

ANNUAL REPORT FOR  
**Vine Street Community Improvement District ("CID")**  
**FISCAL YEAR ENDING APRIL 30, 2025**

August 26, 2025

Ms. Marilyn Sanders  
City of Kansas City  
City Hall, 25th floor  
414 E. 12th Street.  
Kansas City MO. 64106

RE: Vine Street Community Improvement District Annual Report - FY2025

Dear Ms. Sanders,

Enclosed with this letter, please find the annual report for the Vine Street Community Improvement District for fiscal year 2025 (May 1, 2024 – April 30, 2025). Thank you very much for your time, and please do not hesitate to contact me with any questions.

Sincerely,



Kelvin Simmons  
Board Member

Enclosures

C: Kelvin L. Simmons, Chairman – [Kelvincol@aol.com](mailto:Kelvincol@aol.com)  
Missouri State Auditor – [moaudit@auditor.mo.gov](mailto:moaudit@auditor.mo.gov)  
Missouri Department of Economic Development – [missouridevelopment@ded.mo.gov](mailto:missouridevelopment@ded.mo.gov)  
City Planning and Development, Abbey Brinkley – [abbey.brinkley@kcmo.org](mailto:abbey.brinkley@kcmo.org)

## **Annual Report For**

Vine Street Community Improvement District ("CID")  
Fiscal year 2025 (MAY 1, 2024 – APRIL 30, 2025)

### **SECTION I**

**Annual report submitted: August 26, 2025**

#### **CID Contact Information**

Kelvin Simmons  
(816) 213-4460  
[Kelvincol@aol.com](mailto:Kelvincol@aol.com)

Political Subdivision or Not-for-Profit:  
Creation Date and Ordinance No:

Political Subdivision  
August 26, 2021 / Ordinance No. **210733**

### **SECTION II**

#### **Board Members for FY 2025**

Kelvin Simmons, President  
Avenir Group LLC  
8108 Forest Park Drive  
Parkville, Missouri 64152  
(816) 213-4460  
[Kelvincol@aol.com](mailto:Kelvincol@aol.com)

TERM START DATE: 8/4/2021  
TERM END DATE: 8/4/2025

Vincent Bennett  
McCormick Baron Salazar, President  
100 N Broadway, Suite 100  
St. Louis, Missouri 63102  
(314) 621-3400  
[Vince.Bennett@mccormackbaron.com](mailto:Vince.Bennett@mccormackbaron.com)

TERM START DATE; 8/4/2021  
TERM END DATE: 8/4/2023

Leonard Graham  
Taliaferro & Brown, Inc., President  
1020 E. 8th Street  
Kansas City, Missouri 64106  
(816) 283-3456  
[lgraham@tb-engr.com](mailto:lgraham@tb-engr.com)

TERM START DATE: 8/4/2021  
TERM END DATE: 8/4/2023

Allison Bergman  
Hardwick law firm, LLC, Principal  
2405 Grand Blvd. Suite 800  
Kansas City Missouri 64108  
(816) 221-9445  
[abergman@hardwicklaw.com](mailto:abergman@hardwicklaw.com)

TERM START DATE; 8/4/2021  
TERM END DATE: 8/4/2023

Brian Platt  
City of Kansas City, City Manager  
City Hall, 414 E. 12th St. 29th floor  
Kansas City, Missouri 64106  
(816) 513 1408  
[Brian.platt@kcmo.org](mailto:Brian.platt@kcmo.org)

TERM START DATE: 8/4/2021  
TERM END DATE: 8/4/2025

### **SECTION III**

#### **Purposes of CID and Services Performed During Fiscal Year**

The Vine Street CID was established for the purpose of providing funding to finance the design, construction, removal, renovation, reconstruction, or rehabilitation of certain public improvements or portions thereof, located within the CID and related improvements and structures, as authorized pursuant to the Community Improvement District Act ("Act."). Such improvements and renovations are described as those projects eligible for funding or reimbursement from CID revenue. The CID's purpose also include providing funding for the initial startup costs and ongoing operation cost of the CID. The specific purposes of the CID are to: form and govern the district in accordance with the ACT and the revised statutes of the State of Missouri; provide or cause to be provided for the benefit of the district certain improvements and services described in the CID's original petition; Obtain financing for the cost, expenditures, and undertakings of the district; To levy and collect the CID sales tax in order to provide a source of debt service repayment for revenue bonds issued by the CID to finance the district projects, or to pledge towards the repayment of CID obligations issued to finance the district project; and, such other purposes authorized by the Act.

