

Exhibit A



Friday, April 12, 13

Beck Property Co., LLC
89 South Alcaniz Street
Pensacola, Florida 32502
Phone: 850.477.7044
Fax: 850.479.8736
www.beckpropertyco.com

The Honorable Ashton J. Hayward, III
Mayor of the City of Pensacola
222 West Main Street
Pensacola, FL 32502

VIA: Hand Delivery

Gregg Beck, SIOR
Chairman

Re: Proposed Sub-Lease Terms – Parcel #1 Community Maritime Park

Justin A. Beck, CCIM, CPM
President

Dear Mayor Hayward;

Brice Pelfrey, CPM
Director of Property
Management

Thank you for the opportunity to present the following offer to lease Parcel #1 at the Community Maritime Park. We are excited at the prospect of moving our company to downtown Pensacola and more specifically the Maritime Park. After careful consideration of the subject site we are prepared to move forward with the following offer.

David Valletto, SIOR
Broker | Associate

Gerald McArthur, SIOR
Broker | Associate

There are several factors that should be noted. To begin, we believe public access to the waterfront and connectivity of Pensacola's downtown waterfront is of utmost importance. We wish to honor the intent of the original Community Maritime Park master plan and enhance existing amenities. Furthermore, the usable area of the site is somewhat smaller than shown on the survey. As such our offer is to lease the usable area shown on Exhibit "A".

Stacy Taylor, CCIM
Broker | Associate

Tracy Clark
Sales | Associate

Edie Mason
Sales | Associate

Therefore, Beck Property Company, LLC is prepared to negotiate a written sub-lease agreement with respect to the Property referenced above, on the following business terms and conditions:

Lessor: City of Pensacola, Florida

Sub-Lessor: Community Maritime Park Associates, Inc.

Sub-Lessee: Beck Property Company, LLC and/or its assigns
c/o Justin A. Beck, President
89 S. Alcaniz St.
Pensacola, FL 32502



Property: Parcel #1 of the Community Maritime Park Property. Lessee desires to lease approximately 27,391 usable, buildable square feet

of land ("Lease Premises"). Lot #1 currently contains approximately .75 Acres (32,670 SF). The purpose of the reduced land is to ensure adequate public easement of the waterfront, and to eliminate unusable, irregularly shape property from leased premises. See Exhibit "A"

Use: Sub-Lessee intends to build a mixed-used Class "A" building consisting of retail on the first floor, the offices of Beck Property Company, LLC on the second floor and residential condominium usage on the third floor. The development shall include its own on-site parking sufficient for the building usage.

Rent: Effective upon the issuance of a Certificate of Occupancy for the building, but no later than 18 months after receipt of all necessary permits, consents and approvals for construction and operation of an approximately 18,000 SF Mixed-Use building, Sub-Lessee agrees to pay annual Base Rent Equal to \$39,716.95. At the conclusion of every 5-year period rent shall increase 7%. The rental rate is determined by the follow formula:

Value: \$547,820 (27,391 Leasable Square Feet multiplied by \$20)

Annual Rent: \$39,716.95 (\$547,820 multiplied by 7.25%)

Additional Rent: Effective upon the issuance of a Certificate of Occupancy for the building, but no later than 18 months after receipt of all necessary permits, consents and approvals for construction and operation of an approximately 18,000 SF Mixed-Use building, Sub-Lessee shall pay to Sub-lessor a fixed common area maintenance (CAM) expense equal to \$3,971.69. (10% of Annual Rent). At the conclusion of every 5-year period common area expense charge shall increase 7%.

Term: The term of the Ground Sub-Lease shall begin upon the commencement date and expire upon the natural termination of the Master Lease

Parking: Sub-Lessee will construct adequate parking to accommodate the building's usage on site.

Renewal: Sub-Lessee shall have the right to renew the ground sub-lease agreement for an additional 45 years under the same terms and conditions, or as such time that assures residential condominiums have a 99 year lease

Condition of Premises: Sub-Lessor shall, at its sole cost, deliver the Leased Premises to the Sub-Lessee in pre-graded condition with all utilities in place.

Contingencies: The Sub-Lease agreement shall be contingent upon Sub-Lessee receiving all necessary permits, consents and approvals for construction and



operation of an approximately 18,000 SF Mixed-Use building containing office, retail and residential condominium uses.

The sub-lease agreement shall be contingent upon Sub-Lessee's ability to obtain from a lender of its choice in the amount and terms acceptable to Sub-Lessee.

Entire
Agreement:

This Letter of Intent constitutes the entire understanding between the parties regarding the Transaction, and all prior correspondence, discussions and offers between the parties concerning the Transaction are superseded by this Letter of Intent.

Once again thank you for the opportunity to work with the City of Pensacola and the Community Maritime Park Associates, Inc.

Very truly yours,

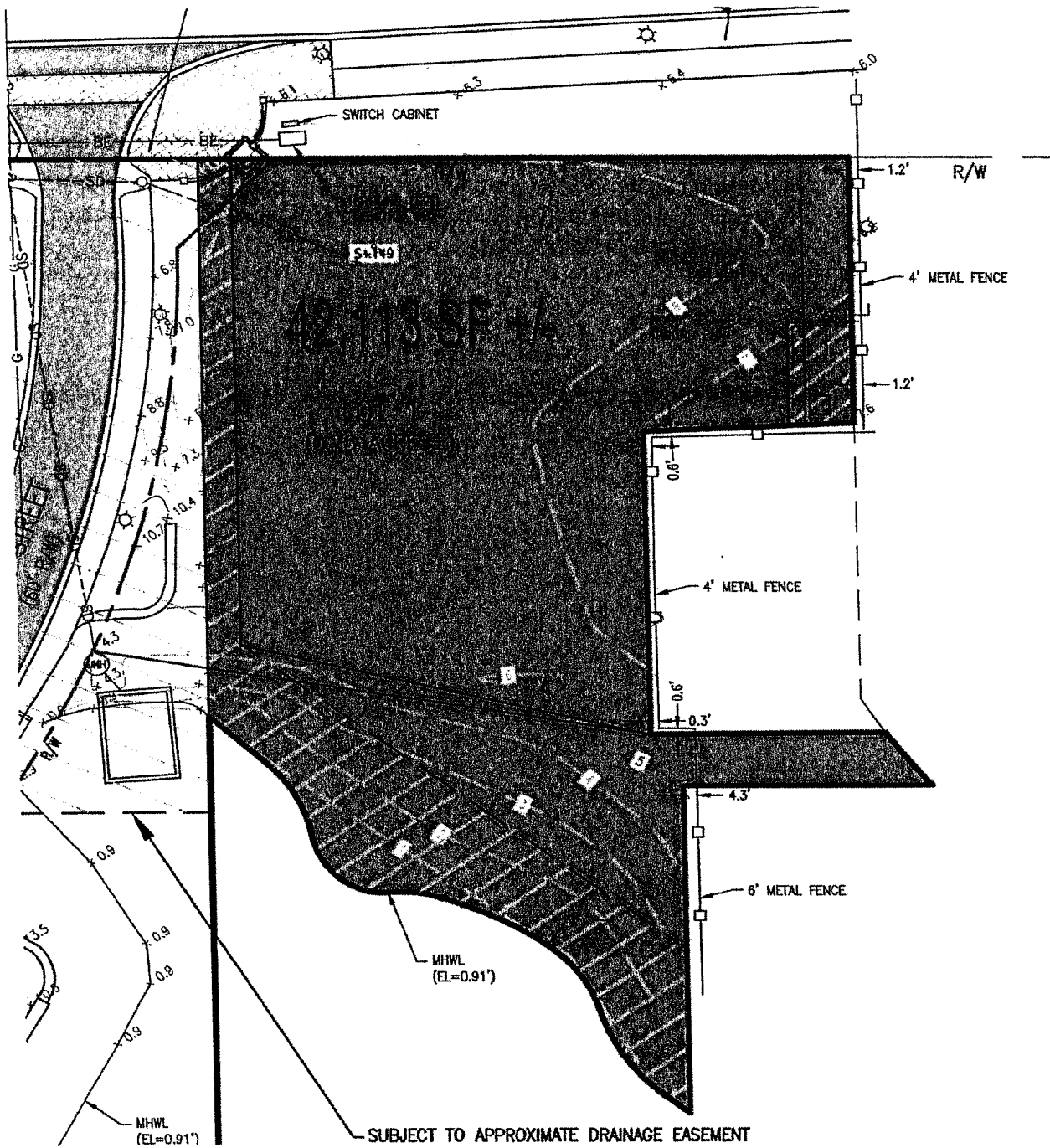


Justin A. Beck, CCIM, CPM

Cc: Collier Merrill, Chairman CMPA, Inc.
Ed Spears, Executive Director, CMPA, Inc.
City Council President P.C. Wu
Gregg Beck, Chairman, Beck Property Company, LLC



Exhibit "A-1"



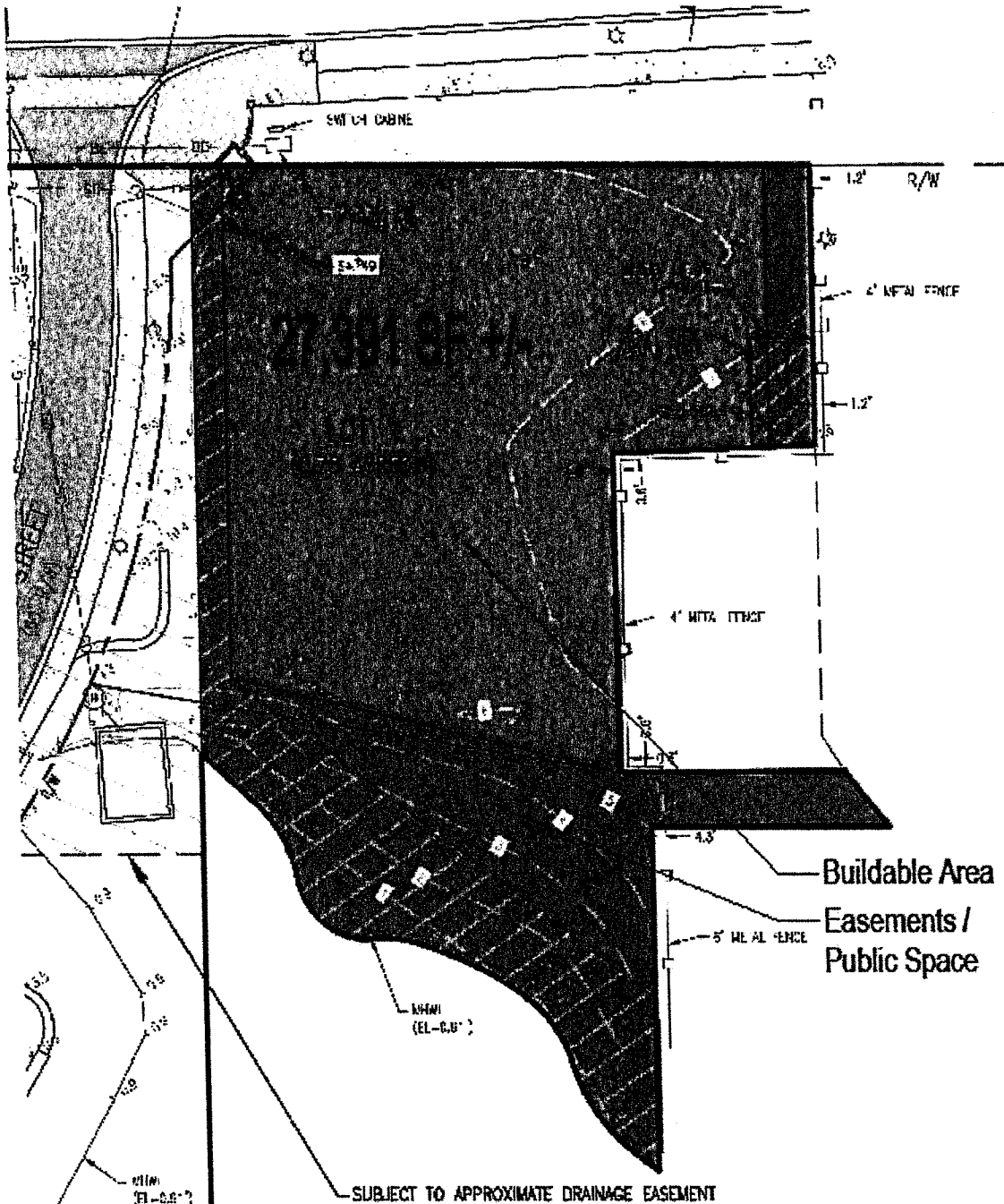
1 Complete Site
A100 SCALE: 1" = 40'-0"

SCALE: 1" = 40'-0"



Exhibit B

Exhibit "A-2"



1 Complete Site
A100 SCALE: 1" = 40'-0"



See a map of the bombings. **Page 4A.**

ONLINE
Visit pnj.com for video from the aftermath.

Ed Davis said "there is no suspect at this time."

Police also detonated a device found along the race course, but it did not appear to have been an explosive device, Davis said.

A third incident at the John F. Kennedy Presidential Library was initially described as a third explosion, but Davis said Monday night that it may have been only a fire. No injuries were reported, but nearby universities were being evacuated.

Davis said the first two explosions occurred in quick succession, 50 to 100 yards apart, about 2:50 p.m., three hours after the winner had

See BOMBING » 4A

people. But it's a shambles. It's madness right now."



Cherie Epstein

"It was really, really scary and then panic started setting in."

When two explosions went off at the Boston Marathon finish line at about 1:45 p.m. Monday, Paul and Cherie Epstein were just four blocks away.

The Pensacola couple had just left the finish area after completing the 26.2-mile race. Cherie Epstein was putting on fresh clothes in a changing tent, and Paul was waiting in the street for her.

"I didn't think it was an explosion," said Paul, 47, who owns Running Wild, an athletic shoe and appar-

Pensacola-area residents, from left, Russell Branch, Brian Spencer, Paul Epstein, Cherie Epstein and Evan Malone get ready to board a bus on Monday to the starting line for the Boston Marathon.

SPECIAL TO THE NEWS JOURNAL

el store chain in Pensacola and Fairhope, Ala. "Then, I heard the second one, and not 30 seconds after that, sirens just started going off everywhere."

That's when the joyous atmosphere that typically surrounds the Boston Marathon — where about 23,000 runners compete every year — turned into one of fear and panic, the

See LOCALS » 4A

Potential park developer gets warm reception



By Nate Monroe
nmonroe@pnj.com

Fresh off weeks of public scrutiny and fears about a dearth of development at the Community Maritime Park, Beck

reacted warmly on Monday to a new proposal from a Pensacola real estate broker to construct a three-story mixed-use building in the park's northeast corner.

Justin Beck, president of Beck Property Co., whose of-

fice is on South Alcaniz Street, is considering constructing an 18,000-square-foot building on Parcel 1, on the east side of Spring Street and adjacent to the Pensacola Association of Realtors building.

Beck's office would be on the second floor, retail space would be on the first, and condos on the third.

He's proposing more than \$39,000 yearly in rent for the city. But he said many details including construction

costs — have not yet been hammered out. "We're very serious about doing a project," Beck told the Community Maritime Park Associates board's audit

See BECK » 6A

INSIDE

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Members of the tea party rally against the country's condition.

Sports » 1C

Catholic is ranked No. 1 in the nation as it preps for Pace.



Pope supports crackdown on nuns

By Cathy Lynn Grossman
USA Today

The honeymoon between progressive Catholics in the U.S. and Pope Francis, cheered for his humble ways and dedication to the poor, may have ended Monday when he "reaffirmed" last year's stinging rebuke of most U.S. nuns.

Leadership Conference of Women Religious, an umbrella group of religious orders representing 57,000 U.S. nuns, were told Pope Francis supports the Vatican takeover of the group initiated by Pope Benedict XVI.

A report issued last spring by the Congregation for the Doctrine of the Faith (CDF) ripped the

sisters for allegedly spending more energy on social justice causes than promoting church doctrine and for espousing "radical feminism."

In June, Archbishop James Peter Sartain, archbishop of Seattle, and two other bishops were assigned to revamp the group's structure and programming.

Beck

Continued » 1A

and operations committee. "We're motivated to locate our building here, and we're very excited about the possibility of doing it."

With only six of its 11 members present, the committee took no formal action but informally approved the idea in a 5-1 straw vote.

Board member Fred Gunther voted no, voicing concerns that the proposed rent was not enough based on the land's value.

Ed Spears, executive director of the CMPA board, said he would work with Beck to have a proposed lease in front of the full board on Wednesday.

YMCA memories

This is the first proposed development since the YMCA's efforts to construct a \$10 million building ended last month after weeks of heated debate, confusion and acrimony among CMPA board members and the City Council over the leasing process for property at the park.

Y officials ultimately aborted their campaign saying, "It's clear to us that the process is broken, if one exists at all."

