



**Downtown Ontario Community Benefit District  
Interim Board of Directors Meeting, #1  
Thursday, October 17, 2019 – 9:00 AM  
Ontario City Hall, Community Conference Room  
303 E. B Street, Ontario, CA 91764**

**AGENDA**

- 1. Call to Order & Introductions:** Brad Gates and Marco Li Mandri, New City America
  
- 2. Overview of immediate tasks:** Marco, NCA contract funded by the City through Mid March
  - a. Self-appointment of interim Board, conditions to be: **Action Item**
    1. *Willing to attend every Board meeting;*
    2. *Willing to be active on one of the Board's five committees;*
  - b. Selection of corporation name; (page 4, this meeting) **Action Item**
  - c. Adoption of articles of incorporation; (page 4 this meeting) **Action Item**
  - d. Keep Board open to new property and business owner members;
  - e. Adoption of bylaws; (November)
  - f. Entering contract with the City; (November)
  - g. Open bank account once corporation has been established
  - h. Transfer of funds from the City, as soon as contract is in place and approved;
  - i. Create and adopt first year working budget; (November)
  - j. Adoption of Committee structure for efficient allocation of funds; (October)
  - k. Adherence to the Brown Act for open meetings



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**3. Selection of Bank**

*Action Item*

**4. Election of Interim Officers – to serve as Executive Committee of Board**

a. President

*Action Item*

b. Vice President

*Action Item*

c. Secretary

*Action Item*

d. Treasurer

*Action Item*

**5. Other**

**6. Adjournment**

**Next Board Meeting:** \_\_\_\_\_

**Ontario District**



**ARTICLES OF INCORPORATION OF  
THE *DOWNTOWN ONTARIO IMPROVEMENT ASSOCIATION***

**OCTOBER 2019**

**ONE:** The name of this corporation is the *Downtown Ontario Improvement Association*

**TWO:** This corporation is a non-profit public benefit corporation and is not organized for the private gain of any person. It is organized under the Non-profit Public Benefit Corporation Law for charitable purposes.

**THREE:** The name and address in the State of California of this corporation's initial agent for service of process is: Shirley Zawadzki, c/o 710 W. Ivy Street, San Diego, CA 92101

**FOUR:** a) This corporation is organized and operated exclusively for charitable purposes within the meaning of Section 170(c)(2) and Section 501(c)(3) of the United States Internal Revenue Code of 1986, as amended ("Code").

b) Notwithstanding any other provision of these Articles, this corporation shall not carry on any other activities that are not in furtherance of the purposes of this corporation, and this corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(a) of the Code or (2) by a corporation contributions to which are deductible under Section 170(a) of the Code.

c) No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, except as otherwise permitted in accordance with elections duly made pursuant to Section 501(h) of the Code and Section 23704.5 of the California Revenue and Taxation Code. This corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of, or in opposition to, any candidate for public office.

**FIVE:** The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person.

On the dissolution or winding up of this corporation, its assets remaining after payment of, or provision for payment of, all debts and liabilities of this corporation, shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax-exempt status under Section 501(c)(3) of the Code.

DATED:

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Incorporator, *Downtown Ontario Improvement Association*

## **Year 1 – PROPOSED BUDGET (ASSESSMENT REVENUES/SPECIAL BENEFIT COSTS)**

The proposed “bundles” of special benefit services are listed below.

### **CIVIL SIDEWALKS:**

*Examples of this category of special benefit services and costs may include, but is not limited to:*

- Regular sidewalk and gutter sweeping
- Regular sidewalk steam cleaning
- Beautification of the district
- Enhanced trash emptying (over and above city services)
- Timely graffiti removal, within 24 hours as necessary
- Tree and vegetation maintenance (over and above city services)
- Maintenance of existing and new public spaces supplemental to what is current being provided by the City of Ontario
- Installation of and maintenance of hanging plants, planting flowers throughout the district
- Private security or case workers to respond to homeless issues, aggressive panhandling and mentally ill people behaving poorly in the public rights of way, including possible hiring of Ontario PD Bike patrols and/or a camera system

### **DISTRICT IDENTITY AND PLACEMAKING:**

*Examples of this category of special benefit services and costs may include, but is not limited to:*

- Web site development and updating
- Management and coordination of special events
- Social media
- Public relations firm
- Holiday and seasonal decorations
- Branding of the Downtown Ontario CBD properties so a positive image is promoted to the public
- Banner programs
- Public art displays
- Logo development
- Public space design and improvements

