

BUSINESS IMPROVEMENT DISTRICT NO. 2

2004 OPERATING PLAN

September 10, 2003

Submitted by:

The Historic Third Ward Association

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Third Floor

Milwaukee, WI 53202

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I. PREFACE

A. BACKGROUND

In 1984, the State of Wisconsin created 66.608 of the Statutes (Appendix A) enabling Cities to establish Business Improvement Districts (BIDS) upon the petition of at least one property owner within the proposed district. The purpose of the law is "...to allow businesses within those districts to develop, to manage and promote the districts and to establish an assessment method to fund these activities." (1983 Wis. Act. 184, Section 1, legislative declaration.)

The City of Milwaukee created Business Improvement District No. 2 ("BID") and approved its initial operating plan via Common Council Resolution No. 870501, adopted by reference October 6, 1987.

Since 1988 the BID has submitted yearly-amended plans adding and modifying its plan objectives as part of its ongoing management and promotion of the district, including in some instances its financing arrangements and assessment methodologies. This amended Plan shall govern operation of the BID during calendar year 2004.

B. PHYSICAL SETTING

The Historic Third Ward occupies a strategic location within the Milwaukee central area. It is located adjacent to Interstate 794, just south of the downtown. The Third Ward is within 6 to 8 blocks of Downtown's primary retail shopping district, although separated from it by the elevated expressway. The importance and proximity of Interstate 794, with its connections to the north, south and west have taken on new significance in light of the pending redesign and rebuild of the Marquette Interchange. The District will be directly affected by the design, cost, schedule and traffic remediation efforts, which will proceed over the next 10-15 years. The Third Ward includes the Summerfest grounds and the emerging Milwaukee Lakeshore State Park and Harbor Island along Lake Michigan. The Third Ward also occupies frontage along the Milwaukee River to the west and south.

The Historic Third Ward contains a large concentration of historic late 19th and early 20th Century industrial and warehouse buildings, which may be the largest concentration of such buildings in the country. While several individual buildings are outstanding architecturally, it is the overall "ensemble" which gives the Third Ward its special identity. The large number of older multistory buildings located in close proximity, and the interrelationships between buildings and the overall environment give the Third Ward a character and identity unique within the region.

The Third Ward's strategic central location and its physical qualities help support its future role as a high-value commercial and residential area. Wholesaling or other low density light-industrial uses

might best be either selectively maintained or eventually phased out, given the area's higher density development potential.

A primary objective of the Plan is to reinforce and enhance the historic image and character of the area through the renovation, rehabilitation and adaptive reuse of existing historic buildings.

The City of Milwaukee worked with the Historic Third Ward to create the first Tax Incremental Financing District within the boundaries of the Third Ward ("TID No. 11") to finance construction of substantial physical public improvements within the Third Ward (the "TID improvements"). In 1988 the City of Milwaukee authorized the creation of a second Tax Incremental Financing District within the Third Ward ("TID No. 34") to assist with the financing of the Riverwalk Project (as hereinafter described). In 2002 the project scope of TID No. 34 was amended to provide additional funds for the Riverwalk Project (as hereinafter described). In 2002 the City transferred a parcel of land at the northeast corner of North Water and St Paul Ave. to the BID as part of its commitment towards creating a Milwaukee Public Market. The City has also, through its Redevelopment Authority, authorized a conduit borrowing mechanism, which allowed the BID to initiate and complete the Third Ward Water Street Parking Structure (as hereinafter described).

II. PLAN OBJECTIVES

Purpose

The specific objective of the BID is to develop, redevelop, maintain, operate, promote, and advertise the area of the Historic Third Ward, identified herein as the "District". It is intended that the Board of the BID shall have all powers authorized by law, and by this Plan including, but not limited to the following powers in carrying out its objectives:

1. To undertake on its own account public improvements and/or to assist in development, underwriting or guaranteeing public improvements within the District.
2. To acquire, improve, lease and sell properties within the District, and otherwise deal in real estate as necessary to promote the economic development of the District and specifically those projects enumerated in the plan objectives as submitted.
3. To plan, implement, operate, maintain and finance a Streetscape improvements plan within the District (the "Streetscape Plan")
4. To plan, finance, construct, operate and maintain a Parking Structure on the northwest corner of North Milwaukee and East Chicago Streets (the "Third Ward Milwaukee Street Parking Structure")
5. To plan, finance, construct, operate and maintain a Parking Structure on the southeast corner of North Water and East Chicago Streets (the "Third Ward Water Street Parking Structure")

6. To plan, finance, construct, operate and maintain a Riverwalk system through the District along the Milwaukee River (the "Riverwalk Project").
7. To plan, finance, construct, operate and maintain and/or assist in the creation of a Public Market on the north side of St Paul Ave. between N. Water and N. Broadway.
8. To plan, finance and assist the creation of a Public Market District, which includes all those properties within two blocks of the Public Market.
9. To develop a Market District assessment methodology which apportions the cost of creating and maintaining the Public Market and Public Market District not covered by grants and/or donations.
10. To guarantee an agreement with the City, pursuant to which, the BID Board guarantees any shortfalls in TID No. 11 revenues needed to pay expenditures made in the District, in the manner identified in the guaranty agreement.
11. To assess against property in the TID No. 11 area amounts necessary to meet any differences between actual tax incremental revenue realized and the debt service coming due from time to time under the bonds for the TID Improvements.
12. To enter into such agreements and extend such guarantees as necessary to acquire interests in land and property, borrow funds, design, develop and construct the Riverwalk Project.
13. To assess against property in the TID No. 34 area, per the formula described hereafter, those amounts necessary to finance the debt service coming due from time to time under the bonds for the TID Improvements.
14. To enter into loan agreements as necessary with individual Riverwalk property owners on terms agreed upon to finance Riverwalk improvements necessary to the construction of the Riverwalk.
15. To enter into easement agreements as necessary with individual Riverwalk property owners on terms agreed upon as necessary to construct the Riverwalk.
16. To enter into a loan agreement, or agreements, with the City for funds necessary to finance the Riverwalk and/or Riverwalk improvements.
17. To assess against property in the District those amounts necessary to finance the loans and construction costs as described hereafter, connected with the creation of the Riverwalk.
18. To use current and accumulated ramp revenues, as described in the Parking Ramp Cooperation and Development Agreement dated 6/13/94, to first pay normal and customary operation and maintenance costs of the structure, second fund repayment of City of Milwaukee Redevelopment Authority Bonds, issued for the Historic Third Ward Parking Facility Project, third fund an interest rate stabilization reserve, fourth pay such normal and necessary borrowing expenses such as letter of credit fees, remarketing fees and bank trustee fees.

19. To enter into and maintain an agreement with the City whereby the City agrees to pay half of the letter of credit fees for the Water Street Parking Structure for a period of ten years commencing with the initial date of financing and as described hereafter.
20. To enter into such agreements and to extend such guarantees as necessary to acquire interests in land and property, borrow funds, design, develop and construct the Water Street Parking Structure, the Milwaukee Street Parking Structure, the Third Ward Streetscapes, the Third Ward Riverwalk, the Public Market, the Public Market District and such other projects enumerated in the plan objectives.
21. To assess against property in the BID area, pursuant to the assessment formulas referred to herein, amounts necessary to meet any obligations entered into to acquire interest in land and/or property, borrow funds, design, develop, construct, operate and maintain the Riverwalk Project, the Milwaukee Street Parking Structure, the Water Street Parking Structure, the Streetscape Improvements and such other projects or goals identified in the plan objectives.
22. To take whatever action necessary to protect and maintain its status as a non-taxable governmental entity. As a BID, BID No. 2 is a quasi-governmental entity authorized by state statute; created, governed and appointed by the City through its legislative process, and as such, is for legal and tax purposes, an integral part of the creating municipality, both in terms of its structure and endeavors.
23. To OPERATE, MAINTAIN, LEASE and hold a SPECIAL PRIVILEGE for the ongoing financial and physical obligations of caring for and programming of the TID No. 11-funded Streetscape project.
24. To OPERATE, MAINTAIN, LEASE and hold a SPECIAL PRIVILEGE for the BID No. 2 Parking Structure located at 212 North Milwaukee Street.
25. To OPERATE, MAINTAIN, LEASE and hold a SPECIAL PRIVILEGE for the BID No. 2 Water Street Parking Structure located at the Corners of Water and Chicago Streets.
26. To OPERATE, MAINTAIN, LEASE and hold a SPECIAL PRIVILEGE for the ongoing financial and physical obligations of caring for and programming of the Riverwalk Project.
27. To promote new investment and appreciation in value of existing investments of property in the District.
28. To develop, advertise and promote the existing and potential benefits of the District.
29. To manage the affairs of the District.
30. To apply for, accept and use grants and gifts for these purposes.
31. To contract on behalf of the BID with the Historic Third Ward Association, Inc., and others as necessary to carry out these goals.

32. To elect officers, hire employees and contract out work as are necessary to carry out these goals.
33. To increase police protection and add to the security of the District.
34. To make reimbursements out of its contingency fund for overpayments of BID Assessments.

III. THE DEVELOPMENT PLAN

A. PURPOSE

Development of the District through creation of the BID was proposed because:

- The BID law provides a mechanism whereby private property owners can work together in conjunction with the City to develop the District.
- The public funding sources used to help promote the District may not be available.
- Continuing unified development efforts may have to be financed largely with private resources.
- The District encompasses both major and relatively small buildings. Some form of cost sharing is necessary because it would not be feasible for a small building owner to economically support individual District development efforts.
- The BID mechanism allows a private form of guarantee for public bonds for the TID Improvements and thus insures that such physical improvements will be built.
- Use of the BID mechanism should help ensure that the entire District will be promoted and developed as expeditiously as possible.
- Business Improvement Districts are quite similar to the traditional special assessment and special charge districts wherein property owners are assessed for improvements or services that benefit them. Unlike the traditional special assessment or special charge districts, however, Business Improvement Districts can be used to finance a wide range of activities, services, and improvements.

B. LEGISLATIVE PROCESS

Step 1.

The Common Council of the City of Milwaukee created Business Improvement District No. 2 ("BID") and approved its initial operating plan via Common Council Resolution No. 870501, adopted October 6, 1987.

Step 2.

An operating Board composed primarily of property owners with the District was established. Members of the BID Board are appointed by the Mayor, subject to the approval of the Common Council. The Board is an entity of the municipality, which created it, whose actions are subject to the control of the municipality's legislative process. It is subject to the State's open meetings law. Annually the Board submits an annual Operating Plan to the legislative body for approval, which lists its powers, objectives and funding formulas. Once approved the Board is responsible for implementing the Operating Plan. The Board has all powers necessary and convenient to implement the Operating Plan.

Step 3.

The Board negotiates and executes contracts for services to carry out the Plan, or carries out the Plan itself.

Step 4.

The City authorized the creation of two TID's in the District, to finance physical improvement projects. The TID's were used as revenue mechanisms to pay bonds whose proceeds were used to pay for the improvements.

Step 5.

