

POLICY 2021-01



AIRPORT AUTHORITY MEETINGS AND CONDUCT

St. Johns County Airport Authority

Airport Authority Meetings and Conduct

I. Purpose

The purpose of this document is to provide a written reference of the mutual understanding of Airport Authority Members and Airport Staff relative to the conduct of all meetings of the St. Johns County Airport Authority (Authority). The document is not intended to be construed as a set of rigid procedures, rather it is intended to serve as a guide in determining the agreed upon meeting decorum, understandings, and procedures. No intention is made to supersede the need for reasonableness in the conduct of meetings or in the application of the guidance provided herein. This Policy 2012-01 supersedes and replaces the previous version of Policy (2010-2).

II. Meeting Types

Generally, all meetings likely to be held by the Authority will fall under one of five classifications, as follows:

- a) Regular – This type of meeting is the most common. It characterizes the conduct of the normal, monthly meetings of the Authority. Presently, these meetings are held on the third Monday, of each month (excepting conflicting Holidays).
- b) Special – Relatively infrequent, this type of meeting is required when business matters of the Authority need to be addressed between regular meeting dates or with more urgency than normally required. The Authority’s annual organizational meeting held in early January would qualify as a “special meeting.” It should be noted that these types of meetings are limited to the specific topic or topics placed on the agenda and advertised.
- c) Public Hearing – Largely, Public Hearings are mandated by statute or federal requirement. Public Hearings are “special meetings” that are designed for the purpose of affording public input into the specific topic for which the meeting was held. It should be noted that these types of meeting are also limited to the specific topic or topics placed on the agenda and advertised.
- d) Workshop – The workshop-type of meeting is largely informal in its conduct. While the meeting is public, there cannot be definitive action taken on any business matter. This type of meeting is generally informational or explanatory in its scope. Specific actions required or desired by the Authority need to be made a part of a regular or special meeting agenda in order to facilitate adoption.
- e) Executive Session – This type of meeting is very rarely conducted primarily due to the limitations placed upon the meeting by statute. Examples of this type of meeting would include, relatively private discussions surrounding pending litigation or the hiring or firing of an Executive Director.

III. Meetings Requisitions

Meeting requests should be made either directly to the Airport Authority Chairman or to the Executive Director, as follows: Members desiring a special meeting, workshop or executive session shall communicate such request to the Chairman during the course of any scheduled Authority meeting. Normally, such requests would be made during the discussion of a specific agenda item covering the requested meeting topic. Should the item not be agenda item specific, a request can be made during the “Authority Member Comments” section of any meeting. Requests made through the Executive

Director will be coordinated with the Chairman for scheduling and are normally subject to a consensus of Authority members prior to scheduling.

IV. Meeting Notices

a) As required by Florida Statutes, all meetings will be properly noticed to the public as applicable to the specific type and circumstances. The Authority will endeavor, to the greatest extent possible, to meet the following minimum advance notification schedule:

| <u>Type</u> | <u>Minimum Advance Notice</u> |
|----------------------------------|--|
| <i>Regular Meetings</i> | Five Days |
| <i>Special Meetings</i> | Twenty-four Hours – Depending on Circumstances |
| <i>Public Hearings</i> | Statutory Minimum as Applicable |
| <i>Workshops</i> | One Week |
| <i>Executive Sessions</i> | Statutory Minimum as Applicable |

b) Whenever time permits, meetings shall be advertised in the St. Augustine Record newspaper. Additional notification will be provided to local radio stations (St. Augustine Area) for their use in providing public information-type broadcasts. Should an emergency meeting of the Authority be required, it shall be deemed a “special meeting” and will, to the greatest extent possible, be noticed as such.

c) A meeting shall automatically be deemed “properly advertised” when the above referenced notification time frames have been met.

d) All Airport Authority Meeting Agendas shall be made available to the general public on the official website of the Authority for review and informational purposes. The schedule of publication and updates shall generally conform to that provided for the “Minimum Advance Notification” table identified previously in this Section. A “proviso” shall accompany web agenda publication that provides notice to the public that the actual agenda may be subject to modification at the meeting.

V. Agenda Preparation

The Executive Director or his designee shall be responsible for the preparation and distribution of the official agenda associated with all Airport Authority meetings. Development of the agenda shall be in consultation of the Chairman. Items may be placed on the agenda in one of two ways, as follows:

1. Authority Members can request the Executive Director coordinate the placement of an item on the Agenda for full Authority consideration;
2. Authority Members can call the Full Airport Authority’s attention to the item during his/her “Member Comment” time and with the consent of a majority vote of the Authority present, the item will be placed on the agenda for consideration at the next appropriate meeting; or
3. At the discretion of the Chairman, an Invocation and/or Pledge of Allegiance led by Authority Members may be added to the agenda.

