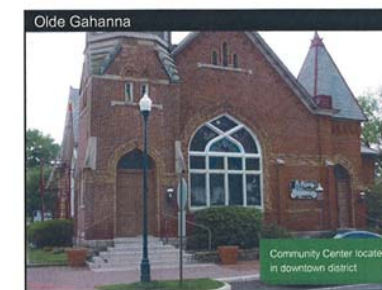
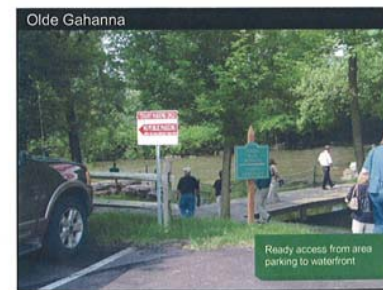
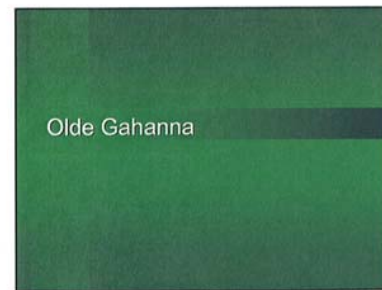
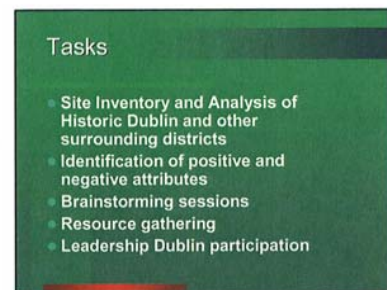
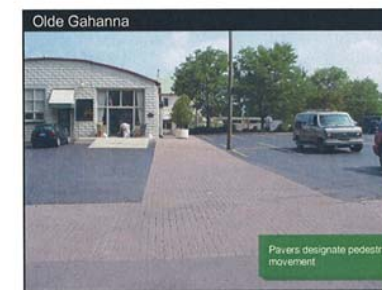
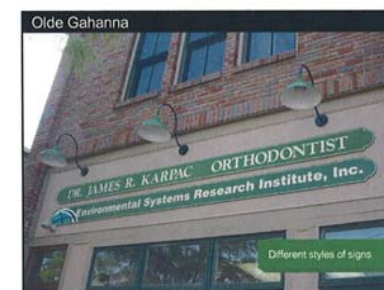
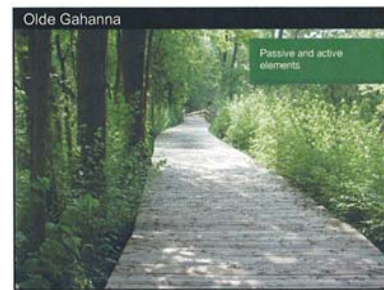
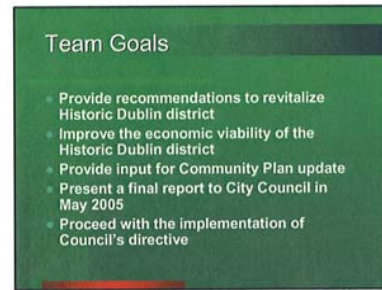
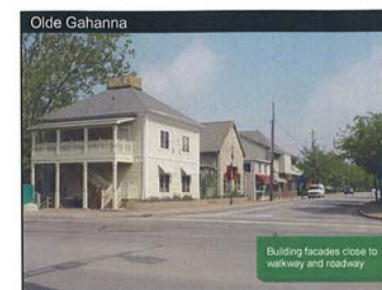
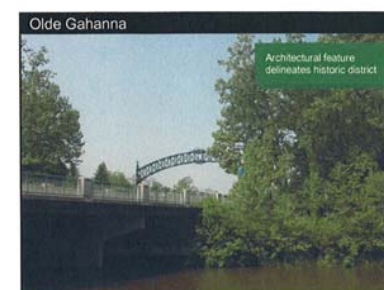
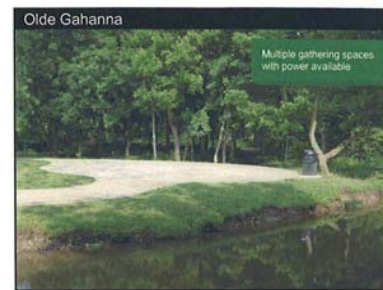
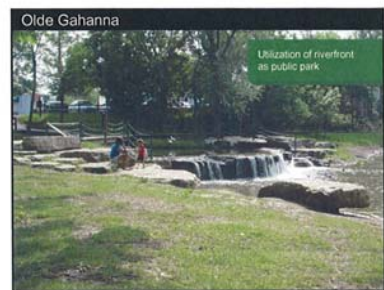
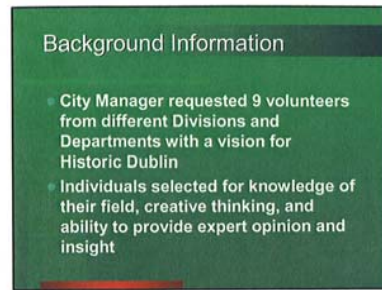
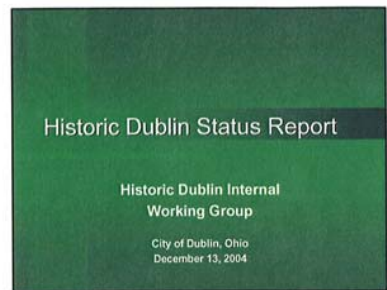