The City collects BID assessments from District property owners to cover budgeted costs of carrying out the Plan, and, as agreed, any shortfall in the annual debt service costs for the TID Improvements not paid for by the tax increment of the TID. The City has also agreed to collect assessments as necessary pursuant to an agreement with the Redevelopment Authority to replenish a debt service reserve account, which was used to finance the Third Ward Water Street Parking Structure. Assessment proceeds not used to satisfy contractual obligations of the BID are then transferred to the BID for its use in carrying out the Operating Plan.

C. RELATIONSHIPS TO THE COMPREHENSIVE PLAN AND THE ORDERLY DEVELOPMENT OF THE CITY

Historic building development became an important component of the City's overall downtown revitalization efforts beginning with the Grand Avenue Mall project. A "Master Plan" of Urban Design and Development Potentials for the Historic Third Ward was prepared with Milwaukee Department of City Development, in September of 1986. This Master Plan identified the need for, and potentials for development in the Third Ward, and suggested the BID method for accomplishing such goals. This Plan is an outgrowth of these recommendations. The City has subsequently

undertaken a number of planning studies involving the District, including a Downtown Master Plan and the development of Architectural Review Design Guidelines. The Downtown Master Plan and Architectural Review Design Guidelines build on the original Third Ward Master Plan by putting the District in context with the City's Downtown and setting up minimum standards, which promote the goals identified in the original Master Plan.

Creation of a Business Improvement District to facilitate District development is consistent with the City's plans and promotes the orderly development of the City in general and the Downtown area in particular.

D. DISTRICT BOUNDARIES

The Business Improvement District is illustrated by Exhibit D. It includes 418 tax parcels, of which only 164 parcels are assessed. 211 parcels are residential and 43 are either city, county or state, or otherwise exempt. Total (including exempt property) floor area within the district is just over 4,962,374 square feet and total land area is approximately 5,634,852 square feet. The boundaries were established after numerous meetings with District property owners. The boundaries of the District shall be as follows: The eastern boundary shall be the western edge of Lake Michigan; the southern and southwestern boundary shall be the northern and northeastern edge of the Milwaukee River; and the northern and western boundary shall be an irregular line described as follows: commencing on the northern edge of the Milwaukee River and the eastern line of the right-of-way of North 2nd Street, extended; thence north along the eastern line of the right of way of North 2nd Street, extended, to the northern edge of the right-of-way of St. Paul Avenue; thence east along the northern edge of the right-of-way of St. Paul Avenue to a point on the eastern line of the right-of-way of N. Plankinton Avenue; thence north along the eastern line of the right-of-way line of Interstate Highway 794; thence east along the south and southwest right-of-way line of Interstate Highway 794 to the western edge of the Milwaukee River; thence northeasterly along the western edge of the Milwaukee River to a point on the southern right-of-way line of E. Clybourn Street; thence easterly on E. Clybourn Street to the edge of Lake Michigan. All area and assessment figures stated above were based on City of Milwaukee (DCD) Records as of June 2, 2003 and Property Assessment information from the City of Milwaukee, its Website as well as the Wisconsin Department of Revenue Manufacturing Real Estate Valuation Change sheets.

E. PUBLIC REVIEW PROCESS

The Wisconsin Business Improvement District law establishes a specific process for reviewing and approving the creation and operation of BID's. In addition to being subject to the open meetings law a BID is required to provide annual audited financial statements to the City. Additions or amendments to a BID's operating Plan must be passed as by the municipality's legislative process. All appointments to a BID board must be nominated by the chief municipal officer and approved by the governing body. All of the statutory requirements to create BID No. 2 were followed and are on file with the City's Legislative Reference Bureau.

i. Changes to the Operating Plan

Specifically the statute allows the BID to change its Operating Plan annually or at other times by amendment, in both cases the process follows the same procedure.

- The Economic Development Committee of the Common Council reviews the proposed changes to the BID Operating Plan at a public meeting and makes a recommendation to the full Council.
- If the Common Council approves it is forwarded to the Mayor for final approval.

ii. Annual appointment of BID No. 2 Board Members

Appointment of BID Board members is provided for under 66.608 (3)(a) Wis. Statutes. The responsibility of the Board shall be as follows:

1. The nominating committee of BID Board No. 2 will forward annually a list of potential board members to the office of the Mayor 60 days prior to the expiration of such board member's term.
2. The Mayor will appoint members to the District Board with expiring terms at least 30 days prior to the expiration of such board member's term.
3. The Economic Development Committee of the Common Council will review the Mayor's nomination at a public meeting and will make a recommendation to the full Common Council.
4. The Council will act on said recommendation.

IV. 2004 DISTRICT DEVELOPMENT PROGRAM

A. INTRODUCTION: PHASED DEVELOPMENT

It was anticipated that the BID would continue to revise and develop its operating plan annually, in response to changing development needs and opportunities within the District, subject to the purposes and objectives defined herein.

Section 66.608(3)(a) of the Business Improvement District law permits the Board and the City to annually review and make changes as appropriate in the District operating plan. Therefore, while this document outlines in general terms the complete development program, it focuses upon Year Seventeen activities for calendar year 2004 (Plan Year), and information on specific land areas,

building square footage, assessed values, budget amounts and assessment amounts are based on Year Sixteen conditions.

This 2004 BID Operating Plan will continue to apply the assessment formula against existing land area and square footage facts, as adjusted, to raise funds to meet the next annual budget. The method of assessing shall not be materially altered except with the consent of the City as approved in the Operating Plan.

B. OPERATING BOARD

The Board's primary responsibility will be the implementation of the District operating plan. This will require the Board to negotiate with providers of services and materials to carry out the plan; to enter into various contracts; to monitor development activity; to revise periodically the District plan and to ensure District compliance with the provisions, applicable statutes and regulations.

State law requires that the Board is composed of at least 5 members and that a majority of the Board members be owners or occupants of property within the District.

The BID Board has been structured and is operating as follows:

- Board size - 9 members.
- Composition - at least seven members are owners or occupants of property within the District. Any non-owner or non-occupant appointed to the Board shall be a resident of the City of Milwaukee.
- Term - Appointments to the Board are for a period of 3 years except that initially 3 members were appointed for a period of 2 years, and 3 members were appointed for a period of 1 year, each term ending on March 22 of the applicable year.
- Compensation - None.
- Meetings - All meetings of the Board shall be governed by the Wisconsin Open Meetings law.
- Record Keeping - Files and records of the Board's affairs shall be kept pursuant to public record requirements.
- Staffing - The Board may employ staff and/or contract for staffing services pursuant to this Plan and subsequent modifications thereof.
- Meetings - The Board shall meet regularly, at least annually, in keeping with the by-laws attached hereto as Exhibit F. The Board shall adopt rules of order to govern the conduct of its meetings.
- The Board shall submit to the City the results of its annual audit, which shall be conducted by a qualified certified public accountant.

C. 2004 DEVELOPMENT PLAN

Objectives

The BID shall exercise the powers and objectives identified in Section II of this document, which are hereby incorporated by reference as part of the 2004 Operating Plan.

In addition the BID shall:

1. Maintain the appearance of the neighborhood by working to insure its safety and cleanliness.
2. Develop and implement a master operation and maintenance plan for the two Parking Structures and the Streetscapes. The latter to include completion of scheduled repairs and improvements.
3. Review additional possible funding instruments for Third Ward development.
4. Comply with reporting and notice requirements of public records law and open meeting law.

In addition, the Business Improvement District has agreed that the Historic Third Ward Association (HTWA) will do the following in 2004:

- Continue to carry out HTWA strategic plan that was updated in January 2002.
- Continue to participate in the implementation of the City of Milwaukee's Master Plan.
- Continue the Graffiti Removal Program. Submit an application for a City of Milwaukee grant, if available.
- Continue to use the "Space Available Listing" as a means of marketing available property in the Third Ward. The "listing" is available on both hard copy and on the HTWA website.
- Continue to promote the MCTS Seasonal Trolley system.
- Implement a more unified valet parking program with Third Ward restaurants.
- Maintain the in-house bookkeeping, payroll and monthly financial reporting system that began in 1997.
- Enhance HTWA benefits of membership. Use website as a selling tool. Revise and raise membership dues.
- Support the efforts of the "Third Ward Arts Committee" which was formed in 2000. Members include Third Ward theater groups, dance companies, galleries, artists, Comedy Sportz and MIAD. Their goal is to promote the Ward as a destination spot for the Arts and have the support of not only the Historic Third Ward Association but also including the Wisconsin Department of Tourism and the United Performing Arts Fund.

- Coordinate events, promotion and advertising. Special events will be the 6th Annual Third Ward Jazz Festival: *A Summer Sizzle*, Christmas in the Ward and (4) Gallery Nights.
- Continue to work collaboratively with the East Town Association in co-sponsoring Gallery Night. This joint effort began in July 2000 and has been extremely successful in promoting the local merchants and galleries.
- Continue to offer the merchant/business coupon validation program and the monthly parking rates at both the Milwaukee and Water Street Parking Structures.
- In cooperation with Milwaukee World Festival, Inc., continue to address issues including crowd control, traffic, crime and clean up during events, especially during Summerfest.
- Extend the banner program to include Harbor Drive. Maintain all Third Ward banners are 30 x 80, other than those located at the ICC, which are 24x48.
- Continue to hang "Third Ward Art District" banners on existing hardware throughout the Ward, a promotional effort that began in 2000.
- Maintain ongoing involvement with the Collaborative Downtown Association to develop retail and marketing strategies.
- Maintain position on Board of the Alliance for Downtown Parking and Transportation to develop transportation strategies. These include redesign issues of the Park East Freeway and Marquette Interchange, on and off street parking, the connector study, mass transit, etc.
- Maintain ongoing involvement with the BID 21 Downtown Collaborative Marketing Group.
- Continue efforts of our street beautification program with the intent of making the Third Ward the downtown "Flower District." Continue the hanging flower basket program utilizing 70 poles with 140 baskets.
- Continue to plant flowers in the 22 garbage cans-turned flower containers and the flowers boxes around the mid-block parks. All planters are put out in May, removed in November and stored over the winter months.
- Continue the Snow Removal Program for properties in the historic area.
- Continue supporting the planning and implementation of the Third Ward Riverwalk Project.
- Continue operation of an office for the District to promote new development, including the following services:
 - Respond to questions about available space for leasing or purchase.
 - Promote publicity and media coverage of District activities.

- Arrange for security and increased police protection, especially during the festival season.
- Revise, publish and distribute business-to-business directories, brochures, and other promotional materials.
- Plan and coordinate special events.
- Prepare and distribute the newsletter *Streetscapes*, introducing new businesses and providing information to all members and constituents.
- Continue to update the Website on an as-needed basis, ensuring all posted information is accurate and up-to-date. Begin doing mass-emails to all Third Ward businesses for announcing neighborhood news and events. (Use as a membership strategy).
- Continue to provide administrative support for the Public Market and Public Market District Projects, act as a fiscal agent for contributions, buying, leasing or otherwise dealing in land when necessary, act as agent for contracted services, apply for and accept on behalf of the Public Market public and/or private grants and/or loans and what ever else is necessary to complete these projects.

