BY-LAWS

OF THE

LEON COUNTY
TOURIST DEVELOPMENT COUNCIL

Approved and Adopted
by the

Leon County Board of County Commissioners

(June 10, 2003)

STATEMENT OF PURPOSE

The Leon County Tourist Development Council (hereinafter called the Tourist Development Council), an advisory council to the Leon County Board of County Commissioners duly established by virtue of Section 125.0104 Florida Statutes, Leon County Resolution dated October 20, 1986, and subsequent amendments, hereby on this 12th day of November, 2002, ratifies and adopts the following By-Laws with respect to the procedure to be followed and adhered to by it in discharging its assigned duties and responsibilities.

It shall be the duty and purpose of the Tourist Development Council to review, manage, and make recommendations to the Board of County Commissioners on the development and implementation of a program to enhance the tourism economy of the Tallahassee-Leon County area. The Council shall review industry trends and practices and make recommendations to the Board of County Commissioners as enumerated in Chapter 125, Florida Statutes.

ARTICLE I – INTENT

It is the intent of these By-Laws to establish the rules of procedure and operation of the Tourist Development Council.

ARTICLE II – OFFICES

The offices of the Tourist Development Council shall be in the Leon County Welcome Center located at 106 East Jefferson Street, Tallahassee, Florida, USA.

ARTICLE III – MEETINGS

Section 1. Regular Meetings. The Tourist Development Council shall hold its regular meeting on the third Tuesday of every other month beginning with the month of January unless altered or modified, with proper notice by the Council.

Section 2. Special Meetings. From time to time, the Chair may call a special meeting of the Tourist Development Council to discuss pertinent issues or other related business of the Council. Such meetings shall be called by special notice to each member at least twenty-four (24) hours in advance of the meeting. A special meeting may also be called by the Chair upon the request of five (5) members of the Council.

Section 3. Sunshine. All meetings of the Tourist Development Council shall be open to the public and shall be noticed as required by the Florida Government in the Sunshine Law, Chapter 286, Florida Statutes. The Tourist Development Council may alter or modify the scheduled place and time of its regular meeting by directing written notice of such meeting place/time change to the parties with matters agendaed for such regular meeting at least three (3) days before the scheduled meeting.

Section 4. Meeting Attendance. To build a consensus among the Council members through an open and candid exchange of ideas, it is vital that each member actively participates in the Council's work by regularly attending committee meetings. Should a member miss two of three consecutive regular meetings without cause or prior approval from the Chair, this would constitute an involuntary removal from services (Leon County Policy 00-5). Such action will be reported to the Board of County Commissioners who will promptly fill such vacancy for the remainder of the unexpired term.

Section 5. All members of the Tourist Development Council shall abide by the Standards of Conduct set forth in Section 112.313, Florida Statutes.

ARTICLE IV – QUORUM

A quorum of the Tourist Development Council shall consist of five (5) appointed members.

ARTICLE V – OFFICERS

The Tourist Development Council shall elect one of its appointed members Chair for a term of one (1) year. The County Commission representative shall act as Vice-Chair of the Council (Ordinance 2002-01). In the absence of both the Chair and Vice-Chair, a past Chair may serve as Chair of the meeting.

The Chair shall be elected by October 1 of each fiscal year. In the event elections are not held, the existing officers shall remain in office until such election is held.

ARTICLE VI – TERMS OF MEMBERS

Appointed members of the Tourist Development Council shall serve a staggered term of four years pursuant to Chapter 125.0104, Florida Statutes, and County Resolution R02-02.

ARTICLE VII – PASSAGE OF MOTIONS OR MATTERS

Section 1. Motions or Matters for Regular Business. At a duly assembled meeting of the Tourist Development Council, no motion or matter pertaining to regular business of the Council shall be passed unless a quorum is in attendance and a majority vote of the quorum for the motion or matter under consideration is recorded. In those cases where a majority vote in favor of a motion or matter is not recorded, the motion or matter shall be recorded as defeated.

Section 2. Motions or Matters Amending By-Laws. These By-Laws may be amended at a regular or special meeting of the Tourist Development Council by affirmative vote of the majority of the quorum of Council members present. All proposed amendments must be submitted in writing to the secretary, at least, ten (10) days in advance of the meeting. Copies of proposed amendments must be provided to each member of the Council at least five (5) days in advance of the regularly scheduled meeting. Upon approval by the Council, such amended By-Laws shall be submitted to the Board of County Commissioners for approval within thirty (30) days of such amendment.

Section 3. All members of the Tourist Development Council shall comply with Section 112.3143, Florida Statutes, governing voting conflicts and Boards of County Commissioners Policy 97-9, "Voting Conflicts on Boards, Committees, Councils, or Authorities".

ARTICLE VIII – OTHER RULES OF PROCEDURE

The Tourist Development Council shall adhere *to Robert's Rules of Order* in conducting its business and meetings.

ARTICLE IX – MINUTES OF MEETINGS

The Tourist Development Council shall designate a secretary (who may or may not be a member of the Council) to transcribe minutes of each regular and special meeting of the Council. The minutes thus prepared become the official minutes of the Tourist Development Council once they have been presented to and approved by a vote of the Tourist Development Council as provided in Article VII. All such minutes shall be signed by the Chair and attested to by the secretary or another member of the Tourist Development Council.

ARTICLE X – RECORDS

The Tourist Development Council shall prepare and maintain correct and complete books and records of account and shall also keep minutes of meetings. The Tourist Development Council shall comply with Florida's Public Records Laws, Chapter 119, Florida Statutes, and the Board of County Commissioners Policy 96-4, "Policy on Public Records Law and E-mail."

