with disabilities act of 1990, as amended (P.L. 101-336).[FN1]

[FN1] 42 U.S.C.A. § 12101 et seq.

§ 980-d. District plan

(a) The legislative body of any municipality other than a municipality having a population of one million or more may provide by resolution for the preparation of a district plan, upon its own motion, or at the request of the chief executive officer or an individual or agency designated by such officer, or upon the written petition, signed and acknowledged, of (1) the owners of at least fifty-one percent of the assessed valuation of all the taxable real property within the boundaries of the district proposed for establishment or extension, as shown upon the latest completed assessment roll of the municipality, and (2) at least fifty-one percent of the owners of real property within the area included in the district proposed for establishment or extension. In a municipality having a population of one million or more, the chief executive officer may provide for the preparation of a district plan, upon his or her own initiative, or at the request of an individual or agency designated by such officer, or at the request of the city council, or upon the written petition, signed and acknowledged, of such owners described in paragraphs one and two of this subdivision.

(b) The establishment or extension of a district shall be based upon the district plan filed in the office of the municipal clerk, except as provided in subdivision (c) of this section.

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(c) In any city having a population of one million or more, the district plan shall first be submitted to the city planning commission which shall forward a copy within five days to the city council and to the council member or members representing the council district or districts in which the proposed district is located, to the community board or boards for the community district or districts in which the proposed district is located, and to the respective borough board and borough president, if the plan involves properties located in two or more community districts. Each community board shall notify the public of the proposed plan in accordance with the requirements established by the city planning commission, and may conduct a public hearing and submit a written recommendation to the city planning commission not later than thirty days after receipt of the plan. The city planning commission shall review the plan and recommendations, and, after a public hearing, prepare a report. The city planning commission shall submit its report to the mayor, to the affected borough president, to the city council and to the council member or members representing the council district or districts in which the proposed district is located, together with copies of any recommendation of a community board, within sixty days from the date of expiration of the community board's period for reviewing the plan and submitting recommendations. This report shall certify the city planning commission's unqualified approval, disapproval or qualified approval with recommendations for modifications of the district plan. A copy of this report together with the original district plan shall be transmitted for filing with the city clerk. In the event the city planning commission shall fail to submit its report within ninety-five days of receipt of the original district plan, it shall be required to immediately transmit the original plan to the city clerk for filing and no report of the city planning commission shall be necessary.

(d) All district plans shall conform with the requirements of this article. The legislative body may determine that the plan or any part of the plan, shall be prepared by, or under the supervision of municipal officers and employees to be designated by the legislative body, or by persons or firms to be employed for that purpose, provided, however, that in a municipality having a population of one million or more, such determination and designation shall be made by the chief executive officer. Except as otherwise provided in this article, the expense incurred for the preparation of the plan or part of the plan shall be a municipal charge.

(e) If the municipality shall thereafter establish or extend the district or provide the improvements or additional services or contract for the required services, the expense incurred by the municipality for the preparation of the plan or any part of the plan shall be deemed to be part of the cost of the improvement, or the rendering of additional services, and the municipality shall be reimbursed in the amount paid, or the portion of that amount which the legislative body, at a public hearing held pursuant to this article, shall allocate against the district.

§ 980-e. Notice and hearing

(a) After the filing of the district plan in the office of the municipal clerk, the legislative body may adopt a resolution and shall enter the same in the minutes of its proceedings. This resolution shall contain a copy of the district plan, any report of the planning commission or board, the fact that a district plan is on file in the municipal clerk's office for public inspection and the time when and the place where the legislative body will meet and hold a public hearing to hear all persons interested in the subject thereof.

(b) The resolution shall also contain a statement that any owner of real property, deemed benefited and therefore within the district, objecting to the plan must file an objection at the office of the municipal clerk within thirty days of the conclusion of the hearing on forms made available by the clerk, and, further, that if (1) owners of at least fifty-one percent of the assessed valuation of all the benefited real property situated within the boundaries of the district proposed for establishment or extension, as shown upon the latest completed assessment roll of the municipality, or (2) at least fifty-one percent of the owners of benefited real property within the area included in the district proposed for establishment or extension, so file their objections, the district will not be established or extended.

(c) The legislative body shall cause a copy of the resolution or a summary thereof to be published at least once in the official paper or a newspaper in general circulation in the municipality, the first publication to be not less than

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ten nor more than thirty days before the day set for the hearing required by this section. In addition, not less than ten nor more than thirty days before the date set for the hearing, the legislative body shall cause a copy of the resolution or a summary thereof to be mailed to each owner of real property within the proposed district at the address shown on the latest municipal assessment roll, to such other persons as are registered with the municipality to receive tax bills concerning real property within the proposed district and to the tenants of each building within the proposed district. If the legislative body publishes or mails a summary of the resolution, such summary shall include the business address of the municipal clerk, a statement that copies of the resolution shall be made available free of charge to the public, the improvements proposed and the maximum cost thereof, the total annual amount proposed to be expended for improvements, maintenance and operation, and a statement indicating the rights of owners to object pursuant to subdivision (b) of this section.

(d) The resolution may further state the place, other than the municipal clerk's office, where the district plan may be inspected in advance of the hearing, if the legislative body determines that, in the public interest, any additional place of inspection is necessary or desirable.

§ 980-f. Establishment or extension of the district

(a) Not earlier than thirty days after the conclusion of the last day of the public hearing held pursuant to section nine hundred eighty-e of this article, the legislative body shall determine:

(1) whether the notice of hearing for all hearings required to be held was published and mailed as required by law and is otherwise sufficient;

(2) except as otherwise provided in section nine hundred eighty-a of this article whether all the real property within the boundaries of the proposed district or extension will benefit from the establishment or extension of the district;

(3) whether all the real property benefited is included within the limits of the proposed district or extension; and

(4) whether the establishment or extension of the district is in the public interest.

(b)(1) If the legislative body shall determine the question of paragraph four of subdivision (a) of this section in the negative, or if the requisite number of owners shall have filed their objections as provided in section nine hundred eighty-e of this article, the legislative body shall adopt a resolution disapproving the establishment or extension of the district, stating the reasons for its determination and enter the same in the minutes of its proceedings. Thereafter no plan for the establishment or extension of a district to include any part of the property proposed to be included in the disapproved district may be prepared as provided in section nine hundred eighty-d of this article until the expiration of at least one year from the date of disapproval.

(2) If the legislative body shall find that notice was incorrectly or insufficiently given or that, except as otherwise provided in section nine hundred eighty-a of this article, any part or portion of the real property within the boundaries of the proposed district or extension is not benefited thereby or that certain property benefited thereby has not been included therein, it shall call a further hearing at a definite place and time not less than ten nor more than thirty days after this determination. In the resolution calling such hearing, it shall specify the necessary changes, if any, to the boundaries of the proposed district or extension to be made in order that, except as otherwise provided in section nine hundred eighty-a of this article, all of the real property and only that real property as is deemed benefited shall be included within the the [FN1] boundaries of the proposed district or extension. Such a further hearing shall also be required in the event that the legislative body proposes to amend the district plan to reduce or provide additional improvements or services not included in the original plan prior to the establishment of the district. Notice of the further hearing shall be published and mailed in the manner provided in section nine

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hundred eighty-e of this article, except that, where boundaries are to be altered, this notice shall also specify the manner in which it is proposed to alter the boundaries of the proposed district or extension. The further hearing shall be conducted in the same manner as the original hearing.

(c) If and when the legislative body shall determine in the affirmative all of the questions set forth in subdivision (a) of this section, and provided that the requisite number of owners shall not have objected as provided in section nine hundred eighty-e of this article, it may adopt a local law approving the establishment or extension of the district as the boundaries shall be finally determined and the construction of the improvement or providing of the service in the district. Such local law shall become effective only upon compliance with section nine hundred eighty-g of this article.

(d) Upon the recommendation of the district management association and after a public hearing, the legislative body may adopt a local law at any time prior to or after the establishment of a district to change the method of assessment as set forth in the plan. Notice of such public hearing and a description of the proposed change shall be given in the manner set forth in section nine hundred eighty-e of this article.

(e) Notwithstanding the provisions of this article, the Town of Woodbury in the county of Orange is hereby authorized to establish a business improvement district solely for the purpose of providing additional security services for the property encompassed by and commonly known as Woodbury Commons.

[FN1] So in original.

§ 980-g. Review by the state comptroller

(a) The state comptroller shall review as provided in this section: (1) the establishment or extension of a district; and (2) the amendment of a district plan pursuant to subdivision (c) of section nine hundred eighty-i of this article.

(b) Within twenty days after the adoption of a local law by a legislative body pursuant to section nine hundred eighty-f or subdivision (c) of section nine hundred eighty-i of this article, the chief executive officer, or, except in a municipality having a population of one million or more, other such officer of the municipality as the legislative body shall determine, shall forward the following information to the state comptroller at Albany, New York:

(1) an itemized statement of the then outstanding indebtedness of the municipality for all purposes, as evidenced by bonds, bond anticipation notes, capital notes, deferred payment notes and budget notes; the amount of budgetary appropriations for the payment of any outstanding indebtedness, whether or not appropriations have been realized as cash; the amount of indebtedness proposed to be contracted for the improvement, and the amounts, purposes and probable date of issuance of any bonds, bond anticipation notes, capital notes, deferred payments notes and budget notes which the municipality has authorized to be issued but which in fact have not been issued to date;

(2) a statement of the total assessed valuation of the taxable real property situated in the proposed district or extension of a district, as shown on the latest completed and four preceding assessment rolls of the municipality and of the amount of municipal real property taxes levied against such property in the preceding fiscal year;

(3) a statement of the average full valuation of the taxable real property of the municipality determined in accordance with the provisions of paragraph seven-a of section 2.00 of the local finance law; and

(4) a statement, the form of which shall be determined by the comptroller, attesting that the provisions of this article have been met, signed and verified by the chief executive officer.

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(c) The state comptroller shall then review the information submitted pursuant to paragraphs one, two and three of subdivision (b) above to determine that the tax and debt limitations provided in section nine hundred eighty-k of this article will not be exceeded by the establishment or extension of the district.

(d) The state comptroller shall notify the municipality of his or her determination within sixty days of the receipt of the items specified in subdivision (b) of this section. Unless the state comptroller determines that the tax and debt limitations provided in section nine hundred eighty-k of this article will be exceeded by the establishment or extension of the district or that the statement required by paragraph four of subdivision (b) of this section does not comply with the provisions of such paragraph, the municipality may proceed with the establishment or extension of the district upon receipt of the notice from the state comptroller of his or her determination.

(e) Upon the municipality's compliance with any other requirements established by law, the local law enacted pursuant to section nine hundred eighty-f of this article shall become effective.

