

CONTRACT MODIFICATION NO. 1
240082-SK LAS VEGAS ARTS DISTRICT
BUSINESS IMPROVEMENT DISTRICT (BID)

THIS MODIFICATION NO. 1 is being entered into, effective as of _____, by and between the CITY OF LAS VEGAS (hereinafter, "City"), a municipal corporation within the State of Nevada having its principal office at 495 South Main Street, Las Vegas, Nevada 89101, and Centro, Inc., (hereinafter the "Company"), a corporation organized and existing under the laws of the State of Colorado, having its principal office located at 1545 S. Ogden St. Denver, CO 80210.

The purpose of this Modification is to expand the Scope of Work and extend the performance time.

The Contract between the City and the Company dated December 6, 2023, is hereby modified as follows:

1. Section : A-1 Summary of Contract

REFERENCE: A-1 (a)

DELETE: A-1 (a) in its entirety

ADD:

(a)	Contract Synopsis The legally binding Scope of Work is more fully defined in Section C	The objective is to provide guidance in the creation of a Business Improvement District (BID) for the Las Vegas Arts District which would fund district services, enhancements, programs and management.		
	Performance Dates The Performance Period is more fully defined in Section A-2	Award Date See first paragraph	Expiration Date December 31, 2025	Option Periods None
	Contract Type As defined in Section B-1	The contract type is Firm Fixed Fee		
	Contract Amount This Not-to-Exceed Amount is subject to Section C-2	Year One- \$80,000 Year Two- \$ 37,500 Total Value - \$117,500		BID Development Fees \$67,000 Arts District Implementation Support Fees \$13,000 Modification 1 Amount added - \$37,500

2. Section : C-1 Scope of Work

REFERENCE: C-1

DELETE: C-1 in its entirety

ADD: C-1
Services will be provided in accordance with the Scopes of Work attached as "Exhibit A" and "Exhibit B"

3. Section : C-2 Deliverables

REFERENCE: C-2

DELETE: C-2 in its entirety

ADD: C-2
Deliverables will be provided in accordance with the Scopes of Work attached as "Exhibit A" and "Exhibit B"

4. Section : C-3 Fees

REFERENCE: C-3

DELETE: C-3 in its entirety

ADD: C-3
Fees will be paid in accordance with the Scopes of Work attached as "Exhibit A" and "Exhibit B"**5. Exhibits**

REFERENCE: Exhibit A-Timeline

DELETE: Exhibit A-Timeline in its entirety

ADD:

PROCESS STEP	TIMELINE
STEP 1: Engagement, Analysis and Feasibility	Completed in 2024
STEP 2: Development of District Operating Plan and Petition	Partially Completed in 2024; Remainder of Work to Be Completed by April 2025
STEP 3: Petition Collection	Partially Completed in 2024; Remainder of Work to Be Completed in April, May, June 2025
STEP 4: Public Hearing and District Creation	City Council Process Anticipated for June, July, August 2025; District Startup and Support Anticipated for September through December 2025

REFERENCE: Exhibit A-District Development Budget

DELETE: Exhibit A-District Development Budget in its entirety

ADD:

DISTRICT DEVELOPMENT BUDGET

The following chart shows the proposed costs for the work, breaking down the funds utilized via the original contract in 2024, and what is proposed to be spent in 2025.

PROCESS STEP	2024 Contract	2024 Funds Used	2025 Proposed Contract	Notes
STEP 1: Engagement, Analysis and Feasibility COMPLETED	\$16,500	\$16,500	\$0	<i>Step 1 was completed in its entirety in 2024, thus no additional funds are requested for 2025.</i>
STEP 2: Development of District Operating Plan and Petition	\$22,500	\$32,000	\$27,500	<i>Step 1 was partially completed in 2024. The operating plan and petition draft was developed and partially</i>

