



Board of Directors Meeting
November 16, 2009

Attending BOD Members:

Ferd Salomon, Chairman	Dick Baker, Treasurer	John Myslak
Dave Hoxeng, Chairman Elect	Susan Nelms, Secretary	Mike Diehl
Ed Fortune	Ed Gray- Past Chairman	Don Jehle
Carrie Swilley	Gerry Goldstein	Beverly Zimmern

Ex-Officio:

Cheryl Smith	Donna Tucker	
Brian Watkins	Dave Symanski	Kate Wilkes

Staff:

Cindy Anderson	Ildi Hosman	Tina Stewart
Shannon Ogletree	Pete Gandy	Pat Lockard

Public/Press as noted by their introduction or credentials presented:

Louis Cooper	Deborah Nelson	Ken Garner
Bruce Partington	Gordon Goodin	Jim Heald

Chairman Ferd Salomon called the meeting to order.

Update on Military Issues

Pete Gandy introduced Jim Heald from the Defense Support Initiative who gave a presentation on the Eglin range and oil and gas exploration affects if the state permits drilling off the coast of Florida. The presentation outlined the concerns and how it would affect the military mission in northwest Florida.

A motion was made by the Chairman to adopt a policy position regarding Gulf of Mexico oil drilling (see attached). **The motion was seconded and passed without objection.**

Presentation by Bruce Partington on Sunshine

Dick Baker requested that items 7 (Presentation by Bruce Partington on Sunshine) and 8 (By-Laws Committee Update) on the agenda be moved up to accommodate Mr. Partington's schedule. **A motion was made and seconded and passed without objection.**

Dick Baker introduced Attorney Bruce Partington who is the volunteer legal counsel for the Pensacola Bay Area Chamber of Commerce and is knowledgeable on the subject of the Florida Sunshine Laws. Mr. Partington has been working with TEAM's By-Laws Committee in their efforts to revise TEAM's current By-Laws.

Mr. Partington discussed the various factors that an economic development organization should take into consideration when determining whether it is a sunshine organization. With the state attorney's recent opinion that TEAM Santa Rosa is a sunshine organization, it is hard to "un-ring that bell".

A question was asked if the amount of funding from the County is a determining factor as to whether an organization was not considered a sunshine organization. Mr. Partington said that the amount funding in itself was no a determining factor and that there has to be something more than just the receipt of funding from a public entity.

Cindy encouraged everyone to ask questions while we had Mr. Partington here. There was discussion of which entity was responsible for housing public information on their servers. It was determined that TEAM is responsible for housing public information on the TEAM server and serves as the holder of public records.

By-Laws

Dave Hoxeng, By-Laws Committee Chair pointed out section 4 of the proposed By-Laws which allows for 5 Santa Rosa County Commission appointments to TEAM's Board of Directors. He stated that this action, if approved would dictate that TEAM is a Sunshine entity.

Dick Baker pointed out that there is an amendment section under Article VII on page 7 that allows the By-Laws to be amended by the affirmative vote of two-thirds of those Directors present at a regular or special meeting called for that purpose.

The Chairman asked if everyone has had time to read over the proposed By-Laws and asked for the By-Laws Committee to give an update on the major changes. Cindy Anderson said that our previous By-Laws were hard to follow so the committee asked for a copy of the By-Laws from Workforce Escarosa to use as a guideline. The proposed By-Laws reflect more of what TEAM does and have a better flow and order with which Mr. Partington has assisted. She stated that nothing changes from what we do today but it does change what we did a year ago due to the five Commissioner appointees to the Board.

A question arose as to whether or not Commissioner Goodin was a voting member and the answer was no.

A motion was made and seconded to approved the proposed By-Laws and was passed with a vote of 11 yes and 1 no. Dave Hoxeng was the dissenting vote.

Mr. Fortune stated for the record, under Article VI Committees, he proposed that we appoint standing committees. Instead, the By-Laws Committee chose to instead create policy to address standing committees and conflict of interest.

Cindy Anderson said that she would like to aim for January to have those policies to the Board of Directors but did not want to promise.

Minutes

Susan Nelms asked that the minutes be approved pending the following amendments:

- Mention the nominating committee's recommendation to add Susan Nelms to the Board of Directors as a voting member.
- Mention the nominating committee's recommendation to elect Susan Nelms as Secretary, Dick Baker as Treasurer and Dave Hoxeng as Chair Elect.
- Add Don Jehle and Donna Tucker to the attendance section.

A motion was made and seconded to approve the amended minutes and passed without objection.

Financials

Dick Baker went over the financials and reported that there were no abnormalities. He then went straight to the budget amendments and gave a brief overview. **A motion was made and seconded to approve the financials and budget amendments which passed without objection.**

Executive Director's Report

Cindy made reference to the memo from Commissioner Salter as Chair of the Military Affairs Consultant Review Committee. This memo gave a chronology of events leading to the final recommendation of Pete Gandy as the 2009/10 Military Affairs Consultant for TEAM Santa Rosa.

A motion was made and seconded to accept the Committee's recommendation of Pete Gandy as the Military Affairs Consultant for 2009–20010. The motion was approved without objection.

Other Business

Cindy recognized that this is the last meeting for Pat Lockard since she is retiring January 1, 2010. An invitation was given to the Board to attend her retirement party on December 17, 2009 at the Milton Garden Center.

Dave Hoxeng made a motion for the Board to thank Pat for her hard work and dedication. There was a second and the motion passed without objection.

Meeting adjourned

Minutes approved by:

Minutes submitted by:

Tina Stewart

Susan Nelms, Secretary