

**COASTAL & HEARTLAND
NATIONAL ESTUARY PARTNERSHIP**

Policy Committee Bylaws

I. Membership/Terms of Office

Member organizations are appointed to the Coastal & Heartland National Estuary Partnership (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
 - Glades County
 - Hardee County
 - Hendry County
 - Highlands County
 - Lee County
 - Manatee County
 - Polk County
 - Sarasota County
 - City of Arcadia
 - City of Bartow
 - City of ~~Fort Meade~~ 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
 - Village of Estero

The representatives or alternates from the regional and local jurisdictions are appointed by their respective constituencies to serve on the CHNEP 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 three times a year, or more often if necessary, to carry out its responsibilities, as called by the Committee Co-Chairs. At least three regular meetings will be held annually in the CHNEP area. Meetings will be conducted in accordance with procedures set out in Robert's Rules of Order Newly Revised (11th ed.); if there is a conflict with the Bylaws, the Bylaws will prevail.

Special meetings may be called by a request of a majority of the Policy Committee members or by the Co-Chairs, in which case the Executive 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 CHNEP area. ~~All meetings will conform to applicable Federal, State, and local public notice/public access requirements. General guidance will be provided by Florida's "Government in the Sunshine" Law.~~

III. Chairperson of the Policy Committee

The U.S. Environmental Protection Agency, Region 44, and the Florida Department of Environmental Protection co-chair the Policy Committee and alternate presiding over the committee meetings. In the absence of both Policy Committee Co-chairs, members of the Policy Committee present at the meeting select a chair to preside 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. [Note: designation may be sent via email.] If a member misses or fails to designate representation for two consecutive meetings, the Co-chairs may request the entity involved to appoint a new member for the Policy Committee.

A quorum of the Policy Committee consists of 9 members of the Policy Committee or their respective designated representative for that meeting.

~~A quorum of the Policy Committee physically present at the meeting site may, using its good judgment, make a determination that the circumstance for the absence of a member constitutes a circumstance that permits participation of the absent member in the meeting by telephone conference or other interactive electronic technology.~~

V. Voting

The Policy Committee operates 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 and amendments to the annual work plan. Individual votes and abstentions may be recorded in the minutes by roll call vote upon request of the committee members.

Management Co-Chairs participate in Policy Committee meetings but do not have voting rights.

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

The agenda for each Policy Committee meeting will be developed by the CHNEP Executive Director according to directives from the Policy Committee. 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 Office) at least one week prior to the scheduled meeting date. Additional items may be added to the agenda by a Policy Committee member at the beginning of a meeting upon majority approval.

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 Bylaws or operating procedures for such committees. All committees and subcommittees formed under this section will operate in compliance with these Bylaws.

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 Bylaws or appropriate Federal or State legislation, the Policy Committee shall provide general guidance for the CHNEP.

It is ~~be~~ the duty of the Policy Committee to carry out the vision and purposes of the National Estuary Program, and to this end, the Policy Committee designates a fiscal host as a fiscal agent to manage and control all of its property or assets and their disposition in accordance with the applicable Federal and State requirements.

The Policy Committee authorizes the CHNEP Executive Director, utilizing the policies and procedures of the fiscal host, to hire and supervise CHNEP program staff as required to successfully accomplish the tasks delineated in the approved annual work plan.

The Policy Committee authorizes CHNEP's fiscal agent and host agency, to enter into contracts, or other appropriate agreements, in order to provide payment of reasonable compensation for services and expenses consistent with the adopted annual work plans.

The Policy Committee appoints individuals to the CAC upon submittal of an application and fulfillment of CAC membership requirements, as well as reviews and approves CAC bylaw changes.

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 CHNEP Executive Director will prepare and submit an annual work plan and operating budget based on the fiscal host's fiscal year to the Policy Committee. The annual work plan will comply with U.S. Environmental Protection Agency requirements, including the Section 320 of the Clean Water Act. The Policy Committee will approve the CHNEP's annual work plan and operating budget prior to the date the annual work plan is due to the U. S. Environmental Protection Agency. Individual member government/agency approval or disapproval of the annual operating budget or work plan will not affect the decision of the Policy Committee with respect to funding associated with cooperative agreements provided by EPA. If the annual budget contains financial contributions from member governments/agencies, named government/agency is responsible for approving the appropriate use of those funds prior to approval of the overall annual operating budget by the Policy Committee.

The CHNEP Executive Director is authorized to apply for CHNEP's annual U.S. Environmental Protection Agency National Estuary Program (Section 320 CWA) funding support consistent with the annual work plan and operating budget.

The CHNEP Executive Director is authorized to seek supplemental funding to implement the CCMP. In the instance where a conflict of interest may be present in the COUNTY Attorney providing dual representation, the Executive Director is authorized to procure legal services for the CHNEP and its staff."

The annual work plan will be distributed to all Policy Committee members, and made available to participating persons and organizations and the general public and media.

XIV. CHNEP Director

The CHNEP Policy Committee has the sole authority to hire, evaluate, and dismiss the CHNEP Executive Director. Consistent with the U. S. Environmental Protection Agency NEP program policies, the CHNEP Executive Director will report directly to the CHNEP Policy Committee for administration and operation of the CHNEP. The CHNEP Policy Committee will develop the CHNEP Executive Director's job description, participate in the hiring of the CHNEP Director, conduct annual performance reviews, and determine the CHNEP Director's compensation and duties.

~~For personnel policy and procedure matters, the Personnel and human resource matters pertaining to CHNEP staff will be handled according to the policy and procedures outlined in the Memorandum of Understanding with Executive Director will report to the its~~ fiscal host. The ~~Policy Committee~~ fiscal host will have the authority to place the CHNEP Executive Director on three-day paid administrative leave, pending personnel action by the CHNEP Policy Committee ~~or CHNEP Policy Committee designee~~, if such action is deemed necessary for the health, safety and welfare of City and CHNEP staff. ~~Termination of~~ the CHNEP Executive Director will ~~not be terminated prior to consultation and~~ requires approval of the CHNEP Policy Committee ~~or its designee~~.

XV. Media Relationships

Active media participation in all aspects of the CHNEP is invited and encouraged. The CHNEP program office will serve as the primary media contact source.

XVI. Adoption/Amendment of Bylaws

These Bylaws 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.

AMENDED THIS 13 DAY OF AUGUST 2015.

AMENDED THIS 18 DAY OF JANUARY 2018.

AMENDED THIS 30 DAY OF MAY 2019.

AMENDED THIS 25 DAY OF JANUARY 2024.