

Memorandum



Date: June 3, 2010

Agenda Item No. 1(F)†

To: Honorable Chairman Dennis C. Moss and
Members, Board of County Commissioners

From: George M. Burgess
County Manager

A handwritten signature in black ink, appearing to read "Burgess", written over the printed name of George M. Burgess.

Subject: Sunset Review of County Boards for 2009 – Miami-Dade Sports Commission

In accordance with the provisions of Section 2-11.40 of the Code of Miami-Dade County, I am transmitting the 2009 Sunset Review of County Boards Report for the Miami-Dade Sports Commission. The Board approved the attached report at its meeting on March 31, 2009 and has recommended the continuation of its board.

A handwritten signature in black ink, appearing to read "Alex", written over a horizontal line.

Alex Munoz
Assistant County Manager

cno10610

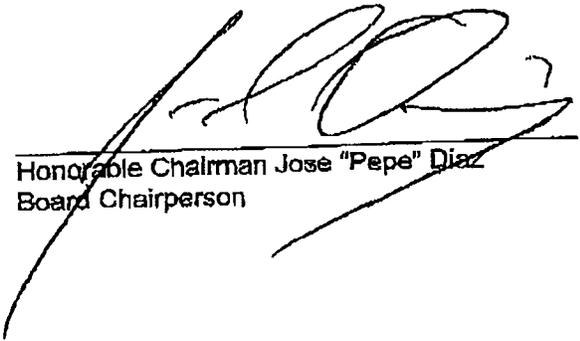
Date: March 31, 2009
To: George M. Burgess
County Manager
From: Honorable Chairman Jose "Pepe" Diaz
Chairperson, Miami-Dade Sports Commission
Subject: Sunset Review of County Boards for 2009 – Miami-Dade Sports Commission

Pursuant to Section 2-11.40 of the Code of Miami-Dade County, I am submitting the 2009 Sunset Review of County Boards Report for the Miami-Dade Sports Commission for transmittal to the Board of County Commissioners (BCC). The Board approved the attached report at its meeting of February 18, 2010.

It is recommended that the BCC approve the continuation of the Miami-Dade Sports Commission.

BACKGROUND

The Miami-Dade Sports Commission's Board of Directors was created on April 8, 2003. The purpose of the Board is to foster regional, national and international sports competition in Miami-Dade County, Florida, to conduct regional, national and international sports competition events in such county and to support and develop athletics for regional, national and international competition in such sports. The Board should continue to function in order to continue providing Miami-Dade County with the direct economic impact dollars brought to Miami-Dade through sporting events.



Honorable Chairman Jose "Pepe" Diaz
Board Chairperson

**SUNSET REVIEW QUESTIONNAIRE
MIAMI-DADE COUNTY BOARDS
2009**

I. GENERAL INFORMATION

1. Name of Board reporting: _____ Miami-Dade Sports Commission, Inc. _____

2. Indicate number of board members, terms of office, and number of vacancies:
Number of Board Members: 45
Terms of Office: Varies, members typically serve renewable 1 year terms
Number of Vacancies: 1
3. Identify number of meetings and members' attendance (Attach records reflecting activity from **Jan. 1, 2007** through **December 31, 2008**):
Number of Meetings: 7
Number of Meetings with a Quorum: 7
Attendance Records: See Attachment (see attached)
4. What is the source of your funding? The Miami-Dade Sports Commission receives \$500,000 per year from Miami-Dade County. Other sources of funding include corporate sponsorship and individual membership.
5. Date of Board Creation: April 8, 2003
6. Attach a copy of the ordinance creating the Board (Please include all subsequent amendments).
See Attachment Attached.
7. Include the Board's Mission Statement or state its purpose:
The object, purposes and scope of this Commission shall be to foster regional, national and international sports competition in Miami-Dade County, Florida, to conduct regional, national and international sports competition events in such county and to support and develop athletics for regional, national and international competition in such sports.
8. Attach the Board's standard operating procedures, if any.
N/A
9. Attach a copy of the Board's By-Laws, if any.
Attached.
10. Attach a copy of the Board minutes approving the Sunset Review Questionnaire, including a vote of the membership.
See Attachment _____

II. EVALUATION CRITERIA

1. Is the Board serving the purpose for which it was created? (Please provide detailed information) The Miami-Dade Sports Commission continues to generate positive economic impact through sports for Miami-Dade County. Since January 1, 2005, the MDSC has hosted and secured events generating more than \$200 million in DIRECT economic impact for Miami-Dade County. Those events include the US Fencing Nationals, the NCAA Division I Men's Basketball Tournament, the FHSAA Football Finals, and many more.

