Board of Director Meeting Agenda
July 15, 2026
Peace Pavillion

1. **Call to Order**

2. **Approval of Minutes: May 2026 Meeting**

3. **Financial Report - Melissa Cabrera**

4. **Executive Director's Report**
    a. **Organanization Update**
    b. **STR Report**
5. **Staff Reports :**
    a. **Marketing- presented by Maila Yang**
        i. **Marketing Budget/Plan**
        ii. **Update on upcoming RFP**
    b. **Sales and Service – presented by Allison Calvin**

6. **Old Business**

7. **New Business**
    a. **Recommended bylaw chagnes**

8. **Future Meetings**
   July 15th at 3pm
   October 14th at 3pm

9. **Adjournment**

Board of Director Meeting Minutes
Date: May 19, 2026
Time: 3:30 p.m.
Location: Independence Municipal Commons

In attendance: Mike Young, JJ Kuntz (virtual), Azalea Whitney, Morris Heide, Melissa Cabrerra, Teresa Dorsch, Jeff Rogers, Charlie Dissell, Doug Cowan, Travis Boley, Aaron Mason (virtual)

Absent: John Perkins, Cindy McClain

Staff: Allison Calvin, Maila Yang, Kyndsie Huston

1. **Call to Order**
   Meeting called to order by Dissell at 3:43 p.m. Dissell welcome two new board members: Azalea Whitney (Truman Library & Museum) and Aaron Mason (Mid-Continent Public Library)

2. **Approval of Minutes: March 2026 Meeting**
   Motion to approve the minutes with the spelling correction of Sam Rushay's name made by Heide, Boley second. Motion carries.

3. **Financial Report**
   Cabrerra presented the corrected financial report, noting updates to six transactions and the logo. An updated hard copy was distributed, and the board packet on the website will also be updated. Melissa reported that CFO by Design has been onboarded and requested board feedback on the financial reports. She reviewed the dashboard overview, explaining that red indicates underperformance, green indicates positive performance, and yellow indicates areas needing attention. Current assets are approximately $400,000, with operations performing well. Current liabilities are expected to increase slightly but remain under $25,000. The Board reviewed the Statement of Financial Position showing assets of approximately $402,000 and discussed year-to-date activities and program expenses. Discussion included bylaws, budget-to-actual reporting, and whether current financial policies modeled after the City continue to make sense moving forward. Questions were raised regarding interest earnings on bank funds, continued use of UMB Bank, and options for investing VI funds, which may require procurement of an outside agency. The Board requested staff research alternative banking options and bring recommendations back to the July Board meeting. The Board also requested inclusion of actuals versus budget comparisons in future reports. Moved to approve the financial report by Cowan, Rogers second. Motion carries.

4. **Executive Director's Report:**
   a. Calvin reported on recent activities of the organization
      - Allison introduced new staff member Kyndsie Huston
      - Website launched at end of April
      - RFP for 2027 Visitor Guide has been sent
      - Parade of Hearts "app" has launced

- Allison + Reactor presented at MACVB
- Onboarding with CFO by Design is nearly complete
- Staff held a loca FAM tour

b. STR Report - Calvin reviewed March and April STR Reports

c. Board Member Onboarding – Current bylaws are included in the packet for new board members to review. Calvin will meet with them one on one.

5. Staff Reports :

a. Marketing- presented by Yang
   - Visitor Guide Distribution has began
   - Meta Lead Gen Campaign launched
   - Launched Partner Extranet and hosted first partner training
   - SEM Plan
   - Hosted Beth Hey for Show Me MO Magazine article
   - Hosted four international meda reps in partnership with MDT
   - Sent out 45 Media Boxes promoting National Tourism Week, website launch, Trails and Truman's birthday

b. Sales and Service – presented by Calvin
   - Huston has hit the ground running and already working leads and setting up site visits. VI will work on sales goals for the organization, as well as a services menu for groups and partners.

6. **Old Business** – no old business

7. New Business

a. City Agreement Renewal – The Board reviewed the City Agreement Renewal, which formalizes the relationship between VI and the City. The agreement remains the same as the previous year's agreement, with the exception of the removal of the one-time $62,000 funding allocation. Article II regarding Roles and Responsibilities was reviewed.
Moved to approve authorization of the renewal agreement by Rogers, Kuntz secons. Motion carries.

b. Fiscal Year 2027 Budget Line Item Review – Calvin presented the proposed Fiscal Year 2027 budget and reviewed key highlights. The budget includes funding for a full year of fully staffed operations, travel and conference attendance, including sending the full staff to the State Governor's Conference in the fall and the fourth staff member to a database conference. Costs for the Tourism Summit were reduced due to restructuring the event from a half-day format. The budget allocates $225,000 for marketing, with SEM remaining separate and supported in part by a $15,000 MDT grant. Additional travel and marketing expenses include participation in the Travel South Media Marketplace. Sponsorship funding was reduced to $7,500 total, with plans to develop a partner application program for funding requests. Funds were also allocated toward advocacy-related initiatives.
Additional budget updates included combining creative and printing expenses for the Visitor Guide under printing and binding, reducing website expenses to annual hosting costs of

approximately $12,900, and retaining Reactor for professional design services. Professional services also include approximately $20,000 for content and assets, partially offset by a $10,000 MDT reimbursement grant. New budget items include audit services planned for the fall, accounting services, and a Visitor Profile Study. The sales budget line includes trade shows and marketing expenses.

Moved to approve the FY2027 budget by Cowan, Young second. Motion carries.

c. Review and Approval of 2027 Visitor Guide Proposals – Yang presented the top three proposals for the 2027 Visitor Guide, comparing costs, deliverables, and strengths of each proposal. Staff recommended moving forward with Madden Media. Heide commented that he had a previous negative experience with Madden Media and expressed opposition to the recommendation. The Board discussed expanding advertising sales beyond Independence tourism businesses. Consensus was reached to prioritize Independence businesses first, then open advertising opportunities to businesses outside Independence, including Eastern Jackson County.

   Moved to approve Madden Media for the 2027 Visitor Guide project by Cowan. Roger second. Boley and Heide opposed. Motion carries.

8. Future Meetings

July 15th at 3pm at Peace Pavilion
October 14th at 3pm - TBD

9. **Adjournment** – adjorned at 5:03 p.m.

Financial Statements

For the Period Ending June 30th, 2026

Unaudited – For Management Use Only

Index:

Visit Independence

Summary of Financial Information

For the Period Ending June 30, 2026

Unaudited – For Management Use Only

Below is a summary of the current financial reports. Detailed financial statements are attached for your review.

Statement of Financial Position

Assets

Operating cash totals $250,200 at the end of June 2026. Other current assets include prepaid expenses of $47,292 and payroll taxes in transit of $2,651, totaling $49,943. Total assets are $300,143.

Liabilities

Total liabilities are $44,960, consisting of a credit card payable of $12,263, accounts payable of $30,046 and payroll liabilities of $2,651.

Net Assets

Total net assets are $255,183 at the end of June 2026, reflecting the cumulative excess of revenues over expenses for the fiscal year to date.

Year-to-Date Statement of Activities

Revenues

Total revenue is $1,095,544 for the twelve months ending June 30, 2026. Revenue consists of Transient Guest Tax received from the City of Independence and Interest Income.

Expenses

Total program expenses are $840,361 for the period ending June 30, 2026, representing 77.2% of total revenue. The four largest expense categories are as follows:

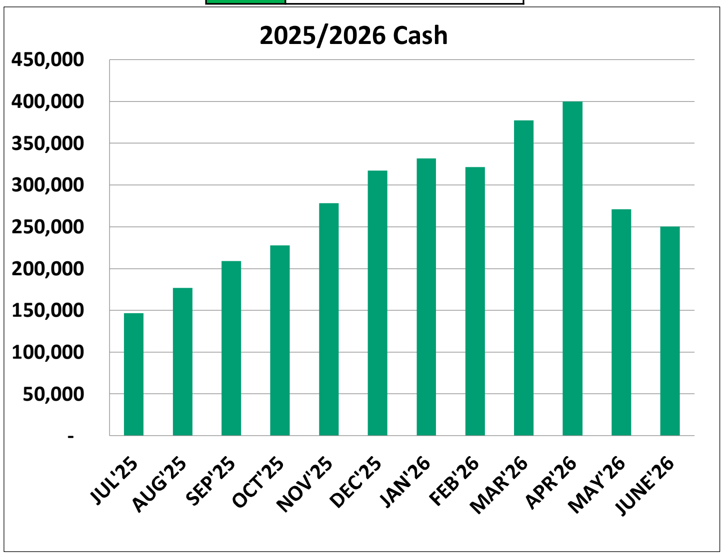
- Advertising & Marketing: $292,082 (26.8% of revenue)
- Personnel: $211,520 (19.4% of revenue)
- Professional Services: $ 99,123 (9.1% of revenue)
- Website: $ 74,687 (6.9% of revenue)

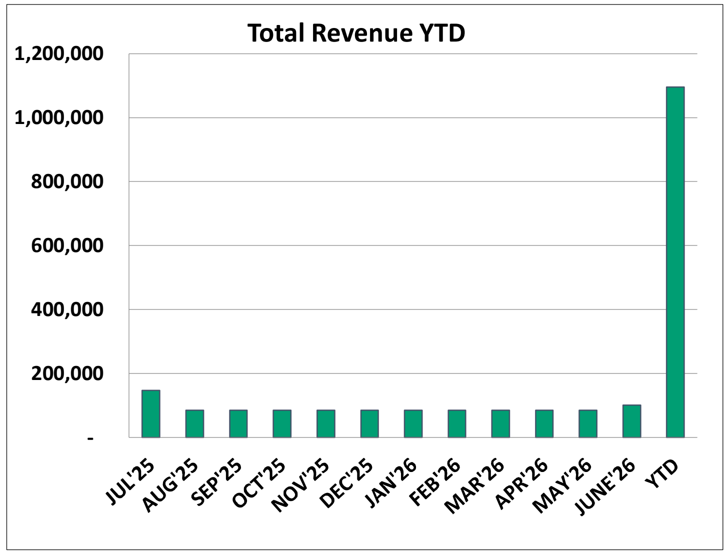
Change in Net Assets

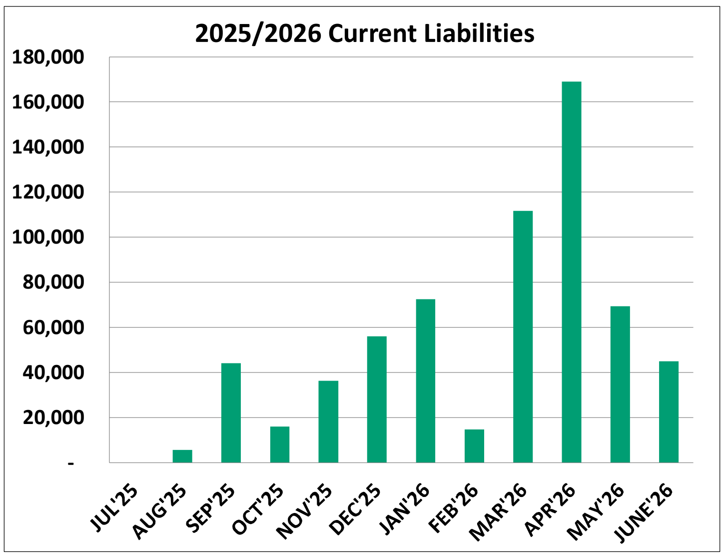
The net change in assets for the twelve months ending June 30, 2026, is $255,183, reflecting total revenues of $1,095,544 less total program expenses of $840,361.

