

MEMBERSHIP DETAILS

NORTH PARK ORGANIZATION OF BUSINESSES, INC.

The name of the corporation is NORTH PARK ORGANIZATION OF BUSINESSES, INC. This corporation is a non-profit public benefit corporation and is not organized for the private gain of any person. It is organized under the Non-Profit Public Benefit Corporation Law for public and charitable purposes.

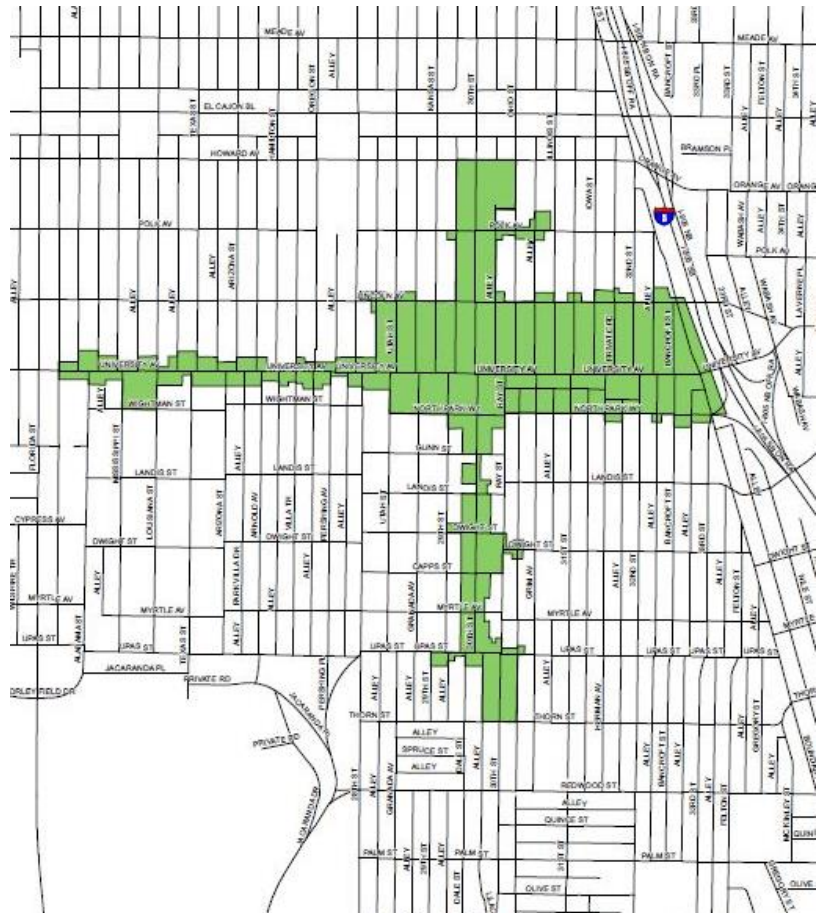
The focused and specific purpose of this corporation is to promote business improvement within the North Park district and community through activities which contribute to the economic and promotional well-being of North Park. Promotion of business includes, but is not limited to, those activities set out in the California Parking and Business Improvement Area Law of 1979 and its successors which are: general promotion of business activities in the area, the acquisition, construction or maintenance of parking facilities for the benefit of the area, decoration of any public places in the area, and furnishing of music and visual arts in any public place in the area. An additional purpose of the corporation is to create and maintain a long-term strategic plan of North Park's development as a district that supports its business members. Business improvements also include any other related activities which will directly improve the economic prosperity of businesses within North Park.

All activities shall be nonpartisan, nonsectarian, nondiscriminatory, against any person by reason of race, creed, color, sex, or national origin, and shall not further the election of any candidate for political office.

B.I.D. MEMBERSHIP

The San Diego City Council has formed the North Park Business Improvement District under the Parking and Business Improvement Area Law of 1979. The North Park Business Improvement District is herein called "District." The area included in the District includes the North Park Community area within the address range that follows:

STREET NAME	ADDRESS RANGE
University Avenue	2004 – 3299
30th Street	3300 – 4199
Utah Street	3800 – 3999
Granada Street	3800 – 3999
Kansas Street	3800 – 3999
29th Street	3800 – 3999
Ray Street	3800 – 3999
Ohio Street	3800 – 3999
Grim Street	3800 – 3999
Illinois Street	3800 – 3999
31st Street	3800 – 3999
Iowa Street	3800 – 3999
Herman Street	3800 – 3999
32nd Street	3800 – 3999
Bancroft Street	3800 – 3999
Boundary Street	3800 – 3999
Upas Street	2900 – 3099
Dwight Street	2900 – 3099
North Park Way	2850 – 3299
Lincoln Avenue	2750 – 3299
Polk Avenue	2900 – 3099