**SUNSET REVIEW QUESTIONNAIRE
MIAMI-DADE COUNTY BOARDS
2009**

2. Is the Board serving current community needs? (Please provide detailed information)
Yes, the Miami-Dade Sports Commission continues to generate positive economic development and growth through sports. Additionally, the MDSC is working within the community to develop sports programs at all levels, including the creation of the Miami-Dade Senior Games.
3. What are the Board's major accomplishments?
- a. Last 24 months Generated more than \$100 million in economic activity through sports. Secured the NCAA Division I Men's Basketball Tournament for Miami in 2009, only the second time in the history of the event that it will be in Miami. Secured over \$250,000 in corporate sponsor commitments to support the MDSC. Hosted USA Volleyball Girl's Junior Olympics and Pan American Cup, which secured 40,000 room nights for Miami-Dade County. Submitted a bid for WrestleMania, the premier event of WWE. Was selected as one of 18 finalist cities on the USA's 2018/2022 FIFA World Cup™ Bid.
- b. Since established Generated more than \$200 million in direct economic impact through sports. Developed relationships with sports organizations throughout Miami-Dade County to promote and develop sports. Hired an executive director and a full-time staff. Hosted the FHSAA Football Finals. Recognized by the U.S. Olympic Committee as an official Community Partner. Created and implemented the Inaugural Miami-Dade Senior Games to promote active and healthy lifestyles for residents over the age of 50.
4. Is there any other board, either public or private, which would better serve the function of this board?
No, this board is represented by organizations that can best lead and support the sports initiatives for Miami-Dade County.
5. Should the ordinance creating the Board be amended to better enable the Board to serve the purpose for which it was created? (If "Yes", attach proposed changes)
Not at this time. The Board of County Commissioners amended the ordinance in July of 2006 and November of 2008 to allow the sports commission to better serve the community.
6. Should the Board's membership requirements be modified?
Not at this time. The ordinance change addressed the membership requirements and representation on the Board.
7. What is the operating cost of the Board, both direct and indirect? (Report on FY 2007 and FY 2008)
Expenses directly related to the board of directors is less than \$1,000 annually.
8. Describe the Board's performance measures developed to determine its own effectiveness in achieving its stated goals.

**SUNSET REVIEW QUESTIONNAIRE
MIAMI-DADE COUNTY BOARDS
2009**

The two primary performance measures to date, are the total direct economic impact generated for Miami-Dade County and the private support generated through corporate sponsorship and individual membership. Those measures are evaluated on a constant basis. Additionally, the Board is developing a long range strategic plan that will include a broad range of specific performance measures to evaluate the effectiveness of all MDSC programs.

Also: Include a diskette, saved in Word, of the County Manager's transmittal memorandum to the Board of County Commissioners with the Board's recommendation.

