

**Solid Waste Disposal and
Recyclable Materials Processing Authority
Rules of Procedure**

I. General. These rules of procedure include those set forth in the Interlocal Agreement which established the Authority (the "Interlocal Agreement") and shall apply to the Governing Board, the Executive Committee and the Technical Advisory Committee ("TAC") of the Authority. Unless otherwise provided herein, all defined terms not otherwise defined herein shall be as provided in the Interlocal Agreement.

II. Meetings.

A. Time.

1. Pursuant to Section 6.2.2 of the Interlocal Agreement, The Governing Board must meet at a minimum of least twice per fiscal year of the Authority. The Governing Board shall hold regular meetings at such dates and times as directed by the Chair of the Governing Board. The Authority may hold special meetings called by the Chair of the Governing Board or Executive Director upon no less than 24 hours' notice to each Member and the public, or in the case of an emergency, such shorter time as the Executive Director deems necessary.

2. Pursuant to Section 6.3.3 and 6.4.2 of the Interlocal Agreement respectively, the Executive Committee and TAC will meet regularly on such dates and times as may be necessary to conduct the business of the Authority. Meetings may be scheduled by the respective Chairs of the Executive Committee and TAC, or with respect to TAC as directed by the Governing Board, Executive Committee, or Executive Director.

B. Place. All meetings of the Governing Board, Executive Committee and TAC shall be held at public buildings or governmental meeting halls as designated by the Chair of the respective board or committee.

C. Public Notice. Public Notice of all meetings shall be given in accordance with Chapter 286, Florida Statutes and as otherwise required.

D. Quorum.

1. **Governing Board.** A quorum will be a majority of the total voting Members, provided that the Members comprising the quorum must represent at least one-half (1/2) of the Broward Tonnage as defined in the Interlocal Agreement.

2. **Executive Committee and TAC.** A quorum will be a majority of the total voting members, provided that the members comprising the quorum must represent at least

one-half (1/2) of the amount of Broward Tonnage represented by those municipalities whose Members are on the Executive Committee or TAC, as applicable.

3. Determination of Quorum. Unless otherwise authorized by the Governing Board, the Executive Committee, or TAC, as applicable, a quorum is determined on the basis of physical attendance. If there is a quorum, all Members may vote regardless of whether they are attending the meeting physically or via remote conferencing technology.

E. Remote Participation. Members of the Governing Board, Executive Committee or TAC shall be allowed to participate at any meetings remotely (through telephone or other electronic means), provided that at least quorum of Members, including any Alternate Members appearing on behalf of absent Members, shall appear in person to establish and maintain a quorum, as provided in Section 6.5.1 of the Interlocal Agreement and Section D above. If a Member will appear remotely, such Member shall provide the Executive Director and Authority Counsel with such notice as early as possible in advance of the meeting. When a Member is present remotely and their Alternate Member is in attendance in person, the Member attending remotely shall be entitled to vote on any matter provided such Alternate Member is not required to establish an in-person quorum, as required by Section 6.5.1 of the Interlocal Agreement and Section D above.

F. Approvals.

1. Governing Board.

a) As set forth in Section 6.2.4 of the Interlocal Agreement, and subject to Sections 6.8 and 7.1 thereof, the Governing Board may take official action only if: there is a quorum; the action is supported by an affirmative vote of a majority of the representatives present that are eligible to vote; and the action is also supported by the affirmative vote of members representing a majority of the Broward Tonnage. Alternate members of the Governing Board will count towards quorum only when they are serving as voting members.

b) As provided in Section 6.8 of the Interlocal Agreement, with respect to major decisions, notwithstanding Section 6.2.4 of the Interlocal Agreement, the Authority may not take any of the following actions without the approval of at least: (a) two-thirds (2/3) of the representatives of the Governing Board voting; and (b) representatives of the Governing Board voting that account for two-thirds (2/3) of the Broward Tonnage:

(1) The sale, distribution, or transfer of any real property interest with a value of more than two million dollars (\$2,000,000);

(2) The issuance of bonds or the approval of a bank loan with a value of more than two million dollars (\$2,000,000);

(3) The recommendation to remove the Executive Director, subject to Executive Committee approval;

- (4) Approval of any and all special assessments;
- (5) The initiation or settlement of any legal action with an estimated value of more than two million dollars (\$2,000,000); or
- (6) Assignment by the Authority of any of its rights or obligations under the Interlocal Agreement.