§ 980-h. Publication; filing; judicial review

(a) The municipal clerk shall cause a certified copy of the local law of the legislative body adopted pursuant to the provisions of this article establishing or extending any district, or increasing the maximum total amount proposed to be expended for the improvement in any district or extension, or changing the method of assessment, or authorizing the district to incur debt to provide for additional improvements or services within the district, to be duly recorded in the municipal clerk's office within ten days after such local law becomes effective. When so recorded this local law shall be presumptive evidence of the regularity of the proceedings for the establishment or extension of the district, of the proceedings instituted for the construction of any improvement and of all other actions taken in relation to it.

(b) Within ten days after the local law becomes effective, the municipal clerk shall, in addition to any other filing required by law, cause a certified copy thereof to be filed in the office of the state comptroller at Albany, New York, and within two weeks thereafter shall cause a copy of the local law or a summary thereof to be published at least once in the official paper or newspaper of general circulation in the municipality.

(c) This local law shall be final and conclusive unless a proceeding to review is commenced in accordance with this subdivision. Any person aggrieved by any local law adopted pursuant to this article may seek judicial review of the local law in the manner provided by article seventy-eight of the civil practice law and rules, provided the proceeding is commenced within thirty days from the date of the publication of the copy or summary of the local law pursuant to subdivision (b) of this section. No review shall be had unless the petitioner shall give an undertaking approved by the supreme court, or a justice thereof, as to form, amount and sufficiency of sureties, that, in the event of failure to modify the local law he will pay to the municipality, all costs and expenses as are incurred by it on account of the proceedings, as shall be determined by the court. In the event that upon this review there shall be any modification by the court of the local law, the court shall direct the modification by judgment which shall be final and conclusive, and the municipal clerk shall cause the judgment to be recorded and filed in the same places and manner as was the local law which was modified.

§ 980-i. Amendments to the district plan

(a) At any time after the establishment or extension of a district pursuant to the provisions of this article, the district plan upon which the establishment or extension was based, may, upon the recommendation of the district management association, be amended by the legislative body after compliance with the procedures set forth in this section.

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(b) Amendments to the district plan which provide for additional improvements or services or any change in the method of assessment upon which the district charge is based, or an increase only in the amount to be expended annually for improvements, services, maintenance and operation may be adopted by local law of the legislative body, provided that the legislative body shall, after a public hearing, determine that it is in the public interest to authorize the additional improvements, services or increase in the maximum annual amount and that the tax and debt limits prescribed in section nine hundred eighty-k of this article will not be exceeded. The legislative body shall give notice of the hearing by publication of a notice in at least one newspaper having general circulation in the district specifying the time when and the place where the hearing will be held and stating the increase proposed in the maximum amount to be expended annually. The notice shall be published once at least ten days prior to the date specified for the hearing.

(c) Amendments to the district plan which provide for the district to incur indebtedness in order to provide for additional improvements or which provide for an increase in the total maximum amount to be expended for improvements in the district, may be adopted by local law of the legislative body, provided that the legislative body shall, after a public hearing, determine that it is in the public interest to authorize the district to incur indebtedness to provide for additional improvements or to increase the maximum total amount to be expended for improvements in the district and that the tax and debt limits prescribed in section nine hundred eighty-k of this article will not be exceeded. Notice of the hearing shall be published and mailed in the manner provided in section nine hundred eighty-e of this article. The local law adopted pursuant to this subdivision shall not be effective until reviewed by the state comptroller in accordance with section nine hundred eighty-g of this article.

§ 980-i. Expense of the district

(a) The expense incurred in the construction or operation of any improvement or provision of additional services in a district pursuant to this article shall be financed in accordance with the district plan upon which the establishment or extension of the district was based. Services for which district property owners are charged pursuant to the plan must be in addition to or an enhancement of those provided by the municipality prior to the establishment of the district. The expense and cost apportioned to benefited real property in accordance with the plan shall be a charge upon each benefited parcel of real property within the district.

(b) The charge upon benefited real property pursuant to this article shall be imposed as provided in the district plan. If the formula includes an ad valorem component, this component shall be determined by the assessed value of each parcel as entered on the latest completed assessment roll used by the municipality for the levy of general municipal taxes. The charge shall be determined, levied and collected in the same manner, at the same time and by the same officers, as general municipal taxes are levied and collected.

(c) Any municipality which has established a district pursuant to this article, may, for the purpose of providing funds for making capital improvements within a district, issue and sell bonds or other municipal obligations as provided in the local finance law and other applicable laws and statutes. Principal and interest payments on these bonds or other municipal obligations may be made in whole or in part from the proceeds of charges imposed upon benefited real property within the district.

§ 980-k. Tax and debt limitations

(a) The aggregate amount of outstanding indebtedness that is incurred to provide funds for capital improvements pursuant to this article shall be chargeable against the municipality's constitutional debt limit and may not exceed ten percent of the amount allowable under that limit. The aggregate amount of outstanding indebtedness that is incurred to provide funds for capital improvements pursuant to this article and that is chargeable against the property within the district may not exceed seven percent of the average full valuation of taxable real property in the district.

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(b) The district charge, exclusive of debt service, levied in a given year against real property in a district may not exceed twenty percent of the total general municipal taxes levied in that year against the taxable real property in the district. The district charge so levied shall be included in the total amount, if any, that the municipality is permitted by law to raise in that year by a tax on real property.

§ 980-l. Expenditure of district funds

(a) The proceeds of any charge imposed pursuant to this article shall be held by the chief fiscal officer and shall be separately accounted for in the books and records of the municipality. None of the proceeds collected pursuant to this article shall be used for any purposes other than those set forth in the district plan. These funds may be paid out for district purposes in accordance with the general procedures for payment of other municipal expenditures.

(b) All contracts for improvements, goods or services to be provided in the district shall be subject to all applicable provisions of the law relating to the letting of contracts by the municipality.

§ 980-m. District management association

(a) There shall be a district management association for each district established pursuant to the provisions of this article (which shall pursuant to the not-for-profit corporation law have one or more classes or membership, voting or non-voting) for the purpose of carrying out such activities as may be prescribed in the plan. Notwithstanding any inconsistent provision of paragraph (e) of section six hundred eleven of the not-for-profit corporation law, the certificate of incorporation or by-laws of such association shall provide for voting representation of owners of property and tenants within the district, and may provide that the votes of members who are property owners be weighted in proportion to the assessment levied or to be levied against the properties within the district, provided that in no case shall the total number of votes assigned to any one such member or to any number of such members under common ownership or control exceed thirty-three and one-third percent of the total number of votes which may be cast.

(b) The board of directors of the association shall be composed of representatives of owners and tenants within the district, provided, however, that not less than a majority of its members shall represent owners and provided further that tenants of commercial space and dwelling units within the district shall also be represented on the board. The board shall include, in addition, three members, one member appointed by each of the following: the chief executive officer of the municipality, the chief financial officer of the municipality and the legislative body. Provided, that in a city having a population of one million or more, the third additional member shall be appointed by the borough president of the borough in which the district is located and a fourth additional member shall be appointed by the council member representing the council district in which the proposed district is located, or if the proposed district is located in more than one council district, the fourth additional member will be appointed by the speaker of the city council after consultation with the council members representing the council districts in which the proposed district is located. The additional three members (four in a city of one million or more) shall serve as the incorporators of the association pursuant to the not-for-profit corporation law. The association may be incorporated prior to the effective date of any district established pursuant to this article.

(c) In addition to such other powers as are conferred on it by law, the district management association may make recommendations to the legislative body with respect to any matter involving or relating to the district.

(d) For such consideration as it may deem appropriate and consistent with the powers granted pursuant to section nine hundred eighty-c of this article, the legislative body may license or grant to the district management association the right to undertake or permit commercial activities or other private uses of the streets or other parts of the district in which the municipality has any real property interest.

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§ 980-n. Cooperative operation and management of business improvement districts

(a) Whenever two or more municipalities have each created a business improvement district pursuant to this article, the municipalities may enter into, amend, and terminate agreements with each other for the operation and management of their respective business improvement districts, in accordance with this article and each district plan, on a cooperative basis, provided that the business improvement districts are contiguous, and provided further that the goals and objectives of the districts are compatible.

(b) Any such agreement shall be approved by each participating municipality by a majority vote of its governing board, and may contain provisions relating to the rights and responsibilities of the respective municipalities, a method for equitably allocating costs and other matters, consistent with this article, as may be reasonably necessary and proper to effectuate the cooperative operation and management of the districts. Nothing herein shall be construed as authorizing the participating municipalities to issue joint indebtedness and any indebtedness which has been heretofore issued by a municipality in connection with a business improvement district shall remain the sole responsibility of the issuing municipality.

(c) Municipalities which have agreed to operate and manage business improvement districts on a cooperative basis shall either establish a district management association for each business improvement district as provided in section nine hundred eighty-m of this article, or if agreed to by all of the participating municipalities, may establish a single cooperative district management association. Such cooperative district management association shall have the same powers and duties as provided in section nine hundred eighty-m of this article.

(d) Where a cooperative district management association is established, the board of directors of such district management association shall be composed of representatives of owners and tenants within each district, provided, however, that not less than a majority of its members shall represent owners and provided further that tenants of commercial space and dwelling units within the districts shall also be represented on the board. The number of such representatives of owners and tenants from each district shall be in an equitable proportion as determined by agreement of the participating municipalities. The board shall include, in addition, three members from each participating municipality as follows: a member appointed by the chief executive officer of each participating municipality; a member appointed by the chief financial officer of each participating municipality; and a member appointed by the legislative body of each participating municipality.

(e) Where the municipalities which have agreed to operate and manage their business improvement districts on a cooperative basis decide to terminate their agreement, such cooperative district management association shall be dissolved, and shall be replaced by separate district management associations in accordance with section nine hundred eighty-m of this article.

§ 980-*o*. Dissolution

(a) Any district established or extended pursuant to the provisions of this article, where there is no indebtedness, outstanding and unpaid, incurred to accomplish any of the purposes of the district, may be dissolved by local law by the legislative body upon its own motion or upon the written petition of (1) the owners of at least fifty-one percent or more of the total assessed valuation of all benefited real property included in the boundaries of the district and (2) at least fifty-one percent of the owners of benefited real property within the area included in the district. The legislative body shall request and consider the recommendations of the district management association concerning any proposed dissolution; provided that if the association has not submitted recommendations to the legislative body within sixty days after request therefor, the legislative body may adopt any such proposed dissolution without considering such recommendations. In the event of dissolution, all assets of the district shall revert to the municipality.

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(b) A certified copy of the order of dissolution shall be filed with the state comptroller at Albany, New York.

§ 980-p. Existing districts

Any special improvement or assessment districts, or any business improvement districts established pursuant to article two-B of the general city law, or any districts having filed an application with the state comptroller as provided in such article prior to the effective date of this article, shall be subject to the provisions of this article but shall not be required to comply with any provisions of this article which are contrary to or more restrictive than those under which the district was established or proposed to be established as evidenced by an application filed with the state comptroller prior to the effective date of this article. Any reference to article two-B of the general city law or any section thereof in any state or local law, plan or agreement shall be deemed to be a reference to this article or the appropriate provision of this article.