ARTICLE XI - REPORTING TO THE BOARD OF COUNTY COMMISSIONERS

The Chair of the Tourist Development Council or his designee shall quarterly report to the Leon County Board of County Commissioners as to the performance and status of the development of tourism for the Tallahassee-Leon County area, or as may be otherwise requested by the Board of County Commissioners.

ARTICLE XII - COMMITTEES

The Tourist Development Council shall establish one or more committees which, in the judgement of the Council, shall be formed for the purpose of carrying out certain duties and responsibilities of the Council. Any committee created pursuant to this article shall only exercise the powers and responsibilities granted to it by the Council.

Each member of a committee shall continue as such until a successor is appointed and qualified, unless such committee shall sooner be abolished or unless such member be removed or cease to qualify as a member thereof, or unless the Council, at its discretion, revise committee membership by an appropriate vote.

Standing Committees:

The Chair shall appoint the following committees:

(1) By-Laws Committee
(2) Policies & Procedures Committee
(3) Finance-Audit Committee
(4) Special Event Grants Committee

The Chair shall have the authority to appoint additional committees as he/she deems necessary.

(1) By-Laws Committee is charged with the development of By-Laws under which the Council shall operate and conduct its business. By-Laws shall be approved and or amended by the Council with final adoption by the Leon County Board of County Commissioners in compliance with Leon County Policy No. 00-5.

(2) Policies & Procedures Committee is charged with the development of all policies and procedures governing the mission and direction of all program activities of the Tourist Development Council. Upon development and review of policies by the committee, all recommendations will be forwarded to the full council for approval.

(3) Finance-Audit Committee is charged with the oversight responsibility for the annual budgeting, administration and auditing of tourist development tax revenues and expenditures. Unless otherwise delegated, all funding decisions and requests must first be reviewed by the committee, with recommendations forwarded to the full council for approval.

(4) The Special Event Grants Committee is charged with the administration and overall auditing of the Special Events Grants program. All applications/requests for grant funding will be first reviewed by this committee or other committees as designated by the Chairman with funding recommendations forwarded to the full council for approval. In the event that a Special Event Grant application is received outside of the Council's designated submission dates, the Council may elect to vote on the application without committee review.

ARTICLE XIII - ADMINISTRATION

Section 1. Executive Director. Pursuant to Ordinance Number 95-15, the Executive Director of the Tourist Development Council shall be hired by the Council. Pursuant to Resolution Number R02-02, the County Administrator shall be permitted to be involved in the selection of the Executive Director of the Council. The selected Executive Director shall be recommended to the Board of County Commissioners for approval. The compensation for the Executive Director shall be set by the Council at a level commensurate with the responsibilities of the position and approved by the Board of County Commissioners as part of the annual budget. The Executive Director and Tourist Development Council staff shall operate under and abide by all Leon County Board of County Commissioners Policies and Procedures. The Executive Director shall be the principal administrative officer of the Council. His/her duties shall include, with direction and policies established by the Council:

a. Oversight and management of the Tourist Development Council office;
b. Serve as community spokesperson on tourism-related issues.
c. Hiring, supervision, and termination of employees, consultants, and/or advisors;
d. Supervision, oversight, and maintenance of all financial records, program contracts; special event grants, and other records of the Council under the direction of these bylaws, or as may be prescribed by the Council;
e. Presentation of periodic financial reports and annual budgets, in concurrence with the responsibilities of the Finance-Audit committee, and as may be requested by the Council;
f. General oversight, supervision, and maintenance of all programs, activities and subsidiary organizations of the Council;
g. Fulfillment of other executive management responsibilities as may be in the best judgement of the Director and/or assigned by the Council, and which are not in conflict with these bylaws or established policies & procedures.
h. Serving as Leon County staff liaison for the Tourist Development Council.

ARTICLE XIV - PROGRAMS & ACTIVITIES

Pursuant to Resolution R02-02, the Council shall distinguish its activities into four distinct program areas: Research/Administration, Advertising & Public Relations, Marketing & Convention Services, and Special Events & Grants.

Section 1. Administration/Research. This program area provides oversight of administrative operating procedures of all activities and programs including financial and budgeting activities. The research component is a vital component and plays a significant and distinct role in the local tourism industry. Through research, the economic impact of visitors in the Tallahassee-Leon County area is determined and provides essential information such as who are Leon County's visitors, where do they originate, and what kinds of activities do they enjoy while visiting the Tallahassee-Leon County area. The research also gives the Council the edge on determining what overall economic impact visitors have on the community by studying spending habits, jobs generated, and wages earned through tourism dollars.

Section 2. Advertising & Public Relations. Advertising efforts include development of market-specific media placements, direct mail campaigns, and production of collateral materials to support tourism sales and servicing efforts. The public relations program focuses on generating regional, national, and international publicity which spotlights Tallahassee as a visitor destination. Public relations efforts include aggressive media development, radio merchandising, and special event promotion support.

Section 3. Marketing & Convention Services. Marketing and convention services are efforts by which the Tallahassee area is marketed as a visitor destination. This service includes "selling" Tallahassee as the site for meetings and conventions, sporting events, and tours. Visitor services include toll-free information assistance, brochures distribution, and hospitality training. Additional services include free group travel planning assistance including itinerary development, spouse/youth programs and securing favorable group rates with area hotels, restaurants and attractions.

Section 4. Special Events & Grants. The grants program is designed to work with local organizations in coordinating special events which have potential to increase the number and/or length of stay of visitors to Tallahassee-Leon County. Grant funds are intended to supplement the promotional/marketing budget of the sponsoring organization, not the operation and/or administration of the event.

We, hereby certify that the foregoing By-Laws were duly adopted by the Tourist Development Council at its regular meeting on the **12th of November, 2002** and ratified by the Board of County Commission on **June 10, 2003.**

Thomas A. Waits, Chair
2003/04