The CID has not yet generated revenue or provided any services

### **SECTION IV**

#### **REVENUES AND EXPENSES**

**FY 2025 (MAY 1, 2024 – APRIL 30, 2025)**

The Vine Street CID was created by ordinance no 210733, passed by the Council of Kansas City on August 26, 2021. Because development within the district is still in process and the district has not yet begun collecting a CID sales tax, the District did not collect or expend any funds during FY2025, and thus has no revenues, expenses, or balances to report for fiscal year 2025. Annual revenue to be generated by sales tax in the CID cannot be ascertained until final redevelopment plans for the CID have been approved by the city of Kansas City in corporation with the CID board and CID sales tax rate is formally established and ratified. The Board anticipates such estimates being calculable within 12 months of submission of this report period. Until then, the CID is operating with no anticipated revenues or expenditures. The CID submitted its proposed annual FY 2025 zero - activity budget to the municipality on **April 16, 2025**. The CID submitted its proposed annual FY2025 budget to the municipality on **April 16, 2025**.

## **SECTION V**

### **FY 2025 Adopted Resolutions**

RS2025-01 a resolution proposing A Zero activity FY2026 District budget (Adopted April 16, 2025)

RS2025-02 a resolution adopting A Zero activity final FY2026 District budget (Adopted April 16, 2025)

### **Resolution**

**RS2025-01**

Sponsors: Board Members Bennett, Bergman,  
Graham, Platt and Simmons

### **A RESOLUTION PROPOSING A ZERO ACTIVITY FY2025 DISTRICT BUDGET**

- Whereas,** The Vine Street Community Improvement District was established on August 26, 2021, by ordinance number 210733; And,
- Whereas,** The purpose of the district is to provide funding to finance the design, construction, and rehabilitation of improvements located within the district; and,
- Whereas,** Pursuant to section 67.1471. 2, RSMo., the district is required to submit a proposed budget to the City of Kansas City Missouri, the Missouri Department of Revenue, and the State Auditor between 90 to 100 days prior to the first day of each fiscal year;
- Whereas,** Pursuant to section 67.147. 3, RSMo, the district is required to hold an annual meeting and adopt the final budget no later than 30 days prior to the first day of each fiscal year and,
- Whereas,** The District's fiscal year begins May 1, 2025, and,
- Whereas,** Planning and development of improvements within the district is in progress, such that no sales tax on assessments have been adopted to date, no revenue is currently being generated or collected by the District, and the District does not currently possess, and does not anticipate receiving or spending, any funds during fiscal year 2026,

**NOW, THEREFORE, BE IT RESOLVED,** That the Vine Street Community Improvement District adopts A proposed Zero activity budget for fiscal year 2026, and the District does not possess and does not anticipate receiving or spending any district funds during such fiscal year (Proposed Budget document attached.)




Adopted this 16th day of April 2025.