§ 980-q. Severability

If any provision of any section of this article or the application thereof to any person or circumstance shall be adjudged invalid by any court of competent jurisdiction, such order or judgment shall be confined in its operation to the controversy in which it was rendered and shall not affect or invalidate the remainder of any provisions of any section of this article or the application of any part thereof to any other person or circumstance and to this end the provisions of each section of this article are hereby declared to be severable.

END OF DOCUMENT

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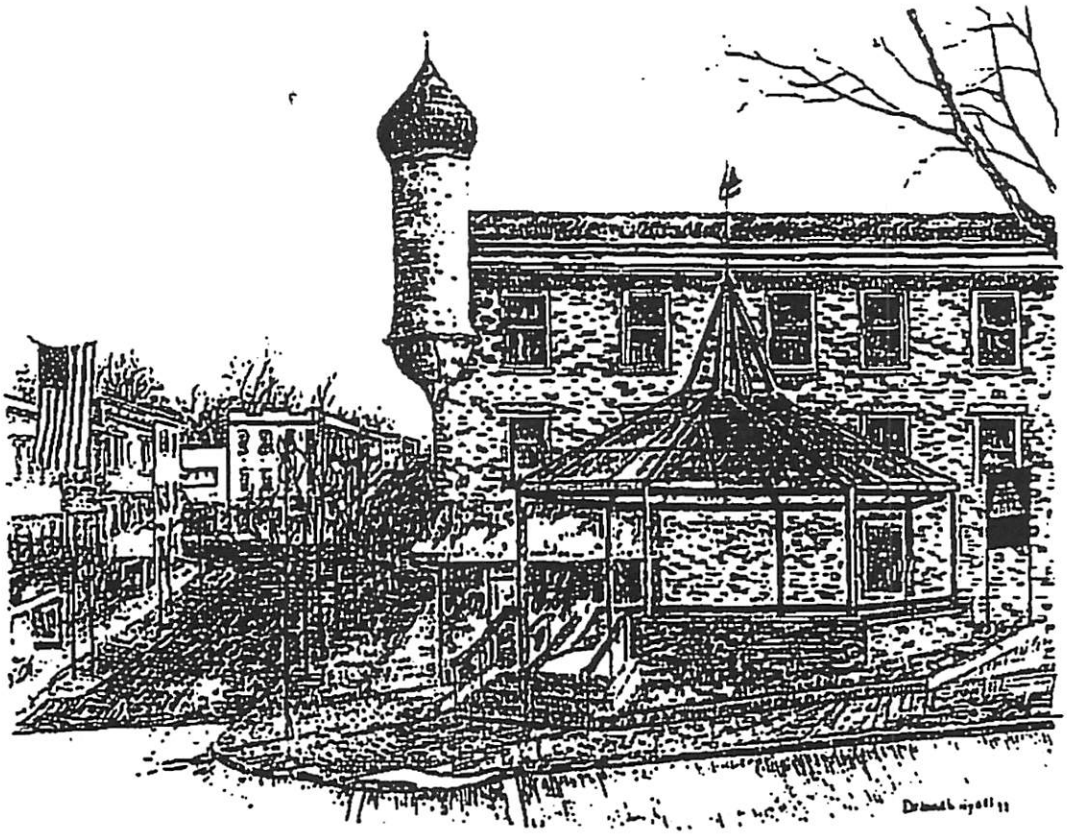
EXHIBIT B

PEEKSKILL, NY



PROPOSED

BUSINESS IMPROVEMENT DISTRICT PLAN

MAY, 1995

RESPECTFULLY SUBMITTED & PREPARED BY THE

PEEKSKILL-CORTLANDT CHAMBER OF COMMERCE

•••

William J. Powers

Executive Director

Opening Statement

At the request of merchants and property owners, the Peekskill/Cortlandt Chamber of Commerce has been asked to pursue the development and implementation of a Business Improvement District. Economic and tourism development, marketing and promotions, event management, business retention and the relocation of new businesses to Peekskill will be among the priorities of the proposed Business Improvement District. The District intends to cooperate fully with the City of Peekskill and the Chamber of Commerce.

Description of the Boundaries of the Proposed District

The boundaries of the proposed Business Improvement District are the same as the current Special Parking District and include: both sides of North and South Broad Streets from the north side of Crompond Road to the south side of Howard Street; North and South James Streets from the south side of Howard Street to the south side of Brown Street; both sides of Elizabeth Street from Brown Street to the north side of Crompond Road; both sides of Bank Street from Main Street to Park Street; both sides of Esther Street from Brown to South Division Street; both sides of North and South Division Streets from the south side of Howard Street and the north side of Crompond Road to the north side of First Street; both sides of

Nelson Avenue from the south side of Diven Street to Central Avenue; both sides of Union Avenue from Central Avenue to the north side of First Avenue; both sides of Depew Street from the south end of the South Street Parking Lot to Central Avenue; south side of Howard Street from North Broad Street, including the parcel on the southwest corner of North Broad Street and Howard Street west to North Division Street, including four parcels to west of North Division Street; both sides of Main Street from North Broad Street, including the two parcels on both sides of Main Street east of North Broad Street to the east side of Spring Street on the north side of Main Street; south side of Main Street west to the west end of Bohlman Towers; both sides of Park Street from South James Street to the corner of North and South Division Streets; both sides of Central Avenue from the corner of North and South Division Streets to Washington Street; the four parcels on the north side of Central Avenue west of Depew Street and the nine parcels on the south side of Central Avenue west of Depew Street; both sides of South Street from the east side of Washington Street to South Division Street; both sides of Brown Street from South Broad Street to South Division Street; north side of Crompond Road from South Broad Street, including one parcel to east of South Broad Street, to First Street; south side of Howard Street from North Broad Street to North Division Street including 4 parcels to west of N. Division Street; south side

of Diven Street from North Division Street to Nelson Avenue. A detailed map outlining the proposed District is attached.

Description of Present and Proposed Uses of Land in the District

The Central Commercial District, C-2, which is the predominant zone in the proposed Business Improvement District, is designed to provide for office buildings, large and small retail stores, and other related activities. These occupy the prime retail frontage in the Central Business District and serve the entire area. The other zones represented in the district are WF-2, C-3, R-1C, R-2 and R-6. The residential uses of R-1C and R-2 are not impacted by the BID tax.

The C-2 district regulations are intended to preserve, protect and enhance the character of the Central Business District as a retail, trade and service center for the City of Peekskill and its surrounding region. The District (1) encourages the concentration of retail stores, restaurants and related activities and (2) attempts to achieve continuity of frontage devoted to such purposes in order to strengthen the area's attractiveness to shoppers, tourists and business people.

To enhance the Central Commercial District, the Common Council, in 1991,

added and allowed artistic and creative endeavors which may be safely and appropriately located in conjunction with other C-2 activities.

Permitted uses in the C-2 District include: Retail stores; banks, including drive-in windows; beauty parlors and barber shops; appliance repair and photocopying; business, professional; government offices and schools; funeral parlors; manufacturing, assembling, converting as long as the area is fully concealed from the street; restaurants; places of worship; artist studios and art galleries; dance and martial arts studios; and dry cleaning stores (providing that no dry-cleaning is done on premises).

Subject to the issuance of a special permit, restaurants with a designed seating capacity of more than 200 patrons may use a sidewalk area for an extension of their facilities. In addition, assembly halls, bowling alleys, hospitals for humans, hotels, motels, annual membership clubs, and senior citizen housing, are all eligible uses by special permit.

The Central Business District provides a full array of services for residents of Peekskill and the surrounding areas. Currently, the proposed Business Improvement District is home to the Paramount Center for the Arts, the Paramount East, retail establishments of various sizes, banks, restaurants,

delicatessens, the New York State Department of Motor Vehicles, major downtown office buildings, law offices, medical and dental offices, a small shopping center, annual membership clubs, artists studios and artist residences, a workshop annex for Westchester Community College and two major municipal parking structures.

C-3 and WF-2 represent a smaller area of the BID. The uses of both are conducive to the C-2 enhancement. Neither is adversely affected by the BID. The R-6 multiple family project is serviced by the Central Business District and profits from the enhanced performance of downtown businesses within walking distance.

No major physical improvements are proposed to be undertaken by the Business Improvement District. Rather, the intent is to enhance the continued success of the current occupants of the district and increase opportunities to attract more retail and commercial establishments into the district. At this point the District is envisioned as providing enhanced opportunities for promotion, marketing, advertising, etc., in support of the current retail and commercial operations and tourist-related activities.

Proposed Improvements and Maximum Costs

At this time no major physical improvements are proposed as part of the District and subsequently no major expenditures are planned for capital improvements. Proposed expenditures include: the costs of marketing and promotional efforts, including the writing, graphic creation, printing and distribution of promotional materials, brochures, informational newsletters, flyers and other publications; costs associated with the production, writing, duplication and distribution of promotional videotapes or audio tapes; costs associated with the creation of new and preexisting events and tourist initiatives; costs associated with the advertising of new and preexisting special events, sidewalk sales, and other retail, artistic or tourist events, including radio, television, newspaper and other advertising avenues; administrative costs, including those associated with postage and handling; expenses associated with office supplies; costs related to the rental or purchase of office equipment or the rental or purchase of a copier, fax machine, and computer and its associated maintenance and supplies, including computer software; costs affiliated with utilities and telephone services; expenses associated with liability, officers, bonding and/or directors and/or renters insurance; costs related to consulting and/or management services and/or legal and accounting services and/or administrative services or other professional fees, including salaries and

benefits, if appropriate; costs affiliated with market or economic research and/or studies; costs associated with professional memberships, contributions to, or participation costs related to joint efforts with other tourism or promotional entities; costs related to appropriate periodical subscriptions; expenses related to necessary travel, meals and entertainment in the conduct of normal business; costs associated with annual meetings, training seminars, etc.; costs associated with special projects that benefit the District; costs associated with making applications to appropriate funding sources, expenses associated with attracting new business, retailers, professionals, or other appropriate uses for office space; petty cash expenses and any other miscellaneous expenses as deemed appropriate in connection with the normal operation of the District.

The maximum cost of the proposed improvements will be $100,000. This dollar figure also represents the approximate total annual amount proposed to be expended for improvements, maintenance and operation of the District. The maximum amount to be raised by the Business Improvement District shall be as governed by State Law.

See attached proposed budget.

Proposed Source of Financing

All District financing with be derived almost exclusively from the monies collected by the City for the District. The District may, from time to time, seek or receive additional financing from grants, loans, donations, fees collected from special events, solicitations from merchants and monies collected from the sale of promotional items, and other governmental funding sources available to Business Improvement Districts.

Proposed Time for Implementation and Completion of the District Plan

The proposed Business Improvement District Plan will be completed and filed with the City Clerk by May 1, 1995. The District Plan will be implemented by January 1, 1996.

