RULES OF GOVERNANCE SOLID WASTE AUTHORITY OF PALM BEACH COUNTY

CHAPTER I PURPOSE, COMPOSITION AND ORGANIZATION

I. **GENERAL**

- A. *Special District*. The Solid Waste Authority of Palm Beach County ("Authority") is a special district created by the Florida Legislature by Chapter 2001-331 Laws of Florida.
- B. *Purpose*. The purpose of the Authority is to provide a coordinated countywide program for the management and control of hazardous waste and/or solid waste processing and disposal in cooperation with the federal, state, and local agencies responsible for the prevention, control, or abatement of air, water and land pollution, and to otherwise provide for the safe and sanitary processing and disposal of solid waste in the District over which the Authority exercises jurisdiction.
- C. *Jurisdiction*. The District over which the Authority exercises control encompasses all of the incorporated and unincorporated areas of Palm Beach County ("District").
- D. *Headquarters*. The Authority headquarters are located at 7501 N. Jog Road, West Palm Beach, Florida 33412, and are open for business between the hours of 8:00 a.m. and 5:00 p.m. on all weekdays except State holidays. All interested persons can make requests and procure general information, rules and regulations, and other printed materials at the Authority headquarters.
- E. *Public Access*. All public records of the Authority shall be available for public inspection pursuant to Chapter 119 of the Florida Statutes, except those specifically exempted by law. All meetings and workshops shall be held under Chapter 286.011 of the Florida Statutes, and all public hearings shall be open for public access.
- F. *Statutory Chapters and Rules*. The following statutory provisions affect the operation of the Solid Waste Authority of Palm Beach County: Chapter 201-311, Laws of Florida, Chapter 73, 74, 75, 97, 98, 99, 100, 101, 102, 104, 106, 112, 119, 120, 187, 215, 286, 287, 377, 388, and 403 of the Florida Statutes, and any and all other applicable laws and regulations.
- G. *Effective Date*. These Rules of Governance and the following Rules of Procedure shall go into effect on and shall supersede all other similar rules previously adopted by the SWA Board.

II. COMPOSITION

A. Governing Board

- 1. **Powers and Membership.** The Governing Board of the Authority ("SWA Board") is the head of the Authority and exercises regulatory and executive powers. The SWA Board shall consist of the seven members of the Board of County Commissioners ("BCC"). The members' terms shall be served concurrent with their terms as BCC members. Members shall serve without salary, but may be reimbursed for travel expenses and other expenses incurred in carrying out their duties.
- 2. Chair/Vice Chair Election; Term of Office. The Chair, Vice Chair, and Secretary shall be elected by majority vote of the SWA Board members at a special meeting in November or concurrent with the reorganization of the BCC as determined by the SWA Board. The term shall be for one year from the date of the election. The SWA Board may remove the individual from the position of Chair, Vice Chair, or Secretary by majority vote. In the event the Chair relinquishes his/her office, the Vice Chair shall be automatically appointed Chair for the remainder of the term. In the event the Vice Chair for the remainder of the term. In the event the Secretary relinquishes his/her office, the SWA Board shall elect by majority vote a new Secretary for the remainder of the term. The election process shall be as follows:
 - a. The Clerk (as identified in Section II(B)(3)) in the case of the Chair's election, and the Chair, in the case of the Vice Chair's or Secretary's election, calls for nominations.
 - b. Nominations are made and received. A member may nominate himself or herself. No second is required.
 - c. The Clerk/Chair asks if there are any further nominations. If none, the Clerk/Chair declares that nominations are closed. No motion to close nominations is required.
 - d. The Clerk/Chair calls for a vote.
 - e. The nominee who receives a majority of the votes is elected.
- 3. *Chair Duties.* The Chair presides over SWA Board meetings and is recognized as the ceremonial dignitary who serves as the Authority's official representative. The Chair's responsibilities include, but are not limited to, the following:
 - a. Calling the meeting to order after ascertaining that a quorum is present.
 - b. Preserving order and deciding points of order.
 - c. Expediting business in a way that is compatible with the rights of members of the SWA Board.
 - d. Executing documents.

e. Declaring the meeting adjourned.

The Vice Chair acts as the Chair in the absence of the Chair, and the Secretary so acts if both the Chair and Vice Chair are absent.

