



MENDOCINO COUNTY TOURISM BUSINESS IMPROVEMENT DISTRICT MODIFICATION PROPOSAL - 2022

Travis Scott, Executive Director
Visit Mendocino County



Dear Travis,

It was great talking to you last week. I am pleased to present to you our enclosed proposal for services to modify the Mendocino County Tourism Business Improvement District ("MCTBID"). The MCTBID was established under the Parking and Business Improvement Area act of 1989 ("89 Act"). Civitas will help Visit Mendocino County ("VMC") with the modification process to allow for an assessment modification during the 2022/2023 term for the Mendocino County TBID.

Our process to modify the MCTBID is designed to secure significant support for the project while complying with applicable laws. In concert with VMC, the Civitas team will guide a modification process that includes developing and manipulating data, obtaining feedback from business owners, preparing legal documents, guiding the stakeholder approval process, and attending local government hearings.

Thank you for the opportunity to submit this proposal. I look forward to working with you on this exciting project.

Best Regards,

A handwritten signature in black ink, appearing to read 'Carson Lambeth'.

Carson Lambeth,
Vice President of Business
Development

THE OPPORTUNITY

In our recent conversations, you mentioned that VMC would like to increase the assessment rate for the MCTBID. Civitas will help the VMC and the County through the modification process to increase the assessment rate. This proposal outlines the costs and steps needed to successfully modify the 89 Act TBID.

Civitas has successfully completed over 150 special assessment district formation and renewal projects throughout the world which has generated over \$1.7 billion in dedicated funding for the specific needs of our clients. Our client portfolio ranges from destinations seeking to establish themselves in the market for the first time to iconic, long standing destinations that wish to remain competitive and further cement their legacy in the industry.



SCOPE OF SERVICES & SCHEDULE



Modify 89 Act Tourism Business Improvement District Ordinance

Civitas will guide VMC and the County through the necessary steps to modify the current MCTBID Ordinance to increase the assessment rate. This step will include initiating the modification process and drafting the new Ordinance.

Board of Supervisors Hearing Process

Civitas will guide VMC and County through the hearing and noticing process for the modification of the MCTBID. This step will include drafting resolutions and staff reports for the hearing process.

MEET YOUR TEAM



John Lambeth
President & CEO



Carson Lambeth
*Vice President of Business
Development*



Emily Brown
Project Coordinator



Madison Deschamps
Legal Coordinator

Civitas is a leader in developing long term funding solutions for Destination Marketing Organizations. We have helped several states investigate the potential of establishing statewide funding, in addition to assisting in the formation of an unparalleled ninety-nine TBIDs throughout the United States. With its deep experience and expertise, Civitas has been commissioned by the U.S. Travel Association to conduct nationwide studies.

Civitas also provides research, consulting, and district formation services to destinations located around the world, including Canada, South America, Europe, and Asia. A representative distant high-priced destination is Japan, where Civitas clients include Nomura Research Institute, Japan Area-Based Management Organization Network, Japan Travel Bureau, and Setouchi Tourism Authority. For its groundbreaking work, Civitas has been featured in publications such as Forbes and Skift.

INVESTMENT PROVISIONS

Investment

This proposal is based on the understanding that VMC will provide assistance and time needed to facilitate the process on the local level, including time devoted to outreach meetings, and gathering support for the ordinance modification. The VMC's investment for the scope of services and timeline described herein shall be \$18,000. At this time, no trips to Mendocino County are included in this proposal. If a trip is requested, a member of the Civitas team would be happy to make a trip for \$1,250 in professional fees plus expenses.

Expenses

VMC will be responsible for all costs and expenses in addition to the professional fees. Ordinary costs and expenses, including telephone charges, postage, and photocopying will be billed at four percent (4%) of professional fees. Other costs, such as travel, overnight shipping, bulk mailing and printing costs (over 100 pages) shall be billed at Civitas' actual cost. Expenses are not expected to exceed \$2,000.

Investment Overview

Description	Price
Professional Fees	\$18,000
Estimated Expenses	\$2,000
Total	\$20,000

Billing

Civitas proposes a fixed monthly fee of \$6,000 per month for three (3) months, plus expenses. A start-up fee of ten percent (10%) of project costs, \$2,000, will be due and payable upon execution of an agreement for services between Civitas and VMC. The amount of the start-up fee will be deducted from the final invoice, which will also be adjusted to account for the total contract price. Civitas will send VMC a monthly invoice for fees and costs incurred. Invoices will include the fixed professional fee and expenses. The basis of calculation or other method of determining expenses will be clearly identified by item and amount.