Proposed Rules and Regulations to be Applicable to the District

There are no proposed rules and regulations except for those included in existing general municipal law, but the Business Improvement District may adopt guidelines and policies consistent with its goals and objectives as stated herein and authorizes by the District Management Association, in cooperation with the City, to achieve the District's goals and objectives.

List of Properties to be Benefited; Statement of Method of by which the Expenses of the District will be Imposed Upon Benefited Real Property, in Proportion to the Benefit Received by Such Property, to Defray the Cost Thereof, including Operation and Maintenance.

See attached computer run from Assessor's office of the City of Peekskill for properties located in the District. See attached map which indicates the property classifications and percent amount of exemption. The expenses of the District will be paid from revenues received from the Business Improvement District assessment. The Business Improvement District levy will be based upon the maximum amount allowable under State Law or 20% the City tax rate.

The expenses are not scheduled to benefit any particular parcel within the District. The budget of the District is scheduled to be utilized as described above.

Statement Identifying the District Management Association for the District

The District will be managed by a not-for-profit district management association pursuant to section nine hundred eighty-m of General Municipal Law.

Closing Statement

The District pledges its full cooperation with the City of Peekskill and intends to work together to better the Central Business District. The District's intent is to complement and enhance the efforts of the existing Chamber of Commerce and City of Peekskill and not replace those efforts.

PROPOSED 1996
PEEKSKILL BUSINESS IMPROVEMENT DISTRICT
ESTIMATED BUDGET

Advertising, marketing, promotions, printing	$45,000
Administrative, management, consulting staff	$21,600
Office equipment (including computer, shared copier and fax)	$ 5,500
Insurance, including D&O, Liability, Event Insurance	$ 3,000
Legal Services	$ 2,000
Accounting	$ 3,000
Postage	$ 4,000
Office Supplies	$ 2,100
Office Allocation Expense	$ 4,800
Telephone	$ 2,800
Other related misc. expenses	$ 6,200
Total anticipated expenditures, pending approval of the District Management Association's Board of Directors.	$100,000

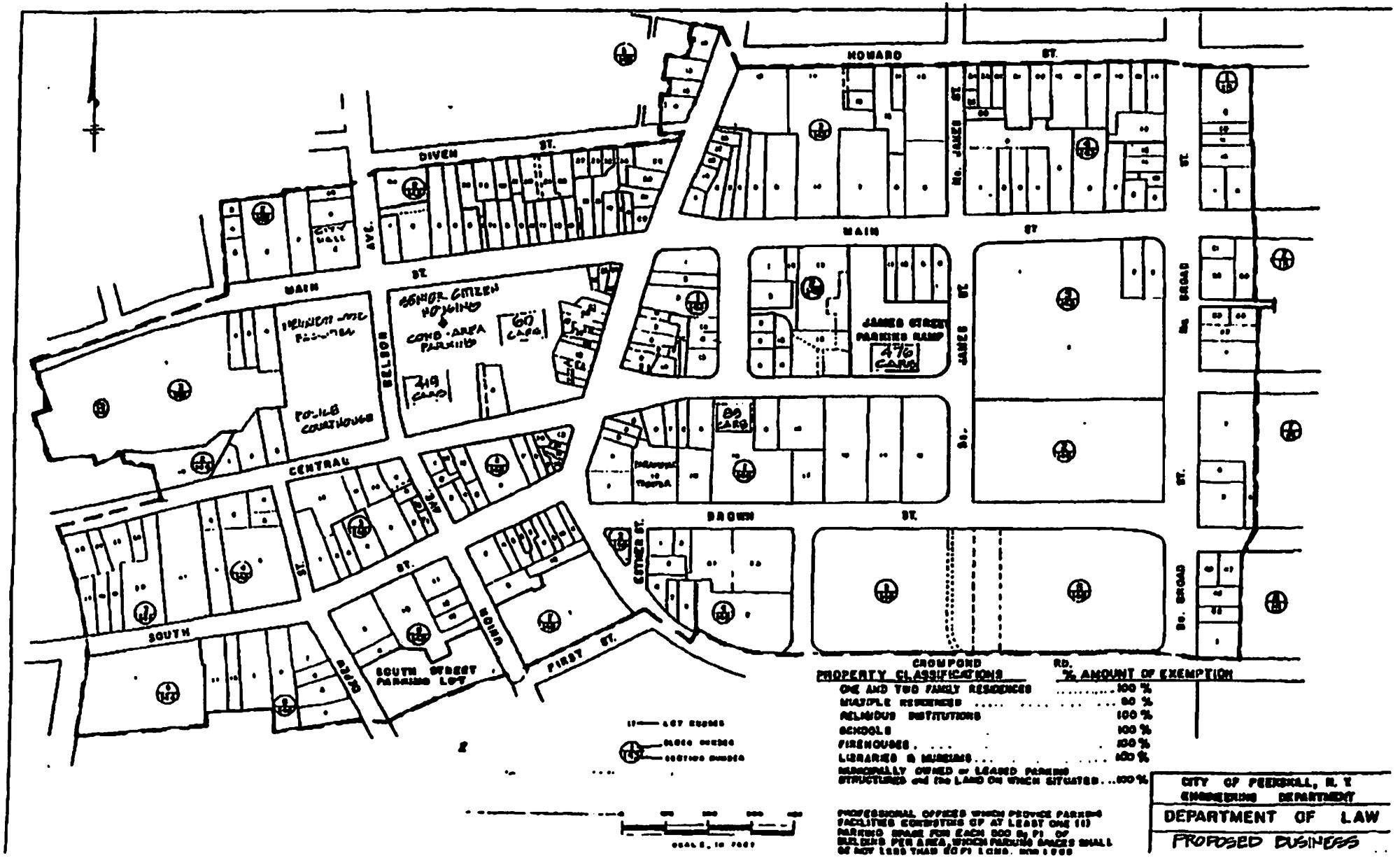

HOWARD ST.
DIVEN ST.
MAIN ST.
SENIOR CITIZEN HOUSING
COND. AREA PARKING
60 CARS
419 CARS
POLICE COURTHOUSE
CENTRAL AVE.
JAMES STREET PARKING RAMP
476 CARS
89 CARS
BROWN ST.
SOUTH
SOUTH STREET PARKING LOT
FIRST ST.
CRAWFORD RD.
PROPERTY CLASSIFICATIONS
% AMOUNT OF EXEMPTION
ONE AND TWO FAMILY RESIDENCES ..... 100 %
MULTIPLE RESIDENCES ..... 50 %
RELIGIOUS INSTITUTIONS 100 %
SCHOOLS 100 %
FIREHOUSES 100 %
LIBRARIES & MUSEUMS 100 %
MUNICIPALLY OWNED or LEASED PARKING STRUCTURES and the LAND ON WHICH SITUATED ...100 %
PROFESSIONAL OFFICES WHICH PROVIDE PARKING FACILITIES CONSISTING OF AT LEAST ONE (1) PARKING SPACE FOR EACH 300 Sq Ft OF BUILDING PER AREA, WHICH PARKING SPACES SHALL BE NOT LESS THAN 200 Ft LONG.
CITY OF PEEKSKILL, N. Y.
ENGINEERING DEPARTMENT
DEPARTMENT OF LAW
PROPOSED BUSINESS

EXHIBIT C

BY-LAWS

OF THE

PEEKSKILL BUSINESS IMPROVEMENT DISTRICT ASSOCIATION

Adopted 1-11-11

INCORPORATED UNDER NYS NOT-FOR-PROFIT LAW IN 1996 AND IN CONFORMANCE WITH ARTICLE 19-A OF THE GENERAL MUNICIPAL LAW OF NEW YORK STATE

BY-LAWS OF THE PEEKSKILL BUSINESS IMPROVEMENT DISTRICT

ARTICLE I
FORMATION

1. The corporation (Peekskill Business District Management Association, Inc.) has been formed under the New York State Not-For-Profit Law. The Association and the Business Improvement District (hereinafter the "BID") was formed pursuant to Article 19-A of the General Municipal Law of the State of New York.

2. The purpose for which the corporation is formed is to execute and manage activities that will promote and improve the Central Business District of the City of Peekskill. The BID has as its mission the development of programs that promote design and preservation, economic development, and that promote the business opportunities afforded by downtown.

3. The corporation is not formed for pecuniary profit or financial gain, and no part of the assets, income, or profit thereof shall be distributable to, or inure to the direct benefit of its directors or officers.

4. The corporation's mailing address shall be ***16 South Division St, Peekskill, NY 10566.*** The office of the corporation shall be located in the central business district of the City of Peekskill at a place to be determined by the Board of Directors.

ARTICLE II
MEMBERSHIP IN THE ASSOCIATION

1. All owners and tenants of real property within the district are eligible to become members of the corporation.

2. There shall be three (3) classes of voting members:

   A. Class A. Owners of record of real property in the District who own property within the BID district that is not in tax arrears, consisting of residential or commercial space, shall be Class A members of the corporation. Each Class A member shall be allocated one vote.

   B. Class B. Tenants who are not currently holding a Class A membership who are occupants of commercial space within the District pursuant to a written lease or a statement from the landlord certifying that the individual is a tenant shall be Class B members of the corporation, provided such persons have applied for membership in

accordance with Article II Section 2(D) hereof. Certified artists residing in live/work artists' lofts are considered commercial/residential tenants who are leasing commercial space for purposes of membership. Each Class B member shall have one vote.

C. Class C. Persons serving by virtue of their appointment as municipal representatives as described in Article IV Section 3 shall be Class C members of the corporation. Each such representative shall have one vote.

D. Eligibility for Membership. Persons who fall into membership Class A are automatically voting members by virtue of their ownership of real property in the District provided their property within the BID district is without tax arrears (City tax bill paid by November 15th of each year), and Class C are automatically members by appointment in accordance with §980-m of the General Municipal Law. All persons who fall within Class B shall be eligible for membership in the corporation upon the annual submission of an application to the BID Board of Directors including a written lease or a statement from the landlord certifying that the individual is a tenant. The tenant's annual application shall be submitted by November15th of each year in order to be eligible to vote.

E. Termination of Membership. Membership in the Corporation is not transferable. Upon the death or resignation of an individual member or partner of a partnership, or upon dissolution or liquidation of a corporate member, the successor tenant eligible for membership shall apply for membership in the manner required by Article II Section 2(D) hereof. Additionally, (a) Class A membership shall terminate when the Class A member is no longer the owner of record or when City taxes on property within the BID district are unpaid, (b) Class B membership shall terminate when the Class B member is no longer a tenant in the District with a written lease or a statement from the landlord certifying that the individual is a tenant, and (c) Class C membership shall terminate when the Class C member is replaced by the appointing authority.

