

By-Laws of the Glendora Village Business Improvement District Advisory Board

(January 14, 2025)

ARTICLE I NAME

Section 1: The official name of this organization shall be the *Glendora Village Business Improvement District Advisory Board* (hereinafter referred to as the BID).

Section 2: The principal office for the management and operation of the BID is located at the Glendora Chamber of Commerce (hereinafter referred to as the "Chamber") at 224 N. Glendora Ave., Glendora, CA 91741. The City of Glendora or the BID may change the principal office location as necessary. Any change in location shall be reflected by updating these Bylaws accordingly or by amending this section to reflect the new address.

ARTICLE II PURPOSE

The BID is a Board established by the City of Glendora pursuant to Section 2.18 of the Glendora Municipal Code, united in the conviction that the vitality and strength of the Glendora Village and will remain an important contributing factor to the continued growth and prosperity of the greater Glendora Area.

The purpose of the BID is to assist the City of Glendora in the promotion of the physical and financial health of the Glendora Village as a means of providing tax revenues, and physical, economic, and social stability to the City of Glendora ("City") at large.

ARTICLE III MEMBERS

"Members" shall consist of all persons, firms, or corporations owning a business, enterprise or commercial activity in the Glendora Village paying an assessment as defined by Ordinance 1922 (adopted by the City of Glendora City Council in 2009), as the same may be amended from time to time.

ARTICLE IV MEETINGS

Section 1: Meetings of the BID shall be held monthly, as determined by the BID Board generally on the first Thursday of the month.

Section 2: Special Meetings of the BID shall be called at any time by the Board Chairperson, or any three Board members. Written notice shall be served to each Board member no later than 24 hours prior to the meeting.

Section 2(a): In the case of an emergency involving matters upon which prompt action is necessary due to the disruption or threatened disruption of public facilities, the BID Board may hold an emergency meeting without complying with either the 24-hour notice requirement or the 24-hour posting requirement herein. The minutes and results of such emergency meeting will be reported at the next regularly scheduled meeting of the BID Board.

Section 3: A majority of the BID Board members shall constitute a quorum for the transaction of business.

Section 4: The BID Board shall keep a record of the motions, recommendations, transactions, findings and determinations it makes. These records shall be a public record.

Section 5: In compliance with the Ralph M. Brown Act (“Act”), all meetings of the BID Board shall be open to the public, except as otherwise permitted by the Act.

Section 6: The Chair and Vice Chair shall present the agenda for the upcoming monthly meeting. Any Board members can request agenda items and request the Chair and Vice Chair agendaize them at least one week prior to the date of the upcoming BID meeting.

**ARTICLE V
ASSESSMENTS**

Section 1: All Members are required to pay an assessment as outlined in the City of Glendora Ordinance 1922, as may be amended from time to time.

Section 2: The BID Board is authorized to engage in such revenue producing efforts as it deems appropriate provided all revenues raised by such efforts are expended for the benefits of BID.

**ARTICLE VI
BOARD MEMBERS**

Section 1: The governance of the BID shall be vested in the BID Members, consisting of five (5) members elected by the BID membership for a term of three (3) years. After serving two consecutive terms, a member must take a one-year hiatus before being eligible to run again. Nominees will be solicited, reviewed, and interviewed by the BID Board Selection Committee before being presented for a vote/review by the Members. All BID Board Members must be in good standing with all assessments current or on payment plans if available.

Section 2: No member of the BID shall hold more than one seat on the BID Board.

Section 3: A vacancy in the BID Board shall be deemed to exist in the case of death or resignation of any Board member or if the authorized number of Board members is increased or if the term of a Board member has expired. Two unexcused absences or 4 total from Board meetings within a 12-month period will be recorded and shall be considered a resignation from the Board. Ceasing to be a member of the BID shall also be deemed a resignation.

Section 4: In the event of a vacancy on the BID Board, the BID Board shall appoint a member of the BID to fill the unexpired term.

Section 5: BID Board members shall not receive any compensation for their services.

Section 6: The BID Board shall have the authority and responsibility to carry out the objectives of the BID making such policy and other decisions as may be necessary and proper.

Section 7: At any regular or special meetings of the Board, any Board member may be removed with cause by a majority vote of the current members of the Board.

Any Board member may resign by giving written notice to the Board Chair. Any resignation shall take effect on the date of the receipt of such notice or at a date specified in written notice. Unless otherwise noted, the acceptance of a resignation is not required for it to become valid.

**ARTICLE VII
OFFICERS**

The BID Board shall elect its Chairperson and Vice Chairperson in July from among the appointed members of the Board for a term of 1 year and subject to other provisions of law.

**ARTICLE VIII
COMMITTEES**

The BID Board may, by majority of the Board members then in office, create sub-committees, consisting of no more than two (2) Board members. Such sub- committee(s) shall have such power and authority as may be determined by the BID Board, subject to the limitations imposed on such power and authority by the City of Glendora.

**ARTICLE IX
REPEAL OR AMENDMENTS**

These By-Laws may be amended or repealed, or new By-Laws adopted, by a majority vote of the BID Board present at any regular scheduled meeting of the BID Board and then presented to the Glendora City Council. In certain legal situations, the Glendora City Council may be required to approve amendments prior to adoption.

Adopted: 12/11/2009

Amended: Approved by Glendora City Council on 01/14/2025

BID Mission Statement

* The mission of the Glendora Village Business Improvement District is to promote and market Glendora Village as a vibrant, safe, and unique destination for shopping, dining, and cultural experiences, ultimately enhancing the prosperity of businesses in the Village.