

ADD ON

5B-2

Agenda Item #: _____

PALM BEACH COUNTY

BOARD OF COUNTY COMMISSIONERS

AGENDA ITEM SUMMARY

Meeting Date: May 4, 2010	<input type="checkbox"/>	Consent	<input checked="" type="checkbox"/>	Regular
	<input type="checkbox"/>	Workshop	<input type="checkbox"/>	Public Hearing

Department

Submitted By: TOURIST DEVELOPMENT COUNCIL

Submitted For: PALM BEACH COUNTY SPORTS COMMISSION, INC.

I. EXECUTIVE BRIEF

Motion and Title: Staff: **A) request board direction** regarding the recommendation of the Tourist Development Council (TDC) to reduce the number of Board of County Commissioners appointments to the Palm Beach County Sports Commission Board of Directors from two (2) to one (1) appointee per Commissioner for a total of seven (7) BCC appointees; and **B) authorize** an Amendment to the Amended and Restated Agreement (R2009-1594) dated September 22, 2009 with Palm Beach County Sports Commission, Inc. whose Federal I.D. number is 65-0263296, (hereinafter referred to as "PBCSC") to reflect BCC appointments and residency requirements.

Summary: Due to concerns regarding the governance and size of the PBCSC Board of Directors (BOD), the BOD reviewed the structure and size of their Board by evaluating the restructuring process the Convention and Visitors Bureau (CVB) Board of Directors undertook in 2008. That process reduced the overall number of members to the CVB's BOD to 17 (not including 2 ex-officio members) which included one appointment by each County Commissioner, other elected members and term limits. At the April 8, 2010 TDC meeting, the Council voted unanimously (Burke and Moss absent) to recommend the BCC reduce each of their appointments by one to the PBCSC BOD. Furthermore, staff recommends the BCC require all appointees to the PBCSC be residents of Palm Beach County. Currently, there are four members of the PBCSC BOD that are not residents of Palm Beach County. If these positions are eliminated and the Board appoints only one appointee per Commissioner the PBCSC BOD will stand at 17. At this level, the PBCSC BOD will be equivalent to the CVB's BOD. Staff believes these changes would enhance the governance of the PBCSC BOD. However, the PBCSC established an ad-hoc committee to review their by-laws and it's recommending the BCC appointees would remain at 14 (as per the contract between the PBCSC and the BCC), with appointees equally divided among the BCC. Their plan would reduce their board from 28 to 21 by FY2012 including the resident requirement. Countywide (MC

Background and Policy Issues: It is the practice of the Board of County Commissioners to limit Boards and Commissions to 9 – 11 members, when possible. The Sports Commission Board of Directors total 28 at this time. Due to a number of issues that have occurred over the years relating to governance of the organization the TDC and staff recommends a reduction in the number of members that serve on the Board of Directors.

Attachments:

1. Amendment
2. Sports Commission letters

Recommended by: _____

Department Director

Date

Approved By: _____

Deputy County Administrator

Date

AMENDMENT TO
AMENDED AND RESTATED AGREEMENT

This Amendment is made and entered into this _____ day of _____, 2010, to the Amended and Restated Agreement dated September 25, 2007, as most recently amended on September 22, 2009, (hereinafter collectively referred to as "Agreement")(R2007-1625 and R2009-1594), by and between the Board of County Commissioners of Palm Beach County, a political subdivision of the State of Florida, (hereinafter referred to as "County"), and the Palm Beach County Sports Commission, Inc., a Florida not-for-profit corporation whose Federal I.D. number is 65-0263296, (hereinafter referred to as "PBCSC").

WHEREAS, the County and PBCSC entered into a five year agreement, as subsequently amended, which provided for the PBCSC to provide services to the County relating to sports programs and activities that directly promote Palm Beach County Tourism; and

WHEREAS, the Agreement provided that the Board of County Commissioners would have fourteen appointments to the Board of Directors of the PBCSC; and

WHEREAS, the parties have agreed that the number of County Commission appointments to the PBCSC Board will be reduced to seven members and further that all members of the PBCSC Board will be residents of Palm Beach County; and

WHEREAS, the parties have agreed that this amendment to the Agreement is in the best interest of the PBCSC, the County and the County's tourist promotion program.