V. 2004 BUDGET FOR YEAR SEVENTEEN

See Exhibit R attached hereto and incorporated herein.

VI. FINANCING METHOD

The proposed expenditures will be financed from revenues collected from general BID and Private Property assessments for Operating, Riverwalk Construction, Riverwalk Maintenance, Special Assessments, Dockwall Reconstruction and separately budgeted City contributions. It is estimated that approximately \$484,483.23 of the budget will be raised through these assessments. Separately from this plan, as part of the City budget process, the City of Milwaukee has been requested to contribute \$36,000 of the budget in support of the District and for its portion of Riverwalk Maintenance, which the City shall pay to the Board with the first assessments collected under this operating plan. If for any reason, the City does not authorize in its budget process the contribution of exactly \$36,000, then the proposed assessments hereunder shall be changed using the formula set forth herein so that the sum of the City contribution and the assessments total \$520,483.23.

VII. METHOD OF ASSESSMENT AND DISBURSEMENT

The BID voted on September 10, 2004 to change its Assessment Formula to a value based method which uses the City's Assessed Valuation, as on Jan 1, of the same year, as the determinating factor to assess individual property owners of their share of the Assessments.

i. THE GENERAL ASSESSMENT

The variables used to determine the regular annual General Assessments are:

1. Value of the property as of January 1, of the year the Assessment is calculated, as determined by the City Assessors Office.
2. The Gross amount of the assessment

The assessment methodology will work as follows:

Step 1.

Add up the value of all property subject to BID – 2 Assessment.

Step 2.

Divide the amount of the assessment by the total value of the property(see 1 above) to create a valuation factor or mil rate.

Step 3.

Multiply the valuation factor times the assessed value of the property to determine the BID – 2 Assessment.

Final step

After compliance with the provision of Article IV, herein, the amount of regular assessment and contingent assessment for each parcel shall be submitted to the City of Milwaukee which shall include it as a separate line item on the real estate tax bill for that parcel next issued. The City shall collect such assessment with the taxes as a special charge, and in the same manner as such taxes, and shall turn over all moneys so collected to the BID Board for distribution in accordance with the BID Plan by the 15th day of the month following such collection. All BID

Assessments shall be held by the City in a segregated account until it is released to the BID Board as provided herein.

Exhibit D lists the total amount to be raised through assessments in 2004 (Year Seventeen) and the projected assessment for each parcel within BID No 2. These assessment figures are estimates. They are based upon the following assumptions:

1. The budget contained herein is adopted.
2. The TID Improvements 2004 bond payments shortfall would be zero.
3. Land and floor areas within the District are not changed from the Tax Commissioner's June 2, 2003 figures.
4. The total number of parcels assessed under the Plan would be parcels identified in Exhibit D.

Assessments will vary if any or all of these assumptions prove incorrect. However, it is unlikely that actual costs, floor areas, land areas and bonding factors will vary enough from assumed conditions to produce significant changes in projected assessments.

Assessments for individual parcels within the BID will be established each year over the life of the District. Thus, as parcels increase or decrease in land area, or increase or decrease their floor area, their assessment obligations will change.

The assessment method is designed to reflect changing conditions with the BID. If potential benefits increase for a particular parcel (e.g., if floor area is added or new construction takes place), the assessment relative to other parcels will increase. If potential benefits decrease (e.g., if a building is demolished), the assessment relative to other parcels will decrease. Any BID Assessments collected by the City before or after the plan year for which the Assessments were made, shall be delivered to the BID Board by the 15th of the month following the month during which such sums were collected, and are to be used by the BID Board in the same manner as if received during the applicable Plan Year. This provision is intended to govern BID Assessments prepaid in December prior to the applicable Plan Year, as well as to delinquent and late payments made after the Plan Year.

The Board shall prepare and make available to the public and the City annual reports describing the current status of the BID, including expenditures and revenues, at the same time it submits its amended Plan to the City for the following year. This report shall include an independent certified audit of the implementation of the Plan, which shall be obtained by the City, and which shall be paid for out of the BID budget at a cost of no greater than that shown in the BID budget.

The presentation of this Plan to the City shall be deemed a standing order of the Board under Sec. 66.608(4) Wis. Statutes to disburse the BID Assessments without necessity of an additional disbursement agreement, disbursement method, or accounting method.

Disbursements made under this Plan shall be shown in the City's Budget as a line item. Disbursement procedures will be according to City policy or as agreed in writing.

ii. THE RIVERWALK ASSESSMENT

Those properties identified in Exhibit J "Riverwalk Development Agreement", which are operational, will be assessed per the methodology outlined in the BID No. 2 First Amendment to 1998 Operating Plan, incorporated herein as Exhibit I beginning in 2004 (Plan Year 17).

iii. THE DOCKWALL ASSESSMENT

Those properties whose dockwalls have been completed and which are identified in Exhibit O(1) and Exhibit O(2) will be assessed per their agreements with the BID.

IV. RIVERWALK MAINTENANCE ASSESSMENT

Those properties identified in Exhibit J "Riverwalk Development Agreement", which are operational, will be assessed per the methodology outlined in the BID No. 2 First Amendment to 1998 Operating Plan, and such additional Amendments as have succeeded it, incorporated herein as Exhibit I beginning in 2004 (Plan Year 17). In addition the BID as a whole shall be Assessed for its portion of the Agreement in an amount which reflects that 50% of the Riverwalk is operational.

v. CONTINGENT ASSESSMENTS

Because bonds have been sold to pay for TID 11 Improvements and this BID was established in part to guaranty those TID Improvements, the BID has to remain in existence for the life of those bonds. If in any year the BID is called on to make up a shortfall between the annual debt service for the TID 11 improvements and the tax increment credit, such amount shall be assessed against those owners in TID No. 11, if any, assessable under 66.608 Wis. Statutes, in the same proportions as Steps One, Two, Three and the Final Step of the regular annual assessment procedure contained herein. As mentioned in the preceding section, a property's share of the annual debt service obligation could vary from year to year depending upon how Gross Building Floor Area and Gross Land Area of a parcel change in TID No. 11, and as the Operating Plan may be amended by the Common Council.

To guarantee the repayment of bond interest for moneys borrowed through RACM, to finance the construction of the Third Ward Water Street Parking Structure, the BID pledged to assess for any shortfall in the debt service reserve account, as described in the BID No. 2 Third Amendment to 1998 Operating Plan, attached hereto as Exhibit M. Any contingent assessment for this purpose shall be paid based on the General BID Assessment methodology.

The actual yearly assessment for each parcel will be established when the Common Council adopts the annual operating plan update. Exhibit D shows the percentage of payment allocated to each

parcel in BID No. 2 using the City's June 2, 2003 figures as well as those from the Wisconsin Department of Revenue Manufacturing Real Estate Valuation Changes.

VIII. CITY ROLE

The City of Milwaukee is committed to helping private property owners in the District promote its development. To this end, the City intends to play a significant role in the creation of the District and in the implementation of the development plan. In particular, the City will:

1. Pay the contribution adopted by the City in its budget process, referenced in IV, above, applied against the following parcels of public land

3610926111-9,	3970115111-2	3921730110-X	4299999000-7,
3920623110-X,	3920879110-2,	3921732000-7,	3922198100-X
3920624110-5,	3921486210-0,	3922197000-8,	3922187114-X,
3920631110-3,	3921489100-3,	3960001100-X,	3922187113-1,
3920636111-9,	3921490111-4,	3978003000-7,	3970115112-0,
3920640000-9,	3921492110-7,	3978004000-2,	3922169113-3,
3920757110-9,	3921493111-0,	3978007000-9,	3922178120-5
3920778100-6,	3921727100-6,	4298001000-1,	
3920860100-1,	3921728000-5,	4299998000-1,	

2. Encourage the County, State, and Federal Governments to support the activities of the District.
3. Manage and implement the TID No. 11 plan and assume the expense of developing accurate debt service timing estimates.
4. Act as staff to the District through adoption of this plan and provide assistance as appropriate thereafter.
5. Monitor, and when appropriate, apply for outside funds that could be used in support of the District.
6. Collect assessments, maintain in a segregated account and disburse the revenues of the District to BID No.2, along with identification of those BID assessments included in the disbursement.
7. Review annual audits as required per 66.608(3)(c) of the BID law.
8. Provide the Board, through the Tax Commissioner's Office, on or before September 1 of each plan year, the official City records on land area and building square footage for each tax key number within the District, as of January 1 of each plan year, for the purpose of calculating the BID assessments.

IX. REQUIRED STATEMENTS

The Business Improvement District law requires the plan to include several specific statements:

1. Wis. Stats. 66.608(1)(f)(1m): the District will contain property used exclusively for manufacturing purposes, as well as properties used in part for manufacturing. These properties will be assessed according to the standard formula, because it is assumed that they will benefit from development in the District.
2. Wis. Stats. 66.608 (5)(a): Property known to be used exclusively for residential purposes will not be assessed, such properties will be identified as BID Exempt Properties on Exhibit D, as revised each year.
3. Wis. Stats. 66.608 (1)(f)(5): A legal Opinion from the City of Milwaukee Attorney indicating that the plan complies with all applicable provisions of State law is attached to this section as Exhibit G.
4. This Plan relies on the procedures adopted by the Common Council (Exhibit E) and the City Attorney to review and express an opinion as to its legal sufficiency prior to action by the Common Council to adopt this plan as part of its budget.

X. BOARD MEMBERS

The following have been appointed by the Mayor to the Board and are currently serving as members:

Michael DeMichele
Michael Gardner
Frank Krecji
Scott Sampson
Ron San Felippo
Greg Uhen
Herman Weingrod
Richard Wright
Einar Tangen

XI. RELATIONSHIP TO HISTORIC THIRD WARD ASSOCIATION

The BID shall be a separate entity from the Historic Third Ward Association, Inc. (HTWA), notwithstanding the fact that members, officers and directors of each may be shared. HTWA shall

remain a private organization not subject to the open meeting law, and not subject to the public records law except for its records generated in connection with its contact with the BID Board, and may, and it is intended, shall, contract with BID to provide services to BID, in accordance with the BID operating plan. Any contracting with HTWA to provide services to BID shall be exempt from the requirements of 62.13, Wis. Statutes because such contracts shall not be for the construction of improvements or provision of materials. If the BID does contract for the construction of improvements or provision of materials, it shall follow the requirements of such statutes to the extent applicable. Further, the annual accounting required under 66.608(3)(c), Wis. Statutes, shall be deemed to fulfill the requirements for 62.15(14) Wis. Statutes. The BID Board and the City shall comply with the provisions of 66.60 Wis. Statutes, before the City inserts assessments for this BID plan onto the tax bills for the parcels assessed hereunder, only to the extent required by law, to create a lien on the parcels assessed.

