

Southeast Florida Regional Partnership

Draft Statement of Organization

1.0 Introduction

The Southeast Florida Regional Partnership (Partnership) is a voluntary affiliation of public, private, and nonprofit/civic organizations committed to working together to ensure the Southeast Florida region enjoys a prosperous economy, livable communities, and a sustainable environment. The region encompasses six million people living in seven counties, listed from south to north: Monroe County, Miami-Dade County, Broward County, Palm Beach County, Marin County, St. Lucie County, and Indian River County.

The South Florida Regional Planning Council (SFRPC), working in partnership with the Treasure Coast Regional Planning Council (TCRPC), created the Partnership in 2010 by entering into memoranda of understanding (MOU) with 130 organizations, and receiving letters and resolutions of support from an additional 70 organizations. The Partnership was established as a voluntary membership organization, separate from but supported by the two regional planning councils, so that it encompasses the entire seven-county region; its membership could expand over time; and its activities will benefit from the full participation of public, private, and nonprofit/civic organizations committed to the future of Southeast Florida.

On behalf of the Partnership, the SFRPC, as lead applicant, submitted an application to the U.S. Department of Housing and Urban Development (HUD) and was subsequently selected as one of 45 recipients of the first round of Federal Sustainable Communities grants in 2010. The Partnership's initial purpose is to work together to successfully carry out the activities outlined in the Partnership's work plan, pursuant to the grant's requirements, to create a "Regional Vision and Blueprint for Economic Prosperity," (Regional Vision and Blueprint). This work plan was approved by HUD on May 11, 2011. The work plan, milestones, deliverables, and schedules will be more fully developed by the Partnership's Executive Committee -- the chief governing board for the Partnership, the Sustainable Communities Grant Consortium Members assembled for the purposes of applying for and implementing the HUD grant, the Partnership and Consortium members; and issue specific work groups (Work Groups).

This Statement of Organization documents the structure and decision making processes intended to guide the Partnership in its activities focused on developing the Regional Vision and Blueprint. As the Partnership continues to grow and evolve, so too will its purpose, as well as this Statement of Organization.

2.0 Partnership Members and Meetings

At the time of the August 23, 2010 grant application submittal to HUD's Sustainable Communities Regional Planning Grant Program, the Partnership members were established as the following:

- a. SFRPC, lead fiscal agent;
- b. TCRPC; and
- c. other private, public, and nonprofit/civic entities in the Southeast Florida region that signed a MOU or provided a letter of support pledging to support the livability principles incorporated in the grant application and to assist in the implementation of the grant's work program.

Additional organizations may join the Partnership in the future by signing a MOU or letter of intent indicating their commitment to work collaboratively to advance the region's economic prosperity, livability, and sustainability through implementation of the work program developed by the Partnership.

The SFRPC will maintain a list of all Partnership members, and their primary points of contact, and will post this list on the Partnership web site.

Any Partnership member may terminate its membership in the Partnership effective upon written notice from the Partner's organization, delivered by U.S. Mail, to the Executive Director of the SFRPC. The Executive Committee will be notified upon the receipt of any such notice by the Executive Director of the SFRPC, and the Partner's resignation (and its effective date) will be noted on the Partnership membership list. Termination of Partnership member status will not relieve a member of any responsibilities or liabilities already incurred.

The Partnership's Executive Committee periodically will call for general meetings or summits of the Partnership members. The Executive Committee will establish the purpose and agenda for each Partnership meeting, as well as the operating rules for such meeting(s) to facilitate the discussion and consensus-building necessary to accomplish the purpose of each meeting. The Executive Committee will provide at least 10 business days notice of each Partnership meeting through distribution to the Partnership contact list and a general posting on the Partnership web site. The Partnership members in attendance at the meeting will constitute quorum for the purposes of decision-making. Based on the purpose and agenda for the meeting, the Executive Committee may determine that members can attend the meeting via electronic communication to maximize participation.