Miami-Dade Sports Commission
BOARD OF DIRECTORS ATTENDANCE REPORT

First Name	Last Name	Board Position	Board Type	3-Jun-05	10-Feb-06	17-May-06	14-Sep-06	25-Jan-07	19-Mar-07	3-May-07	20-Jul-07	21-Sep-07	1-Feb-08	73-Mar-07	31-Jul-07	18-Oct-07	15-Jan-08	19-Jun-08	25-Sep-08	5-Feb-09	
Mr. Jose "Papa"	Diaz	Co-Chair	Appointed - BCC																		
Dr. Jeffrey	Solomon	Vice Chair	Appointed - Mayor																		
Dr. Jayne	Greenberg		Appointed - School Board																		
Mr. Isaac	Shaver		Appointed - League																		
Mr. Donni	Rodriguez	Treasurer	Appointed - BCC																		
Mr. Ron	Albert		Appointed - Chamber																		
Mr. Alex	Mianco		Appointed - County Manager																		
Mr. William	Talbot		Appointed - CVB																		
Mr. John	Mulroy		Appointed - Hotel Assoc.																		
Mr. Eric	Forns		Appointed - Orange Bowl																		
Mr. Jack	Karby		Appointed - Parks																		
Mr. Pete	Garcia		Appointed - University																		
Mr. Arnaldo	Aznar		At-Large																		
Mr. Mark	Auerbacher		At-Large																		
Mr. Adam	Barrett		At-Large																		
Mr. Bob	Beamon		At-Large																		
Mr. Lance	Barnson		At-Large																		
Mr. Eddie	Carbone		At-Large																		
Ms. Laura	Courtney-Todd		At-Large																		
Mr. Michael	Covone		At-Large																		
Mr. Aaron	Davidson		At-Large																		
Mr. Andrew	Dawson		At-Large																		
Dr. Bryce	Epstein		At-Large																		
Mr. Alan	Fertel		At-Large																		
Mr. Sean	Fynn		At-Large																		
Mr. Curtis	Gray		At-Large																		
Mr. Kevin	Greenwood		At-Large																		
Mr. Kelly	Hocutt		At-Large																		
Mr. Desmond	Howard		At-Large																		
LL	Nizam		At-Large																		
Mr. Barry	Kelley		At-Large																		
Mr. Art	Norkaga		At-Large																		
Mr. Claudio	Pico		At-Large																		
Mr. Luis	Quintero		At-Large																		
Mr. Frankie	Ruiz		At-Large																		
Mr. Tony	Sagrato		At-Large																		
Mr. Bruce	Schulze		At-Large																		
Mr. Junior	Siva		At-Large																		
Mr. Mark	Thompson		At-Large																		
Mr. Mike	Thomas		At-Large																		
Mr. Emilio	Vazquez		At-Large																		
Mr. Mike	Walker		At-Large																		
Mr. Tony	Walton		At-Large																		
Mr. Brian	Westmeier		At-Large																		
Mr. John	Williams		At-Large																		
Ms. Jennifer	Rodriguez		Ex-Officio																		
Former Members:																					
Ms. Lisa	Gony		At-Large																		
Ms. Alina	Teleda Hudak		Appointed - County Manager																		
Mr. Blu	Burnburg	Former Vice Chair	Appointed - Hotel Assoc.																		
Mr. Leslie	Bova		Appointed - League																		
Mr. Rick	Mello		Appointed - University																		
Mrs. Vivian	Donnell Rodriguez		Appointed - Parks																		
Mr. Ian	Yorby		Appointed - County Manager																		
Mr. Dennis	Kelly		At-Large																		
Dr. Linda	Dunn Brown	Secretary	Appointed - School Board																		
Dr. Andy	Gilmanline		At-Large																		
Dr. Tom	Hyde		At-Large																		
Mr. Doug	Tobias		At-Large																		
Mr. Larry	Gaudier	Co-Chair	Appointed - Chamber																		
Mr. Rodney	Barneto		At-Large																		
Mr. Billy	Cypress		At-Large																		

ARTICLE CVII. MIAMI-DADE SPORTS COMMISSION*

***Editor's note:** Ord. No. 03-71, § 1, adopted April 8, 2003 did not specifically amend the Code. Hence, its inclusion herein as article CVII, sections 2-1601--2-1607, was at the discretion of the editor.

Sec. 2-1601. Creation of Authority.

There is created and established pursuant to the Metropolitan Dade County Home Rule Charter, as amended, an agency and instrumentality of Metropolitan Dade County to be known as the "Miami-Dade Sports Commission" ("Commission"). The Commission shall be a public body corporate and politic which, through its governing body, may exercise all those powers either specifically granted in this Article or necessary in the exercise of those powers enumerated in this Article.

(Ord. No. 03-71, § 1, 4-8-03)

Sec. 2-1602. Promotion and Attraction of Sports.

The Authority shall promote, attract and solicit adult and youth sports from throughout the United States and within Miami-Dade County to the greatest extent feasible and shall strive to generate and further community support to achieve this purpose, including working closely with the County's Parks Department so as not to compete for events and to use each other as a resource.

(Ord. No. 03-71, § 1, 4-8-03; Ord. No. 06-109, § 1, 7-6-06)

Sec. 2-1603. Governing Body.

(a) *Composition and appointment.* The governing body of the Commission shall be a board of directors that consists of twelve (12) voting members from the following organizations and any additional members selected by the Executive Committee pursuant to (c) below:

- (1) The County Manager, Deputy County Manager, or Assistant County Manager;
- (2) The Director of the Miami-Dade Parks Department;
- (3) A representative from the Miami-Dade League of Cities;
- (4) A representative who is involved in collegiate athletics from one of the local colleges or universities to be selected by the board of directors;
- (5) A representative from the Miami-Dade School Board;
- (6) A representative from the Greater Miami Convention and Visitors Bureau;
- (7) A representative from the Greater Miami and the Beaches Hotel Association;
- (8) A representative from The Greater Miami Chamber of Commerce;
- (9) A representative from The Orange Bowl Committee.

