



**DOWNTOWN  
LONG BEACH  
ALLIANCE**

## **Board of Directors Meeting**

**Thursday, December 14, 2023**

### **Action Report: Agenda Item 5Ai(b)**

#### **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 Stakeholder.

#### **BACKGROUND:**

**To authorize the Governance Committee to interview Board candidates and recommend Officers of the Board to the Executive Committee for approval.**

#### **DLBA Bylaws Appendix I – ELECTION PROCEDURES OF THE DOWNTOWN LONG BEACH ALLIANCE – ARTICLE 5: ELECTION OF OFFICERS**

The Chair Elect, Treasurer, and Secretary shall be elected in the manner described below.

1. The President and CEO of the Corporation shall inform the Board of Directors of the date of the annual meeting of the Corporation and the Officers' election procedures at least one (1) month in advance of the annual meeting.
2. Candidates interested in serving as Chair Elect or on the Executive Committee shall inform the ~~President and CEO~~ **Governance Committee** in writing of their intention to run at least two (2) weeks before the annual meeting of the Corporation.
  - i. Candidates for the Executive Committee must have served at least one (1) year on the Board of Directors to be eligible for consideration.
  - ii. Candidate for Chair-Elect must have served at least one (1) year on the Executive Committee to be eligible for consideration.
3. The ~~President and CEO~~ **Governance Committee** shall inform the Board of Directors **and President & CEO** of candidates seeking the Chair Elect position or Executive Committee seats at least two (2) weeks before the annual meeting of the Corporation.
4. At the annual meeting of the Corporation, ~~voting directors shall elect the Chair Elect every year via private ballot or by acclamation if running unopposed~~ **the Governance Committee shall recommend its appointment for Chair-Elect.** The election shall be determined by a simple majority of those voting Directors present at the meeting.
5. Unsuccessful candidates for Chair Elect may submit their names to run for an Executive Committee seat at the Annual meeting of the Corporation.
6. To fill a nine-member Executive Committee, the remaining seats shall be elected by the Board via private ballot or by acclamation at the Annual meeting



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of the Board. Those who receive the most votes shall be confirmed to serve on the Executive Committee for a term of one year.

7. At its first meeting of the fiscal year, the Executive Committee shall ~~select~~ **review and approve the Governance Committee's recommendation for** Secretary and Treasurer, who shall serve as officers ~~for one (1) year until new~~ **officers are elected.**

**RECOMMENDED ACTION:**

**As recommended by the Governance Committee, approve amendment to DLBA Election Procedures Section 5 (two-thirds approval required).**