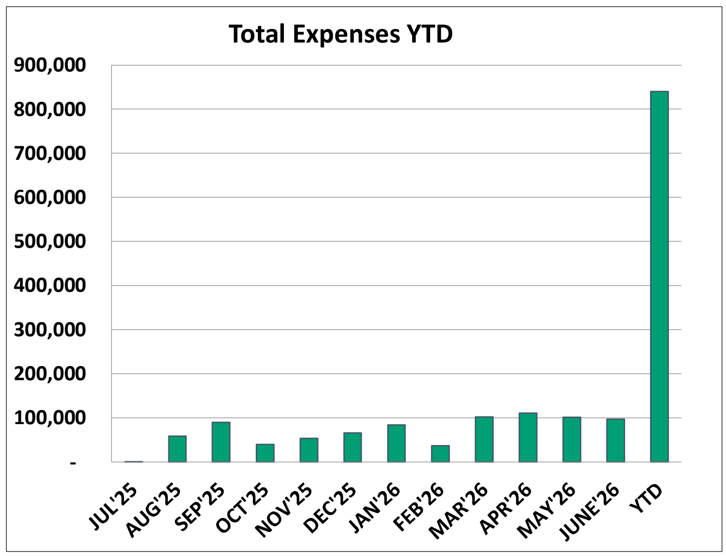
Visit Independence
Financial Dashboard
For the period ending June 30, 2026
Fiscal Year is July - June

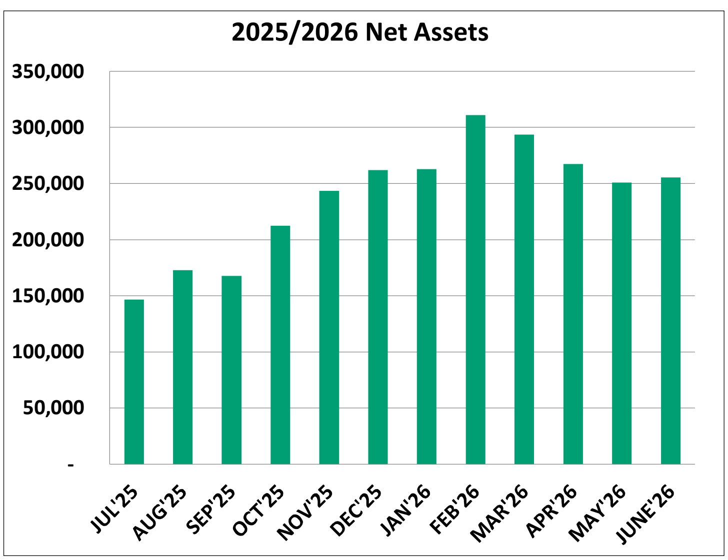
Color Code	
	Significant Underperformance
	Slight Underperformance
	Good Performance

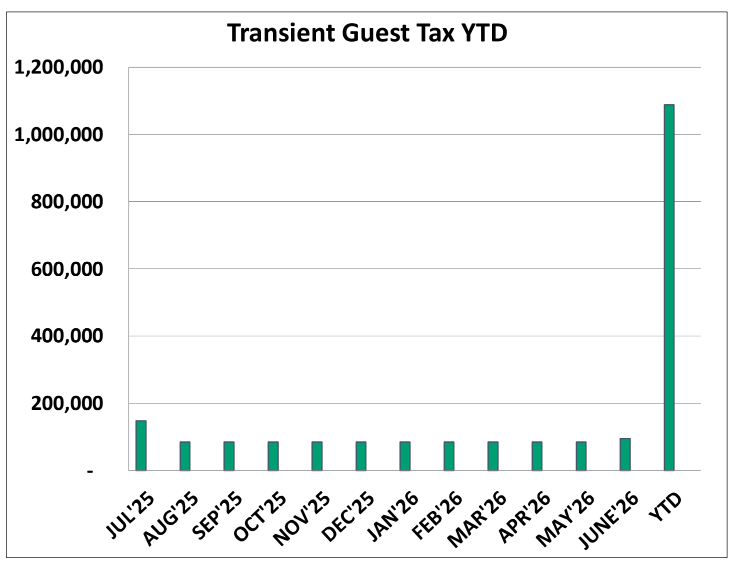






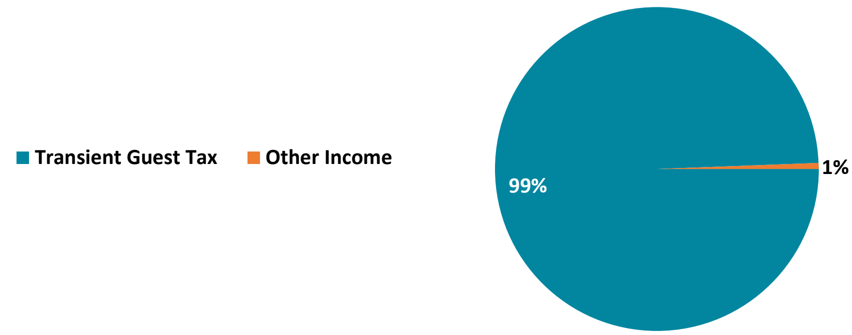




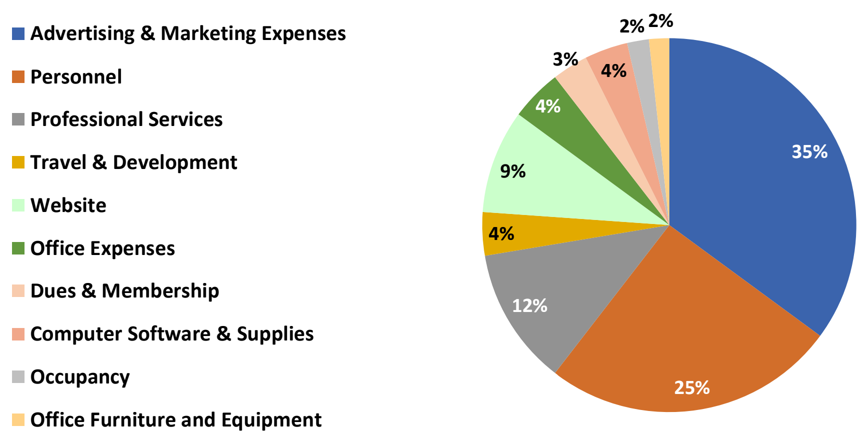


Visit Independence
Financial Dashboard
For the period ending June 30, 2026
Fiscal Year is July - June

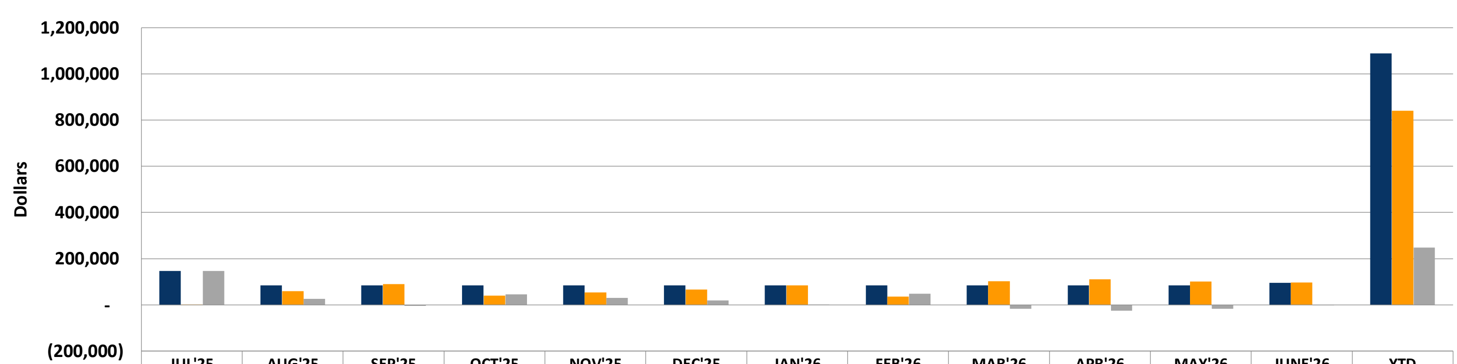
Summary of Revenues



Summary of Expenses



YTD Operating Performance



	JUL'25	AUG'25	SEP'25	OCT'25	NOV'25	DEC'25	JAN'26	FEB'26	MAR'26	APR'26	MAY'26	JUNE'26	YTD
Revenue	146,750	84,750	84,750	84,750	84,750	84,750	84,750	84,750	84,750	84,750	84,750	94,750	1,089,000
Expenses	24	58,808	89,826	39,883	53,896	66,005	84,127	36,584	102,166	110,801	101,366	96,876	840,361
Net Assets Actual	146,726	25,942	(5,076)	44,867	30,854	18,745	623	48,166	(17,416)	(26,051)	(16,616)	(2,126)	248,639

Visit Independence

Statement of Financial Position
For the period ending June 30th, 2026
Fiscal Year is July - June

	June 2026 $
ASSETS	
CURRENT ASSETS	
Cash	
Cash Operating	250,200
Total Cash	250,200
OTHER CURRENT ASSETS	
Prepaid expenses	47,292
Payroll Taxes in Transit	2,651
Total Other Current Assets	49,943
Total Current Assets	300,143
TOTAL ASSETS	**$ 300,143**
LIABILITIES	
CURRENT LIABILITIES	
Credit Card	12,263
Accounts Payable	30,046
OTHER CURRENT LIABILITIES	
Payroll Liabilities	2,651
Total Current Liabilities	44,960
TOTAL LIABILITIES	**44,960**
NET ASSETS	
Net Revenue	255,183
TOTAL NET ASSETS	**255,183**
TOTAL LIABILITIES & NET ASSETS	**$ 300,143**

Visit Independence

Year-to-Date Statement of Activities

For the period ending June 30, 2026

Fiscal Year is July - June

	June 2026 YTD - ACTUALS	
	$	**%**
REVENUE		
Transient Guest Tax	1,089,000	100.0%
TOTAL REVENUE	**1,089,000**	**100.0%**
PROGRAM EXPENSES		
Advertising & Marketing Expenses	292,082	26.8%
Personnel	211,520	19.4%
Professional Services	99,123	9.1%
Travel & Development	31,131	2.9%
Insurance	3,490	0.3%
Website	74,687	6.9%
Office Expenses	37,028	3.4%
Communication Services	1,697	0.2%
Dues & Membership	25,842	2.4%
Bank Fees & Service Charges	1,380	0.1%
Equipment Lease & Maintenance	478	-
Computer Software & Supplies	31,075	2.9%
Occupancy	15,750	1.4%
Computer Equipment	602	0.1%
Office Furniture and Equipment	14,477	1.3%
TOTAL PROGRAM EXPENSES	**840,361**	**77.2%**
NET OPERATING INCOME	**248,639**	**22.8%**
Other Income	6,544	0.6%
NET OTHER INCOME	**6,544**	**0.6%**
CHANGE IN NET ASSETS	**$ 255,183**	**23.4%**