- (10) A member of the Board of County Commissioners to be appointed by the Chairman or Chairperson of the Board of County Commissioners;
- (11) A member of the Board of County Commissioners to be appointed by the Chairman or Chairperson of the Board of County Commissioners;
- (12) The Miami-Dade County Mayor or his designee.

Each organization shall appoint its representative to the board of directors. When making a selection, each organization shall consider that the voting members should reflect the gender, racial, ethnic or cultural make-up of the community.

(b) *Qualifications.* Each member of the Commission shall be a United States citizen, a duly qualified elector of Miami-Dade County, and shall comply with the requirements of Chapter 2-11-38 of the Code of Miami-Dade County. Before taking any official action, each voting member shall take the prescribed oath of office. Members of the Commission shall serve without compensation but shall be entitled to reimbursement for necessary expenses incurred in the discharge of their duties.

(c) *Executive Committee.* The Executive Committee shall consist of the twelve (12) members of the board of directors appointed by the organizations listed in (a) above. The Executive Committee may, by majority vote, select and appoint up to thirty-four (34) additional voting members to the board of directors. The Executive Committee may expand its membership up to four (4) additional members selected from the board of directors. The Executive Committee, upon a majority vote, may veto any action taken by the board of directors. The twelve members of the Board of Directors shall, by a majority vote, renew the up to 34 Board members on an annual basis. The Chairperson shall be a member of the Board of County Commissioners appointed by the Chairperson of the Board of County Commissioners.

Term. The members of the Commission who are the County Mayor or his designee or are members of the Board of County Commissioners shall serve terms of three (3) years each. No member who is a member of the Board of County Commissioners shall serve more than two (2) consecutive terms of three (3) years each.

(d) *Vacancies.* Each organization shall appoint a new representation within one month when its appointee resigns or is removed from the Commission.

(e) *Modified applicability of Conflict of Interest and Code of Ethics Ordinance.* The Metropolitan Dade County Conflict of Interest and Code of Ethics Ordinance (the "Conflict of Interest Ordinance"), Section 2-11.1 of the Code of Metropolitan Dade County, Florida, shall be applicable to the members of the Commission only in the manner and to the extent provided in the next sentence. It is declared to be the intent of the Commission, as expressed in this subsection, to provide that the Conflict of Interest Ordinance shall not operate to preclude individuals from serving as Commission members on the basis of interests relating to Miami-Dade County when such interests do not conflict with the Commission.

(f) *Organization and Procedure.* The board of directors shall elect one (1) of its members as chairperson and one of its members as vice-chairperson whom shall both serve a term of two (2) years and such other officers as the board of directors may determine to be necessary.

The Commission shall create by-laws and shall hold regular meetings in accordance with those by-laws. The Commission may hold such other meetings, as it deems necessary. A majority of the members of the board of directors shall constitute a quorum. All meetings of the Commission shall be public and the Commission shall maintain written minutes of all proceedings that shall be promptly prepared and recorded. Copies of all minutes and resolutions of the Commission shall be forwarded to the Clerk of the Board of County Commissioners no later than thirty (30) days subsequent to any meeting of the Commission.

The members of the Commission shall have the powers, duties, and responsibilities customarily vested in the board of directors of a private corporation, including the power to appoint a Chief Executive Officer and to remove such appointee and to make, adopt and amend rules and regulations that supplement its by-laws.

(Ord. No. 03-71, § 1, 4-8-03; Ord. No. 04-28, § 1, 2-3-04; Ord. No. 06-109, § 2, 7-6-06)

Sec. 2-1604. Powers and Duties of the Commission.

The Commission, acting through its governing body, shall have the following powers, duties, function and responsibilities.

- (a) To attract quality sporting events to Miami-Dade County in cooperation with the County's Parks Department that will result in economic benefit to Miami-Dade County through tourism activity and improve the quality of life of its citizens and showcase the Miami-Dade County area and its many athletic facilities to a local, national and international audience.
- (b) To form an independent 501(c)(3) corporation which will raise private funds to assist needy local adult and youth amateur athletic organizations and to assist the Commission.
- (c) To solicit membership from local corporations and business entities and to establish an advisory board consisting of those individuals or corporate representatives who become members of the Commission.
- (d) To establish membership fees and incentives programs.
- (e) To sue and be sued, to plead and be impleaded, to contract and be contracted with, and to have an official seal. This provision shall not be construed to in any way affect the laws relating to governmental immunity. The contractual powers of the Commission shall be subject to the following limitation:

It is specifically provided that contracts and any related amendments executed by the Commission, or other obligations incurred by the Commission, shall not be binding upon Miami-Dade County. In the event that the Commission shall be revoked, obligations of the Commission shall only be enforceable against Miami-Dade County to the extent that

such obligations would have been enforceable with regard to personal property which was in the possession of the Commission and with regard to business income which would have come in the possession of the Commission had the Commission not been revoked.

