

BCDA, INC.

MEMBERSHIP AGREEMENT AND DISBURSEMENT AGREEMENT

Whereas in accordance with the Bylaws of BCDA, Inc. (the “Corporation”), the terms of membership for the following municipal corporations:

- County of Boone Nebraska;
- City of Albion, Nebraska;
- Village of Cedar Rapids, Nebraska;
- Village of Petersburg, Nebraska;
- City of Saint Edward, Nebraska;

are to be set forth in a Membership Agreement;

Whereas the Board of Directors of the Corporation has established the terms of membership for the public members and desires that they be set forth in a Membership Agreement with each such member; and

Whereas, the parties desire to enter into a mutually beneficial Agreement for the purpose of promoting economic development in County of Boone, Nebraska, City of Albion, Nebraska, Village of Cedar Rapids, Nebraska, Village of Petersburg, Nebraska, and City of Saint Edward, Nebraska.

NOW THEREFORE, the Corporation and the undersigned agree as follows:

1. County of Boone, Nebraska

- a. The County of Boone, Nebraska will make a financial contribution to the Corporation for the fiscal years running from July 1, 2024, to June 30, 2025, and July 1, 2025 to June 30, 2026, as follows:

To be paid on or before October 1, 2024: 40% of BCDA, Inc. 2025 annual budget

To be paid on or before May 1, 2025: 40% of BCDA, Inc. 2025 annual budget

To be paid on or before October 1, 2025: 40% of BCDA, Inc. 2026 annual budget

To be paid on or before May 1, 2026: 40% of BCDA, Inc. 2026
annual budget

- b. Upon payment of such amount, Boone County shall be a member in good standing of the Corporation with the rights and obligations provided herein and, in the Bylaws, including specifically, the right to name two (2) directors as set forth in the Bylaws.
- c. The County of Boone, Nebraska and BCDA, Inc., agree to enter into this Agreement for the promotion of economic development as set forth above based on the County's fiscal years, which commences on July 1, 2024 and ends on June 30, 2025 and commences on July 1, 2025 and ends on June 30, 2026.
- d. The County of Boone, Nebraska agrees to commit to BCDA, Inc. the sum of 80% (\$151,312) of BCDA, Inc.'s annual budget for the 2024 – 2025 fiscal year and the sum of 80% (\$151,312) of BCDA, Inc.'s annual budget for the 2025 – 2026 fiscal year for the promotion of economic development.
- e. The County of Boone, Nebraska with the assistance of BCDA, Inc. shall pursue the implementation of a Tax Increment Financing Program for the Community.

2. City of Albion, Nebraska

- a. Albion, Nebraska will make a financial contribution to the Corporation for the fiscal years running from October 1, 2024 to September 30, 2025, and October 1, 2025 to September 30, 2026, as follows:

To be paid on or before October 1, 2024: 5.5% of BCDA, Inc. 2025
annual budget

To be paid on or before May 1, 2025: 5.5% of BCDA, Inc. 2025
annual budget

To be paid on or before October 1, 2025: 5.5% of BCDA, Inc. 2026 annual budget

To be paid on or before May 1, 2026: 5.5% of BCDA, Inc. 2026 annual budget

- b. Upon payment of such amount, Albion, Nebraska shall be a member in good standing of the Corporation with the rights and obligations provided herein and, in the Bylaws, including specifically, the right to name two (2) directors as set forth in the Bylaws.
- c. The City of Albion, Nebraska and BCDA, Inc., agree to enter into this Agreement for the promotion of economic development as set forth above based on the City's fiscal years, which commences on October 1, 2024 and ends on September 30, 2025 and commences on October 1, 2025 and ends on September 30, 2026.
- d. The City of Albion, Nebraska agrees to commit to BCDA, Inc. the sum of 11% of (\$20,805) of BCDA, Inc.'s annual budget for the 2024 – 2025 fiscal year and the sum of 11% (\$20,805) of BCDA, Inc.'s annual budget for the 2025 – 2026 fiscal year for the promotion of economic development.
- e. The City of Albion, Nebraska with the assistance of BCDA, Inc. shall pursue the implementation of a Tax Increment Financing Program for the Community.

3. Cedar Rapids, Nebraska

- a. The Village of Cedar Rapids, Nebraska will make a financial contribution to the Corporation for the fiscal years running from October 1, 2024 to September 30, 2025, and October 1, 2025 to September 30, 2026, as follows:

To be paid on or before October 1, 2024: 1.5% of BCDA, Inc. 2025 annual budget

To be paid on or before May 1, 2025: 1.5% of BCDA, Inc. 2025 annual budget

To be paid on or before October 1, 2025: 1.5% of BCDA, In. 2026 annual budget

To be paid on or before May 1, 2026: 1.5% of BCDA, Inc. 2026 annual budget

- b. Upon payment of such amount, Cedar Rapids, Nebraska shall be a member in good standing of the Corporation with the rights and obligations provided herein and, in the Bylaws, including specifically, the right to name two (2) directors as set forth in the Bylaws.
- c. The Village of Cedar Rapids, Nebraska and BCDA, Inc., agree to enter into this Agreement for the promotion of economic development as set forth above based on the Village's fiscal years, which commences on October 1, 2024 and ends on September 30, 2025, and commences on October 1, 2025 and ends on September 30, 2026.
- d. The Village of Cedar Rapids, Nebraska agrees to commit to BCDA, Inc. the sum of 3% of (\$5,674) of BCDA, Inc.'s annual budget for the 2024 – 2025 fiscal year and the sum of 3% (\$5,674) of BCDA, Inc.'s annual budget for the 2025 – 2026 fiscal year for the promotion of economic development.
- e. The Village of Cedar Rapids, Nebraska with the assistance of BCDA, Inc. shall pursue the implementation of a Tax Increment Financing Program for the Community.