CMPA board member Jim Reeves, who sits on the audit and operations committee, said the Beck project gives the board a chance to "overcome the

PARK PARCEL 1

Pensacola real estate broker Justin Beck wants to build an 18,000-square-foot building on Parcel 1 at the Community Maritime Park. He has proposed an annual rent to the city of more than \$39,000.



stigma of what happened with the YMCA."

Gregg Beck, the company's chairman and Justin's father, said he has "total confidence" in the mayor, City Council and CMPA.

Justin Beck said he was unfazed about that episode and simply wants to construct a building.

He said the idea to construct the building at the park originated with Clark Merritt, the city's Chief of Economic Opportunity and Sustainability.

The CMPA board's audit and operations committee is the first public body to hear the proposal.

The terms

Beck said he has modeled his proposed lease after the deal the board struck last year with Blue Wahoos owner and local philanthropist Quint Studer for his \$12 million office complex.

Under the terms Beck proposed in his letter of

intent:

» Annual rent payments would equal \$20 per square foot of space, or \$39,716, based on a property value of \$547,820. The rent would increase 7 percent every 5 years.

» Beck would pay \$3,971 in annual common area maintenance fees to the CMPA board. That fee would also increase 7 percent every 5 years.

» The building would include about 37 on-site parking spaces, which Beck said would fit the building's needs.

» Beck would maintain a public right-of-way allowing residents to access the waterfront from Parcel 1.

» He is seeking a 99-year lease to accommodate the proposed condos on the third floor.

» The building would use about 27,391 square feet of the parcel's total 32,670 square feet.

Under the current agreements that govern the park's operations, rent payments go to the city and the CMPA receives the common area maintenance fees.

Reeves expressed interest in including a provision that would require the city to pay the CMPA board 75 percent of the building's annual rent. The park board is facing a \$270,000 deficit this year and has been searching for cash.

A similar proposal was included in the deal Studer struck with the CMPA and the city last year.



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Pensacola,

Dr. Carol Whitcon

Jacque Dannreuther,



Exhibit C

Fred Gunther

From: William Van Horn <williamvnhorn@yahoo.com>
Sent: Tuesday, April 16, 2013 5:30 AM
To: Fred Gunther
Subject: Marintime Park

Good Morning Fred, After reading the proposal in today's paper I wonder if you are the only person with any knowledge., They are just trying to steal it at about \$110.00 per day. It's worth much more as a parking lot. They also want a 99 year lease. At these terms who wouldn't. Its sad no one has any Real Estate Knowledge but you. Why are these other people on the board with no real estate knowledge. Something is not right in the kitchen. You have a lot of good Old Boy's trying to steal it. You know I stay out of Pensacola Politics, but this is a joke and should insult peoples intelligence. Hang tough, but it looks like you have a tough uphill battle. Every one there has their connections. If you need me, just call. I will take it for that any day. Let me know the taxes and we will go after it. You are doing a great Job.

Good Luck,

Best Regards

Bill Van Horn
850-572-2800

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Exhibit D



April 17, 2013

Mr. Ed Spears
Executive Director of CMPA, Inc.
222 West Main Street
Pensacola, FL 32502

Re: Proposed Sub-Lease Terms - Parcel # 1 Community Maritime Park

Mr. Spears:

Please accept this proposed Letter of Intent, submitted on behalf of my client, Navy Crossings, LLC, for Parcel #1 at the Community Maritime Park. The offer is to lease the area shown on Exhibit "A".

Therefore, Navy Crossings, LLC is prepared to negotiate a written sub-lease agreement with respect to the Property referenced above, on the following business terms and conditions:

Lessor: City of Pensacola, Florida

Sub-Lessor: Community Maritime Park Associates, Inc.

Sub-Lessee: Navy Crossings, LLC and/or its assigns
PO Box 17341
Pensacola, FL 32522

Property: Parcel #1 of the Community Maritime Park Property. Lessee desires to lease approximately 27,391 usable, buildable square feet of land ("Lease Premises"). See Exhibit "A"

Use: Sub-Lessee intends to build a mixed-used Class "A" building
The development shall include its own on-site parking sufficient for the building usage.

Rent: Effective upon the issuance of a Certificate of Occupancy for the building, but no later than 18 months after receipt of all necessary permits, consents and approvals for construction and operation of an approximately

GUNTHER PROPERTIES, LLC
213 S BAYLEN STREET
PENSACOLA, FL 32502

P 850.433.0666
F 850.470.6397

www.guntherproperties.com

18,000 SF Mixed-Use building, Sub-Lessee agrees to pay annual Base Rent Equal to \$50,000. At the conclusion of every 5-year period rent shall increase 7%. The rental rate is determined by the following formula:

Value: \$689,705 (27,391 Leasable Square Feet multiplied by \$25.18)
Annual Rent: \$50,000 (\$689,705 multiplied by 7.25%)

Additional Rent: Effective upon the issuance of a Certificate of Occupancy for the building, but no later than 18 months after receipt of all necessary permits, consents and approvals for construction and operation of an approximately 18,000 SF Mixed-Use building, Sub-Lessee shall pay to Sub-lessor a fixed common area maintenance (CAM) expense equal to \$5,000. (10% of Annual Rent). At the conclusion of every 5-year period common area expense charge shall increase 7%.

Term: The term of the Ground Sub-Lease shall begin upon the commencement date and expire upon the natural termination of the Master Lease.

Parking: Sub-Lessee will construct adequate parking to accommodate the building's usage on site.

Renewal: Sub-Lessee shall have the right to renew the ground sub-lease agreement for an additional 45 years under the same terms and conditions, or as such time that assures residential uses have a 99 year lease.

Condition of Premises: Sub-Lessor shall, at its sole cost, deliver the Leased Premises to the Sub-Lessee in pre-graded condition with all utilities in place.

Contingencies: The Sub-Lease agreement shall be contingent upon Sub-Lessee receiving all necessary permits, consents and approvals for construction and operation of a 18,000 SF Mixed-Use building.

The sub-lease agreement shall be contingent upon Sub-Lessee's ability to obtain from a lender of its choice in the amount and terms acceptable to Sub-Lessee.

Entire Agreement: This Letter of Intent constitutes the entire understanding between the parties regarding the Transaction.

Sincerely,

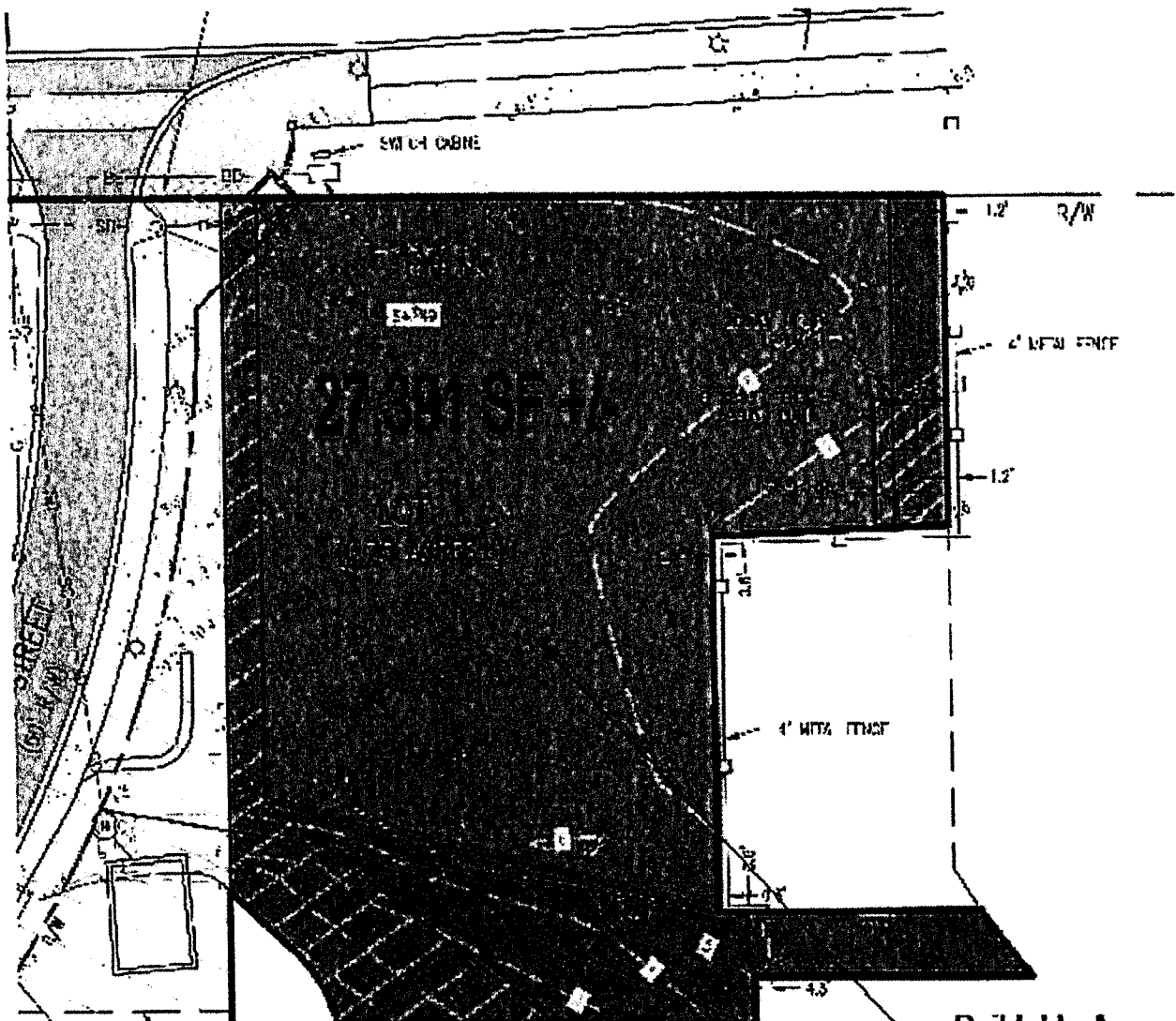


Fred Gunther, CCIM

Accepted by:


Navy Crossings, LLC Date 4/17/13

Exhibit A



Scale: 1" = 40'

Exhibit E

FLORIDA COMMISSION ON ETHICS



GUIDE to the
SUNSHINE AMENDMENT
and
CODE of ETHICS
for Public Officers and Employees

2012

State of Florida COMMISSION ON ETHICS



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Tallahassee

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Key West

Virilindia Doss
Executive Director
P.O. Drawer 15709
Tallahassee, FL 32317-5709
www.ethics.state.fl.us
(850) 488-7864*

*Please direct all requests for information to this number.

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I. HISTORY OF FLORIDA'S ETHICS LAWS

Florida has been a leader among the states in establishing ethics standards for public officials and recognizing the right of citizens to protect the public trust against abuse. Our state Constitution was revised in 1968 to require a code of ethics, prescribed by law, for all state employees and non-judicial officers prohibiting conflict between public duty and private interests.

Florida's first successful constitutional initiative resulted in the adoption of the Sunshine Amendment in 1976, providing additional constitutional guarantees concerning ethics in government. In the area of enforcement, the Sunshine Amendment requires that there be an independent commission (the Commission on Ethics) to investigate complaints concerning breaches of public trust by public officers and employees other than judges.

The Code of Ethics for Public Officers and Employees is found in Chapter 112 (Part III) of the Florida Statutes. Foremost among the goals of the Code is to promote the public interest and maintain the respect of the people for their government. The Code is also intended to ensure that public officials conduct themselves independently and impartially, not using their offices for private gain other than compensation provided by law. While seeking to protect the integrity of government, the Code also seeks to avoid the creation of unnecessary barriers to public service.

Criminal penalties, which initially applied to violations of the Code, were eliminated in 1974 in favor of administrative enforcement. The Legislature created the Commission on Ethics that year "to serve as guardian of the standards of conduct" for public officials, state and local. Five of the Commission's nine members are appointed by the Governor, and two each are appointed by the President of the Senate and Speaker of the House of Representatives. No more than five Commission members may be members of the same political party, and none may hold any public employment during their two-year terms of office. A chair is selected from among the members to serve a one-year term and may not succeed himself or herself.

II. ROLE OF THE COMMISSION ON ETHICS

In addition to its constitutional duties regarding the investigation of complaints, the Commission:

- Renders advisory opinions to public officials;
- Prescribes forms for public disclosure;
- Prepares mailing lists of public officials subject to financial disclosure for use by Supervisors of Elections and the Commission in distributing forms and notifying delinquent filers;
- Makes recommendations to disciplinary officials when appropriate for violations of ethics and disclosure laws, since it does not impose penalties;
- Administers the Executive Branch Lobbyist Registration and Reporting Law;
- Maintains financial disclosure filings of constitutional officers and state officers and employees;
- Administers automatic fines for public officers and employees who fail to timely file required annual financial disclosure;

III. THE ETHICS LAWS

The ethics laws generally consist of two types of provisions, those prohibiting certain actions or conduct and those requiring that certain disclosures be made to the public. The following descriptions of these laws have been simplified, in an effort to put people on notice of their requirements. Therefore, we also suggest that you review the wording of the actual law. Citations to the appropriate laws are contained in brackets. The laws summarized below apply generally to all public officers and employees, state and local, including members of advisory bodies. The principal exception to this broad coverage is the exclusion of judges, as they fall within the jurisdiction of the Judicial Qualifications Commission.

Public Service Commission members and employees, as well as members of the PSC Nominating Council, are subject to additional ethics standards that are enforced by the Commission on Ethics under Chapter 350, Florida Statutes. Further, members of the governing boards of charter schools are subject to some of the provisions of the Code of Ethics [Sec. 1002.33(25), Fla. Stat.], as are the officers, directors, chief executive officers and some employees of business entities that serve as the chief administrative or executive officer or employee of a political subdivision. [Sec. 112.3136, Fla. Stat.]

A. PROHIBITED ACTIONS OR CONDUCT

1. *Solicitation and Acceptance of Gifts*

Public officers, employees, local government attorneys, and candidates are prohibited from soliciting or accepting anything of value, such as a gift, loan, reward, promise of future employment, favor, or service, that is based on an understanding that their vote, official action, or judgment would be influenced by such gift. [Sec. 112.313(2), Fla. Stat.]

Persons required to file financial disclosure FORM 1 or FORM 6 (see Part III F of this brochure), and state procurement employees, are prohibited from soliciting any gift from a political committee, committee of continuous existence, lobbyist who has lobbied the official or his or her agency within the past 12 months, or the partner, firm, employer, or principal of such a lobbyist. [Sec. 112.3148, Fla. Stat.]

Persons required to file FORM 1 or FORM 6, and state procurement employees are prohibited from directly or indirectly **accepting** a gift worth more than \$100 from such a lobbyist, from a partner, firm, employer, or principal of the lobbyist, or from a political committee or committee of continuous existence. [Sec. 112.3148, Fla. Stat.]

However, effective in 2006 and notwithstanding Sec. 112.3148, Fla. Stat., no Executive Branch lobbyist or principal shall make, directly or indirectly, and no Executive Branch agency official who files FORM 1 or FORM 6 shall knowingly accept, directly or indirectly, **any expenditure** made for the purpose of lobbying. Typically, this would include gifts valued at less than \$100 that formerly were permitted under Section 112.3148, Fla. Stat. [Sec. 112.3215, Fla. Stat.] Similar rules apply to members and employees of the Legislature. However, these laws are not administered by the Commission on Ethics. [Sec. 11.045, Fla. Stat.]

2. *Unauthorized Compensation*

Public officers or employees, local government attorneys, and their spouses and minor children are prohibited from accepting any compensation, payment, or thing of value when they know, or with the exercise of reasonable care should know, that it is given to influence a vote or other official action. [Sec. 112.313(4), Fla. Stat.]

3. *Misuse of Public Position*

Public officers and employees, and local government attorneys are prohibited from corruptly using or attempting to use their official positions to obtain a special privilege or benefit for themselves or others. [Sec. 112.313(6), Fla. Stat.]

4. *Disclosure or Use of Certain Information*

Public officers and employees and local government attorneys are prohibited from disclosing or using information not available to the public and obtained by reason of their public positions for the personal benefit of themselves or others. [Sec. 112.313(8), Fla. Stat.]

5. *Solicitation or Acceptance of Honoraria*

Persons required to file financial disclosure FORM 1 or FORM 6 (see Part III F of this brochure), and state procurement employees, are prohibited from **soliciting** honoraria related to their public offices or duties. [Sec. 112.3149, Fla. Stat.]

Persons required to file FORM 1 or FORM 6, and state procurement employees, are prohibited from knowingly **accepting** an honorarium from a political committee, committee of continuous existence, lobbyist who has lobbied the person's agency within the past 12 months, or the partner, firm, employer, or principal of such a lobbyist. However, he or she may accept the payment of expenses related to an honorarium event from such individuals or entities, provided that the expenses are disclosed. See Part III F of this brochure. [Sec. 112.3149, Fla. Stat.]