The Commission shall comply with the formal bid requirements of Section 4.03D of the charter of Metropolitan Dade County, Florida, and for such purpose the term "Board" as used in Section 4.03D shall be construed to be "The Metropolitan Dade County Sports Commission" and the term "Manager" shall be construed to be "Chief Executive Officer of the Authority."

For all contracts involving the purchase of goods or services (including construction), the Commission shall comply with the provisions of Section 2-8.2 of the County Code and the administrative procedures pursuant to that section (f) to purchase or otherwise obtain title in its own name to personal property and shall be authorized to sell or otherwise lawfully dispose of personal property. Subject to prior approval by the Board of County Commissioners, the Commission shall have the authority to purchase real property and to sell, convey, mortgage or otherwise impair or encumber the title to real property. The Commission shall be authorized to lease real property either as lessee or lessor for any number of years and upon any terms and conditions. The leasing of any real property shall be in accordance with the requirements of Section 125.35, Florida Statutes.

Subject to prior approval of the Board of County Commissioners, the Commission shall not destroy, replace, or abandon real property. The Commission shall be authorized to maintain and repair its facilities and may alter, modify, or make additions to its facilities whenever such changes are necessary for the proper operation and maintenance of such facilities.

(g) To appoint, remove, and suspend employees or agents of the Commission including an Executive Director, to fix their compensation, and to adopt personnel and management policies. Initially, the Commission may use County employees to serve as its staff. The Commission shall assure employees a process of appeal with regard to disciplinary or other official action.

(h) To submit annually to the Board of County Commissioners, a report summarizing and evaluating all programs and activities undertaken by the Commission during that previous fiscal year.

(i) To accept gifts of money, services, or real or personal property. All gifts shall be held pursuant to the provisions of this article.

(j) To cooperate and contract with any governmental agency or instrumentality, federal, state, county, or municipal.

(k) The Commission shall comply with all laws and regulations of the United States, the State of Florida, and Miami-Dade County, including but not limited to the laws relating to the expenditure of funds and the keeping of records.

(l) To establish a not-for-profit corporation under the laws of Florida to assume the duties and responsibilities of the Commission.

(Ord. No. 03-71, § 1, 4-8-03; Ord. No. 06-109, § 3, 7-6-06)

Sec. 2-1605. Financial support for the Commission.

The Commission shall establish a fiscal year that coincides with that of Miami-Dade County, and the County Manager shall provide financial support to the Commission by including the amount of \$250,000 in the official Miami-Dade County budget each year unless directed otherwise by the Board of County Commissioners. The amount provided to the Commission may be increased or decreased by the Board from time to time. The board of directors shall submit a requisition to the Finance Director in a form acceptable by the Finance Director for the dispersal of funds as needed. The Commission shall timely submit to the Board of County Commissioners a budget request pertaining to operating and capital expenditures for the succeeding fiscal year, which request shall not be implemented until approved by the Board of County Commissioners.

The Commission budget request shall be prepared on official Miami-Dade County budget forms in a format prescribed by the County Manager, shall be reviewed in a manner similar to that in which requests of other county departments are reviewed, and shall be incorporated in the proposed budget and timely submitted to the Commission each year. Nothing contained herein shall be construed to prohibit the Commission from submitting to the Board of County Commissioners supplemental budget requests which, if approved by the Board of County Commissioners, shall constitute amendments to the official Miami-Dade County budget.

(a) *Borrowing of money.* Subject to prior approval of the Board of County Commissioners, the Commission shall have the authority to borrow money for any of its corporate purposes.

(b) *General financial provisions.* The Commission shall have the authority to establish necessary banking accounts in its own name and to make cash disbursements. The Commission shall submit an annual financial report to the Board of County Commissioners no later than ninety (90) days from the close of such fiscal year. Miami-Dade County may require that an external auditor audit the Commission's annual financial statements.

The Commission Auditor of Miami-Dade County shall at all times have the right to audit all records of the Commission, and the external auditor of the Miami-Dade County, at the direction of the Board of County Commissioners, shall be empowered to audit all records of the Commission.

