

BYLAWS of the
THE ORIGINAL FLORIDA TOURISM TASK FORCE

September 18, 2014

ARTICLE I: NAME AND PURPOSE

Section 1: The name of this organization shall be the The Original Florida Tourism Task Force, hereinafter called the Task Force.

Section 2: The purpose of this organization is to promote tourism development and education opportunities within The Original Florida region including but not limited to the counties of Alachua, Bradford, Columbia, Dixie, Gadsden, Gilchrist, Jefferson, Hamilton, Lafayette, Leon, Levy, Madison, Suwannee, Taylor, Union and Wakulla. The Original Florida region is loosely defined as North Central Florida.

This group shall not engage in political activity pertaining to elections and political campaigns.

ARTICLE II: MEMBERSHIP, REPRESENTATION, AND VOTING

Section 1: All counties within the region may become members of the Task Force with allotted representation as follows:

- (a) One representative for the first 49,999 population provided, however, all member counties which have established by referendum a Tourist Development Council shall have a minimum of two representatives;
- (b) Three representatives for a total population exceeding 50,000.

Population shall be established by the official annual estimates of the Office of the Governor.

Section 2: Each representative shall have one vote on matters considered by the Task Force.

(a) Non-payment of the annual assessment within 90 days of receipt will result in suspension of voting rights for the representative(s) of the non-paying county until such time as the assessment is paid.

Section 3: Terms and composition of representatives shall be determined by each appointing member county.

ARTICLE III: OFFICERS AND THEIR DUTIES

Section 1: The officers of the Task Force shall consist of a Chair, a Vice-Chair, and a Secretary/Treasurer.

Section 2: With the exception of the organizational meeting, the Chair shall preside at all meetings of the Task Force. In his/her absence, the Vice-Chair shall preside. The Chair shall see that all orders and resolutions of the Task Force are carried into effect. The Chair may sign and execute, in the name of the Task Force, agreements or other instruments authorized by the Task Force at a meeting held by the Task Force where a quorum was present.

Section 3: At the request of the Chair or in his/her absence or disability, the Vice-Chair shall perform all the duties of the Chair.

Section 4: The Secretary/Treasurer shall duly record the proceedings of all meetings; and shall periodically review the financial condition of the Task Force, rendering quarterly statements of same to the Task Force.

Section 5: The terms of the officers shall be for two years.

Section 6: Standing Committees. The Original Florida shall create and maintain the following committees as needed:

Executive Committee: It is the duty and power of the Executive Committee to conduct the routine and ordinary business of the Task Force within the policy guidelines and financial plans established by the Board of Directors (unless otherwise provided by law), and the Original Florida Tourism Task Force Bylaws. The committee is chaired by the Original Florida Tourism Task Force chair and includes the officers and alternates, standing committee chairs, and is advised by the Staff Director of the Original Florida Tourism Task Force.

Finance Committee: The purpose of the Finance Committee is to review and monitor all financial facets of the Original Florida Tourism Task Force, such as the budget, revenues, and expenditures. They make recommendations to the full Tourism Task Force board concerning these matters. The committee consists of the Treasurer, who chairs the committee, Board Chair and is advised by the Staff Director of the Original Florida Tourism Task Force.

Bylaws/Nominations Committee: This committee reviews the bylaws annually and prepares the slate for board and officer elections whenever needed. The chair must be a board member, and two members from the tourism community may join the committee.

Leadership/Training Committee: This committee is chaired by an Original Florida Tourism Task Force board member or alternate and includes board members and tourism industry representatives. The committee coordinates programs and industry relations such as the Tourism Awards, hospitality training, and other programming that includes education and recognition. The committee may design tourism mentor programs to provide coaching for tourism professionals.

Annual Meeting/Tourism Awards Committee: This committee coordinates the review of the award entries for the Original Florida Tourism Task Force Tourism Awards and assists in the planning and execution of the Original Florida Tourism Task Force Annual Meeting.

Marketing/Sales Committee: This committee is chaired by an Original Florida Tourism Task Force board member or alternate and includes representatives from the tourism industry. This committee meets regularly to explore marketing and sales programming that the Original Florida Tourism Task Force should lead and coordinate. The Chair of this committee prepares with committee input the Marketing Plan for the Original Florida Tourism Task Force. Implementation of the plan is done by this committee. The committee is broken into a few sub committees:

- **Trade Shows** – Chaired by a member of the hospitality industry with experience in trade shows
- **Familiarization Tours (FAMs)** – Chaired by a member of the hospitality industry with experience planning and executing familiarization tours.