NOW, THEREFORE, in consideration of the mutual covenants contained herein, the parties agree as follows:

1. Paragraph 5, "Governance," of the Agreement shall be deleted in its entirety and replaced with a new Paragraph 5 that shall read as follows:

5. Governance.

PBCSC shall work with COUNTY to maintain a balanced relationship at the board and committee levels of governmental oversight. The Board of Directors of the PBCSC shall consist of no more than seventeen (17) members, each of whom shall be a resident of Palm Beach County. Each Palm Beach County Commissioner shall have one (1) appointment to the Board of Directors of the PBCSC for a total of seven (7) County Commission appointees. .

2. All other terms and conditions of the Agreement dated September 25, 2007, as most recently amended on September 22, 2009, shall remain in full force and effect.

IN WITNESS WHEREOF, the parties hereto have executed this Amendment on the day and year first written above.

ATTEST:
SHARON R. BOCK
CLERK & COMPTROLLER

PALM BEACH COUNTY FLORIDA BY ITS
BOARD OF COUNTY COMMISSIONERS

By: _____
Deputy Clerk

By: _____
Commissioner Burt Aaronson, Chairman

(SEAL)

ATTEST:

PALM BEACH COUNTY SPORTS
COMMISSION, INC.

By: _____
George Linley
Executive Director

By: _____
Patty Dent, President

Approved as to terms
and conditions

Approved as to form
and legal sufficiency

TDC Executive Director

County Attorney

PALM BEACH COUNTY



SPORTS COMMISSION

April 21, 2010

Tourist Development Council
1555 Palm Beach Lakes Blvd, Suite 900
West Palm Beach, FL 33401

Dear Members of the Tourist Development Council,

Thank you for informing the Palm Beach County Sports Commission ("PBCSC") that the recommendation by the Tourist Development Council ("TDC") regarding the number of PBCSC Board appointees is scheduled to come before the Board of County Commissioners ("BCC") on May 4th. As you know, the PBCSC established an ad-hoc committee to review our current by-laws and consider implementing a plan that achieves a reduction in the number of members of the PBCSC's Board of Directors, per the request of the Tourist Development Council. In performing this task, the PBCSC thoughtfully analyzed the request and developed a plan that embraces reduction in the number of Directors of the PBCSC. A memorandum of this plan is attached for ease of reference. As can be seen in the plan, the number of BCC appointees would remain at 14 (as per the contract between the PBCSC and the BCC), with appointees equally divided among the County Commissioners. It is further recognized that the BCC has always had, and continues to have, the immediate authority to apply further board reduction by volunteering to reduce from two to one appointee. However reduction of appointees was not the recommendation of the ad-hoc committee.

The PBCSC consistently meets or exceeds the goals and expectations of the BCC in the promotion and marketing of Palm Beach County as a Sports Tourism destination. Even in the current challenging economic climate, and where the PBCSC's budget has been substantially reduced, the PBCSC continues to thrive in accomplishing its goals. The PBCSC has always been proactive in looking for ways to advance and progress its operation. The recommendations of this committee were derived from an effort to be compliant, fair, and equitable.

I will assure you that, as an organization, we are always looking for efficiencies and improvements. Our organization looks forward to continuing our strong relationship with the County. We will continue to make every effort to generate significant results in developing bed tax revenues, economic impact, and tourism through sports. We remain focused on our goals.

Sincerely,

A handwritten signature in cursive script that reads "Patty Dent".

