

**SUNCOAST LEAGUE OF CITIES
CHARTER AND BY LAWS**

CHARTER

ARTICLE I: NAME

The name of this Corporation shall be “SUNCOAST LEAGUE OF CITIES”.

ARTICLE II: DURATION

The term of the corporation is perpetual.

ARTICLE III: PURPOSE

The purpose of the Suncoast League of Cities (hereinafter the “League”), shall be to promote, protect, and advance the collective interests of the membership municipalities; to study municipal issues and seek desired results through cooperative effort; to respect the principles of Home Rule; to encourage and facilitate a spirit of cooperation and consensus building among the membership; to provide a network among membership elected officials to speak in one voice to provide advocacy.

ARTICLE IV: MEMBERSHIP AND VOTING

- A. Municipal Membership. All municipal corporations in the counties of Citrus, Hernando, Hillsborough, Pasco, and Pinellas shall be eligible and may become a member of this League upon payment of the annual dues and any assessments levied by the membership. At all meetings of the League, each member which is represented and in good standing shall have voting rights as provided in the Bylaws.
- B. Associate Membership. A non-voting class of Associate Membership may be provided for in the League Bylaws.
- C. Ex-Officio Membership. A non-voting class of Ex Officio membership may be provided for in the League Bylaws.

ARTICLE V: MEETINGS

The League shall hold an annual meeting, and may hold such other meetings as may be determined by the members, the time and place in each instance to be fixed by the officers and directors. Special meetings of the League may be called at any time by the officers and directors.

ARTICLE VI: OFFICERS AND BOARD OF DIRECTORS

The affairs of the League shall be managed by a number of officers and directors whose selection, duties and responsibilities shall be provided by the Bylaws. All voting officers and directors shall be, at the time of their election and throughout their tenure of office, a duly elected official of a member in good standing of the League.

ARTICLE VII: DUES

Dues for members shall be such as are fixed from time to time in the manner provided in the Bylaws.

ARTICLE VIII: AMENDMENT OF ARTICLES OF INCORPORATION AND BYLAWS

This Charter and the Bylaws of the League are to be made, altered or rescinded by the League members. Such changes to this Charter and the Bylaws may be made by a majority vote of the municipal members in good standing present at any regular or special meeting, provided that notice of the proposed change be mailed to each such member at least thirty days prior to such meeting.

BY LAWS

Article I – Meetings of the Organization

Section 1. The League shall meet annually in convention as provided in the Charter. There will be a minimum of five (5) additional general meetings a year in the following months: January, March, June, September, and November.

Article II – Board of Directors

The business of the League shall be managed by a Board of Directors, which shall consist of one (1) duly designated representative from each member municipality and the League's immediate Past President. Past Presidents maybe on the Board as non-voting members, provided that they are eligible and are not designated as a municipality voting member.

Each member municipality shall designate one (1) of its elected, governing board members and one (1) of its elected, governing board members as a alternate to serve as Director to the League for one (1) year commencing at the date of the membership meeting in May of each year. The representatives of such municipalities shall be chosen by each member municipality in such a manner as it determines. Each member municipality shall notify the Executive Director of the selected representative's name and municipal position at least one (1) month prior to the commencement of the term of office. Unless otherwise required by the By-Laws, no formal method of appointment shall be required of such representatives to the Board of Directors.

No person shall be eligible to be a Director of the Suncoast League of Cities who is not an elected official of a member municipality. In the event that any such person who is serving as a Director shall cease to be a Director; the position will become vacant until the member

municipality selects, in the manner that they choose, a qualified elected official from the Member's governing body to fill the unexpired term on the Board. The Board shall have the power to remove a Director at any time for just cause, including absence for more than two (2) consecutive meetings of the Board without notice to the Executive Director.

The Board of Directors shall meet at least quarterly to conduct and manage the business of the Suncoast League of Cities. The time and location of such Board meeting shall be determined by the President, or in the absence of the President, the Vice-President. Notice of such meetings will be provided to the Board of Directors with not less than ten (10) days notice prior to the holding of such Board meeting. Emergency Board meetings may be called by the President, Vice President or by a majority of the Board of Directors, upon twenty-four (24) hours notice.

