

# ***Space Coast League of Cities (SCLOC)***

## ***Bylaws***



**Amended 2/12/24**

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**SPACE COAST LEAGUE OF CITIES, INC.**  
**BY-LAWS**

**ARTICLE I. PURPOSE**

The purpose of the SPACE COAST LEAGUE OF CITIES, INC., herein after referred to as the "LEAGUE", shall be to bring Space Coast municipalities together for mutual assistance in (a) improving municipal government, (b) studying and solving municipal problems, (c) promoting communication and the exchange of ideas and experiences in successful methods of administration, (d) fostering municipal education and a greater civic consciousness among the citizens of the Space Coast, (e) promoting municipal home rule, and (f) promoting the welfare of Space Coast communities and citizens.

**ARTICLE II. AUTHORIZED LEAGUE BUSINESS**

All business to be considered by the Board and/or the regular membership must be directly related to municipal issues. Any delegate(s) officially representing the views of the League before any person, organization, or legislative body shall confine the representation to issues directly affecting municipalities. Any legislation sponsored or endorsed by the League shall pertain solely to municipal issues.

**ARTICLE III. DEFINITIONS**

The following terms appear frequently throughout these Bylaws, and they shall be interpreted as follows:

- a. Board shall mean the League's Board of Directors, comprised of the Executive Board and the other voting delegates who shall serve as both the member municipalities' representatives to the Board and their voting delegates at general membership meetings.
- b. Member Municipality(ies) shall mean those municipalities which join the League as provided in these Bylaws and are in good standing (i.e., dues are paid in full).
- c. Voting Delegate(s) shall mean those voting delegates appointed and certified by member municipalities as provided in these Bylaws. It shall include the properly appointed and certified alternate voting delegates who are voting in their absence.
- d. Executive Board of Directors shall consist of, the President, Vice President, Treasurer, Immediate Past President and the Executive Director as an ex-officio member.
- e. Regular Membership consists of Elected Officials, City Managers, Attorneys, Clerks, and department heads of all member municipalities.

**ARTICLE IV. AMENDMENTS TO BYLAWS**

Amending or rescinding these Bylaws shall require 2/3 vote of approval by the voting delegates present and casting a vote during a regular or special membership meeting. Notice of proposed changes shall be mailed, faxed, or e-mailed to each member municipality at least 30 days before such meeting.

## **ARTICLE V. MEMBERSHIP**

### **SECTION 1: REGULAR MEMBERS.**

Every incorporated municipality within Brevard County Florida shall be eligible to become a regular member of the League by passing a formal resolution stating such intent, and transmitting the resolution, together with dues, to the Executive Director of the League.

- a. Voting Delegates. Before the January meeting, the governing body of each member municipality shall certify to the Space Coast League of Cities the name of a voting delegate and the designated alternate.
  - Eligibility. Only the member municipality's elected officials shall be the primary voting delegate. Any voting delegate who ceases to hold such a position shall at the same time cease to be a voting delegate.
  - Certification. The voting delegate's name shall be certified promptly in writing to the League Executive Director following the appointment and whenever requested by the President. Any change in this appointment shall be certified promptly in writing to the League Executive Director. All certifications shall be made on the prescribed League form.
  - Voting Rights. Only voting delegates or alternates shall have voting rights at membership meetings.
- b. Alternate Voting Delegates. The governing body of each member municipality shall also appoint an alternate voting delegate (municipals managers, and administrators are also eligible to serve as an alternate), whose duty shall be to vote only in the absence of the primary voting delegate. All other provisions regarding voting delegates shall also apply to alternates. All certifications shall be made on the prescribed League form.
- c. Non-voting Delegates. Non-voting delegates shall be eligible to be heard and participate in League membership meetings, committees, and activities. Non-voting delegates shall have no voting rights.

