

PREAMBLE

These BYLAWS were approved by the Escambia County Tourist Development Council at its regularly scheduled meeting on January 15, 2008. These BYLAWS are designed to serve as the guidelines, policies and procedures for the Escambia County Tourist Development Council members and any of the standing committees that are established by the Council. All guidelines, policies and procedures are in compliance with Florida Statutes and Escambia County Ordinances and resolutions as have been established by the Escambia County Board of County Commissioners.

DEFINITION OF TERMS

County: Escambia County Board of County Commissioners

Council: Escambia County Tourist Development Council

Administrative Director: Administrative Director of the Escambia County Tourist Development Council

Article 1

NAME AND LOCATION

Section 1.

Name

The name of this organization, herein called "Council", shall be the Escambia County Tourist Development Council.

Section II.

Location

The Council's offices are located at the office of the County Administrator, 221 Palafox Place, Suite 420, Pensacola, Florida 32502.

ARTICLE II

LEGAL AUTHORITY

Legal authority for the Council is found under Section 125.0104, Florida Statutes, the Local Option Tourist Development Act, and Chapter 90, Article II, Division of the Code of Ordinances of Escambia County, Florida. As an appointed advisory board of the Escambia County Board of County Commissioners, the Council is bound by State and County laws, ordinances and procedures governing the operation of such boards.

ARTICLE III

PURPOSE

The Escambia County Tourist Development Advisory Council shall prepare and submit to the Board of County Commissioners for its approval a plan for tourism development for the County. The Council shall, from time to time, make recommendations to the Board of County Commissioners for the effective operation of the special projects or uses of the tourist development tax revenue and perform such duties as may be prescribed by County Ordinance or Resolution. The Council shall continuously review expenditures from the Tourist Development Trust Fund and shall receive at least quarterly expenditure reports from the Board of County Commissioners or its designee. Expenditures which the Council believes to be unauthorized shall be reported to the Board of County Commissioners and the Florida Department of Revenue.

ARTICLE IV

COUNCIL MEMBERSHIP

SECTION 1.

Council Composition

The Escambia County Tourist Development Council, pursuant to the provisions of Section 125.0104(4) (e), Florida Statutes shall be composed of nine (9) members who shall be appointed by the Board of County Commissioners. All members of the Council shall be electors of the County. The members of the Council shall serve for staggered terms of four (4) years.

Section II. Council Appointments

- A. The chairperson of the Board of County Commissioners, or any other member of the Board as designated by the Chairperson, shall serve on the Council.
- B. Two (2) members of the Council shall be elected municipal officials. One of the membership positions shall be from the most populous municipality in the County or subcounty special taxing district in which the Tourist Development Tax is levied. The other membership position shall be served by alternating terms between the other municipalities in the county or subcounty special taxing district in which the Tourist Development Tax is levied.
- C. Three (3) members of the Council shall be owners or operators of motels, hotels or other tourist accommodations located in Escambia County and subject to the Tourist Development Tax levy.
- D. Three (3) members of the Council shall be persons who are involved in the tourist industry and who have demonstrated an interest in tourist development, but who are not owners or operators of motels, hotels or other tourist accommodations in Escambia County.

SECTION III. Officers and Terms of Office

- A. The Board of County Commissioners shall have the option of designating the Chairperson of the Council or allowing the Council to elect a Chairperson. The Chairperson of the Council shall be appointed or elected annually and may be re-elected or reappointed. The Chairperson shall be appointed at a regularly scheduled Commission meeting of the County to be held in December of any given year for a term to begin for a year in the January following the December appointment. If the Board of County Commissioners determines that the Council should elect the Chairperson, the Chairperson shall be elected by a simple majority of the membership of the Council. The election shall take place at the Council's regularly scheduled December meeting in any given year for a term of one year to begin in the January following the December election.
- B. There shall also be a Vice-Chairperson of the Council who shall be elected annually by a vote of the simple majority of the membership of the Council. The Vice-Chairperson may be re-elected. The election shall take place at the regularly scheduled meeting of the Council to be held in December of any given year for a term of one year to begin in the January following the December election.

Section IV. Termination of Council Member

Should any member of the Council cease to be an elector of the County or cease to occupy the office or position of responsibility set for in his or her appointment, the member shall cease to be a member of the Council and shall be replaced by an appointee of the Board of County Commissioners.

The Council may recommend, to the Board of County Commissioners, the removal and subsequent replacement of a Council member by a simple majority vote of the Council in the event a Council member has two (2) successive unexcused absences from regularly scheduled meetings of the Council.