Lobbyists and their partners, firms, employers, and principals, as well as political committees and committees of continuous existence, are prohibited from **giving** an honorarium to persons required to file FORM 1 or FORM 6 and to state procurement employees. Violations of this law may result in fines of up to \$5,000 and prohibitions against lobbying for up to two years. [Sec. 112.3149, Fla. Stat.]

However, notwithstanding Sec. 112.3149, Fla. Stat., no Executive Branch or legislative lobbyist or principal shall make, directly or indirectly, and no Executive Branch agency official who files FORM 1 or FORM 6 shall knowingly accept, directly or indirectly, **any expenditure** made for the purpose of lobbying. This may include honorarium event related expenses that formerly were permitted under Sec. 112.3149, Fla. Stat. [Sec. 112.3215, Fla. Stat.] Similar rules apply to members and employees of the Legislature. However, these laws are not administered by the Commission on Ethics. [Sec. 11.045, Fla. Stat.]

B. PROHIBITED EMPLOYMENT AND BUSINESS RELATIONSHIPS

1. *Doing Business With One's Agency*

(a) A public employee acting as a purchasing agent, or public officer acting in an official capacity, is prohibited from purchasing, renting, or leasing any realty, goods, or services for his or her agency from a business entity in which the officer or employee or his or her spouse or child own more than a 5% interest. [Sec. 112.313(3), Fla. Stat.]

(b) A public officer or employee, acting in a private capacity, also is prohibited from renting, leasing, or selling any realty, goods, or services to his or her own agency if the officer or employee is a state officer or employee, or, if he or she is an officer or employee of a political subdivision, to that subdivision or any of its agencies. [Sec. 112.313(3), Fla. Stat.]

2. *Conflicting Employment or Contractual Relationship*

(a) A public officer or employee is prohibited from holding any employment or contract with any business entity or agency regulated by or doing business with his or her public agency. [Sec. 112.313(7), Fla. Stat.]

(b) A public officer or employee also is prohibited from holding any employment or having a contractual relationship which will pose a frequently recurring conflict between the official's private interests and public duties or which will impede the full and faithful discharge of the official's public duties. [Sec. 112.313(7), Fla. Stat.]

(c) Limited exceptions to this prohibition have been created in the law for legislative bodies, certain special tax districts, drainage districts, and persons whose professions or occupations qualify them to hold their public positions. [Sec. 112.313(7)(a) and (b), Fla. Stat.]

3. *Exemptions—Pursuant to Sec. 112.313(12), Fla. Stat., the prohibitions against doing business with one's agency and having conflicting employment may not apply:*

(a) When the business is rotated among all qualified suppliers in a city or county.

(b) When the business is awarded by sealed, competitive bidding and neither the official nor his or her spouse or child have attempted to persuade agency personnel to enter the contract. NOTE: Disclosure of the interest of the official, spouse, or child and the nature of the business must be filed prior to or at the time of submission of the bid on Commission FORM 3A with the Commission on Ethics or Supervisor of Elections, depending on whether the official serves at the state or local level.

(c) When the purchase or sale is for legal advertising, utilities service, or for passage on a common carrier.

(d) When an emergency purchase must be made to protect the public health, safety, or welfare.

(e) When the business entity is the only source of supply within the political subdivision and there is full disclosure of the official's interest to the governing body on Commission FORM 4A.

(f) When the aggregate of any such transactions does not exceed \$500 in a calendar year.

(g) When the business transacted is the deposit of agency funds in a bank of which a county, city, or district official is an officer, director, or stockholder, so long as agency records show that the governing body has determined that the member did not favor his or her bank over other qualified banks.

(h) When the prohibitions are waived in the case of ADVISORY BOARD MEMBERS by the appointing person or by a two-thirds vote of the appointing body (after disclosure on Commission FORM 4A).

(i) When the public officer or employee purchases in a private capacity goods or services, at a price and upon terms available to similarly situated members of the general public, from a business entity which is doing business with his or her agency.

(j) When the public officer or employee in a private capacity purchases goods or services from a business entity which is subject to the regulation of his or her agency where the price and terms of the transaction are available to similarly situated members of the general public and the officer or employee makes full disclosure of the relationship to the agency head or governing body prior to the transaction.

4. *Additional Exemption*

No elected public officer is in violation of the conflicting employment prohibition when employed by a tax exempt organization contracting with his or her agency so long as the officer is not directly or indirectly compensated as a result of the contract, does not participate in any way in the decision to enter into the contract, abstains from voting on any matter involving the employer, and makes certain disclosures. [Sec. 112.313(15), Fla. Stat.]

5. *Lobbying State Agencies By Legislators*

A member of the Legislature is prohibited from representing another person or entity for compensation during his or her term of office before any state agency other than judicial tribunals. [Art. II, Sec. 8(e), Fla. Const., and Sec. 112.313(9), Fla. Stat.]

6. *Employees Holding Office*

A public employee is prohibited from being a member of the governing body which serves as his or her employer. [Sec. 112.313(10), Fla. Stat.]

7. *Professional and Occupational Licensing Board Members*

An officer, director, or administrator of a state, county, or regional professional or occupational organization or association, while holding such position, may not serve as a member of a state examining or licensing board for the profession or occupation. [Sec. 112.313(11), Fla. Stat.]

8. *Contractual Services: Prohibited Employment*

A state employee of the executive or judicial branches who participates in the decision-making process involving a purchase request, who influences the content of any specification or procurement standard, or who renders advice, investigation, or auditing, regarding his or her agency's contract for services, is prohibited from being employed with a person holding such a contract with his or her agency. [Sec. 112.3185(2), Fla. Stat.]

9. *Local Government Attorneys*

Local government attorneys, such as the city attorney or county attorney, and their law firms are prohibited from representing private individuals and entities before the unit of local government which they serve. A local government attorney cannot recommend or otherwise refer to his or her firm legal work involving the local government unit unless the attorney's contract authorizes or mandates the use of that firm. [Sec. 112.313(16), Fla. Stat.]

C. RESTRICTIONS ON APPOINTING, EMPLOYING, AND CONTRACTING WITH RELATIVES

1. *Anti-Nepotism Law*

A public official is prohibited from seeking for a relative any appointment, employment, promotion or advancement in the agency in which he or she is serving or over which the official exercises jurisdiction or control. No person may be appointed, employed, promoted, or advanced in or to a position in an agency if such action has been advocated by a related public official who is serving in or exercising jurisdiction or control over the agency; this includes relatives of members of collegial government bodies. NOTE: This prohibition does not apply to school districts (except as provided in Sec. 1012.23, Fla. Stat.), community colleges and state universities, or to appointments of boards other than those with land-planning or zoning responsibilities, in municipalities of fewer than 35,000 residents. Also, the

approval of budgets does not constitute "jurisdiction or control" for the purposes of this prohibition. This provision does not apply to volunteer emergency medical, firefighting, or police service providers. [Sec. 112.3135, Fla. Stat.]

2. Additional Restrictions

A state employee of the executive or judicial branch or the PSC is prohibited from directly or indirectly procuring contractual services for his or her agency from a business entity of which a relative is an officer, partner, director, or proprietor, or in which the employee, his or her spouse, and children own more than a 5% interest. [Sec. 112.3185(6), Fla. Stat.]

D. POST OFFICE HOLDING AND EMPLOYMENT (REVOLVING DOOR) RESTRICTIONS

1. Lobbying by Former Legislators, Statewide Elected Officers, and Appointed State Officers

A member of the Legislature or a statewide elected or appointed state official is prohibited for two years following vacation of office from representing another person or entity for compensation before the government body or agency of which the individual was an officer or member. [Art. II, Sec. 8(e), Fla. Const. and Sec. 112.313(9), Fla. Stat.]

2. Lobbying by Former State Employees

Certain employees of the executive and legislative branches of state government are prohibited from personally representing another person or entity for compensation before the agency with which they were employed for a period of two years after leaving their positions, unless employed by another agency of state government. [Sec. 112.313(9), Fla. Stat.] These employees include the following:

(a) Executive and legislative branch employees serving in the SENIOR MANAGEMENT SERVICE and SELECTED EXEMPT SERVICE, as well as any person employed by the DEPARTMENT OF THE LOTTERY having authority over policy or procurement.

(b) Persons serving in the following position classifications: the Auditor General; the director of the Office of Program Policy Analysis and Government Accountability (OPPAGA); the Sergeant at Arms and Secretary of the Senate; the Sergeant at Arms and Clerk of the House of Representatives; the executive director of the Legislative Committee on Intergovernmental Relations and the executive director and deputy executive director of the Commission on Ethics; an executive director, staff director, or deputy staff director of each joint committee, standing committee, or select committee of the Legislature; an executive director, staff director, executive assistant, legislative analyst, or attorney serving in the Office of the President of the Senate, the Office of the Speaker of the House of Representatives, the Senate Majority Party Office, the Senate Minority Party Office, the House Majority Party Office, the House Minority Party Office; the Chancellor and Vice-Chancellors of the State University System; the general counsel to the Board of Regents; the president, vice presidents, and deans of each state university; any person hired on a contractual basis and having the power normally conferred upon such persons, by whatever title; and any person having the power normally conferred upon the above positions.

This prohibition does not apply to a person who was employed by the Legislature or other agency prior to July 1, 1989; who was a defined employee of the SUS or the PSC who held such employment on December 31, 1994; or who reached normal retirement age and retired by July 1, 1991. It does apply to OPS employees.

PENALTIES: Persons found in violation of this section are subject to the penalties contained in the Code (see PENALTIES, Part V) as well as a civil penalty in an amount equal to the compensation which the person received for the prohibited conduct. [Sec. 112.313(9)(a)5, Fla. Stat.]

3. *Additional Restrictions on Former State Employees*

A former executive or judicial branch employee or PSC employee is prohibited from having employment or a contractual relationship, at any time after retirement or termination of employment, with any business entity (other than a public agency) in connection with a contract in which the employee participated personally and substantially by recommendation or decision while a public employee. [Sec. 112.3185(3), Fla. Stat.]

A former executive or judicial branch employee or PSC employee who has retired or terminated employment is prohibited from having any employment or contractual relationship for two years with any business entity (other than a public agency) in connection with a contract for services which was within his or her responsibility while serving as a state employee. [Sec. 112.3185(4), Fla. Stat.]

Unless waived by the agency head, a former executive or judicial branch employee or PSC employee may not be paid more for contractual services provided by him or her to the former agency during the first year after leaving the agency than his or her annual salary before leaving. [Sec. 112.3185(5), Fla. Stat.]

These prohibitions do not apply to PSC employees who were so employed on or before Dec. 31, 1994.

4. *Lobbying by Former Local Government Officers and Employees*

A person elected to county, municipal, school district, or special district office is prohibited from representing another person or entity for compensation before the government body or agency of which he or she was an officer for two years after leaving office. Appointed officers and employees of counties, municipalities, school districts, and special districts may be subject to a similar restriction by local ordinance or resolution. [Sec. 112.313(13) and (14), Fla. Stat.]

E. VOTING CONFLICTS OF INTEREST

No state public officer is prohibited from voting in an official capacity on any matter. However, a state public officer who votes on a measure which inures to his or her special private gain or loss, or which the officer knows would inure to the special private gain or loss of any principal by whom he or she is retained, of the parent organization or subsidiary of a corporate principal by which he or she is retained, of a relative, or of a business associate, must file a memorandum of voting conflict on Commission Form 8A with the recording secretary within 15 days after the vote occurs, disclosing the nature of his or her interest in the matter.

No county, municipal, or other local public officer shall vote in an official capacity upon any measure which would inure to his or her special private gain or loss, or which the officer knows would inure to the special private gain or loss of any principal by whom he or she is retained, of the parent organization or subsidiary of a corporate principal by which he or she is retained, of a relative, or of a business associate. The officer must publicly announce the nature of his or her interest before the vote and must file a memorandum of voting conflict on Commission Form 8B with the meeting's recording officer within 15 days after the vote occurs disclosing the nature of his or her interest in the matter. However, members of community redevelopment agencies and district officers elected on a one-acre, one-vote basis are not required to abstain when voting in that capacity.

No appointed state or local officer shall participate in any matter which would inure to the officer's special private gain or loss, the special private gain or loss of any principal by whom he or she is retained, of the parent organization or subsidiary of a corporate principal by which he or she is retained, of a relative, or of a business associate, without first disclosing the nature of his or her interest in the matter. The memorandum of voting conflict (Commission Form

8A or 8B) must be filed with the meeting's recording officer, be provided to the other members of the agency, and be read publicly at the next meeting.

If the conflict is unknown or not disclosed prior to the meeting, the appointed official must orally disclose the conflict at the meeting when the conflict becomes known. Also, a written memorandum of voting conflict must be filed with the meeting's recording officer within 15 days of the disclosure being made and must be provided to the other members of the agency with the disclosure being read publicly at the next scheduled meeting. [Sec. 112.3143, Fla. Stat.]

F. DISCLOSURES

Conflicts of interest may occur when public officials are in a position to make decisions that affect their personal financial interests. This is why public officers and employees, as well as candidates who run for public office, are required to publicly disclose their financial interests. The disclosure process serves to remind officials of their obligation to put the public interest above personal considerations. It also helps citizens to monitor the considerations of those who spend their tax dollars and participate in public policy decisions or administration.

All public officials and candidates do not file the same degree of disclosure; nor do they all file at the same time or place. Thus, care must be taken to determine which disclosure forms a particular official or candidate is required to file.

The following forms are described below to set forth the requirements of the various disclosures and the steps for correctly providing the information in a timely manner.

1. *FORM 1 - Limited Financial Disclosure*

Who Must File:

Persons required to file FORM 1 include all state officers, local officers, candidates for local elective office, and specified state employees as defined below (other than those officers who are required by law to file FORM 6).

STATE OFFICERS include:

- 1) Elected public officials not serving in a political subdivision of the state and any person appointed to fill a vacancy in such office, unless required to file full disclosure on Form 6.
- 2) Appointed members of each board, commission, authority, or council having statewide jurisdiction, excluding members of solely advisory bodies; but including judicial nominating commission members; directors of Enterprise Florida, Scripps Florida Funding Corporation, Workforce Florida, and Space Florida; members of the Council on the Social Status of Black Men and Boys; and governors and senior managers of Citizens Property Insurance Corporation and Florida Workers' Compensation Joint Underwriting Association.
- 3) The Commissioner of Education, members of the State Board of Education, the Board of Governors, and the local boards of trustees and presidents of state universities.

LOCAL OFFICERS include:

- 1) Persons elected to office in any political subdivision (such as municipalities, counties, and special districts) and any person appointed to fill a vacancy in such office, unless required to file full disclosure on Form 6.

2) Appointed members of the following boards, councils, commissions, authorities, or other bodies of any county, municipality, school district, independent special district, or other political subdivision: the governing body of the subdivision; an expressway authority or transportation authority; a community college or junior college district board of trustees; a board having the power to enforce local code provisions; a board of adjustment; a planning or zoning board having the power to recommend, create, or modify land planning or zoning within the political subdivision, except for citizen advisory committees, technical coordinating committees, and similar groups who only have the power to make recommendations to planning or zoning boards; a pension board or retirement board empowered to invest pension or retirement funds or to determine entitlement to or amount of a pension or other retirement benefit.

3) Any other appointed member of a local government board who is required to file a statement of financial interests by the appointing authority or the enabling legislation, ordinance, or resolution creating the board.

4) Persons holding any of these positions in local government: mayor; county or city manager; chief administrative employee of a county, municipality, or other political subdivision; county or municipal attorney; chief county or municipal building inspector; county or municipal water resources coordinator; county or municipal pollution control director; county or municipal environmental control director; county or municipal administrator with power to grant or deny a land development permit; chief of police; fire chief; municipal clerk; appointed district school superintendent; community college president; district medical examiner; purchasing agent (regardless of title) having the authority to make any purchase exceeding \$20,000 for the local governmental unit.

5) Members of governing boards of charter schools operated by a city or other public entity.

6) The officers, directors, and chief executive officer of a corporation, partnership, or other business entity that is serving as the chief administrative or executive officer or employee of a political subdivision, and any business entity employee who is acting as the chief administrative or executive officer or employee of the political subdivision. [Sec. 112.3136, Fla. Stat.]

SPECIFIED STATE EMPLOYEE includes:

1) Employees in the Office of the Governor or of a Cabinet member who are exempt from the Career Service System, excluding secretarial, clerical, and similar positions.

2) The following positions in each state department, commission, board, or council: secretary or state surgeon general, assistant or deputy secretary, executive director, assistant or deputy executive director, and anyone having the power normally conferred upon such persons, regardless of title.

3) The following positions in each state department or division: director, assistant or deputy director, bureau chief, assistant bureau chief, and any person having the power normally conferred upon such persons, regardless of title.