c) As provided in Section 7.1.2 of the Interlocal Agreement, with respect to the adoption of the Master Plan and Significant Amendments, A Master Plan will not be effective unless approved by: (a) members of the Governing Board representing Municipal Parties that comprise at least two-thirds (2/3) of the total population of the Municipal Parties, and (b) County's representative to the Governing Board. All proposed amendments to the Master Plan that concern any of the following (collectively, "Significant Amendments") will be subject to the same requirements for approval (set forth in the preceding sentence) as a Master Plan to be effective:

- (1) Addition or removal of any category of waste or material (e.g., yard waste, bulk trash, white goods, etc.) from the Authority's jurisdiction or operations;
- (2) Closure of any "solid waste disposal facility," as defined in Section 403.703, Florida Statutes (2022), owned or operated by the Authority; or
- (3) County's obligations under Section 403.706(1), Florida Statutes.

d) As provided in Section 7.1.2.2 of the Interlocal Agreement, amendments to the Master Plan that are not Significant Amendments must be adopted by the Governing Board subject to the provisions of Section 6.2.4. of the Interlocal Agreement. If at least one third (1/3) of the Governing Board members present agree that a proposed amendment to the Master Plan constitutes a Significant Amendment, it shall be treated as a Significant Amendment and may only be adopted subject to the provisions of Section 7.1.2.1. of the Interlocal Agreement and Subsection c) above.

2. Executive Committee and TAC. As provided in Sections 6.3.4 and 6.4.3 of the Interlocal Agreement, except as specifically provided in the Interlocal Agreement, approval of an action or recommendation will require a quorum and a majority vote of its members present at a meeting and eligible to vote with respect to the Executive Committee and TAC.

3. Overturn of Executive Committee Approval. As provided in Section 6.3.1.6. of the Interlocal Agreement, any decision of the Executive Committee may be overturned by an affirmative vote of: (a) at least two-thirds (2/3) of the members of the Governing Board representing Municipal Parties; and (b) the County's representative on the Governing Board. If the initial vote of the Governing Board in favor of overturning an Executive

Committee decision consists of Governing Board members representing at least ninety (90%) of the population of the Municipal Parties present at the time of the vote, but did not include the County's representative in favor of overturning such decision, then a second vote will be taken; if the second vote is a unanimous vote of the Municipal Parties' representatives to the Governing Board present that voted in the initial vote, the Executive Committee decision will be overturned regardless of the County representative's vote. Notwithstanding the foregoing, the Governing Board may not overturn any decision of the Executive Committee concerning the appointment, removal, or compensation of the Executive Director.

III. Agenda.

A. Preparation. The Executive Director (or in his/her absence, the Chair, of such board or committee) shall prepare an agenda for each meeting that shall be distributed to the Governing Board, Executive Committee, and TAC, as applicable, and the Authority Counsel as far in advance of the meeting as time for preparation will permit.

B. Items. Placement and withdrawal of items on an agenda shall be at the discretion of the Executive Director (or in his/her absence, the Chair, of such board or committee).

C. New Business. The agenda shall have an item entitled "New Business" that allows any member of the Board to discuss business that has not been brought before such Board or Committee.

D. Backup Materials. All available backup materials must be submitted to the Executive Director (or in his/her absence, the Chair of such board or committee) at least 48 hours prior to the applicable scheduled meeting.

IV. Presiding Officer. As provided in Section 6.5.2 of the Interlocal Agreement, on an annual basis, the membership of each body must select from among its members a Chair and a Vice Chair. The Chair of each body shall be the Presiding Officer at the meetings. The Vice Chair shall be the Presiding Officer if the Chair is not present or is not eligible to participate due to a conflict.

V. Minutes.

A. Action Minutes. All meetings of the Governing Board, Executive Committee and the Technical Advisory Committee ("TAC") shall have minutes taken. The minutes shall be action minutes, including a summary of all actions taken at the meeting.

B. Approval of Minutes. Minutes shall be placed on the next agenda at a regular meeting for approval. Unless a reading of the minutes is requested by a majority vote of the Governing Board, Executive Committee or TAC, as applicable, such minutes may be approved without reading.

In accordance with 6.3.3 of the Interlocal Agreement, the minutes of each meeting of the Executive Committee shall be distributed to all Governing Board Members upon approval of such minutes by the Executive Committee.

