

**CHARLOTTE HARBOR  
NATIONAL ESTUARY PROGRAM**

**Policy Committee By-Laws**

**I. Membership/Terms of Office**

Member organizations are appointed to the Charlotte Harbor National Estuary Program (CHNEP) by the U.S. Environmental Protection Agency Regional Administrator Region 4 and the Governor of the State of Florida, or by the Policy Committee upon the request of the potential member organization, representing the Federal, State, and local participation in the project. Current member organizations are:

- U.S. Environmental Protection Agency, Region 4, Co-Chairperson
- Florida Department of Environmental Protection, Co-Chairperson
- Florida Fish & Wildlife Conservation Commission
- Southwest Florida Regional Planning Council
- Central Florida Regional Planning Council
- Southwest Florida Water Management District
- South Florida Water Management District
- Representatives or alternates for each of the following local governments:
  - Charlotte County
  - DeSoto County
  - Hardee County
  - Lee County
  - Manatee County
  - Polk County
  - Sarasota County
  - City of Bartow
  - City of Bonita Springs
  - City of Cape Coral
  - City of Fort Myers
  - City of North Port
  - City of Punta Gorda
  - City of Sanibel
  - City of Venice
  - City of Winter Haven
  - Town of Fort Myers Beach

The representatives or alternates from the regional and local jurisdictions are appointed by their respective constituencies to serve on the Charlotte Harbor NEP Policy Committee. Changes in representation can be made at any time by the respective represented organizations.

Member organizations may be added to the Policy Committee by a simple majority vote of the quorum of the Policy Committee. Member organizations may resign from the CHNEP upon request to the Policy Committee.

## **II. Meetings**

The Policy Committee will schedule regular meetings four times a year, or more often if necessary, to carry out its responsibilities, as called by the Committee Chairperson. At least three regular meetings will be held annually in the Charlotte Harbor area. Meetings will be conducted in accordance with procedures set out in Robert's Rules of Order, except in such instance where there is a conflict with the By-Laws, the By-Laws shall prevail.

Special meetings may be called by a request of a majority of the Policy Committee members or by the Chairperson, in which case the Director will schedule a meeting as soon as possible.

All meetings of the Policy Committee will be noticed to the appropriate government agencies and the public-at-large in the Charlotte Harbor area. All meetings will conform to applicable Federal, State, and local public notice/public access requirements. General guidance is to be provided by Florida's "Government in the Sunshine" Law.

## **III. Chairperson of the Policy Committee**

The Environmental Protection Agency, Region 4 and the Florida Department of Environmental Protection will co-chair the Policy Committee and will alternate chairing the committee meetings. In the absence of both co-chairs, the other members of the committee will select a chairman for that meeting only.

## **IV. Quorum**

Members of the Policy Committee are expected to attend all regular meetings or designate a representative in writing from the appointing board with full authority to act or vote on any issue at the meeting. If a member misses or fails to designate representation for two consecutive meetings, the chairperson will request the agency involved to nominate a new member for the Policy Committee.

A quorum of the Policy Committee shall be at least 9 of the Policy Committee or their designated representative for that meeting.

## **V. Voting**

The Policy Committee shall operate by consensus. A simple majority vote of the members of the committee present and not abstaining from the vote is required to approve the annual work plan(s) or add any amendments to the plan, or approve the addition or reduction of personnel. Individual votes and abstentions shall be recorded in the minutes by roll call vote.

## **VI. Staff Participation**

Each member of the Policy Committee may bring staff participants to meetings. Staff participants can participate fully in meeting discussions, but may not vote.

## **VII. Public Participation at Meetings**

All meetings of the Policy Committee will be open to the public. A portion of time will be allocated at each meeting for public comment.

## **VIII. Agenda**

After selection of the CHNEP Director, the agenda for the meeting will be developed by him/her and approved by the Chairperson for the meeting. Policy Committee members may submit items for inclusion in the agenda to the CHNEP Director 10 days prior to the meeting date. The agenda will be distributed to each committee member (and others on an agenda list maintained by the CHNEP Director) at least one week prior to the scheduled meeting date. Additional agenda items may be added by a Policy Committee member at the beginning of a meeting if approved by a majority of the quorum.