### **ADMINISTRATION/PROGRAM MANAGEMENT**

*Examples of this category of special benefit services and costs may include, but is not limited to:*

- Staff and administrative costs
- Directors and Officers Insurance, General Liability and other insurance coverages
- Office related expenses
- Rent
- Financial reporting and accounting, and legal services

**CONTINGENCY/CITY AND COUNTY FEES/RESERVE**

As with other plans in similar CBDs, this management plan sets aside a 4% contingency/reserve which provides for costs related to operating the district. Those costs may include, but not be limited to:

- City and/or County fees associated with their oversight and implementation of the District,
- the implementation of the Management District Plan and the Engineer’s Report.
- City fees to collect and process the assessments, delinquencies and non-payments. A percent of the budget is held in reserve to offset delinquent and/or slow payment from both public and private properties. This component also funds the expenses charged by the County of San Bernardino for collection and distribution of DOCBD revenue.
- Other unanticipated costs related to the compliance of the Management District Plan and Engineer’s report.
- Funding for renewal of the District;

**METHOD OF FINANCING:**

The financing of the Downtown Ontario CBD is based upon the levy of special assessments upon real property that receive special benefits from the improvements and activities. There will be five factors used in the determination of proportional benefit to the parcels in the CBD. Those four factors are:

- Linear frontage
- Lot size or the footprint of the parcel
- Building square footage (excluding parking structures built within the building that predominantly serve the tenants of the building and are not open to the public) and
- New Residential condominiums built within the District boundaries

**PROGRAM & ACTIVITY BUDGET**

Each identified assessed parcel within the DOCBD will be assessed the full amount of the proportionate special benefit conferred upon it based on the level of District funded services provided, except those tax-exempt owner-occupied parcels which shall only for the direct special benefits they will be receiving along the frontage of their parcels facing streets within the DOCBD. The projected District program special benefit (assessment) cost allocation budget for Year 1 is shown in the following Table:

**Year 1 – PROPOSED BUDGET (ASSESSMENT REVENUES/SPECIAL BENEFIT COSTS)**

<b>Category of Special Benefit Services 2020</b>	<b>Approximate Annual Amount, First Year</b>	<b>Approximate Percentage of total budget</b>
Civil Sidewalks	\$ 275,000	60%
District Identity/Placemaking	\$ 92,000	20%
Administration	\$ 75,000	16%
Contingency	\$ 19,405	4%
<b>Total</b>	<b>\$ 461,405.00</b>	<b>100%</b>

**Proposed Downtown Ontario CBD  
Interim Board of Directors Committee Structure – October 2019**

<b><i>Proposed Downtown Ontario CBD Committee</i></b>	<b>Functions and Duties</b>
<b><i>Executive Committee</i></b>  <b>Chair: (President)</b>	Oversees staff and district administration and consulting contracts, corporate finances, insurance, grants, development of budget, Board agendas and meetings, correspondences, outreach, bylaws and Board policies, relations with the Mayor and Supervisor’s office, and public agencies, Board elections, fundraising, etc. Oversees annual election of Board members. Consists of all the officers of the corporation.  <u><i>Committee members:</i></u>
<b><i>Civil Sidewalks</i></b>  <b>Chair:</b>	Oversees in-house or maintenance and security service provider contracts involved in the improvement of the public rights of way, including sidewalk sweeping, steam cleaning, landscaping, personnel and non-personnel expenses. Coordinates with existing private security companies hired by private property owners for private buildings within the district. Relations with OPD.  <u><i>Committee Members:</i></u>
<b><i>District Identity and Placemaking</i></b>  <b>Chair:</b>	Projects would include those that market and promote the District or promote positive aspects of Downtown Ontario.  Those issues may include: branding of the district, public relations, newsletter, development of a new logo, special events, website development and maintenance, banner program, streetscape issues including landscaping <i>design</i> , tree selection, street light standards, festival poles, holiday decorations, visual linkages, new public spaces projects, improvements to public spaces in the district, district walking maps, brochures, social media, pedestrian signage from the train station, twitter and facebook management, management of news racks, etc.  <u><i>Committee Members:</i></u>
<b><i>Land Use</i></b>  <b>Chair:</b>	Parking, transportation, mobility, planning, zoning, Link to Metro rail station, review of new developments, and outdoor dining encroachments,  <u><i>Committee members:</i></u>
<b><i>Task Forces</i></b>	Set up as needed for temporary review of specific projects outside of scope of current Committees. Created by Board action and advisory to the Board.