(Ord. No. 03-71, § 1, 4-8-03; Ord. No. 06-109, § 4, 7-6-06)

Sec. 2-1606. Modifications and Term.

It is the intent of the Board of County Commissioners to create by this article and for the purposes set forth in this article, a Commission that may be modified or revoked in whole or in part by duly enacted ordinance of the Commission.

(Ord. No. 03-71, § 1, 4-8-03)

Sec. 2-1607. Counsel.

The Commission shall utilize the County Attorney's Office for legal services. Legal opinions by the County Attorney's Office pertaining to this article shall be binding upon the Commission.

(Ord. No. 03-71, § 1, 4-8-03)

Secs. 2-1608–2-1620. Reserved.



MEMORANDUM

**OFFICIAL FILE COPY
CLERK OF THE BOARD
OF COUNTY COMMISSIONERS
MIAMI-DADE COUNTY, FLORIDA**

Agenda Item No. 7(C)

TO: Honorable Chairman Dennis C. Moss
and Members, Board of County Commissioners

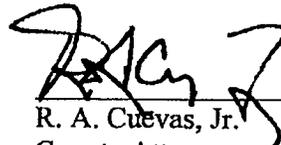
DATE: (Second Reading 1-22-09)
November 20, 2008

FROM: R. A. Cuevas, Jr.
County Attorney

SUBJECT: Ordinance amending Section
2-1603 of the Code of Miami-
Dade County, Florida relating
to the position of Chairperson
of the Miami-Dade County
Sports Commission

Ordinance No. 09-07

The accompanying resolution was prepared and placed on the agenda at the request of Prime Sponsor Vice-Chairman Jose "Pepe" Diaz.



R. A. Cuevas, Jr.
County Attorney

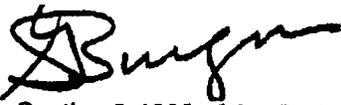
RAC/cp

Memorandum

MIAMI-DADE
COUNTY

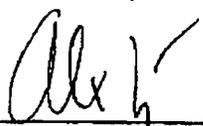
Date: January 22, 2009

To: Honorable Chairman Dennis C. Moss
and Members, Board of County Commissioners

From: George M. Burgess
County Manager 

Subject: Ordinance amending Section 2-1203 of the Code relating to the position of
Chairperson of the Miami-Dade Sports Commission

The ordinance relating to the position of Chairperson of the Miami-Dade Sports Commission will not have a fiscal impact to Miami-Dade County.



Alex Munoz
Assistant County Manager

fis01009

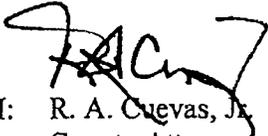
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MEMORANDUM
(Revised)

TO: Honorable Chairman Dennis C. Moss
and Members, Board of County Commissioners

DATE: January 22, 2009

FROM: 
R. A. Cuevas, Jr.
County Attorney

SUBJECT: Agenda Item No. 7(c)

Please note any items checked.

- "4-Day Rule" ("3-Day Rule" for committees) applicable if raised
- 6 weeks required between first reading and public hearing
- 4 weeks notification to municipal officials required prior to public hearing
- Decreases revenues or increases expenditures without balancing budget
- Budget required
- Statement of fiscal impact required
- Bid waiver requiring County Manager's written recommendation
- Ordinance creating a new board requires detailed County Manager's report for public hearing
- Housekeeping item (no policy decision required)
- No committee review

Approved _____ Mayor
Veto _____
Override _____

Agenda Item No. 7(C)
1-22-09

ORDINANCE NO. 09-07

ORDINANCE AMENDING SECTION 2-1603 OF THE CODE OF MIAMI-DADE COUNTY, FLORIDA RELATING TO THE POSITION OF CHAIRPERSON OF THE MIAMI-DADE COUNTY SPORTS COMMISSION; PROVIDING SEVERABILITY, INCLUSION IN THE CODE, AND AN EFFECTIVE DATE

BE IT ORDAINED BY THE BOARD OF COUNTY COMMISSIONERS OF MIAMI-DADE COUNTY, FLORIDA:

Section 1. Section 2-1603 of the Code of Miami-Dade County, Florida is hereby amended as follows:¹

Section 2-1603. Governing Body.