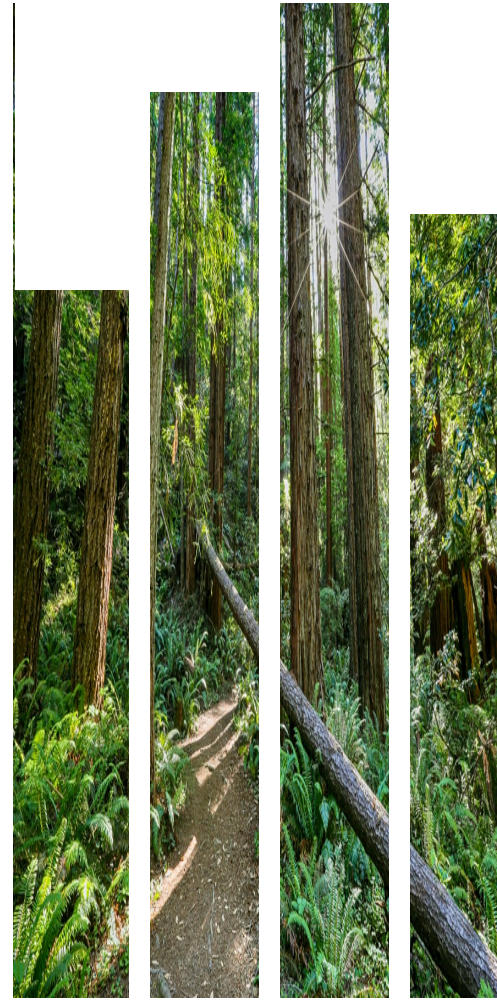
Cost Assumptions and Guidelines

We have projected a specific amount of time to complete the MCTBID modification. It is assumed that the project will not exceed the budgeted amount of time. If unanticipated matters result in additional time beyond that which has been projected, we would continue billing professional fees of \$6,000 per month, plus expenses, for the project duration. Factors that could increase the scope of work and estimated costs outlined above include additional meetings not described in this proposal, analysis of additional issues above those described in this proposal.

When Civitas' services conclude, all unpaid charges will immediately become due and payable. The amount of professional fees set forth in this agreement are a fixed amount for completion of the project within a maximum three (3) month time frame. The total amount of professional fees has been divided over the maximum three (3) month time frame to determine the monthly billing amount. If the project is completed prior to the three (3) month time frame, the remaining balance of professional fees will be due and payable within thirty (30) days of project completion.

As you know, there are many unknown variables in a project of this nature. Although we would work diligently to complete the project, factors outside Civitas and the VMC's control could delay or thwart even the best-developed plans. We will work to minimize risks and complete the project at the earliest possible date.

The pricing and scope outlined in this agreement will expire upon sixty (60) days post delivery of this proposal.



AGREEMENT

If you would like to agree to engage our services consistent with this proposal and the following terms, please sign below.

A start-up fee of ten percent (10%) of project costs, \$2,000, will be due and payable upon execution of this Agreement. Civitas will send VMC a monthly invoice for fees and costs incurred. Each invoice will be payable within thirty (30) days of its mailing date. Either VMC or Civitas shall have the right to terminate this agreement upon ten (10) days' notice. When Civitas' services conclude, all unpaid charges will immediately become due and payable, including the balance of any professional fees if the project is completed prior to the maximum three (3) month time frame.

Nothing in this Agreement and nothing in statements by Civitas personnel to VMC will be construed as a promise or guarantee about the outcome of the matter. Civitas makes no such promises or guarantees.

If any provision of this Agreement is held in whole or in part to be unenforceable for any reason, the remainder of that provision and of the entire Agreement will be severable and remain in effect. This Agreement may be modified by subsequent agreement of the parties only by an instrument in writing signed by both of them or an oral agreement only to the extent that the parties carry it out.

The parties agree to accept the terms and conditions herein.

June 01, 2022

Date

June 01, 2022

Date

Visit Mendocino County, by



SIGNATURE

Travis Scott

Travis Scott,
Executive Director

Civitas Advisors, by

A handwritten signature in black ink, appearing to read "John G. Lambeth".

John Lambeth,
President & CEO