Leadership Circle: This committee meets as needed to gather input and keep former leaders of the Original Florida Tourism Task Force engaged in tourism issues. This committee is hosted by the immediate past chair of the Original Florida Tourism Task

ARTICLE IV: MEETINGS

Section 1: The annual meeting of the Task Force which is held for the purpose of electing officers and for the transaction of such other business as may properly come before the meeting shall be held at a location and at the time established by the Chairman.

Section 2: The Task Force shall hold monthly meetings, one of which shall also serve as the annual meeting. Special meetings of the Task Force may be called at any time by the Chairman or by a majority of the Task Force members.

Section 3: The Task Force may designate any place, either within or without the State of Florida for any regular, annual or special meeting.

Section 4: Notice of each regular or special meeting of the Task Force shall be served personally, by first class mail, facsimile, or e-mail to each member not less than seven days nor more than fifty days before the meeting. Such notice shall state the date, time and the place of the meeting.

Section 5: At each annual meeting of the Task Force, the Chairman shall present a report on Task Force activities for the preceding year. The Secretary-Treasurer shall present a financial report at the annual and all quarterly meetings.

Section 6: A quorum shall exist when 40 percent of the Task Force's current member counties are represented and in attendance at a Task Force meeting.

Section 7: All member counties hosting meetings will adhere to the requirements set forth under the Florida Sunshine Law.

Member counties shall appoint Task Force members through either the Board of County Commissioners or their respective Tourist Development Councils. Member counties are encouraged to appoint members of the tourism or hospitality industry to the Task Force.

ARTICLE V: FINANCES AND STAFF

Section 1: On or before July 1 of each year, the Task Force shall adopt a budget for the Fiscal Year beginning October 1. The Fiscal Year shall commence the first day of October and end the last day of September of each year.

Section 2: The Task Force shall enter into a contract with the North Central Florida Regional Planning Council (Council) who, on behalf of the Task Force, shall be the administrative entity and shall have the right to receive and accept in furtherance of Task Force functions, funds, grants, and services from federal, state and local governments or their agencies and contributions from private and community sources, and shall expend therefrom such sums of monies as shall be deemed necessary from time to time for the attainment of its objectives. The Council will establish a fund account within its financial records for the purpose of tracking revenues and expenditures for the Task Force. Such records shall be kept in the same manner as all other transactions of the Council and shall be included in the annual audit of the Council's activities. Task Force funds may be commingled with other funds of the Council and are not required to be maintained in a separate bank account.

Section 3: The Executive Director of the North Central Florida Regional Planning Council shall act as the Executive Director of the Task Force who shall have all of the powers and duties granted him/her by the Council.

ARTICLE VI: REMOVAL FROM OFFICE

The Task Force may request that representatives with excessive absences from meetings be removed from office in accordance with the following procedure:

Section 1: If a voting representative fails to provide a reason for an absence prior to the regularly scheduled meeting from which the representative is absent, it shall be assumed that there was no justifiable reason for the absence.

Section 2: In the implementation of this section, the Chairman is hereby required to automatically advise any representative who has had two consecutive absences, without having provided justifiable reasons, that notice is to be provided to the representative's appointing authority in accordance with the provisions of Section 4 below. This action shall be recorded in the minutes of the Task Force meeting following the date notice is sent to the absent representative.

Section 3: Any representative who was unable to provide notice of justifiable reason prior to the meeting as set forth above, may at the next regular Task Force meeting submit evidence that there was justifiable reason for being absent to the Task Force for a de nova determination by the Task Force. The decision by the Task Force is final.

Section 4: Should a voting representative have three (3) consecutive absences from regular meetings with no justifiable reason or appointed alternate representation, the Chairman shall appoint an ad hoc committee comprised of the three officers of the Task Force which shall so advise the appointing governmental unit. This notice should be accompanied by a request that the offending representative be removed and replaced with another qualified person.

Justifiable or excused absences shall include any hospitality or tourism related activity

ARTICLE VII: AMENDMENTS

Section 1: These bylaws may be amended, supplemented, or superseded by an affirmative vote of a majority of the Task Force representatives at any regularly-scheduled Task Force meeting.