4. Petersburg, Nebraska

- a. The Village of Petersburg, Nebraska will make a financial contribution to the Corporation for the fiscal years running from October 1, 2024 to September 30, 2025, and from October 1, 2025 to September 30, 2026, as follows:

To be paid on or before October 1, 2024: 1.5% of BCDA, Inc. 2025 annual budget

To be paid on or before May 1, 2025: 1.5% of BCDA, Inc. 2025 annual budget

To be paid on or before October 1, 2025: 1.5% of BCDA, Inc. 2025 annual budget

To be paid on or before May 1, 2026: 1.5% of BCDA, Inc. 2026 annual budget

- b. Upon payment of such amount, Petersburg, Nebraska shall be a member in good standing of the Corporation with the rights and obligations provided herein and, in the Bylaws, including specifically, the right to name two (2) directors as set forth in the Bylaws.
- c. The Village of Petersburg, Nebraska and BCDA, Inc., agree to enter into this Agreement for the promotion of economic development as set forth above based on the Village's fiscal years, which commences on October 1, 2024 and ends on September 30, 2025, and commences on October 1, 2025 and ends on September 30, 2026.
- d. The Village of Petersburg, Nebraska agrees to commit to BCDA, Inc. the sum of 3% of (\$5,674) of BCDA, Inc.'s annual budget for the 2024 – 2025 fiscal year and the sum of 3% (\$5,674) of BCDA, Inc.'s annual budget for the 2025 – 2026 fiscal year for the promotion of economic development.

- e. The Village of Petersburg, Nebraska with the assistance of BCDA, Inc. shall pursue the implementation of a Tax Increment Financing Program for the Community.

5. Saint Edward, Nebraska

- a. The City of Saint Edward, Nebraska will make a financial contribution to the Corporation for the fiscal years running from October 1, 2024 to September 30, 2025, and from October 1, 2025 to September 30, 2026, as follows:

To be paid on or before October 1, 2024: 1.5% of BCDA, Inc. 2025 annual budget

To be paid on or before May 1, 2025: 1.5% of BCDA, Inc. 2025 annual budget

To be paid on or before October 1, 2025: 1.5% of BCDA, Inc. 2025 annual budget

To be paid on or before May 1, 2026: 1.5% of BCDA, Inc. 2026 annual budget

- b. Upon payment of such amount, Saint Edward, Nebraska shall be a member in good standing of the Corporation with the rights and obligations provided herein and, in the Bylaws, including specifically, the right to name two (2) directors as set forth in the Bylaws.
- c. The City of Saint Edward, Nebraska and BCDA, Inc., agree to enter into this Agreement for the promotion of economic development as set forth above based on the Village's fiscal years, which commences on October 1, 2024 and ends on September 30, 2025, and commences on October 1, 2025 and ends on September 30, 2026.

- d. The Village of Petersburg, Nebraska agrees to commit to BCDA, Inc. the sum of 3% of (\$5,674) of BCDA, Inc.'s annual budget for the 2024 – 2025 fiscal year and the sum of 3% (\$5,674) of BCDA, Inc.'s annual budget for the 2025 – 2026 fiscal year for the promotion of economic development.
 - e. The Village of Petersburg, Nebraska with the assistance of BCDA, Inc. shall pursue the implementation of a Tax Increment Financing Program for the Community.
6. For so long as the public entities listed above are members in good standing of the Corporation, each such entity shall be entitled to vote on all matters raised at meetings of members of the Corporation.
7. BCDA, Inc. shall use all funds received pursuant to this Agreement only for purpose of “encouraging immigration, new industries, and investment and to conduct and carry on a publicity campaign, . . . and advertising the various agricultural, horticultural, manufacturing, commercial, and other resources, including utility services of the City,” all in accordance with the Neb. Rev. Stat. § 13-315 (Reissue 2007).
8. BCDA, Inc. shall conduct a job performance evaluation of the BCDA, Inc. Executive Director annually.
9. As a way of ensuring the City’s funds will be used in compliance with Neb. Rev. Stat. § 13-315, BCDA, Inc. shall have its certified public accountant reconcile the books of BCDA, Inc. annually. BCDA, Inc.’s books shall be subject to inspection by the City at all times.
10. At the expiration date of this Agreement, the parties hereto shall either enter into a new Agreement for the ensuing fiscal year, or this Agreement shall terminate.

11. In order to withdraw from BCDA, Inc. , the public entities listed above shall provide six months advance written notice to the Executive Director of BCDA, Inc.
12. The term of this Membership Agreement shall begin at the start of each public member fiscal year in 2025 and terminate at the end of their fiscal year in 2026, provided however, that each term, the parties will negotiate in good faith for the renewal of this Agreement (as a combined Agreement or as separate agreements with Albion, Cedar Rapids, Petersburg, Primrose, Saint Edward, and Boone County) for an addition term upon such terms as the parties shall then agree.

IN WITNESS OF THE FOREGOING, the parties have signed this Agreement
effective as of the _____ day of _____, 2024.

BCDA, INC., a Nebraska Corporation.

President

Date

CITY OF ALBION, NEBRASKA, a Municipal Corporation.

Mayor

Date

ATTEST

City Clerk

Date