Kelvin Simmons, Chairman

Attestation:

  
Leonard Graham Secretary/Treasurer

Proposed FY2026 Annual Budget for  
VINE STREET COMMUNITY IMPROVEMENT DISTRICT ("CID")  
Political Subdivision No. 17-048-0109

Anticipated Cash Balance at beginning of FY 2026:	\$0.00
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Summary of cash receipts during FY2026:	\$0.00
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Summary of cash disbursements during FY20 26:	\$0.00
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Cash balance at the end of FY2026:	\$0.00
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CURRENT SALES TAX RATE: 0% (NONE ADOPTED)

CURRENT ASSESSMENT (S): 0% (NONE ADOPTED)

Resolution

RS2025-02

Sponsors: Board Members Bennett, Bergman,  
Graham, Platt, and Simmons

A Resolution Adopting A Zero Activity FY2025 District Budget

**Whereas,** The vine street community Improvement District ("District") was established on August 26 2021, by ordinance no. 210733; and,

**Whereas,** The purpose of the District is to provide funding to finance the design, construction, and rehabilitation of improvements located within the District; and,

**Whereas,** As required by section 67.1471.2, RSMo., and on the date noted below, the district held its annual meeting and adopted a final FY2025 budget no later than 30 days prior to the first day of each fiscal year; and,

**Whereas,** The district's fiscal year begins May 1st 2005 and,

**Whereas,** Planning and development of improvements within the district is in progress, such that no sales tax are assessments have been adopted to date, no revenue is currently being generated or collected by the district, and the district does not currently possess, and does not anticipate receiving our spending, any funds during fiscal year 2026

**Now, Therefore, Be It Resolved,** that the vine street community Improvement District finally adopts Zero activity budget for fiscal year 2026

Adopted this 16<sup>th</sup> day of April, 2025

Kelvin J. Simmons

Kelvin Simmons, Chairman

Attestation:



Leonard Graham, Secretary/Treasurer

Adopted FY2026 Annual Budget For  
VINE STREET COMMUNITY IMPROVEMENT DISTRICT ("CID")  
Political Subdivision No. 17-048-0109

Anticipated Cash Balance at beginning of FY 2026:	\$0.00
Summary of Cash Receipts during FY2026:	\$0.00
Summary of Cash Disbursements during FY2026:	\$0.00
Cash Balance at the end of FY2026:	\$0.00

CURRENT SALES TAX RATE: 0% (NONE ADOPTED)

CURRENT ASSESSMENT (S): 0% (NONE ADOPTED)

**ANNUAL FINANCIAL REPORT FOR  
VINE STREET COMMUNITY IMPROVEMENT DISTRICT (“CID”)  
Political Subdivision No. 17-048-0109**

Fiscal Year 2025 (May 1, 2024 – April 30, 2025)

Submitted April 16, 2025

Pursuant to Section 105.145, RSMo., and 15 CSR 40-3.030 (3) (A) – (D)

Cash Balance at Beginning of FY 2024:	\$0.00
Summary of Cash Receipts during FY2024:	\$0.00
Summary of Cash Disbursements during FY2024:	\$0.00
Cash Balance at the End of FY2024:	\$0.00



**BYLAWS OF THE  
VINE STREET COMMUNITY IMPROVEMENT DISTRICT  
(A Political Subdivision of the State of Missouri)**

**ARTICLE I**

**OFFICES, RECORDS, SEAL**

1. Principal Office. The principal office of the District shall be located within the bounds of the City of Kansas City, Missouri, at such place as may from time to time be designated by the Board of Directors.

2. Records. The District shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of the Board of Directors and each committee of the Board of Directors. The District shall keep at its principal office a record of the name and place of residence of each director and each officer.

3. Seal. The District shall not have a corporate seal unless it is otherwise required by law to obtain or use such a seal.

**ARTICLE II**

**PURPOSES**

The purposes of the District shall be to provide those services and improvements set forth in the Petition for creation of the District and its Five Year Plan, and for all other lawful purposes that may be authorized by the Board of Directors and allowed by Section 67.1461 of the Revised Statutes of Missouri.

**ARTICLE III**

**BOARD OF DIRECTORS**

1. Powers of Board of Directors. The Board of Directors shall have and is vested with all powers and authorities granted by Sections 67.1401 through 67.1571, RSMo., except as it may be expressly limited by law or these Bylaws, to supervise, control, direct and manage the property, affairs and activities of the District, to determine the policies of the District, to do or cause to be done any and all lawful things for and on behalf of the District, to exercise or cause to be exercised any or all of its powers, privileges or franchises, and to seek the effectuation of its objects and purposes.