F. Membership List of the Corporation. A yearly update of all property owners' names and addresses who are not in tax arrears according to the current tax assessment record, and tenants' names and addresses as submitted on the annual tenant application who have a written lease or a statement from the landlord certifying that the individual is a tenant (the "membership list") shall be prepared by the Board prior to December 1st of each year so as to reasonably reflect all owners and tenants as of November 15th of each year.

ARTICLE III
MEETINGS

1. There shall be an Annual Meeting of the corporation no sooner than 2 days and no later than

67 days after the close of the immediately preceding fiscal year for the purpose of receiving annual reports of officers, directors and committees, distribution of financial reports for the previous year, election of the Board of Directors and the transaction of other business. Notice of the annual meeting of the membership shall be mailed to the current membership list no later than 15 days before the meeting. Notice shall also be posted prominently on the home page of the corporation's website.

2. Upon written request of 10% of those on the membership list, the President or the Board of Directors shall call a meeting of the General Membership. Notice of such meeting shall be mailed to the membership list, as set forth in Article III Section 1 above, at least 10 days prior to the meeting and shall be posted on the corporation's website. Such notice shall state the purpose of the meeting.

3. The Board of Directors shall meet regularly, generally on the first Tuesday of each month, but in no event less than once in each calendar quarter of each year, at a time and date to be determined by the Board. Special meetings of the Board may be called anytime by the President or 3 Directors provided that a 24 hour notice is provided to every Director. Such notice of special meeting shall state the purpose of the meeting.

4. All regular meetings of the Board of Directors are open to corporation members.

5. The fiscal year of the corporation shall end December 31st.

ARTICLE IV
BOARD OF DIRECTORS

1. The business of this corporation shall be managed by its Board of Directors.

2. Each Director shall be at least 18 years of age and shall be a member of the corporation.

3. In conformance with Article 19-A of the General Municipal Law (Business Improvement District Law), the Board of Directors shall consist of eleven (11) members as follows:

   6 members elected to represent owners of real property within the district who are Class A members and are not in tax arrears on property within the BID district.

   2 members elected to represent commercial tenants who are Class B members and have a written lease or a statement from the landlord certifying that the individual is a tenant.

   1 member appointed by the Chief Executive Officer (City Manager) of the City of Peekskill.

1 member appointed by the Comptroller of the City of Peekskill.

1 member appointed by the Common Council of the City of Peekskill.

4. Six members of the entire Board shall constitute a quorum for the transaction of business.

5 An annual election of Board Members shall be held at the Annual Meeting of the membership for all directors representing Class A and B members. Appointments of Class C members shall be according to Article IV Section 3. Absentee ballots may be made available prior to the annual election.

(a) The terms of all elected members of the Board of Directors shall be two (2) years. A person may serve a maximum of two (2) consecutive terms, and shall again be eligible for election as Director after not serving on the Board for one full year. The Directors whose terms are to expire shall be entitled to vote on all matters until their elected or appointed successor is qualified. A Director's office shall become vacant if the Director ceases to be a member of the Corporation.

(b) The Elections Committee shall accept written nominations from members and shall prepare a list of nominations (the "Directors' Slate") for the elections to be held at the Annual Meeting for Class A and B Directors. The Annual Meeting Notice and the Elections Notice shall be mailed to the address of record for each Owner and Tenant on the membership list no later than fifteen (15) days before the Annual Meeting. Such Notices and Directors' Slate shall be posted on the Corporation's website not later than fifteen (15) days before the annual meeting. The Elections Committee shall verify that all candidates nominated are on the current membership list, that the owners are not in tax arrears, and that the tenants have written leases, and that they are members in the voting class for the directorship position for which they have been nominated. Only those Owners and Tenants listed in the yearly membership roll shall be eligible to vote; and such eligible voters shall be able to vote only for those directors representing their own membership class. Each member has one vote, irrespective of the number of tax parcels owned or occupied. Voting by proxy is not permitted by the membership at the annual meeting. The Board of Directors may make a provision to allow voting by absentee ballot for the annual election.

(c) The Election Committee shall conduct the annual election and shall be the final arbiter as to the validity of any vote cast and the results of the election.

(d) Should a board member no longer be a tenant with a written lease, or if the board member is an owner or representative of real property within the District with unpaid City taxes and BID assessment for a period of 90 days, his or her seat on the Board shall become vacant and such vacancy shall be filled for the unexpired portion of the term. Vacancies occurring on the Board shall be filled by appointment of the Board of Directors and such appointee shall serve for the remainder of the vacant term.

(e) The Board shall have cause to terminate a board member's membership in the event that he/she does not attend three consecutive regularly scheduled meetings during the year and the vacancy thereby created shall be filled as provided in these By-Laws.

(f) Any board member may carry a proxy on behalf of any other board member.

(g) The Board may appoint an Advisory Board composed of members of the community, not to exceed 7 members.

(h) The Board shall submit the BID's Annual Budget to the City Manager not later than November 30th of each year, for the following calendar year.

ARTICLE V
OFFICERS

1. The officers of the corporation shall be a President, a Vice-President, a Secretary, and a Treasurer.

2. The President, Vice-President, Secretary and Treasurer shall be elected by the Board of Directors at the Board meeting following the annual meeting.

3. All officers shall be elected by the Board to hold office for the term of one year or until a successor has been elected and qualified.

4. The President shall preside over all meetings of members and of the directors. He/She shall be a member (ex officio) of all standing committees and shall, in conjunction with the entire Board of Directors, supervise and manage all of the business and affairs of the corporation, subject to the control of the Board of Directors; he/she shall have the power to sign notes, checks, and contracts, subject to Board approval.

5. The Vice-President shall, in the absence or disability of the President, perform the duties and exercise the powers of the President. The Vice-President shall also have such powers and duties as shall be delegated by the President or prescribed by the Board.

6. The Secretary or designee shall keep minutes of all meetings of members of the Board and shall give notice of all meetings of members and Board of which notice is required. The Secretary shall have custody of corporate minutes, records, and the corporate seal and shall perform all duties incident to the office.

7. The Treasurer shall furnish reports to the Directors and annual reports at the annual membership meetings. The President is authorized to act on behalf of the Board to perform any and all of the above. For purposes of conducting normal business, all vouchers submitted to the City Comptroller by the BID must be approved by the Board of Directors and signed by the Treasurer and at least one other officer of the corporation in accordance with the BID procurement policy.

8. Any officer elected by the Board may be removed by the Board from their officer position with or without cause.

ARTICLE VI
COMMITTEES

1. The President may appoint from among the Board standing committees, each to consist of at least two (2) Directors. The Chairperson of each committee shall be a Board member. Non-Board members may serve on any Standing or Special Committee except the Elections & Nominations Committee. Each committee will act in an advisory capacity only, with all committee actions and decisions subject to approval of the Board of Directors. Each committee shall keep minutes of proceedings and report to the Board.

2. The standing committees of the Board may be as follows:

   A. Executive Committee
   B. Quality of Life Committee
   C. Business Recruitment & Retention Committee
   D. Development Committee
   E. Finance Committee

   A. Executive Committee. The Executive Committee shall be responsible for financial, personnel and operational issues. It shall assist the Treasurer in the development of the annual budget; review financial reports prepared by the Treasurer and make recommendations to the Board on the financial affairs of the Association. The committee shall be responsible for insuring that the operations of the Association are consistent with the Laws, Bylaws, and ethical standards, and shall make recommendations for changes as appropriate. The committee will also be responsible for the development and implementation of personnel policies and practices, and making recommendations to the Board on personnel matters. The committee shall be comprised of the officers of the Board of Directors and may include one additional Board member as determined by the chair.

   B. Quality of Life Committee. The Physical Improvement & Security Committee shall devise and oversee a program of planning for services, public area improvements and amenities, and enhanced maintenance services within the District. It shall work with the Development Committee to seek sources for funding, including grants, for the implementation of any of the above-mentioned services and/or improvements. It shall also oversee the implementation of a safety and security program within the District.

C. Business Recruitment & Retention Committee. The Business Recruitment & Promotion Committee shall oversee the implementation of a marketing program designed to initiate new retail, office and residential investment in the District and to assure the continued occupancy of existing businesses. It shall also oversee the implementation of actions to enhance the image of the District and to foster communications between the District and City Government, Chamber of Commerce and the appropriate agencies. Furthermore, it will coordinate a promotional campaign and special events designed to attract visitors to the District. Developing a program to address parking issues within the District will fall under its purview as well.

D. Development and Membership Committee. The Development Committee will seek sources of funding, including grants, for specific projects and for the District as a whole. Should the request emanate from one of the other committees, it will work in conjunction with that committee to secure funding. This committee will also be responsible to create and maintain the membership list as set forth in Article II Section 2.F, and to recruit new members and ensure the retention of existing members.

E. Finance Committee. The Finance Committee shall consist of the Treasurer, at least one other Board member, and the Executive Director and chairperson as ex-officio members. The Finance Committee is responsible for the District's financial issues. It shall assist the Executive Director in the development of the annual budget, and in establishing budgets for each District event and special event; review financial reports prepared by the Treasurer and make recommendations to the Executive Committee and to the Board on the financial affairs of the Association. All contracts and other financial arrangements of the District are subject to review by the Finance committee, provided however that review of contracts shall be limited to questions of budgetary constraints. The Finance Committee may approve up to 10% additional spending over the duly approved budget for each District event and special event, provided however any additional spending beyond 10% over an event or special event's duly approved budget must be approved by the Board. In the event that the Finance Committee is unable to meet or fulfill its duties, the Board Chair and the Treasurer shall perform the duties of the Finance Committee.

3. Special Committees on any subject in which there are not standing committees may also be appointed, which may also include non-Board members.

4. The Elections & Nominations Committee shall consist of one (1) Director holding a Class C membership and three (3) other Directors appointed by the Board. The Committee shall nominate Directors for the Corporation and shall conduct the elections of Directors from Class A and B membership in accordance with Article IV, Section 6 herein.

ARTICLE VII

STAFF

1. The BID shall maintain an office for conduct of business. A location within the Business Improvement District shall be given preference for the site of this office.

2. The BID shall maintain a permanent staff to oversee any or all activities of the BID.

3. The BID may employ an Executive Director to oversee the operations of the BID. His/her responsibility shall include:

   A. The development of new programs in keeping with the mission of the BID.

   B. Responsibility for the administration of all programs and regular business of the BID.

   C. Responsible for the preparation of the Annual Report and other reports as needed to carry out the mission of the BID.

   D. Management of the BID's staff.

   E. Special assignments as agreed upon by the BID Board.

4. The BID may employ an Administrative Assistant to assist with any or all business conducted on behalf of the Director or Board of the BID. His/her responsibilities shall include:

   A. Take direction on behalf of the Board to conduct the financial business of the BID.

      1. Endorse on behalf of the corporation checks, notes, and other obligations to the credit of the corporation in such banks as the Board of Directors may designate.