A quorum for the transaction of business at any meeting of the Board of Directors shall consist of **40% plus one** of the currently appointed Board of Directors to be present. **40% plus one** of the currently appointed Board of Directors present at any time during the meeting shall have the power to adjourn the meeting to a future time. Each Director shall be entitled to one (1) vote per issue as determined by the Board of Directors.

The Director, or a designated alternate voting representative when the Director is unable to attend the Board meeting, may cast their vote in the following manner: for, against or abstain. Such alternate voting representative shall be an elected official from the appointing Member's municipality. An abstaining vote shall be counted as a vote of present for the purpose of ascertaining a quorum.

Article III –Officers

The officers of the Board of Directors shall consist of a President, Vice President, Second Vice President and Immediate Past President. Any person elected to serve as an officer must currently be serving as a Director from a member municipality. No member municipality will have more than one representative on the Board of Directors.

Nominations:

1. Florida League of Cities Board of Directors
 - a. Each year the Suncoast League of Cities is asked to recommend two people for the Florida League of Cities Board of Directors.
 - b. Qualifications for consideration:
 - i. Must be an elected official, and
 - ii. Must be appointed to the Suncoast League of Cities Board by their member government, and
 - iii. Must have served at least two years on a Florida League of Cities Committee, and
 - iv. Must not have been absent at three (3) or more meetings of the Suncoast League of Cities Board in the previous 12 months.
 - c. The Suncoast League of Cities' nominations will serve a three-year "term." Although the Suncoast League will technically submit nominations to the Florida League annually, during the middle of their three year "term", the Suncoast

League will automatically re nominate the individual without going through the local nomination/election process.

- d. The “terms” shall be staggered in the following manner: In the summer of 2006:
 - i. One member will be nominated for the regular three-year term, and
 - ii. One member will be nominated for a one-year initial term.
 - e. Term limits: two consecutive three-year terms; except members elected for a partial initial term of less than three years, may additionally be considered for nomination and elected for two subsequent three year terms as well.
2. Nominating/Election process:
- a. The Nominating Committee shall be appointed not later than October of each year.
 - i. The Immediate Past President shall chair the nominating committee
 - ii. The President shall appoint at least two other Directors to also serve on the nominating committee.
 - b. In November the Executive Director shall distribute by email/mail to all Directors a form asking for interest in serving in the following positions:
 - i. President
 - ii. First Vice President
 - iii. Second Vice President
 - iv. Florida League of Cities Board openings following the special process for these positions.
 - c. Nominating Committee Actions:
 - i. The Nominating Committee will consider all interest forms returned by December 1.
 - ii. The First Vice President’s name will automatically be considered for the position of President even without an interest form being prepared.
 - iii. The Second Vice President’s name will automatically be considered for the position of First Vice President even without an interest form being prepared.
 - iv. The Nominating Committee may poll Directors, to solicit individuals interested in serving if the interest forms are insufficient for any position.
 - v. The nominee must be in good standing {currently serving as the appointed Director of their City} and meet attendance requirements {absence for more than two(2) consecutive meetings of the Board without notice to the Executive Director}.
 - vi. The Nominating Committee will confirm the nominees’ willingness to serve prior to publishing their report.
 - vii. The Nominating Committee will prepare a report to be read at the January Board of Directors Meeting.
 1. The report will list all individuals who expressed an interest for the each position.
 2. The report will recommend one person for each position.
 - d. January Board of Directors Meeting:
 - i. The Nominating Committee’s report will be read at the Board of Directors meeting.