# HISTORIC DUBLIN REVITALIZATION PLAN

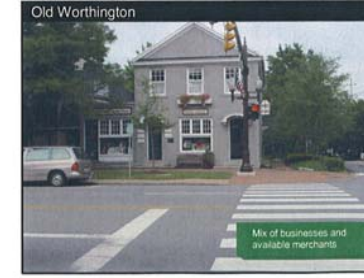
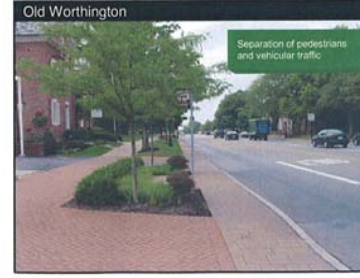
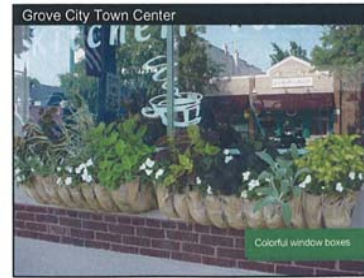
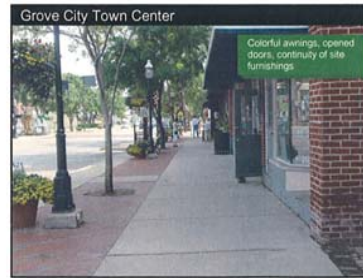
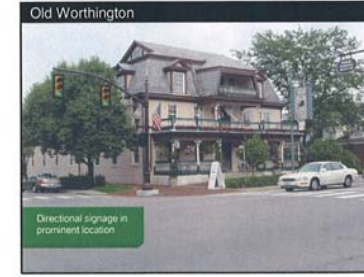
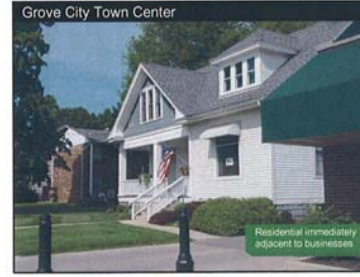
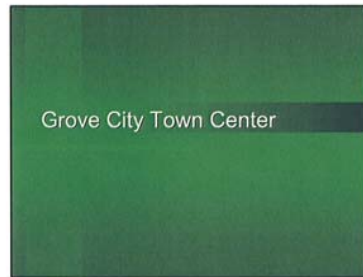
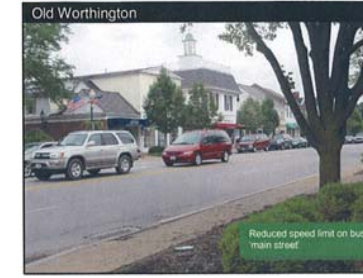
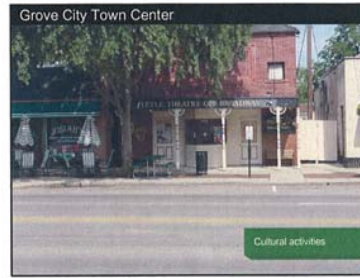
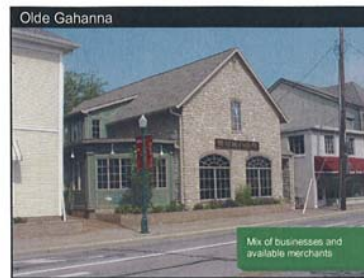
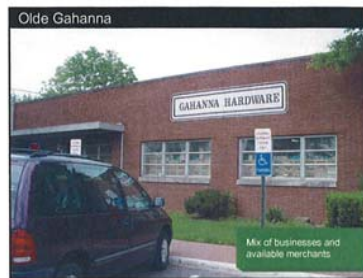
## Appendix