Patty Dent
President

cc: Verdenia Baker

JUST BRING YOUR GAME



PALM BEACH
SPORTS.COM

MEMORANDUM

Date: April 5, 2010

To: TDC Board of Directors

From: George Linley

Subject: Board Reduction Plan

Copy:

The following summarizes the plan for board reduction recommended by the Ad-hoc By-Laws Committee:

The Palm Beach County Sports Commission will reduce the number of board members from 28 members to 21 members. After the board appointees consulted with their respective Commissioners, it was determined that the most effective means for reduction would be to decrease the number of board members elected from the general membership. The number of 21 board members was selected to allow the County Commissioners to have stronger representation than at large members (2 to 1).

April 5, 2010

The President will ask for any voluntary resignations.

May 3, 2010

Recommended by-law changes, if approved, would mandate that Palm Beach County Sports Commission board members be residents of Palm Beach County. This will automatically reduce the current board by four seats. This would be provided for review at the April board meeting. The four seats will not be filled for the remainder of the fiscal year. This change would be implemented, upon Board approval.

Fiscal Year 2011

At the annual meeting of January 2011, the board will only elect 3 seats regardless of the number of seats being vacated. This would reduce the board to at least 23 members. (**Note: This will require a modification of the by-laws and will necessitate approval in writing from the membership for reduction in the number of board members.*)

Fiscal Year 2012

At the annual meeting of January 2012 the board will only elect 4 seats regardless of the number of seats being vacated. This would reduce the board to at least 21 members. (**Note: This will require a modification of the by-laws and will necessitate approval in writing from the membership for reduction in the number of board members.*)

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JUST BRING YOUR GAME

Palm Beach County Sports Commission

1555 Palm Beach Lakes Blvd., Suite 1410, West Palm Beach, FL 33401 – (561) 233-3180 Fax: (561) 233-3125

WWW.PALMBEACHSPORTS.COM

Each of the seats filled at the Annual meeting of 2011 and 2012 will serve for a two year term.

The by-laws will be amended to state that "this corporation shall not have less than 14 directors or more than 21 directors."

Additional recommendations are included as follows:

Industry Representation

Recommended by-laws changes if approved, would include industry representation as follows: "Additionally, there may be ex-officio members who shall be individuals designated by the President of the Palm Beach County Sports Commission from among its membership and who shall sit on the Board of Directors in a non-voting ex-officio capacity. Every effort should be made to appoint individuals that are industry representatives such as hoteliers, athletic directors, event promoters or sport facility operators."

Term Limits

The Committee noted that appointed board members have built in term limits based on the term limits of the Commissioners. Additionally the Committee recommended changes to the by-laws, that if approved, would change the Executive Committee makeup. *(Note* The President has the power to remove/appoint Committee Chairs which will lead to further direction and pseudo term limits for Committees.)*



PALM BEACH COUNTY
 BOARD OF COUNTY COMMISSIONERS
 PALM BEACH COUNTY SPORTS COMMISSION

ADD'L BACKUP

5B-2

I. AUTHORITY :

Resolution No. R-85-1063, adopted July 9, 1985; amended by Resolution No. R-85-2006, adopted on December 10, 1985; amended by Resolution No. R-90-1986, By-Laws revised on September 15, 2003; amended by By-Laws adopted October 27, 2008.

II. APPOINTING BODY :

Board of County Commissioners

III. COMPOSITION, QUALIFICATIONS, TERMS & REMOVAL :

This Commission is composed of up to twenty-eight (28) members. Fifty percent (14) of the Directors shall be appointed by the BCC. Any BCC appointed member may be removed by the BCC with or without cause. If a vacancy occurs, the appointing Commissioner shall appoint a successor, subject to confirmation by the BCC, to serve the unexpired term. The remaining 50% - 14 of the Directors shall be elected by the membership. All Directors should be general members. Members shall serve without compensation, pension, or retirement benefits, but they shall be entitled to travel expense reimbursement. The term of office of each Director shall be two (2) years. Directors may serve successive terms if re-elected. A director shall be removed from office for failure to attend less than 2/3 of the monthly board meetings or failure to attend three consecutive meetings. The President and Vice-President shall be annually elected from among its membership.