Approved Budget Fiscal Year 2027

REVENUE		FY26 Budget	FY27 Proposed
004-3043	**Transient Guest Tax from City per Agreement**	$ 1,017,000.00	$ 1,017,000.00
004-3043	One-time TGT fund balance transfer for start-up (or items already paid)	$ -	$ -
004-3331	Other		$ -
004-3411	**Interest**	$ 3,500.00	$ 4,000.00
004-3435	**Contributions**	$ 5,000.00	$ 5,000.00
004-3435	Ad Sales	$ 1,000.00	$ 1,000.00
004-3435	Sponsorships	$ -	$ -
004-3440	Memberships (Visit Independence)	$ -	$ -
004-3445	Grants	$ 10,000.00	$ 10,000.00
004-3449	Miscellaneous	$ 1,000.00	
	Certified DMO Program		$ 50,000.00
	REVENUE TOTAL	**$ 1,037,500.00**	**$ 1,087,000.00**
PERSONNEL SERVICES (5100's)			
5101	**Salaries - Regular Employees**	**$ 257,500.00**	**$ 318,000.00**
5107	**Worker Comp Medical Costs**	$ -	$ 1,300.00
5110	**FICA / MEDICARE**	$ 19,000.00	$ 24,000.00
5111	**Retirement Plan Stipend**	$ 12,400.00	$ 11,130.00
5112	**Health Insurance Stipend**	$ 20,000.00	$ 28,800.00
	Fiducaciary Bond (401k insurance)	$ -	$ 1,500.00
	Life Insurance (Basic Life /AD&D)	$ -	$ -
	Long Term Disability	$ -	$ -
	Other Employee Benefits (Bonus)	$ -	$ 7,000.00
5120	**Cell Phone Allowances**	$ 1,250.00	$ 1,800.00
5122	**Automobile Allowances**	$ 6,000.00	$ 9,100.00
	PERSONNEL SERVICES TOTAL	**$ 316,150.00**	**$ 402,630.00**
CONTRACTUAL SERVICES (5200's)			
5201	**Mailing and Shipping**	**$ 7,800.00**	**$ 5,500.00**
	Visitor Guide postage and other	$ 5,000.00	$ 5,000.00

	Other postage/drop ship cost	$ 2,500.00	$ -
	Bulk Mailing permit & Supplies	$ 300.00	$ 500.00
5202	**Communication Services**	**$ 3,000.00**	**$ 4,000.00**
	Wi-Fi	$ 1,500.00	$ 1,800.00
	Office Phones	$ 1,500.00	$ 2,200.00
5203	**Overnight Travel and Meetings & Prof Development**	**$ 15,000.00**	**$ 49,950.00**
	Tourism Conferences, CDME classes, travel cost	$ 15,000.00	$ 49,950.00
5204	**Events, Meetings, & Training**	**$ 6,500.00**	**$ 3,250.00**
	CVB Board	$ 1,500.00	$ 750.00
	Other	$ 5,000.00	$ 2,500.00
5205	**Advertising & Marketing**	**$ 209,950.00**	**$ 299,000.00**
	Marketing/Advertising	$ 129,000.00	$ 245,000.00
	SEO/SEM		$ 15,000.00
	Sales Marketing		$ 8,000.00
	Marketing Shows (TBEX, Travel South, etc) and writing shows (NATJA)	$ -	$ 11,000.00
	Job postings (Destinations Intl., Indeed, ICMA, etc.)	$ 1,000.00	$ -
	MO Travel Alliance	$ 350.00	
	Visitor Guide Creation	$ 25,000.00	
	ISSUU Digital Guides ($269 x 12)	$ 1,300.00	
	MO Travel Guide	$ 8,300.00	
	Visit KC digital partnership (included in paid marketing/ads)	$ 30,000.00	
	Sponsorships	$ 15,000.00	$ 15,000.00
	Bandwango		
	Advocacy		$ 5,000.00
5206	**Printing and Binding**	**$ 37,000.00**	**$ 40,000.00**
	Visitor Guide creation and printing	$ 25,000.00	$ 37,000.00
	Square maps	$ 2,000.00	$ -
	Misc. printing	$ 2,000.00	$ 3,000.00
	Tradeshow Items/booth materials	$ 8,000.00	$ -
5207	**Insurance**	**$ 5,000.00**	**$ 7,000.00**
5208	**Fees and Permits**	$ -	$ -
5210	**Repairs and Mainenance**	$ -	$ -

5212 Visit Independence Web Site		**$ 50.00**	**$ 13,050.00**
Web hosting maintenance fee & Annual Tempest Cost for website		$ -	$ 12,900.00
Visit Independence.com domain cost		$ 50.00	$ 50.00
other domain costs			$ 100.00
Translation for website			$ 1,000.00
5213 Dues and Membership		**$ 13,600.00**	**$ 13,885.00**
American Bus Association		$ -	$ 685.00
AIRDNA LLC		$ -	$ -
Destinations International		$ 3,200.00	$ 3,200.00
Destination Marketing		$ -	$ -
Faith Travel Association		$ -	$ -
Greater Kansas City Attractions Association		$ 500.00	$ 500.00
INDEPENDENCE Square Association		$ -	$ 500.00
MACVB (Mo Assn of Conv & Visitor Bureau)		$ 1,400.00	$ 1,400.00
Hotel & Lodging Association of Greater KC		$ 1,000.00	$ 1,100.00
Missouri Hotel & Lodging Association		$ 1,000.00	$ 1,000.00
Missouri Travel Alliance		$ 500.00	$ 500.00
National Travel Association		$ -	$ -
Society of Gov Meeting Planners		$ -	$ -
KCRDA		$ -	$ 1,000.00
Misc Memberships		$ 6,000.00	$ 4,000.00
5218 Mileage & Parking Reimb.		**$ 2,500.00**	**$ 5,000.00**
Mileage ($.70 x 500 miles)		$ 2,500.00	$ 5,000.00
5224 Software & Computer Maintenance		**$ 103,600.00**	**$ 11,100.00**
CRM Software (including Visit Independence website)		$ 100,000.00	$ 7,500.00
Quickbook Software ($300 per month)		$ 3,600.00	$ 3,600.00
Other (i.e. Bill.com)			$ 1,800.00
5226 Professional Services		**$ 181,750.00**	**$ 161,500.00**
Reactor Contract for Branding (FY27 Graphic Design)		$ 39,750.00	$ 18,000.00
Legal Services		$ 15,000.00	$ 5,000.00
Parade of Hearts		$ 10,000.00	$ -

	Content Services (Blogs, Photographers, etc)	$	21,000.00	$	25,000.00
	Visitor Guide Distribution (CTM Media Group)	$	25,000.00	$	26,000.00
	Audit Cost	$	6,000.00	$	15,000.00
	Strategic Plan	$	32,000.00	$	-
	Accounting Services 2026 and beyond	$	7,000.00	$	35,000.00
	IT Services	$	6,000.00	$	7,000.00
	Other	$	20,000.00	$	15,000.00
	Visitor Profile Study			$	-
	IDSS Support Hours			$	1,500.00
	PR Services			$	14,000.00
5227	**Bank Fees**	**$**	**1,000.00**	**$**	**1,250.00**
5228	**Merchant Account Fees**	**$**	**100.00**	**$**	**150.00**
5236	**Rental & Leases - Equipment**	**$**	**19,500.00**	**$**	**21,000.00**
	Copier lease (HP; $106.71 x 12)	$	1,500.00	$	3,000.00
	Office Lease (Truman Depot)	$	18,000.00	$	18,000.00
5240	**Other Services**	-		$	-
5250	**Sales**	**$**	**4,000.00**	**$**	**17,000.00**
5251	Sales Incentives	$	-	$	-
5252	Sales Travel	$	1,500.00	$	7,500.00
5253	Tradeshow Registrations	$	2,500.00	$	9,500.00
5251	Midwest Travel Network Hosting				
	CONTRACTUAL TOTAL	**$**	**610,350.00**	**$**	**652,635.00**
COMMODITIES (5300's)					
5300	**Office Supplies (office expenses)**	**$**	**6,000.00**	**$**	**6,000.00**
5302	**Computer Software & Supplies**	**$**	**4,056.00**	**$**	**2,500.00**
	Microsoft 365 for Business ($22 x 12 x 4)	$	1,056.00	$	-
	Adobe Pro ($19.99 x 12 x 4), Canva, Adobe suite	$	3,000.00	$	2,500.00
5309	**Operating Supplies**	**$**	**1,000.00**	**$**	**-**
5314	**Promotional Items**	**$**	**25,000.00**	**$**	**20,000.00**

COMMODITIES TOTAL		$	36,056.00	$	28,500.00
CAPITAL EXPENSES (5400'S)					
5402 Computer Equipment		$	5,500.00	$	1,000.00
equipment		$	4,000.00	$	1,000.00
		$	1,000.00		
		$	500.00	$	-
5403 Office Furniture and Equipment		$	25,000.00	$	2,000.00
furniture		$	25,000.00	$	2,000.00
5404 Mobile Equipment		$	-	$	-
5405 Other Machinery & Equip		$	-	$	-
5406 Other Improvements		$	-	$	-
CAPITAL EXPENSE TOTAL		$	30,500.00	$	3,000.00
TOTAL					
TOTAL COST CENTER EXPENSES		$	993,056.00	$	1,086,765.00
TOTAL REVENUES		$	1,037,500.00	$	1,087,000.00
NET		$	44,444.00	$	235.00

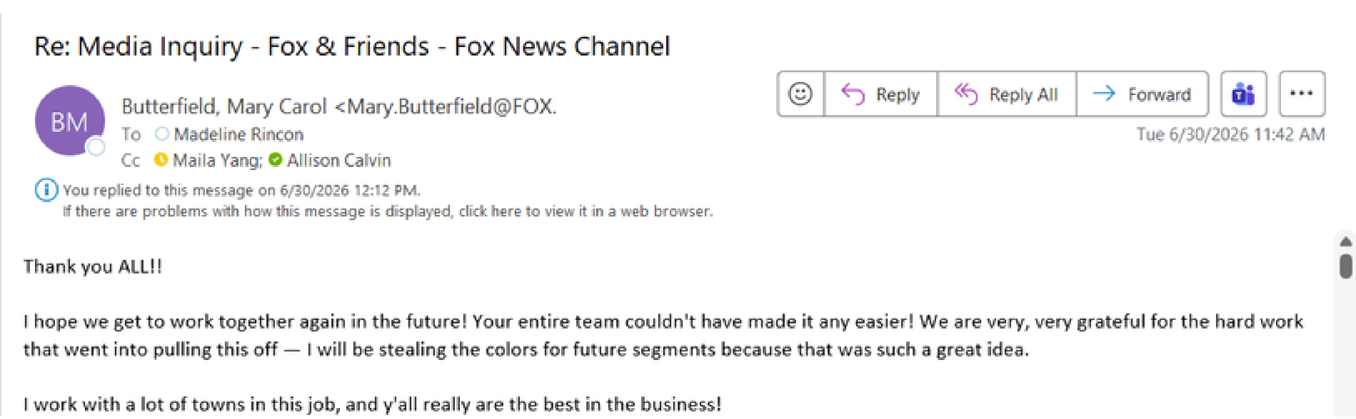
Visit Independence

Organization Report

May and June 2026

General Updates

- We hosted our first annual Tourism Summit for partners and stakeholders.
- Onboarding with CFO by Design is went well.
- We are going to be using bill.com for bill paying in the near future, per CFO by Design's recommendation.
- We have signed a contract to start onboarding with Tourism Economics for a Website Impact Calculator.
- We have purchased the rights to use the Destinations International Economic Impact Calculator for meetings.
- Staff has done a wonderful job activating our marketing efforts in market for World Cup and summer travel.
- We have joined the KC Regional Destination Alliance (KC Destinations)
- We have filled out the application for a $50,000 marketing grant from Missouri Department of Tourism.
- We were awarded a $10,000 matching grant for marketing assets next fiscal year.
- We've been approved to participate in MDT's SEM Coop for 2027.
- We have started a visitor profile study.
- Our team worked with the City and secured a live segment on a National Morning Show, Fox and Friends, on June 29th. This showcased the square and the America 250 celebrations happening in Independence.
- Postcards stations - so far we've distributed 500 postcards and mailed 267
- Welcome flags and Visitor Guide Boxes are out in the community
- VI had a booth at KC Current store at the Plaza to promote Tourism Day
- Kicked off production for 2027 Visitors Guide



Re: Media Inquiry - Fox & Friends - Fox News Channel

BM Butterfield, Mary Carol <Mary.Butterfield@FOX.