XII. SEVERABILITY AND EXPANSION

This Business Improvement District has been created under authority of Section 66.608 of the Statutes of the State of Wisconsin. Should any court find any portion of this statute invalid or unconstitutional said decision will not invalidate or terminate the Business Improvement District and this Business Improvement District Plan should be amended to conform to the law without need of re-establishment. Should the legislature amend the statute to narrow or broaden the process of a Business Improvement District so as amongst other things to exclude or include as assessable properties, a certain class or classes of properties, then this BID plan may be amended by the Common Council of the City of Milwaukee as and when it conducts its annual budget approval and without necessity to undertake any other act. All of the above is specifically authorized under Section 66.608(3)(b).

XIII. APPENDICES

The following Appendices shall be the same as exhibits A, B, C, D, F and G of the Business Improvement District No. 2 1987 Operating Plan, which are incorporated herein by reference, unless amended by this document:

Business Improvement District Statute – A

By-Laws - F

Petition from Property Owners – B

Statement of City Attorney - G

Bid Boundaries - C

Assessment Methodology - D

- A. BUSINESS IMPROVEMENT DISTRICT STATUTE**
- B. PETITION FOR CREATION OF BID DISTRICT**
- C. BID BOUNDARIES**
- D. YEAR 17 ASSESSMENT AND METHODOLOGY**
- E. COMMON COUNCIL RESOLUTION CREATING BUSINESS IMPROVEMENT DISTRICT NO. 2**
- F. BID NO. 2 BY-LAWS**
- G. STATEMENT OF CITY ATTORNEY**
- H. DEVELOPMENT OF RIVERWALK PROJECT**
- I. FIRST AMENDMENT TO BID NO. 2 1998 OPERATING PLAN**
- J. RIVERWALK DEVELOPMENT AGREEMENT**
 - (1) Description and Timetable for Completion of all Project Segments**
 - (2) Estimate Schedule of Repayments**
 - (3) Estimated 1st Year Riverwalk Project Assessments Per Property**
 - (4) Estimated Riverwalk Project Budget**
- K. SECOND AMENDMENT TO BID NO. 2 1998 OPERATING PLAN**

L. DEVELOPMENT OF WATER STREET PARKING STRUCTURE

M. THIRD AMENDMENT TO BID NO. 2 1998 OPERATING PLAN

N. DOCKWALL DEVELOPMENT LOAN AGREEMENT

O. 2004 FISCAL YEAR DOCKWALL ASSESSMENTS PER PROPERTY

(1) 301 North Water

(2) 333 North Water

P. FOURTH AMENDMENT TO RIVERWALK DEVELOPMENT AGREEMENT, FIRST AMENDMENT TO DOCKWALL DEVELOPMENT LOAN AGREEMENT AND THIRD AMENDMENT TO COOPERATION AGREEMENT

Q. FIRST AMENDMENT TO RIVERWALK DEVELOPMENT AGREEMENT FOR MIAD AND FOURTH AMENDMENT TO COOPERATION AGREEMENT FOR 511 E. MENOMONEE AND 151 N. JACKSON ST BLIGHT DESIGNATION PROJECT

R. 2004 BUDGET FOR YEAR 17

APPENDIX A

1983 Assembly Bill 405

Date of enactment: April 1, 1984
Date of publication: April 5, 1984

1983 Wisconsin Act 184

AN ACT to create 66.608 of the statutes, relating to business improvement districts.

The people of the state of Wisconsin, represented in senate and assembly, do enact as follows:

SECTION 1. **Legislative declaration.** It is declared that:

(1) The continued vitality of the commercial business districts of this state, especially those in downtown and central city areas, is necessary to retain existing businesses in and attract new businesses to this state.

(2) Declining public revenues emphasize the importance of assembling viable public-private partnerships to undertake revitalization of these districts.

(3) The establishment of a business improvement district system benefits the health, safety, welfare and prosperity of the people of this state.

(4) It is the purpose of this act to authorize cities, villages and towns to create one or more business improvement districts to allow businesses within those districts to develop, to manage and promote the districts and to establish an assessment method to fund these activities.

SECTION 2. 66.608 of the statutes is created to read:

66.608. Business improvement districts. (1) In this section:

(a) "Board" means a business improvement district board appointed under sub. (3) (a).

(b) "Business improvement district" means an area within a municipality consisting of contiguous parcels subject to general real estate taxes, other than railroad rights-of-way, and may include railroad rights-of-way, rivers or highways continuously bounded by the parcels on at least one side.

(c) "Chief executive officer" means a mayor, city manager, village president or town chairman.

(d) "Local legislative body" means a common council, village board of trustees or town board of supervisors.

(e) "Municipality" means a city, village or town.

(f) "Operating plan" means a plan adopted or amended under this section for the development, redevelopment, maintenance, operation and promotion of a business improvement district, including all of the following:

1. The special assessment method applicable to the business improvement district.

Im: Whether real property used exclusively for manufacturing purposes will be specially assessed.

2. The kind, number and location of all proposed expenditures within the business improvement district.

3. A description of the methods of financing all estimated expenditures and the time when related costs will be incurred.

4. A description of how the creation of the business improvement district promotes the orderly development of the municipality, including its relationship to any municipal master plan.

5. A legal opinion that subds. 1 to 4 have been complied with.

(g) "Planning commission" means a plan commission under s. 62.23, or if none a board of public land commissioners, or if none a planning committee of the local legislative body.

(2) A municipality may create a business improvement district and adopt its operating plan if all of the following are met:

(a) An owner of real property used for commercial purposes and located in the proposed business improvement district designated under par. (b) has petitioned the municipality for creation of a business improvement district.

(b) The planning commission has designated a proposed business improvement district and adopted its proposed initial operating plan.

(c) At least 30 days before creation of the business improvement district and adoption of its initial operating plan by the municipality, the planning commission has held a public hearing on its proposed business improvement district and initial operating plan. Notice of the hearing shall be published as a class 2 notice under ch. 985. Before publication, a copy of the notice together with a copy of the proposed initial operating plan and a copy of a detail map showing the boundaries of the proposed business improvement district shall be sent by certified mail to all owners of real property within the proposed business improvement district. The notice shall state the boundaries of the proposed business improvement district and shall indicate that copies of the proposed initial operating plan are available from the planning commission on request.

(d) Within 30 days after the hearing under par. (c), the owners of property to be assessed under the proposed initial operating plan having a valuation equal to more than 40% of the valuation of all property to be assessed under the proposed initial operating plan, using the method of valuation specified in the proposed initial operating plan, or the owners of property to be assessed under the proposed initial operating plan having an assessed valuation equal to more than 40% of the assessed valuation of all property to be assessed under the proposed initial operating plan, have not filed a petition with the planning commission protesting the proposed business improvement district or its proposed initial operating plan.

(e) The local legislative body has voted to adopt the proposed initial operating plan for the municipality.

(3) (a) The chief executive officer shall appoint members to a business improvement district board to implement the operating plan. Board members shall be confirmed by the local legislative body and shall serve staggered terms designated by the local legislative body. The board shall have at least 5 members. A majority of board members shall own or occupy real property in the business improvement district.

(b) The board shall annually consider and may make changes to the operating plan, which may include termination of the plan, for its business improvement district. The board shall then submit the operating plan to the local legislative body for its approval. If the local legislative body disapproves the operating plan, the board shall consider and may make changes to the operating plan and may continue to resubmit the operating plan until local legislative body approval is obtained. Any change to the special assessment method applicable to the business improvement district shall be approved by the local legislative body.

(c) The board shall prepare and make available to the public annual reports describing the current status of the business improvement district, including expenditures and revenues. The report shall include an independent certified audit of the implementation of the operating plan obtained by the municipality. The municipality shall obtain an additional independent certified audit upon termination of the business improvement district.

(d) Either the board or the municipality, as specified in the operating plan as adopted, or amended and approved under this section, shall have all powers necessary or convenient to implement the operating plan, including the power to contract.

(4) All special assessments received from a business improvement district and all other appropriations by the municipality or other moneys received for the benefit of the business improvement district shall be placed in a segregated account in the municipal treasury. No disbursements from the account may be made except to reimburse the municipality for appropriations other than special assessments, to pay the costs of audits required under sub. (3) (c) or on order of the board for the purpose of implementing the operating plan. On termination of the business improvement district by the municipality, all moneys collected by special assessment remaining in the account shall be dis-

bursed to the owners of specially assessed property in the business improvement district, in the same proportion as the last collected special assessment.

(4m) A municipality shall terminate a business improvement district if the owners of property assessed under the operating plan having a valuation equal to more than 50% of the valuation of all property assessed under the operating plan, using the method of valuation specified in the operating plan, or the owners of property assessed under the operating plan having an assessed valuation equal to more than 50% of the assessed valuation of all property assessed under the operating plan, file a petition with the planning commission requesting termination of the business improvement district, subject to all of the following conditions:

(a) A petition may not be filed under this subsection earlier than one year after the date the municipality first adopts the operating plan for the business improvement district.

(b) On and after the date a petition is filed under this subsection, neither the board nor the municipality may enter into any new obligations by contract or otherwise to implement the operating plan until the expiration of 30 days after the date of hearing under par. (c) and unless the business improvement district is not terminated under par. (e).

(c) Within 30 days after the filing of a petition under this subsection, the planning commission shall hold a public hearing on the proposed termination. Notice of the hearing shall be published as a class 2 notice under ch. 985. Before publication, a copy of the notice together with a copy of the operating plan and a copy of a detail map showing the boundaries of the business improvement district shall be sent by certified mail to all owners of real property within the business improvement district. The notice shall state the boundaries of the business improvement district and shall indicate that copies of the operating plan are available from the planning commission on request.

(d) Within 30 days after the date of hearing under par. (c), every owner of property assessed under the operating plan may send written notice to the planning commission indicating, if the owner signed a petition under this subsection, that the owner retracts the owner's request to terminate the business improvement district, or, if the owner did not sign the petition, that the owner requests termination of the business improvement district.

(e) If after the expiration of 30 days after the date of hearing under par. (c), by petition under this subsection or subsequent notification under par. (d), and after subtracting any retractions under par. (d), the owners of property assessed under the operating plan having a valuation equal to more than 50% of the valuation of all property assessed under the operating plan, using the method of valuation specified in the operating plan, or the owners of property assessed under the operating plan having an assessed valuation equal to more than 50% of the assessed valuation of all property assessed under the operating plan, have requested the termination of the business improvement district, the municipality shall terminate the business improvement district on the date that the obligation with the latest completion date entered into to implement the operating plan expires.

(5) (a) Real property used exclusively for residential purposes may not be specially assessed for purposes of this section.

(b) A municipality may terminate a business improvement district at any time.

(c) This section does not limit the power of a municipality under other law to regulate the use of or specially assess real property.

APPENDIX B

PETITION FOR CREATION OF BUSINESS IMPROVEMENT DISTRICT

We the undersigned owners of real property used for commercial purposes and located in the proposed business improvement district described on Exhibit "A", hereby petition the City of Milwaukee, pursuant to the provisions of sec. 66,608(2)(a), Stats., for the creation of a business improvement district for the area described in Exhibit "A".