### Interim Presentation to City Council



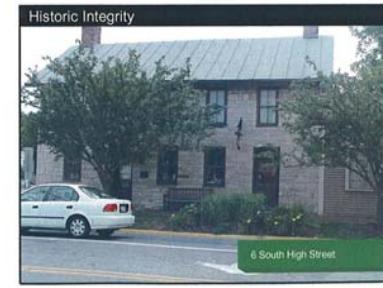
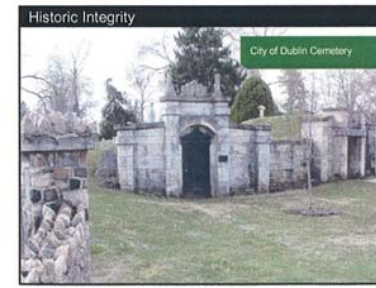
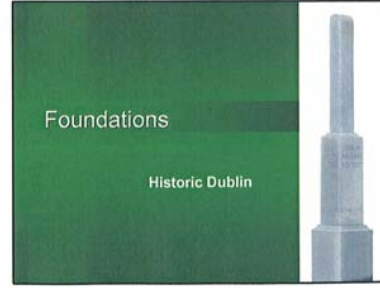
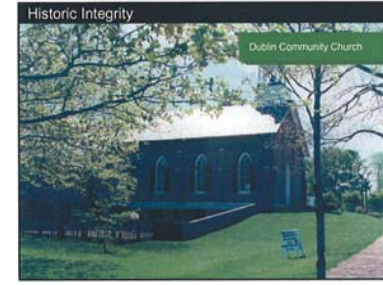
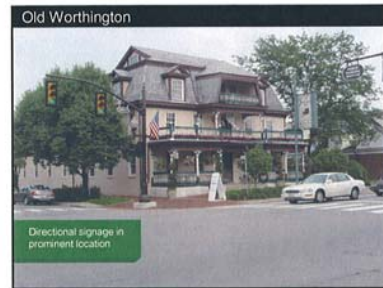
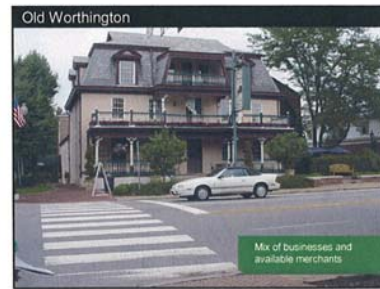
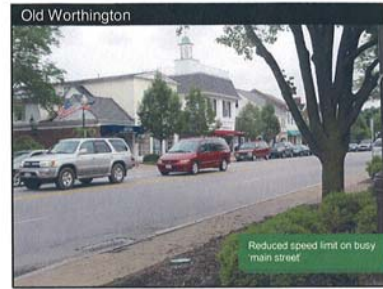
# HISTORIC DUBLIN REVITALIZATION PLAN

## Appendix

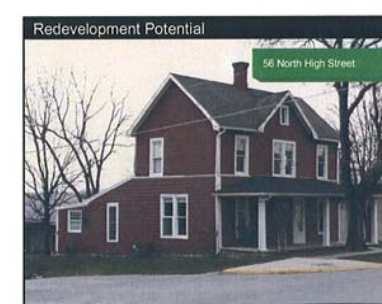
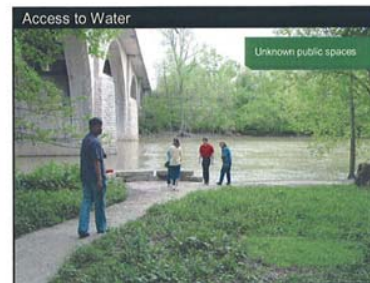
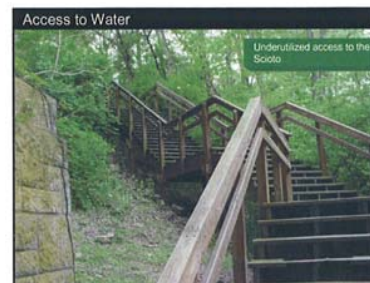
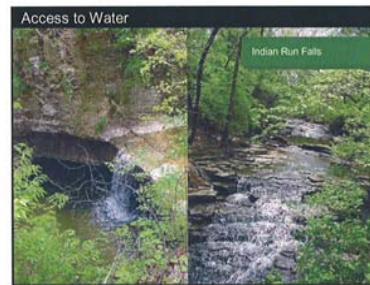
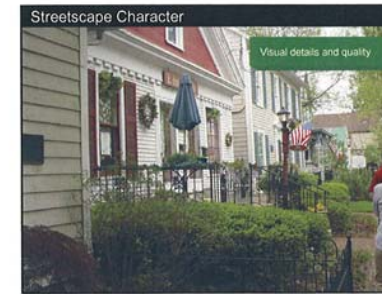
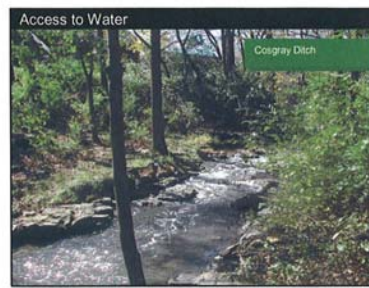
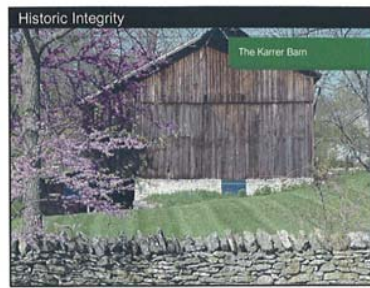