EXTENDED COMPOSITION :

IV. MEETINGS :

Third Monday of the month and at the call of the Chair at 5:00 p.m., alternating locations.

V. FUNCTIONS :

To attract, stimulate and promote sports entertainment, events and activities to PBC; shall coordinate and may sponsor or co-sponsor sporting events with private citizens and organizations; shall assist in obtaining maximum utilization of the sports and entertainment facilities owned and operated by, or available to, the County.

VI. LIAISON INFORMATION :

LIAISON DEPARTMENT

Tourist Development Council

CONTACT PERSON

Missy Gard

ADDRESS

1555 Palm Beach Lakes Blvd Ste 1410
 West Palm Beach FL 33401
 Phone # 561-233-3121



PALM BEACH COUNTY SPORTS COMMISSION

SEAT ID	CURRENT MEMBER	ROLE TYPE	RACE CODE	GENDER	BUSINESS / HOME PHONE	SEAT REQUIREMENT	APPOINT DATE	RE-APPOINT DATE	EXPIRE DATE
Appointed By : District 1									
1	Richard Ellington Special District Service, Inc. 2501 A Burns Rd Palm Beach Gardens FL 33410	Member	CA	M	561-630-4922	No Special Requirement	10/01/1991	10/01/2009	09/30/2011
NOMINATED BY :									
2	Scott Blake 1915 19th Ln Palm Beach Gardens FL 33418	Member	CA		561-694-9938	No Special Requirement	01/13/2009	10/01/2009	09/30/2011
NOMINATED BY :									
Appointed By : District 2									
3	John Downes Calvin, Giordano & Associates, Inc. 560 Village Blvd Ste 340 West Palm Beach FL 33409	Member	CA	M	561-684-6161	No Special Requirement	07/11/2006	10/01/2008	09/30/2010
NOMINATED BY :									
4	William "Bill" Pruitt, Jr. , Esq. Sned, Pruitt & Tucker, PA 3030 S Dixie Hwy 5 West Palm Beach FL 33405	Member	CA	M	561-655-8080	No Special Requirement	01/12/2010		01/11/2012
NOMINATED BY :									

Appointed By : District 3

5	Pamela Linden Greenberg Traurig 777 S Flagler Dr Ste 300E West Palm Beach FL 33401	Member	CA	F	561-650-7939	No Special Requirement	05/19/2009		09/30/2011
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NOMINATED BY :

6	Guy Quattlebaum Butzel Long 125 Worth Ave Ste 330 Palm Beach FL 33480	Member	CA	M	561-659-8660	No Special Requirement	11/20/2007	11/20/2009	11/19/2011
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NOMINATED BY :

Appointed By : District 4

7	Richard Bernstein Richard Bernstein & Associates 1551 Forum Pl Ste 300A West Palm Beach FL 33401	Member	CA	M	561-689-1000	No Special Requirement	10/01/1991	10/01/2009	09/30/2011
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NOMINATED BY :

8	Kristy Hartofilis Flagler Real Estate Services 2600 N Military Trl Ste 160 Boca Raton FL 33431	Member	CA	F	561-893-7009	No Special Requirement	04/07/2009		04/06/2011
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NOMINATED BY :

Appointed By : District 5

9	Margie Walden	Member	CA	F	561-699-4011	No Special Requirement	04/21/2009	10/01/2009	09/30/2011
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6103 Caladium Rd
Delray Beach FL 33484

NOMINATED BY :

10	Michelle Rae Jaminet	Member	CA	F	561-346-0444	No Special Requirement	10/01/2009		09/30/2011
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547 N Lake Way
Palm Beach FL 33480

NOMINATED BY :

Appointed By : District 6

11	Robert Jones Fuchs & Jones	Member	CA	M	561-793-0600	No Special Requirement	05/06/2007	10/01/2008	09/30/2010
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590 Royal Palm Beach Blvd
Royal Palm Beach FL
33411

NOMINATED BY :