NAME OF COMMERCIAL
PROPERTY OWNER

COMMERCIAL PROPERTY
ADDRESS

SIGNATURE AND TITLE
OF INDIVIDUAL SIGNING
ON BEHALF OF COMMERCIAL
PROPERTY OWNER

**BUSINESS IMPROVEMENT DISTRICT NO. 2
2004 Property Assessments**

BID - 2 (2004 Assessment)	\$ 385,000.00
BID - 2 Special Assessments	\$ 16,753.47
City Contribution	\$ 18,000.00
BID - 2 Riverwalk Construction Assessment	\$ 12,500.00
Riverfront Owners Riverwalk Construction Assessment	\$ 17,712.00
BID - 2 Riverwalk Maintenance Assessment	\$ 24,300.00
Riverfront Owners Maintenance Assessment	\$ 5,700.00
City Contribution to Riverwalk Maintenance	\$ 18,000.00
Dock Wall Assessment	\$ 22,517.76
	<u>\$ 520,483.23</u>

200 E. Wells Street
Milwaukee, Wisconsin

City of Milwaukee
Office Of The City Clerk
Certified Copy of Resolution

FILE NO: 971722

Resolution approving the Riverwalk Development Agreement for Business Improvement District No. 2 in the 4th Aldermanic District. (DCD)

Whereas, Common Council File No. 870501, adopted October 6, 1987, created Business Improvement District No. 2 ("BID No. 2") and approved its initial Operating Plan; and

Whereas, Common Council File No. 970388, adopted September 23, 1997, created Tax Incremental District No. 34 ("TID No. 34"), Historic Third Ward Riverwalk, and adopted a Project Plan for said tax incremental district; and

Whereas, Common Council File No. 961650, adopted March 4, 1997, provided funds in the amount of \$160,000 for streetscape improvements on East Buffalo Street prior to the creation of TID No. 34, but within the boundaries of the district; and

Whereas, The Project Plan contemplates the development of a riverwalk system along the east bank of the Milwaukee River in a portion of the Historic Third Ward comprised of individual riverwalks located on publicly and privately held parcels of land and/or rights of way adjacent to the Milwaukee River described as Private Project Segments or as City Segments; and

Whereas, The Project Plan further contemplates that the Board of BID No. 2 will be responsible for overseeing the design and construction of the Riverwalk Project, including the City Segments; and

Whereas, The costs of design and construction of the Riverwalk Project will be funded by the City of Milwaukee, partly in the form of a grant and partly in the form of a loan, repayment of said loan to be made through special assessments by the Board of BID No. 2 to the assessable properties located within BID No. 2; and

Whereas, The current Operating Plan for BID No. 2, Exhibit A to the Riverwalk Development Agreement, authorizes the Board to enter into said Riverwalk Development Agreement, a copy of which is attached to this Common Council File, for the purpose of carrying out the development of the Riverwalk System in accordance with the Project Plan for TID No. 34; and

Whereas, The Common Council desires to implement the Project Plan for TID No. 34 and enter into the Riverwalk Development Agreement for BID No. 2; now, therefore, be it

Resolved, By the Common Council of the City Milwaukee that the Riverwalk Development Agreement for Business Improvement District No. 2 is approved; and, be it

Further Resolved, That the proper City officials are authorized and directed to execute said Agreement on behalf of the City of Milwaukee; and, be it

Further Resolved, That the City Comptroller is authorized and directed to transfer the sum of \$2,566,400 from Account No. 32-934-0001 established for TID No. 34; \$688,800 from Account No. 31-641-0001 established as the BID portion of this Project; \$680,000 from the Riverfront & Other Downtown Planning & Improvement Fund; and \$110,000 from the Buffalo Street Streetscape Fund

Account No. 31-618-1601; and, be it

Further Resolved, That the City Comptroller, in conjunction with the Commissioner of the Department of City Development, is authorized and directed to establish any and all Subaccounts in accord with generally accepted accounting practices and City of Milwaukee guidelines necessary to implement the Riverwalk Development Agreement and maintain proper fiscal control; and, be it

Further Resolved, That the City Clerk is directed to forward a certified copy of this resolution to the Commissioner of the Department of City Development and the City Comptroller; and, be it

Further Resolved, That all City officials, departments, boards and commissions are authorized and directed to provide all such assistance to carry out the intent and purpose of this resolution.



I, Ronald D. Leonhardt, City Clerk, do hereby certify that the foregoing is a true and correct copy of a(n) Resolution passed by the COMMON COUNCIL of the City of Milwaukee, Wisconsin on March 20, 1998.

Ronald D. Leonhardt

Ronald D. Leonhardt
City Clerk

April 2, 1998

Date Certified

BY-LAWS OF
HISTORIC THIRD WARD BUSINESS IMPROVEMENT DISTRICT

Article I

Offices

The initial offices of the Historic Third Ward Business Improvement District (hereinafter "BID") shall be at 320 East Buffalo Street, Milwaukee, Wisconsin 53202. The location of the office is determined by the Board of Directors of the BID (hereinafter "Board") and may be changed. As used herein, "BID" shall refer to the organization of members defined below, and "District" shall refer to the property located within the physical boundaries of the Business Improvement District defined in the Historic Third Ward Business Improvement District Operating Plan as amended from time to time (hereinafter "Plan").

Article II

Purpose

It shall be the purpose of the BID to perform all acts authorized by law for a business improvement district, including, but not limited to, redeveloping, developing, managing and promoting the District, as authorized by Wisconsin state law. The BID shall work within the bounds of the law in order to retain existing business uses and attract new businesses and other users to the District.

Article III

Members

Membership in the BID is limited to owners and tenants of real estate in the District, upon whom assessments are levied by the City of Milwaukee for the purpose of funding the BID's operating and program costs, and other interested parties. Membership terminates when a Member ceases to have an interest in real estate in the District. Members shall have no right to vote, but only to advise the Board of Directors.

Article IV

Membership Meetings

General meetings of the Members shall be held at least annually, in the City of Milwaukee, Wisconsin, at a time and place determined by the Board.

Special meetings may be called with the approval of three directors or officers of the Board.

The annual meeting shall be held on the second Wednesday of August of each year.

Article V

Board of Directors

The affairs of the BID shall be managed by a Board of nine Directors, (each hereinafter "Director") the majority of whom are Members and who shall serve without compensation. Members of the Board are appointed by the Mayor of the City of Milwaukee. A majority of Directors shall own or occupy real property in the District. The existing Board, if any, shall

nominate to the Mayor of Milwaukee, a candidate to fill each vacancy in the Board.

Appointments to the Board shall be for a period of three years each, except that initially three directors shall be appointed for a term of one year each, three directors for a term of two years each, and three directors for a term of three years each. Each Director's term shall expire, unless sooner terminated as required herein, upon the appointment of such Director's successor. At the time of appointing the initial Board, the Mayor of Milwaukee shall designate one Director as Chairman. Thereafter, the election of Chairman shall be made each year by the Directors at their first meeting after appointment of new Directors.

Regular Board meetings shall be held regularly, on the second Wednesday of each month at 7:30 a.m., or at such other times as the Board deems necessary, upon at least one week's verbal or written notice.

All Board members are expected to actively participate in the meetings and to notify the Chairman if unable to attend. Missing two regularly scheduled meetings without prior notification shall be grounds for removal from the Board.

A quorum shall consist of five members of the Board. Except as otherwise provided herein, all votes of the Board shall be by simple majority.

A Board member may resign by filing a written resignation with the Secretary. A Board member may be removed

from the Board by a two-thirds vote of the total Board of Directors at a regularly scheduled meeting thereof, for conduct unbecoming a member or prejudicial to the aims or repute of the BID, or for the others grounds specified herein, after notice and opportunity for a hearing are afforded the Board member in question. Upon a vacancy being created on the Board, the Board shall petition the Mayor to appoint a replacement named by the Board.

The Board's meetings and Members' meetings are public meetings and its records are public records subject to Wisconsin open meeting laws and public records law.

Article VI

Officers

The officers of the BID shall be a Chairman, Vice-Chairman, Secretary, and Treasurer, nominated and elected by the Board, except as otherwise provided herein. The officers shall be elected annually at the first regularly scheduled meeting of the Board subsequent to the appointment by the Mayor of new Directors, by and serve at the pleasure of the Board. Term of office shall be one year and until a successor has been elected. The Board may appoint Members who are not directors as Assistant Secretary or Assistant Treasurer.

Any officer elected or appointed by the Board may be removed by an affirmative vote of two-thirds of the total Board whenever, in its judgment, the best interests of the BID would be served thereby.

Chairman. The Chairman shall preside at all meetings of the Board and of the Members. The Chairman may sign with the Secretary, or any other proper officer of the organization, authorized by the Board, any deed, mortgage, bond, contract, or other instrument which the Board has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated to some other officer or agent of the organization; in general the Chairman shall perform all duties incident to the office of Chairman and such other duties which shall be prescribed by the Board from time to time.

Vice-Chairman. In the absence of the Chairman or in the event of the Chairman's inability or refusal to act, the Vice-Chairman shall perform the duties of the Chairman, and, when so acting, shall have all the powers of and be subject to, all the restrictions upon the Chairman. The Vice-Chairman shall perform other duties as from time to time may be assigned by the Chairman or by the Board.

Secretary. The Secretary shall keep the permanent minutes of the meetings of the Board and of the Members in one or more books provided for that purpose; see that all notices are duly given in accordance with the provisions of these bylaws, or as required by law, be custodian of the records, keep a register of the name and post office address of each Member, and, in general, perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned by the Chairman or the Board.

Treasurer. The Treasurer shall have charge and custody of and be responsible for all funds and securities of the BID, the Treasurer shall perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned by the Board. The Treasurer and Chairman shall, with an appropriate standing committee, prepare an Annual Operating Budget showing income and expenses to be presented to the Board for approval at the Annual Meeting of the Board and the annual audit required by law.

Article VII

Committees

The Board shall establish committees as deemed necessary. The Board reserves the right to abolish or change the membership or chairman of any committee at any time that it deems such action to be in the best interests of the BID.

No committee member is authorized to incur any debt or other obligation on behalf of the BID without the express grant of authority by the Board or approval by the Board Chairman in each such instance.

Article VIII

Financial

The Chairman or the Treasurer is authorized on behalf of this organization to open such bank account, checking account, or accounts with a Milwaukee financial institution, as either of them may deem necessary or advisable; the authorized signers of checks or withdrawal orders in connection with any

such account shall be any two of the persons whose names and signatures shall have been certified to such financial institution from time to time by the Secretary of the BID, to be the Chairman or Treasurer of the BID; and any such financial institution shall be fully protected in relying on any such certification by the Secretary until it shall have received written notice of change in such office or such signing authority.

All invoices for goods supplied or services rendered to the BID shall be approved for payment by the Chairman of the BID and payment will be made by procedures established by the Chairman and the Treasurer.

Board members may make application to the Chairman for reimbursement of out of pocket expenses up to \$25.00. Reimbursement for out of pocket expenses in excess of \$25.00 will require prior approval according to procedures established by the Chairman.

Article IX

Fiscal Year

The fiscal year of the organization shall be the calendar year. Notwithstanding the above, all Directors' terms shall run from the date of their appointment until their successor shall be appointed and officers' terms shall run from the date they are appointed or elected until their successor shall be elected.