# HISTORIC DUBLIN REVITALIZATION PLAN

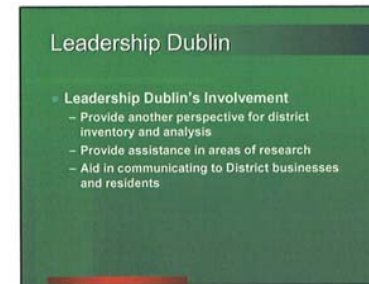
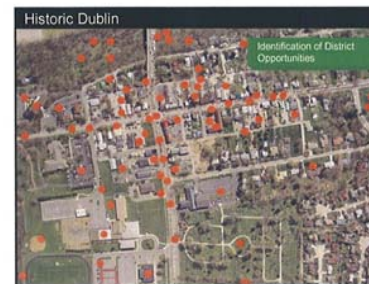
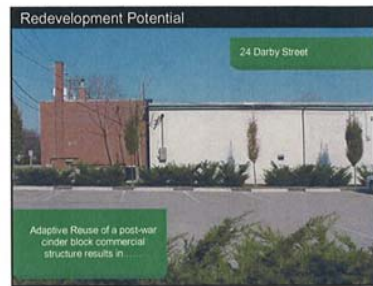
## Appendix



Appendix



## Appendix



## Appendix

### Business Associations Structure & Management

A group of the 2004 Leadership Dublin class was tasked with assisting the Historic Dublin Working Group in researching and data collection as it relates to the functioning of a downtown business association.

The Leadership Dublin group spent time interviewing the director of the Olde Worthington Business Association (OWBA) to research its by-laws, objectives, successes and failures; plus the group met with leaders of the Historic Dublin Business Association to gauge where it differed, for better and worse, with OWBA's model.

In addition to reporting their findings, they also were asked by HDBA leadership to research, draft and present the organization with by-laws (see next following page).

### Olde Worthington Business Association

#### **Achievements**

Through an initial membership drive, 37 retail and restaurant owners joined the OWBA for \$200 per year, which equated to a 100 percent participation rate and an initial collection of \$7,400. With those funds, OWBA hired a part-time Executive Director of OWBA and part-time Coordinator for the annual season-long Farmer's Market. These two individuals are responsible for and plan four annual special events and are always

trying new ideas (Pooch Parade and Garage Sale/Flea Market, for example.)

#### **Special Events/Niche Attraction Efforts**

The annual events planned and executed by the OWBA include the Art Festival, Farmer's Market, Haggler's Day and Holiday Open House. The majority of profits/revenue come from the Art Festival and Farmer's Market via vendor participation fees collected. One-third of all profits cover the salaries for the OWBA Executive Director and Coordinator of Farmer's Market. These profits are also used to purchase local and national advertising and promotion for the events.

Food and entertainment venues have created the "heartbeat" of Old Worthington, contrary to the original idea of targeting retail and soft goods to the area; and to date, OWBA plays up the food and entertainment venues as their niche industries when recruiting new companies to establish operations in the area. The City of Worthington leases any available retail space as it becomes available on the market, and then works with the OWBA to find the right niche match for that space via applications.