VI. Approval of Minutes

At the present time, meeting minutes are prepared using the services of a professional court reporter. As such, minutes are essentially a “verbatim” transcript of a particular meeting. A backup copy of the tape recording made during a meeting is also maintained as a public record function of the Authority. However, the transcribed version of the meeting, serves as the “official” minutes of the proceedings. Meeting minutes are approved as follows:

a) **Meeting Minutes without Correction or Amendment**

1. The Authority Chairman or presiding officer shall ask for corrections or amendments to the provided minutes.
2. If there are no corrections or amendments, the Chairman or presiding officer shall declare the minutes ***“Approved as Distributed.”***

b) **Meeting Minutes with Proposed Corrections or Amendments**

Should there be corrections or amendments, the Chairman or presiding officer shall inquire as to the specific corrections or amendments proposed.

c) **No Objections to Corrections or Amendments**

If there are “No Objections,” the Chairman or presiding officer shall declare the minutes ***“Approved as Corrected (or Amended).”***

d) **Objections Interposed to Corrections or Amendments**

1. Should there be “Objections” to the offered corrections or amendments, a motion will be required to accept, reject or modify the minutes.
2. The results of the motion shall stand relative to the approval of the meeting minutes.
3. The Chairman or presiding officer shall declare the final status of the minutes in question.

VII. Acceptance of Financial Reports (Treasurer’s Report)

Airport Authority financial reports are prepared by Staff or using the services of a Certified Public Accountant (CPA) reviewing data and input from Authority Staff. Staff and the Authority in making various financial decisions provide compilations for use. All financial transactions are subject to a State of Florida mandated Annual Financial Audit. Staff is routinely available to answer questions pertaining to the monthly compilations or annual audit during meetings or at any other time. The periodic compilations are also maintained as an official public record of the Authority. Financial Compilations are accepted as follows:

a) **Compilations without Correction or Amendment**

1. The Authority Chairman or presiding officer shall ask for corrections or amendments to the provided reports.
2. If there are no corrections or amendments, the Chairman or presiding officer shall declare the monthly financial statements ***“Accepted as Distributed.”***

b) **Compilations with Proposed Corrections or Amendments**

Should there be corrections or amendments, the Chairman or presiding officer shall inquire as to the specific corrections or amendments proposed.

c) **No Objections to Corrections or Amendments**

If there are “No Objections,” the Chairman or presiding officer shall declare the monthly financial reports ***“Accepted as Corrected (or Amended).”***

d) **Objections Interposed to Corrections or Amendments**

1. Should there be “Objections” to the offered corrections or amendments, a motion will be required to accept, reject or modify the monthly financial reports.
2. The results of the motion shall stand relative to the approval of the financial reports.
3. The Chairman or presiding officer shall declare the final status of the financial reports in question.

VIII. Modification of Meeting Agenda

An Agenda Item shall be placed following the approval of the financial compilations. This item shall be entitled “Approval of Agenda.” It is the intent of this agenda item to facilitate Authority concurrence in the items to be discussed at the meeting. Meeting Agendas are approved as follows:

a) **Meeting Agendas without Correction or Amendment**

1. The Authority Chairman or presiding officer shall ask for corrections or amendments to the proposed agenda.
2. If there are no corrections or amendments, the Chairman or presiding officer shall declare the agenda ***“Approved as Distributed.”***

b) **Meeting Agendas with Proposed Additions or Deletions**

Should there be proposed additions or deletions to the Agenda, the Chairman or presiding officer shall inquire as to the specific nature of the change proposed.

c) **No Objections to the Proposed Additions or Deletions**

If there are “No Objections” to the proposed changes, the Chairman or presiding officer shall declare the Agenda ***“Approved as Amended.”***

d) **Objections Interposed to the Proposed Additions or Deletions**

1. Should there be “Objections” to a proposed change, a motion will be required to modify the Agenda.
2. The results of the motion shall stand relative to proceeding with the Meeting Agenda.
3. The Chairman or presiding officer shall declare the final status of the Meeting Agenda.