2. Official Actions. In accordance with Section 67.1451, RSMo., all official acts of the Board of Directors shall be by written resolution approved by the Board.

3. Number of Directors; Qualifications. The number of directors of the District to constitute the Board of Directors shall be five (5), whose names and initial terms of office were stated in the Petition for the Establishment of the District (the "Petition"). The number of directors may only be increased or decreased in accordance with the terms of Sections 67.1401 through 67.1571, RSMo. Each director shall be at least eighteen (18) years of age and a property owner, or representative of an owner of property located within the boundaries of the District, or the owner or a representative of the owner of a business operating within the boundaries of the District.

4. Commencement of Term of Office of Directors. A director shall not be deemed to have commenced his or her term of office or to have any of the powers or responsibilities of a director (i) unless such director is qualified to act as such, and (ii) until the time such director accepts the office of director either by a written acceptance or by participating in the affairs of the District at a meeting of the Board of Directors or otherwise.

5. Successor Directors. In all cases except where the Board of Directors is filling a vacancy for the remainder of a term pursuant to this Article III, it shall be done pursuant to Section 67.1451, RSMo. Successor Directors appointed pursuant to this section shall serve for a term of four years.

6. Removal for Cause. In accordance with Section 67.1451.7, RSMo, any director may be removed for cause by a two-thirds affirmative vote of the Directors of the Board (four Directors). Written notice of the proposed removal shall be given to all directors prior to action thereon.

7. Resignation. Any director may resign from the Board of Directors. Such resignation shall be in writing addressed to the Secretary of the District and shall be effective immediately or upon its acceptance by the Board of Directors as such resignation may provide.

8. Vacancy. In accordance with Section 67.1451.4, RSMo, in the event of a vacancy on the Board of Directors prior to the expiration of a director's term, the remaining directors shall elect an interim director to fill the vacancy for the unexpired term. At the expiration of the remaining term of the interim director, a new director shall be selected as provided in paragraph 6 of this Article III.

9. Compensation of Directors. No director shall receive compensation from the District for any service such director may render to it as a director. A director may be reimbursed for his or her actual expenses reasonably incurred in and about such director's performance of his or her duties as a director.

10. Committees. The Board of Directors shall have no authority to appoint an executive committee or any other committee having the authority of the Board of Directors. The Board of Directors may create and appoint any committees it deems necessary and advisable to conduct studies and reviews and provide advice and recommendations to the Board of Directors.

#### **ARTICLE IV**

##### **MEETINGS AND PROCEDURES**

1. Procedural Rules. All meetings and proceedings of the District shall be in accordance with Robert's Rules of Order except as otherwise directed by these Bylaws.

2. Place. Meetings of the Board of Directors of the District shall be held at the principal office of the District, as designated by the Board of Directors, or at any other place within Kansas City, Missouri, as may be determined from time to time by the Board of Directors.

3. Notice of Meetings. Meetings may be called by the Chairman, the Vice Chairman or the Secretary/Treasurer or by a majority of the Board of Directors by notice duly signed by the officer or directors calling the same and given in the manner hereinafter provided. Written notice stating the time, date, place and tentative agenda of a meeting shall be delivered to each director not less than twenty-four (24) hours before the time of the meeting, either personally, by mail or by facsimile. If mailed, such notice shall be deemed to be delivered three days after depositing such notice in the United States mail



addressed to the director at such director's address as it appears on the records of the District, with postage thereon prepaid.

4. Waiver of Notice. Any notice provided or required to be given to the directors may be waived in writing by any of them whether before or after the time stated therein. Attendance of a director at any meeting shall constitute a waiver of notice of such meeting except where the director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

5. Quorum. The presence of a majority of the Board of Directors shall be requisite for and shall constitute a quorum for the transaction of business at all meetings. Vacant positions are not counted in determining a majority of the Board of Directors. In accordance with Robert's Rules of Order, the acts of directors who are present at a meeting at which a quorum is present, shall be valid as the act of the Board of Directors except in those specific instances in which a larger vote may be required according to Robert's Rules of Order, by law or these Bylaws.