3.0 Sustainable Communities Grant Consortium Members and Meetings

The Sustainable Communities Grant Consortium (“Consortium”) is the core team of Partners within the Partnership for meeting HUD requirements and for carrying out activities to develop the Regional Vision and Blueprint. Consortium members, as regional leaders, commit to develop and implement the Regional Vision and Blueprint including specific commitments to:

- Assist and participate in the development of strategies, plans, and tools;
- Assist in engaging stakeholders, particularly local and hard-to-reach populations;
- Help assess, analyze, and evaluate plans, strategies, tools, and projects;
- Play specific roles in implementing local projects providing leadership, staff support, research, oversight, or financial support;
- Participate in educational and outreach opportunities through classes, meetings, conferences, and workshops; and
- Assist in developing and refining the visions and plans that constitute the elements of a sustainable region and integrating these visions.

Consortium members sign a Consortium Agreement which affirms the role of the SFRPC as lead fiscal agent, and commits the participant to work cooperatively with the SFRPC, the TCRPC, and other Partnership members and Consortium members to develop the Regional Vision and Blueprint; to work with the Executive Committee to ensure full participation by Partnership members and Consortium members in developing and implementing the Regional Vision and Blueprint; and to commit leveraged resources in terms of staff, financial investment, or other resources in support of carrying out the work program to the best of their ability.

Additional organizations who wish to join the Consortium will be asked to sign the Consortium Agreement, committing to carry out specific responsibilities and to provide leveraged resources in support of the work program.

Each Consortium member will designate a primary delegate and a backup delegate to serve as points of contact for the participating organization and to participate in meetings of the Consortium. The SFRPC will maintain a list of all Consortium delegates and their primary designees.

Any Consortium member may terminate its membership in the Consortium upon written notice from the organization, delivered by U.S. Mail, to the Executive Director of the SFRPC. The Executive Committee will be notified upon the receipt of any such notice by the Executive Director of the SFRPC, and the resignation and effective date of the Consortium member will be noted on the membership list. Termination of Consortium

member status will not relieve a Consortium member of any responsibilities or liabilities already incurred.

The Consortium member delegates (or their designees) will meet at least three times per year to receive reports on the work of the Consortium, and the Partnership as a whole, and will function as an advisory board for the development of the Regional Vision and Blueprint and related work plan activities. These meetings may take place in conjunction with Partnership meetings or at other times called by the Executive Committee. The Executive Committee will establish the schedule and agenda for each Consortium meeting, and the Executive Committee Chair will preside over Consortium meetings. The Executive Committee will provide at least 10 business days notice of each Consortium meeting through distribution to the Consortium contact list and a general posting on the Partnership web site. A majority of those Consortium members identified on the Consortium membership list as of the date of the meeting must be present to conduct official business at a Consortium meeting. Based on the purpose and agenda for the meeting, the Executive Committee may determine that members can attend the meeting via electronic communication to maximize participation. Consortium motions will be approved upon a majority vote of the voting members present, physically or electronically, as determined by the meeting call of the Executive Committee.

4.0 Executive Committee

4.1 Role and Responsibilities

An Executive Committee will serve as the overall governing board for the Partnership and the Consortium. It will be balanced by geography, subject matter expertise, and socio-economic segments of the region. Its members will represent public, private, and nonprofit/civic organizations.

The Executive Committee will: oversee the Sustainable Communities Regional Planning Grant administration; establish the project organization; approve the overall work plan; recommend the selection of staff and consultants to the regional planning council boards for action; provide policy guidance to the Project Director and Program Manager; provide policy direction for the Regional Vision and Blueprint; ensure all constituencies have meaningful opportunities to engage and shape the process; identify and resolve significant issues arising during the process; recommend the final Regional Vision, Blueprint, and implementation plan; and recommend the long-term structure for the Southeast Florida Regional Partnership.