- ii. The Nominating Committee’s report will be part of the January meeting minutes distributed prior to the March meeting.
- e. March Meeting
 - i. The Nominating Committee’s report will be read.
 - ii. Voting will occur in the following order:
 - 1. President
 - 2. First Vice President
 - 3. Second Vice President
 - 4. Florida League of Cities Board representative.
 - iii. The Chair will ask for additional nominations from the floor for the President’s position (a Director may nominate themselves). Each additional nomination requires a “second”.
 - iv. Voting:
 - 1. A quorum must be present for a vote to occur [Note the Bylaws require 40% plus one of the currently appointed Board of Directors to be present].
 - 2. If more than one person is nominated for a position, a paper ballot will be distributed to each Director in attendance. As City may only have one Director, a City can cast only one vote.
 - 3. The person receiving 50% plus one of the votes cast will be the winner. In the case of multiple nominations, where no one receives more than 50% plus one, the ballot will be retaken eliminating the lowest ranking nominee from the previous vote.
 - 4. Should only one person be nominated for a position, a voice vote may be used to elect that person.
 - v. The above process will repeat until an election has occurred for each position.
- f. If because of illness, weather, scheduling, or lack of a quorum, the above process cannot proceed as scheduled, the action required may be deferred until the next regular or noticed special meeting of the Board of Directors.

The President shall preside at all Board of Directors’ and Membership meetings, shall have general supervision over the affairs of the League, the other officers and shall perform all such duties as are related to the office of President.

In the absence or disability of the President, the duties shall be performed by the Vice President. In the event the President resigns or fails to continually qualify, the Vice President shall automatically become President. In the event the First Vice-Presidency shall become vacant, the Second Vice-President shall become the First Vice-President. Vacancy of the Second Vice-Presidency position may be filled by appointment by the President, subject to approval by a majority of the Board. To be eligible for appointment, one must hold elective office in a Member City.

Article IV – Membership

All municipal corporations in the counties of Citrus, Hernando, Hillsborough, Pasco, and Pinellas are eligible for membership in the League.

As used herein, the term, “municipality”, shall include all members whether cities, charter counties or towns located in the above five counties. Other municipalities may be considered for membership by the Board of Directors.

Associate memberships may be accepted and approved by the Board of Directors upon application and payment of dues. Business firms, non-charter county government, independent special districts, regional public agencies, non-profit organizations and former elected officials may be Associate Members.

Article V – Executive Director

The Board of Directors may retain an Executive Director and/or such staff as it deems necessary to carry out the policies and day to day duties of the League.

Article VI – Dues

Section 1. The fiscal year shall be from October 1 of each year through September 30th of the following year.

Section 2. Prior to the beginning of each new fiscal year, the Board of Directors shall establish dues which shall be levied against each member city and associates. The dues for membership to the League shall be an amount sufficient to provide the League with adequate funds for all known and anticipated expenses of the current fiscal year. Dues shall be subject to review and change by the Board of Directors.

Section 3. The annual dues for members shall be payable in advance in such amounts and according to such classifications as shall from time to time be fixed and determined by the Board of Directors. Under extreme or unusual circumstances the Board of Directors may waive the payment of dues for an individual member for a period not to exceed one year.

Section 4. Dues shall be considered delinquent thirty (30) days after billing; however, members shall remain in good standing until dues are delinquent for a period of (6) months. Members delinquent for more than six (6) months will not be considered in good standing and shall not have voting privileges.

Article VII – Committees

Section 1. There shall be an Executive Committee consisting of the President, Vice President, Immediate Past President, a non voting Executive Director and 2 members of the board of directors appointed by the president.

Section 2. The President shall appoint annually such committees as may be deemed necessary for the proper conduct of the work of the League, and such other committees as may be created by the Board of Directors.

Section 3. No Committee other than the Executive Committee shall be vested with power to enter into any agreement or contract to obligate this organization, or create any financial liabilities for the League, except upon express authority of the Board pf Directors.

Article VIII – Open Meetings

All meetings of the Board of Directors and all meetings of all committees of the League shall be open to the membership.

Article X – Robert’s Rules of Order

Robert’s Rules of Order shall govern the proceedings of all meetings of the organization and of the Board of Directors except where otherwise provided in the Charter and Bylaws of the League.

Article X – Gender

Whenever used, the singular shall include the plural, the plural the singular and the use of any gender shall be applicable to all genders.

Article XI – Amendments

These Bylaws may be amended as prescribed in Article VIII of the Charter of the League.

This charter and by-laws have been approved and adopted by the Directors and Membership of the Suncoast League of Cities

May 15, 2004

Signed date

President, Suncoast League of Cities
Chris Arbutine, Sr., Mayor, City of Tarpon Springs

Signed date

Exec. Director, Suncoast League of Cities
Virginia S. Harrell