



**DOWNTOWN
LONG BEACH
ALLIANCE**

**Board of Directors Meeting
Wednesday, April 15, 2026
Action Report: Agenda Item 7C (#1)**

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 amend the Bylaws to reflect current practice/standards for appointing Programming Committee chairs.

Section 8.8: Programming Committees

- d. ~~Committee Chairs must be a current Board member of the Corporation, in good standing, and shall be selected and appointed by the DTLB Alliance Chairperson and approved by the Executive Committee.~~ **Programming Committee Chairs and/or Vice-Chairs must be a current Board member of the Corporation, in good standing, and shall be appointed by the DTLB Alliance Chairperson and approved by the Executive Committee.**

RECOMMENDED ACTION:

Review to approve or revise recommendations to amend Bylaw Section 8.8 (d) (two-thirds approval needed).



**DOWNTOWN
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**Board of Directors Meeting
Wednesday, April 15, 2026
Action Report: Agenda Item 7C (#2)**

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 amend the Bylaws to reflect current practice and clarify candidates vs. nominees.

Section 8.8: Programming Committees

- e. ~~Programming Committee Chairs and their respective staff shall conduct interviews of nominees for the Committee and report recommendations to the Governance Committee for approval. In consideration of nominees, priority should be given to ratepayer representation of the Corporation's marketing and service areas.~~ **Staff shall recommend committee candidates to the Governance Committee, which may approve that recommendation. In consideration of candidates, priority should be given to ratepayer representation of the Corporation's marketing and service areas.**

RECOMMENDED ACTION:

Review to approve or revise recommendations to amend Bylaw Section 8.8 (e) (two-thirds approval needed).



**DOWNTOWN
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**Board of Directors Meeting
Wednesday, April 15, 2026
Action Report: Agenda Item 7C (#3)**

Glossary of Terms:

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

BACKGROUND:

To amend the Bylaws to be consistent in granting the Governance Committee the authority to vacate a programming committee seat as needed.

Section 8.8: Programming Committees

- g. If any Committee member misses three consecutive regular meetings or misses one third of the regularly scheduled meetings in a one-year period, the ~~Committee Chairperson~~ **Governance Committee** may declare that member's seat vacant. In the case of extenuating circumstances, special consideration may be taken by the **programming** Committee Chairperson.

RECOMMENDED ACTION:

Review to approve or revise recommendations to amend Bylaw Section 8.8 (g) (two-thirds approval needed).



DOWNTOWN
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**Board of Directors Meeting
Wednesday, April 15, 2026
Action Report: Agenda Item 7C (#4)**

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

BACKGROUND:

To amend the Bylaws to allow the President & CEO to make reasonable budget-related decisions in a timely manner while still requiring transparency with the Board of Directors.

Article 13: Budget

~~All expenditures during the year shall be made within the framework of the respective budgets, unless authorization is given by the Board of Directors to expend a higher amount than provided in the budget. Any expenditure for nonbudgeted items cannot be committed until first being approved by the Board of Directors. Any program and project expenditures greater than \$100,000 must be approved by the Board of Directors or Executive Committee.~~

All expenditures during the year shall be made within the framework of the respective budgets, unless authorization is given by the Board of Directors to expend a higher amount than provided in the budget. Any expenditure for nonbudgeted items shall require prior approval from the Board of Directors, except as provided below.

The President & CEO is empowered to approve nonbudgeted operational expenditures or budget overruns not to exceed \$25,000 per transaction (with a cap of \$100,000 in a fiscal year), provided such expenditures support the organization's mission, are fiscally responsible, urgent in nature, and are reported to the Board of Directors or Executive Committee at the next regular meeting.

The President & CEO may also approve time-sensitive programmatic or strategic opportunities exceeding \$25,000 but not exceeding \$100,000, with the written concurrence of the Board Chair or the Chair of the Finance Committee and shall notify the full Board within five (5) business days.



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Any program or project expenditure greater than \$100,000 must be approved in advance by the Board of Directors or the Executive Committee.

RECOMMENDED ACTION:

Review to approve or revise recommendations to amend Bylaw Article 13 (two-thirds approval needed).



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

BACKGROUND:

To amend the Bylaws to eliminate details of the Seal of the Association.

ARTICLE 15: SEAL

~~The Seal of the Association shall be circular in form and shall have inscribed there on the name of this corporation and the state and date of its incorporation.~~

RECOMMENDED ACTION:

Review to approve or revise recommendations to eliminate Bylaw Article 15 (two-thirds approval needed).