4.2 Membership

The Executive Committee will be comprised of the following members:

1. A member of the SFRPC recommended by the SFRPC;
2. A member of the SFRPC recommended by the SFRPC;
3. An appointee recommended by the SFRPC Executive Director;
4. A member of the TCRPC recommended by the TCRPC;
5. A member of the TCRPC recommended by the SFRPC;
6. An appointee recommended by the TCRPC Executive Director;
7. A person from the southern counties (Monroe, Miami-Dade, or Broward) knowledgeable about economic growth, job creation, job training, and job placement, recommended by the SFRPC;
8. A person from the southern counties knowledgeable about equitable and affordable housing, recommended by the SFRPC;
9. A person from the southern counties knowledgeable about equity and traditionally underrepresented populations, recommended by the SFRPC;
10. A person from the northern counties (Palm Beach, Martin, St. Lucie, and Indian River) knowledgeable about economic growth, job creation, job training and job placement, recommended by the TCRPC;
11. A person from the northern counties knowledgeable about equitable and affordable housing, recommended by the TCRPC;
12. A person from the northern counties knowledgeable about equity and traditionally underrepresented populations, recommended by the TCRPC;
13. The District Secretary from Florida Department of Transportation District 4, or a designee;
14. The District Secretary from Florida Department of Transportation District 6, or a designee;
15. The Chair of the Southeast Florida/Caribbean Chapter of the Urban Land Institute (ULI), or the Chair's designee;
16. A person knowledgeable about water management in the Southeast Florida region recommended by the SFRPC and TCRPC;
17. A member recommended by the Monroe County Board of County Commissioners, if not already appointed to fill one of the first 16 positions;
18. A member recommended by the Miami-Dade County Board of County Commissioners, if not already appointed to fill one of the first 16 positions;
19. A member recommended by the Broward County Board of County Commissioners, if not already appointed to fill one of the first 16 positions;
20. A member recommended by the Palm Beach County Board of County Commissioners, if not already appointed to fill one of the first 16 positions;
21. A member recommended by the Martin County Board of County Commissioners, if not already appointed to fill one of the first 16 positions;
22. A member recommended by the St. Lucie County Board of County Commissioners, if not already appointed to fill one of the first 16 positions; and
23. A member recommended by the Indian River County Board of County Commissioners, if not already appointed to fill one of the first 16 positions.

Candidates recommended by specific organizations will become members once their nomination is approved by the Executive Committee.

The Executive Committee also may vote to add at-large members, if needed, to more fully represent the entire region and to ensure a diversity of members across issues; among the public, private, and nonprofit/civic sectors; and among types of communities.

The chairs of the Partnership Work Groups will serve as ex-officio members of the Executive Committee.

The Executive Directors of the SFRPC and TCRPC, Project Director, and Program Manager will serve as initial staff to the Executive Committee. Additional staff may be organized into a technical advisory committee as needed.

The Executive Committee members will serve for the entire performance period of the Sustainable Communities Regional Planning Grant; except that all appointees serve at the pleasure of their appointing body. Vacancies on the Executive Committee will be filled in the same manner as the original appointment.

The Executive Committee may choose to invite any Executive Committee member whose appointment to the Executive Committee terminates based on the end of such member's term of public office to remain on the Executive Committee, in an at-large position, in order to ensure continuity of institutional knowledge on the Executive Committee. Those members appointed to the Executive Committee in their capacity as members of the SFRPC and TCRPC may continue to serve as Executive Committee members once their term of office with the regional planning councils ends, upon agreement of the appropriate regional planning council board.

The Executive Committee may vote to modify or enlarge the membership of the committee at any time if the Executive Committee determines there is a need to modify or add members to more fully represent the entire region. By 90 days before the end of the performance period of the grant, the Executive Committee will recommend to the full Partnership members a structure and process for future membership of the Executive Committee.

