



**DOWNTOWN  
LONG BEACH  
ALLIANCE**

**Governance Committee Meeting  
Wednesday, April 24, 2024  
Action Report: Agenda Item 3A(i)**

**Glossary of Terms:**

**Directors:** Includes all voting members of Board, elected or appointed

**Advisors:** Includes all non-voting appointees to the Board

**Ratepayer:** Any person, firm, corporation, or professional, engaged in a retail trade, providing a service or having a business, or owning residential, commercial or income generating property, or any other assessed entity within the Assessment Districts shall be a Ratepayer.

**Stakeholder:** Any person, firm, corporation, or professional with interest in the well-being of the Assessment Districts shall be a Stakeholder.

**BACKGROUND:**

**To allow for partial term limits which, under certain circumstances, will not be applied toward the maximum limit of three two-year terms.**

**Section 11.2: Term of Office**

Directors and Advisors shall be elected for two-year terms for a maximum of three consecutive terms (six years), upon which time a minimum one-year break from the Board service must be observed before re-joining the Board in the manner described in the Election Procedures (Appendix I). The Chairperson, the Chair-Elect, and the Immediate Past Chairperson shall have their Board terms extended so that they can serve out their respective terms of office on the Board according to section 8.5(j) of the DLBA Bylaws. Newly elected Board members assume their responsibilities the first day of the corporation's new fiscal year, October 1.

If a vacancy occurs because a Director/ Advisor is unable to complete their full term, the Director/ Advisor appointed to fill the remainder of the term shall be considered a "partial term" Director/ Advisor. A partial term that consists of less than half of the full two-year term shall not count towards the limit of three consecutive terms. If the partial term consists of more than half of the full two-year term, it shall count as one full term.

**RECOMMENDED ACTION:**

**Review to approve or revise recommendations to amend Bylaw Section 11.2 and send to Board of Directors for two-thirds approval.**