To Madeline Rincon

Cc Maila Yang; Allison Calvin

Reply | Reply All | Forward

Tue 6/30/2026 11:42 AM

You replied to this message on 6/30/2026 12:12 PM.
If there are problems with how this message is displayed, click here to view it in a web browser.

Thank you ALL!!

I hope we get to work together again in the future! Your entire team couldn't have made it any easier! We are very, very grateful for the hard work that went into pulling this off — I will be stealing the colors for future segments because that was such a great idea.

I work with a lot of towns in this job, and y'all really are the best in the business!

Visit Independence

Organization Report

May and June 2026

Staff Updates

- Maila and Allison attended a US Travel Event with Visit KC to kick off the World Cup.
- Maila and Allison attended the database and website conference (Tempest).
- Allison attended the Destinations International Small DMO Committee.
- Allison submitted her paper and passed the first CDME class.
- Allison graduates the Independence LEAD program on May 20th.
- Kyndsie has continue site visits and partner introductions.
- Allison attended Visit KC's Marketing & Promotions committee meeting.
- Allison presented to the Chamber of Commerce Board of Directors about the Santacaligon event visitor profile findings.
- Allison presented at East Independence Rotary club.

Grant Updates

- Visit Independence was accepted into the Supporting DMO Grant program. This is $50,000 from Missouri Department of Tourism (MDT) for marketing only.
- Allison will be attending Travel South this fall on an MDT Scholarship.
- Visit Independence was awarded a $10,000 matching grant for new photography and videography assets.
- Allison received the Small DMO Scholarship through Destinations International covering her July CDME class in full.
- Visit Independence recieved a $15,000 matching grant for SEM efforts.
- Pending: applied for a grant to get 1 ESTO (US Travel) show registration covered through MDT

Tab 2 - Multi-Segment

Currency: USD - US Dollar

Missouri Hotel & Lodging Association

For the month of: May 2026

Current Month - May 2026 vs May 2025

	Occ % 2026	Occ % 2025	ADR 2026	ADR 2025	RevPAR 2026	RevPAR 2025	Percent Change from May 2025: Occ	ADR	RevPAR	Room Rev	Room Avail	Room Sold
United States	65.7	65.3	168.51	162.99	110.76	106.47	0.6	3.4	4.0	4.5	0.4	1.1
West North Central	59.6	60.2	125.29	122.11	74.62	73.48	-1.0	2.6	1.5	1.5	-0.1	-1.1
Missouri	61.7	63.1	131.49	126.47	81.18	79.76	-2.1	4.0	1.8	0.9	-0.9	-3.0
Kansas City, MO	66.5	68.3	136.12	130.06	90.55	88.86	-2.6	4.7	1.9	1.5	-0.4	-3.0
Saint Louis, MO	66.2	68.9	136.65	131.87	90.42	90.82	-3.9	3.6	-0.4	-1.3	-0.9	-4.8
Columbia, MO+	63.9	64.9	132.24	127.91	84.48	82.95	-1.5	3.4	1.8	5.3	3.4	1.9
Jefferson City, MO+	55.9	56.9	132.50	127.87	74.12	72.76	-1.7	3.6	1.9	1.9	0.0	-1.7
Springfield, MO	67.7	63.7	118.19	107.92	80.07	68.79	6.3	9.5	16.4	14.5	-1.6	4.6
Branson, MO	50.1	52.4	133.06	124.72	66.72	65.40	-4.4	6.7	2.0	1.0	-1.0	-5.4
Lake of the Ozarks+	51.6	53.2	136.57	133.56	70.41	71.04	-3.1	2.3	-0.9	0.0	0.9	-2.2
Joplin, MO	61.8	58.5	111.49	108.68	68.93	63.61	5.6	2.6	8.4	11.5	2.9	8.7
Saint Joseph, MO+	66.6	66.3	119.93	122.97	79.93	81.58	0.5	-2.5	-2.0	8.4	10.7	11.2
Independence, MO+	61.5	64.0	100.54	99.69	61.82	63.81	-3.9	0.8	-3.1	-4.9	-1.9	-5.7

Year to Date - May 2026 vs May 2025

	Occ % 2026	Occ % 2025	ADR 2026	ADR 2025	RevPAR 2026	RevPAR 2025	Percent Change from YTD 2025: Occ	ADR	RevPAR	Room Rev	Room Avail	Room Sold
United States	61.7	60.9	164.15	159.83	101.27	97.39	1.3	2.7	4.0	4.5	0.5	1.8
West North Central	51.8	51.2	118.53	114.33	61.39	58.55	1.1	3.7	4.8	4.8	-0.1	1.1
Missouri	55.2	54.3	125.60	120.05	69.28	65.20	1.6	4.6	6.3	5.1	-1.1	0.5
Kansas City, MO	60.0	60.0	130.93	123.86	78.55	74.33	-0.0	5.7	5.7	4.5	-1.1	-1.1
Saint Louis, MO	61.1	58.8	130.48	124.43	79.67	73.14	3.9	4.9	8.9	7.9	-1.0	2.9
Columbia, MO+	58.5	57.9	123.35	118.91	72.12	68.79	1.1	3.7	4.8	10.3	5.2	6.3
Jefferson City, MO+	52.8	49.6	121.80	122.03	64.32	60.57	6.4	-0.2	6.2	6.2	-0.0	6.4
Springfield, MO	59.8	55.6	113.47	104.35	67.83	58.03	7.5	8.7	16.9	13.5	-2.9	4.4
Branson, MO	41.7	42.0	121.24	116.12	50.60	48.72	-0.5	4.4	3.9	1.5	-2.3	-2.8
Lake of the Ozarks+	44.0	44.1	122.62	121.05	53.96	53.41	-0.3	1.3	1.0	2.0	0.9	0.7
Joplin, MO	53.4	52.9	107.21	105.48	57.30	55.83	1.0	1.6	2.6	5.7	2.9	3.9
Saint Joseph, MO+	58.5	58.9	113.13	121.60	66.14	71.59	-0.7	-7.0	-7.6	2.3	10.7	9.9
Independence, MO+	52.9	53.2	94.48	92.56	49.98	49.24	-0.6	2.1	1.5	-0.4	-1.9	-2.4

Participation

	Properties Census	Properties Sample	Rooms Census	Rooms Sample
United States	64354	38827	5703029	4400859
West North Central	5136	3071	384376	294067
Missouri	1243	743	106968	82368
Kansas City, MO	330	270	36003	32255
Saint Louis, MO	374	277	40441	35609
Columbia, MO+	37	31	3928	3454
Jefferson City, MO+	16	14	1509	1389
Springfield, MO	74	57	6684	5461
Branson, MO	166	43	13336	5702
Lake of the Ozarks+	41	8	2784	1269
Joplin, MO	38	22	2665	1877
Saint Joseph, MO+	12	10	1058	953
Independence, MO+	20	14	1588	1320

A blank row indicates insufficient data.

Visit Independence

Marketing Report

May 2026

Social Media Performance (FB+IG)

Views	292.6K	▲	100%
Engagement	2.8K	▲	100%
Link Clicks	9.5K	▲	100%
Follows	224	▲	100%

*compared to May 2025

Top 3 Posts

🎉 Happy Birthday, President Harry S....

Fri May 8, 10:00am

7.5K · 187 · 18 · 19

🎉 From Truman birthday celebrations...

Fri May 1, 12:37pm

5.8K · 51 · 2 · 7

🎣 Cast a line and make some memorie...

Sun May 17, 10:00am

4.1K · 3 · 1 · 11

LinkedIn Performance

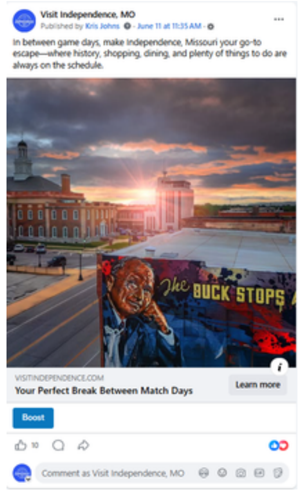
Impressions	3.1K
Reactions	179
Page Views	30
New Followers	8

META Lead Gen Campaign

Impressions	94.7K
Clicks	1,2K
CTR	1.22%
Leads	270

META Prospecting

Impressions	226.7K
Clicks	8.1K
CTR	3.59%
Engagement Rate	99.8%



Visit Independence

Marketing Report

May 2026

Geofencing Display Banner Ads

Impressions	348.7K
Clicks	8.2K
CTR	2.36%
Engagement Rate	99.9%

CTV Ads

Impressions	77.5K
Clicks	280
CTR	.36%
Engagement Rate	100%

Website Analytics

Total users	Views	Engagement rate	Average session duration
13K	24K	98.4%	1m 25s

Top traffic acquisition

SESSION SOURCE / MEDIUM	SESSIONS	KEY EVENTS	TOTAL REVENUE
meta / paid	7.5K	8.8K	$0.00
azira / display	2.1K	2.1K	$0.00
(direct) / (none)	2.1K	5.3K	$0.00
google / cpc	1.6K	6K	$0.00
google / organic	902	3.2K	$0.00
facebook.com / referral	150	299	$0.00
lm.facebook.com / referral	103	263	$0.00

