

**BYLAWS OF THE
DIAMOND BUSINESS ASSOCIATION**

ARTICLE I Recitals and Definitions

Section 1. Name of Corporation. The name of this Corporation shall be the Diamond Business Association and shall be referred to as the 'Corporation'.

Section 2. Corporation Is Nonprofit. This Corporation has been formed pursuant to the California Nonprofit Corporation Law as a public benefit corporation. The purpose of this Corporation is to engage in any lawful act or activity other than credit union business for which a corporation may be organized under such law.

Section 3. Specific Purpose. The purposes for which this Corporation is formed are to enhance the growth and development of the Diamond Business Improvement District (Diamond BID), as established by an ordinance first adopted by the San Diego City Council in February of 1996, and as may be amended from time to time by the City Council, as well as the surrounding community of Southeast San Diego, as an international marketplace; to create partnerships between business and property owners that promote economic revitalization and combat deterioration in the community served by the Diamond Business Association; and to administer business and property owner assessment districts under contract with the City of San Diego. Business improvements also include any other related activities which will directly improve the economic prosperity of business within Southeast San Diego. All activities shall be nonpartisan, nonsectarian and nondiscriminatory against any person by reason of race, color, national origin, religion, age, sex, sexual orientation, marital status, genetic characteristics, or physical or mental disability.

ARTICLE II Principal Office

Section 1. Principal Office. The principal office for the Corporation shall be in Southeast San Diego and within the boundaries of the Diamond BID, or other location in the County of San Diego as may from time to time be designated by the Board of Directors.

ARTICLE III Membership

Section 1. Members. Members of the Corporation shall be business owners holding a current City of San Diego business tax certificate, and paying the Diamond BID assessment through the City of San Diego Treasurer's office. Newly opened businesses shall immediately qualify as a Member upon securing a valid business tax certificate from the City of San Diego listing a place of business within the Diamond BID, except where these Bylaws provide for qualification by date-of-record. Additionally, individual businesses not otherwise included in the City Treasurer's bid assessment system may become a Member upon paying the equivalent annual fee per the established Schedule of Assessments for DBA. Such "in lieu" assessment fees would be voluntary, and collected directly by DBA.

Section 2. Associate Members. Associate Membership shall be open to those persons, including corporations or other associations, or their expressed representatives or delegates, making application for membership and interested in supporting the purpose of the Diamond Business Association. All applicants for Associate Membership shall complete an application in the form prescribed by the Board, which will be referred to a Membership Committee. All applications will be presented to the Board of Directors for approval by a majority vote.

- A. Applications of Associate Members must be renewed each year, upon the Membership Committees' review and approval by the Board of Directors. Diamond Business Association reserves the right to refuse memberships to any business or individual.
- B. Any Associate Member may resign from membership in the Diamond Business Association, upon giving written notice to the Secretary of the Corporation. Members who resign shall not be entitled to any refund of any dues therefore paid.
- C. The annual fee for Associate Members will be charged following the manner, the "Schedule of Assessments," described in Article III, Section 1 above. Annual membership fees and donations are non-refundable. Any expulsion, suspension, or termination of a Member or Associate for cause shall be