#### **Concerns**

Parking, as in most downtown scenarios, is an ongoing issue. The City of Worthington does its part by leasing shared parking with several area churches from 9:00 a.m. to 3:00 p.m. daily for public use.

Also the OWBA continually is working to strengthen their relationship and exposure

through the Worthington Convention & Visitors Bureau.

Structurally there are issues OWBA is facing. There currently is no outside funding or assessments used for improvements in Olde Worthington. OWBA has no official charter or formally adopted business plan. The paid position for the association Director is only part-time, yet the workload justifies a full-time position.

### Historic Dublin Business Association

#### **Background**

Formerly the HDBA was a part of the Old Dublin Association, which was primarily a residential organization of the North and South Riverview residents.

The HDBA has 25 current members who pay \$50 annual membership dues (\$1,250 annual total).

The group's primary focus has been on group marketing and event planning for the area. They capitalize on the following City and community events as well:

- St Patrick's Day Parade
- Memorial Tournament
- Independence Day Parade
- Dublin Art League/HDBA Art Stroll
- Dub Crawl & Irish Festival 5K Run
- Dublin Irish Festival
- DAC's Art & Music Festival
- Holly Days

#### **Issues**

HDBA, similar to Worthington, is not a "legal" organization (i.e. no official tax status as a not-for-profit, which has a \$6,000 set-up expense). This status probably is not needed in the short term but should be considered as the organization grows in numbers and status.

The availability of proximity parking is an issue, especially for people not familiar with the Historic District. Signage/wayfinding to those public-parking areas also is lacking.

#### **Opportunities**

The HDBA sees a need to establish a formal liaison with the City. They also desire a unified Web presence. A Membership Drive needs to occur to solidify more members at hopefully higher annual rates. By-laws and an official charter for HDBA should be adopted as well.

Appendix

DRAFT BYLAWS of the HISTORIC DUBLIN BUSINESS ASSOCIATION (HDBA) as presented by Leadership Dublin

THESE BYLAWS (hereinafter, the "Bylaws") are adopted pursuant to the Ohio Law and contain provisions for the regulation and management of the affairs of HISTORIC DUBLIN BUSINESS ASSOCIATION (hereinafter, the "Association"). These Bylaws are to be construed consistently with applicable law.

ARTICLE I - PURPOSE

The Association shall operate as a nonprofit Association within the meaning of applicable law and shall promote the common interests of the owners of the member businesses located in and about the area of the Historic Dublin section of Dublin, Ohio.

ARTICLE II - OFFICES

The principal office of the Association shall be located at such place in Dublin, Franklin County, Ohio, as the Board of Directors may from time to time determine.

ARTICLE III - MEMBERS

**1. MEMBERSHIP.**

The members of the Association shall consist of all persons owning or operating a business in the Historic Dublin section of Dublin, Ohio. A voting member shall be any member who has paid annual dues to the Association and is not delinquent in such dues. A representative to Dublin City Council shall also be a non-voting member of the Association.

**2. VOTING RIGHTS.**

In all matters submitted to the vote of the members, each voting member business shall be entitled to one vote. When more than one person owns, operates or manages such a business, the one vote for that business shall be cast as such persons among themselves shall determine. In no event shall more than one vote be cast by any one business, and the vote for any business shall not be divided.

In all matters submitted to a vote of the members, determinations shall be authorized by the majority of votes cast.

**3. TRANSFER OF MEMBERSHIP.**

The membership rights of Members shall be deemed to be transferred or assigned upon the notification to the Association of the sale or other transfer of the business. Notice of any such sale or transfer shall be given to the Secretary of the Association.

ARTICLE IV - MEETINGS OF MEMBERS

**1. ANNUAL MEETING**

The annual meeting of the members shall be held at the Dublin Chamber of Commerce on the second Tuesday in February in each year, at 5:00 p.m., for the purpose of electing directors, approving the budget and assessments for the ensuing year, and transacting such other business as may come before the meeting. If for any reason the annual meeting cannot be held on such date, then such meeting shall be held as soon thereafter as is practicable.

**2. REGULAR BUSINESS MEETINGS**

Regular meetings of the membership of this organization shall be held at 5:00 P.M. on the second Tuesday of each month, at the Dublin Chamber of Commerce

**3. SPECIAL MEETINGS.**

Special meetings of the members may be called by the President at any time and shall be called at the request of members having not less than three (3) votes.