View traffic acquisition →

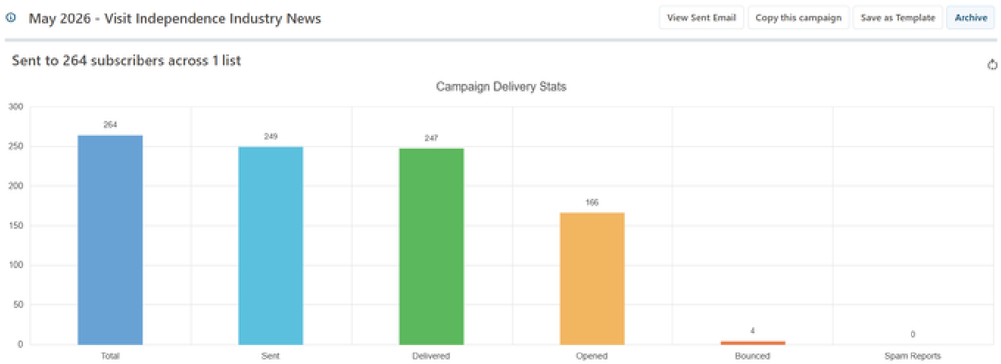
Search Engine Marketing: Google

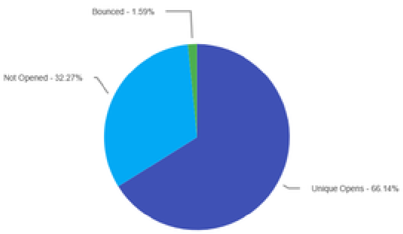
Clicks	CTR	Impressions	Time on Site	Pages Viewed (per user)
1.60K	10.63%	15.04K	02:47	3.36
↑ N/A	↑ N/A	↑ N/A	↓ -85.1%	↓ -58.0%

Marketing Report

May 2026

Industry Email Performance





National Tourism Week Recap

Visit Independence celebrated National Tourism Week by hosting its inaugural *Tourism Summit* with more than 80 tourism partners and community leaders, launching the new *VisitIndependence.com website* and *Visit Independence Trails*, and distributing 50 *media kits* to national, regional, and local media outlets. The week generated strong media coverage while highlighting the economic impact of tourism and the city's growing visitor experiences. [National Tourism Week Press Release]

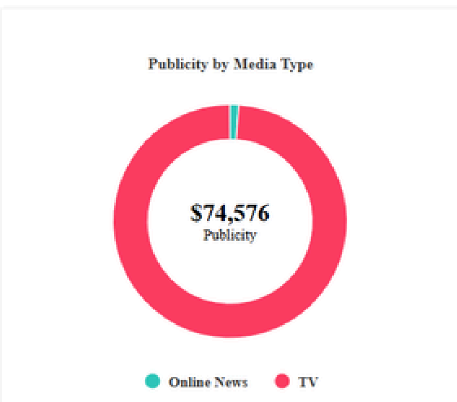
VISIT Independence

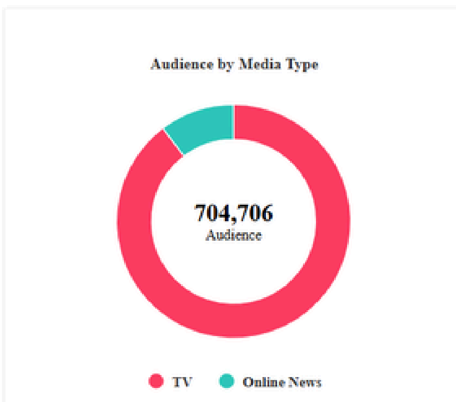
Marketing Report

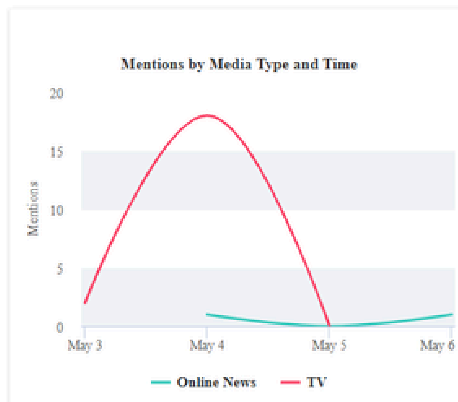
May 2026

Media Mentions

Mention Analytics





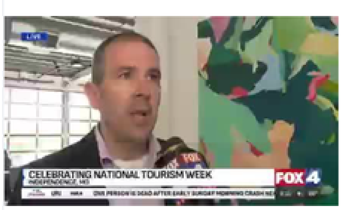


22 Total Mentions

Mentions 22 **Audience** 704,706 **Publicity** USD $74,576

May 4, 2026 10:11 AM EDT — Pos. 10

FOX 4 News at 9AM



1:00

Channel: WDAF (Fox)	Local Broadcast Time: May 4, 2026 9:11 AM CDT
Market: Kansas City, MO DMA: 35	National Audience: 45.8k
Genre: News	National Publicity: $4,980
Program Type: Local	Local Audience: 45.8k
Language: English	Local Publicity: $4,980

May 6, 2026 7:53 PM EDT — Pos. 22

Independence launches new tourism effort in time for World Cup, America250

Source: KSHB	Language: English
Market: Kansas City, MO	Audience: 38k
Type: Digital News	Publicity: $437
Category: Local	
Author: Tod Palmer	

CLICK HERE!

VISIT Independence

Marketing Report

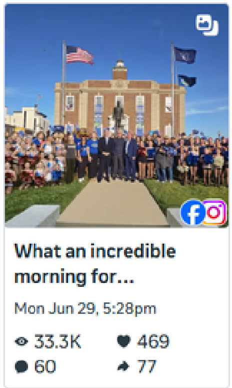
June 2026

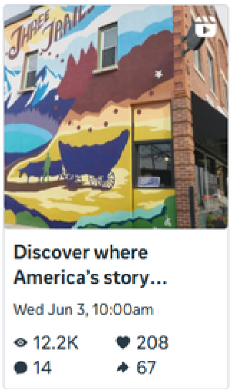
Social Media Performance (FB+IG)

Views	386.7K	▲	100%
Engagement	3.9K	▲	100%
Link Clicks	11K	▲	100%
Follows	211	▲	100%

*compared to June 2025

Top 3 Posts





LinkedIn Performance

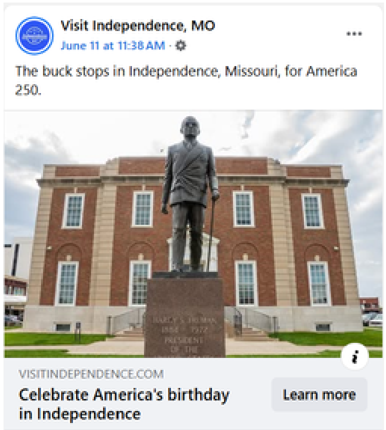
Impressions	991
Reactions	51
Page Views	28
New Followers	4

META Lead Gen Campaign

Impressions	129.9K
Clicks	1.4K
CTR	1.07%
Leads	266

META Prospecting

Impressions	236.4K
Clicks	9.2K
CTR	3.9%
Engagement Rate	99.8%



Visit Independence

Marketing Report

June 2026

Geofencing Display Banner Ads

Impressions	353K
Clicks	4.1K
CTR	1.2K%
Engagement Rate	99.7%

CTV Ads

Impressions	90.5K
Clicks	135
CTR	.15%
Engagement Rate	100%

Website Analytics

Active users	New users	Engagement rate	Events per session
27K	27K	98.6%	9.6

Top traffic acquisition

SESSION SOURCE / MEDIUM	SESSIONS	KEY EVENTS	TOTAL REVENUE
google / cpc	16K	26K	$0.00
meta / paid	8.6K	9.7K	$0.00
(direct) / (none)	2.4K	4.9K	$0.00
azira / display	1.5K	1.5K	$0.00
google / organic	1.2K	3.3K	$0.00
(data not available)	245	667	$0.00
bing / organic	130	444	$0.00

View traffic acquisition →

Search Engine Marketing: Google

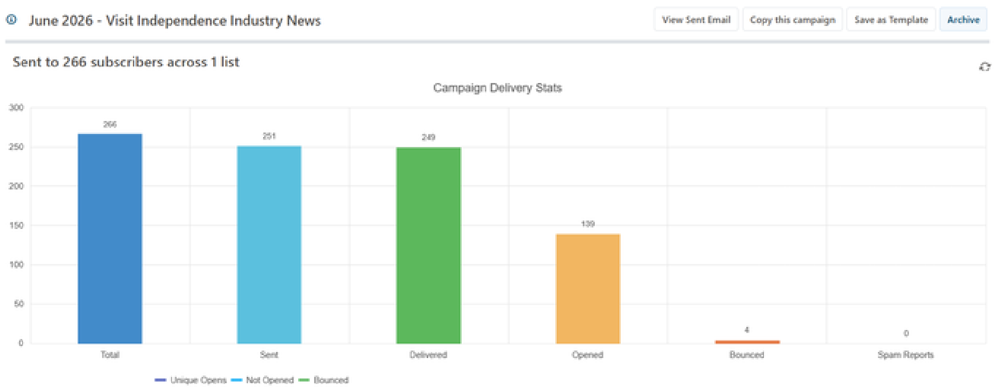
Clicks	CTR	Impressions	Time on Site	Pages Viewed (per user)
3.68K	12.56%	29.26K	02:55	3.21
↑ 129.8%	↑ 18.2%	↑ 94.5%	↑ 5.0%	↓ -4.5%

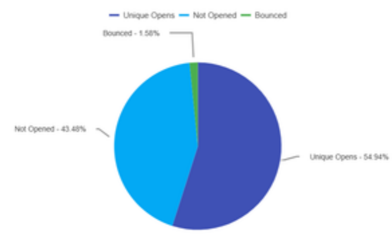
Visit Independence

Marketing Report

June 2026

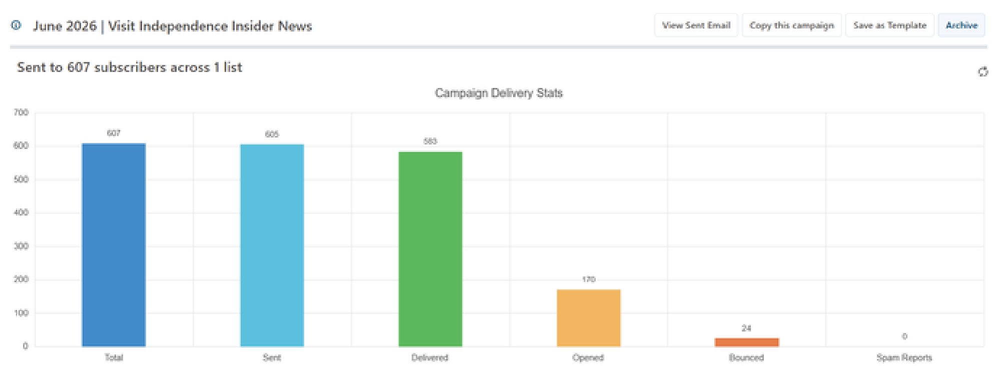
Industry Email Performance

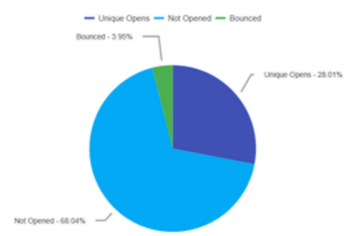




*During the month of June, three addtional emails were sent:
Total: 634, Sent: 611, Delivered: 605, Opened: 318

