


MEMORANDUM

TO: CFX Board Members
Laura Kelley, Executive Director

FROM:  Joseph L. Passiatore, General Counsel

DATE: February 1, 2017

SUBJECT: Amendment to Board Rules re: Election of Officers

At its January meeting the Board discussed establishing a protocol for Chairman rotation and requested that it be taken up at the February meeting. Attached for your review is the pertinent section of the MetroPlan Orlando rules of procedure. After Board discussion and upon receiving direction, our office will draft the necessary amendment to the CFX Board Rules of Procedure.

JLP/ml
Attachment

member cannot attend a meeting the alternate member may be designated for one or more specific meetings, at the discretion of the MetroPlan Orlando member entity.

IV. OFFICERS

(1.) The last scheduled meeting of each calendar year shall be known as the Annual Meeting of MetroPlan Orlando and shall be for the purpose of electing new officers and conducting such other business as may come before the members. MetroPlan Orlando shall elect from its voting membership a Chairman, Vice Chairman and Secretary-Treasurer.

(2.) Each officer shall be from a different local government or transportation agency.

(3.) Each member so elected shall serve for one (1) year or until he/she is reelected or until his/her successor is elected. The Chairman, Vice Chairman and Secretary-Treasurer's terms of office shall be limited to two (2) consecutive one (1) year terms and neither shall be eligible again until two (2) additional years have elapsed, nor shall either be succeeded by a member from the same local government or agency for his/her respective office.

(4.) The newly elected officers shall be declared installed and shall assume the duties of office at the first scheduled meeting of the new calendar year, or as designated by the board.

(5.) The Chairman shall preside at all meetings of MetroPlan Orlando and perform all duties as may be prescribed by MetroPlan Orlando.

CURRENT CFX POLICY

3. Chairman shall mean the member of the Board elected by the Board to serve as Chairman. The Chairman shall be the presiding officer at all meetings of the Authority except that in the Chairman's absence, the Vice Chairman shall preside. The Chairman shall have all rights and privileges while he/she is presiding (e.g. the right to make motions, second motions, speak and vote), without relinquishing the chair.
4. Vice-Chairman shall mean the member of the Board elected by the Board to serve as Vice-Chairman. The Vice-Chairman shall preside at all meetings when the Chairman is not present or unable to serve.
5. The Treasurer shall mean the member of the board elected by the Board to serve as Treasurer. The Treasurer shall give a report each meeting as to the expenditures of the Authority.
6. The Executive Director of Florida Turnpike Enterprise is a non-voting advisor to the Board.
7. Executive Assistant shall be an employee of the Authority to assist in the preparation and execution of documents and records.

1-1.004

Membership & Terms of Office. Membership and terms on the Board shall be as prescribed by Section 348.753(3) Florida Statutes.

Should the Chairman resign from Board services, become incapacitated or otherwise have his or her term expire; and the seat filled by another; the Vice-Chairman will assume the position of Chairman until a special election for Chairman is held at the first meeting following the expiration of the Chairman's term. If the Vice-Chairman, or Treasurer is elected Chairman, then an election shall be held for that position's successor.

The elected successor(s) will fill the unexpired portion of the term and be eligible for reappointment to a full term at the discretion of the Board at the regular elections in January.

1-1.005

Officers – Term of Officers. Officers for the position of Chairman, Vice-Chairman and Treasurer shall be elected by nomination and majority vote annually at the regular meeting held in January.

1-1.006

Meetings.

1. Regular Meetings

The Board shall meet once each month, on the second Thursday of the month at 9:00 a.m. so long as there is business to conduct. All regular