- 4. Attendance by Telephone. There may be times when a member is physically unable to attend an SWA Board meeting. If a majority of the members of the SWA Board present determines that extraordinary circumstances exist to justify the absence of a member from a meeting, the SWA Board may allow, in its good judgment, the absent member to participate by telephone conference or other interactive electronic technology. In such circumstances, the absent member will not count towards a quorum, but will be allowed to vote on matters provided that a quorum is physically present at the meeting. See, FL-AGO Nos. 92-44; 98-28; and 2003-41.
- 5. SWA Board Member Representation at Other Meetings. The Chair will represent the SWA Board at meetings, conferences or other occasions involving other governmental entities, agencies, officials or groups, or nongovernmental organizations, departments, agencies or officials, and report back to the SWA Board anything of significance. The Chair may designate another member to represent the SWA Board. The Chair or his/her designee shall have no power to act for or on behalf of the SWA Board or Authority, unless previously authorized to do so by the SWA Board.
- 6. Audit. The SWA Board shall provide for an audit each year of its receipts and expenditures.
- 7. Amendment, Suspension, and Construction of Rules. In order to effectuate the purpose of the Palm Beach County Solid Waste Act, the SWA Board is empowered to adopt, alter, rescind, modify, or amend any rules, guidelines or orders necessary for the operation of the Authority.

B. Office of Executive Director

- 1. Administration. The Executive Director administers the Authority's affairs. This includes the authorization to sign documents on the Authority's behalf as the responsible official or owner. Such documents may include, but are not limited to, compliance documents pursuant to existing permits and ongoing operations; applications for new facilities and operations consistent with SWA Board approval and budgetary appropriations; and contracts and financial documents as authorized by the SWA Board.
- 2. **Support.** The Executive Director is also ultimately responsible for the Authority's support services. Generally, these services include: (i) operations; (ii) administration; (iii) financial services; and (iv) employee relations.

3. *Clerk.* The Executive Director, or his/her designee, serves as the Clerk to the SWA Board.

C. Office of General Counsel

- 1. *Legal Affairs*. The Authority's General Counsel's responsibilities are directed to the legal aspect of Authority affairs including legal opinions, resolutions, regulation, and litigation.
- 2. *Managing Outside Counsel*. The General Counsel is also responsible for managing the activities of outside legal counsel as may be required.

D. Citizen's Advisory Committee

- 1. *Advice.* The Authority is advised on matters of administration and planning by a Citizen's Advisory Committee ("Committee") composed of not more than eleven members.
- 2. *Appointment*. Committee members are appointed yearly by the SWA Board at its February meeting. Membership shall represent an approximate geographical distribution of the District.

CHAPTER II RULES OF PROCEDURE

I. Governing Rules

It is the policy of the SWA Board that these Rules of Procedure shall govern all official meetings of the SWA Board. The purpose of these rules is to provide for the efficient and orderly functioning of the business of the SWA Board; to protect the rights of each individual; to protect the right of the majority to decide; to protect the right of the minority to be heard; and to preserve the spirit of harmony within the SWA Board and those appearing before the SWA Board. No other rules shall apply. The ultimate determination of procedural matters shall rest with the Chair, subject to appeal as otherwise set forth in these rules.

II. Meetings

- A. *Meetings Open to the Public*. All meetings of the SWA Board shall be open to the public in accordance with Florida's Government-in-the-Sunshine Law, Section 286.011, Florida Statutes, with the exception of those meetings statutorily exempt pursuant to Florida law.
- B. Accessibility/Seating Capacity. All meetings will be conducted in a building that is open and accessible to the public. Due to the need to comply with the fire code, there may be occasions when entrance by the public to the meeting room is limited. To the extent possible, alternative seating arrangements may be made.
- C. *Notice of Meetings.* The Authority shall give reasonable public notice of any meeting or workshop by publication in a newspaper of general circulation in the area where the meeting or workshop is to be held and as otherwise prescribed by Chapter 189.015 of the Florida Statutes. Such notice of meeting or workshop shall state: (a) the date, time, and place of the event; (b) a brief description of the purpose of the event; and (c) the address where interested persons can write to obtain a copy of the agenda. No other notice is required unless specifically directed by action of the SWA Board.
- D. *Regular Meetings*. The SWA Board meets every other month. The meetings are held on the second Wednesday in February, April, June, October and December, and the fourth Wednesday in August or by call of the Chair or, if unavailable, the Vice Chair.
- E. *Workshops*. Workshops are held to discuss items of special importance or complexity that require longer than usual staff presentation and SWA Board questions. These meetings may include Regular and/or Consent Agenda items, Public Hearings in the case of a timing issue, and other matters presented for formal action in addition to Workshop presentations.