Article X

Nonprofit and Nonpartisan

Historic Third Ward Business Improvement District shall be nonprofit, nonpartisan and non-sectarian and shall take no part in or lend its influence or facilities, either directly or indirectly, to the nomination, election or appointment of any candidate for public office in the city, county, state or nation.

Article XI

Amendment of By-Laws

These by-laws may be amended by resolution adopted by the Board at two consecutive regular Board meetings.

Article XII

Historic Third Ward Association

The BID shall be a separate entity from the Historic Third Ward Association ("HTW"), notwithstanding the fact that Members, Officers and Directors may also be members, officers or directors of HTW. HTW shall remain a private organization, not subject to the public records law or open meeting law, and may, and it is intended shall, contract with BID to provide services to BID, in accordance with the Plan.

CITY OF MILWAUKEE

GRANT F. LANGLEY
City Attorney

RUDOLPH M. KONRAD
Deputy City Attorney

THOMAS E. HAYES
PATRICK B. McDONNELL
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JOHN J. CARTER
Chief Prosecutor



OFFICE OF CITY ATTORNEY

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June 24, 1987

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AMELIA RAMIREZ
Assistant City Attorneys

Mr. William Ryan Drew
Commissioner
Department of City Development
809 Building

ATTENTION: THOMAS MILLER

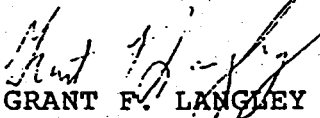
Dear Mr. Drew:

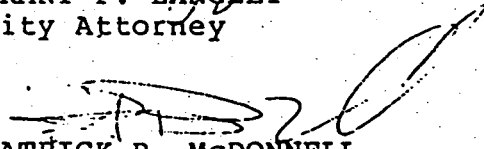
Re: Historic Third Ward Business
Improvement District Operating Plan

Pursuant to your June 11, 1987 request, we have reviewed the most recent version of the operating plan for the proposed Historic Third Ward Business Improvement District. We note that the version of the plan which we have reviewed is not the one forwarded under cover of your June 11 communication, but rather an updated version provided to us on June 24, 1987.

Based upon our review of the June 24th version of the plan, we are of the opinion that the plan complies with the requirements of sec. 66.608(1)(f)1 through 4, Stats. This opinion is being rendered pursuant to the requirements of sec. 66.608(1)(f)5, Stats.

Very truly yours,


GRANT F. LANGLEY
City Attorney


PATRICK B. McDONNELL
Special Deputy City Attorney

PBMcd:cfs

I. DEVELOPMENT OF RIVERWALK PROJECT

A. PLAN OBJECTIVES FOR RIVERWALK PROJECT

The objective of the BID is to complete the improvements described in Exhibit J(1) of this Operating Plan pursuant to the terms, conditions and procedures set forth in a development agreement entered into by the City and BID (the "Development Agreement") Exhibit J. These improvements will increase public access to the Milwaukee River and promote, attract, stimulate and revitalize commerce and industry within the City.

B. PROPOSED ACTIVITIES

A description of the improvements to be completed by the BID (including the time frame for completion) is set forth in Exhibit J(1) of this Operating Plan. Much of the work will be dependent upon obtaining easements and/or other access rights from owners of property within the District; thus, the proposed time frame is merely an estimate. Further, the Board may alter the schedule of the work in accordance with the provisions of the Development Agreement.

C. PROPOSED EXPENDITURES AND FINANCING METHOD

The actual and estimated costs for each of the BID's proposed development activities are set forth on Exhibit J(4) of this Operating Plan (the "Development Costs"). The BID and the City will share the Development Costs in accordance with the terms of the Development Agreement. The estimated total principal amount of the BID's share of the Development Costs is \$688,800. The City will fund the balance of the Development Costs up to the maximum total amount set forth on Exhibit J(4). The Board shall have the authority and responsibility to prioritize expenditures and to revise the budget as necessary to match the funds actually available, in accordance with the terms of the Development Agreement.

The City will finance the BID's share of the Development Costs. The City will provide funds to the BID and the BID will repay said funds to the City through annual assessments against the assessable properties within the BID. The annual assessments for Development Costs will commence upon the earlier of: (i) the first calendar year following the year in which the Board completes the construction activities required under the Development Agreement; or (ii) 2002. Interest on funds advanced to the BID prior to commencement of the annual assessments will accrue. The interest rate charged to the BID will be the City's cost of the funds plus an administrative fee, as determined by the City Comptroller. If the City subsequently refinances any debt issued to finance the BID portion of this project at a lower interest rate, such interest rate savings shall be

passed through to the BID. The proposed terms of the City's funding to the BID are set forth on Exhibit J(2) of this Operating Plan.

The loan from the City to the BID will constitute a long-term contractual obligation of the BID, necessitating the continuous existence of the BID for at least the term of the loan.

D. ANNUAL ASSESSMENT RATE AND METHOD FOR RIVERWALK PROJECT COSTS.

The general principle behind the assessment methodology for the Riverwalk Project is that those properties that benefit most from the Riverwalk Project should make proportionately larger contributions to the BID. After consideration of other assessment methods, it was determined that the following assessment formula will be followed for repayment of the BID's share of the Riverwalk Project costs and expenses:

i. Riverwalk Assessment

The first 60% of the annual amount due the City for the BID's share of the Development Costs (including the interest accrued thereon) shall be assessed, in the aggregate, against all properties upon which Riverwalks have been developed pursuant to the Development Agreement (the "Class 1 Properties"). The 60% due from the Class 1 Properties shall be assessed against each Class 1 Property based upon the lineal footage of the Riverwalk constructed upon such Class 1 Property; provided, however, that in calculating the lineal footage of the Riverwalks for purposes of making the foregoing assessment allocation, the actual lineal footage of Riverwalks built "on-grade" (i.e., built on land and not in the Milwaukee River) shall be reduced by 25%. For example, assume the following:

- (a) Sixty percent of the annual amount due the City is \$1,000;
- (b) There are four Class 1 Properties;
- (c) Two of the Class 1 Properties have Riverwalks built on grade;
- (d) Two of the Class 1 Properties have Riverwalks built in the Milwaukee River; and
- (e) All of the Riverwalks are 100 feet long.

For purposes of determining how to allocate \$1,000 among the four Class 1 Properties, the lineal footage of each "on grade" Riverwalk shall be deemed to be 75 feet (100 feet reduced by 25%) and the lineal footage of each riverbed Riverwalk shall be deemed to be 100 feet (100% of 100 feet).

The assessment for a property with an "on grade" Riverwalk would be determined as follows: $(75 \text{ divided by } 350) \times \$1,000$, or \$214.29 (the dividend in the preceding formula is the discounted or deemed lineal footage of the "on grade" Riverwalk and the divisor is the sum of the deemed lineal footage of all Riverwalks).

The assessment for a property with a riverbed Riverwalk would be determined as follows $(100 \text{ divided by } 350) \times \$1,000$, or \$285.71 (the dividend in the preceding formula is the

deemed lineal footage of the riverbed Riverwalk and the divisor is the sum of the deemed lineal footage of all Riverwalks).

The remaining 40% of the annual assessment due the City for the BID's share of the Development Costs (including interest accrued thereon) shall be assessed against all assessable properties within the BID (including Class 1 Properties) in accordance with the method of assessment set forth in Article VI of this Operating Plan.

Any assessable property that, at the request of the owner of such property, obtains special work or improvements for a Riverwalk that are funded by the City but not as part of the BID's share of the Development Costs shall be specially assessed for the entire cost of such special work or improvements. Such cost shall be amortized on terms established by the City Comptroller.

All costs incurred by the BID in maintaining, insuring, replacing and operating Riverwalks located on a Class 1 Property (or located on any other property as to which the owner of such property has requested that the BID assume responsibility for such activities) shall be assessed against such property based upon the lineal footage of the Riverwalk located on such property, provided, however, that in calculating the lineal footage of the Riverwalks for purposes of making the foregoing assessment allocation, two adjustments shall be made: (1) the lineal footage of Riverwalk built "on grade" shall be reduced by 25%; and (2) As to any Riverwalk containing more than one level for pedestrian access, the lineal footage of all of such levels shall be counted.

ii. Dockwall Assessment

Whereas, the City of Milwaukee and BID No. 2 entered into an agreement which identified dockwall improvements and property rights that were necessary to construct the Riverwalk improvements, described herein, dated December 31, 2000 titled "City of Milwaukee and Board of Business Improvement District No. 2 Dockwall Development Loan Agreement" (attached hereto and incorporated herein as Exhibit N).

Whereas, BID No. 2 and the below listed property owners entered into agreements (attached hereto and incorporated herein as Exhibit O(1) and Exhibit O(2)) to obtain property rights and perform dockwall improvements necessary to construct the Riverwalk improvements described herein, which provide among other things, that in the year following completion of the agreed upon dockwall improvements, the BID would assess the properties as provided in the agreement, to pay for their respective shares of their dockwall improvements.

Therefore, based on the BID having completed the agreed upon dockwall improvements, the following properties are to be assessed the following amounts, said amount to be added to their individual property assessment and paid to BID No. 2.

<u>Tax Key No.</u>	<u>Property Owner</u>	<u>Property Address</u>	<u>Amount</u>
3920944212-8	Patsy & Paul, Inc.	333 N. Water St.	\$11,083.20
3920948000-3	Water St. Lofts LLC	301 N. Water St.	\$10,810.56

E. UNIQUE ASSESSMENT CATEGORIES AND METHODS

Any improvements made by property owners within the BID to their properties that will increase access to and use of the Riverwalk system will further the public purposes and objectives of the District. Accordingly, subject to City budgeting constraints and approvals, future funds from the City may be available to or through the BID for owners of property located within the District. In the event such loans become available from the City, the BID may provide such funds to individual property owners who shall repay such funds through special assessments incorporating such terms and conditions as the City requires.

F. PREPAYMENT OF ASSESSMENT

A property owner shall be entitled to prepay any future assessments payable in connection with the Riverwalk Project on such basis as is determined by the City Comptroller.

G. RIVERWALK PROPERTIES

105 N. Water	447 N. Water	101 N. Broadway
423 N. Water	407 N. Water	333 N. Water
301 N. Water	245 N. Water	233 N. Water
225 N. Water	223 N. Water	221 N. Water
217 N. Water	215 N. Water	201 N. Water
141 N. Water	125 N. Water	102 N. Water
233 E. Erie	239 E. Erie	273 E. Erie
100 N. Water		

H. FOURTH AMENDMENT TO THE RIVERWALK DEVELOPMENT AGREEMENT, FIRST AMENDMENT TO DOCKWALL DEVELOPMENT LOAN AGREEMENT AND THIRD AMENDMENT TO COOPERATION AGREEMENT.

In 2002 the BID amended its agreement with the City to include additional funding for the Riverwalk Project a copy of the agreement is attached hereto and incorporated herein as Exhibit P. The agreement specifies that in addition to providing \$609,100 in additional funds that the BID will take responsibility for any additional costs of the project without recourse to the City.