Leisure Email Performance





Visit Independence Trails Performance

(Year To Date Metrics)

Total Pass Sign Ups	90
Total Check Ins	103
Total Prize Shipments	20
Total Enews Signups	20

2027 Marketing Budget	$299,000	
	Name	**Budget**
Digital Marketing Focus on high-ROI, measurable channels that promote visitation		
	SEM	15,000
	Meta - boosts and promos	5,000
	Digital Campaign: Meta Lead Gen (emails) Native Google VI Trails	61,200
Total		$81,200
Traditional Media Reach regional travelers through strategic placements *Missouri Division of Tourism Marketing Match Grant in Blue		
Print	Missouri Travel Guide	$10,000
	Visit KC Guide	$8,000
	IN KC	$3,200
	IN KC	$3,200
	Going to KC	$2,400
	Show-Me Missouri	1,300
	Show-Me Missouri	1,300
	Show-Me Missouri	1,300
	Show-Me Missouri	1,300
	Missouri Life	2,046
	Missouri Life	1,500
	Missouri Life	2,046
	Group Travel Leader	3,333
	Group Travel Leader	3,333
	Group Travel Leader	3,333
	Small Marketing Meetings	3,333
	Small Marketing Meetings	3,333
	Small Marketing Meetings	3,333
	MEET Missouri	3,450
	MEET Missouri	3,450
	MEET Missouri	720
	Midwest Living	7,125
	Midwest Living	7,125

	Midwest Living	7,125
	AAA Explorer Midwest	6,230
	AAA Explorer Midwest	6,230
	AAA Explorer Midwest	6,230
TV	CTV	5,000
	CTV	10,000
Radio	NPR	6,525
Total		**126,800**
Travel Writers/Hosting		
	Hosting of Six Travel Writers (includes hotel, meals + experiences)	10,000
Total		**10,000**
Content Creators Collabs		
	Four Collabs (includes hotel, meals, experiences)	6,000
Total		**6,000**
New Trails Development + FAM		
	Two new trails media kits & signage: Spirits of Independence	5,000
	Two FAMS Promoting New Trails	6,000
Total		**11,000**
Partnerships		
	Visit KC	18,000
Total		**18,000**
Marketing Shows		
	Marketing Shows (TBEX, Travel South, etc) and writing shows (NATJA)	11,000
Total		**11,000**
VI Partners Marketing Sponsorship		
	Marketing Sponsorship Program	15,000
Total		**15,000**
Advocacy		
	Local educational outreach	5,000
Total		**5,000**
Misc.		
	Bandwango	
	Other	15,000
Total		**15,000**
Sales Marketing		
	In Traditional and Digital	0
Total		**0**
2027 ESTIMATED TOTAL		**$299,000**

Visit Independence

Sales & Services Report

May - June 2026

ECONOMIC IMPACT

CURRENT DIRECT TENTATIVE - MEETINGS ONLY

$105,301.93

NEW LEADS:

- SPORTS: 1
- MEETING: 8
- TOUR: 1
- TOTAL: 10

LEAD STATUS CHANGES:

- LEADS: 10
- TENTATIVE: 4 → SENT TO HOTELS, PENDING DECISION
- DEFINITE: 1 → TOUR
- LOST: 1
- TURNED DOWN: 6 → WE DECLINED TO BID

HIGHLIGHTS:

- COMPLETED THE PROFESSIONAL IN DESTINATION MANAGEMENT (PDM) CERTIFICATE PROGRAM THROUGH DESTINATION'S INTERNATIONAL
- GENERATED 1 TENTATIVE LEAD FROM THE LIVE FOX & FRIEND'S MEDIA SEGMENT
- REGISTERED FOR SMALL MARKETING MEETINGS SHOW IN OCTOBER - TEXAS

ECONOMIC IMPACT

- OVERALL TURNED DOWN TOTAL: $1,156,437.24
- OVERALL LOST BUSINESS TOTAL: $94,188.41

Bylaws of the Independence Convention and Visitors Bureau, Inc.
A Missouri Nonprofit Corporation

Article 1
Name and Principal Office

Section 1: The name of this Missouri nonprofit corporation shall be the "Independence Convention and Visitors Bureau, Inc." (hereinafter referred to as the "Corporation"). The principal office and place of business of the Corporation shall be located within the city limits of the City of Independence, Jackson County, Missouri and at such places as may from time to time be designated by the Board of Directors. The Corporation's initial business location shall be The Truman Depot, 600 S. Grand Ave., Independence, Missouri 64050.

Section 2: The Corporation shall be a nonprofit corporation organized and established under the provisions of Chapter 355, R.S.Mo. of the "Missouri Nonprofit Corporation Act" (the "Act"), and the Corporation shall comply with all provisions of the Act, including the filing of all registration reports with the Missouri Secretary of Strate as may be required under the Act.

Section 3: The Corporation shall not engage in any business activity for profit and no part of the net earnings of the Corporation shall inure to or for the benefit of any private shareholder, member or individual. The Corporation shall be qualified as tax-exempt entity pursuant to Section 501(c)(6) of the Internal Revenue Code, as amended, or the corresponding provisions of any future Federal tax-exempt law of the Internal Revenue Code (the "Code"). The Corporation shall take all reasonable and necessary action in filing the appropriate applications to qualify as a tax-exempt organization under Section 501(c)(6) of the Code and to conduct and transact business solely in accordance with the provisions and requirements of Section 501(c)(6) of the.

Section 4: The Corporation shall be authorized to transact business under the fictitious name designation of "Visit Independence" (i.e. d/b/a "Visit Independence") pursuant to the fictitious name registration that the Corporation has filed with the Missouri Secretary of State.

Article 2
Purpose and Intent

Section 1: Purpose.

The Corporation shall transact and conduct business as a Missouri nonprofit Corporation under the provisions of the Act and within the meaning of Section 501(c)(6) of the Code. The Corporation shall have the power and authority to transact business for all lawful purposes authorized under the Act and as preescribed in Section 501(c)(6) of the Code and to carry out the Corporation's purposes as set forth in the Corporation's Articles of Incorporation, as Amended, and these Bylaws.

As a recognized business league, the purpose of the Corporation shall include promoting the common business interests within the City of Independence (hereinafter referred to as the "City") by and through developing, promoting, marketing, improving and showcasing the business, history and tourism of the City, but the Corporation shall not engage in a regular business of a kind not authorized under the Act, and the Corporation shall not engage in business ordinarily carried on for profit within the meaning of 501(c)(6) of Code.

The purposes for which the Corporation is organized shall also include but not be limited to serving as the official Destination Marketing Organization ("DMO") for the City; showcasing the rich and unique history of the City in attracting tourists, businesses, visitors and individuals to the City; soliciting and promoting groups, meetings, trade shows, exhibits, expositions and special events to take place in the City by and through marketing, publications and other means of promotion as may be necessary or expedient to attract such tourists, visitors, individuals, groups, meetings, trade shows, exhibits, expositions and special events to the City; developing increased civic interest in the City as a visitor attraction and destination; promoting the rich, distinctive nature of the City's history; increasing the economic contribution of tourism and receiving and collecting tourism-related taxes for the City as the official DMO of the City; conducting activities devoted to improving the business conditions of the City and the businesses doing business within the City, as distinguished from performing particular services for individual persons or individual businesses; directing efforts at promoting the common economic interests of all commercial enterprises or trade in the City; and performing such other functions as may be deemed necessary or proper of a nonprofit organization conducting and transacting business within the State of Missouri under the Act and in compliance with the regular business purpose of a nonprofit company within the meaning of 501(c)(6) of the Code.

Section 2: Limitations. No part of the Corporation's net earnings shall inure to or for the benefit of, or be distributable to its members, trustees, officers, or other private persons. However, the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in this Article 2. No substantial part of the activities of the Corporation shall include carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these Bylaws or Articles of Incorporation, the Corporation shall not conduct or carry on any other activities not permitted to be conducted or carried on by a corporation under the Act or by a corporation exempt from federal income tax under Section 501(c)(6) of the Code.

Section 3: Dissolution. In the event of dissolution of the Corporation, the Corporation's assets shall be used to satisfy any debts and obligations of the Corporation, the costs of dissolution, and any legal and accounting expenses incurred in association therewith. Should there be any surplus assets after the payment of the foregoing, said assets shall be paid to the City for the purpose of promoting tourism activity or economic business development within the City.

Article 3
Board of Directors

Section 1. Number; Qualifications. The Corporation shall be governed by a Board of Directors consisting of thirteen (13) members (hereinafter the "Board", "Directors", "Director" or "Board of Directors" as the case may be). To qualify to serve on the Board, a Director shall (a) be at least twenty-one (21) years of age; (b) be a resident of the City, or a representative of a business owner doing business within the City; and (c) shall be elected by the majority vote of the Board of Directors.

Section 2. Board Membership Requirements. There shall be, at all times, nine (9) members of the Board of Directors who shall include a person or representative from at least one (1) of the following organizations, groups or entities: (a) a representative of an Independence business attraction; (b) an owner or representative of an owner of a business doing business within the City; (c) a recognized community leader within the City; (d) a representative from a hotel or lodging establishment doing business within the City; (e) a representative from a tourism organization, business or related industry doing business within the City; and (f) four (4) at-large members who shall be residents of the City or who shall be an owner or representative of a business owner doing business within the City.

Section 3. City Qualifications of Board Membership. In addition to the requirements of Board membership as set forth in Section 2 of this Article, the Board of Directors shall also, at all times, include at least four (4) persons who are representatives from the City or who are City employees (collectively, the "City Qualifications"): The four (4) representatives of the City to serve on the Board of Directors that meet the City Qualifications shall include the following: (a) an elected member of the Independence City Council to be appointed by the City (b) the City Manager (or designee); (c) the City's Director of Finance (or designee); and (d) the City's Director of Parks & Recreation (or designee). If a Director ceases, for any reason, to meet the City Qualifications, then such Director's term of office as a Director shall automatically terminate. In the event of a vacancy caused by such termination then an interim Director shall be appointed by the City Manager, and thereafter the successor Director who meets the City Qualifications shall be appointed and elected by the Board of Directors as provided herein.

Section 4. Term. The term of office for each Board of Director shall be three (3) years, except the term of office of the initial Board of Directors shall be staggered by one (1), two (2) and three (3) year terms ending on March 31 so subsequent terms of the Board of Directors do not all expire at the same time. Thereafter, except in the case of a vacancy where any appointment is for an unexpired term, all Directors shall serve for a three (3) year term ending on March 31 of the third year and until a successor Director shall have been elected and qualified. In all cases, Directors shall serve until the term of office of the Director's successor has begun, or until such Director's death, incapacity, disqualification, resignation, or removal.

Section 5. Board Election.

The Board of Directors shall have a five (5) member Executive Committee, and the Executive Committee shall include the President, Vice President, Secretary/Treasurer, who shall be the Director of Finance for the City (or designee), and two (2) At Large Members of the Board of Directors, as further set forth in Section 1 of Article 6 of the Bylaws.