- F. *Emergency Meetings*. An emergency meeting of the SWA Board may be called by the Chair whenever in his/her opinion an emergency exists which requires immediate action by the SWA Board. Whenever an emergency meeting is called, the Chair shall notify the Clerk, who shall notify each member of the SWA Board in writing or verbally of the date, time and place of the meeting and the purpose for which it is called, and no other business shall be transacted. At least 24 hours shall elapse between the time the Clerk receives notice of the meeting and the time the meeting is to be held. If because of the nature of the emergency it is not possible to give notice to each member or it is impossible to allow 24 hours to elapse between the time the Clerk receives notice of the meeting and the time the meeting is held, such failure shall not affect the legality of the meeting if a quorum is in attendance. Reasonable public notice of any emergency meeting sufficient to comply with applicable laws shall be given.
- G. *Special Meetings*. A special meeting may be called by the Chair, the Executive Director, or a majority of the SWA Board members. The Clerk shall notify each member of the SWA Board in writing or verbally of the date, time, and place of the meeting and the purpose for which it is called. At least 24 hours shall elapse between the time the Clerk receives notice of the meeting and the time the meeting is to be held. If after reasonable diligence it was not possible to give notice to each SWA Board member or to allow 24 hours to elapse between the time the Clerk receives notice of the meeting and the time the meeting is held, such failure shall not affect the legality of the meeting if a quorum is in attendance. Reasonable public notice of the special meeting sufficient to comply with applicable laws shall be given. If a determination to hold a special meeting is reflected in the record of any SWA Board meeting, no additional notice is required.
- H. *Presentation Format.* As a general rule, the order of item presentation during most meetings of the SWA Board shall be as follows, subject to change depending on the item under consideration:
 - 1. Chair announces item
 - 2. Staff presentation, if any
 - 3. SWA Board asks only questions of staff (no debate)
 - 4. Public comment, if any
 - 5. Public comment is closed
 - 6. Motion made
 - 7. SWA Board discussion and amendments, if any
 - 8. Vote taken (no discussion/debate during vote)
- I. *Minutes.* The Executive Director, or his/her designee, shall provide that an accurate record be kept of each Authority meeting.

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III. Order of Business

- A. *Official Agenda*. There shall be an official agenda for every meeting of the SWA Board, which shall set forth the order of business to be conducted at the meeting. The agenda format for a typical Regular* SWA Board meeting shall be substantially as follows:
 - 1. CALL TO ORDER
 - A. Roll Call
 - B. Invocation
 - C. Pledge of Allegiance
 - 2. AGENDA: Additions/Deletions
 - 3. MINUTES: SWA BOARD
 - 4. MINUTES: CITIZENS ADVISORY COMMITTEE
 - 5. CONSENT AGENDA
 - 6. MATTERS BY THE PUBLIC
 - 7. PUBLIC HEARING / WORKSHOP
 - 8. OLD BUSINESS
 - 9. REGULAR AGENDA
 - 10. OTHER SCHEDULED MATTERS
 - 11. COMMENTS BY GENERAL COUNSEL
 - 12. COMMENTS BY AUTHORITY STAFF
 - 13. COMMENTS BY THE SWA BOARD
 - 14. CONFIRMATION OF MEETING DATE(S)
 - 15. ADJOURNMENT

*Workshop and other meeting agendas shall be prepared by administration in an appropriate format. The format for any SWA Board meeting, unless otherwise provided by law, may be revised by majority vote of the SWA Board without further action required.