      2. In conjunction with the Treasurer, shall pay, out of funds on hand, all just debts of the corporation; and keep accurate accounts of all monies received and paid out and all assets and liabilities of the corporation.

      3. Shall assist in the preparation of reports to the Directors and annual reports at the annual membership meetings.

B. Act on behalf of the Board and the Executive Director on assigned administrative matters necessary for the conduct of routine business.

C. Special assignments as agreed upon by the Board of Directors and/or the Executive Director.

The BID may also hire personnel to maintain the downtown public areas. These individuals may be hired on a full or part-time basis. In the event the BID shall retain such personnel, the BID shall procure all appropriate insurance(s) naming the City as additional insured. In no event shall any employee or contractor retained by the BID be deemed an employee or contractor of the City and all contracts and employment agreements shall so specify.

The BID may also hire additional personnel or enter into contracts with individuals who are to perform work on behalf of the BID. In the event the BID shall retain such personnel, or execute such contracts, the BID shall procure all appropriate insurance(s) naming the City as additional insured. In no event shall any employee or contractor retained by the BID be deemed an employee or contractor of the City and all contracts and employment agreements shall so specify.

ARTICLE VIII
AMENDMENTS

These By-Laws and any hereafter adopted may be amended at any meeting of the Board of Directors by a majority vote of the entire Board of Directors, or at any meeting of the members by a majority vote of at least 10% of those listed on the annual membership list. Those voting must be present at the meeting. Those on the membership list must receive at least 10 days written notice of the upcoming vote on the proposed by laws amendments.

EXHIBIT D

APPROVED
April 6, 2010
BUSINESS IMPROVEMENT DISTRICT
PROCUREMENT POLICY

BE IT ENACTED by the Business Improvement District Board (BID):

PROCUREMENT POLICY

§106-1. Applicability.

The following procurement is intended to apply to all goods and services:

§106-2. Initial Review.

A. A good faith effort will be made to determine whether it is known or can reasonably be expected that the aggregate amount to be spent on the item of supply or service is not subject to competitive bidding, taking into account past purchases and the aggregate amount to be spent in a year.

B. The decision that a purchase is not subject to competitive bidding will be documented in writing by the individual making the purchase. This documentation may include the following:

(1) One or more written or verbal quotes from vendors;

(2) A memo from the purchaser indicating how the decision was arrived at;

(3) A copy of the contract indicating the source which makes the item or service exempt;

(4) Any other written documentation that is appropriate.

§106-3. Request and Quotations; Exceptions.

All goods and services will be secured by use of written requests for proposals, written quotations, verbal quotations, or any other method that assures that goods will be purchased at the lowest price and that favoritism will be avoided.

§106-4. Methods of Purchase.

A. The following method of purchase will be used when required by this policy in order to achieve the highest savings:

Purchase Contract:

Estimated Amount of Purchase Contract	Method
$ 1,500 - $ 5,000	Two Verbal Quotations (Recorded)
$ 5,001 - $ 7,000	Three Written/Fax Quotations
$ 7,001 - $ 9,999	Four Written/Fax Quotations or Competitive Bidding
Excess of $10,000	Competitive Bidding

1. A majority vote of the BID Board of Directors shall be required for the expenditure of 500.00 ~~$3,000.00~~ or more for any purchase of goods or services. In addition to requiring a majority vote by the Board, all paperwork submitted to the Comptroller's Office for payment must be accompanied by a voucher signed by the Chairman and one other Board member.

2. All purchases or expenditures between $1,000.00 and $2,999.00 shall require the submission of a purchase order and voucher with the signatures of the Chairman and one other Board member.

3. Purchases or payment for goods and services under ~~$1,000~~ 500.00 can be submitted for payment to the Comptroller's Office with a voucher signed by the Chairman, or if he or she is unavailable, the voucher must be signed by another Board member. This requirement is designed to make it easier to process routine monthly bills that are submitted to the BID for payment.

B. A good faith effort shall be made to obtain the required number of proposals or quotations. If the purchaser is unable to obtain the required number of proposals or quotations, the purchaser will document the attempt made at obtaining the proposals. In no event shall the failure to obtain the proposals be a bar to the procurement.

§106-5. Documentation Required.

A. Documentation is required of each action taken in connection with each procurement.

B. Documentation and an explanation are required whenever a contract is awarded to other than the lowest responsible bidder. This documentation will include an

explanation of how the award will achieve savings or how the other bidder(s) was not responsible. A determination that the bidder is not responsible shall be made by the purchaser. Purchase awards that are not provided to the lowest qualified bidder shall be approved by a majority of the BID Board.

§106-6. Procurement Without Alternative Proposals.

Pursuant to General Municipal Law Section 104-b(2)(f), the procurement policy may contain circumstances when, or types of procurements for which, in the sole discretion of the BID Board, the solicitation of alternative proposals or quotations will not be in the best interest of the municipality. In the following circumstances, it may not be in the best interests of the BID Board to solicit or document the basis for not accepting the lowest bid:

A. Professional services or services requiring special or technical skill, training or expertise.

(1) The individual or company must be chosen based on accountability, reliability, responsibility, skill, education and training, judgment, integrity and moral worth. These qualifications are not necessarily found in the individual or company that offers the lowest price and the nature of these services are such that they do not readily lend themselves to competitive procurement procedures.

(2) In determining whether a service fits into this category, the BID Board shall take into consideration the following guidelines:

(a) whether the services are subject to state licensing or testing requirements;

(b) whether substantial formal education or training is a necessary prerequisite to the performance of the services, and

(c) whether the services require a professional relationship between the individual and municipal officials. Professional or technical services shall include but not be limited to the following:

i. services of an attorney;

ii. services of a physician;

iii. technical services of an engineer engaged to prepare plans, maps and estimates;

iv. securing insurance coverage and/or services of an insurance broker;

v. services of an accountant;

vi. investment management services;

vii. printing services involving extensive writing, editing or art work;

viii. computer software or programming services for customized programs, or services involved in substantial modification and customizing of pre-packaged software.

ix. computer software or programming services for customized programs, or services involved in substantial modification and customizing of pre-packaged software.

APPROVED BID BOARD MEETING 4/6/2010

H:\BID\Procurement Policy - BID

EXHIBIT E

THE PEEKSKILL BUSINESS IMPROVEMENT DISTRICT ASSOCIATION

MINUTES of the SPECIAL MEETING of the BOARD OF DIRECTORS

March 22, 2011

On the twenty-second day of March, 2011, at 6:10 p.m. a Special Meeting of the Board of Directors of the Business Improvement District (the "BID") was held at the Senior Nutrition Room at The Neighborhood Center at 4 Nelson Avenue, Peekskill, NY 10566.

There being a quorum present, the meeting was called to order at 6:10 p.m. and the Reverend Jeanette Phillips presided as Chairman of the Meeting.

Present at the meeting were:
Christine Bobolia
Patrick Brown
Rick Finn
Jaime Leon
Thomas Pernice
Reverend Jeannette Phillips, Chairman
Patty Villanova

Absent from the meeting were:
Frank Cimino (his proxy held by Christine Bobolia)
Charles Emberger
Arne Paglia
Patricia Riley (her proxy being held by Rick Finn)

Minutes of the meeting of March 16, 2011 were presented and reviewed. A general discussion of various issues ensued. Thom Pernice moved that a master list of details/issues in dispute regarding any of the By-laws be maintained by the Administrative Assistant to be reviewed in 6 month intervals. The motion was seconded by Rick Finn.

The resolution was adopted by the following vote:

In favor:	Christine Bobolia
	Patrick Brown
	Frank Cimino
	Rick Finn
	Jaime Leon
	Thomas Pernice
	Jeannette Phillips
	Patricia Riley
Against:	Patty Villanova

Rick Finn made a motion to accept the minutes as written. The motion was seconded by Christine Bobolia

The resolution was adopted by the following vote:

In favor:	Christine Bobolia
	Patrick Brown
	Frank Cimino

Rick Finn
Jaime Leon
Thomas Pernice
Jeannette Phillips
Patricia Riley

Against: Patty Villanova

Arne Paglia arrived at 6:20 pm.

Rick Finn advised that the Common Council formally approved the election of the four new members of the BID Board, three representing property owners and one representing tenants. These new representatives are now officially recognized to vote and take actions in accordance with responsibilities of regular Board members.

Rick Finn presided over the election of the Officers of the Board; those being Chairman, Vice-Chairman, Secretary and Treasurer.

Nominations for the position of Chairman of the Board were accepted:

Rick Finn moved to nominate Jeannette Phillips for the position of Chairman; seconded by Christine Bobolia.

Patty Villanova moved to nominate Arne Paglia for the position of Chairman, seconded by Thom Pernice. No further nominations were made.

Voting proceeded by paper ballots with the following results:

Jeannette Phillips was elected.

Jeannette Phillips received 8 votes and Arne Paglia received 2 votes

Nominations for the position of Vice-Chairman of the Board were accepted:

Jeannette Phillips moved to nominate Patrick Brown for the position of Vice-Chairman; seconded by Christine Bobolia. No further nominations were made.

Voting proceeded by a show of hands with the following results:

Patrick Brown was elected according to the following results:

In favor: Christine Bobolia
Patrick Brown
Frank Cimino
Rick Finn
Jaime Leon
Jeannette Phillips
Patricia Riley

Against: 0

Abstained: Arne Paglia
Thom Pernice
Patty Villanova

Nominations for the position of Secretary were accepted:

Thom Pernice moved to nominate Patty Villanova for the position of Secretary; seconded by Arne Paglia.

Patrick Brown moved to nominate Christine Bobolia for the position of Secretary, seconded by Rick Finn. No further nominations were made.

Voting proceeded by paper ballots with the following results:

Christine Bobolia was elected.

Christine Bobolia received 6 votes and Patty Villanova received 4 votes.

Nominations for the position of Treasurer were accepted:

Patrick Brown moved to nominate Jaime Leon for the position of Treasurer; seconded by Thom Pernice. No further nominations were made.

Rick Finn moved to dispense with paper ballots, seconded by Thom Pernice.

Mr. Leon was elected unanimously.

Rick Finn discussed the City's Corrective Action Plan response to the NYS audit.

After some additional general discussion Mr. Finn advised it was recommended that a BID committee be set up to work with the City to draft a document covering all relevant points covered in the CAP, which would then go to the BID for adoption in the agreement between the City and the BID.

There was general discussion regarding the City's Ethics Code, Chapter 48, copy enclosed. Rick Finn suggested for volunteers to staff a committee to examine the ethics code, review it and suggest any improvements. Patty Villanova and Arne Paglia volunteered to join the committee; Jeannette Phillips in ex-officio capacity, as well as Frank Cimino (suggested by Arne Paglia).

Rick Finn moved that the BID adopt the City's Ethics Code, Chapter 48, as of March 22, 2011 and to review it and adapt it in subsequent meetings through further discussions, seconded by Patrick Brown.