### **SECTION 2: ASSOCIATE MEMBERS.**

There shall be two types of associate members: (a) individual and (b) corporate. Former elected municipal officials shall be eligible to apply for associate membership. Upon submission of a complete and valid application, all Associate Memberships shall be presented to the Board of Directors for approval. Unless expressly provided otherwise in these Bylaws (see Committees), associate members shall have no voting rights.

#### **Application Process:**

1. A fully completed Application for Associate Membership will be required of all new applicants.
2. Businesses and individuals other than former elected municipal officials must be sponsored by a Board of Directors member currently in good standing. Former elected municipal officials are not required to be sponsored.

3. Completed applications will be sent to each of the Board of Directors for review prior to voting.
4. The Sponsor will be required to present a brief summary overview of the applicant at a Board of Directors monthly meeting prior to a Board of Directors vote.
5. The Associate member will be accepted into the SCLOC upon an affirmative vote of a majority of the Board of Directors present at the meeting.
6. Prorated dues based on a monthly proration for the current year will be due prior to the next scheduled SCLOC meeting.

#### **Renewal Process:**

1. At the November monthly Board meeting, the Board of Directors will vote on the renewal of current Associate Members.
2. The Space Coast League of Cities Executive Director will invoice each Associate for the following year's dues.
3. Associate Membership renewal dues are due January 1.
4. In the event an Associate member is not accepted for renewal, the Executive Director shall send written notification to the Associate member explaining why the renewal was not accepted.

#### **Cancellation of Associate Membership:**

1. Associate Membership may be cancelled by the Associate Member at any time without the refunding of dues.
2. The Space Coast League of Cities may cancel an Associate Membership for any of the following reasons by a majority vote of the Board of Directors present at the meeting.
  - Non-payment of dues
  - Change of ownership
  - Misrepresentation of Associate Member's products or services
  - Failure to maintain current Federal, State, County, or Municipal required licenses, certifications, or Business Tax Receipts
  - Conviction of a felony (individual members)
  - Misrepresentation of League membership or association
3. In the event of cancellation, the Executive Director will send written notification to the cancelled Associate Member per advisement by the board.

#### **SECTION 3: GOVERNMENT MEMBERS.**

Government memberships shall automatically be available to the Brevard County Commission, Brevard County School Board, Brevard County constitutional officers, Kennedy Space Center, Patrick Space Force Base, Cape Canaveral Space Force Station, St John River Water Management, Barefoot Bay Recreation District, and Canaveral Port Authority. In addition, the Board may, with approval of the regular membership, approve other government memberships, after receipt of a letter from the government entity requesting membership. Unless expressly provided otherwise in these Bylaws (see Committees), government members shall have no voting rights.

#### **SECTION 4: HONORARY MEMBERS.**

All League Past Presidents shall be lifetime honorary members of the League and its Board. In addition, the Board of Directors may, with approval of the regular membership, award lifetime honorary memberships to outstanding League delegates (both voting and non-voting). Unless expressly provided elsewhere in these Bylaws (see Committees), honorary members, except those currently serving as voting delegates or officers, shall have no voting rights.

Other Honorary Members approved: Michael P. Crotty (effective 2012), Bob Lawton (effective 1993), Nancy Glass (effective 2015), and Mark Ryan (2022).

### **ARTICLE VI. OFFICERS**

#### **SECTION 1:**

League officers shall consist of a President, Vice President, Treasurer, and Immediate Past President. Voting procedures are outlined in Article X. Section 5a of these by-laws.

#### **SECTION 2: ELIGIBILITY:**

Only the elected officials of member municipalities shall be eligible to be an officer. Officers shall be current or a past member of the board of directors (primary or alternate) with at least one year on the board, or an active participant in SCLOC and/or Florida League of Cities committees for at least two years. Also, can ensure availability to complete succession positions to the Presidency. Any officer who ceases to be an elected official shall at the same time cease to be an officer.