6. Adjournment. Whether or not a quorum shall be present at any such meeting, the directors present shall have power to adjourn the meeting, without notice other than announcement at the meeting, to a specified date. At any such adjourned meeting at which a quorum shall be present, any business may be transacted that could have been transacted at the original session of the meeting.

7. Voting. Each director present at any meeting shall be entitled to cast one vote on each matter coming before such meeting for decision. If a roll call is taken, all votes shall be recorded so as to attribute each "aye" and "nay" vote, or abstinence if not voting, to the name of the respective director.

8. Official Actions. In accordance with Section 67.1451.8, RSMo, all official acts of the Board of Directors shall be by written resolution approved by the Board.

9. Meeting by Conference Telephone. Members of the Board of Directors may participate in a meeting of the Board of Directors by means of conference telephone or similar electronic communications equipment whereby all persons participating in the meeting can hear each other, and participation in a meeting in this manner shall constitute presence in person at the meeting. Notice for such meetings shall designate a place where members of the public may hear the conference call for purposes of complying with Chapter 610 of the Revised Statutes of Missouri, as amended (the "Sunshine Law").

10. Compliance with State Sunshine Law. The District is a "public governmental body" pursuant to the Sunshine Law; therefore, notwithstanding any other provision of these Bylaws and in addition to any requirements of these Bylaws, the District shall give notice of and conduct all meetings of the Board of Directors in accordance with the Sunshine Law.

## ARTICLE V

### OFFICERS

1. General. The officers of the District shall be a Chairman, a Vice Chairman, and a Secretary/Treasurer and such other officers as the Board of Directors may appoint. The officers shall be appointed from among the members of the Board of Directors and shall, at all times while holding such offices, be members of the Board of Directors. One Director may hold two or more offices. The Board of Directors may choose to appoint and employ an Executive Director.

2. Election and Terms of Office. At the first meeting of the Board of Directors, the Board of Directors shall elect officers to serve until the annual meeting of the Board of Directors the following year and until their successors are duly appointed and qualified. An officer shall be deemed qualified when such officer enters upon the duties of the office to which such officer has been appointed and furnishes any bond required by the Board of Directors or these Bylaws; but the Board of Directors may also require of such person a written acceptance and promise faithfully to discharge the duties of such office. The term of office of each officer of the District shall terminate at the annual meeting of the Board of Directors next succeeding his or her appointment and at which any officer of the District is appointed unless the Board of Directors provides otherwise at the time of his or her appointment.

3. Removal. If for any reason any officer who is also a member of the Board of Directors ceases to be a member, then such officer shall be deemed automatically removed from office in the District.

4. Compensation of Officers. No officer who is also a member of the Board of Directors shall receive any salary or compensation from the District for any services such officer may render to it as an officer. Salaries and compensation of all other officers, agents and employees of the District, if any, may be fixed, increased or decreased by the Board of Directors, but until action is taken with respect thereto by the Board of Directors, the same may be fixed, increased or decreased by the Chairman, or such other officer or officers as may be empowered by the Board of Directors to do so; provided, however, that no person may fix, increase or decrease his or her own salary or compensation. Each officer may be reimbursed for such officer's actual expenses if they are reasonable and incurred in connection with the purposes and activities of the District.

5. Vacancies. Vacancies caused by the death, resignation, incapacity, removal or disqualification of an officer of the District shall be filled by the Board of Directors at any annual or other regular meeting or at any special meeting called for that purpose, and such person or persons so elected to fill any such vacancy shall serve at the pleasure of the Board of Directors until the next annual meeting of the Board of Directors, and until such officer's successor is duly elected and qualified.