4.3 Removal from the Executive Committee

The SFRPC will maintain an attendance record of all meetings. Should an Executive Committee member have three consecutive, unexcused absences from regular meetings or miss more than one-half of the regularly scheduled meetings in a calendar year without providing the Executive Committee a justifiable reason for the absence, the Executive Committee or the organization represented by the Executive Committee member may choose to appoint a new member. Justifiable reasons may include:

- a. Sickness;
- b. Disability;
- c. Temporary absence from the region;
- d. Required attendance at another public meeting or hearing called pursuant to Chapter 286, Florida Statutes, as amended from time to time; or
- e. Other absences deemed excusable by the Chair or the Executive Directors of the SFRPC or TCRPC.

Members may be removed from the Executive Committee by the organization which made the nomination by written notice of such action given to the Chair of the Executive Committee and the Executive Director of the SFRPC.

4.3 Officers

The Executive Committee will elect a Chair and one or more Vice Chairs. The Chair will preside over all Executive Committee and Consortium meetings, oversee the work of the Executive Committee, and represent the Executive Committee before the full Partnership, Consortium, and other organizations. The Vice Chair(s) will act on the Chair's behalf when the Chair is absent, and will perform other duties as assigned by the Chair.

The Chair and Vice Chair(s) will be elected for a term of one year. If any officer resigns from his or her membership on the Executive Committee or from his or her role as an officer, the Committee will elect a new officer at its next meeting.

4.4 Executive Committee Meetings

The Executive Committee will meet at least once per quarter on a schedule established by the Chair.

Notices and agenda of Executive Committee meetings must be published and provided to Executive Committee members with a draft agenda at least 5 business days prior to the meeting. The notice will indicate whether members will be able to participate via telephone, web conference, or other electronic means. The Executive Committee will reserve such electronic means for those meetings primarily intended for discussion purposes, and will encourage or require physical attendance of the members at a meeting site for those meetings involving significant decisions.

A majority of the voting membership is required to conduct Executive Committee business. A quorum must be physically present at the noticed meeting site, unless otherwise provided for in the meeting notice. So long as a quorum is initially present at the commencement of a meeting, the business of the Executive Committee may continue, unabated, even if a quorum is lost during the course of such meeting. In the

event that a quorum is not present at the start of the meeting, the voting members present may discuss the agenda items but must defer actions to a later date. Proxy voting is not permitted.

Agenda may be amended upon motion by any voting member of the Executive Committee at a time allocated for such amendments at the beginning of each meeting. Each member of the Executive Committee may discuss and vote on all matters before the Executive Committee, except in cases in which the member must recuse himself or herself due to a conflict of interest.

The Executive Committee will strive for consensus in all decisions. Where it is necessary to call for a vote, Executive Committee motions will be approved upon a majority vote of the voting members present; except that a two-thirds vote of the Executive Committee voting members present is required for:

- a. selection of the Executive Committee members and officers;
- b. approval of public workshop materials to be provided to the full Partnership membership for their consideration as public comment draft documents during meetings of the Partnership during the grant performance period;
- c. approval to submit the Regional Vision and Blueprint to the Partnership for their consideration and approval at meetings of the Partnership; and
- d. amendments to this Statement of Organization.

Any action to be taken by the Executive Committee must: be expressed and established by a motion, by an identified member of the Executive Committee, stating the action to be taken; a seconding of the motion by another identified member of the Executive Committee; a vote by the Executive Committee members present at the meeting subject to the requirements identified above; the recording of the action taken in meeting minutes; and the posting of the action taken on the Partnership web site in the form of meeting minutes.

The Committee will use Robert's Rules of Order to guide its meetings unless otherwise stipulated in this Statement of Organization.

4.5 Subcommittees

The Executive Committee may appoint Subcommittees of its members to carry out designated responsibilities. The Executive Committee will define the objectives, members, and performance period of each Subcommittee. The Subcommittees will be governed under the same rules as the Executive Committee itself unless otherwise specified.