#### **SECTION 3: ELECTION:**

Officers shall be chosen from the slate of candidates presented by the Nominating Committee per Article VIII Section 4 – Nominating Committee process. Executive Director shall prepare and distribute voting ballots to the board of directors for voting. Results of the election ballots will also be presented at the Regular Membership meeting. Vacant officer's positions shall be elected annually by the board of directors at the November board meeting. They shall take office during the regular January membership meeting upon completion of the swearing in ceremony.

#### **SECTION 4: TERM OF OFFICE:**

Officers shall hold *office* for a term of one year or until their successors take office, whichever event shall occur later in time.

## **SECTION 5: VACATED OFFICES:**

Officers, except for Immediate Past President, which are vacated for any reason shall be filled in order of succession and serve for the remainder of the term. Example, the office of President will be filled by the Vice President, the Vice President will be filled by the Treasurer. The Nominating Committee would reconvene to interview and vet potential candidates for Treasurer, and then present candidates at the next Board of Directors meeting. The slate of candidates from the Nominating Committee will be presented to the board of directors for them to vote. Results will then be presented at the Regular Membership meeting.

- a. Absences. Any *officer* who has unexcused absences from three regular meetings of both the Board and the membership during a single term shall automatically forfeit his/her *office*.
- b. Removal. Officers may be removed by a 2/3 vote-by the board of directors.

## **SECTION 6: DUTIES:**

The duties of each officer shall be the following:

- a. President. The President shall preside at all Board and membership meetings. S/he shall have general supervision over League affairs and shall have all the duties and powers customarily incident to that office, as well as those specified elsewhere in these Bylaws. S/he shall be an ex-officio member of all League committees and shall appoint all necessary liaisons with other organizations.
- b. Vice President. The Vice President shall perform the duties of the President during his/her temporary absence or inability to act, perform other duties as assigned by the President, and assume the presidency if that office is vacated for any reason. The Vice President shall also be responsible for planning, and scheduling, the program/speaker for the League's dinner meetings.
- c. The Executive Director shall issue notices of all Board and membership meetings, attend and keep the minutes of the same, and have responsibility for all League books, records, and papers (except those assigned to the Treasurer). The League's Executive Director may act in the Vice President's stead on all of the foregoing duties. With his/her signature, the Executive Director shall (where required) attest League contracts, declarations, and resolutions; and s/he shall perform other duties as assigned by the President.
- d. Treasurer. The Treasurer shall have responsibility for all money and other financial assets of the League. All League money, except for petty cash, shall be deposited in a financial institution. All checks drawn on the League's account shall require two Signatures, those being the Treasurer and either the President or Vice President or a member of the executive board designated by the President and approved by the board. The Treasurer shall keep regular books of account and, together with receipts and all other relevant documents, submit them to the Directors for approval whenever they require. S/he shall also perform other duties as assigned by the President.
- e. Immediate Past President. Chairman of the Nominating Committee, advisor to the Executive Board, and executes duties as requested by the Executive Board.

## **ARTICLE VII. DIRECTORS**

### **SECTION 1: DIRECTORS**

The Board of Directors shall consist of the following members: The President, the Vice President, the Treasurer, the Immediate Past President, and the voting Delegate from each member municipality

### **SECTION 2: ELIGIBILITY**

Primary Delegates must be an elected official. City managers/administrators of the member municipalities shall be eligible to be an alternate delegate only. Any Director who ceases to hold such a position shall at the same time cease to be a Director.

### **SECTION 3: APPOINTMENT**

The Director and the designated alternate appointed by a member municipality shall serve as their voting delegate and alternate.

### **SECTION 4: TERM OF OFFICE**

Directors and the designated alternates shall be appointed each year by their member municipalities and may be re-appointed for successive terms. Directors and alternates serve at the pleasure of the appointing municipality; provided, however, that the term of office for directors and an alternates, respectively, is from the time of appointment until the beginning of the January general membership meeting or until a new or replacement director or alternate is appointed by the appointing municipality, whichever event shall first occur.

