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## **BYLAWS OF THE FLORIDA REGIONAL COUNCILS ASSOCIATION**

By common consent, the Regional Planning Councils of Florida, hereinafter referred to as the RPCs, hereby establish these bylaws to govern the joint organization composed of representatives of our several groups for the purpose of promoting the interests of regional planning in Florida, the development of our several areas and the entire State of Florida, and the protection of representative local governments.

### **ARTICLE I. Name and Objectives**

SECTION 1 - The name of this organization shall be the Florida Regional Councils Association, hereinafter called the Association.

SECTION 2 - The headquarters for the Association shall be the location of the office of the Executive Director of the Association.

SECTION 3 - The general objective of this Association shall be to further the interests of the RPCs in Florida as these interests relate to their service to their local governments and their citizens, the promotion of these interests, the promotion of harmonious, productive relationships among the several member RPCs, the promotion of harmonious, productive relationships among member RPCs and any and all state and federal agencies as well as private groups whose interests overlap those of member RPCs, and to do any and all things necessary to assure that Florida's RPCs are effective service organizations to the people of Florida.

### **ARTICLE II. Member Councils, Membership and Votes**

SECTION 1 - Membership of the Association shall be open to all RPCs in Florida who serve the geographic areas as defined by the Executive Office of the Governor in Rule 27E-1.002, Florida Administrative Code.

SECTION 2 - Membership in the Association shall consist of three representatives from each member RPC. Each RPC will appoint from its membership two (2) elected officials and one (1) Governor's appointee to serve on the Association. Each RPC may appoint alternates to represent the member RPC in the absence of primary representatives appointed pursuant to this section.

SECTION 3 - Each representative shall have one vote in the Association.

SECTION 4 - A representative's term in the Association will be continuous until replaced by the

member Council.

SECTION 5 - An Association officer may continue in the term of office so long as that officer is a board member of a member RPC.

### **ARTICLE III. Officers and Their Duties**

SECTION 1 - The officers of the Association shall consist of a president, a first vice-president, and a second vice-president. The president, first vice-president, and second vice-president shall be elected by the membership and shall be from different RPCs. The president, first vice-president, second vice-president, immediate past president, and Chair of the Executive Directors Advisory Committee shall serve as the Executive Committee.

SECTION 2 - The president shall preside at all meetings of the Association. In the president's absence, the first vice-president shall preside.

SECTION 3 - Powers not specifically assigned to officers in these bylaws and not contrary thereto are reserved to the Association.

SECTION 4 - The terms of the officers shall be for one year with a maximum number of two terms in each office.

### **ARTICLE IV. Annual Meeting – Nomination and Election of Officers**

SECTION 1 - Election of officers shall occur at the Organizational meeting and annually thereafter at the annual meeting.

SECTION 2 - The president shall appoint a nominating committee to select a slate of qualified candidates for each Association office. This slate will be presented at the annual meeting. Nomination can also be made from the floor for any office. The nominee receiving the vote of the majority of the voting members present shall be declared elected.

### **ARTICLE V. Management and Financing**

SECTION 1 - The Association shall manage its affairs in accordance with the bylaws.

SECTION 2 - To assist in defraying the cost of the operation of the Association, the dues of each member RPC shall be as determined by majority vote of the membership on an annual basis.

SECTION 3 - The Association may employ or contract for the services of an Executive Director or other staff who shall organize Association meetings; attend all meetings of the Association; duly record the proceedings thereof; file summaries of the Association for each meeting; and perform other duties as may be assigned. Specific duties and responsibilities of the Executive Director or other staff shall be more fully outlined in the contract between the Association and

the Executive Director or other staff, and may include lobbying.

SECTION 4 - Lobbying responsibilities shall include seeking funding to advance the programs of the regional planning councils; opposing legislation that does not support regional planning councils; and, identifying proposed legislation or proactively developing proposed legislation that would advance the mission of the regional planning councils, which must be approved by the members without opposition.

SECTION 5 - The Association or its lobbyist shall not advocate for changes to regional planning council boundaries unless such action is approved by the members without opposition.

SECTION 6 - The Association shall not interfere with the right of a member to contact federal or state agencies in regard to funding; nor shall the Association knowingly compete with a member for funding from any source. However, the Association may seek funding through one member on behalf of all members with majority support, which shall preclude a member from knowingly competing for the same grant.

#### **ARTICLE VI. Standing Committees**

SECTION 1 - An Executive Directors Advisory Committee shall be composed of the executive directors of all regional planning councils and shall organize as necessary to conduct their business, including the election of a Chair, Vice-Chair and Treasurer by majority vote of the executive directors. The Committee shall also have the responsibility for providing technical advice to the Association and informing the Association of issues and problems that may need to be acted upon.

SECTION 2 - The Treasurer of the Executive Directors Advisory Committee shall see that all monies due the Association are collected and deposit same in the name of the Association. The Treasurer shall have charge of the books of account of the Association and shall render a statement of same at each meeting of the Executive Directors Advisory Committee, or when requested by the Association. The Treasurer shall see that payment is made for all expenditures of the Association and shall provide a financial report of the Association at each meeting.

#### **ARTICLE VII. Meetings and Quorums**

SECTION 1 - The Association shall meet at least two times per year or at such other times as may be determined.

SECTION 2 - A quorum shall consist of a simple majority of the member regional planning councils and one-third of the Association members. A quorum shall be present at any meeting at which business is transacted.

SECTION 3 - All meetings of the Association shall be open to the public.

**ARTICLE VIII. Filling of Vacancies**

SECTION 1 - Vacancies in the office of president, first vice-president, and second vice-president may be filled by the Association at any regular meeting or special meeting called for such purpose, provided at least ten (10) days notice is given.

**ARTICLE IX. Amendments**

SECTION 1 - These bylaws may be amended, supplemented, or superseded by affirmative vote of not less than two-thirds (2/3) of the member regional planning councils of the Association, provided, however, members shall be given at least ten (10) days written notice of such proposed amendments.

SECTION 2 - These bylaws shall take effect upon adoption of two-thirds (2/3) of the regional planning councils in the state.