Written notice, including notice via fax or e-mail, stating the date, time, and place of any special meeting shall be delivered either personally or by first-class mail to each member's address, as reflected in the records of the Association, not less than two (2) nor more than forty-five (45) days before the date of such meeting. In all cases the purpose or purposes for which such meeting is called

shall be stated in the notice. Notice shall be deemed to be given by mail if deposited with the United States Postal Service, with postage prepaid, allowing at least two (2) days for delivery.

**4. QUORUM.**

The presence of not less than three (3) of the members, excluding officers and directors, shall constitute a quorum and shall be necessary to conduct the business of this organization at any scheduled meetings.

**5. VOTING**

At all meetings, except for the election of officers and directors, all votes shall be by voice. For election of officers, ballots shall be provided to all members in good standing.. There shall not appear any place on such ballot that might tend to indicate the person who cast such ballot.

At any regular or special meeting, if a majority so requires, any question may be voted upon in the manner and style provided for election of officers and directors.

At all votes by ballot the chairman of such meeting shall, prior to the commencement of balloting, appoint a committee of three who shall act as "Inspectors of Election" and who shall, at the conclusion of such balloting, certify in writing to the Chairman the results and the certified copy shall be physically

Appendix

affixed in the minute book to the minutes of that meeting.

No inspector of election shall be a candidate for office or shall be personally interested in the question voted upon.

**6. PROXIES.**

All proxies shall be in written form, signed and dated, and shall be submitted to the Secretary of the Association at or prior to any meeting of members. Revocation of a proxy shall similarly be in written form, signed and dated. No proxy shall be valid after the final adjournment of any annual or special meeting unless otherwise provided in the proxy.

**7. ORDER OF BUSINESS**

1. Roll Call.
2. Reading of the Minutes of the preceding meeting.
3. Reports of Committees.
4. Reports of Officers.
5. Old and Unfinished Business.
6. New Business.
7. Adjournments.

**ARTICLE V - BOARD OF DIRECTORS**

**1. GENERAL POWERS.**

The business and affairs of the Association shall be managed by its Board of Directors. The directors shall in all cases act as a board, and they may adopt such rules and regulations for the conduct

of their meetings and the management of the Association as they may deem proper, not inconsistent with these Bylaws and the laws of this state.

**2. NUMBER, TENURE AND QUALIFICATIONS.**

The number of the directors of the Association shall be at least four (4) but not more than ten (10) Any voting member of the Association may serve as a Director of the Association. Directors shall be elected at the annual meeting of members, and the term of office of each director shall be two (2) years or until his or her successor shall have been chosen, and the first such term shall commence with the first annual meeting of members.

At a minimum the Board of Directors shall consist of the following individuals:

- Current President of the HDBA.
- Past President of the HDBA (1 year term)
- Representative from the City of Dublin
- Representative from the Chamber of Commerce

**3. ORGANIZATIONAL MEETING; REGULAR MEETINGS.**

An organizational meeting of the Board of Directors shall be held without any other notice than this bylaw immediately after, and at the same place as the annual meeting of members. The Board of Directors shall hold

such other regular meetings as they shall from time to time determine.

**4. SPECIAL MEETINGS.**

Special meetings of the Board of Directors may be called by the President at any time and shall be called upon request of any one director.

**5. NOTICE.**

Unless waived in the manner provided by law, notice of any regular or special meeting of the Board of Directors shall be delivered personally or by first-class mail, in the manner provided in Section 3 of Article IV above, at least two (2) days prior to the date of the meeting. The attendance of a director at any meeting shall constitute a waiver of notice of such meeting, except where a 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. The business to be transacted at a special meeting shall be specified in the notice or waiver of the notice of such meeting.

**6. QUORUM.**

A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board.

**7. BOARD DECISIONS.**

The vote of a majority of the directors shall constitute the action of the Board of Directors, unless a greater number is required by law. Directors shall not be permitted to vote by proxy.

**8. VACANCIES.**

If the position of director should become vacant prior to the expiration of such director's term, the vacancy shall be filled by the vote of the Members, at a special meeting called for the purpose, in the manner provided in Article III above.

**9. REMOVAL OF DIRECTORS.**

A director may be removed for cause by the majority vote of the Members, at a special meeting called for the purpose. Cause for removal shall include, among other things, unexcused absence at three (3) consecutive meetings.

**10. RESIGNATION.**

A director may resign at any time by giving written notice to the Board, the President or the Secretary of the Association. Unless otherwise specified in the notice, the resignation shall take effect upon receipt thereof by the Board or such officer, and the acceptance of the resignation shall not be necessary to make it effective.