6. The Chairman. The Chairman shall be the chief executive officer of the District, shall have such general executive powers and duties of supervision and management as are usually vested in the office of the chief executive officer of a District, and shall carry into effect all directions and resolutions of the Board of Directors. The Chairman may serve as the Executive Director pursuant to paragraph 10 of this Article V. The Chairman shall preside at all meetings of the Board of Directors at which he or she may be present. The Chairman may execute all bonds, notes, debentures, mortgages, and other contracts requiring a seal, under the seal of the District and may cause the seal to be affixed thereto, and all other instruments for and in the name of the District. The Chairman shall have the right to attend any meeting of any committee of the Board of Directors and to express his or her opinion and make reports at such meeting; provided, however, that unless the Chairman shall be specifically appointed to any committee, the Chairman shall not be considered to be a committee member or have the right to vote or be counted for the purpose of determining a quorum at any such meeting. The Chairman shall have such other duties, powers and authority as may be prescribed elsewhere in these Bylaws or by the Board of Directors.

7. The Vice Chairman. The Vice Chairman shall work in cooperation with the Chairman and shall perform such duties as the Board of Directors may assign to him or her. In the event of the death, and during the absence, incapacity, inability or refusal to act of the Chairman, the Vice Chairman shall be vested with all the powers and perform all of the duties of the office of Chairman. In the absence of the



Chairman, the Vice Chairman shall preside at all meetings of the Board of Directors at which he or she may be present. The Vice Chairman shall have such other or further duties or authority as may be prescribed elsewhere in these Bylaws or from time to time by the Board of Directors.

8. The Secretary/Treasurer. The Secretary/Treasurer shall attend the meetings of the Board of Directors and shall record or cause to be recorded all votes taken and the minutes of all proceedings in the minute book of the District to be kept for that purpose. The Secretary/Treasurer shall perform like duties for any committee established pursuant to these Bylaws when requested by such committee to do so. This position shall be the custodian of all the books, papers and records of the District and shall, at such reasonable times as may be requested, permit an inspection of such books, papers and records by any director of the District. The Secretary/Treasurer shall upon reasonable demand furnish a full, true and correct copy of any book, paper or record in his or her possession. This position shall be the administrative and clerical officer of the District under the supervision of the Chairman and the Board of Directors. If the District has a seal, the Secretary/Treasurer shall keep in safe custody the seal of the District and when authorized to do so shall affix the same to any instrument requiring the seal, and when so affixed, this position shall attest the same by his or her signature. The Secretary/Treasurer shall have the general duties, powers and responsibilities of a secretary of a district and shall have such other or further duties or authority as may be prescribed elsewhere in these Bylaws or from time to time by the Board of Directors. Further, this position shall have supervision and custody of all moneys, funds and credits of the District and shall cause to be kept full and accurate accounts of the receipts and disbursements of the District in books belonging to it. The Secretary/Treasurer shall keep or cause to be kept all other books of account and accounting records of the District as shall be necessary, and shall cause all moneys and credits to be deposited in the name and to the credit of the District in such accounts and depositories as may be designated by the Board of Directors. The Secretary/Treasurer shall disburse or supervise the disbursement of funds of the District in accordance with the authority granted by the Board of Directors, taking proper vouchers therefor. The Secretary/Treasurer shall be relieved of all responsibility for any moneys or other valuable property or the disbursement thereof committed by the Board of Directors to the custody of any other person or district, or the supervision of which is delegated by the Board of Directors to any other officer, agent or employee. The Secretary/Treasurer shall render to the Chairman or the Board of Directors, whenever requested by them, an account of all transactions as Treasurer and of those under the Treasurer's jurisdiction and the financial condition of the District. The Secretary/Treasurer shall have the general duties, powers and responsibilities of a treasurer of a district, shall be the chief financial, accounting and budget officer of the District and shall have and perform such other duties, responsibilities and authorities as may be prescribed from time to time by the Board of Directors.

10. The Executive Director. If appointed by the Board of Directors, the Executive Director shall execute documents, take any action and perform any further duties as may be prescribed from time to time by the Board of Directors.