### **SECTION 5: VACATED OFFICES**

If a director or an alternate position is vacated for any reason, a successor should be appointed promptly by the affected municipality.

- a. Absences. Any Board member, other than an officer, who is absent from three consecutive regular Board meetings without being excused by the Board, shall automatically forfeit his/her office.

### **SECTION 6: DUTIES.**

- a. The Board shall manage the business and property of the League.
- b. The Board may adopt and amend, from time to time, policies and procedures for operation of the League and to assist in implementing these by-laws. The policies and procedures may be adopted or amended by a majority vote of those members of the Board of Directors present at any noticed meeting of the Board.

## **ARTICLE VIII. COMMITTEES AND OTHER APPOINTMENTS**

### **SECTION 1: COMMITTEES**

Committees may be created by the regular membership (without prior Board approval), the Board, or the President. No committee shall have the power to obligate the League or create any financial liabilities for the League unless prior approval is obtained from the Board.

### **SECTION 2: COMMITTEE MEMBERSHIP**

Active delegates (both voting and non-voting) of member municipalities shall be eligible to serve and vote on all League committees. In addition, associate, government, and honorary members may serve and vote on committees (except the intergovernmental, Nominating, and Scholarship Committee), if approved by the Board.

### **SECTION 3: COMMITTEE APPOINTMENTS**

The President shall appoint all committee members, subject to ratification by the Board. The President shall appoint all committee chairs (Board ratification not required).

### **SECTION 4: NOMINATING COMMITTEE**

At the June board of directors meeting, this committee shall present a slate of candidates for the Florida League of Cities Board of Directors Delegates. At the October board of directors meeting, this committee shall present a slate of candidates for the SCLOC Officer positions, and then ask if there are any nominations from the floor for the November elections. Nominations from the floor will be vetted by the nominating committee to determine if they are qualified to add to the slate of candidates in November. The slate of candidates shall contain the names for the vacant office that is to be elected and shall contain only the names of eligible, active delegates who have consented to serve. The Chair of the Nominating Committee shall also verify the eligibility to hold office of any candidate(s) nominated from the floor for any election. Vacant offices are not those offices where officers are moving up in succession and are not to be considered; only a vote of approval is needed. Members of this committee may not nominate members from the committee to hold office, and they may not be nominated from the floor. (Note: The criteria selections are in the League official files, and will be distributed in October to the board).

### **SECTION 5: FLORIDA LEAGUE OF CITIES DISTRICT (2) SEATS**

Each year at the June meeting, all Space Coast League of Cities, Inc., delegates to the Florida League of Cities, Inc., shall be appointed by majority vote of the Board of Directors present and voting. Nominations from the floor will not be accepted at the same meeting the vote is to take place. Floor nominations must take place no later than the October meeting to allow time for vetting. The FLC BOD selection requirements are in the League official files, and will be distributed in May to the BOD.

## **ARTICLE IX. ANNUAL DUES**

### **SECTION 1: REGULAR MEMBERS**

Annual dues, which are payable in advance, shall be established for regular members according to member municipalities population allocation. The amounts of dues shall be established from time to time by the board of directors. Dues may be prorated as approved by the Board. Member municipalities shall be deemed in good standing when their current dues are paid in full.

Dues shall be weighted according to municipal populations. Population shall be determined using the most current estimates by the University of Florida Bureau of Economic and Business Research (BEBR) population projections. Each member municipality shall certify its current population figures in writing to the League Executive Director-when it certifies its voting delegate. For all dues, each member municipality will be calculated by population allocation number based on their municipality population (dues calculated by population allocation number x dues):

Municipality Population	Allocation
Under 1,000	1
1,000 to 4,999	2
5,000 to 24,999 -	3
25,000 to 49,999	4
50,000 and over	5

### **SECTION 2: ASSOCIATE MEMBERS**

Annual dues, which are payable in advance, shall be established from time to time by the Board for both Individual and Corporate associate members. Dues may be prorated as approved by the Board. Sponsorships may be established from time to time by the Board in lieu of annual dues.

