



MEMORANDUM

To: Governing Board of the Solid Waste Disposal and Recyclable Materials
Processing Authority of Broward County, Florida

From: Jamie A. Cole, Esq

Date: February 7, 2024

RE: Quorum Requirements – Meeting of 02/21/2024

Section 6.5.1 of the Interlocal Agreement, which is applicable to meetings of the Governing Board, Executive Committee and TAC states that 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.” Pursuant to Section 2.2 of the Interlocal Agreement, “Broward Tonnage means the total amount of System Waste (defined below) generated in each Municipal Party’s jurisdiction and in the unincorporated areas of Broward County. When accurate data for System Waste is not available, the Governing Board (defined below) may by majority vote elect to approximate the total amount of System Waste by using population figures based on the most recent Bureau of Economic and Business Research – University of Florida report or any other reasonable source of population data it deems appropriate.” Two issues have arisen regarding quorum.

1. *Interpretation of “Broward Tonnage” as to Executive Committee and TAC.* For the Executive Committee and TAC, it would be nearly impossible to achieve a quorum if the “Broward Tonnage” applies to the waste from all parties rather than merely the parties that are members of the applicable entity (the Executive Committee or TAC), because the membership of both the Executive Committee and TAC are far less than half of the total membership of the Authority. Thus, I have consulted with the other attorneys that represented the Solid Waste Working Group,

and we all concluded that this was not the intent of the provision. Accordingly, for the Executive Committee and TAC, we recommend that the Governing Board adopt the following rule and interpretation (which is included in the proposed procedures that are recommended by the Executive Committee): "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.

2. Use of Population Rather Than Tonnage

The Authority does not currently have accurate data for System Waste, and therefore the Executive Committee recommends that, pursuant to Section 2.2 of the Interlocal Agreement, the Governing Board instead direct the use of the population figures based on the most recent Bureau of Economic and Business Research - University of Florida report for determine quorums.

If you have any questions regarding the matters presented above, please contact me.