- B. *Preparation/ Delivery of Agenda*. The Executive Director, or his/her designee, shall prepare the agenda and make every effort to deliver a complete agenda package to the SWA Board members no later than five days prior to a regular meeting. Agenda packages for special and emergency meetings will be distributed in as timely a manner as possible. The agenda, as well as lengthy reports and standard contracts that are part of the agenda's back-up documentation, shall be made available for review.
- C. **Quorum.** Four members of the SWA Board members shall constitute a quorum. If no quorum exists within thirty (30) minutes after the time designated for the meeting of the SWA Board to commence or if a quorum is lost, the Chair, the Vice Chair, the Secretary shall adjourn the meeting, or in their absence, the meeting shall be automatically adjourned. The names of the members present and the time of

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- adjournment shall be recorded in the minutes. The members present may, during the 30-minute period, open the floor for "Matters by the Public" or any similar presentation so long as no official action is taken or direction to staff is given.
- D. *Call to Order.* If a quorum exists, the Chair shall call the meeting to order. In the absence of the Chair, the Vice Chair shall call the meeting to order and, in the absence of both the Chair and Vice Chair, the Secretary shall call the meeting to order. If the Chair, Vice Chair, and Secretary are all absent, the Clerk shall call for the election of a temporary chair. Upon arrival of the Chair, Vice Chair, or Secretary, the temporary Chair shall relinquish the gavel upon conclusion of the business immediately before the SWA Board at that time. Before proceeding with the business of the SWA Board, the Clerk or his/her designee shall call the roll of the members in alphabetical order, and the names of those members present and absent shall be entered into the minutes.
- E. *Agenda Approval*. Only items listed on the official agenda will be acted upon unless additional items are authorized by a majority of the SWA Board.
- F. *Consent Agenda*. Consent Agenda items are typically routine in nature, non-controversial, and do not deviate from past SWA Board direction or policy. They usually do not require SWA Board comment and are voted on as a group. Any item may be pulled by a member for discussion. Members of the public may speak to any consent item in accordance with these rules.
- G. *Regular Agenda*. Items appearing on the Regular Agenda require SWA Board direction, a policy decision, or are otherwise of great significance necessitating separate attention and action. "Add-on" items, described in the following paragraph also appear on this agenda. Items will be addressed individually in the order presented on the Agenda, unless reordered upon approval by a majority of the SWA Board. Items of great public interest that are assigned a time certain should not be considered until the designated time.
- H. "Add-on" Agenda Items. In the event of an unforeseen or emergency situation (defined as significantly relevant to the health, safety or general welfare of the residents of Palm Beach County), an item may be added to the Regular Agenda upon approval of the Executive Director, bypassing the normal submittal and review process. The SWA Board should be given notice of any "add-on" as soon as possible prior to the scheduled SWA Board meeting.
- I. *Matters by the Public.* Members of the public may address the SWA Board under "Matters by the Public."
- J. **SWA Board Member Comments.** The purpose of SWA Board Member Comments is to promote the public discussion of matters relating to Authority business and to encourage the dissemination of information. Any member may submit reports and information on items relating to Authority business. When possible, the other

members, the Executive Director, and the General Counsel should receive such materials in advance. Members may also request the preparation of resolutions, reports, and other actions of the SWA Board during this portion of the agenda, subject to majority consensus. All such requests shall be referred to the Executive Director or the General Counsel, as appropriate. Official actions may be taken under comments in the case of an emergency or for other situations necessitating immediate action as may be determined by a majority of the SWA Board.

K. *Case Settlements.* Any member of the public may comment on any proposed litigation settlement, whether appearing on the Regular or Consent Agenda, prior to the SWA Board's consideration of same.

IV. Rules of Debate

This section sets forth the rules of debate to maintain decorum, the various motions available for use by the SWA Board, and related matters.

- A. **Decorum.** A motion must be accepted by the Chair before it is officially on the floor. A motion must be made, seconded, and stated by the Chair before the merits can be debated. Every member of the SWA Board has a right to speak in the debate and shall always be recognized by the Chair. Non-member recognition shall be at the Chair's discretion. The member who made the motion shall be entitled to speak first. A member shall be deemed to have yielded the floor when she/he has finished speaking. The discussion is to be related to the motion on the floor. All questions are to be directed through the Chair.
- B. As to the Chair. Upon passing the gavel, the Chair or other presiding member of the SWA Board may move or second a motion.
- C. *Point of Order*. Any member who believes that a breach of the rules has occurred has a right to call immediate attention to the matter by raising a "point of order." A point of order (1) may interrupt a speaker who has the floor; (2) does not need to be seconded; (3) is not debatable; and (4) is decided by the Chair. By motion and second, a decision of the Chair on a point of order may be appealed to the SWA Board and, without debate, the Chair shall submit to the SWA Board the question, "Shall the decision of the Chair be sustained?" and the SWA Board shall decide by a majority vote.
- D. *Motion to Reconsider*. An action of the SWA Board may be reconsidered at the same meeting or the very next regular SWA Board or Workshop meeting. A motion to reconsider can only be made by a member who voted on the prevailing side of the question, and is debatable. Such motion shall not be entertained: (1) if the approved action has been partially or fully carried out; (2) if a contract, when the party to the contract has been notified of the outcome; (3) if an action was taken after a required public hearing; or (4) if the vote has caused something to be done that is impossible to