* * *

(c) *Executive Committee.* The Executive Committee shall consist of the twelve (12) members of the board of directors appointed by the organizations listed in (a) above. The Executive Committee may, by majority vote, select and appoint up to thirty four (34) additional voting members to the board of directors. The Executive Committee may expand its membership up to four (4) additional members selected from the board of directors. The Executive Committee, upon a majority vote, may veto any action taken by the board of directors. The twelve members of the Board of Directors shall, by a majority vote, renew the up to 34 Board members on an annual basis. ~~[[The Commission shall have two Chairpersons. One]]~~ >>The<<

¹ Words stricken through and/or [[double bracketed]] shall be deleted. Words underscored and/or >>double arrowed<< constitute the amendment proposed. Remaining provisions are now in effect and remain unchanged.

Chairperson shall be a member of the Board of County Commissioners appointed by the Chairperson of the Board of County Commissioners. ~~[[One Chairperson shall be elected by the twelve voting members of the board of directors appointed in accordance with paragraph (a) above.]]~~

* * *

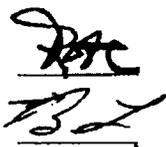
Section 2. If any section, subsection, sentence, clause or provision of this ordinance is held invalid, the remainder of this ordinance shall not be affected by such invalidity.

Section 3. It is the intention of the Board of County Commissioners, and it is hereby ordained that the provisions of this ordinance, including any sunset provision, shall become and be made a part of the Code of Miami-Dade County, Florida. The sections of this ordinance may be renumbered or relettered to accomplish such intention, and the word "ordinance" may be changed to "section," "article," or other appropriate word.

Section 4. This ordinance shall become effective ten (10) days after the date of enactment unless vetoed by the Mayor, and if vetoed, shall become effective only upon an override by this Board.

PASSED AND ADOPTED: **January 22, 2009**

Approved by County Attorney as
to form and legal sufficiency:



Prepared by Bruce Libhaber

Prime Sponsor: Vice-Chairman Jose "Pepe" Diaz



MEMORANDUM

Agenda Item No. 4(C)

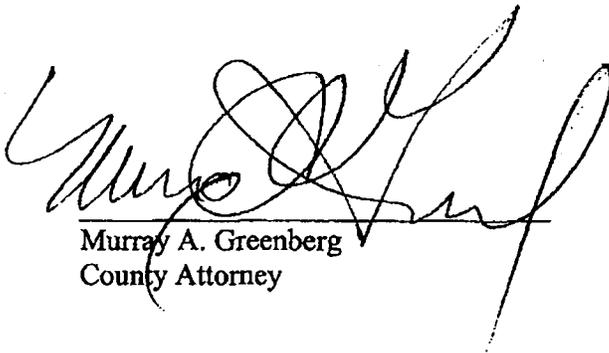
TO: Honorable Chairman Joe A. Martinez
and Members, Board of County Commissioners

DATE: April 25, 2006

FROM: Murray A. Greenberg
County Attorney

SUBJECT: Ordinance amending Article
CVII of the Code pertaining
to the Miami-Dade Sports
Commission

The accompanying ordinance was prepared and placed on the agenda at the request of
Commissioner Jose "Pepe" Diaz.



Murray A. Greenberg
County Attorney

MAG/bw

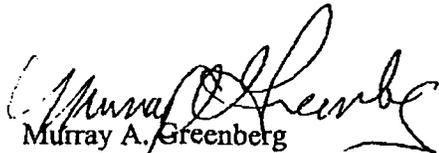


MEMORANDUM

(Revised)

TO: Honorable Chairman Joe A. Martinez
and Members, Board of County Commissioners

DATE: April 25, 2006

FROM: 
Murray A. Greenberg
County Attorney

SUBJECT: Agenda Item No.

Please note any items checked.

- "4-Day Rule" ("3-Day Rule" for committees) applicable if raised
- 6 weeks required between first reading and public hearing
- 4 weeks notification to municipal officials required prior to public hearing
- Decreases revenues or increases expenditures without balancing budget
- Budget required
- Statement of fiscal impact required
- Bid waiver requiring County Manager's written recommendation
- Ordinance creating a new board requires detailed County Manager's report for public hearing
- Housekeeping item (no policy decision required)
- No committee review

2

Approved _____ Mayor
Veto _____
Override _____

Agenda Item No. 4(C)
4-25-06

ORDINANCE NO. _____

ORDINANCE AMENDING ARTICLE CVII OF THE CODE OF MIAMI-DADE COUNTY, FLORIDA PERTAINING TO THE MIAMI-DADE SPORTS COMMISSION; PROVIDING SEVERABILITY, INCLUSION IN THE CODE, AND AN EFFECTIVE DATE

BE IT ORDAINED BY THE BOARD OF COUNTY COMMISSIONERS OF MIAMI-DADE COUNTY, FLORIDA, that¹

Section 1. Section 2-1602 of Article CVII of the Code of Miami-Dade County, Florida, is amended to read as follows:

**Sec. 2-1602. Promotion and Attraction of
[[Amateur]] Sports.**

The Authority shall promote, attract and solicit adult and youth [[amateur]] sports from throughout the United States and within Miami-Dade County to the greatest extent feasible and shall strive to generate and further community support to achieve this purpose, including working closely with the County's Parks Department so as not to compete for events and to use each other as a resource.