4) Assistant state attorneys, assistant public defenders, public counsel, full-time state employees serving as counsel or assistant counsel to a state agency, a deputy chief judge of compensation claims, a judge of compensation claims, administrative law judges, and hearing officers.

5) The superintendent or director of a state mental health institute established for training and research in the mental health field, or any major state institution or facility established for corrections, training, treatment, or rehabilitation.

6) State agency business managers, finance and accounting directors, personnel officers, grant coordinators, and purchasing agents (regardless of title) with power to make a purchase exceeding \$20,000.

7) The following positions in legislative branch agencies: each employee (other than those employed in maintenance, clerical, secretarial, or similar positions and legislative assistants exempted by the presiding officer of their house); and each employee of the Commission on Ethics.

What Must Be Disclosed:

FORM 1 requirements are set forth fully on the form. In general, this includes the reporting person's sources and types of financial interests, such as the names of employers and addresses of real property holdings. **NO DOLLAR VALUES ARE REQUIRED TO BE LISTED.** In addition, the form requires the disclosure of certain relationships with, and ownership interests in, specified types of businesses such as banks, savings and loans, insurance companies, and utility companies.

When to File:

CANDIDATES for elected local office must file FORM 1 together with and at the same time they file their qualifying papers. STATE and LOCAL OFFICERS and SPECIFIED STATE EMPLOYEES are required to file disclosure by July 1 of each year. They also must file within thirty days from the date of appointment or the beginning of employment. Those appointees requiring Senate confirmation must file prior to confirmation.

Where to File:

Each LOCAL OFFICER files FORM 1 with the Supervisor of Elections in the county in which he or she permanently resides.

A STATE OFFICER or SPECIFIED STATE EMPLOYEE files with the Commission on Ethics. [Sec. 112.3145, Fla. Stat.]

2. *FORM 1F - Final Form 1 Limited Financial Disclosure*

FORM 1F is the disclosure form required to be filed within 60 days after a public officer or employee required to file FORM 1 leaves his or her public position. The form covers the disclosure period between January 1 and the last day of office or employment within that year.

3. *FORM 2 - Quarterly Client Disclosure*

The state officers, local officers, and specified state employees listed above, as well as elected constitutional officers, must file a FORM 2 if they or a partner or associate of their professional firm represent a client for compensation before an agency at their level of government.

A FORM 2 disclosure includes the names of clients represented by the reporting person or by any partner or associate of his or her professional firm for a fee or commission before agencies at the reporting person's level of government. Such representations **DO NOT INCLUDE** appearances in ministerial matters, appearances before judges of compensation claims, or representations on behalf of one's agency in one's official capacity. Nor does the term include the preparation and filing of forms and applications merely for the purpose of obtaining or transferring a license, so long as the issuance of the license does not require a variance, special consideration, or a certificate of public convenience and necessity.

When to File:

This disclosure should be filed quarterly, by the end of the calendar quarter following the calendar quarter during which a reportable representation was made. FORM 2 need not be filed merely to indicate that no reportable representations occurred during the preceding quarter; it should be filed ONLY when reportable representations were made during the quarter.

Where To File:

LOCAL OFFICERS file with the Supervisor of Elections of the county in which they permanently reside.

STATE OFFICERS and SPECIFIED STATE EMPLOYEES file with the Commission on Ethics. [Sec. 112.3145(4), Fla. Stat.]

4. *FORM 6 - Full and Public Disclosure*

Who Must File:

Persons required by law to file FORM 6 include all elected constitutional officers and candidates for such office; the mayor and members of the city council and candidates for these offices in Jacksonville; the Duval County Superintendent of Schools; judges of compensation claims; and members of the Florida Housing Finance Corporation Board and the Florida Prepaid College Board; and members of expressway authorities, transportation authorities, bridge authorities or toll authorities created pursuant to Ch. 348, 343, or 349, or other legislative enactment.

What Must be Disclosed:

FORM 6 is a detailed disclosure of assets, liabilities, and sources of income over \$1,000 and their values, as well as net worth. Officials may opt to file their most recent income tax return in lieu of listing sources of income but still must disclose their assets, liabilities, and net worth. In addition, the form requires the disclosure of certain relationships with, and ownership interests in, specified types of businesses such as banks, savings and loans, insurance companies, and utility companies.

When and Where To File:

Incumbent officials must file FORM 6 annually by July 1 with the Commission on Ethics. CANDIDATES must file with the officer before whom they qualify at the time of qualifying. [Art. II, Sec. 8(a) and (i), Fla. Const., and Sec. 112.3144, Fla. Stat.]

5. *FORM 6F - Final Form 6 Full and Public Disclosure*

This is the disclosure form required to be filed within 60 days after a public officer or employee required to file FORM 6 leaves his or her public position. The form covers the disclosure period between January 1 and the last day of office or employment within that year.

6. *FORM 9 - Quarterly Gift Disclosure*

Each person required to file FORM 1 or FORM 6, and each state procurement employee, must file a FORM 9, Quarterly Gift Disclosure, with the Commission on Ethics on the last day of any calendar quarter following the

calendar quarter in which he or she received a gift worth more than \$100, other than gifts from relatives, gifts prohibited from being accepted, gifts primarily associated with his or her business or employment, and gifts otherwise required to be disclosed. FORM 9 NEED NOT BE FILED if no such gift was received during the calendar quarter.

Information to be disclosed includes a description of the gift and its value, the name and address of the donor, the date of the gift, and a copy of any receipt for the gift provided by the donor. [Sec. 112.3148, Fla. Stat.]

7. FORM 10 - Annual Disclosure of Gifts from Government Agencies and Direct-Support Organizations and Honorarium Event Related Expenses

State government entities, airport authorities, counties, municipalities, school boards, water management districts, the South Florida Regional Transportation Authority, and the Technological Research and Development Authority may give a gift worth more than \$100 to a person required to file FORM 1 or FORM 6, and to state procurement employees, if a public purpose can be shown for the gift. Also, a direct-support organization for a governmental entity may give such a gift to a person who is an officer or employee of that entity. These gifts are to be reported on FORM 10, to be filed by July 1.

The governmental entity or direct-support organization giving the gift must provide the officer or employee with a statement about the gift no later than March 1 of the following year. The officer or employee then must disclose this information by filing a statement by July 1 with his or her annual financial disclosure that describes the gift and lists the donor, the date of the gift, and the value of the total gifts provided during the calendar year. State procurement employees file their statements with the Commission on Ethics. [Sec. 112.3148, Fla. Stat.]

In addition, a person required to file FORM 1 or FORM 6, or a state procurement employee, who receives expenses or payment of expenses related to an honorarium event from someone who is prohibited from giving him or her an honorarium, must disclose annually the name, address, and affiliation of the donor, the amount of the expenses, the date of the event, a description of the expenses paid or provided, and the total value of the expenses on FORM 10. The donor paying the expenses must provide the officer or employee with a statement about the expenses within 60 days of the honorarium event.

The disclosure must be filed by July 1, for expenses received during the previous calendar year, with the officer's or employee's FORM 1 or FORM 6. State procurement employees file their statements with the Commission on Ethics. [Sec. 112.3149, Fla. Stat.]

However, notwithstanding Sec. 112.3149, Fla. Stat., no executive branch or legislative lobbyist or principal shall make, directly or indirectly, and no executive branch agency who files FORM 1 or FORM 6 shall knowingly accept, directly or indirectly, **any expenditure** made for the purpose of lobbying. This may include honorarium event related expenses that formerly were permitted under Section 112.3149. [Sec. 112.3215, Fla. Stat.] Similar prohibitions apply to legislative officials and employees. However, these laws are not administered by the Commission on Ethics [Sec. 11.045, Fla. Stat.]

8. FORM 30 - Donor's Quarterly Gift Disclosure

As mentioned above, the following persons and entities generally are prohibited from giving a gift worth more than \$100 to a reporting individual (a person required to file FORM 1 or FORM 6) or to a state procurement employee: a political committee or committee of continuous existence; a lobbyist who lobbies the reporting individual's or procurement employee's agency; and the partner, firm, employer, or principal of such a lobbyist. If such person or entity makes a gift worth between \$25 and \$100 to a reporting individual or state procurement employee (that is not

accepted in behalf of a governmental entity or charitable organization), the gift should be reported on FORM 30. The donor also must notify the recipient at the time the gift is made that it will be reported.

The FORM 30 should be filed by the last day of the calendar quarter following the calendar quarter in which the gift was made. If the gift was made to an individual in the legislative branch, FORM 30 should be filed with the Lobbyist Registrar. If the gift was to any other reporting individual or state procurement employee, FORM 30 should be filed with the Commission on Ethics.

However, notwithstanding Section 112.3148, Fla. Stat., no executive branch lobbyist or principal shall make, directly or indirectly, and no executive branch agency official or employee who files FORM 1 or FORM 6 shall knowingly accept, directly or indirectly, **any expenditure** made for the purpose of lobbying. This may include gifts that formerly were permitted under Section 112.3148. [Sec. 112.3215, Fla. Stat.] Similar prohibitions apply to legislative officials and employees. However, these laws are not administered by the Commission on Ethics [Sec. 11.045, Fla. Stat.]

9. FORM 1X AND FORM 6X - Amendments to Form 1 and Form 6

These forms are provided for officers or employees who want to amend their previously filed Form 1 or Form 6.

IV. AVAILABILITY OF FORMS

LOCAL OFFICERS and EMPLOYEES who must file FORM 1 annually will be sent the form by mail from the Supervisor of Elections in the county in which they permanently reside not later than JUNE 1 of each year. Newly elected and appointed officials or employees should contact the head of their agencies for copies of the form or download it from www.ethics.state.fl.us, as should those persons who are required to file their final disclosure statements within 60 days of leaving office or employment.

ELECTED CONSTITUTIONAL OFFICERS, OTHER STATE OFFICERS, and SPECIFIED STATE EMPLOYEES who must file annually FORM 1 or 6 will be sent these forms by mail from the Commission on Ethics by JUNE 1 of each year. Newly elected and appointed officers and employees should contact the heads of their agencies or the Commission on Ethics for copies of the form or download it from www.ethics.state.fl.us, as should those persons who are required to file their final disclosure statements within 60 days of leaving office or employment.

Any person needing one or more of the other forms described here may also obtain them from a Supervisor of Elections or from the Commission on Ethics, P.O. Drawer 15709, Tallahassee, Florida 32317-5709. They are also available on the Commission's website: www.ethics.state.fl.us.

V. PENALTIES

A. Non-criminal Penalties for Violation of the Sunshine Amendment and the Code of Ethics

There are no criminal penalties for violation of the Sunshine Amendment and the Code of Ethics. Penalties for violation of these laws may include: impeachment, removal from office or employment, suspension, public censure, reprimand, demotion, reduction in salary level, forfeiture of no more than one-third salary per month for no more than twelve months, a civil penalty not to exceed \$10,000, and restitution of any pecuniary benefits received.

B. Penalties for Candidates

CANDIDATES for public office who are found in violation of the Sunshine Amendment or the Code of Ethics may be subject to one or more of the following penalties: disqualification from being on the ballot, public censure, reprimand, or a civil penalty not to exceed \$10,000.

C. Penalties for Former Officers and Employees

FORMER PUBLIC OFFICERS or EMPLOYEES who are found in violation of a provision applicable to former officers or employees or whose violation occurred prior to such officer's or employee's leaving public office or employment may be subject to one or more of the following penalties: public censure and reprimand, a civil penalty not to exceed \$10,000, and restitution of any pecuniary benefits received. [Sec. 112.317, Fla. Stat.]

D. Penalties for Lobbyists and Others

An executive branch lobbyist who has failed to comply with the Executive Branch Lobbying Registration law (see Part VIII) may be fined up to \$5,000, reprimanded, censured, or prohibited from lobbying executive branch agencies for up to two years. Lobbyists, their employers, principals, partners, and firms, and political committees and committees of continuous existence who give a prohibited gift or honorarium or fail to comply with the gift reporting requirements for gifts worth between \$25 and \$100, may be penalized by a fine of not more than \$5,000 and a prohibition on lobbying, or employing a lobbyist to lobby, before the agency of the public officer or employee to whom the gift was given for up to two years.

Executive Branch lobbying firms that fail to timely file their quarterly compensation reports may be fined \$50 per day per principal for each day the report is late, up to a maximum fine of \$5,000 per report.

E. Felony Convictions: Forfeiture of Retirement Benefits

Public officers and employees are subject to forfeiture of all rights and benefits under the retirement system to which they belong if convicted of certain offenses. The offenses include embezzlement or theft of public funds; bribery; felonies specified in Chapter 838, Florida Statutes; impeachable offenses; and felonies committed with intent to defraud the public or their public agency. [Sec. 112.3173, Fla. Stat.]

F. Automatic Penalties for Failure to File Annual Disclosure

Public officers and employees required to file either Form 1 or Form 6 annual financial disclosure are subject to automatic fines of \$25 for each day late the form is filed after September 1, up to a maximum penalty of \$1,500. [Sec. 112.3144 and 112.3145, Fla. Stat.]

VI. ADVISORY OPINIONS

Conflicts of interest may be avoided by greater awareness of the ethics laws on the part of public officials and employees through advisory assistance from the Commission on Ethics.

A. Who Can Request an Opinion

Any public officer, candidate for public office, or public employee in Florida who is in doubt about the applicability of the standards of conduct or disclosure laws to himself or herself, or anyone who has the power to hire or terminate another public employee, may seek an advisory opinion from the Commission about himself or herself or that employee.

B. How to Request an Opinion

Opinions may be requested by letter presenting a question based on a real situation and including a detailed description of the situation. Opinions are issued by the Commission and are binding on the conduct of the person who is the subject of the opinion, unless material facts were omitted or misstated in the request for the opinion. Published opinions will not bear the name of the persons involved unless they consent to the use of their names.

C. How to Obtain Published Opinions

All of the Commission's opinions are available for viewing or download at its website:
www.ethics.state.fl.us.

VII. COMPLAINTS

A. Citizen Involvement

The Commission on Ethics cannot conduct investigations of alleged violations of the Sunshine Amendment or the Code of Ethics unless a person files a sworn complaint with the Commission alleging such violation has occurred.

If you have knowledge that a person in government has violated the standards of conduct or disclosure laws described above, you may report these violations to the Commission by filing a sworn complaint on the form prescribed by the Commission and available for download at www.ethics.state.fl.us. Otherwise, the Commission is unable to take action, even after learning of such misdeeds through newspaper reports or telephone calls.

Should you desire assistance in obtaining or completing a complaint form (FORM 50), you may receive either by contacting the Commission office at the address or phone number shown on the inside front cover of this booklet.

B. Confidentiality

The complaint, as well as all proceedings and records relating to the complaint, is confidential until the accused requests that such records be made public or until the complaint reaches a stage in the Commission's proceedings where it becomes public. This means that unless the Commission receives a written waiver of confidentiality from the accused, the Commission is not free to release any documents or to comment on a complaint to members of the public or press, so long as the complaint remains in a confidential stage.

IN NO EVENT MAY A COMPLAINT BE FILED OR DISCLOSED WITH RESPECT TO A CANDIDATE OR ELECTION WITHIN FIVE DAYS PRECEDING THE ELECTION DATE.

C. How the Complaint Process Works

The Commission staff must forward a copy of the original sworn complaint to the accused within five days of its receipt. Any subsequent sworn amendments to the complaint also are transmitted within five days of their receipt.

Once a complaint is filed, it goes through three procedural stages under the Commission's rules. The first stage is a determination of whether the allegations of the complaint are legally sufficient, that is, whether they indicate a possible violation of any law over which the Commission has jurisdiction. If the complaint is found not to be legally sufficient, the Commission will order that the complaint be dismissed without investigation, and all records relating to the complaint will become public at that time.

If the complaint is found to be legally sufficient, a preliminary investigation will be undertaken by the investigative staff of the Commission. The second stage of the Commission's proceedings involves this preliminary investigation and a decision by the Commission as to whether there is probable cause to believe that there has been a violation of any of the ethics laws. If the Commission finds no probable cause to believe there has been a violation of the ethics laws, the complaint will be dismissed and will become a matter of public record. If the Commission finds probable cause to believe there has been a violation of the ethics laws, the complaint becomes public and usually enters the third stage of proceedings. This stage requires the Commission to decide whether the law was actually violated and, if so, whether a penalty should be recommended. At this stage, the accused has the right to request a public hearing (trial) at which evidence is presented or the Commission may order that such a hearing be held. Public hearings usually are held in or near the area where the alleged violation occurred.

When the Commission concludes that a violation has been committed, it issues a public report of its findings and may recommend one or more penalties to the appropriate disciplinary body or official.

When the Commission determines that a person has filed a complaint with knowledge that the complaint contains one or more false allegations or with reckless disregard for whether the complaint contains false allegations, the complainant will be liable for costs plus reasonable attorney's fees incurred by the person complained against. The Department of Legal Affairs may bring a civil action to recover such fees and costs, if they are not paid voluntarily within 30 days.