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undo. Adoption of a motion to reconsider shall rescind the original action; therefore a new motion, second, and vote is required to take formal action on the item, if desired, and may take place at a future meeting. If a motion to reconsider is not brought forward in a timely manner, yet an SWA Board member would like to revisit the issue, the item may be placed on a future agenda provided that (1) new information has been discovered that if known at the time of the original vote, the outcome may have been different; (2) a majority of the SWA Board approves; and (3) none of the instances set forth above that would prohibit a motion to reconsider exist.

- E. **Substitute Motion.** A member may make a substitute motion if he/she is not in agreement with the motion on the floor. This motion is debatable. No more than three motions shall be on the floor at any given time.
- F. *Motion to Postpone*. If a member would like to defer consideration of a matter, a motion to postpone is in order, which may include a time and date to continue the discussion. When postponing an advertised public hearing, a time and date certain must be included in the motion. This motion is debatable.
- G. *Motion to Close Debate/Call the Question*. Any SWA Board member may move to close debate/call the question on the motion being considered. This motion is not debatable and requires a two-thirds vote of the members. If the motion passes, all discussion ends and a vote is taken on the motion on the floor.
- H. *Adjournment*. No motion is required to end the meeting. The Chair declares the meeting adjourned without objection.

V. Voting

- A. *Motions*. Motions require a majority vote of those members present for passage. If a supermajority vote is required, the motion must receive an affirmative vote of a majority of those present and voting, plus one, unless otherwise required by charter, special or general law, or county ordinance. Final action on a pending motion may be postponed in accordance with paragraph IV(F) above.
- B. *Method.* The vote may be by voice, show of hands, or roll call as decided by the Chair. The maker and seconder of the motion need not be present when the vote is taken. The Chair shall call for the vote and announce the results, which will be recorded by the Clerk. Every member who is in the meeting room must vote, unless the member has publicly stated that he/she is abstaining from voting due to a conflict of interest pursuant to Sections 112.3143 or 286.012, Florida Statutes. (*See* "C. Voting Conflict."). An SWA Board member's silence will be counted as an "aye" vote.
- C. *Voting Conflict.* No SWA Board member shall vote on a matter when the Commissioner has a voting conflict pursuant to Sections 112.3143 or 286.012,

Florida Statutes. Further, any Commissioner with a conflict shall not participate in the discussion of the item. The abstaining member shall comply with the requirements of the referenced state law as applicable, including the filing of Form 8B "Memorandum of Voting Conflict" within fifteen (15) days of the meeting at which the conflict was declared with the Clerk responsible for recording the minutes of the meeting who will incorporate the form in the minutes.

- D. *Vote Change*. Any SWA Board member may change his/her vote before the next item is called for consideration, or before a recess or adjournment is called, whichever occurs first, but not thereafter.
- E. *Tie Vote.* A tie vote shall result in the failure of the motion; however, there is no prevailing side for the purposes of a Motion to Reconsider. Any member of the SWA Board may, at the next regular meeting and with approval by a majority of the SWA Board, request that the item be placed on a future agenda for consideration.