VI. Rules of Debate

A. If any Member, in speaking or otherwise, transgresses the rules of procedure, the Presiding Officer shall, or any Member can, call him or her to order, in which case the Member so call to order shall immediately cease discussion unless permitted by the Presiding Officer to explain; and the Governing Board, Executive Committee or TAC, as applicable, if appealed to, shall decide the question without debate. If the decision is in favor of the Member so called to order, he or she shall be at liberty to proceed; if otherwise, he or she shall not proceed without leave of the Governing Board, Executive Committee or TAC, as applicable, to proceed in order.

B. Any Member about to speak shall respectfully address the Presiding Officer and shall not commence to speak until recognized by the Presiding Officer. When two or more Members request to speak at the same time, the Presiding Officer shall determine which one is recognized.

C. Every Member while speaking shall confine himself or herself to the subject under debate, shall conduct themselves in a statesperson like manner, and shall not refer to any other Member of the Governing Board, Executive Committee or TAC, as applicable, except in a respectful manner.

D. Unless a Member who has the floor yields for that purpose, no Member shall interrupt another while he or she is speaking, except to propound a parliamentary inquiry or make a point of order.

E. The Presiding Officer shall not be deprived of any of the rights and privileges of a Member of the Governing Board, Executive Committee or TAC, as applicable, by reason of acting as the Presiding Officer.

F. A motion to reconsider any action taken may be made only at the meeting where such action was taken and may only be made by a member who was on the prevailing side of the action sought to be reconsidered. Reconsideration of the action may occur no earlier than the next meeting.

G. The order of voting on all items shall be established annually based on the population of the Member's municipality from smallest to largest. The County Member shall vote first, then each of the municipal Members voting in order of population of their municipality. No Member who is present at the time of a vote is taken shall be entitled to pass on voting and must vote in order, unless a conflict of interest is declared and entered.

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VII. Addressing the Governing Board, Executive Committee or TAC.

A. Generally. General public comments on any items whether or not on the agenda shall be heard at the beginning of each regular meeting. Anyone wishing to address the Governing Board, Executive Committee or TAC, as applicable, during general public comments must sign in with the Executive Director. Each individual is requested to state his or her name, address and shall state the name of the entity represented (if applicable) and the item on the agenda, if any, to be addressed. Each person addressing the Governing Board, Executive Committee or TAC shall approach the lectern and speak in an audible tone of voice for the record. Unless further time is granted by the Presiding Officer, each person shall speak only one time, per item, for up to two minutes, which time limit may be increased or decreased by the Presiding Officer. No person shall be allowed to donate his or her speaking time to another person. All remarks shall be addressed to the Governing Board, Executive Committee or TAC as a body and not to any Member thereof, the Executive Director, the Authority's Counsel or any other member of Authority staff. All people addressing either the Governing Board, Executive Committee or TAC are strongly encouraged to refrain from making political statements and shall not make personal attacks on any Member of the Governing Board, Executive Committee, TAC or the Executive Director, the Authority's Counsel or any other individuals. No person other than the Members of the Governing Board, Executive Committee or TAC and the person having the floor shall be permitted to enter into any discussion, either directly or through a Member of the Governing Board, Executive Committee or TAC, without the permission of the Presiding Officer. No question shall be asked of a Member except through the Presiding Officer.

B. Representative Disclosure. Any person who addresses the Governing Board, Executive Committee or TAC on behalf of an individual, corporation or special interest group for compensation must disclose that representation at the beginning of their comments, as described in Section A. of this Article VII.

C. Decorum. No person shall engage in behavior that disrupts the proceedings of the Governing Board, Executive Committee or TAC. All meetings are family-friendly and therefore profane, indecent or obscene language, content or conduct is not permitted. Sufficient warnings of inappropriate conduct may be given by the Presiding Officer, at any time, and in the event that any individual shall continue to disrupt the proceeding, the Presiding Officer may then ask that the person be removed. Signs or placards may be brought to a meeting but may not block any other attendee's view of the proceedings or interfere with any video, audio, stenographic or other recordings of the proceedings.

VIII. Waiver of Procedures.

A. Automatic waiver during Emergency. The procedures in Article I through IX shall be automatically waived during a Declared State of Local Emergency, a Declared State of Emergency, or other Emergency situation to the extent necessitated by the emergency.

B. Waiver by Majority Vote. The Governing Board, Executive Committee or TAC may waive these procedures by a majority vote, except when such procedure is set forth in the Interlocal Agreement.