D. Dismissal of Complaints At Any Stage of Disposition

The Commission may, at its discretion, dismiss any complaint at any stage of disposition should it determine that the public interest would not be served by proceeding further, in which case the Commission will issue a public report stating with particularity its reasons for the dismissal. [Sec. 112.324(11), Fla. Stat.]

E. Statute of Limitations

All sworn complaints alleging a violation of the Sunshine Amendment or the Code of Ethics must be filed with the Commission within five years of the alleged violation or other breach of the public trust. Time starts to run on the day AFTER the violation or breach of public trust is committed. The statute of limitations is tolled on the day a sworn complaint is filed with the Commission. If a complaint is filed and the statute of limitations has run, the complaint will be dismissed. [Sec. 112.3231, Fla. Stat.]

VIII. EXECUTIVE BRANCH LOBBYING

Any person who, for compensation and on behalf of another, lobbies an agency of the executive branch of state government with respect to a decision in the area of policy or procurement may be required to register as an executive branch lobbyist. Registration is required before lobbying an agency and is renewable annually. In addition, each lobbying firm must file a compensation report with the Commission for each calendar quarter during any portion of which one or more of the firm's lobbyists were registered to represent a principal. As noted above, no executive branch lobbyist or principal can make, directly or indirectly, and no executive branch agency official or employee who files FORM 1 or FORM 6 can knowingly accept, directly or indirectly, **any expenditure** made for the purpose of lobbying. [Sec. 112.3215, Fla. Stat.]

Paying an executive branch lobbyist a contingency fee based upon the outcome of any specific executive branch action, and receiving such a fee, is prohibited. A violation of this prohibition is a first degree misdemeanor, and the amount received is subject to forfeiture. This does not prohibit sales people from receiving a commission. [Sec. 112.3217, Fla. Stat.]

Executive branch departments, state universities, community colleges, and water management districts are prohibited from using public funds to retain an executive branch (or legislative branch) lobbyist, although these agencies may use full-time employees as lobbyists. [Sec. 11.062, Fla. Stat.]

Additional information about the executive branch lobbyist registration system may be obtained by contacting the Lobbyist Registrar at the following address:

Executive Branch Lobbyist Registration
Room G-68, Claude Pepper Building
111 W. Madison Street
Tallahassee, FL 32399-1425
Phone: 850/922-4987

IX. WHISTLE-BLOWER'S ACT

In 1986, the Legislature enacted a "Whistle-blower's Act" to protect employees of agencies and government contractors from adverse personnel actions in retaliation for disclosing information in a sworn complaint alleging certain types of improper activities. Since then, the Legislature has revised this law to afford greater protection to these employees.

While this language is contained within the Code of Ethics, the Commission has no jurisdiction or authority to proceed against persons who violate this Act. Therefore, a person who has disclosed information alleging improper conduct governed by this law and who may suffer adverse consequences as a result should contact one or more of the following: the Office of the Chief Inspector General in the Executive Office of the Governor; the Department of Legal Affairs; the Florida Commission on Human Relations; or a private attorney. [Sec. 112.3187 - 112.31895, Fla. Stat.]

X. ADDITIONAL INFORMATION

As mentioned above, we suggest that you review the language used in each law for a more detailed understanding of Florida's ethics laws. The "Sunshine Amendment" is Article II, Section 8, of the Florida Constitution. The Code of Ethics for Public Officers and Employees is contained in Part III of Chapter 112, Florida Statutes.

Additional information about the Commission's functions and interpretations of these laws may be found in Chapter 34 of the Florida Administrative Code, where the Commission's rules are published, and in **The Florida Administrative Law Reports**, which until 2005 published many of the Commission's final orders. The Commission's rules, orders, and opinions also are available at www.ethics.state.fl.us.

If you are a public officer or employee concerned about your obligations under these laws, the staff of the Commission will be happy to respond to oral and written inquiries by providing information about the law, the Commission's interpretations of the law, and the Commission's procedures.

XI. ONLINE TRAINING

Through a project funded by the Florida Legislature, an online workshop addressing Florida's Code of Ethics, Sunshine Law, and Public Records Acts, is now available. See www.iog.learnsomething.com for current fees. Bulk purchase arrangements, including state and local government purchase orders, are available. For more information, visit www.ethics.state.fl.us.

Exhibit F

BYLAWS

OF

COMMUNITY MARITIME PARK ASSOCIATES, INC. (a Florida corporation not for profit)

Article I **Name and Office**

1. Name. The name of this corporation not for profit is the Community Maritime Park Associates, Inc. (the "Corporation").
2. Offices. The principal office of the Corporation shall be in the City of Pensacola, Florida, at such location as the Board of Trustees shall determine.

Article II **Not for Profit, Charitable Purposes**

1. Not for Profit Corporation. The Corporation is a not-for-profit corporation organized under the provisions of Chapter 617, *Florida Statutes*, and is irrevocably dedicated to and operated exclusively for nonprofit purposes, and no part of the income or assets of the Corporation shall be distributed to or inure to the benefit of any individual.
2. Charitable Purposes. The purpose for which this Corporation is organized is exclusively charitable within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"). In furtherance of such charitable purposes, the Corporation will operate for the benefit of and carry out the public purposes of the City of Pensacola, Florida (the "City"), and for such exclusively public purposes will undertake the development, improvement and operation of public amenities, public spaces and coordinating private economic development strategies on real property in the City of Pensacola, Escambia County, Florida, including approximately 31 acres bordered by Pensacola Bay on the south, Main Street on the north, and, as extended, Devilliers Street on the west and Spring Street on the east. In carrying out such purposes, the Corporation will coordinate public and private economic development strategies for promoting, encouraging and assisting with employment, educational opportunities and economic development in the City of Pensacola, Florida, all in furtherance of the development and social welfare of the area and its residents.

Article III
Trustees

1. General Powers and Duties. The business and property of the Corporation shall be managed by or under the direction of its Board of Trustees, which may exercise all such powers of the Corporation and do all such lawful acts and things on its behalf consistent with the provisions of the Articles of Incorporation of the Corporation, these Bylaws and applicable law.

2. Number, Qualification and Tenure. This Corporation shall have twelve (12) Trustees, a majority of whom shall be residents of the City of Pensacola, and one or more of whom may be members of the City Council of the City of Pensacola, Florida. The number of Trustees may be increased or decreased from time to time by the Bylaws of the Corporation, but shall never be less than seven (7). The City shall appoint all Trustees, subject, however, to the following: All Trustees in office at the effective date of the Amendment to Bylaws shall continue to serve the balance of their appointed term. The Trustees shall be appointed to replaced at the end of their current term pursuant to the appointment authority of the City. The Trustees shall be appointed for a term of three (3) years.

The Initial Trustees and term of office shall be:

<u>CMPA Appointees</u>	<u>Term</u>
Richard R. Baker	1 year
Lacey A. Collier	3 years
Rodney Jackson	3 years
Reverend Hugh King	2 years
William C. Merrill, Jr.	1 year
Susan Story	3 years
Eddie S. Todd, Jr.	2 years
Kathlyn M. White	2 years
<u>City Appointees</u>	<u>Term</u>
John R. Fogg	1 year
James E. Jones, M.D.	2 years
John W. Merting	3 years
Juanita Scott	1 year

3. Resignation. Any Trustee may resign at any time by giving written notice of such resignation to the Board of Trustees, or to its chairman, or to the Corporation.

4. Vacancies. Any vacancy in the Board of Trustees occurring during the year, including a vacancy created by an increase in the number of Trustees made by the Board of Trustees, shall be filled by an appointment by the City.

5. Meetings. All meetings of the Board of Trustees, whether annual, regular or special, and any meeting involving more than one Trustee, for a committee or otherwise, shall be public meetings. All such meetings shall be held in accordance with the provisions of Section 286.011, Florida Statutes, and shall be held pursuant to reasonable notice as required by such Statute.

The Trustees will hold annual meetings for the purpose of election of Trustees, election of officers and the transaction of other business. The Trustees will hold regular meetings no less frequently than quarter-annually, and will hold special meetings as may be called by the Chairman or at the request of three (3) Trustees.

6. Chairman. At all meetings of the Board of Trustees, the Chairman or Vice Chairman, or in their absence a chairman chosen by the Trustees present, shall preside.

7. Quorum. At all meetings of the Board of Trustees, a majority of the Trustees shall be necessary and sufficient to constitute a quorum for the transaction of business, and the act of a majority of the Trustees present at any meeting at which there is a quorum shall be the act of the Board of Trustees, except as may be otherwise specifically provided by statute or by these Bylaws. If at any meeting there is less than a quorum present, a majority of those present may adjourn the meeting from time to time, with notice of the time and place of the adjourned meeting given to all Trustees (with compliance with the statutory provisions set for the in paragraph 5 above). At any adjourned meeting at which a quorum shall be present, any business may be transacted which might have been transacted at the meeting as originally notified.

8. Contracts and Services. The Trustees of the Corporation may not be interested directly or indirectly in any contract relating to or incidental to the operations conducted by the Corporation. No person or other entity dealing with the Trustees or officers shall be obligated to inquire into the authority of the Trustees and officers to enter into and consummate any contract, transaction, or other action.

* 9. Compensation. Trustees shall not be compensated for services to the Corporation. (The Trustees may provide for the reimbursement to any Trustee of expenses incurred by a Trustee in furtherance of the duties of a Trustee.)

10. Removal of Trustees. Any Trustee may be removed from office by the City for lack of sympathy with its objectives, or for refusal to render reasonable assistance in carrying out its purposes. In the event of the removal of a Trustee, the City will appoint a new Trustee to the Board.

Article IV **Officers**

1. Number. The officers of the Corporation (all of whom, other than the Executive Director, shall be Trustees) shall be a Chairman, Vice Chairman, Executive Director, secretary, treasurer, and such other officers with such powers and duties not inconsistent with these Bylaws as may be appointed and determined by the Board of Trustees. Any person may hold two (2) or more offices at the same time.

2. Election, Term of Office, and Qualifications. The officers shall be elected by the Board of Trustees from among such persons as the Board of Trustees may see fit at the annual meeting of the Corporation. The term of office for an officer shall be two (2) years.

3. Vacancies. Any vacancy in the office of Chairman shall be filled immediately by the Vice Chairman. In case any other office of the Corporation becomes vacant by death, resignation, retirement, disqualification, or any other cause, a majority of the Trustees then in office may elect an officer to fill such vacancy, and the officer so elected shall hold office and serve until the annual meeting of Trustees next succeeding and until the election and qualification of his or her successor.

4. Chairman. The Chairman shall preside at all meetings of the Board of Trustees. The Chairman shall have and exercise general charge and supervision of the Corporation and shall do and perform such other duties as may be assigned to him or her by the Board of Trustees. The Chairman shall serve as an ex-officio member of all committees.

5. Vice Chairman. At the request of the Chairman, or in the event of the Chairman's absence or disability, the Vice Chairman shall perform the duties and possess and exercise the powers of the Chairman. The Vice Chairman shall have such other powers as the Board of Trustees may determine and shall perform such other duties as may be assigned to him or her by the Board of Trustees.

6. Executive Director. The Executive Director shall have the duties and responsibilities assigned to him or her by the Board of Trustees.

7. Secretary. The Secretary shall have charge of such books, documents, and papers as the Board of Trustees may determine. The Secretary shall attend and keep the minutes of all the meetings of the Board of Trustees. The Secretary may sign with the Chairman or Vice Chairman the name and on behalf of the Corporation, any contracts or agreements authorized by the Board of Trustees. The Secretary shall, in general, perform all the duties incident to the office of Secretary, subject to the control of the Board of Trustees, and shall do and perform such other duties as may be assigned to him or her by the Board of Trustees.

8. Treasurer. The Treasurer shall have the custody of all funds, property, and securities of the Corporation, subject to such regulations as may be imposed by the Board of Trustees. The Treasurer shall, in general, perform all the duties incident to the office of Treasurer, as such duties are prescribed by and are subject to the control of the Board of Trustees.

9. Salaries. No officer other than the Executive Director shall be compensated for services rendered to or for the Corporation in effecting one or more of its purposes. The

Executive Director shall be compensated in such amounts as shall be determined by the Board of Trustees.

10. Removal. Any officer may be removed from office by the affirmative vote of two-thirds (2/3) of all the Trustees at any regular or special meeting called for that purpose, subject, however to the following: If the officer is also a Trustee and is removed simultaneously as a Trustee, such removal shall be conducted and a replacement designated in accordance with the provisions of paragraph 10 of Article II hereof.

11. Indemnification. As provided in the Amended and Restated Articles of Incorporation, the Corporation shall be permitted to indemnify any officer or Trustee of the Corporation to the fullest extent permitted by applicable law.

Article V **General Provisions**

1. Agents and Representatives. The Board of Trustees may appoint such agents and representatives of the Corporation with such powers and to perform such acts or duties on behalf of the Corporation as the Board of Trustees may see fit, so far as may be consistent with these Bylaws, to the extent authorized or permitted by law.

2. Contracts. The Board of Trustees, except as in these Bylaws otherwise provided, may authorize any officer or agent to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation, and such authority may be general or confined to a specific instance. Unless so authorized by the Board of Trustees, no officer, agent, or employee shall have any power or authority to bind the Corporation by any contract or engagement, or to pledge its credit, or render it liable pecuniarily for any purpose or to any amount.

3. Year. The fiscal year of the Corporation shall be the same fiscal year as the fiscal year maintained by the City.

4. Investment. The Corporation shall have the right to retain all or any part of any securities or property acquired by it in whatever manner, and to invest and reinvest any funds held by it, according to the judgment of the Board of Trustees, without being restricted to the

class of investments which a Trustee is or may hereafter be permitted by law to make or any similar restriction; provided, however, that no action shall be taken by or on behalf of the Corporation if such action is a prohibited transaction or would result in the denial of the tax exemption under Section 501(c)(3) or Section 507 of the Internal Revenue Code of 1986 and its Regulations as they now exist or as they may hereafter be amended.

5. Amendments. The Board of Trustees shall have power to make, alter, or rescind the Bylaws of the Corporation by affirmative vote of a majority of the Board at a regular or special meeting of the Board of Trustees. The Articles of Incorporation may be amended in the manner provided by law.

Article VI **Advisory Committees**

1. Appointment, meetings, and quorum. The Board of Trustees may appoint from its number, or from among such persons as the Board may see fit, one or more advisory committees, and at any time may appoint additional members thereto. The Chairman of the Board of Trustees shall appoint the chairman of any such committee. The members and chairman of any such committee shall serve during the pleasure of the Board of Trustees. Such advisory committees shall advise and aid the officers of the Corporation in all matters designated by the Board of Trustees. Each such committee may, subject to the approval of the Board of Trustees, prescribe rules and regulations for the call and conduct of meetings of the committee and other matters relating to its procedure, subject to the requirements Section 286.011, Florida Statutes as described in Article III, paragraph 5 above. Unless otherwise provided in the resolution of the Board of Trustees establishing a committee, a majority of the committee members shall constitute a quorum, and the act of a majority of the members present and voting at a meeting at which a quorum is present shall be the act of the committee.

* 2. Compensation. The members of any advisory committee shall not be compensated for services to the Corporation; provided, however, (the Board of Trustees shall have power in its discretion to contract for and to pay reasonable compensation to any member

X of an advisory committee rendering unusual or exceptional services to the Corporation in effecting one or more of its purposes.)

Article VII
Prohibition Against Sharing in Corporate Earnings

No Trustee, officer, or employee of, or member of a committee of, or person connected with the Corporation, or any other private individual, shall receive at any time any of the net earnings or pecuniary profit from the operations of the Corporation. This shall not prevent the payment to any such person of such reasonable compensation for services rendered to or for the Corporation in effecting any of its purposes as shall be fixed by the Board of Trustees. No such person or persons shall be entitled to share in the distribution of any of the corporate assets upon the dissolution of the Corporation. Upon dissolution or winding up of the affairs of the Corporation, whether voluntary or involuntary, the assets of the Corporation, after all debts have been satisfied, then remaining in the hands of the Board of Trustees shall be distributed to the City of Pensacola, Florida.

Article VIII
Exempt Activities

Notwithstanding any other provision of these Bylaws, no Trustee, officer, employee, or representative of this Corporation shall take any action or carry on any activity by or on behalf of the Corporation not permitted to be taken or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code of 1986 and its Regulations as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of such Code and Regulations as they now exist or as they may hereafter be amended.

The foregoing Bylaws were amended and adopted by a vote of the Trustees at a duly called meeting on the 12th day of March, 2010.