### **SECTION 3: GOVERNMENT MEMBERS.**

There shall be no dues for government members.

### **SECTION 4: HONORARY MEMBERS.**

There shall be no dues for honorary members.

## ARTICLE X. MEETINGS

### SECTION 1: BOARD MEETINGS

- a. Regular and Special Meetings. A regular Board meeting, which shall be called by the President or by a majority of Board members, shall be held each month. At least two days' notice shall be given to each board member. Other (special) Board meetings may be called in the same manner.
- b. Public Participation. All Board meetings will be by board invitation only.
- c. Election Meetings. Elections shall be called by the Board and held during the **board of directors** meeting each November. At least 10 days' notice shall be given to each member municipality.

### SECTION 2: MEMBERSHIP MEETINGS

- a. Regular Meetings. A regular membership meeting of the League shall be held each month, with the time and place to be decided by the host and Board. At least 10 days' notice shall be given to each member municipality.
- b. Special Meetings. Other membership meetings may be called by the President or by a majority of Board members. At least five days' notice shall be given to each member municipality.
- c. Public Participation. All regular membership meetings shall be open to the public. Citizens wishing to address the membership shall be given one opportunity to speak, near the beginning of each meeting, and shall be allowed a maximum of three minutes to speak. Multiple persons wishing to express the same viewpoint on a subject shall select one person to speak for the group. At the discretion of the President, additional time to speak may be granted.

### SECTION 3: QUORUM

- a. Board Meetings. The presence of a majority of the Board members shall constitute a quorum to conduct business at any Board meeting.
- b. Membership Meetings. The presence of voting delegates from a majority of the member municipalities shall constitute a quorum to conduct business at any membership meeting.

## **SECTION 4: APPROVAL OF LEAGUE BUSINESS**

Except for matters which these Bylaws specifically assign to the regular membership for approval, the Board shall determine which matters are to be decided by the regular membership. Those matters which are to be decided by the regular membership shall first be approved by the Board, unless those matters are exempted from prior Board approval by these Bylaws.

- a. By the Board. Final decisions on matters not specifically assigned to the regular membership, by these Bylaws or the Board shall be made by the Board. All League resolutions, as well as matters so assigned by these Bylaws or the Board, shall require final approval by the Board.
- b. Emergency Matters. Matters of an emergency nature (i.e., those which necessarily arise at a time which does not reasonably permit prior Board approval) may be presented directly to the regular membership at the discretion of the President. Such matters shall require a 2/3 approval vote by the regular membership (one vote per member municipality).

## **SECTION 5: VOTING**

For all League business, those with voting rights must be present physically at a meeting (board or membership) to vote. In case of electronic meetings, physical onsite appearance not required. Voting abstentions shall be permitted with permission from the board. The outcome of all votes shall be determined by the total number of votes cast by those eligible to vote at that meeting who are both present and voting (i.e., not abstaining). Unless otherwise specified in these Bylaws, approval of League business shall require a majority vote. Fractional votes are not allowed (i.e., 1/2 vote for John Doe, and 1/2 vote for Mary Smith). At the discretion of the President, a voice vote may determine any vote, unless a roll-call vote is requested by someone eligible to vote at that meeting.

- a. Board Meetings. Each member of the Board shall have one vote. All officers shall have voting rights at Board Meetings.
- b. Florida League of Cities Board of Directors. When voting for the SCLOC appointees to sit on the Florida League of Cities Board of Directors only one representative from each of the 16 municipalities shall vote. Officers of the SCLOC will not vote on these seats.

## **SECTION 6: RULES OF PROCEDURE**

Unless otherwise provided in these Bylaws, the proceedings of all League meetings (Board, membership, and committees) shall be governed by the latest edition of Robert's Rules of Order.