11. Other Agents. The Board of Directors from time to time may also appoint such other agents for the District as it shall deem necessary or advisable, each of whom shall serve at the pleasure of the Board of Directors or for such period as the Board of Directors may specify, and shall exercise such powers, have such titles and perform such duties as shall be determined from time to time by the Board of Directors or by an officer empowered by the Board of Directors to make such determinations.

**ARTICLE VI**  
**GENERAL PROVISIONS**

1. Contracts. The Board of Directors may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the District. All contracts shall be approved by written resolution of the Board of Directors.

2. Depositories and Checks. The moneys of the District shall be deposited in such manner as the Board of Directors shall direct in such banks or trust companies as the Board of Directors may designate and shall be drawn out by checks or drafts signed in such manner as may be provided by resolution adopted by the Board of Directors.

3. Bonds. The Board of Directors may require that any officer or employee handling money of the District be bonded at the District's expense, in such amounts as may be determined by the Board of Directors.

4. Custodian of Securities. The Board of Directors may from time to time appoint one or more banks or trust companies to act for reasonable compensation as custodian of all securities and other valuables owned by the District, and to exercise in respect thereof such powers as may be conferred by resolution of the Board of Directors. The Board of Directors may remove any such custodian at any time.

5. Fiscal Year. The fiscal year of the District shall be the same as the fiscal year of the City of Kansas City, Missouri, in accordance with the CID Act; which fiscal year at the time of the establishment of the District is May 1 through April 30 of each year.

6. Certain Loans Prohibited. The District shall not make any loan to any officer or director of the District. No loans shall be contracted on behalf of the District and no evidence of any financial obligation shall be issued in its name unless authorized by resolutions of the Board of Directors of the District.

7. Indemnification and Liability of Directors and Officers. Each person who is or was a director or officer of the District (including the heirs, executors, administrators and estate of such person) shall be indemnified by the District as of right to the full extent permitted or authorized by the laws of Missouri, as now in effect and as hereafter amended, against any liability, judgment, fine, amount paid in settlement, cost and expense (including attorneys' fees) asserted or threatened against or incurred by such person in such person's capacity as or arising out of such person's status as a director or officer of the District. The indemnification provided by this Bylaw provision shall not be exclusive of any other rights to which those indemnified may be entitled under any other bylaw provision or under any agreement, vote of disinterested directors or otherwise, and shall not limit in any way any right which the District may have to make different or further indemnifications with respect to the same or different persons or classes of persons. No person shall be liable to the District for any loss, damage, liability or expense suffered by it on account of any action taken or omitted to be taken by such person as a director or officer of the District if such person (i) exercised the same degree of care and skill as a prudent person would have exercised under the circumstances in the conduct of his or her own affairs, or (ii) took or omitted to take such action in reliance upon advice of counsel for the District, or upon statements made or information furnished by directors, officers, employees or agents of the District which such person had no reasonable grounds to disbelieve.



8. Absence of Personal Liability. The directors and officers of the District are not individually or personally liable for the debts, liabilities or obligations of the District.

9. Budgets. The District will annually prepare a budget, and an annual report describing the major activities of the District during the preceding year and upcoming year. The proposed and final budgets, and any other mandatory report, shall be prepared, adopted, and submitted as required by the CID Act and/or any other statutory authority. If the Board of Directors fails to adopt a budget by the first day of a fiscal year, the District shall be deemed to have adopted a budget for such fiscal year which provides for application of the District's sales tax revenues collected in such fiscal year in accordance with the budget for the prior fiscal year.

## **ARTICLE VII**

### **AMENDMENTS**

The Board of Directors of the District shall have the power to make, alter, amend and repeal the Bylaws of the District and to adopt new Bylaws, which power may be exercised by a vote of a majority of the members of the full Board of Directors. The District shall keep at its principal office a copy of the Bylaws, as amended, which shall be open to inspection by any member of the Board of Directors at all reasonable times during office hours.

**Adopted by the Vine Street CID Board of Directors during its Annual Meeting on March 31, 2023**