The Board of Directors shall be elected annually at the January meeting of the Board of Directors under the following provisions:

a. At the annual January meeting, the President shall call for nominations to the Board of Directors and the Board shall be approved by the majority vote of the members of the Board in attendance at that meeting.

b. Board of Directors shall begin his/her term upon the expiration of the predecessor's term.

c. Each Director shall hold office for the term elected and until a successor shall have been elected and qualified.

d. At the expiration of the term of a Board of Director, the Director may be considered by the Board of Directors for reelection to another three (3) year term.

Section 6. Board Vacancy. A vacancy occurring on the Board (other than a vacancy resulting from the normal expiration of a term of office) shall be filled upon the recommendation of the City Manager and with the affirmative majority vote of the Board of Directors. A Director elected to the Board to fill a vacancy shall be elected for the unexpired term of their predecessor in the office.

Section 7. Board Meetings. The President of the Corporation, or designee, shall act as Chair of meetings of the Board of Directors. The Board of Directors may hold regular and special meetings. Regular meetings of the Board of Directors shall be held in the months of January, March, May, September and November. Notice of regular or special meetings shall be made in accordance with Section 8 below of this Article. Special meetings of the Board of Directors may be called by the President or may be called by two (2) or more Board of Directors. Notice of special meetings of the Board shall require at least twenty-four (24) hours' prior notice being sent to each Director by email, phone, or other means of communication agreed upon in advance by the majority vote of the Board. Notice of a special meeting shall include the date, time, and place of the meeting, and reason for calling the special meeting.

Section 8. Notice of Regular or Special Meetings. The Corporation shall give notice of the time, date, and place of each regular or special meetings of the Board of Directors, and its tentative agenda, in a manner reasonably calculated to advise the public of the matters to be considered, and if the meeting will be conducted by telephone or other electronic means. The notice of these meetings shall identify the mode by which the meeting will be conducted and the designated location where the public may observe and attend the meeting. If the Corporation plans to meet by internet chat, internet message board, or other computer link, the Corporation shall post a notice of the meeting on its website in addition to the Corporation's principal office and shall notify the public how to access that meeting. Reasonable notice shall include making available copies of the notice to any representative of the news media who requests notice of meetings of the Corporation concurrent with the notice being made available to the members of the Corporate and posting the notice on a bulletin board or other prominent place which is easily accessible to the public and clearly designated for that purpose at the principal office of the Corporation, or if no such office exists, at the building in which the meeting is to be held.

Section 9. Electronic Meetings. Except to the extent disclosure is otherwise required by law and subject to Sections 7 and 10 of Article 3, the Board may, in its sole discretion, determine that any meeting of the Board may be held solely by means of remote communication. Participation in a meeting held by remote communication shall constitute presence in person at the meeting for all purposes, including quorum and voting. Board Members shall have at least twenty-four (24) hours' notice of the change to a remote meeting and shall be provided instructions for participation and voting upon verification of the Board member's identity.

Section 10. Quorum. At all meetings of the Board, a majority of the ~~voting members~~Directors thereof shall constitute a quorum for the transaction of business. If a quorum shall not be present at any meeting of Board, the Directors present shall adjourn the meeting, without notice other than announcement at the meeting, until a quorum is present.

Section 11. Presence for Purposes of a Quorum. A Director shall be allowed to participate for purposes of establishing a quorum and voting in a regular or special meeting by means other than physical presence should the need arise. Upon request by a Board member, the Board President or Corporation staff shall provide instructions for remote participation upon verification of the Board member's identity.

Section 12. Board Approval. When a quorum is present at any meeting of the Board of Directors, the majority vote of the Directors present shall decide any questions brought before such meetings.

Section 13. Closed Meetings & Closed Records. Except to the extent disclosure is otherwise required by law, the Corporation shall be authorized to close meetings, records and votes, to the extent they relate to the following:

(a) Legal actions, causes of action or litigation involving the Corporation or other governmental body and any confidential or privileged communications between the Corporation or the Corporation's representatives and attorneys. However, any minutes, vote or settlement agreement relating to legal actions, causes of action or litigation involving the Corporation or any agent or entity representing the Corporation's interests or acting on its behalf or with its authority, including any insurance company acting on behalf of a the Corporation as its insured, shall be made public upon final disposition of the matter voted upon or upon the signing by the parties of the settlement agreement, unless, prior to final disposition, the settlement agreement is ordered closed by a court after a written finding that the adverse impact to a plaintiff or plaintiffs to the action clearly outweighs the public policy considerations of § 610.011 R.S.Mo., however, the amount of any moneys paid by, or on behalf of, the Corporation shall be disclosed; provided, however, in matters involving the exercise of the power of eminent domain, the vote shall be announced or become public immediately following the action on the motion to authorize institution of such a legal action. Legal work product shall be considered a closed record;

(b) Leasing, purchase or sale of real estate by the Corporation where public knowledge of the transaction might adversely affect the legal consideration therefor. However, any minutes, vote or public record approving a contract relating to the leasing, purchase or sale of real estate by the Corporation shall be made public upon execution of the lease, purchase or sale of the real estate;

(c) Hiring, firing, disciplining or promoting of particular employees by the Corporation when personal information about the employee is discussed or recorded. However, any vote on a final decision, when taken by the Corporation, to hire, fire, promote or discipline an employee of the Corporation shall be made available with a record of how each Board member voted to the public within seventy-two (72) hours of the close of the meeting of the Board where such action occurs; provided, however, that any employee so affected shall be entitled to prompt notice of such decision during the seventy-two (72) hour period before such decision is made available to the public. As used in this subdivision, the term "personal information" means information relating to the performance or merit of individual employees;

(d) Nonjudicial mental or physical health proceedings involving identifiable persons, including medical, psychiatric, psychological, or alcoholism or drug dependency diagnosis or treatment;

(e) Testing and examination materials, before the test or examination is given or, if it is to be given again, before so given again;

(f) Preparation, including any discussions or work product, on behalf of the Corporation or its representatives for negotiations with employee groups;

(g) Software codes for electronic data processing and documentation thereof;

(h) Specifications for competitive bidding, until either the specifications are officially approved by the Corporation or the specifications are published for bid;

(i) Sealed bids and related documents, until the bids are opened; and sealed proposals and related documents or any documents related to a negotiated contract until a contract is executed, or all proposals are rejected;

(j) Individually identifiable personnel records, performance ratings or records pertaining to employees or applicants for employment, except that this exemption shall not apply to the names, positions, salaries and lengths of service of officers and employees of the Corporation once they are employed as such;

(k) Records which are protected from disclosure by law;

(l) Meetings and public records relating to scientific and technological innovations in which the owner has a proprietary interest;

(m) Records relating to reports of allegations of improper governmental activities under § 29.221 R.S.Mo.;

(n) Confidential or privileged communications between the Corporation and its auditor, including all auditor work product;

(o) The portion of a record that identifies security systems or access codes or authorization codes for security systems of real property;

(p) Records that identify the configuration of components or the operation of a computer, computer system, computer network, or telecommunications network, and would allow unauthorized access to or unlawful disruption of a computer, computer system, computer network, or telecommunications network of the Corporation;

(q) Credit card numbers, personal identification numbers, digital certificates, physical and virtual keys, access codes or authorization codes that are used to protect the security of electronic transactions between the Corporation and a person or entity doing business with the Corporation. Nothing in this section shall be deemed to close the record of a person or entity using a credit card held in the name of a public governmental body or any record of a transaction made by a person using a credit card or other method of payment for which reimbursement is made by the Corporation; and

(r) Any portion of a record that contains individually identifiable information of a minor under eighteen years of age held by the Corporation.

Section 14. Attendance. Directors shall attend at least seventy-five percent (75%) of all regularly scheduled meetings. Any Director who misses more than twenty-five percent (25%) of the regularly scheduled meetings in a twelve (12) month period shall forfeit his or her membership on the Board of Directors, resulting in a vacancy on the Board of Directors.

Section 15. Resignation. Any Director may resign by submitting written, signed notice of resignation to the President. Such resignation shall specify the reason and its effective date, and which will thereby result in a vacancy on the Board of Directors.

Section 16. Removal. Any Director may be removed for any lawful purpose without cause by a vote of two thirds (2/3) of the Directors.

Section 17. Compensation. No Director shall receive compensation from the Corporation 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 Board of Director that is approved by the President.

Section 18. Powers. The Corporation shall have and may exercise all powers necessary or convenient to affect any or all the purposes for which the Corporation is organized. The Corporation shall have all powers of a nonprofit corporation organized under Chapter 355 of the Act and as prescribed by 501(c)(6) of the Code. Notwithstanding anything to the contrary herein contained, the Corporation and its Board shall exercise the powers granted herein only in connection with the furtherance of the purposes specified herein. The Board shall be responsible for establishing operating policies for the Corporation and for evaluating the progress of the Corporation in the attainment of its goals. The Board shall have full and complete power to transact all business and manage the affairs of the Corporation, and to authorize the sale, conveyance, transfer, assignment, trade, exchange, lease, mortgage, otherwise encumber or pledge any property, real or personal, of the Corporation. The Board shall have authority to retain employees, agents, advisers, and consultants, including without limitation, attorneys, financial advisers and other technical advisers and public accountants and, the provisions of any other law to the contrary notwithstanding, to determine their duties and compensation without the approval of any other agency or instrumentality or entity. The Board shall have authority to procure insurance, in amounts and from insurers of its choice, or provide self-insurance, against any loss, cost, or expense in connection with its property, assets or activities, including insurance or self-insurance against liability for its acts or the acts of its directors, employees or agents. The Board shall have the authority to receive and accept from any source aid, grants and contributions of money, property, labor or other things of value to be held, used and applied to carry out the purposes and responsibilities of the Corporation, subject to the conditions upon which the aid, grants or contributions are made. The Board shall have the authority to enter into necessary agreements for purposes consistent with its mission. The Board shall have the authority to develop policies and procedures for the Corporation generally applicable to personnel, the procurement of goods, services, and construction based. All official actions taken by the Board or individual Board members shall be approved by a majority vote of the Board prior to taking such action.

Section 19. Policies and Procedures. The Board of Directors shall adopt Policies and Procedures to govern the conduct and business of the Corporation and the Board itself. These Policies and Procedures shall include but not be limited to fiscal processes, grants and contracts management, financial reporting, ethics, conflicts of interest, and communication.

Section 20. Ethical Guidelines. No financial or business advantage may be derived from being a member of the Board of Directors. Therefore, members of the Board, Executive Committee, and all other Committees of the Board shall not participate in a vote or decision on a contract involving a business entity or real property in which the Director or his or her family is a director, or officer, or has a substantial interest that such action would confer an economic benefit on the business involved. Any such conflict of interest shall be disclosed by the Board member and recorded in the minutes of the meeting where the action is taken.

Section 21. No liability. The Board of Directors of the Corporation shall not be personally held liable for the Corporation's debts, liabilities, or other obligations.

Section 22. Insurance. As further set forth in Section 3, Article 9 of the Bylaws the Corporation shall be authorized to purchase insurance on behalf of the Board of Directors, commonly known as Directors and Officers ("D&O") liability insurance, that covers the Board members for their actions and decisions. The purpose of providing such D&O liability insurance for the Directors and Officers of the Corporation is to attract qualified Board members and to protect both the Directors, Officers and the Corporation.