IX. Action Items

a) The Executive Director shall prepare all “action items” for inclusion on an appropriate Authority Agenda. Generally, action items are generated as a result of the normal course of conduct of Authority business. Action items may include, but are not limited to: grant related matters, most lease agreements, memoranda of understanding, Contracts (as may required by other policy), or any area where inadequate existing policy exists to guide staff.

b) Consent Agenda - Items considered as perfunctory or routine in nature may be included within a “Consent Agenda” aimed at combining such items under a single action item and motion. Any Authority Member may ask to have any component of the consent agenda removed. Following an item’s removal from the consent agenda, it shall be immediately placed as an action item on the same-meeting agenda for the purpose of additional scrutiny or discussion without prejudice to the item.

c) Typically, each item placed under the “action items” portion of the agenda will include sufficient detail as it relates to the matter under consideration. Where appropriate, the memorandum shall include input relative to legal and budgetary implications, as well as, a “staff recommendation” pertaining to each item.

d) A period of “public comment” specific to the topic of discussion will be afforded by the Chairman or presiding officer who shall have the latitude to limit public input to a reasonable period of time. Once the public comment period has been closed it will be the Chairman’s prerogative as to whether additional comments will be entertained on a specific agenda item.

e) A simple majority vote of the members of the Authority shall be deemed sufficient to determine intent related to a specific action item. Motions by Authority Members pertaining to an action item can be offered when called for by the Chairman or presiding officer. Any member recognized by the Chairman can construct a motion regarding an action item. Should a member choose to do so, reference can be made to the “staff recommendation” section of the Agenda Memorandum when constructing motion language, i.e. “I move approval per staff recommendation” or “I move approval per staff recommendation with the following stipulations...”

f) Action Items previously voted on by the Authority, other than those referred to staff for additional action, tabled or otherwise not acted on, may be considered again only if a super-majority (minimum of four out of five members) is obtained. It is recognized that this requirement may necessitate the indefinite tabling of an item until all Authority members are in attendance.

X. Motions, Seconds, Discussions and Votes...

a) Items coming before the Authority that could be considered “ministerial” in nature can be accomplished by simply verifying that a **consensus** exists among the Authority members. The type of items that might normally be considered in this manner could include the approval of minutes, routine financial reports, direction to staff, or approval of travel requests for staff or other Authority members. In short, a consensus would be deemed to exist if no member objects to the action or direction proposed. Another word commonly substituted for these types of actions would be “**concurrence**.” In the event of a dissenting opinion by an Authority member, a formal vote shall be required in order to discern the intent of the full Authority.

b) More routinely, a formal vote shall be required on all action items, policy matters, budget items, planning details, or items involving a contract. In order of occurrence, the following items shall be construed to facilitate an action or direction of the Authority:

1. **Presentation** - shall consist of the formal presentation of an Action Item by Staff, Consultant or other presenter.
2. **Public Comment** - an opportunity for specific agenda item comments shall be provided immediately following each agenda item presentation.
3. **Pre-Motion Questions and Answers** - following an opportunity for Public Comment, the Airport Authority Members, through the Chairman, may ask questions or otherwise clarify the information presented for action.
4. **Motion** – once the Chairman has recognized an Authority member, a “motion” or action can be proposed. Motions should be sufficiently brief and specific enough to allow ready interpretation by other Authority members, staff and the public.
5. **Motions by Chairman** – As a normal course of business the Chairman shall not make a motion until all other members present have been afforded the opportunity.
6. **Second** – once a “motion” has been made, any Authority member may “second” the proposal. The Chairman must receive a second in order for the Authority to formally discuss the matter proposed. In the event a “second” is not received, the “motion” will be considered dead and no further action is required.
7. **Discussion** – receipt by the Chairman of a formal motion and proper second will prompt a call for “discussion.” The discussion phase of a motion is normally limited to Authority members and staff. Prolonged discussions of motion details should be avoided. Members are permitted to “call the question” once being recognized by the Chairman. Immediately following a “call the question” request, members shall be required to vote on the motion on the table. A “call the question” action cannot be entertained until all members present have had an opportunity to participate in the discussion surrounding the motion in question.
8. **Voting** – following the conclusion of the “discussion” phase of a motion, the Chairman shall call for a vote of the Authority members present relative to the specific motion. Except *as may be* otherwise noted in this document or *otherwise superseded* by other policy, a simple majority shall prevail. Unless an Authority member declares a “**conflict**” pursuant to a specific motion, a vote “**for**” or “**against**” is required.

c) In the event of a perceived or real conflict, the affected Authority member shall immediately call the item to the attention of the Chairman. In consultation with the Authority’s attorney, the affected member will make a determination of the validity of the conflict. If a conflict is asserted, the Authority member shall state such conflict in sufficient detail for inclusion in the Authority’s Official Meeting Minutes and shall be required to file a “formal” notice of conflict with the St. Johns County Supervisor of Elections as required by Florida Statutes. Should the conflict be real, the affected Authority member shall be permitted to participate in the “discussion” phase of a motion as a member of the public, but shall not be permitted to make, second or vote on the subject matter of the conflict.