After general discussion the motion was carried as follows:

In favor:	Christine Bobolia Patrick Brown Frank Cimino Rick Finn Jaime Leon Thom Pernice Jeannette Phillips Patricia Riley Patty Villanova
Against:	0
Abstained:	Arne Paglia

Ruben Alvarez arrived at 6:50 pm and sat in on the meeting.

Jeannette Phillips commented on recent developments in the matter of the state audit and in the closing out of the Main Street grant and that BID members should not exchange negative comments with other BID members and the press, but should allow the process to continue and should work together in a more productive manner.

The matter of the membership mailing (by e-mail), inviting BID members to attend a reception/meeting to welcome the new Board members and allow the membership to determine general business priorities was discussed. The matter is being coordinated by Arne Paglia, who suggested having the meeting during the second or third week in April. He will report back about venues, dates and times.

Mrs. Phillips commented on reviewing responsibilities of any of the officers making up the various committees. She concluded that the Chair of each committee is to set regular meetings, record minutes of the meetings and submit reports of recommendations to the Board on a regular basis for appropriate actions.

The matter of separating the previous Marketing and Events Committee into two separate committees as recommended by the Steering Committee was addressed.

Rick Finn moved that the new Marketing Committee was to consist of Frank Cimino, Rick Finn, Arne Paglia, Thom Pernice and Patty Villanova, seconded by Thom Pernice. The committee will elect their own chairman.

Rick Finn moved that the new Events Committee was to consist of Ruben Alvarez (advisory), Patrick Brown, Christine Bobolia, Jaime Leon, Arne Paglia, Thom Pernice and Patty Villanova, seconded by Pat Brown. The committee will elect their own chairman.

There was general discussion on the need for other committees such as Quality of Life, Economic Viability, Development and membership, as well as setting up an ombudsman to attend to the needs of the membership and to liase on the needs of the BID with other organizations, such as the Paramount.

The matter of service of the website was discussed with the result that Thom Pernice will continue to service the website on a voluntary basis.

New Business:

Rick Finn moved to recognize the needs of BID members who wanted to be heard on BID related items by the Board for support, by assigning early consideration on future agendas and assigning a time limit of 7 minutes for each presentation, seconded by Thom Pernice.

The resolution was adopted by the following vote:

In favor:	Christine Bobolia
	Patrick Brown
	Frank Cimino
	Rick Finn
	Jaime Leon
	Thomas Pernice
	Jeannette Phillips
	Patricia Riley
	Patty Villanova

Against: 0

Abstain: Arne Paglia

Ruben Alvarez discussed his ideas with the Board to investigate the options in ensuring the production of the renewal of the Cinco de Mayo event.

Rick Finn moved to table discussion on production of this event and all other events and refer discussion and recommendations to the Events Committee, seconded by Thom Pernice.

The resolution was adopted by the following vote:

In favor: unanimous

Against: 0

Abstain: 0

The scheduled date for Cinco de Mayo was tentatively set for May 7, 2011.

Further discussion resulted in agreement that for any party requesting support from the BID for any event would be for that party to present their proposal to the Board and to have that proposal reviewed by the Events Committee. Afterwards, the Committee would forward their recommendations to the Board as to whether to award logistical services and/or financial support and if so, in what form.

Patty Villanova moved to adjourn the meeting, seconded by Patrick Brown.

The resolution was passed according to the following vote:

In favor: Unanimous

Against: 0

Abstained: 0

The meeting was adjourned at 8:05 pm.

Respectfully submitted,

Stephen Spiegel
April 3, 2011

Chapter 48

ETHICS

ARTICLE I
Code of Ethics

§ 48-1. Purpose and intent.
§ 48-2. Definitions.
§ 48-3. Standards of conduct.
§ 48-4. Filing of claims.
§ 48-5. Distribution of copies.
§ 48-6. Penalties for offenses.

ARTICLE II
Board of Ethics

§ 48-7. Establishment and composition.
§ 48-8. Powers and duties.

[HISTORY: Adopted by the Common Council of the City of Peekskill as indicated in article histories. Amendments noted where applicable.]

GENERAL REFERENCES

Defense and indemnification — See Ch. 35.

ARTICLE I
Code of Ethics
[Adopted 10-13-1970 (Ch. 33, Art. I of the 1984 Code)]

§ 48-1. Purpose and intent.

A. Pursuant to the provisions of § 806 of the General Municipal Law, the Common Council of the City of Peekskill recognizes that there are rules of ethical conduct for public officers and employees which must be observed if a high degree of moral conduct is to be obtained and if public confidence is to be maintained in our unit of local government. It is the purpose of this article to promulgate these rules of ethical conduct for the officers and employees of the City of Peekskill. These rules shall serve as a guide for official conduct of the officers and employees of the City of Peekskill.

B. The rules of ethical conduct of this article, as adopted, shall not conflict with but shall be in addition to any prohibition of Article 18 of the General Municipal Law or any other general or special law relating to ethical conduct and interest in contracts of municipal officers and employees.

§ 48-2. Definitions. [1]

As used in this article, the following terms shall have the meanings indicated:

1. Editor's Note: Amended at time of adoption of Code (see Ch. 1, General Provisions, Art. I).

CONTRACT — Any claim, account or demand against or agreement with a municipality, express or implied, and shall include the designation of a depository of public funds and the designation of a newspaper, including but not limited to an official newspaper, for the publication of any notice, resolution, ordinance, or other proceeding where such publication is required or authorized by law.

INTEREST — A direct or indirect pecuniary or material benefit accruing to a municipal officer or employee as the result of a contract with the City of Peekskill. For the purposes of this article a municipal officer or employee shall be deemed to have an interest in the contract of his spouse, minor children and dependents, except a contract of employment with the City of Peekskill; a firm, partnership or association of which such officer or employee is a member or employee; a corporation of which such officer or employee is an officer, director or employee; and a corporation any stock of which is owned or controlled directly or indirectly by such officer or employee.

MUNICIPAL OFFICER OR EMPLOYEE — An officer or employee of the City of Peekskill, whether paid or unpaid, including members of any administrative board, commission or other agency thereof. No person shall be deemed to be a municipal officer or employee solely by reason of being a volunteer fireman or civil defense volunteer, except a fire chief or assistant fore chief.

§ 48-3. Standards of conduct.

Every officer or employee of the City of Peekskill shall be subject to and abide by the following standards of conduct:

A. Gifts. He shall not directly solicit any gift having a value of $75 or more, whether in the form of money, services, loan, travel, entertainment, hospitality, thing or promise or any other form, under circumstances in which it could reasonably be inferred that the gift was intended to influence him or could reasonably be expected to influence him in the performance of his official duties or was intended as a reward for any official action on his part. **[Amended 12-28-1998[2]]**

B. Confidential information. He shall not disclose confidential information acquired by him in the course of his official duties or use such information to further his personal interest.

C. Representation before one's own agency. He shall not receive or enter into any agreement, express or implied, for compensation for services to be rendered in relation to any matter before any municipal agency of which he is an officer, member or employee or before any municipal agency over which he has jurisdiction or to which he has the power to appoint any member, officer or employee.

D. Representation before any agency for a contingent fee. He shall not receive or enter into any agreement, express or implied, for compensation for services to be rendered in relation to any matter before any agency of his municipality whereby his compensation is to be dependent or contingent upon any action by such agency with respect to such

2. Editor's Note: Amended at time of adoption of Code (see Ch. 1, General Provisions, Art. I).

matter, provided that this subsection shall not prohibit the fixing at any time of fees based upon the reasonable value of the services rendered.

E. Disclosure of interest in legislation. To the extent that he knows thereof, a member of the Common Council and any officer or employee of the City of Peekskill, whether paid or unpaid, who participates in the discussion or gives official opinion to the Common Council on any legislation before the Common Council shall publicly disclose on the official record the nature and extent of any direct or indirect financial or other private interest he has in such legislation.

F. Investments in conflict with official duties. He shall not invest or hold any investment directly or indirectly in any financial, business, commercial or other private transaction which creates a conflict with his official duties.

G. Private employment. He shall not engage in, solicit, negotiate for or promise to accept private employment or render services for private interests when such employment or service creates a conflict with or impairs the proper discharge of his official duties.

H. Future employment. He shall not, after the termination of service or employment with such municipality, appear before any board or agency of the City of Peekskill in relation to any case, proceeding or application in which he personally participated during the period of his service or employment or which was under his active consideration.

I. Annual disclosure. An annual disclosure statement in the form provided by the City Manager shall be submitted by each of the following City officers or employees: **[Added 12-28-1998[3]]**

(1) Elected officials.

(2) Heads of any department or persons authorized to act on their behalf. In relation to the Police Department, this requirement shall extend to the Chief of Police, Captains and Lieutenants.

(3) City officers and employees holding policy-making decisions, including members of the City boards, including but not limited to the Planning Board and Zoning Board.

§ 48-4. Filing of claims.

Nothing herein shall be deemed to bar or prevent the timely filing by a present or former municipal officer or employee of any claim, account, demand or suit against the City of Peekskill or any agency thereof on behalf of himself or any member of his family arising out of any personal injury or property damage or for any lawful benefit authorized or permitted by law.

3. Editor's Note: Amended at time of adoption of Code (see Ch. 1, General Provisions, Art. I).

§ 48-5. Distribution of copies. [4]

The City Manager of the City of Peekskill shall cause a copy of this Code of Ethics to be distributed to every officer and employee of the City within 30 days after the effective date of this article. Each officer and employee elected or appointed thereafter shall be furnished a copy before entering upon the duties of his office or employment. Failure to distribute any such copy or failure of any officer or employee to receive such copy shall have no effect on the duty of compliance with such code, nor the enforcement of provisions thereof.

§ 48-6. Penalties for offenses.

In addition to any penalty contained in any other provision of law, any person who shall knowingly and intentionally violate any of the provisions of this code may be fined, suspended or removed from office or employment, as the case may be, in the manner provided by law.

ARTICLE II
Board of Ethics
[Adopted 10-13-1970 (Ch. 33, Art. II of the 1984 Code)]

§ 48-7. Establishment and composition.

There is hereby established a Board of Ethics consisting of three members to be appointed by the Common Council and who shall serve without compensation and at the pleasure of the Common Council. A majority of such members shall be persons other than officers or employees of the City of Peekskill, but at least one member shall be an elected or appointed officer or employee of the City of Peekskill.

§ 48-8. Powers and duties.

The Board of Ethics shall have the powers and duties prescribed by Article 18 of the General Municipal Law, as amended, and shall render advisory opinions to the officers and employees of the City of Peekskill with respect to Article 18 of the General Municipal Law, as amended, and any Code of Ethics adopted pursuant to such article, under such rules and regulations as the Board may prescribe.