Article 4
Officers

Section 1: Composition. The officers of the Corporation shall consist of a President, Vice President, Secretary/Treasurer, two (2) At Large Board Members, and such other officers as may be deemed necessary.

Section 2: Election and Terms. Officers shall be elected at the January board meeting by a majority vote of the Board, except the Secretary/Treasurer of the Board, as hereinabove provided, shall be the Director of Finance for the City (or designee) and will hold that office by virtue of his/her employment with the City. All officers shall be elected for a one (1) year term and shall begin their terms upon expiration of their predecessor's term. Officers can be considered for re-election.

Section 3: The President. The President shall preside over all meetings of the Board. The President shall supervise and manage the affairs of the Corporation, subject to the authority of the Board. The President may sign, with the Secretary/Treasurer, or any other proper officer authorized by the Board, any documents and instruments which the Board authorizes to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board or by these Bylaws to some other officer or agent of the Corporation, or shall be required by law to be otherwise signed or executed; and shall perform all duties incident to the position of President as may be prescribed by the Board from time to time. The President shall serve on the Executive Committee, as hereinafter set forth in Section 1 of Article 6 of the Bylaws.

Section 4: The Vice President. In the absence of the President, or in the event of his or her inability and when so acting, the Vice-President shall have all the powers of and be subject to all the restrictions upon the President. The Vice President serves as the support system for committee chairs. In addition, any Vice President shall perform such other duties as from time to time may be assigned to him or her by the President or the Board. The Vice-President shall serve on the Executive Committee, as hereinafter set forth Section 1 of Article 6 of the Bylaws.

Section 5: The Secretary/Treasurer. The Secretary/Treasurer shall record and maintain in good order minutes, financial records, and all records and correspondence of the and shall have charge and custody of and be responsible for all funds of the Corporation. The Secretary/Treasurer shall also be a custodian of the corporate records and authenticate records of the Corporation and shall perform such other duties as from time to time as assigned to him or her by the President of the Board. The Secretary/Treasurer of the Board, as hereinabove provided, shall be the Director of Finance for the City and will hold that office by virtue of his/her employment with the City. The Secretary/Treasurer shall serve on the Executive Committee, as hereinafter set forth in Section 1 of Article 6 of the Bylaws.

Section 7. Temporary Officers. In cases of the absence or disability of any officer of the Corporation and of any person authorized to act in his or her place during such periods of absence or disability, the President may from time-to-time delegate the powers and duties of such officer to another office or any other member.

Section 8. Vacancies. A vacancy in any office because of death, resignation, removal, or otherwise, may be filled by the Board for the unexpired term.

Section 9. Compensation. Officers shall not be compensated except for Board preapproved reimbursement of actual costs incurred by the Officer on behalf of the Corporation.

Section 10. No liability. The Officers shall not be personally held liable for the Corporation's debts, liabilities, or other obligations.

Article 5
Executive Director

Section 1: Executive Director. The Board shall be empowered to employ and to terminate the employment of an Executive Director for the Corporation's day-to-day operations. The Executive Director shall have, subject to the powers of the Board, general supervision and control over the entire business of the Corporation and to perform all of the duties and exercise all of the powers usually incident to the office or which may be assigned to the Executive Director. The Executive Director shall be hired based on demonstrated professional qualifications. The Executive Director shall have the authority to hire, discipline, and remove other employees on behalf of the Corporation. Following approval by the Board, the Executive Director will be authorized to sign and execute contracts and other written instruments on behalf of the Corporation.

Section 2: Compensation to Executive Director. The Executive Director shall be a salaried employee or contractor of the Corporation whose compensation shall be fixed from time to time by the Board of Directors. The Executive Director shall attend all Board meetings, whether regular or special, and shall serve as a non-voting member of the Board, and when called upon to do so, shall report to the Board at their meetings the progress and affairs of the Corporation. In the event the~~The~~ Executive Director is hired within six (6) months prior to the end of a fiscal year, the Executive Director will be subject to an annual employment review ~~on or before May 1 each year~~ by the Executive Committee.~~-~~The performance appraisal and recommendation for performance adjustment should be presented for approval to the full Board at ~~the May meeting.~~a Board Meeting.

~~**Section 3: Coordination with Executive Committee, Budget Duties & Reports.** The Executive Director shall work with the Executive Committee to prepare the annual budget and shall submit the annual budget~~ in March of each fiscal year~~ninety (90) days prior to the start of the new fiscal year~~ for~~to~~ the Board for approval, and the Board shall approve and adopt the final budget no later than May of each fiscal year.~~.~~ The Executive Director shall submit monthly financial statements of all expenditures of the Corporation, including, but not limited to, a comparative analysis of actual versus budgeted income and expenses. The Executive Director or their designee shall prepare an annual marketing plan for each fiscal year which will be submitted for the Board approval as part of the annual budget approval process. The Executive Director shall also prepare biannual reports on the Corporation's marketing and promotional activities and present these reports to the Board for their review and approval at the September and March meetings annually. These reports, once accepted by the Board, shall be submitted to the City Manager of the City.

Article 6
Committees

Section 1: Executive Committee. The Board of Directors shall have an Executive Committee which shall consist of the President, Vice President, Secretary/Treasurer, and two (2) At-Large Members. The Executive Committee shall serve in an advisory capacity and shall make recommendations to the Board from time to time. The Executive Committee shall always include three (3) City representatives who meet the City Qualifications The three (3) City representatives to serve on the Executive Committee shall include the Secretary/Treasurer, who is the City's Director of Finance (or designee), and two (2) other representatives from the City who meet the City Qualifications to serve on the Board. The Executive Committee shall meet monthly with the Executive Director on matters pertaining to the Corporation.

Section 2: Standing Committees. The Board by a vote of the majority may appoint standing committees.

Section 3: Special Committees. The Board by a vote of the majority may appoint special committees for a defined purpose and term.

Section 4: Committee Appointments. The appointment of members to a committee shall be approved by a majority vote of the Board.

Article 7
Advisory Boards

Section 1. Advisory Board Formation. The Board may from time to time appoint Advisory Boards to assist the Board of Directors in performing tasks outside the usual purview of the Board itself. Such an advisory board shall be formed of volunteers recruited to provide specialized information, experience, expertise, and skills. Any advisory board's role shall be to give recommendations to the Board, who alone may make plans and act on the Corporation's behalf.

Article 8
Finances

~~**Section 1. Execution of Document.** All checks, drafts, and other instruments for the payment of money and all instruments of transfer of securities shall require the signature of the President and Secretary/Treasurer, both of whom may be bonded. In the absence of the Secretary/Treasurer, any two (2) officers or one (1) officer and the Executive Director may perform the duties of the Secretary/Treasurer.~~**Section 1. Execution of Documents.** The Board of Directors shall designate the authorized signers on all Corporation bank accounts. The Executive Director shall serve as an authorized signer on all Corporation bank accounts together with such officers as are designated by the Board.

Section 2. Deposits. All funds of the Corporation shall be deposited from time to time to the credit of the Corporation in such banks, trust companies or other depositories as the Board may select.

Section 3. Contributions. The Board may accept on behalf of the Corporation any contributions, gift bequest, or devise for the general purposes or for any special purposes of the Corporation.

Section 4. Budget Approval Process. The Executive Director shall submit a preliminary budget which shall include projects and cost analysis for the next year, to the Executive Committee no later than February 1 of each year. By May 15, the Board of Directors shall approve a Corporation budget for the upcoming fiscal year. The approved budget may be reviewed and revised periodically as deemed necessary by the Board.

Section 5. Expenditures.

All invoices and requests for payment shall be reviewed and approved by the Executive Director and by either the Board President or the Secretary/Treasurer prior to payment by the Corporation. The decision to approve invoices or requests for payments may be made electronically or in writing and shall be retained with the Corporation's financial records.

Upon receipt of the approvals, the Executive Director shall be authorized to process the payment, including issuing electronic payments or by signing physical checks as an authorized signer of the Corporation.

~~All bills before the expense has been incurred will be submitted to the Executive Director for initial approval. Once approved by the Executive Director the expenses will be presented to the Secretary/Treasurer for final approval and payment. A record of each committee's expenditure and the expenditures made by the Executive Director shall be maintained at the Corporation's office. A majority vote of the Board of Directors in attendance at a Board meeting shall be required to establish an expenditure threshold amount that is above the amount proposed by the Executive Committee.~~

Section 6. Monthly Budget Variance Report. A monthly variance report shall be presented by the Executive Director at each Board meeting. The monthly budget variance report shall include budgeted revenues and expenditures; monthly actual revenues and expenditures; and year-to-date actual revenues and expenditures of the Corporation.

Article 9

General Provisions

Section 1. Fiscal year. The fiscal year of the Corporation shall be a period of twelve (12) consecutive months commencing on the first day of July and ending on the 30th day of June.

Section 2. Annual reports. Not later than three (3) months after the close of the fiscal year, the Corporation shall prepare or provide the following:

a. A balance sheet showing in reasonable detail the financial condition of the Corporation at the close of the fiscal year; and

b. A statement of the source and application of funds showing the results of the operation of the Corporation during the fiscal year.

c. A presentation to be given to the Independence City Council.

These reports shall be maintained by the Secretary/Treasurer as part of the business records of the Corporation.

Section 3. Indemnification. The Corporation may be empowered to indemnify any officer or Director by a majority vote of the Board who were not parties to such action, suit or proceeding in the manner provided by Missouri Statute and to the extent permitted by law. If such indemnification is authorized by the directors or members and is permitted by law, expenses incurred in defending such civil or criminal action, suit or proceeding may be paid by the Corporation in advance of the final disposition of such action, suit or proceeding in the manner prescribed by Missouri Statutes. The Corporation shall also be empowered, but not required, to purchase liability insurance in such amounts and for such purposes as the Board deems appropriate. Such insurance shall not constitute a waiver of any immunities or defenses afforded to the Corporation by statue or common law.

Section 4. Governing Law. The laws of the State of Missouri shall govern these Bylaws and the purposes and business operations of the Corporation, including the statutory requirement as a nonprofit Corporation under Chapter 355 R.S.Mo. of the Act. The Corporation shall further adhere to the provisions of 501(c)(6) of the Code to qualify and maintain the Corporation as a recognized tax-exempt entity pursuant to 501(c)(6) of the Code.

Article 10
Amendments

The Board shall have the power to alter, amend or repeal the Corporation's Articles of Incorporation and Bylaws or adopt new Articles of Incorporation and Bylaw by a two-thirds (2/3) vote of the duly elected Directors present at any duly called meeting of the Board, provided that no such action shall be taken if such action would in any way adversely affect the Corporation's qualifications under Chapter 355, R.S.Mo. of the Act, or Section 501(c)(6) of the Code.

Article 11
Rules of Order

The current parliamentary procedure as laid down in the most current editions of *Roberts Rules of Order* shall govern all meetings of the Board and committees.

The Bylaws of the Corporation were adopted at a duly convened meeting of the Board of Directors of the Independence Convention and Visitors Bureau, Inc., d/b/a Visit Independence on the ______day of September, 2025.

Printed Name: Charlie Dissell
President

Printed Name: Morris Heide Vice
President

Printed Name: Melissa Cabrera
Secretary/Treasurer