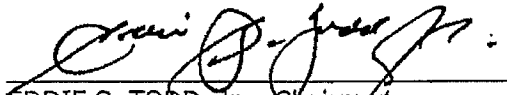

EDDIE S. TODD, Jr., Chairman

Exhibit G

PROPOSED
ORDINANCE NO. 07-11

ORDINANCE NO. 07-11

AN ORDINANCE
TO BE ENTITLED:

AN ORDINANCE CREATING SECTIONS 2-6-1 THROUGH 2-6-4 OF THE CODE OF THE CITY OF PENSACOLA, FLORIDA; PROVIDING FOR A CODE OF ETHICS FOR CITY OFFICIALS AND EMPLOYEES; PROVIDING DEFINITIONS, PROHIBITIONS AND ENFORCEABILITY; PROVIDING FOR SEVERABILITY; REPEALING CLAUSE; PROVIDING AN EFFECTIVE DATE.

WHEREAS, the citizens of the City of Pensacola adopted by referendum a new City Charter effective January 2010; and

WHEREAS, Section 9.01 of the City Charter provides, "The City Council shall, upon adoption of this Charter, enact by ordinance a Code of Ethics for all elected and appointed officers and employees of the City which shall set standards of conduct equal to or stronger than the standards of conduct established by law;" and

WHEREAS, the City recognizes and endorses the public's right to know the public's business; and

WHEREAS, Part III of Chapter 112, Florida Statutes, provides the state standard of ethics and requirements for public officials and employees, including local government officials and employees; and

WHEREAS, this Code of Ethics is intended to both incorporate and supplement the ethics requirements provided by state law, **NOW THEREFORE**,

BE IT ORDAINED BY THE CITY OF PENSACOLA, FLORIDA:

SECTION 1. Chapter 2-6, pertaining to a Code of Ethics, of the Code of the City of Pensacola, Florida, is hereby created to read as follows:

Chapter 2-6. Code of Ethics.

Sec. 2-6-1. There is hereby created a Code of Ethics for the City of Pensacola, which shall be applicable to all elected and appointed officials of the City, including all City employees, whether classified or unclassified, regardless of capacity of employment.

Sec. 2-6-2. Definitions.

1. "Appear" or "appear before" means to communicate in any form, including, without limitation, personally, through another person, by letter, or by telephone. This definition also applies to the noun form, "appearance."

2. "Appearance of a conflict of interest" means objective circumstances that would lead a reasonable person to conclude that a proposed decision by an individual official or employee may be reasonably criticized on the basis of bias, favoritism, or partiality, regardless of whether the circumstances meet the definition of a conflict of interest in Chapter 112, Part III, Florida Statutes.

3. "City" means the City of Pensacola, Florida.

4. "Commission on Ethics" means the Florida Commission on Ethics established and created by Article II, § 8(f) of the Florida Constitution, and §§ 112.3191 – 112.3241, Fla. Stat.

5. "Consultant" means an independent contractor or professional person or entity engaged by the City or advising a City official, and in a position to influence a City decision or action, or have access to confidential information.

6. "Financial benefit" includes any money, service, license, permit, contract, authorization, loan, travel, entertainment, hospitality, gratuity, or any promise of any of these, or anything else of value. This term does not include campaign contributions authorized by law. A "financial interest" is a relationship to something such that a direct or indirect financial benefit has been, will be, or might be received as a result of it.

7. A "gift" is a financial benefit as defined in Chapter 112, Part III, Florida Statutes.

8. "Household" includes anyone whose primary residence is in the official or employee's home, including non-relatives who are not rent payers or domestic employees.

9. An "interest in a contract" is a relationship to a contract such that a direct or indirect financial or other material benefit has been or will be received as a result of that contract. The official or employee does not need to be a party to the contract to have an interest in it. Indirect benefit includes a benefit to the official's family or outside business or employer.

10. "Ministerial act" means an action performed in a prescribed manner without the exercise of judgment or discretion as to the propriety of the act.

11. "Official or employee" means any elected or appointed official or employee of the City, whether paid or unpaid, and includes all members of a board, body, advisory board,

council, commission, agency, department, district, administration, division, bureau, committee, or subcommittee of the City. This definition includes members of council and the Mayor.

12. "Personal benefit" includes benefits other than those that are directly financially advantageous. These include financial benefits to relatives and business associates, as well as non-financial benefits to these people and to oneself, including such intangible matters as reputation and the success of one's career. A "personal interest" means a relationship to something such that a personal benefit has been, will be, or might be obtained by action or inaction with respect to it.

13. "Relative" means a spouse, child, step-child, brother, sister, parent or step-parent, or a person claimed as a dependent on the official or employee's latest individual federal income tax return.

14. "State Code of Ethics" means §112.311 through §112.326, Florida Statutes, as those provisions are interpreted and applied by the Florida Commission on Ethics, and as those provisions may be amended from time to time.

15. "Subordinate" means another official or employee over whose activities an official or employee has direction, supervision, or control.

Sec. 2-6-3. Prohibitions.

(a) All provisions of the State Code of Ethics are hereby adopted and incorporated by reference into the Code of the City of Pensacola, Florida, as they currently exist upon the effective date and as they may be modified or amended from time to time.

(b) The Code of Ethics adopted by the City Council in its rules and procedures of the City Council, effective at noon, January 10, 2011, applying to the members of Council and incorporating the Council's regulations of Council travel policies and procedures, as that Code of Ethics may be altered or amended by Council from time to time, is hereby adopted and incorporated by reference into this chapter.

(c) The Code of Ethics, adopted by the Mayor and applicable to all City employees within the Mayor's employment, as provided in the City of Pensacola Employment Manual, as that Code of Ethics may be altered or amended by the Mayor from time to time, is hereby adopted and incorporated by reference into the provisions of this chapter.

(d) All members of Council shall abstain from casting their vote and shall so declare upon the record and execute the appropriate form to be filed with the City Clerk, whenever they have established that they would have an appearance of a conflict of interest by casting such vote.

(e) The Mayor shall refrain from taking any action or conferring any benefit upon any person, group of persons or entity, when to do so would create a conflict of interest or circumstances establishing the appearance of a conflict of interest. In lieu of taking such action,

the Mayor shall designate an alternative decision-maker who shall have no interest in the transaction, no conflict of interest and no appearance of a conflict of interest, to execute the responsibility of the office of the Mayor in that matter.

(f) An official or employee must refrain from acting upon or participating in, formally or informally, a decision-making process with respect to any matter before the City, if acting on the matter, or failing to act upon the matter, may personally or financially be of personal benefit to himself, herself or a relative or business associate.

(g) An official or employee of the City of Pensacola may not, directly or indirectly, treat anyone, including himself or herself and his or her family or business associates, preferentially or in any other manner that is not generally accorded to City residents.

(h) An official or employee of the City of Pensacola, or a former official or employee, a contractor or a consultant, may not disclose any confidential information obtained formally or informally as part of his or her work for the City or due to his or her position with the City, or use any such confidential information to further his or her own or any other person or entity's personal or financial interests.

(i) No official or employee may promise an appointment or use his or her influence to obtain an appointment to any position as a reward for any political activity or contribution.

(j) No official or employee of the City of Pensacola may use, or permit others to use, any property owned by the City for profit or personal convenience or benefit, except (i) when such use is available to the public generally, or to a class of residents, on the same terms or conditions, (ii) when permitted by policies approved by the City's legislative body or executive, or (iii) when, in the conduct of official business, used in a purely incidental way for personal convenience. This applies not only to property such as vehicles, computers, office equipment, telephones and other tangible and intangible City property, but also to travel and other expense reimbursements, which may not be requested or spent on anything other than official business of the City.

(k) No official or employee in his or her official capacity may publicly endorse products or services in any manner that associates that official or employee with the City of Pensacola. A consultant retained by the City may not represent a person or entity other than the City in any matter, transaction, action, or proceeding in which the consultant participated personally and substantially as a consultant to the City; nor may a consultant represent a person or entity in any matter, transaction, action, or proceeding against the interest of the City unless the City provides a written waiver of any such conflict.

(l) No person seeking to become an official or employee, consultant or contractor of the City of Pensacola may make any false statement, submit any false document, or knowingly withhold information about wrongdoing in connection with employment by or rendering service to the City.

Sec. 2-6-4. Enforcement.

(a) The provisions of the State Code of Ethics are interpreted and enforced by the Commission on Ethics pursuant to state law.

(b) The provisions of the Code of Ethics adopted by the City Council in its Rules and Procedures of the City Council, shall be enforced by the City Council.

(c) The provisions of the Code of Ethics applicable to City employees as set forth in the City of Pensacola Employment Manual, shall be enforced by the Mayor.

(d) Enforcement of the remaining provisions of this Code of Ethics shall be enforced by the Mayor, if violated by any employee of the City of Pensacola, and by the City Council to the extent authorized by law if violated by the Mayor or any member of Council. Any violation of this Code may be subject to a penalty imposed by the City Council or the Mayor, as applicable, at their discretion.

SECTION 2. If any word, phrase, clause, paragraph, section or provision of this ordinance or the application thereof to any person or circumstance is held invalid or unconstitutional, such finding shall not affect the other provision or applications of the ordinance which can be given effect without the invalid or unconstitutional provisions or application, and to this end the provisions of this ordinance are declared severable.

SECTION 3. All ordinances or parts of ordinances in conflict herewith are hereby repealed to the extent of such conflict.

SECTION 4. This ordinance shall take effect immediately upon its passage by the City Council.

April 7, 2011

Passed: _____

Approved: Maren DeWeese
Council President

Attest:

Pricha L. Burnett
City Clerk

Legal in form and valid if
enacted:

Wm. D. Kelly
City Attorney



CITY COUNCIL MEMORANDUM

April 7, 2011

Members: Maren DeWeese, P.C. Wu, Sam Hall, John Jerralds, Larry B. Johnson,
Sherri Myers, Megan B. Pratt, Brian Spencer, Ronald P. Townsend

TO: City Council

FROM: Maren DeWeese, Council President *MD*

SUBJECT: Proposed Ordinance No. 07-11 – Code of Ethics

RECOMMENDATION:

That City Council approve Proposed Ordinance No. 07-11 on second reading.

SUMMARY:

Section 9.01 of the City Charter requires the City Council to adopt by ordinance a Code of Ethics applicable to all City Officers, employees and Council Members, which is to be at least as stringent as the statutory Code of Ethics provided by Florida Law.

PRIOR ACTION:

The City Council had previously adopted a Code of Ethics which is currently part of the City Council's Rules and Procedures applicable to Council Members, and the City administration has previously developed a Code of Ethics applicable to City employees, contained in the City's Employee Manual. In addition, Florida law currently provides an extensive Code of Ethics applicable to all elected officials, public officers and employees of the City, F.S. §112.311, et seq.

Council approved Proposed Ordinance No. 07-11 on first reading at its March 24, 2011 meeting.

FUNDING: Budget: N/A
Actual: N/A

ATTACHMENTS: Proposed Ordinance 07-11

PRESENTATION: No.

Published Daily-Pensacola, Escambia County, FL

PROOF OF PUBLICATION

State of Florida

County of Escambia:

Before the undersigned authority personally appeared Anna Hammes who on oath, says that she is a personal representative of the Pensacola News Journal, a daily newspaper published in Escambia County, Florida; that the attached copy of advertisement, being a legal advertisement in the matter of:

Notice of Proposed Ordinance

Was published in said newspaper in the issue(s) of:

March 28, 2011

Affiant further says that the said Pensacola News Journal is a newspaper published in said Escambia County and Santa Rosa County, Florida, and that the said newspaper has heretofore been published in said Escambia County and Santa Rosa County, Florida, and has been entered as second class matter at the Post Office in said Escambia County and Santa Rosa County, Florida, for a period of one year next preceding the first publication of the attached copy of advertisement; and affiant further says that she has neither paid nor promised any person, firm or corporation any discount, rebate, commission or refund for the purpose of securing this advertisement for publication in the said newspaper.

Sworn to and subscribed before me 31st Day of
March, 2011, by Anna Hammes who
Is personally known to me.

Anna Hammes Affiant

[Signature] Notary Public

NOTICE OF PROPOSED ORDINANCE

Please be advised that Proposed Ordinance No. 07-11 was presented to the City Council of the City of Pensacola for first reading on Thursday, March 24, 2011 and will be presented for final reading and adoption on Thursday, April 7, 2011, at 5:30 p.m. in Council Chambers on the First Floor of City Hall, 222 West Main Street, Pensacola, Florida.

The title of the proposed ordinance is as follows:
P.O. #07-11:

AN ORDINANCE CREATING SECTIONS 2-6-1 THROUGH 2-6-4 OF THE CODE OF THE CITY OF PENSACOLA, FLORIDA; PROVIDING FOR A CODE OF ETHICS FOR CITY OFFICIALS AND EMPLOYEES; PROVIDING DEFINITIONS, PROHIBITIONS AND ENFORCEABILITY; PROVIDING FOR SEVERABILITY; REPEALING CLAUSE; PROVIDING AN EFFECTIVE DATE.

A copy of the proposed ordinance may be inspected by the public in the City Clerk's office, located on the 7th floor of City Hall, 222 West Main Street, Pensacola, Florida, or on-line on the City's website <http://www.cityofpensacola.com/live/service.asp?stype=agenda&type=2708>. Interested parties may appear at the Council meeting and be heard with respect to the proposed ordinance.

If any person decides to appeal any decision made with respect to any matter considered at this meeting or public hearing, such person may need to insure that a verbatim record of the proceedings is made, which record includes the testimony and any evidence upon which the appeal is to be based.

The City of Pensacola adheres to the Americans with Disabilities Act and will make reasonable accommodations for access to city services, programs and activities. Please call 435-1806 (or TDD, 435-1888) for further information. Requests must be made at least 48 hours in advance of the event in order to allow the City time to provide the requested services.

CITY OF PENSACOLA, FLORIDA
By: Erika L. Burnett, City Clerk

Visit www.cityofpensacola.com to learn more about City activities. Council agendas posted on-line before meetings.

Legal No. 1515997 1T March 28, 2011

GRANT FAGUN
Notary Public, State of Florida
My Commission Expires May 31, 2014
Commission No. DD996828

Exhibit H

CHARTER FOR THE CITY OF PENSACOLA

PREAMBLE

We the people of the City of Pensacola, under the Constitution and laws of the State of Florida, in order to secure the benefits of local self-government and to provide for an honest, effective, and accountable Mayor-Council government, do hereby adopt this charter and confer upon the City the following powers, subject to the following restrictions, and prescribed by the following procedures and governmental structure. By this action, we secure the benefits of home rule and affirm the values of representative democracy, professional management, strong political leadership, citizen participation, and regional cooperation.

ARTICLE I GENERAL POWERS OF THE CITY

Section 1.01. General Powers and Corporate Existence.

The City of Pensacola ("City"), located in Escambia County, Florida, shall have all governmental, corporate, and proprietary powers to enable it to conduct municipal government, perform municipal functions and render municipal services, and may exercise any power for municipal purposes except when expressly prohibited by law.

Section 1.02. Construction.

The powers of the City under this Charter shall be construed liberally in favor of the City, and the specific mention of particular powers in the Charter shall not be construed as limiting in any way the general power granted in this Article.

Section 1.03. Intergovernmental Relations.

The City may participate by contract or otherwise with any governmental entity of the State of Florida or any other state or states or the United States of America in the performance of any activity which one or more of such entities has the authority to undertake.

ARTICLE II CORPORATE BOUNDARIES

Section 2.01. Corporate Boundaries.

The corporate boundaries of the City of Pensacola shall remain fixed and established as they exist on the date this Charter takes effect, provided that the City shall have the power to change its boundaries in the manner prescribed by law.

ARTICLE III ELECTED CITY POSITIONS

Section 3.01. Form of Government.

The City shall have a Mayor-Council form of government. There shall be a City Council, which shall be the governing body of the City with all legislative powers of the City vested therein, consisting of nine (9) Council Members, one (1) to be elected from each of the seven (7) election districts of the City, and two Council Members elected at large ("A" and "B"). There shall also be a Mayor who is elected at large and who shall not be a member of the City Council.

Section 3.02. Election and Terms.

The nonpartisan primary and general election of the Council Members and the Mayor shall be held in the manner provided in Article VI of this Charter and the terms of office for Mayor and Council Members shall be four (4) years and will commence on the fourth Tuesday in November after his or her election at 12 o'clock noon.

The base year for elections for Council Members for districts 2, 4, 6, one at-large Council Member ("A"), and the Mayor shall be 2010, and shall be for a four-year term. The base year for elections for Council Members for districts 1, 3, 5, 7, and one at-large Council Member ("B") shall be 2012 and shall be for a four-year term. These base year dates are established only for the purpose of scheduling elections and staggering terms, and do not impact the term limit requirements of Section 3.03. Council Members for districts 1, 3, 5, 7, and one at-large Council Member ("B") elected in 2010 shall serve a two-year term. Terms served by the Mayor or a Council Member immediately preceding the base year dates shall not be counted in applying Section 3.03.

Section 3.03. Limitations of Terms for Mayor and Council Members; Effective Date.

(a) **Mayor.** No person shall be elected to serve as Mayor for more than three consecutive terms on and after the general election in November 2010.