Appendix

**11. COMPENSATION.**

Members of the Board of Directors shall not be compensated for their services in those positions, but by resolution of the Board of Directors members shall be entitled to reimbursement for their reasonable expenses incurred in their services.

**12. PRESUMPTION OF ASSENT.**

A director of the Association who is present at a meeting of the directors at which action on any corporate matter is taken shall be presumed to have assented to the action taken unless such directors' dissent shall be entered in the minutes of the meeting or unless he or she shall file a written dissent with the Secretary before or immediately after the adjournment of the meeting. Such right to dissent shall not apply to a director who voted in favor of such action.

**13. COMMITTEES.**

The Board, by resolution, may designate such committees as it may deem appropriate. Every committee shall include at least one member of the Board of Directors.

**14. ACTION BY DIRECTORS WITHOUT A MEETING.**

Whenever the vote of directors at a meeting thereof is required or permitted

to be taken in connection with any corporate action, the meeting and vote of such directors may be dispensed within the manner provided by law.

**ARTICLE VI - OFFICERS**

**1. OFFICERS.**

The officers of the Association shall be a President, Vice-President, Secretary and Treasurer. The office of President and Treasurer may be held by the same person, but the offices of President and Secretary may not be held by the same person. Officers shall by virtue of their office be members of the Board of Directors.

No officer shall for reason of his office be entitled to receive any salary or compensation, but nothing herein shall be construed to prevent an officer or director for receiving any compensation from the organization for duties other than as a director or officer.

**2. ELECTION AND TERM OF OFFICE.**

The officers of the Association shall be elected by the membership at the annual meeting.. Each officer shall hold office until his or her successor shall have been duly elected and shall have qualified, except as provided herein.

**3. REMOVAL.**

An officer may be removed by the Board of Directors whenever in the judgment of the Board the best interests of the Association would be served by such removal.

**4. VACANCIES.**

A vacancy in any office shall be promptly filled by a vote of the Members.

**5. PRESIDENT.**

The President shall have the following duties and responsibilities:

- The President shall preside at all membership meetings.
- He shall by virtue of his office be Chairman of the Board of Directors.
- He shall present at each annual meeting of the organization an annual report of the work of the organization.
- He shall appoint all committees, temporary or permanent.
- He shall see all books, reports and certificates required by law are properly kept or filed. He shall be one of the officers who may sign the checks or drafts of the organization. He shall have such powers as may be reasonably construed as belonging to the chief executive of any organization.

**6. VICE-PRESIDENT.**

In the absence of the president or in the event of his death, inability or refusal to act, the

vice-president shall perform the duties of the president, and when so acting, shall have all the powers of and be subject to all the restrictions upon the president. The vice-president shall perform such other duties as from time to time may be assigned to him by the President or by the directors.

**7. SECRETARY.**

The duties of the Secretary shall be defined as follows:

- The Secretary shall keep the minutes and records of the organization in appropriate books. It shall be his duty to file any certificate required by any statute, federal or state.
- He shall give and serve all notices to members of this organization.
- He shall be the official custodian of the records and seal of this organization.
- He may be one of the officers required to sign the checks and drafts of the organization.
- He shall present to the membership at any meetings any communication addressed to him as Secretary of the organization.
- He shall submit to the Board of Directors any communications, which shall be addressed to him as Secretary of the organization.

Appendix

- He shall attend to all correspondence of the organization and shall exercise all duties incident to the office of Secretary.

**8. TREASURER.**

The duties of the Treasurer shall be defined as follows:

- The Treasurer shall have the care and custody of all monies belonging to the organization and shall be solely responsible for such monies or securities of the organization. He shall cause to be deposited in a regular business bank or trust company and shall at the direction of the Board of Directors cause certain funds to be invested in such investments as shall be legal for a nonprofit corporation in this state.
- He must be one of the officers who shall sign checks or drafts of the organization. No special fund may be set aside that shall make it unnecessary for the Treasurer to sign the checks issued upon it. He shall render at stated periods as the Board of Directors shall determine a written account of the finances of the organization and such report shall be physically affixed to the minutes of the Board of Directors of such meeting.

- He shall exercise all duties incident to the office of Treasurer.

**ARTICLE VII - IMMUNITY; INDEMNIFICATION; LIABILITY INSURANCE**

Members of the Board of Directors shall be immune from civil liability to the extent provided by law for directors of nonprofit Associations.

Any person who is or was a director or officer of the Association shall be indemnified against expenses (including attorney's fees), judgments, fines, taxes and penalties and interest thereon, and amounts paid in settlement actually and reasonably incurred by him or her in connection with the defense or settlement of any action or proceeding, to the maximum extent and in the manner provided by law.

