



## Election Procedures

### March 4, 2010, Executive Committee Meeting ACTION ITEM: Agenda Items 5A

**BACKGROUND:** In 2005, the DLBA Board of Directors election process was revised to the current system, which begins with mailing a call for candidates to all stakeholders encouraging them to submit their names for consideration. Candidates are interviewed by the Nominating Committee, which recommends a slate of candidates. The slate is then approved by the Board and ratified by the stakeholders.

As stated in the Election Procedures appendix to the DLBA Bylaws, slates are ratified by a majority of DPIA and PBID stakeholders. In the case of DPIA stakeholders, one vote is allowed per business. In the case of PBID stakeholders, votes are weighted by contribution value of each property owner, per the PBID Management Plan and documented in the Election Procedures.

The Election Procedures do not stipulate how majority is calculated. The practice has been to calculate majority using the total value of all DPIA or PBID slates, rather than the value of only valid returned slates.

In 2009, a stakeholder recommended that the practice be amended to calculate majority using only returned slates.

The Executive Committee is therefore asked to review consider two changes:

- 1) Adding language to the Election Procedures about how majority is calculated
- 2) Calculating majority using only valid returned slates

The proposed amendment to Election Procedures is as follows (additions noted in red):

Article 4.i

Board of Directors' elections will be determined by ~~plurality~~ majority vote. Majority shall be determined based only upon the valid returned slates. In the event of a tie, the Board of Directors shall determine the winner by majority vote of those present.

#### RECOMMENDED ACTIONS:

- A. 1. ACTION ITEM: Recommend that the Board amend the Directors Elections Procedures Article 4.i to replace "plurality" with "majority" in tabulating slates.
2. ACTION ITEM: Recommend that the Board amend the Directors Elections Procedures Article 4.i to calculate majority using only valid returned slates.