

**Scope of Services for the new *Downtown Hayward Community Benefit District*
and Creation of a new District Management Corporation for Interim
Administration of the District – August 15th, 2018**

The following services would be performed by New City America staff to expedite the transfer of funds from the City to the new Management Corporation by late December 2018.

Period of Services: August 15th, 2018 – January 15th, 2019

<i>Tasks to be Performed</i>	<i>Time Period</i>	<i>Comments</i>
Consolidate Interim Board of Directors, select name of new corporation	August - September	Pending
Coordinate selection of Board and Officers	August - September	Pending
Set up monthly interim Board meeting schedule	August	Pending
Adopt Articles of Incorporation	September	Pending
File with Secretary of State	September	Pending
Submit bylaws for review and approval (501c3), prepare application for filing with the IRS	November	Interim Board must approve the bylaws before they are sent to the IRS for review. Review may take up to 3 - 4 months
Present first year Downtown CBD budget for review and approval	November	
Present Committee Structure, create tasks for committees	November	
Issue RFP for services (cleaning, security, RFP) or determine to do the services in house	December	
Work with City on contract between Management Corporation and City	September – November	
Get contract approved thru City Council	October - November	
Work with interim Treasurer and officers to set up Bank Account	November	Interim Board to decide who to bank with, work with Treasurer to set up the account.
Solicit for administrator or Executive Director to run the new corporation	December	Under the direction of the Executive Committee
Set up transfer of funds from City to Management Corp	November - December	
Get general liability and Directors and Officers insurance quotes	November	

Period of Services: August 15th, 2018 – January 15th, 2019

Cost: Flat retainer of \$6,000 per month for 5 months or \$ 30,000.00 for total contract

(Retainer includes direct reimbursable items such as copies, Secretary of State filing, postage, FED EX, does NOT include IRS filing due to costs associated with that. That cost will be borne by the new management corporation)

On site: Marco Li Mandri will be on site a minimum of two times per month, but NCA staff will conduct most of the tasks from the Bay Area office

Funded from: City of Hayward

Payable: Monthly from the City of Hayward, billings sent on the 15th of each month and are due by the 1st of the following month for the five-month contract. (For example, August billing for the month of August/September will be due on or around the 1st of September)

Staff Included: Marco Li Mandri, Project Manager
Shirley Zawadzki, Articles of incorporation, budget creation
Monica Montes, staff support
Shirley Zawadzki, IRS filing
Dominic Li Mandri, Assistant Project Manager