Upon resolution of the Board of Directors the Association may purchase and maintain insurance on behalf of any person who is or was a director or officer of the Association against any liability asserted against him or her and incurred in any such capacity or arising out of his or her status as such.

**ARTICLE VIII - CONTRACTS, LOAN, CHECKS AND DEPOSITS**

**1. CONTRACTS.**

The Board of Directors may authorize any officer or officers to enter into any contract or execute and deliver any instrument in the

name of and on behalf of the Association. Any such authority may be general or confined to specific instances.

**2. LOANS.**

No loans shall be contracted on behalf of the Association and no evidences of indebtedness shall be issued in its name unless authorized by a resolution of the Board of Directors. Such authority may be general or confined to specific instances.

**3. CHECKS, DRAFTS, ETC.**

All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Association shall be signed by the Treasurer and such other officer or agent as the Board of Directors may from time to time by resolution determine.

**4. DEPOSITS.**

All funds of the Association shall be promptly deposited to the credit of the Association in such banks or other depositories as the Board of Directors may select.

**ARTICLE IX - BOOKS AND RECORDS**

The Association shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members, Board of Directors, and committees having any of the authority of the

Board of Directors; and shall keep at its principal office a record of the names and addresses of its members by class. All books and records of the Association may be inspected by any member, or his or her agent or attorney, for any proper purpose at any reasonable time.

**ARTICLE X - FISCAL YEAR**

The fiscal year of the Association shall begin on the first day of January in each year.

**ARTICLE XI - ASSESSMENTS AND COSTS**

**1. ANNUAL BUDGET AND ASSESSMENTS.**

Prior to the annual meeting of members the Board of Directors shall prepare a proposed budget for the ensuing year, and the proposed budget, along with an annual accounting of all receipts and disbursements of the Association for the previous year, shall be submitted to the members with their notice of the annual meeting. Such assessment shall bear a reasonable relationship to the value of the services received by the owner or owners of each member business. All assessments shall be uniform to the extent that such uniformity is both fair and practicable.

A minimum assessment, in an amount not less than twenty-five dollars (\$25.00), shall in all cases be assessed against every such member business.

Appendix

The members at their annual meeting shall adopt a budget and a schedule of assessments, and if the budget and assessments so adopted be different in any material respect from the proposed budget and assessments previously sent the members, then a copy of the budget and assessments so adopted shall promptly be made available to every member.

Any member voting against the budget or the schedule of assessments shall have the right to have his or her dissent noted in the minutes for the meeting, or to provide the Secretary with a written objection immediately following such meeting, and to request in writing that the objection be reviewed by the Board of Directors. The Board of Directors shall meet at the earliest practicable time to review such written objection and shall respond in writing. The Board of Directors may, if appropriate, propose a modification to the budget or the schedule of assessments, and such modification shall be submitted to a vote of the members. Any member continuing to feel aggrieved may petition the circuit court for such remedy as may be available, but in absence of such petition the budget and the schedule of assessments shall become final thirty (30) days after the matter was last considered by the members at an annual or special meeting called for the purpose.

**2. PAYMENT OF ASSESSMENTS.**

Assessments shall be deemed to be due and payable on the date that such assessments become final, as provided in Section 1 above, and shall be deemed to be delinquent if not paid within thirty (30) days thereafter.

**3. SPECIAL ASSESSMENTS.**

The Board of Directors may recommend, and the members approve, an additional or special assessment, in the manner provided by Section 1 of this Article XI.

**ARTICLE XII - SEAL**

The Board of Directors may provide a seal, which shall be circular in form and shall have inscribed thereon the name of the Association and the words, "Seal."

**ARTICLE XIII - AMENDMENTS**

These Bylaws may be altered, amended or repealed by the Board of Directors, subject to repeal or change by action of the members.

The original of these Bylaws shall be kept in the minute book for the Association, and the Secretary shall append all amendments to the original.

**SECRETARY'S CERTIFICATE**

This is to certify that the foregoing Bylaws of Historic Dublin Business Association. have been duly adopted by the Board of Directors of the said Association on the \_\_\_\_\_ day of \_\_\_\_\_, 2005, at a meeting of the

Board of Directors for which proper notice was given.

**IN WITNESS WHEREOF**, the undersigned Secretary has signed this Certificate this \_\_\_\_\_ day of \_\_\_\_\_, 2005, by \_\_\_\_\_, HDBA Secretary.