

Burbank Hospitality Association, Inc.
Notice of Proposed Amendments to Bylaws

At the Burbank Hospitality Association (“Association”) meeting to be held September 20, 2017, at 3:30 p.m. at Burbank Chamber of Commerce, 200 W. Magnolia Blvd., Burbank, CA, 91502, the Association will consider the following amendments to its Bylaws:

- Section 1 of Article V, titled “Number,” amends the number of Directors from 9 to 11. This amendment reflects the provisions of the Association’s most recent district management plan and a desire to increase the number of Board directors.
- Section 2 of Article V, titled “Tenure,” makes a nonsubstantive change to the length of each Director’s term on the Board and keeps it set for two years. This amendment ensures consistency throughout the bylaws and corresponds to legal numbering conventions.
- Section 3 of Article V, titled “Criteria,” removes the qualifications for each Board position and replaces it with a requirement that a majority of the Directors be representatives of businesses paying the assessment and for all representatives to have a vested interest in increasing room night sales among assessed lodging businesses in the City. This amendment reflects the provisions of the Association’s most recent district management plan and provides flexibility to fill vacant Director positions.
- Section 9 of Article V, titled “Filling Vacancies,” adds a provision allowing an appointed Director to immediately fill a vacancy upon appointment. This amendment avoids any unnecessary delay or confusion stemming from transitions between Directors.
- Section 1 of Article VI, titled “Annual Meeting,” amends the designated month for the annual meeting from October to July. This amendment corresponds to a change in the Association’s fiscal year.
- Section 2 of Article VI, titled “Board of Directors Regular Meetings,” makes a nonsubstantive change to the notice required for board meetings. This amendment ensures consistency throughout the bylaws and corresponds to legal numbering conventions.
- Section 7 of Article VI, titled “Quorum,” clarifies that a quorum must be present to begin a meeting and allows the Board of Directors to continue to transact business, even after losing a quorum, if the action is approved by at least a majority of a quorum (now, four Directors), pursuant to state law. This amendment reflects the current practice of the Board.
- Section 2 of Article VII, titled “Election of Officers,” amends the election cycle for officers from a biennial cycle to an annual cycle. This amendment changes the term of each officer to one year and ends the former practice of staggering terms, to match the practice of the current Board.

- Section 3 of Article VII, titled “Term,” amends the term of officers from two years to one year. This amendment allows Directors flexibility in reducing the time commitment for service in a leadership role on the Board and encourages different perspectives among Directors serving in leadership roles.
- Section 9 of Article VII, titled “Responsibilities of Secretary,” amends the document maintenance and availability requirements by removing a reference to a current set of statutes governing the Association and clarifying that the Secretary shall maintain documents pursuant to any applicable statutes or policies governing the Association. This amendment clarifies the maintenance and production of documents is governed by both State law, which may change, and the Board’s internal policy.
- Section 2 of Article VIII, titled “Meetings and Actions of Committees,” amends the document maintenance and availability requirements by removing a reference to a current set of statutes governing the Association and clarifying that the Association shall maintain meeting minutes pursuant to any applicable statutes or policies governing the Association. This amendment clarifies the maintenance and production of documents is governed by both State law, which may change, and the Board’s internal policy.
- Section 4 of Article X, titled “Annual Report,” revises the submission period for the annual report from 120 days to six months. This amendment reflects the most recent operating agreement with the City of Burbank and affords staff, auditors, and other consultants the necessary time to prepare the annual report.
- Section 5 of Article X, titled “Annual Statement,” revises the submission period for the annual statement from 120 days to six months. This amendment reflects the most recent operating agreement with the City of Burbank and affords staff, auditors, and other consultants the necessary time to prepare the annual report.
- Section 1 of Article XI, titled “Fiscal Year,” revises the fiscal year from October 1 through September 30 to July 1 through June 30. This amendment reflects the most recent operating agreement with the City of Burbank and corresponds to the change in the submission requirements for the amended report and annual statement.

Dated: September 11, 2017



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