PARTIALLY COMPLETED				<i>vetted. However, challenges to rectify the City process internally and understanding shifting requirements meant an allocation of \$9,500 in additional fees in 2024 to this Ste, as additional engagement was required once those process steps were ironed out. Those additional requirements will mean that in 2025 we have to activate additional team members to complete this step, thus the increase to the amount requested in 2025.</i>
STEP 3: Petition Collection PARTIALLY COMPLETED	\$15,000	\$500	\$14,500	<i>Only \$500 of the budgeted funds for this step were used in 2024, thus we are requesting a carryover of the remaining \$14,500 in unused funds.</i>
STEP 4: Public Hearing and District Creation NOT STARTED	\$9,500	\$0	\$10,000	<i>None of the funds for this step were utilized in 2024, thus carryover of the original \$9,500 is requested. An additional \$500 has been added to this line item due to additional steps proposed in the formation process by the City, which were not originally anticipated.</i>
Associated Expenses PARTIALLY COMPLETED	\$3,500	\$1,000	\$2,500	<i>\$1,000 of the original \$3,500 budgeted was utilized in 2024, thus a carryover of the remaining \$2,500 is requested.</i>
Arts District Implementation Support COMPLETED	\$13,000	\$13,000	\$0	<i>This work was completed in its entirety in 2024, thus no additional funds are requested.</i>
TOTALS	\$80,000	\$63,000	\$54,500	

As demonstrated, the proposed budget for the BID work in 2025 will be \$54,500, for a total contract amount of \$117,500 with work initiating upon contract execution and completing by December 31, 2025.

6. General

Effect. Except as provided in this Amendment, the Agreement remains in full force and effect.

Counterpart Signatures; Facsimile Transmission. This Agreement may be executed in any number of counterparts, each of which shall be deemed to be an original, and all of such counterparts shall constitute one agreement. Delivery of this Agreement may be accomplished by facsimile transmission of this Agreement. In such event, the parties hereto shall promptly thereafter deliver to each other executed counterpart originals of this Agreement.

Dispute. In the event of any conflict between the Contract and this modification, the provisions of this Modification No. 1 take precedence.

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IN WITNESS WHEREOF, the parties hereto have caused this Contract Modification to be executed by their duly authorized representatives.

CITY OF LAS VEGAS

Signature Date

Printed Name

Title

ATTEST:

Dr. LuAnn D. Holmes, MMC Date
City Clerk

APPROVED AS TO FORM:

DocuSigned by:
Crislove A. Igeleke 3/19/2025 | 1:32 PM PDT

7A0C1A87A10D431...
Deputy City Attorney Date

Crislove A. Igeleke

Printed Name

CENTRO, INC.

DocuSigned by:
Jamie Giellis 3/19/2025 | 1:37 PM PDT

12E209C25B74408...
Signature Date

Jamie Giellis

Printed Name

President

Title

EXHIBIT B
CONTRACT MODIFICATION NO. 1
240082-SK LAS VEGAS ARTS DISTRICT
BUSINESS IMPROVEMENT DISTRICT (BID)

PROCESS AND APPROACH

The Company has completed the initial phases of BID formation which include:

- Establishing a Steering Committee
- Obtaining and analyzing data
- Initial stakeholder consultation, including one-on-one meetings and stakeholder listening sessions
- Development of a draft district operating plan and petition
- Initial stakeholder consultation on the draft plan

The remainder of the work to be completed under this contract includes:

Final Plan Development

Draft Plan/Petition Review Meetings

Continuing to vet the draft plan with key property owners and ensure there is adequate support for the approach prior to completion of the final operating plan and petition, and to seek consensus on alternatives and options being considered.

Final District Operating Plan and Petition Development

Once the draft plan has been thoroughly vetted by the steering committee, stakeholders, the City of Las Vegas, legal counsel and other relevant agencies, Company will develop the final district creation documents.

Final Plan Meeting and Review with Steering Committee

Following the plan review workshops, a revised and final draft of the district operating plan and petition will be developed and presented to the steering committee for final approval. Final amendments to the plan will then be made and submitted for legal and municipal approval.

Develop and Finalize Engineer's Report

Company will develop the engineer's report based upon the final form of the operating plan.

Final City Review

The City of Las Vegas will be provided with a final draft operating plan and petition for review and approval to ensure it meets appropriate requirements.

Final Legal Review

Legal counsel will undertake a final review of the plan and initiate preparations for the property owner petition drive, including review of the draft petition and petition signature collection procedure.

Final Operating Plan and Petition

Based upon steering committee, stakeholder, City and legal review of the draft plan, the consultant team will incorporate revisions and prepare a final district operating plan and petition.

Formal Notification to City

The consultant team will file formal notification to the City of Las Vegas regarding intent to move forward with the district petition and formal creation.

