

**Waikiki Business Improvement District Association
Resolution No. FY 2015-1**

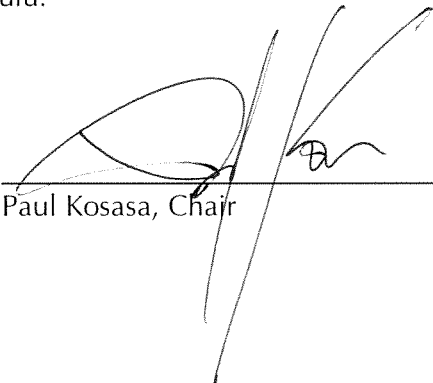
**A RESOLUTION TO CONTINUE OPERATIONS OF THE
WAIKIKI BUSINESS IMPROVEMENT DISTRICT
FOR THE PERIOD FY 2016 – FY 2020 (July 1, 2015 – June 30, 2020)**

WHEREAS, the Board of Directors of the Waikiki Business Improvement District Association (WBIDA), a nonprofit 501(c)(3) Corporation, has reviewed the performance of the Waikiki Business Improvement District over the past five-year period, is satisfied that the District is achieving its goals and objectives, and would like to continue operations for a fourth five-year term (FY 2016 – FY 2020),

THEREFORE, BE IT RESOLVED, that pursuant to Section 7.1 of the Corporation's Articles of Incorporation, the WBIDA Board shall not recommend to the City Council of the City and County of Honolulu that an ordinance terminating the Waikiki Business Improvement District be adopted.

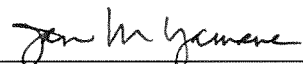
FURTHER RESOLVED, that the WBIDA Executive Director is hereby authorized to communicate the substance of the foregoing resolution to the appropriate representatives of the City Council of the City and County of Honolulu.

ADOPTED: April 23, 2015



Paul Kosasa, Chair

ATTEST:



Jan M. Yamane, Executive Director

**Waikiki Business Improvement District Association
Articles of Incorporation**

Section 7.1 Renewal and Termination. Prior to the expiration of the fifth year following the establishment of the Waikiki Business Improvement District, and in the fifth year of each five-year renewal period thereafter, the Class A and Class B elected directors shall review the performance of the Waikiki Business Improvement District and shall determine whether to recommend to the City Council of the City and County of Honolulu that an ordinance terminating the Waikiki Business Improvement District be adopted. An affirmative vote by a majority of the Class A and Class B elected directors shall be required for such a recommendation to be made. Failure by a majority of the Class A and Class B elected directors to affirmatively vote in favor of recommending such termination shall be deemed a determination by the board of directors not to recommend to the City Council that an ordinance terminating the Waikiki Business Improvement District be adopted, and the board shall take no action to terminate the district. No *ex officio* director shall be entitled to vote on the board's decision as to whether to make such a recommendation.