BID MEMBERSHIP + ANNUAL ASSESSMENTS PAID BY MEMBERS

The BID membership shall be those businesses paying business improvement district charges in full as established by the City of San Diego within the boundaries of the North Park Improvement District. Such charges shall be collected by the San Diego City Treasurer or, if not collected, made directly to the corporation.

Assessments will be applied to District businesses by the number of full-time or full-time equivalent employees on record with the City of San Diego. Assessments are reviewed annually. Assessment categories are set as follows:

CATEGORY	ASSESSMENT
Businesses with 0 to 2 employees	\$125
Businesses with 3 to 12 employees	\$150
Businesses with 13 to 25 employees	\$250
Businesses with 26 or more employees	\$500

EXEMPT BUSINESSES:

- Home-Based Businesses
- Salon Booth Rentals
- Hotels and Motels
- Apartment Buildings

BID Membership is conditional on both operation of a business within the BID district and payment of BID Assessments as established by the San Diego City Council. BID membership is established by the City of San Diego.

ASSOCIATE B.I.D. MEMBERSHIP

Associate BID membership shall be open to those persons, including corporations or other associations, or their expressed representatives, making application for membership and interested in supporting the purpose of the North Park Organization of Businesses, Inc., by filing out an Associate Membership Application then will be referred to an Associate BID Membership Committee before approval by the Board of Directors.

All Associate BID members shall be required to pay a non-refundable annual membership fee.

BOARD OF DIRECTORS

ELECTION OF THE BOARD OF DIRECTORS

BID Membership annually elect the Board of Directors of this organization. Associate BID memberships shall participate in this election process. A term of office shall run from election to two (2) years thereafter. Any general BID and Associate Member in good standing is an eligible candidate for election. The candidate must be the business owner or manager, or a designated employee. The Board of Directors shall consist of up to fifteen (15) but not less than nine (9) directors. The Board of Directors shall include no more than three (3) Associate B.I.D. Members at any time.

Each year, a Nominating Committee of Board Members is charged to call for individuals to submit names of BID Membership and/or Associate Membership, requesting consideration for election as members of the Board of Directors of this corporation. The Nominating Committee will consider these applications and from them, will recommend a slate of candidates to be mailed to the Board of Directors and made public in September of each year. At the September Board of Directors meeting, additional nominations may be made from the floor provided that the nominee so named is a BID Member or Associate Member in good standing as of the preceding June 30th and has submitted in writing a statement indicating their interest in serving. The Board of Directors will accept the slate of Candidates, close nominations, and order the preparation of a written ballot. The Board of Directors may appoint an inspector of elections and provide for his/her compensation, if any.

Only those Candidates that are general B.I.D Members or Associate Members in good standing as of the preceding June 30th as determined by the City of San Diego shall be eligible to run for the Board and shall be included on the written ballot.

MONTHLY BID MEMBERSHIP MEETINGS

Meetings of the BID membership of this corporation shall be held monthly at a time and place to be determined by the Board of Directors. The object of these meetings shall be regular communications, presentations, receipt of proposals, and/or open forum. These monthly meetings shall be open to General and Associate B.I.D. memberships. Closed executive sessions may be held to consider matters regarding personnel or litigation.

Notice of regular meetings shall be posted not less than seventy-two hours in advance of the meeting in a publicly-accessible location in accordance with the Ralph M. Brown Act. The notice shall include the date, time, and location of the meeting, and the general nature of the items to be discussed. Action may only be taken on noticed agenda items.

VOTING

B.I.D. Membership

All B.I.D. memberships shall have the right to vote on all matters requiring a vote of the B.I.D. members of the corporation under the law, or the Articles of Incorporation, or these bylaws. All associate B.I.D. memberships in good standing shall have the right to vote. There shall be no cumulative voting. Members may not vote by written proxy. A majority of the members present in person shall be sufficient to decide the matter specifically noticed. Written balloting may be permitted in all matters under rules established by the Board of Directors.

QUORUM

The majority of the directors in office at any time shall constitute a quorum for the transaction of business.