## **IX. Conflict of Interest**

No member of the Policy Committee or staff representative shall participate in any decision or vote which would constitute a conflict of interest under Federal or State law. Members must clearly state any potential conflicts of interest prior to any discussion and abstain from such discussion.

## **X. Committees/Subcommittees**

The Policy Committee can establish standing and ad hoc committees as determined necessary for the conduct of business and shall approve any by-laws or operating procedures for such committees.

## **XI. Travel Reimbursement Procedures**

No travel expenses will be paid to committee members for any expenses incurred in attending committee meetings.

## **XII. Powers and Duties**

Except as otherwise provided in these by-laws or appropriate Federal or State legislation, the Policy Committee shall provide general guidance for the Charlotte Harbor NEP.

It shall be the duty of the committee to carry out the aims and purposes of the National Estuary Program, and to this end, the Policy Committee designates the Southwest Regional Planning Council to manage and control all of its property or assets and their disposition in accordance with the applicable Federal and State requirements.

The Southwest Florida Regional Planning Council (SWFRPC) will be the sponsoring agency and will be the repository of property and assets of the NEP and will manage and control their disposition in accordance with applicable Federal and State requirements.

The Policy Committee designates that the Southwest Florida Regional Planning Council is authorized to engage personnel including a CHNEP Director and assistants, as staff support personnel in a manner consistent with the

approved annual work plan; and is authorized to provide payment of reasonable compensation for services and expenses consistent with the adopted annual work plans. The Policy Committee recognizes that the appropriate member government is authorized to engage independent consultants to perform contractual services as authorized in the annual work plans.

To the extent permitted by the law of the State of Florida and Federal regulation, neither the Policy Committee nor any of its members individually, shall be liable for the negligent acts or omissions of an employee, agent, or representative selected with reasonable care, nor for anything the committee may do or refrain from doing in good faith, including the following: errors in judgment, acts done or committed on advice of counsel, or mistakes of fact or law.

### **XIII. Financial Affairs**

The Policy Committee shall develop a proposed annual operating budget in conjunction with an annual work plan for the Charlotte Harbor NEP. Such work plan shall be submitted to the U.S. Environmental Protection Agency for review prior to final approval by the Policy Committee to ensure consistency with the requirements of Section 320 of the Clean Water Act. Individual member government/agency approval or disapproval of the annual operating budget or work plan shall not affect the decision of the Policy Committee with respect to funding associated with cooperative agreements provided by EPA. If the annual budget does contain financial contributions from member governments/agencies then the government/agency in question will be responsible for approving the appropriate use of those funds prior to approval of the overall annual operating budget by the Policy Committee.

Use of services of contractors to conduct surveys, research, or other scope of work associated with the program shall be obtained by the appropriate member government as described in the annual work plans in adherence with the State of Florida and U.S. Environmental Protection Agency guidelines.

The CHNEP Director shall have prepared annually and the Policy Committee shall approve an annual report of the program's activities and finances. The annual report will be distributed to all participating persons and organizations as well as made available to the general public and media.

### **XIV. CHNEP Director**

The Policy Committee shall select and recommend that the Southwest Florida Regional Planning Council hire a CHNEP Director who shall serve at the pleasure of the Policy Committee and have responsibility for ongoing administration and the management of the Charlotte Harbor NEP. The Southwest Florida Regional Planning Council shall exercise general administrative authority and direction of the CHNEP Director in a manner consistent with the actions of the Policy Committee.

### **XV. Media Relationships**

Active media participation in all aspects of the Charlotte Harbor NEP is invited and encouraged. The Southwest Florida Regional Planning Council office below will serve as the primary media contact source.

### **XVI. Adoption/Amendment of By-Laws**

These by-laws are adopted upon an affirmative vote of a quorum of the Policy Committee. Amendments can be made at any regular Policy Committee meeting with a majority affirmative vote of a quorum, provided the proposed change is included on the agenda and distributed in written form with the agenda materials not less than 7 days before the meeting.

**APPROVED THIS 29 DAY OF FEBRUARY, 1996.**

**AMENDED THIS 2 DAY OF MAY, 1996.**

**AMENDED THIS 6 DAY OF DECEMBER, 2002.**

**AMENDED THIS 16 DAY OF MAY, 2005.**

**AMENDED THIS 15 DAY OF MAY, 2006.**

**AMENDED THIS 21 DAY OF AUGUST, 2006.**