Historic Third Ward Business Improvement District No. 2 - Master Property Database Listing

Trk Key Number	Parish Address	Unit	Street	Owner	Grant Land Area Sq. Ft.	Grant Bldg Area Sq. Ft.	Land	ASSESSED VALUATION Improvements	Total	BID - 2 Assessment	Special Assessment	Dockwell Assessment	Riverwalk BID - 2	Riverwalk Construction	Riverwalk Owners	Riverwalk BID - 2	Riverwalk Maintenance	Total Assessment	Historic Area	XTAX	X BID	TD 11	TD 24	OBJ
3921101000-4	306 N. Mississippi Street	1	Mississippi Street	Mark & Gail Miller	7,240	38,000	217,200	1,438,800	1,654,000	3,451.18							123.18	237.53	3,781	Y				
3921102000-4	306 N. Mississippi Street	1	Mississippi Street	George Bebel & Joseph Barnish	17,800	100,315	538,800	3,491,200	4,030,000	8,335.72							297.70	578.74	9,212	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	John Keimick	6,000	2,266	160,000	81,000	271,000	569.44							20.02	38.82	619	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	Sweeney Building & Inv Co	12,000	56,598	380,000	1,389,000	1,769,000	3,696.28							129.87	252.46	4,018	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	Anthony Gullino	182,040	189,287	2,230,600	2,230,600	4,460,000	8,273.67							295.49	574.45	9,144	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	Haymarket Investors Ltd	12,000	20,388	380,000	380,000	760,000	1,090,000	2,255.00						16.30	152.22	2,233	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	Falk-Bir Engraving Co, Inc	7,877	2,817	216,000	9,000	225,000	465.29							7.82	43.44	514	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	Third World LLC	7,877	2,817	228,000	359,400	587,000	1,216.23							64.41	84.44	1,444	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	Third World LLC	22,880	38,700	685,800	10,200	696,000	1,438.82							54.41	84.44	1,444	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	Robert Lana Wiles	15,240	13,433	457,200	1,000	458,200	967.75							33.65	65.85	854	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	St Paul Avenue	15,240	13,433	457,200	1,000	458,200	967.75							33.65	65.85	854	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	Johnson Controls, Inc	38,594	13,378	457,200	964,800	1,382,000	2,813.66							109.81	237.10	1,943	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	New Land Properties LP	82,273	14,488	932,100	543,900	1,476,000	3,097.72							69.56	166.33	2,046	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	Patent & Johnson co Mended	106,890	15,114	914,400	3,020,000	4,704,000	9,121.38							347.20	674.95	10,744	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	Patent & Johnson co Mended	14,593	8,578	438,400	56,200	494,600	1,091.28							67.23	131.31	2,090	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	Patent & Johnson co Mended	9,592	8,578	287,800	56,200	344,000	889.28							23.41	48.40	788	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	Bebeck Automobile Spring Co	2,222	98,200	333,000	100	333,000	693.31							4.90	9.52	152	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	Bebeck Automobile Spring Co	10,739	773	232,400	100	233,100	489.91							22.87	33.39	739	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	Bebeck Automobile Spring Co	55,880	20,884	1,005,800	18,100	1,023,900	2,089.41							74.30	144.44	2,289	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	Bebeck Automobile Spring Co	24,384	74,640	438,800	3,993,800	4,572,000	9,641.13							361.22	713.87	11,363	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	Bebeck Automobile Spring Co	52,580	141,060	1,596,000	3,168,000	4,724,000	9,771.20							346.97	678.40	10,789	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	Bebeck Automobile Spring Co	52,808	840	1,129,500	48,000	1,177,500	3,371.93							120.43	234.11	3,728	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	Bebeck Automobile Spring Co	3,750	840	112,900	5,000	117,900	243.04							8.88	18.87	289	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	R & E Investments LLC	5,175	139,700	228,960	117,800	337,700	728.96							10.32	20.08	318	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	Hansen Storage Co	89,848	128,389	1,739,800	300,200	2,040,000	4,219.87							163.76	293.58	4,883	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	Alam H. Oil	8,712	7,650	174,000	78,900	252,900	518.97							14.53	29.03	374	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	Hansen Storage Co	18,110	3,430	382,400	1,000	383,400	728.84							21.14	38.76	516	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	Ester Becker Co-TRP Trust	8,860	141,234	2,758,800	2,842,800	5,498,600	11,225.91							407.02	778.95	12,009	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	Garland Brothers JV Venture	40,380	40,380	605,800	959,700	1,265,500	2,609.52							82.29	181.17	2,884	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	Barbara Sams & Joan Roberts	4,800	17,881	187,500	1,590,000	1,677,500	3,513.21							124.47	243.92	3,817	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	McKenna's Great C/C Assets	14,600	17,881	187,500	1,590,000	1,677,500	3,513.21							124.47	243.92	3,817	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	Kathleen O'Donnell TRUST	59,101	17,881	888,500	1,500	890,000	1,838.75							68.60	127.52	2,030	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	Kathleen O'Donnell TRUST	113,199	17,881	888,500	1,500	890,000	1,838.75							68.60	127.52	2,030	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	Helen Community Center	345,398	92,388	2,623,800	2,295,100	4,909,000	10,153.86							289.07	503.63	11,221	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	Helen Community Center	325,124	92,388	3,505,900	1,100	3,507,000	699.83							23.57	45.81	729	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	ATD Investments LP	648	4,298	19,400	299,800	319,000	628.72							11.18	21.45	344	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	Capital Properties of WI	1,936	6,984	39,600	410,100	449,000	928.72							41.22	80.13	1,178	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	Buffalo Bill LLC 6th W/ass Dev Co	1,936	8,500	55,100	522,800	589,000	1,169.23							57.47	111.73	1,478	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	Buffalo Bill LLC 6th W/ass Dev Co	1,936	8,500	55,100	522,800	589,000	1,169.23							57.47	111.73	1,478	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	Buffalo Bill LLC 6th W/ass Dev Co	276	1,265	7,900	252,900	260,800	540.27							17.67	34.35	507	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	Buffalo Bill LLC 6th W/ass Dev Co	257	1,117	7,900	231,500	239,400	464.77							17.67	34.35	507	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	Buffalo Bill LLC 6th W/ass Dev Co	388	1,882	11,900	307,800	309,700	638.66							22.74	44.20	704	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	Buffalo Bill LLC 6th W/ass Dev Co	255	1,015	7,100	226,700	227,800	471.19							18.83	32.71	521	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	Buffalo Bill LLC 6th W/ass Dev Co	223	1,456	8,700	270,100	278,800	574.74							20.87	40.16	640	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	Buffalo Bill LLC 6th W/ass Dev Co	223	1,87	6,700	8,300	15,000	31.03							1.11	2.16	34	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	Buffalo Bill LLC 6th W/ass Dev Co	223	1,87	6,700	8,300	15,000	31.03							1.11	2.16	34	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	Buffalo Bill LLC 6th W/ass Dev Co	223	1,87	6,700	8,300	15,000	31.03							1.11	2.16	34	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	Buffalo Bill LLC 6th W/ass Dev Co	223	1,87	6,700	8,300	15,000	31.03							1.11	2.16	34	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	Buffalo Bill LLC 6th W/ass Dev Co	223	1,87	6,700	8,300	15,000	31.03							1.11	2.16	34	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	Buffalo Bill LLC 6th W/ass Dev Co	223	1,87	6,700	8,300	15,000	31.03							1.11	2.16	34	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	Buffalo Bill LLC 6th W/ass Dev Co	223	1,87	6,700	8,300	15,000	31.03							1.11	2.16	34	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	Buffalo Bill LLC 6th W/ass Dev Co	223	1,87	6,700	8,300	15,000	31.03							1.11	2.16	34	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	Buffalo Bill LLC 6th W/ass Dev Co	223	1,87	6,700	8,300	15,000	31.03							1.11	2.16	34	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	Buffalo Bill LLC 6th W/ass Dev Co	223	1,87	6,700	8,300	15,000	31.03							1.11	2.16	34	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	Buffalo Bill LLC 6th W/ass Dev Co	223	1,87	6,700	8,300	15,000	31.03							1.11	2.16	34	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	Buffalo Bill LLC 6th W/ass Dev Co	223	1,87	6,700	8,300	15,000	31.03							1.11	2.16	34	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	Buffalo Bill LLC 6th W/ass Dev Co	223	1,87	6,700	8,300	15,000	31.03							1.11	2.16	34	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	Buffalo Bill LLC 6th W/ass Dev Co	223	1,87	6,700	8,300	15,000	31.03							1.11	2.16	34	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	Buffalo Bill LLC 6th W/ass Dev Co	223	1,87	6,700	8,300	15,000	31.03							1.11	2.16	34	Y				
3921103000-4	302 N. Mississippi Street	1	Mississippi Street	Buffalo Bill LLC 6th W/ass Dev Co	223	1,87	6,700	8,300	15,000	31.03							1.11	2.16	34	Y				

Historic Third Ward Business Improvement District No. 2 - Master Property Database Listing

Trac Key Number	Premise Address	Unit	Street	Owner	Gross Land Area Sq. Ft.	Gross Bldg Area Sq. Ft.	Land	ASSESSED VALUATION	Total	BID - 2 Assessment	Special Assessment	Dockwall Assessment	Riverwall Construction Riverfront Owners	Riverwall Maintenance River Property	Total Assessment	Historic Area	X TAX	X BID	TD 11	TD 34	OSJ
3861735000-3	143 N. Broadway			WLD (Building & Foundry)	1,800	4,740	\$	\$	\$						\$	Y	Y	Y			
3861736000-3	138 N. Broadway			M.L.D. (Parking Lot)	3,816	\$	\$	\$	\$						\$	Y	Y	Y			
3862222000-3	273 E. Pol Street			Rites Community Center	14,300	6,844	\$	\$	\$						\$	Y	Y	Y			
3862224000-4	273 E. Pol Street			Thomas Donagan	400	1,202	\$	\$	\$						\$	Y	Y	Y			
3860393000-4	273 E. Pol Street			Great Dawson	400	1,202	\$	\$	\$						\$	Y	Y	Y			
3860393000-4	273 E. Pol Street			Daniel Angelle Parkenton	400	1,238	\$	\$	\$						\$	Y	Y	Y			
3860393000-4	273 E. Pol Street			Gregory C. Pogorec	302	1,171	\$	\$	\$						\$	Y	Y	Y			
3860393000-4	273 E. Pol Street			Lynn Burman	357	1,470	\$	\$	\$						\$	Y	Y	Y			
386042000-7	312 E. Broadway			Gary L. Petersen	182	643	\$	\$	\$						\$	Y	Y	Y			
386043000-2	312 E. Broadway			Richard S. Wadell	244	1,003	\$	\$	\$						\$	Y	Y	Y			
386045100-X	312 E. Broadway			Stephen G. Laletta	329	1,426	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Barbara Haidings Meyer Farm Trust	488	2,289	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Bob & June Sullivan	488	2,289	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Paula Lujan	488	2,289	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford A. Baker & Charitie	302	1,232	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Robert E. Larna Wiese	403	3,418	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Robert E. Larna Wiese	403	2,778	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Richard J. Yoder	900	6,607	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Club 318 LLC	900	6,607	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Richard J. Yoder	38	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Robert & Larna Wiese	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Robert & Larna Wiese	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Robert & Larna Wiese	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford & Char Peier	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford & Char Peier	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford & Char Peier	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford & Char Peier	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford & Char Peier	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford & Char Peier	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford & Char Peier	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford & Char Peier	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford & Char Peier	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford & Char Peier	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford & Char Peier	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford & Char Peier	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford & Char Peier	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford & Char Peier	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford & Char Peier	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford & Char Peier	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford & Char Peier	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford & Char Peier	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford & Char Peier	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford & Char Peier	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford & Char Peier	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford & Char Peier	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford & Char Peier	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford & Char Peier	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford & Char Peier	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford & Char Peier	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford & Char Peier	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford & Char Peier	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford & Char Peier	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford & Char Peier	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford & Char Peier	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford & Char Peier	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford & Char Peier	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford & Char Peier	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford & Char Peier	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford & Char Peier	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford & Char Peier	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford & Char Peier	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford & Char Peier	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford & Char Peier	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford & Char Peier	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford & Char Peier	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford & Char Peier	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford & Char Peier	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford & Char Peier	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford & Char Peier	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford & Char Peier	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford & Char Peier	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford & Char Peier	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford & Char Peier	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford & Char Peier	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5	312 E. Broadway			Clifford & Char Peier	36	\$	\$	\$	\$						\$	Y	Y	Y			
386048100-5																					

