

AGREEMENT

MUSCATINE CONVENTION AND VISITORS BUREAU

AGREEMENT, by and between the CITY OF MUSCATINE, IOWA (hereinafter referred to as the "City") and the MUSCATINE CONVENTION AND VISITORS BUREAU (hereinafter referred to as the "CVB").

WHEREAS, the Muscatine City Council provides for an annual allocation of funding from hotel/motel tax revenue to the CVB to establish and maintain the CVB; and

WHEREAS, the CVB Board of Directors is willing to provide direction, supervision, and administrative support for the Bureau; and

WHEREAS, the City and the CVB agree to the following contractual obligations;

NOW, THEREFORE, IT IS AGREED AS FOLLOWS:

1. **ESTABLISHMENT.** The CVB will organize, manage and operate the CVB in compliance with all State and Federal laws that govern a non-profit corporation as defined in section 501(c)(6) of the Internal Revenue Code.
2. **PURPOSE.** The purpose of the CVB is to market and promote the City of Muscatine as a premier destination for residents and for both leisure and business travelers.
3. **BOARD OF DIRECTORS.** A CVB Board of Directors will be established to provide program development, financial management, and staff management.
 - A. **APPOINTMENT.** The Board of Directors shall initially consist of 21 members. The Mayor shall be responsible for appointing the initial Board members. Thereafter, the Board shall establish the method, composition, and term of appointment of its members through its bylaws. Unless and Until varied by its bylaws, the Board shall seek community leaders in accordance with the following terms and conditions:
 1. Five (5) board members shall be selected from and represent the major entertainment, historic, cultural, sports, attractions and event clubs/organizations/associations within the community.

2. One (1) board member shall be selected from the lodging industry in the Community. The Board of Directors shall accept nominations from the hotel/motel industry and/or individual hotel or motel owners/operators prior to appointment of these directors. Each appointee must hold the position of Manager or higher.
3. Two (2) board members shall be selected from among residents of the community who have demonstrated a general interest in the community and surrounding area. Volunteer participation in current or past organizations should be taken into consideration for nomination and selection by the Board.
4. Two (2) board members shall be selected from among the restaurant/bar/food service industry. The Board of Directors shall accept nominations from the restaurant/bar/food service industry prior to appointment of these directors.
5. Two (2) board members shall be selected from among the downtown retail industry. The Board of Directors shall accept nominations from the downtown retail industry prior to appointment of these directors.
6. Two (2) board members shall be selected from among other retail (1) and industry (1). The Board of Directors shall accept nominations from the other retail and industry prior to appointment of these directors.
7. Two (2) board members shall be appointed by the Mayor from among the members of the City Council and Staff – one (1) City Council Member and one (1) representative from the Parks & Recreation staff. The Board may invite additional City representatives to be present at board meetings as it may deem necessary or proper.
8. Two (2) board members shall be selected from the Greater Muscatine Chamber of Commerce and Industry Board of Directors – one (1) each from large and small business (non-retail) organizations.
9. Two (2) board members shall be the current CEO - Greater Muscatine Chamber of Commerce or his/her designee and the Mayor of Muscatine or his/her designee.

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- B. OFFICERS. The Board shall elect a Chairperson and other officers as outlined in its bylaws each year.
- C. MEETINGS. Regular meetings of the Board of Directors will be held monthly with a minimum of 10 meetings per year.
- D. BUDGET AND WORK PLAN. The Board shall submit to the City each year an annual budget based on anticipated revenues and expenses, copies of audited financial statements, and other statements as may from time to time be requested by the Council. The Board shall present its work plan detailing results and metrics from the previous year and its work plan for the coming year according to the Council's agenda.

- E. SUB-COMMITTEES. Based on Program of Work, sub-committees may be established by the Board. Non-board members will be encouraged to participate on these sub-committees.
- 4. FUNDING. The City shall annually allocate twenty five percent (25%) of all hotel/motel tax revenue that are collected by the Iowa Department of Revenue and received by the City, which amount shall constitute complete compensation from the City for all of the services to be rendered, including personnel costs, travel, printing, mailing, publications, and all other expenses. The sum shall be paid to the CVB in four (4) quarterly installments within twenty (20) days of the date the City receives the revenue from the Department of Revenue.
- 5. ANNUAL REPORT. The CVB will provide the City with a written annual report each year so that the City may determine whether all contractual obligations undertaken by the CVB, specifically the work plan, were met. The annual report shall set forth measurements including, but not limited to, the following areas: Hotel/Motel Tax receipts; visitor counts at welcome center locations; annual advertising expenditures; ratio of advertising dollars spent to documented leads; number of tour groups and associated statistics; and number of conventions, meetings, and associated statistics.
- 6. MANAGEMENT. The staffing and management of the CVB is the responsibility of the CVB Board of Directors, who shall be solely responsible for employment, discharge, and day-to-day management of the CVB. Persons employed by the CVB are employees of the CVB and are not employees of the City.
- 7. ACCOUNTING. The CVB may utilize the City's Finance Department for financial accounting or the CVB may maintain separate accounts. If a separate account is maintained, all checks shall require two signatures of authorized CVB board members. Any separate CVB account shall be subject to an annual audit by a Certified Public Accounting firm.

8. TERM. This Agreement shall be effective for one year beginning July 1, 2013, and may be terminated by either party by a written ninety (90) day notice. All monies, equipment, supplies, and other items held in the name of the CVB and funded from revenue received from the City shall become the property of the City upon the termination of this Agreement.

SIGNED this _____ day of _____, 2013,

DeWayne Hopkins
Mayor

Chuck Van Hecke
Chairman
Muscatine Convention and Visitors Bureau
Board of Directors

ATTEST:

Gregg Mandsager
City Clerk

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