(b) **City Council Members.** No person shall be elected to serve as a Council Member for districts 1, 3, 5, 7, and at-large ("B") for more than three consecutive terms on and after the general election in November 2012. No person shall be elected to serve as a Council Member for districts 2, 4, 6, and at-large ("A") for more than three consecutive terms on and after the general election in November 2010.

ARTICLE IV MAYOR AND CITY COUNCIL

Section 4.01. Mayor.

(a) *Powers and Duties.* The Mayor, who shall serve in a full-time capacity, and shall exemplify good citizenship and exhibit a cooperative spirit, shall have the following powers and duties:

(1) To exercise the executive powers of the City and supervise all departments, including, but not limited to, the power to appoint, discipline, and remove all officers and employees, unless otherwise provided in this Charter.

(2) To enforce the charter and ordinances of the City and all applicable County, State, or federal general laws, special laws or ordinances.

(3) To present recommendations to the City Council on the requirements of its municipal government.

(4) To appoint a City Administrator, who shall serve at the pleasure of the Mayor.

(5) To appoint a City Attorney, with the consent of the City Council by an affirmative vote of a majority of City Council Members, and who may be removed by the Mayor with the consent of the City Council by an affirmative vote of a majority of the City Council Members.

(6) To appoint the City Clerk, with the consent of the City Council by an affirmative vote of a majority of the City Council Members, and who may be removed by the Mayor with the consent of the City Council by an affirmative vote of a majority of the City Council Members.

(7) To appoint the head of each department, with the consent of the City Council by an affirmative vote of a majority of City Council Members.

(8) To suspend, discipline, or remove a department head with or without cause, and without the consent of City Council Members, unless otherwise provided for in this Charter.

(9) To prepare and submit the annual budget and capital program to the City Council.

(10) To exercise a veto power over ordinances and resolutions adopted by City Council within five (5) days of adoption by City Council, except the Mayor may not exercise veto power over (i) an emergency ordinance as defined in Florida Statutes; (ii) those ordinances adopted as a result of quasi-judicial proceedings when such proceedings are mandated by law; and (iii) ordinances proposing Charter amendments, which the Council is required by law or by this Charter to place on the ballot. The Mayor may veto any "line item" in a budget or appropriation ordinance or resolution within five (5) days of adoption by City Council. A veto may be overridden only by an affirmative vote of at least six (6) Council Members.

(11) To attend all meetings of the City Council with authority to participate in discussions, but without power to vote.

(12) To submit to the City Council and make available to the public a complete report of the finances and administrative activities of the City at the end of each fiscal year.

(13) To keep the City Council fully advised as to the financial condition and future needs of the City.

(14) To devote his or her entire work time to the performance of the duties of the Mayor's office, and hold no other elected public office while Mayor.

(15) To determine, consistent with this Charter, the organization of the City government and the power and duties assigned to the various departments.

(b) *Vacancy.*

(1) Vacancy caused by death, resignation, refusal of the Mayor to serve, removal, or for any other reason, shall be filled by the President of City Council as Acting Mayor, who shall serve until a successor is appointed and sworn in. City Council shall fill the vacancy by a majority vote, and such vacancy shall be filled within thirty (30) days after the vacancy occurs. The appointed Mayor shall serve the unexpired term of the previous Mayor unless the unexpired term of the previous Mayor is twenty-eight (28) months or longer. If the unexpired term is twenty-eight (28) months or longer, a person shall be elected at the next general election to fill the unexpired portion of such term.

(2) The Mayor appointed by the Council must meet the qualifications for office as set forth in 6.03 of this Charter at the time of appointment.

(c) *Compensation.* The salary compensation of the Mayor shall be set by ordinance, which shall take effect upon the Mayor assuming office following the next Mayoral election.

Section 4.02. City Council.

(a) *Powers and Duties.* City Council Members shall exemplify good citizenship and exhibit a cooperative spirit. The City Council shall have the following powers and duties:

(1) To legislate for the City by adopting ordinances and resolutions in the best interest of all citizens of the City.

(2) To adopt the annual budget and all other appropriations necessary for efficient City government.

(3) To inquire into the conduct of any municipal office, department, agency or officer and to investigate municipal affairs, and for that purpose, may subpoena witnesses, administer oaths and compel the production of books, papers, or other evidence.

(4) To override the Mayor's veto of an ordinance or resolution by an affirmative vote of at least six (6) Council Members.

(5) To devote such time as is necessary to the performance of City Council duties, and hold no other elected public office or be an employee of the City while a City Council Member.

(b) *Vacancies.*

(1) If a vacancy on the Council is caused by death, resignation, refusal of any Council Member to serve, removal of any Council Member, the moving of a Council Member from the district from which the Council Member is elected, or for any other reason, the vacancy shall be filled for the unexpired term of the vacated seat by a majority vote of the remaining Council Members, and such vacancies shall be filled within thirty (30) days after the vacancy occurs. The appointed Council Member shall serve the unexpired term of the previous Council Member unless the unexpired term of the previous Council Member is twenty-eight (28) months or longer. If the unexpired term is twenty-eight (28) months or longer, a person shall be elected at the next general election to fill the unexpired portion of such term.

(2) The Council Member appointed by the Council must meet the qualifications for office as set forth in 6.03 of this Charter at the time of appointment.

(c) *Compensation.* The salary compensation of Council Members shall be set by ordinance, which shall take effect upon the Council Member assuming office following the next Council election.

Section 4.03. City Council Procedures.

(a) *Meetings.* The City Council shall meet regularly at least once every month at such times and places as the City Council may prescribe. Special meetings may be held on the call of the City Council president or the Mayor or at the request of three (3) of the City Council Members to the City Clerk and, whenever practicable, upon no less than twelve (12) hours notice to each Council Member and the public, or such shorter time as the City Council president, Mayor, or three (3) City Council Members deems necessary in the event of an emergency.

(b) *Rules and Minutes.* The City Council shall determine its own rules of procedure and order of business, and shall keep minutes of its proceedings that shall be open for public inspection. The City Council shall establish procedures for making copies of all resolutions, ordinances, and this Charter available to the public for inspection and for purchase at a reasonable price, in conjunction with the requirements of Florida law.

(c) *Voting and Quorum.* Voting on ordinances and resolutions shall be by electronic tally devices, or by such other means as may be adopted by the City Council. The City Clerk Reports of Council Action shall be written and permanently recorded. A majority of the existing membership of City Council shall constitute a quorum; but a smaller number may adjourn from time to time and may compel the attendance of absent members in the manner and subject to the penalties prescribed by the rules of the City Council. No action of City Council except as otherwise provided in the preceding sentence shall be valid or binding unless adopted by the affirmative vote of the majority of the existing membership of City Council, except that if five (5) or more Council Members are ineligible to vote on a particular item because State law requires the Council Members to abstain from voting, then the remaining Council Members may vote and approve the item by unanimous vote.

(d) Veto Override. The City Council may, by an affirmative vote of at least six (6) of the nine (9) City Council Members, override the Mayor's veto of an ordinance or resolution at any time prior to midnight on the fifth (5th) business day after the day the Mayor exercises the veto or prior to midnight on the day of the next City Council meeting after the exercise of the Mayoral veto, whichever last occurs.

If City Council overrides a veto, the ordinance or resolution shall be effective immediately or as otherwise provided therein. If City Council fails to override a veto, the ordinance or resolution shall fail and be of no effect. Ordinances adopted by City Council shall be effective unless vetoed by the Mayor upon the expiration of the fifth business day after said adoption, or shall be effective upon such later date as may be provided therein. The Mayor may notify the City Council through written notice filed with the City Clerk that he or she will not veto the ordinance or resolution, whereupon the ordinance or resolution may become effective prior to the sixth business day after adoption of said ordinance or resolution if the ordinance or resolution so provides for such an earlier effective date.

(e) President, Vice President of City Council. The City Council shall elect one of its Members as president and another as vice president on the fourth Tuesday in November of each year. The City Council may remove the City Council president or vice president by an affirmative vote of at least five (5) City Council Members. In the event of vacancy in the office of president or vice president, the City Council shall elect one of its Members to fill the remaining term of the vacant position. The president shall preside at the meetings of the City Council and in his or her absence, the vice president shall preside. The president shall perform the duties consistent with the office and as otherwise imposed by the City Council.

Section 4.04. Prohibitions.

(a) Appointment and Removal. No individual City Council Member shall in any manner dictate the appointment or removal of any administrative officer or employee whom the Mayor is empowered to appoint, except as provided elsewhere in this Charter. The City Council may, however, express its views and fully and freely discuss any and all matters with the Mayor pertaining to the appointment and removal of City officers and employees.

(b) Interference with Administration. Except for the purpose of inquiries and investigations made in good faith, the City Council or Council Members shall deal with the City officers and employees, who are subject to the direction and supervision of the Mayor, solely through the Mayor. Neither the City Council nor Council Members shall give orders to any such officer or employee, either publicly or privately. It is the express intent of this Charter that recommendations for improvement of municipal governmental operations by individual Council Members be made solely to and through the Mayor.

(c) Holding other Office. No elected City official shall hold any appointive City office, City board membership, or City employment while in office, except as may be provided by State law. No former elected City official shall hold any compensated appointive City office until one year after having last served as an elected official.

ARTICLE V APPOINTED CITY POSITIONS

Section 5.01. City Clerk.

There shall be a City Clerk who shall be appointed by the Mayor with the consent of the City Council by an affirmative vote of a majority of Council Members, and whose duties and responsibilities are as provided for by this Charter. Although an appointee of the Mayor, the Clerk shall serve the entire City government. The Clerk shall keep and have the care and custody of the books, records, papers, legal documents and journals of proceedings of the City Council and shall carry out such additional duties as may be required by the Council or the Mayor. The City Clerk may be removed from office with the concurrence of the Mayor and a majority of the City Council.

Section 5.02. City Administrator.

There shall be a City Administrator who shall be appointed by the Mayor, and who shall serve at the pleasure of the Mayor. The City Administrator shall be in charge of the daily operations of the City. Prior to appointment by the Mayor, the City Administrator shall have had relevant management, executive, or administrative experience.

Section 5.03. City Attorney.

The City Attorney shall serve as the chief legal adviser to, and shall represent, elected or appointed officials, boards and commissions, and employees in the course and scope of their official duties or employment, respectively. The City Attorney shall represent the City in legal proceedings and shall perform any other duties prescribed by State law, by this Charter, or by ordinance or resolution. The Mayor shall appoint the City Attorney, with the consent of the City Council by an affirmative vote of a majority of City Council Members. The City Attorney may be removed from office with the concurrence of the Mayor and a majority of the City Council.

Section 5.04. Departments.

The Mayor shall determine, consistent with this Charter, the organization of the City government and prescribe the duties and responsibilities assigned to the various departments.

Section 5.05. City Boards, Commissions and Authorities.

(a) *Establishment.* Unless otherwise provided by law, City Council shall establish or terminate by ordinance, such boards, commissions and authorities as it may deem advisable from time to time.

(b) *Membership and Removal.* Unless otherwise provided by law, City Council shall determine procedures, membership and removal from City boards, commissions and authorities.

ARTICLE VI ELECTIONS

Section 6.01. Nonpartisan Elections.

All nominations and elections for the offices of Mayor and City Council Member shall be conducted on a nonpartisan basis.

Section 6.02. Electors.

Any person who is a resident of the City, is a qualified Florida elector, and who has been assigned a voter registration number by the County Supervisor of Elections to vote in a City precinct shall be an elector of the City.

Section 6.03. Qualifications, Eligibility, and Filing Fee.

(a) ***Qualifications and Eligibility.*** Any person who is a resident of the City, has qualified as a Florida elector, and has been assigned a voter registration number by the County Supervisor of Elections to vote in a City precinct not less than one (1) year prior to the end of the qualification period, shall be an elector of the City who shall be eligible to run for the office of Mayor and at-large Council offices ("A" and "B"), while a candidate for a City Council district office must have been a resident of the declared district for at least one (1) year prior to the end of the qualification period. If he or she ceases to possess any such qualifications during his or her term of office, or if he or she violates any express prohibition of this Charter, he or she shall forthwith forfeit the office, and the Council shall remove him or her from office.

(b) ***Filing Fee.*** Each candidate shall pay to the qualifying officer a filing fee in the amount of three percent (3%) of the annual salary of the office of Mayor or office of Member of City Council, as well as an election assessment as provided by Florida law.

(c) ***Determination of Qualifications and Eligibility.*** The City Clerk shall be the judge of qualifications for candidates for the positions of Mayor and City Council.

Section 6.04. Elections Procedures.

(a) ***General and Primary Elections.*** City Council shall make all necessary arrangements for holding the regular City elections and shall declare the results thereof. The general election for contests with three (3) or more candidates shall be held on the date of the primary election established by general law for election of State and County officers. The runoff election for the two (2) candidates receiving the greatest number of votes at the primary election, where none received a majority, shall be held on the date of the general election established by general law for election of State and County officers. The general election for contests when there are only two (2) candidates shall be held on the date of the general election established by general law for election of State and County officers.

(b) ***Appointments by Supervisor of Elections.*** The Supervisor of Elections determines appointment of inspectors, clerks and deputies of the elections.

(c) *Notice of Elections.* The City Clerk shall cause a notice of the time and place of holding all City elections to be published in a newspaper published in the City, for at least once a week for two (2) consecutive weeks during the thirty (30) days prior to the beginning of qualifying.

(d) *One Candidate.* No election for Mayor or for any City Council office shall be required in any election in which there is only one (1) duly qualified candidate for the particular office.

(e) *Canvassing Board.* Elections shall be conducted and results shall be tabulated, returned and canvassed by County election officials in accordance with general law. The canvassing board shall submit certified election results to the City Clerk. In a City election where a County canvassing board would not be empanelled, then the canvassing board shall include the Mayor, if not on the ballot, and those City Council Members who are not on the ballot.

(f) *Ballots.* In the election, the names of all candidates qualified for nomination to the office of Mayor or the office of Member of the City Council for each seat shall be placed on the ballot in their respective seats in alphabetical order, and the candidate who receives a majority of the votes in the election for a respective seat shall be declared elected.

Section 6.05. Candidate Qualifying Oath.

(a) *Qualifying Oath or Affirmation.* Any person who is qualified under the laws of the State and this Charter may become a candidate for the office of Mayor or City Council by taking and subscribing to an oath or affirmation, and filing the same with the City Clerk during business hours during the period prescribed by general law for qualification of candidates for election to County offices.

(b) *Form.* The form of the oath or affirmation shall be as provided by Florida law.

Section 6.06. Alternative to Qualifying Fee.

(a) *Petition Process.* In lieu of paying the filing fee prescribed by this Charter, a candidate for the office of Mayor or office of City Council Member may have his or her name placed on the ballot for the election by complying with the petition process for qualifying as a candidate for County office as prescribed by general law. No person may qualify for election as a write-in candidate.

(b) *Petition Forms.* The qualifying officer shall provide the candidate with the petition format to facilitate the gathering of signatures pursuant to this section.

(c) *Valid Signatures.* The candidate may begin to seek signatures on a petition supporting his or her candidacy once the requirements of general law are met. Only signatures of City electors shall be counted toward obtaining the minimum number of signatures prescribed in this subsection. Candidates for the office of Mayor and at-large Council offices under this petition process shall obtain the signatures of a number of qualified electors equal to at least five percent (5%) of the total number of registered electors in the City, as shown by the compilation by the Supervisor of Elections for the most recent general election of the City Council.

A candidate for a single-member district position shall obtain the signatures of a number of qualified electors residing in the district for which the candidate seeks election equal to at least five percent (5%) of the total number of registered electors in the district, as shown by the same compilation.

For the City election next following each decennial census, the required petition signatures shall be as follows:

(i) Candidates for the office of Mayor and at-large Council offices under this petition process shall obtain the signatures of a number of registered voters of the City equal to at least two and one-half percent (2.5%) of the population of the City according to the most recent decennial census.

(ii) A candidate for the office of a district City Council Member under this petition process shall obtain the signatures of a number of registered voters residing in the district for which the candidate seeks election equal to at least two and one-half percent (2.5%) of the ideal district population according to the most recent decennial census. For the purposes of this section, the "ideal district population" means the total population of the City based upon the most recent decennial census divided by the number of City Council districts.

(d) *Verifying Names.* Each petition shall be submitted to the qualifying officer prior to the deadline established by general law. The Supervisor of Elections shall verify the petitions according to general law. Prior to the first date for qualifying, the Supervisor of Elections shall certify the number of persons shown as registered electors of the City, and of each district, for the most recent general election of the City, and submit the certification to the City Council. The candidate shall, during the time prescribed for qualifying for office, submit a copy of the certification that the candidate met the qualifying requirements, issued by the qualifying officer, and file his or her qualifying papers. Upon receipt of the notice and qualifying papers, the qualifying officer shall certify the name of the candidate to the City Council as having qualified for the office sought.

