

**AMENDMENT TO THE BY-LAWS AND INTERNAL GOVERNANCE OF THE
PENSACOLA DOWNTOWN IMPROVEMENT**

WHEREAS, the Pensacola Downtown Improvement Board (“DIB”) was established by Chapter 72-655, Laws of Florida as amended by Chapters 76-466 and 80-582, Laws of Florida (the “Act”); and,

WHEREAS, the DIB adopted those certain By-Laws and Internal Governance of the Pensacola Downtown Improvement Board as amended per the Act (“By-Laws”); and,

WHEREAS, the DIB desires to further amend the By-Laws (“Amendment”); and,

WHEREAS, this Amendment is subject to the approval of the Pensacola City Council.

NOW, THEREFORE, in consideration of the aforementioned, the Board of Directors of the DIB, subject to the approval of the Pensacola City Council, agree as follows:

1. Article I, Section 2 of the By-Laws is amended by inserting the phrase “to contribute to the progress and growth of Downtown Pensacola through promotion, manage parking in Downtown Pensacola” between the term “values;” and “encourage”.
2. Article I, Sub-Section 2.5. of the By-Laws is amended by inserting the phrase “,including hosting events” between the terms “undertakings” and “authorized”.
3. Article I, Section 4 of the By-Laws is amended by inserting at the end of Section 4 the phrase “unless the main office is located in facilities owned by the City of Pensacola, Florida or Escambia County, Florida”.
4. Article III, Section 2. of the By-Laws is amended by deleting the sentence “The Chairman shall be responsible for making standing committee appointments.” and substituting the sentence “The Chairman shall determine with the concurrence of the Board of Directors of the DIB when a standing committee will be active and may make appointments to the active standing committees as needed.”.
5. Article III, Section 3.3. is be amended to substitute the term “Executive Director” for the word “Board” and strike the words “appoint or”.
6. This Amendment is effective upon its adoption by a majority vote of the Board of Directors of the DIB after the text of the proposed amendment has been read at least once at a previous regular meeting of the Board of Directors of the DIB and after the approval of the Pensacola City Council. The Chairman of the Board of Directors of the DIB is hereby authorized to sign the Amendment.

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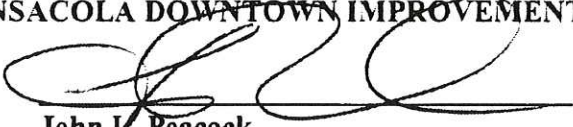
CERTIFICATION

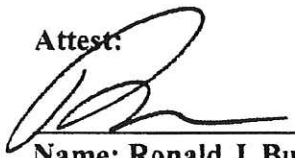
I, THE UNDERSIGNED, hereby certify that I am the duly elected Chairman of the DIB and this Amendment is hereby adopted per the Act and the By-Laws.

Date of the Previous Regular Meeting when the proposed amendment was read February 16, 2016.

Date of Adoption of the Amendment was February 16, 2016.

PENSACOLA DOWNTOWN IMPROVEMENT BOARD

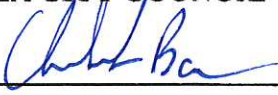
By: 
John W. Peacock
Chairman


Attest: 
Name: **Ronald J. Butlin**
Secretary

APPROVAL BY THE PENSACOLA CITY COUNCIL

I, THE UNDERSIGNED, hereby certify that I am the duly elected President of the Pensacola City Council and this Amendment is hereby adopted by the Pensacola City Council on this June 16, _____, 2016.

PENSACOLA CITY COUNCIL

By: 
Name: _____
President

Attest: 
Name: _____
City Clerk