



NORTH AMERICAN BIKESHARE ASSOCIATION

North American Bikeshare Association
P.O. Box 5014
Portland, ME 04101-5014

February 20, 2018

Mr. David London
Ofo US
2 Embarcadero Center, 8th Floor
San Francisco, CA 94111

Subject: NABSA Code of Conduct Complaint Investigation: Board Determination

Dear Mr. London,

After careful consideration of the Complaint levied against your Company and weighing of the evidence, the Board has determined that the Complaint is valid and that, under the Code of Conduct, a disciplinary action is required. As a result of your company's breach of the NABSA member Code of Conduct, the Board has determined the following disciplinary action shall be levied against your company:

The Board has found ofo US in breach of the Community First clause of the NABSA member Code of Conduct. Ofo US has admittedly lobbied for legislation that preempts local control over bikeshare management and implementation, thereby preempting the control of the local authorities to manage the public right of way for which they are responsible. In addition, language in the bill (Section 6.a.4) called for the voiding of existing contracts of currently operating bikeshare systems. This not only negatively impacts the operators of these systems, but the municipalities with whom these contracts have been executed.

Therefore, it is the recommendation of the board that disciplinary action(s) be taken in the order below. NABSA will only impose a more severe penalty (#2 or #3) if ofo US fails to comply with the action immediately preceding.

1. An official warning shall be issued to ofo provided the following criteria are met:
 - a. ofo makes a formal request of Senator Young and Representative Toledo to remove HB1033 and SB1304 from consideration by appropriate committees;
 - b. ofo agrees to work collaboratively with NABSA to address the issues which prompted the drafting and support of HB1033 and SB1304; and

- c. ofo agrees to communicate directly with NABSA regarding any and all future proposed legislation and to act in a spirit of collaboration for the betterment of the entire bikeshare industry.

NABSA will send communication to membership regarding resolution of HB1033 and SB1304.

OR

- 2. NABSA will enact a 3 month suspension with dues provided the following criteria are met:
 - a. ofo will draft and send an official statement to NABSA members before the end of the suspension period. Statement should directly address the violation and remorse for violation and should outline measures ofo will take to ensure no future violations occur. NABSA will review and send ofo's statement to membership.
 - b. ofo will take documentable steps to address legislation in Florida and to work within practicable limits to prevent legislation from negatively impacting existing operators/NABSA members.
 - c. ofo will not be eligible for the following until suspension is lifted:
 - i. sponsorship of any NABSA-hosted event or forum, including but not limited to the annual NABSA conference and all NABSA webinars; and
 - ii. speaking opportunities at any NABSA-hosted event or forum, including but not limited to the annual NABSA conference and all NABSA webinars.

NABSA will send official communication to its membership regarding the terms of ofo's suspension.


OR

- 3. NABSA will revoke ofo's membership under the following conditions:
 - a. by refusing to comply with options 1 or 2 provided herein by the board of directors, ofo makes clear that they have no intent on rectifying or curing violations or changing their behavior in order to comply with the NABSA Code of Conduct.
 - b. ofo will only be eligible to reapply for membership to NABSA under the following conditions:
 - i. at least one year has passed since date of expulsion; **and**
 - ii. change in administration of ofo, Ltd. US; **and/or**
 - iii. change in willingness to comply with NABSA Code of Conduct as evidenced by written statement to that effect.
 - c. ofo will not be eligible for the following until successful re-application and acceptance as a NABSA member:
 - i. sponsorship of any NABSA-hosted event or forum, including but not limited to the annual NABSA conference and all NABSA webinars; and
 - ii. speaking opportunities at any NABSA-hosted event or forum, including but not limited to the annual NABSA conference and all NABSA webinars

NABSA will make public the terms surrounding ofo's expulsion from NABSA.

Should you desire to appeal this decision, you may deliver any such appeals in writing to NABSA within 2 weeks of the date of this letter. Appeals received outside of this window will not be considered. Appeals may only be on the following grounds: (1) new evidence that was not available at the time of the hearing of the board; and/or (2) a request to reconsider the punishment described above.

Thank You,

A handwritten signature in black ink, appearing to read 'S. Herr', is centered on a light yellow rectangular background.

Samantha Herr, Executive Director
North American Bikeshare Association

Signing on behalf of the NABSA Board