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Section IV. Termination of Council Member

Excused absences will be extended to Council members upon notification forty-eight (48) hours in advance of meetings. A maximum of two (2) excused absences per year will be permitted. In the event of emergency conditions less than forty-eight (48) hours notice in advance of meetings will be excused.

ARTICLE V.

COUNCIL MEETINGS

Section 1.

Regularly Scheduled Meetings

The Council shall establish regular meeting sessions and shall conduct its business in the manner hereinafter described. Council meetings will be called at least quarterly by the Chairperson. A schedule of each year's quarterly meetings will be distributed to all Council members in December for meetings to commence in the following year. Five (5) Council members shall constitute a quorum of the Council for purposes of conducting business. Each Council member has one (1) vote for voting purposes and all matters dealing with policy and policy decisions shall be decided by a majority vote of the Council, once a quorum of five (5) members has been established. No member can abstain from voting unless the member has a conflict of interest. A minority report can be filed with the Council meeting minutes by a Council member.

Section II. Frequency and Duration

The Council shall meet at least quarterly at the regularly scheduled Council meetings. If it has been determined that a quorum will not be present for a regularly scheduled Council meeting, that scheduled meeting will be cancelled. However, the Council under no circumstances will meet less than once per quarter. Special meetings of the Council may be called on an as needed basis. The duration of each meeting will vary according to need.

Section III.

Location of Meetings

Council meetings will be held in the Escambia County Governmental Complex at 221 Palafox Place, Pensacola, Florida 32502, or such locations as the Council may determine from time to time.

Section IV.

Role of Officers

The Chairperson shall conduct and preside over all meetings of the Council in accordance with the rules and procedures established by the Council. The Vice-Chairperson shall preside in the absence of the Chairperson at Council meetings.

Section V. Rules and Procedures

Meetings of the Council will be conducted in a manner to permit the greatest participation by all Council members and the interested public. Robert Rules of Order shall govern meetings of the Council in all cases to which they are applicable and in which they are not inconsistent with these BYLAWS.

Section VI. Agenda

An agenda will be prepared for all regularly scheduled Council meetings by the Administrative Director after consultation with the Chairperson. Any Council member may request that an item be placed on the Agenda. The agenda and related materials should be distributed at least five (5) days prior to the meeting date.

Section VII. Minutes

Minutes shall be kept at each Council meeting. Summary written minutes shall be prepared from the recording that is made of each meeting. The written summary of each meeting shall be presented at the next Council meeting for approval by Council members. Such written summary shall show the persons in attendance, the items of discussion, resolutions or other major action taken at such meeting, and items presented during public participation periods.

Section VIII. Notice of Public

Times and places of all Council meetings shall be given to public media. It shall be sufficient to notify such media of the times and places of regularly scheduled meetings and to give reasonable notice of other meetings in accordance with the Sunshine Law with forty-eight (48) hours written notice. All Council meetings are open to the public.

ARTICLE VI

COMMITTEES

Section 1.

Composition and Appointment

Committees shall be appointed as necessary by the Chairperson of the Tourist Development Council.

ARTICLE VII

ADMINISTRATIVE DIRECTOR

Section 1.

Role of Administrative Director

The County Administrator or his designee shall serve as the Administrative Director of the Escambia County Tourist Development Council.

Section II. Administrative Director's Role with Council

The Administrative Director shall work in support of the goals and policies of the Council and provide the staff support necessary to carry out the Council's goals and objectives. The Administrative Director shall be responsible for keeping the Council members informed on important issues and should regularly communicate with all Council members.

The Administrative Director shall identify issues and alternatives that may relate to policy, goals, and programs and bring such matters before the Council for review and recommendation. Once the policies, goals, and programs have been established by the Council and the Board of County Commissioners, then the Administrative Director shall implement resulting decisions.

Section III. Budget

The Administrative Director shall make recommendations to the Council with respect to budget matters. The Council shall make final recommendations with respect to budget matters and present such recommendations to the Board of County Commissioners for its approval.

Section IV. Contracts

For all functions of the Council handled by contract with third parties, any such contracts or contract amendments shall be entered into in accordance with County's standard procedures. All contracts will be presented to Council for review and for Council's recommendations to the Board of County Commissioners for approval. All contracts will be administered by the Administrative Director upon approval by the Council and Board of County Commissioners.

ARTICLE VIII

AMENDMENTS

These BYLAWS may be amended by a majority vote of the Council present at a scheduled meeting where such proposed actions have been distributed in writing to all Council members prior to said scheduled meeting.