Section 6.07. Commencement of Term of Office.

The term of office of any elected official (Mayor or City Council Member) will commence on the fourth Tuesday in November after his or her election at 12 o'clock noon, at which time the newly elected official shall take an oath of office and be installed in office. The commencement date for all offices in the City election shall be the same date whether the candidate is elected during the primary or general election.

In the event of a Special Election or other election other than the primary or general election, the term of office of any elected official will commence on the third day after his or her election has been certified, at 12 o'clock noon, at which time the newly elected official shall be given an oath of office and installed in office, or as provided by State law, unless the commencement date falls on a legal or City holiday in which case the term of office will commence on the next day that is not a legal or City holiday.

Section 6.08. Council Districts.

(a) *Number of Districts.* There shall be seven (7) City Council districts.

(b) *Districting Commission; Composition; Appointment; Terms; Vacancies; Compensation.*

(1) There shall be a districting commission consisting of seven (7) members. The City Council shall appoint one (1) member from each of the seven (7) Council districts of the City.

(2) No member of the commission shall be employed by the City or hold any other elected or appointed position in the City.

(3) The City Council shall appoint the commission no later than one year and five months before the first general election of the City Council after each federal decennial census. The commission's term shall end upon adoption of a districting plan, as set forth in section 6.08(c).

(4) In the event of a vacancy on the commission by death, resignation or otherwise, the City Council shall appoint a new member from the same district from which his or her predecessor was selected to serve the balance of the term remaining.

(5) No member of the districting commission shall be removed from office by the City Council except for cause and upon notice and hearing.

(6) The members of the commission shall serve without compensation.

(7) The commission may hire or contract for necessary staff assistance and may require agencies of City government to provide technical assistance. The commission shall have a budget as provided by the City Council.

(c) *Powers and Duties of the Commission; Hearings, Submissions and Approval of Plan.*

(1) Following each decennial census, the commission shall consult the City Council and the Supervisor of Elections, and shall prepare a plan for dividing the City into districts for the election of Council Members. In preparing the plan, the commission shall be guided by the criteria set forth in section 6.08(d). The report on the plan shall include a map and description of districts recommended.

(2) The commission shall hold one or more public hearings not less than one month before it submits the plan to the City Council. The commission shall make its plan available to the public for inspection and comment not less than one month before its public hearing.

(3) The commission shall submit its plan to the City Council not less than one year before the first general election of the City Council after each decennial census.

(4) The plan shall be deemed adopted by the City Council unless disapproved within three weeks by the vote of the majority of all Members of the City Council. If the City Council fails to adopt the plan, it shall return the plan to the commission with its objections and with the objections of individual Members of the Council.

(5) Upon rejection of its plan, the commission shall prepare a revised plan and shall submit such revised plan to the City Council no later than nine months before the first general election of the City Council after the decennial census. Such revised plan shall be deemed adopted by the City Council unless disapproved within two weeks by the vote of two-thirds of all the Members of the City Council and unless, by a vote of two-thirds of all of its Members, the City Council votes to file a petition in the circuit court in and for Escambia County, for determination that the plan fails to meet the requirements of this Charter. The City Council shall file its petition no later than ten days after its disapproval of the plan. Upon a final determination upon appeal, if any, that the plan meets the requirements of this Charter, the plan shall be deemed adopted by the City Council and the commission shall deliver the plan to the City Clerk. The plan delivered to the City Clerk shall include a map and description of the districts.

(6) If in any year population figures are not available at least one year and five months before the first general election following the decennial census, the City Council may, by local law, shorten the time periods provided for districting commission action in paragraphs (2), (3), (4), and (5) of this subsection.

(d) ***Districting Plan; Criteria.*** In preparation of its plan for dividing the City into districts for the election of Council Members, the commission shall apply the following criteria which, to the extent practicable, shall be applied and given priority in the order in which they are herein set forth.

(1) Districts shall be equal in population except where deviations from equality result from the application of the provisions hereinafter set forth, but no such deviation may exceed five percent (5%) of the average population for all City Council districts according to the figures available from the most recent census.

(2) Districts shall consist of contiguous territory; but land areas separated by waterways shall not be included in the same district unless said waterways are traversed by highway bridges, tunnels or regularly scheduled ferry services both termini of which are within the district, except that, population permitting, islands not connected to the mainland or to other islands by bridge, tunnel or regular ferry services shall be included in the same district as the nearest land area within the City.

(3) Consistent with the foregoing provisions, the aggregate length of all district boundaries shall be as short as possible.

(4) To the extent possible, consideration should be given to coordinating district lines for the various public offices, as well as precincts.

(5) The districts shall be based upon the principle of equal and effective representation as required by the United States Constitution and general law.

(e) *Effect of Enactment.* The new City Council districts and boundaries as of the date of enactment shall supersede previous Council districts and boundaries for all purposes of the next regular City election, including nominations. The new districts and boundaries shall supersede previous districts and boundaries for all other purposes as of the date on which all Council Members elected at that regular City election take office.

ARTICLE VII RECALL, INITIATIVE, AND REFERENDUM

Section 7.01. Recall.

Recall of elected officials shall be according to the provisions of state law.

Section 7.02. Power of Initiative.

City electors shall have the power to propose ordinances to the City Council. If the City Council fails to adopt an ordinance so proposed without any change in substance, the electors have the power to adopt or reject the proposed ordinance at a City election. The electors are not empowered to propose ordinances that extend to providing an annual budget, levying taxes, or setting salaries of City officers or employees.

Section 7.03. Power of Referendum.

Within sixty (60) days following the effective date of a measure passed by City Council, City electors shall have the power to require reconsideration by the City Council of any measure passed by City Council. If the City Council fails to repeal a measure so reconsidered, the electors have the power to approve or reject the reconsidered measure at a City election. The electors are not empowered to reconsider measures that extend to providing an annual budget, levying taxes, or setting salaries of City officers or employees.

Section 7.04. Commencement of Proceedings.

Any ten (10) electors may commence initiative or referendum proceedings by filing with the City Clerk an affidavit stating that they will constitute the petitioners' committee and be responsible for circulating the petition and filing it in proper form. The affidavit shall further provide their names and addresses, specify the mailing address for notices to be sent to the committee, and fully set forth the proposed initiative or identify the measure sought to be reconsidered. Promptly after the petitioners' committee's affidavit is filed, the City Clerk, at the committee's request, shall issue the appropriate petition forms to the committee at the committee's expense.

Section 7.05. Initiative or Referendum Petitions.

(a) *Number and Signatures.* Initiative and referendum petitions must be signed by City electors equal to at least ten percent (10%) of the total number of registered electors in the City, as shown by the compilation by the Supervisor of Elections for the most recent general election of the City Council.

(b) **Form and Content.** All petition papers shall be uniform in size and style and shall be printed on separate cards or individual sheets of paper. Adequate space must be provided for the voter's name, address, signature, and date of signature. Petitions shall contain or have attached thereto throughout their circulation the full text of the ordinance proposed or sought to be reconsidered.

(c) **Statement of Circulator.** When filed, petitions shall have attached a statement executed by the circulator or circulators of the petitions that he, she, or they personally circulated the petitions. The statement shall further state the number of signed petitions submitted and that the circulator believes them to be the genuine signatures of the persons whose names they purport to be.

(d) **Filing Deadline.** All initiative and referendum petitions must be filed with the City Clerk within sixty (60) days of the commencement date of the initiative or referendum proceedings. The City Clerk shall submit the petitions to the Supervisor of Elections within three (3) business days of receipt of the petitions.

Section 7.06. Verification of Petitions.

The petitioner's committee shall submit the completed petitions to the Escambia County Supervisor of Elections for verification as to the number of registered electors whose valid signatures appear thereon, along with any fee required by general law. The Supervisor of Elections shall make a good faith effort to verify the signatures within ten (10) days of receipt of the petitions. The Supervisor of Elections shall record the date each form is received by the Supervisor of Elections, and the date the signature on the form is verified as valid. The Supervisor of Elections may verify that the signature on a form is valid only if (i) the form contains the original signature of the elector; (ii) the elector has accurately recorded on the form the date on which he or she signed the form; (iii) the form accurately sets forth the elector's name and address; and (iv) the elector is, at the time he or she signs the form, a duly qualified and registered elector of the City.

Section 7.07. Action on Petitions.

(a) **Action by City Council.** When an initiative or referendum petition has been finally determined sufficient, the City Council shall promptly consider the proposed initiative or reconsider the referred ordinance or measure. If the City Council fails to adopt a proposed initiative ordinance without any change in substance within forty-five (45) days or fails to repeal the referred ordinance within forty-five (45) days, it shall submit the proposed or referred ordinance to the electors. If the City Council fails to act on a proposed initiative ordinance or referred ordinance or measure within the time prescribed in this subsection, the City Council shall be deemed to have failed to adopt the proposed initiative ordinance or have failed to repeal the referred ordinance or measure on the last day that the City Council was authorized to act on the matter.

(b) **Submission to Electors.** The vote on a proposed or referred ordinance or measure shall be held not less than thirty (30) days or more than sixty (60) days from the date the City Council acted or was deemed to have acted according to section 7.07(a). If there is not a general election to be held within the described time period, the City Council shall provide for a special

election in consultation with the Escambia County Supervisor of Elections. Otherwise, the vote shall be held at the same time as such regular election. Copies of the proposed or referred ordinance or measure shall be made available at the polls. Nothing in this provision shall prohibit the use of a mail ballot election pursuant to general law.

(c) *Withdrawal of Petitions.* Initiative or referendum petitions may be withdrawn at any time prior to the twenty-fifth (25th) day preceding the day scheduled for a vote of the City by filing with the City Clerk a request for withdrawal signed by at least eight (8) of the members of the petitioners' committee. Upon the filing of such request, the petition shall have no further force or effect and all proceedings thereon shall be terminated.

Section 7.08. Election Results.

(a) *Initiative.* If a majority of the qualified electors voting on a proposed initiative ordinance vote in its favor, the initiative ordinance shall be considered adopted upon the certification of the election results. If conflicting ordinances are approved at the same election, the one receiving the greatest number of affirmative votes shall prevail to the extent of a conflict.

(b) *Referendum.* If a majority of the qualified electors voting on a referred ordinance or measure vote for repeal, the referred ordinance or measure shall be considered repealed upon certification of the election results.

ARTICLE VIII CHARTER REVIEW AND CHARTER AMENDMENTS

Section. 8.01. Charter Review Commission.

(a) *Charter Review Commission Established.* During the month of January 2022 and every ten (10) years thereafter, there shall be established a Charter Review Commission ("CRC"); provided, however, that the City Council shall have the power to establish a CRC more often in the event it so chooses.

(b) *Composition.* Every ten (10) years, the Mayor and City Council shall appoint nine members to the CRC. The CRC shall be composed of nine members. No members of the CRC shall be elected officials. Each member of the CRC shall be a City resident and elector. Vacancies shall be filled within 30 days in the same manner as the original appointments.

(c) *Procedures.* The CRC shall meet prior to the third week in January 2022, and every ten (10) years thereafter, for the purposes of organization. The CRC shall elect a Chair and Vice Chair from among its membership. Further meetings of the CRC shall be held upon the call of the Chair or any three members of the CRC. All meetings shall be open to the public. A majority of the members of the CRC shall constitute a quorum.

(d) *Rules and Compensation.* The CRC may adopt other rules for its operations and proceedings as it deems desirable. The members of the CRC shall receive no compensation.

(e) *Expenses.* Expenses of the CRC shall be verified by a majority vote of the CRC and forwarded to the Mayor for payment from the general fund of the City. The City may accept

funds, grants, gifts and services for the CRC from the State, the County, and the government of the United States or other sources, public and private.

(f) *Review.* The CRC shall review, on behalf of the citizens of the City of Pensacola, the City Charter in order to recommend amendments to this Charter, if any.

(g) *Report and Process.* The CRC shall complete its review and submit a report to the City Council by July 31, 2022, and every ten (10) years thereafter. Included within the report shall be any proposed amendments to the Charter, together with the wording of the proposed amendments. City Council shall make the final decision as to whether the proposed amendments are (i) returned to the CRC for further review, (ii) revised and included on a ballot, (iii) included on a ballot without change, or (iv) subject to other action. Any such amendments may be included on the ballot as a single question, individual questions or any combination of either. If one or more proposed Charter amendments are submitted by the CRC and the City Council so chooses, the City Council, in consultation with the Supervisor of Elections, shall place the amendments on the ballot of the general election to be held in 2022 and every ten (10) years thereafter, for the purpose of voting on the proposed amendments submitted by the CRC through City Council. Notice of said election shall be published by the City Council. Passage of proposed amendments shall require approval of a majority of electors voting in said election on such amendment.

Section 8.02. Charter Amendments.

(a) *Initiation by Ordinance.* The City Council may propose amendments by ordinance to this Charter. Upon adoption of the initiating ordinance, the City Council shall submit the proposed amendment to a vote of the electors at the next general election held within the City or at a special election called for such purpose.

(b) *Initiation by Petition.* The electors of the City may propose amendments to this Charter by petition. Each petition proposing amendments to this Charter shall be commenced in the same manner as an ordinance proposed by initiative in Article VII of this Charter. Initiative petitions must be signed by City electors equal to at least ten percent (10%) of the total number of registered electors in the City, as shown by the compilation by the Supervisor of Elections for the most recent general election of the City Council.

(c) *Consistency.* Except as additionally provided for herein, the method for Charter amendments shall be consistent with State law.

ARTICLE IX MISCELLANEOUS

Section 9.01. Code of Ethics.

The City Council shall, upon adoption of this Charter, enact by ordinance a Code of Ethics for all elected and appointed officers and employees of the City which shall set standards of conduct equal to or stronger than the standards of conduct established by law.

ARTICLE X SCHEDULE

Section 10.1. Effective Date.

Upon approval of a majority of the electorate voting at a referendum on this Charter, this Charter will become effective on January 1, 2010.

Section 10.02. Ordinances Preserved.

All ordinances in effect upon the adoption of this Charter, to the extent not inconsistent herewith, shall remain in full force and effect until amended or repealed.

Section 10.03. Repeal of Former Charter Provisions.

All provisions in effect prior to the effective date of this Charter, including, but not limited to the Charter provisions contained in Chapter 15425, Laws of Florida (1931), as amended (the former Charter), which are not embraced herein and which are not inconsistent with this Charter shall become ordinances of the City subject to modification or repeal in the same manner as other ordinances of the City provided that all extra territorial powers of the City conferred by special act or otherwise are preserved and can be repealed or modified only by referendum or as otherwise provided by law.

Section 10.04. Precedence over Code Provisions.

If a conflict exists between the provisions of this Charter and the Code of Ordinances, the Charter provisions shall control.

Section 10.05. Officers and Employees.

The adoption of this Charter shall not affect or impair the rights, privileges or immunities of City officers or employees at the time of the effective date of this Charter, including rights provided for pursuant to Chapter 447, Florida Statutes, and collective bargaining agreements. Elected officers shall continue to hold their offices for the terms prescribed by the Charter in effect on the date of their election, and they shall discharge their duties until their successors are elected.

Section 10.06. Existing Rights, Obligations, Duties and Relationships.

(a) *Continuity.* All rights, claims, actions, orders, contracts and legal or administrative proceedings involving the City shall continue except as modified pursuant to the provisions of this Charter.

(b) *Obligations.* No debt, contract obligation, or assessment by the City shall be impaired by adoption of this Charter. All existing debts, obligations and assessments shall remain valid and enforceable, according to their terms, under the Charter provisions applicable at the time the debt was incurred, contract signed, or assessment imposed. All obligations and rights arising in connection with projects financed under former Charter provisions shall be

unaffected and remain in full force and effect as if the borrowing, taxing, bonding or other financing provisions had survived the adoption of this Charter.

(c) *Other Government Units.* All existing rights, obligations, duties and relationships by law or agreement between the City and other governmental units shall be unaffected by the adoption of this Charter and remain in full force and effect.

(d) *Commencement of Terms for Year 2010 Elections.* The terms for the Council Members and Mayor elected in the 2010 general election shall commence at noon on the second Monday of January 2011 as provided for in the former City Charter, or on such earlier date as the office becomes vacant after the 2010 general election. This provision shall be effective solely for the purposes of transition from the former City Charter to Section 3.02 of this Charter.

Section 10.07. Transition.

The City Council shall adopt such ordinances and resolutions as are required to effect the transition. Ordinances adopted within sixty (60) days of the first Council meeting under this Charter for the purpose of facilitating the transition may be passed as emergency ordinances following the procedures prescribed by law.

Section 10.08. Severability.

If any section or part of a section of this Charter shall be held invalid by a court of competent jurisdiction, the court decision invalidating any section or part of section shall not affect the remainder of this Charter or the context in which the invalidated section or part of section may appear, except to the extent that an entire section or part of section may be inseparably connected in meaning and effect with the section or part of section to which the court decision may directly apply.