4. Editor's Note: Amended at time of adoption of Code (see Ch. 1, General Provisions, Art. I).

EXHIBIT "F"
BID MISSION, FIVE-YEAR SCOPE OF SERVICES, AND PERFORMANCE MEASURES

Community Profile:

The City of Peekskill was incorporated in 1940 and is the only city in the northern half of Westchester County. The City is a Municipal Corporation of the State of New York and has a population of 23,583 (2010 Census) and a land area of approximately 4 ½ square miles. The City is located in the northwestern corner of Westchester County and is bounded on the north, east and south by the Town of Cortlandt and on the west by the Hudson River.

The City of Peekskill has the general power and responsibilities inherent in the operation of a municipal government. The City is responsible for and maintains police, fire, sanitation, water and sewer, library, and park and recreational services and facilities. Two separate and independent school districts serve the City; The Peekskill City School District and The Hendrick Hudson School District. The City of Peekskill School District is financed and administered by a separate independent Board of Education. The City school system is served by one high school, one middle school, and four elementary schools. The Hendrick Hudson School, District is financed and administered by a separate independent Board of Education. Only a small southern portion of the City is served by the school district. Pursuant to state law, Westchester County and not the City is responsible for funding mandated social service programs such as Medicaid, Aid to families with dependent children and home relief programs. The City does not own, operate or have financial responsibility for any hospitals or colleges.

Subject to the New York State Constitution, the City operates pursuant to its City Charter, adopted on March 29, 1938, and in accordance with other laws governing the City, including the General City Law, the General Municipal Law, the General Finance Law and the Municipal Home Rule Law, generally to the extent that such laws are applicable to a city operating under a charter form of government.

Peekskill Business Improvement District:

The Peekskill BID was established by the City in 1996 to "preserve, improve and promote the Downtown Business District of the City." The original District Plan states: "Economic and tourism development, marketing and promotions, event management, business retention and relocation of new businesses to Peekskill will be among the priorities of the proposed Business Improvement District."

The BID is a geographic entity and it is funded by taxes levied on the properties contained within the District. Since its inception, the City has collected $100,000 a year for the BID budget and that money is used to maintain an office and staff, to run programs and events, for advertising and marketing and other activities that help promote our local businesses owners. In addition to

tax money, the BID also receives grants from New York State for beautification and improvements to Downtown Peekskill. Some of projects that have been funded by these grants include the Bank St. clock, the vest pocket park at Division St. and Central Avenue, banners and even facade improvements for some of the buildings in the BID. This year a new and improved website has been set up, concerts and live entertainment events will be held, and the Farmers Market will be open every Saturday. It is hoped that these efforts will enhance the continued success of the current occupants of the district, and increase opportunities to attract more retail and commercial establishments.

Business Improvement District Organization and Services

Detailed below are the proposed scope of services for the Peekskill Business Improvement District (BID). The Peekskill Business District Management Association, Inc. and the City of Peekskill will direct the execution of the BID plan and scope of services. BID

I. To be provided to the City by the BID:

(a) The BID will prepare a Management Plan which will include projected revenues and expenditures for a 5-year period. The Management Plan will be updated and submitted to the City each year by October 15th. In addition to a 5-year projection of Revenues/Expenditures, the plan document shall identify all upcoming projects for each respective year (for 5 years).

(b) The BID will develop a minimum of two performance measurements for each project that it carries out using BID funds. The performance measurement must serve to determine the success/failure of each respective project. The performance measurements for each project will be submitted to the City with the annual BID budget on October 15th. The performance measurements must be reviewed and approved by the City's Budget Review Committee (the City Manager's Budget Team) prior to January 1st of each year. If determined to be non-acceptable, the BID Board will be requested to resubmit new performance measurements prior to the January deadline.

(c) The BID shall hold an annual membership meeting once each year with all BID tenants and building owners being invited to attend. The meeting shall have an agenda which will include a review of the BID accomplishments for the past 12 months and discussion of potential new initiatives for the BID as identified by the tenants and building owners.

(d) The BID shall provide the following services in a location approved by the City Council:
Farmers' Market (May thru Sept.)
Flea Market (April thru October)

In addition, the following services shall be provided by the BID on an ongoing basis:

Advertising

Local and Regional Newspapers and Websites
Radio
Television – Government Access

Marketing and promotional efforts for the downtown

Brochures (downtown maps)
Banners
Informational Kiosks
Flyers
Video/Audio Tapes

Holiday Décor and Festivities

Annual Holiday Decorations
Christmas Tree Lighting Ceremony
Special Holiday Events

Website - http://www.downtownpeekskill.com/

Improve Communication between business, property owners and the City
Promote Special Events
Post all business and services in the BID

II. To be provided by the City:

(a) The City will provide the BID with the collection and retention of the annual BID property tax levy. The City will keep BID funds separate from City funds and shall pay out BID expenditures per the approved BID purchasing policy. The City shall keep all financial records for BID money received and paid out in full accordance with City policy and generally accepted accounting practices.

(b) The City shall provide a meeting location for the monthly BID Board Meetings at no expense to the BID.

(d) The BID shall provide the City a written Insurance Binder annually that shall identify the City with $1,000,000 of insurance coverage for any festival or BID activity which occurs on City owned property including street right-of-way

III. Statutory Authority and Governing Documents of the BID

The corporation (Peekskill Business District Management Association, Inc.) has been formed under the New York State Not-For-Profit Law. The Association and the Business Improvement District (hereinafter the "BID") was formed pursuant to Article 19-A of the General Municipal Law of the State of New York.

The purpose for which the corporation is formed is to execute and manage activities that will promote and improve the Central Business District of the City of Peekskill. The BID has as its mission the development of programs that promote design and preservation, economic development, and that promote the business opportunities afforded by downtown.

The corporation is not formed for pecuniary profit or financial gain, and no part of the assets, income, or profit thereof shall be distributable to, or inure to the direct benefit of its directors or officers.

The corporation's mailing address shall be ***16 South Division St, Peekskill, NY 10566.*** The office of the corporation shall be located in the central business district of the City of Peekskill at a place to be determined by the Board of Directors.

The following supportive documentation is on file in the BID Office and the City Clerks Office:

- A copy of the BID By- Laws dated January 1, 2011.

Peekskill Business Improvement District - BID Board Members

Chairperson
Jeannette Phillips
jphillips@hrhcare.org

Treasurer
Jaime R. Leon
jaime.r.leon@leontaxpros.com

Secretary
Christine Bobolia
bubbles11@optonline.net

Farmers Market
office@downtownpeekskill.com

Board Members
Christine Bobolia
bubbles11@optonline.net
Frank Cimino
bilo410@aol.com
Charles Emberger
CEmberger@cityofpeekskil.com
Rick Finn
rfinn@cityofpeekskill.com
Jaime R. Leon
jaime.r.leon@leontaxpros.com
Arne Paglia
arneny914@aol.com
Thom Pernice
info@inhousevideo.tv
Jeannette Phillips
jphillips@hrhcare.org
Patricia Riley
PRiley@Cityofpeekskill.com

Quality of Life Committee
Charles Emberger - Chairman
Christine Bobolia
Judith Solomon

Events Committee
Christine Bobolia - Chairman
Jaime R. Leon
Judith Solomon

Marketing Committee
Frank Cimino - Chairman
Arne Paglia
Thom Pernice
Rick Finn

Web Site Photos:
Thom Pernice
Ji Bryant
Patti Villanova
Leah Quinn
Netnessdotcom

IV. **Source of Funding**

The Source of Financing All District financing with be derived almost exclusively from the monies collected by the City for the District. The District may, from time to time, seek or receive additional financing from grants, loans, donations, fees collected from special events, solicitations from merchants and monies collected from the sale of promotional items, and other governmental funding sources available to Business Improvement Districts.

EXHIBIT G

Exhibit G: Budget Process for the BID

1) The BID will establish a Budget Committee of 3 members one of which will be the Treasurer of the Board.
2) The Committee will meet in the beginning of September to review the revenue and expenses of the BID and start the budget process.
3) The Committee will present a proposed budget for the following year to the BID Board for review in the November meeting.
4) The Board will recommend any changes and then adopt the final budget in the December meeting.

EXHIBIT H

Internal Controls of Cash Management

1) The City keeps control of all cash receipts and cash disbursements for the Bids.
2) The Bid will record all checks and cash receipts and then give them to the City's finance department for deposit.
3) When cash is collected (flea market, or other events) it will be done as a two person operation. One collects the cash gives a receipt, the other records the number of vendors and the cash is reconciled then turned over to the City's finance department with the reconciliation.
4) Grants: Will be tracked by the Bid and the City. All request for draw downs will be submitted through the Citys Finance department. The finance department will make sure all requests are submitted according to grant guide lines. The Bid and finance department will reconcile the grant on a regular basis so they agree.
5) Cash Disbursement, The Bid will follow the City's Procurement Policy, with regard to verbal quote, written quotes and sending out items for bid.
6) The Bid established its own dollar limit on authorization to approve vouchers.
7) The Bid will send the approved vouchers to the City for the City to cuts checks. The City will then produce a warrant and return to the Bid Board for approval.
8) Utility and phone invoices will be paid upon proper approval and not to be subject to board approval.
9) The City comptroller will audit all Bid vouchers.
10) There will be no prepayment of any voucher or invoice.
11) The City Comptroller will assist in the budget process of the BID.

EXHIBIT I

Procedure for the Filing of Board Minutes

Meeting minutes provide transparency for an organization, and they are a tool to ensure that the organization is operating in accordance with its mission, vision and values, and in accordance with the law. Section V.6 of the adopted by-laws of the Association requires the following:

- The Secretary of the Association (or designee) shall take minutes of all meetings of members of the Board.
- The Association shall adopt official written minutes of each meeting of members of the Board.
- The Secretary shall provide an approved copy of the adopted minutes to the City Clerk for filing. The City Clerk's office in City Hall is the repository of the official minutes of the Association.
- The Secretary shall ensure that the BID keeps a copy of the minutes in its files.
- The Secretary shall ensure that the adopted minutes are posted on the website of the Business Improvement District Association.

EXHIBIT J

BID Agreement: Grant Administration

The City will act as a conduit for Grant awards for the BID.

1) **The City will act as the administrator of the grant.**
2) **Submit requests for reimbursement accept deposits on behalf of the BID and deposit directly into the BIDs bank account.**
3) **The City along with the BID will be responsible for compliance with the grant's guidelines and regulations.**
4) **The City will give the BID periodic updates .**
5) **The BID Board will approve all applications for funds.**

EXHIBIT K

Exhibit K: Recordkeeping and Reconciliation Procedures

1) The City will maintain a bank account for the BID. The City will cut checks and make deposits as necessary. The City will follow all procurement policies and voucher system set by the BID.
2) The City will provide monthly reports showing all revenues and expenses for the month and year to date.
3) The City will meet semi annually with the BID designee (ie treasure, bookkeeper, or outside accountant) to review the financial records. At this time the BID and the City representatives will reconcile all financial records.
4) There will be a year end reconciliation between the BID and City to prepare for the annual audit performed by a third party independent CPA firm.