Develop Final Committee and Council Schedule

Company will work with City staff to identify a committee and council schedule to move the district creation through the City of Las Vegas's municipal ordinance process once petitioning is complete.

Petition Collection

Once the final plan and petition are created and agreed, the process moves forward into petitioning. Company's role here is to help support the steering committee in successfully reaching out to and engaging with stakeholders to achieve the appropriate thresholds of support.

Petition Database

Company will be responsible for refining the stakeholder databases obtained at the early part of the district creation process to identify impacted owners, individual assessments, and thresholds of support to meet legal requirements. The consultant team will provide this information to the steering committee, identifying a strategy to reach petition thresholds.

Petition Communications & Outreach Strategy

Working together with the steering committee, Company will prepare a communications and outreach strategy for the petition process. This will include, but not be limited to:

- Creation of a database that identifies inclinations of support for (and resistance to) the district.
- A packet of information, including an informational piece will be created for each stakeholder to help clearly outline the benefits of the district and to clearly identify impact to that particular stakeholder.
- A petition distribution strategy will be developed and assignments will be made to the steering committee to go out and obtain signatures based upon the inclinations of support chart, and known relationships that the steering committee members have with their peers.
- Speaking points, information and engagement training will be provided by Company to ensure the steering committee has adequate information to obtain signed petitions.

Informational Piece

Company will work with the steering committee to prepare a summary informational piece that communicates the parameters and benefits of the district. This piece can be used to summarize the operating plan and can be distributed with petitions.

Petition Launch

Company will work with the steering committee to officially launch the petition process. How this occurs will be decided as the district development process evolves, but it may include a series of meetings/gatherings designed to obtain signatures from key supporters.

BID Petition Drive Assistance

Company will monitor and provide assistance to the steering committee during the petition drive and will conduct regular meetings, as well as be available for on-the-ground assistance. Company will provide weekly reports tracking support towards meeting petition thresholds, will monitor petition assignments for property owners, and will develop strategies for approval of the district based upon feedback coming in during the petitioning process.

Submission of Completed Petitions to City of Las Vegas

Once adequate petition thresholds are met for the district, Company will work with the steering committee to submit the completed petitions and supporting documentation (e.g. what percentages we've achieved, etc.) to the City of Las Vegas for review, and will work with the team to address any invalid petitions that need clarifying.

Public Hearing and District Creation

Throughout this phase of work, the consultant team will provide support to the Steering Committee as needed to get the district passed through the City Council, including attending meetings, and providing speaking points and information for the meetings.

Creation Ordinance Development

Company will work together with the City Attorney to draft the Creation Ordinance.

Committee Meetings and City Council Hearings

Company will participate in committee and council meetings required for district creation alongside members of the steering committee, and will help prepare presentation materials for these sessions as needed, including both PPT presentations and printed materials.

Creation Ordinance

Upon positive vote of the Las Vegas City Council, the ordinance will be established for the district. Once this occurs, the consultant team will help transition the steering committee to the appointed board and begin preparations for operation

Begin District Operations

Immediately after the ordinance is passed, Company will help ensure initial steps are taken to get the district up and running.

Organizational Meeting

Following the formal creation of the district, the consultant team will work with the newly appointed board to hold the first organizational meeting of the district and establish an ongoing meeting schedule.

Notification of Assessment

Company will send official notification of the new district assessment or levy to the assessor and the City of Las Vegas and ensure billing protocols are effectively established.

Support Initial Startup of the BID

Company regularly works with new BIDs in their initial months/years of startup to help them establish operating protocols and policies and initiate workplans.

TIMELINE

We expect the district will be formed by Summer 2025 and operational by Fall 2025. The following sets out a proposed timetable for deliverables by task:

PROCESS STEP	TIMELINE
Final Plan Development	January/February 2025
Petition Collection	February/March 2025
Public Hearing and District Creation	April – December 2025

DISTRICT DEVELOPMENT BUDGET

The proposed costs for this work are as follows:

PROCESS STEP	FEE
Final Plan Development	\$27,500
Petition Collection	\$14,500
Public Hearing and District Creation	\$10,000
Communications Piece and Petition Materials Printing	\$2,500
ESTIMATED TOTAL	\$54,500
Original Contract Remainder	\$17,000
MODIFICATION 1 AMOUNT ADDED	\$37,500
TOTAL CONTRACT VALUE	\$117,500