5.0 Work Groups

The Executive Committee will establish Work Groups to serve as regional subject matter experts for identified issue areas, and to develop technical and policy recommendations and draft products for review by Executive Committee and the full Partnership.

The initial Work Groups will cover the following subject matters:

- Education, Workforce, and Economic Development;
- Development Patterns (Housing, Transportation, Healthy Communities);
- Environment and Natural Resources;
- Climate Resiliency;
- Community Assets and Culture; and
- Inclusive Regional Leadership.

The Executive Committee may amend the list of Work Groups at any time.

The Executive Committee, or a Subcommittee established for this purpose, will develop a process to identify Chairs and Vice Chairs for each Work Group and to recruit and approve members of the Partnership to participate in one or more Work Groups related to their areas of expertise, as well as to determine methods for involving organizations who are not Partnership members. The Executive Committee will ensure the membership of each Work Group reflects: a mix of perspectives among the public, private, and nonprofit/civic sectors; among subareas and types of communities in the region; and among socioeconomic/ethnic groups including traditionally underrepresented groups.

The Work Groups will meet on a schedule determined by the Work Group Chair. These meetings may take place in conjunction with Partnership meetings or at other times identified by the Chair. The Chair will establish the agenda for each Work Group meeting.

The Chair will provide at least 5 business days notice of each Work Group meeting through distribution to the Work Group contact list and a general posting on the Partnership web site. The Work Group members in attendance at the meeting will constitute quorum. Based on the purpose and agenda for the meeting, the Chair may determine that members may attend the Work Group meeting via electronic communication to maximize participation. The Chair may determine when sufficient consensus exists to advance Work Group recommendations to the Executive Committee and Partnership.

6.0 Non-Partisan Activities

The Partnership shall be non-partisan. No part of the activities of the Partnership shall consist of the publication or distribution of material or statements with the purpose of attempting to influence or intervene in any political campaign on behalf of or in opposition to any candidate for public office.

7.0 Public Records

The Partnership as a voluntary affiliation of organizations embraces the spirit and principles of Government in the Sunshine. Individual Partnership members must abide by those elements of the Florida Sunshine Law, Chapter 286, Florida Statutes, if any, applicable to each Partnership member.

All official meetings and records of the Partnership will be open to the public. The Partnership web site will include: a record of all meetings and deliberations of the Executive Committee and its Subcommittees, Work Groups, Consortium, and the Partnership as a whole; all reports and documents reviewed by the Executive Committee and its Subcommittees, Work Groups, Consortium, and the Partnership as a whole; and records, documents, and presentations that are associated with all project deliverables. Partnership records can be requested by contacting the South Florida Regional Planning Council, 3440 Hollywood Boulevard, Suite 140, Hollywood, Florida 33021; 954.985.4416.

8.0 SFRPC Fiscal Agent Role

If the SFRPC, as fiscal agent under the HUD grant, raises an issue of concern related to the activities and decisions of the Southeast Florida Regional Partnership that might endanger the ability of the SFRPC to fulfill the terms of its Cooperative Agreement with the U.S. HUD, then the activity and/or decision will be halted until it is resolved to the satisfaction of the SFRPC.

9.0 Amendments

This Statement of Organization may be altered, amended or added to by vote of the Executive Committee, provided that:

1. Notice of the proposed changes contains a full written statement of the proposed amendment;
2. The proposed amendment is placed on the Executive Committee agenda of the next scheduled meeting following the presentation of such proposed amendment, in writing, to the Chair of the Executive Committee and the Executive Director of the SFRPC;
3. The proposed amendment is distributed to all Executive Committee members at least five business days prior to the meeting at which a vote will be held;

4. Executive Committee members may propose relevant changes to any proposed amendment under consideration on the agenda at the time of its consideration;
and
5. To be adopted, the Executive Committee approves the proposed amendment by a two-thirds majority vote of the members present at the Executive Committee meeting.