XI. Old Business

a) From time-to-time, items of unfinished business or items that require a periodic re-visit such as policy reviews, certain contracts or items specifically directed by the Authority for follow-up, will be required. Recognizing the need for adequate tracking and Authority follow through, the Chairman shall, jointly with the Executive Director, assure that Airport Authority Agendas reflect such occurrences. A running calendar of these items will be maintained by staff and periodically (not longer than quarterly) communicated to the Chairman and all Authority members to assure that old business items are addressed in a timely manner.

XII. Public Comment - General

a) Recognizing that the Authority is a public, governmental agency, an interested person shall be afforded a three (3) minute opportunity to address matters, express an opinion, ask questions, or request a specific action be taken. The Authority shall give due consideration to the comments received in the conduct of its affairs. To this end, three (3) minutes will be afforded to the public for comments of a more general nature during the course of each regular meeting, workshop or public hearing. The Public may not disrupt the meeting with personal, impertinent, or slanderous remarks or boisterous behavior. The Public will address the Board as a whole and refrain from making any demand for an immediate response from the Board.

XIII. Government in the Sunshine

a) The Airport Authority is subject to all State Statutes pertaining to “Government in the Sunshine.” These statutes significantly affect the conduct of local governmental business and elected officials. In all ways, the Authority seeks to remain in compliance with all relevant provisions of the statute. To this end, the Authority incorporates the rules and intent of the law into this policy covering its conduct. Members are required to familiarize themselves with the specifics of the law related to their personal conduct, communication with other members, and attendance at other public meetings. Members are also reminded that all aspects of their representation are subject to the requirements of Florida Public Records Law. Staff is available to assist individual members with their understanding and compliance with the specifics of these important laws.

XIV. Board Member Statements to the Public

a) Unless specifically requested to do so by the Chairman or authorized by vote or consensus of the full Authority, individual Authority members shall not speak on behalf of the Authority on any matter when in a public forum or media. Caution should be exercised in comments made as they reflect on the entire Authority. In the absence of other direction from the entire Authority, the Chairman and/or the Executive Director are authorized to publicly represent the Board in public forums or media.

b) It is of paramount importance that individual members make it “*clear*” that their comments represent their own opinion and are not necessarily the opinion or position of the entire Authority.

XV. Recognition by the Chairman

a) In order to preserve order and facilitate the transcription of minutes, all Authority members, staff or members of the public wishing to speak at a meeting will be required to be recognized by the Chairman or presiding officer. Recognition is obtained through an acknowledgement given by the Chairman. An example of a typical recognition would be, as follows:

Authority Member Smith – *“Mister/Madame Chairman.”*

Chairman – *“Mister Smith.”*

Authority Member Smith – *“I have a question for Staff.”*

Chairman – *“Go ahead.”*

b) In the example, there would not be a need for further Chairman recognition during the course of the member’s conversation with staff. The Chairman would recognize staff wishing to speak in

the same manner as Authority members. Members of the public wishing to speak may get the Chairman's attention simply by raising a hand during the appropriate "Public Comments" portion of a meeting.

XVI. Signatures of Authority Officers

a) In an effort to eliminate the need for a specific request pertaining to each agenda item, it shall be understood that the "approval" of any item coming before the Authority shall also authorize an appropriate signature by the Chairman, Secretary/Treasurer, and/or the Executive Director.

XVII. Election of Officers and Committee Assignments

a) The Airport Authority Charter prescribes that the term of the Chairman and Secretary/Treasurer are to be determined annually by the members of the Authority. Further, the Authority has formed or has otherwise determined that member participation is beneficial in numerous outside entities and agencies. To facilitate an orderly and consistent process, the following is herein agreed:

1. The Executive Director shall solicit a "statement of interest" from each member relative to officer and committee participation approximately 30 days prior to the last scheduled Authority Meeting of each calendar year. Normally, this process is expected to occur in November each calendar year but may be adjusted to generally comply with the agreed upon meeting schedule.
2. Members shall be afforded a minimum of 15 days to respond to the Executive Director as to their individual interest areas.
3. Upon receipt of statements of interest, the Executive Director shall prepare an official list for distribution to members for consideration.
4. Normal procedures for handling motions shall apply in determining officers for the next calendar year in conformance with Section X of this document.
5. Committee assignments may be determined by consensus or by motion in the event of multiple member interest.
6. All officer and committee assignments shall have an effective date of January 1st of the subsequent calendar year.