12	Donald Dufresne	Member	CA	M	561-227-2370	No Special Requirement	10/01/1999	10/01/2009	09/30/2011
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Greenspoon Marder, P.A.
250 Australian Ave Ste 700
Palm Beach FL 33401

NOMINATED BY :

Appointed By : District 7

13	Michael Brady L.B. Limited & Associates, Inc. 120 S Dixie Hwy Ste 205 West Palm Beach FL 33401	Member	AA	M	561-833-8080	No Special Requirement	04/25/2006	10/01/2008	09/30/2010
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NOMINATED BY :

14	Reed Daniel 106 Timber Run W West Palm Beach FL 33407	Member	UN	M	--	No Special Requirement	11/18/2008		11/17/2010
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NOMINATED BY :

Appointed By : General Membership

15	Sean Alveshire Stile Corporation 300 SE 2nd St Ft Lauderdale FL 33301	Member	UN		954-627-9247	No Special Requirement	05/01/2007		01/01/2010
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NOMINATED BY :

16	John DeMott 234 Kent N West Palm Beach FL 33417	Member	CA	M	--	No Special Requirement	01/31/1995	02/17/2009	02/16/2011
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NOMINATED BY :

Appointed By : General Membership

17	William Davis Private Funding Specialists 11380 Prosperity Farms Rd S Palm Beach Gardens FL 33410	Member	CA	M	561-626-3301	No Special Requirement	02/27/1995	01/01/2008	01/01/2010
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NOMINATED BY :

18	Patty Dent Bank Atlantic 9600 N Alternate A-1-A Palm Beach Gardens FL 33410	Member	UN		561-626-2489	No Special Requirement	01/01/2005	01/01/2008	01/01/2010
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NOMINATED BY :

19	Laura South 7078 SE Sleepy Hollow Ln Stuart FL 34997	Member	CA	F	561-371-7818	No Special Requirement	01/01/2008	02/17/2009	02/16/2011
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NOMINATED BY :

20	Edward Eissey 118 Cruiser Rd N North Palm Beach FL 33408	Member	CA	M	561-844-1054	No Special Requirement	01/24/1994	01/01/2008	01/01/2010
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NOMINATED BY :

Appointed By : General Membership

21 Jason Myers Member UN 561-346-0799 No Special Requirement 10/27/2008 02/17/2009 02/16/2011
701 Hunter St
West Palm Beach FL
33405

NOMINATED BY :

22 Robert Broadway Member UN 561-737-733 X4295 No Special Requirement 02/17/2009 02/16/2011
1852 Emilio Ln
West Palm Beach FL
33406

NOMINATED BY :

23 Carol Coleman Member UN -- No Special Requirement 01/01/2008 02/17/2009 02/16/2011
14224 Stroller Way
Wellington FL 33414

NOMINATED BY :

24 Joe Ceravolo Member CA M 561-737-7733 X429 No Special Requirement 09/15/2003 01/01/2008 01/01/2010
2300 Palm Beach Lakes Blvd
West Palm Beach FL
33409

NOMINATED BY :

Appointed By : General Membership

25	Jeff Zipper National City 231 Royal Palm Way Palm Beach FL 33480	Member	UN		561-650-1417	No Special Requirement	01/01/2004	02/17/2009	02/16/2011
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NOMINATED BY :

26	Jim Watt Caldwell & Pacetti 250 Australian Ave Ste 600 West Palm Beach FL 33401	Member	CA	M	561-655-0620	No Special Requirement	01/24/1994	01/01/2008	01/01/2010
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NOMINATED BY :

27	Ellie Wyatt 2414 SW Plymouth Way Stuart FL 34997	Member	UN		772-463-5862	No Special Requirement	01/01/2008	02/17/2009	02/16/2011
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NOMINATED BY :

28	Vacant FL	Member	UN	M	--	No Special Requirement			
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NOMINATED BY :

Appointed By : General Membership

28 Ken Kennerly Member CA M -- No Special Requirement

Stuart FL

NOMINATED BY :