VI. Public Participation

- A. *Citizen Input.* The SWA Board recognizes the important right of all citizens to express their opinions on the operation of the Authority and encourages citizen participation in the local government process. The SWA Board also recognizes the necessity for conducting orderly and efficient meetings so that Authority business may be completed efficiently, effectively, and timely. Members of the public wishing to speak at SWA Board meetings shall comply with the procedures set forth below.
- B. *Accessibility*. All persons with disabilities shall be provided reasonable assistance to enable them to effectively participate in SWA Board meetings.
- C. Comment Cards. Any member of the public wishing to speak before the SWA Board or who wants to make their position known but does not want to address the SWA Board shall complete a "comment card" and present the card to staff in the meeting room for forwarding to the Chair. Only those individuals who have submitted comment cards and who have been recognized by the Chair may address the SWA Board. Any member of the public who has filled out a card must be present when the Chair announces the person's name if they desire to be recognized. If an individual does not wish to speak and instead submits a card with his/her comment noted, it is within the Chair's discretion to read the comment into the record. If the Chair does not read the comment, the comment card is nonetheless submitted as part of the official record. In any event, a comment card will not be read into the record if the citizen submitting same is not present when the item is being discussed. As a general practice, comment cards will not be accepted after presentation of an agenda item has begun; however, the Chair has the discretion to accept additional comment cards. Comment cards are considered public records and are to be submitted to the Minutes Clerk before the meeting adjourns.

- D. *Civility.* All public comments and any multimedia shown or material distributed shall avoid personal attacks, abusive language, and redundancy. The Chair may curtail repetitious comments. No person attending an SWA Board meeting is to harass or otherwise disturb any other person in the room. Any person making impertinent or slanderous remarks or whose behavior is disruptive shall be subject to removal from the meeting, or such other action as may be appropriate, and barred from making any additional comments during the meeting by the Chair, unless permission to continue or again address the SWA Board is granted by a majority vote of the SWA Board members present.
- E. *Relevancy*. Comments shall be limited to the subject being considered by the SWA Board and, if there is a motion on the floor, shall be limited to the motion.
- F. *Manner*. Each person addressing the SWA Board shall step up to the podium and give his/her name and address for the record. No person other than a member of the SWA Board and the person having the floor shall be permitted to enter into any discussion without the permission of the Chair. All remarks shall be addressed to the SWA Board as a body and not to any individual member or the audience. SWA Board members may ask questions of the speaker after his/her uninterrupted comments have been made. No question shall be directed to an SWA Board member or staff except through the Chair. No persons other than members of the SWA Board, Authority staff, individuals participating in an agenda item presentation at the staff table, or persons authorized by the Chair, are allowed beyond the podiums.
- G. Allotted Time. Each member of the public shall be granted three minutes to speak. The Chair may extend the maximum speaking time. Allowing the use of a speaker's time by another individual is within the Chair's discretion. In the event more than twenty (20) people indicate their desire to speak on the same or a related subject, the Chair may establish a maximum time limit, not to exceed one hour, for public comments. The Chair may also assign time limits for proponents and opponents to address an item. In any event, the Chair shall have the discretion to adjust speaking time limits as he/she deems appropriate.
- H. *Lobbyists*. Any person defined as a "lobbyist" under the County's Lobbyist Registration Ordinance shall register before addressing the SWA Board unless an exception set forth in the ordinance applies.
- I. *Consent Agenda.* Prior to SWA Board approval of the Consent Agenda, public comment will be accepted. One comment card identifying all items of interest shall be submitted to Authority staff who will pass it on to the Chair. If more than one item is identified, the three-minute allotment may be extended at the Chair's discretion.
- J. Dissemination of Information/Use of Multimedia. Any member of the public desiring to submit information to the SWA Board relevant to the item may do so only

when they are at the podium and recognized to speak. No motion to receive and file any submission by the public is necessary to make same a part of the record; the Chair may "accept without objection" providing there is none. Due to time constraints, there shall be no expectation that the SWA Board will read any information submitted at an SWA Board meeting. Early submission of information relevant to an item appearing for SWA Board consideration is encouraged. The public is authorized to use multimedia supportive of their comments. Multimedia is to be submitted to the Authority five (5) working days prior to the SWA Board meeting.

K. *Employees*. Employees of the Authority have every right as any other member of the public to address the SWA Board. However, comments pertaining to an active grievance, arbitration, or other personnel dispute are not appropriate for this forum.

ATTEST:

APPROVED BY SOLID WASTE AUTHORITY BOARD OF PALM BEACH COUNTY

Sandra J. Vassalotti Clerk to the Authority Madlenu Bernard, Chair

Date 10/10/2018

(AUTHORITY SEAL)