Historic Third Ward Business Improvement District No. 2 - Master Property Database Listing

Tax Key Number	Premise Address	Unit	Street	Owner	Grass Land Area Sq. Ft.	Grass Blvd. Area Sq. Ft.	Land	ASSESSED VALUATION Improvements	Total	BID 2 Assessment	Special Assessment	Doc/Bill Assessment	Riverwalk Construction Riverfront Owners	Riverwalk Maintenance River Property	TOTAL Assessment	Historic Area	X TAX	X BID	TD 11	TD 24	OBJ
396018000-1	234 N.		Brookway	Lisa Cornett	489	898	7,500	138,900	148,000							Y	Y	Y			
396018000-2	234 N.		Brookway	Michael P. Agg	489	878	6,000	147,400	155,400							Y	Y	Y			
396018000-3	234 N.		Brookway	William Castelluzzi	488	762	7,000	123,200	130,200							Y	Y	Y			
396018000-4	234 N.		Brookway	Paul Kovacs	488	1,081	8,000	155,800	163,800							Y	Y	Y			
396018000-5	234 N.		Brookway	Jeff Temporal/Lemler Ethier	489	850	8,000	152,100	160,100							Y	Y	Y			
396018000-6	234 N.		Brookway	Signe H. Haughton	489	781	7,000	118,000	125,000							Y	Y	Y			
396018000-7	234 N.		Brookway	Scott Leland	489	1,027	6,000	172,800	180,800							Y	Y	Y			
396018000-8	234 N.		Brookway	Todd J. Muddrick	488	721	7,000	118,000	125,000							Y	Y	Y			
396018000-9	234 N.		Brookway	Jon Stier	488	753	7,000	118,000	125,000							Y	Y	Y			
396018000-0	234 N.		Brookway	Mary & Judy Dabehsch	488	605	7,500	132,400	139,400							Y	Y	Y			
396018000-1	234 N.		Brookway	Martin Potzmann	488	778	7,500	136,500	143,500							Y	Y	Y			
396018000-2	234 N.		Brookway	James R. Mastman	488	738	7,500	116,500	123,500							Y	Y	Y			
396018000-3	234 N.		Brookway	Edgar J. Wright III	488	1,052	7,500	170,300	177,300							Y	Y	Y			
396018000-4	234 N.		Brookway	Alexander E. El-Ghann	489	881	8,000	139,500	147,000							Y	Y	Y			
396018000-5	234 N.		Brookway	Adam & Lisa Wilson	489	890	7,500	170,500	178,000							Y	Y	Y			
396018000-6	234 N.		Brookway	James & Miriam Chelmar	489	1,162	8,700	170,500	178,000							Y	Y	Y			
396018000-7	234 N.		Brookway	Chae F. Wang	489	754	7,500	129,000	136,500							Y	Y	Y			
396018000-8	234 N.		Brookway	Jody Lynn Kawan	489	900	7,500	112,700	119,700							Y	Y	Y			
396018000-9	234 N.		Brookway	Rodney J. Carpenter	489	898	8,000	147,400	154,400							Y	Y	Y			
396018000-0	234 N.		Brookway	Madeline G. Barrell	489	798	7,000	123,200	130,200							Y	Y	Y			
396020000-1	234 N.		Brookway	Matthew Montagne	489	1,091	8,000	155,800	163,800							Y	Y	Y			
396020000-2	234 N.		Brookway	John & Lynn Leppard	489	947	8,000	148,000	155,000							Y	Y	Y			
396020000-3	234 N.		Brookway	Maehime S. Trudeaus	489	752	7,000	118,000	125,000							Y	Y	Y			
396020000-4	234 N.		Brookway	John & Ann Foley	488	811	7,500	132,200	139,200							Y	Y	Y			
396020000-5	234 N.		Brookway	Christopher McCoy	488	806	7,500	132,500	139,500							Y	Y	Y			
396020000-6	234 N.		Brookway	Rosemary Kelly	489	812	7,000	132,500	139,500							Y	Y	Y			
396020000-7	234 N.		Brookway	Gregory P. Chistula	488	822	7,500	132,800	139,800							Y	Y	Y			
396020000-8	234 N.		Brookway	Tom & June Vandy	488	1,131	8,700	170,300	177,300							Y	Y	Y			
396020000-9	234 N.		Brookway	Thomas S. Sletler	489	899	7,500	139,500	147,000							Y	Y	Y			
396020000-0	234 N.		Brookway	Sean K. Tully	489	780	7,500	139,500	147,000							Y	Y	Y			
396022000-1	234 N.		Brookway	Gab & Dana Stierke	489	1,181	8,700	178,700	187,000							Y	Y	Y			
396022000-2	234 N.		Brookway	Stemna L. Maden	489	897	7,500	128,000	135,500							Y	Y	Y			
396022000-3	234 N.		Brookway	Jeremy G. Hanna	489	782	7,000	145,800	152,800							Y	Y	Y			
396022000-4	234 N.		Brookway	Christopher M. Trist	489	897	8,000	147,400	154,400							Y	Y	Y			
396022000-5	234 N.		Brookway	Richard Eggleston	489	992	8,000	142,000	149,000							Y	Y	Y			
396022000-6	234 N.		Brookway	Diane Dabehsch	489	786	7,000	123,200	130,200							Y	Y	Y			
396022000-7	234 N.		Brookway	Anthony & Chely Shika	489	1,085	8,000	155,800	163,800							Y	Y	Y			
396022000-8	234 N.		Brookway	Karla D. Hill	489	943	8,000	142,200	149,200							Y	Y	Y			
396022000-9	234 N.		Brookway	Margaret Holder	489	749	7,000	133,700	140,700							Y	Y	Y			
396022000-0	234 N.		Brookway	Douglas Stenman	489	1,035	8,000	152,700	160,700							Y	Y	Y			
396023000-1	234 N.		Brookway	Kelcie A. Brodeau	489	733	7,000	133,700	140,700							Y	Y	Y			
396023000-2	234 N.		Brookway	Tim M. Chang	489	785	7,000	143,700	150,700							Y	Y	Y			
396023000-3	234 N.		Brookway	Eric Pughen	489	848	7,500	143,700	150,700							Y	Y	Y			
396023000-4	234 N.		Brookway	Beatrice Urben	489	782	7,000	133,700	140,700							Y	Y	Y			
396023000-5	234 N.		Brookway	Christie Monokholsky	489	819	7,500	138,500	145,500							Y	Y	Y			
396023000-6	234 N.		Brookway	Mark T. Gernas	489	1,138	8,700	178,500	187,000							Y	Y	Y			
396023000-7	234 N.		Brookway	Heather J. Krause	489	892	7,500	143,500	151,000							Y	Y	Y			
396023000-8	234 N.		Brookway	Robert J. Druhan	489	885	8,000	139,500	147,000							Y	Y	Y			
396023000-9	234 N.		Brookway	Robert A. Dicks	489	1,154	8,700	170,300	177,300							Y	Y	Y			
396024000-0	234 N.		Brookway	Michelle McQuade	489	788	7,500	128,800	135,800							Y	Y	Y			
396024000-1	234 N.		Brookway	Charles & Christine Mallitt	489	780	7,000	118,800	125,800							Y	Y	Y			
396024000-2	234 N.		Brookway	Kathleen Preehnoff	489	974	7,500	142,700	150,200							Y	Y	Y			
396024000-3	234 N.		Brookway	Jennifer Neber	489	1,008	8,000	147,400	154,400							Y	Y	Y			
396024000-4	234 N.		Brookway	Cynthia Koop	489	785	7,000	123,200	130,200							Y	Y	Y			
396024000-5	234 N.		Brookway	Daniel Lopez Tan	489	1,528	9,500	315,100	324,600							Y	Y	Y			
396024000-6	234 N.		Brookway	Amy Wolobevski	489	1,098	8,000	147,700	154,700							Y	Y	Y			
396024000-7	234 N.		Brookway	Roger & Sila Vorkul	489	1,564	9,500	220,300	229,800							Y	Y	Y			
396024000-8	234 N.		Brookway	Mike & Sandra Keins	489	1,223	9,400	313,100	322,500							Y	Y	Y			
396024000-9	234 N.		Brookway	Stephen & Denise Woods	489	1,103	8,000	254,400	261,500							Y	Y	Y			
396024000-0	234 N.		Brookway	Donald Meier	489	1,445	9,500	208,800	216,300							Y	Y	Y			
396024000-1	234 N.		Brookway	Scott & Carolyn McElhinny	489	1,445	9,500	208,800	216,300							Y	Y	Y			
396024000-2	234 N.		Brookway	Richard Schwab	489	1,370	8,000	213,100	220,600							Y	Y	Y			
396024000-3	234 N.		Brookway	Michael Kim	489	1,370	8,000	213,100	220,600							Y	Y	Y			
396024000-4	234 N.		Brookway	Patrick Bullitt	489	840	7,500	169,800	177,300							Y	Y	Y			
396024000-5	234 N.		Brookway	Douglas S. Goodhue	489	1,590	9,500	197,100	204,600							Y	Y	Y			
396024000-6	234 N.		Brookway	Christina Kennedy	489	1,277	8,200	256,800	265,000							Y	Y	Y			
396024000-7	234 N.		Brookway	Lisa Radwanski	489	1,127	8,200	209,500	217,700												