Section 2. Section 2-1603 of Article CVII of the Code of Miami-Dade County, Florida, is amended to read as follows:

Sec. 2-1603. Governing Body.

(a) *Composition and appointment.* The governing body of the Commission shall be a board of directors that consists of >>eleven (11)<< [[nine (9)]] voting members from

¹ Words stricken through and/or [[double bracketed]] shall be deleted. Words underscored and/or >>double arrowed<< constitute the amendment proposed. Remaining provisions are now in effect and remain unchanged.

the following organizations >>and any additional members selected by the eleven representatives up to a maximum of forty-five (45) members:<<

- (1) >>The County Manager, Deputy County Manager, or Assistant County Manager<< ~~[[A representative from the County Manager's Office]]~~;
- (2) ~~[[A representative from the]]~~ >>The Director of the<< Miami-Dade Parks Department;
- (3) A representative from the Miami-Dade League of Cities;
- (4) A representative who is involved in collegiate athletics from one of the local colleges or universities>> to be selected by the board of directors<<;
- (5) A representative from the Miami-Dade School Board;
- (6) A representative from the Greater Miami Convention and Visitors Bureau;
- (7) A representative from the Greater Miami and the Beaches Hotel Association;
- (8) A representative from The Greater Miami Chamber of Commerce;
- (9) A representative from The Orange Bowl Committee.
- (10) >>A member of the Board of County Commissioners to be appointed by the Chairman or Chairperson of the Board of County Commissioners.<<
- (11) >>A member of the Board of County Commissioners to be appointed by the Chairman or Chairperson of the Board of County Commissioners.<<

Each organization shall appoint its representative to the board of directors>>.<< ~~[[, except for the representative involved in collegiate athletics from one of the local Collages or universities who will be appointed by the Board of County Commissioners.]]~~ When making a selection, each organization shall consider that the voting members should reflect the gender, racial, ethnic or cultural make-up of the community.

~~[[Two members of the Board of County Commissioners shall also serve as non-voting, ex-officio members of the Commission.]]~~

(b) *Qualifications.* Each member of the Commission shall be a United States citizen, a duly qualified elector of Miami-Dade County, and shall comply with the requirements of Chapter 2-11-38 of the Code of Miami-Dade County. Before taking any official action, each voting member shall take the prescribed oath of office. Members of the Commission shall serve without compensation but shall be entitled to reimbursement for necessary expenses incurred in the discharge of their duties. ~~[[Members of the Board shall also be committed to using their best efforts to raise additional funds from the private sector in a total amount not less than two hundred and fifty thousand dollars (\$250,000) collectively to match Miami Dade County's fiscal contribution.~~

~~(c) *Term.* The voting members of the Commission shall serve terms of three (3) years each. No voting member shall serve more than two (2) consecutive terms of three (3) years each. Members may be removed in accordance with the provisions of Chapter 2-11-38 of the Code of Metropolitan Dade County. The Board of County Commissioners shall appoint two (2) ex-officio non-voting members from time to time.]]~~

(~~>~~c~~<~~[[d]]) *Vacancies.* Each organization shall appoint a new representation within one month when its appointee resigns or is removed from the Commission.

(~~>~~d~~<~~ [[e]]) *Modified applicability of Conflict of Interest and Code of Ethics Ordinance.* The Metropolitan Dade County Conflict of Interest and Code of Ethics Ordinance (the "Conflict of Interest Ordinance"), Section 2-11.1 of the Code of Metropolitan Dade County, Florida, shall be applicable to the members of the Commission only in the manner and to the extent provided in the next sentence. It is declared to be the intent of the Commission, as expressed in this subsection, to provide that the Conflict of Interest Ordinance shall not operate to preclude individuals from serving as Commission members on the basis of interests relating to Miami-Dade County when such interests do not conflict with the Commission.

(~~>~~e~~<~~ [[f]]) *Organization and Procedure.* The board of directors shall elect one (1) of its members as chairperson and one of its members as vice-chairperson whom shall both serve a term

of two (2) years and such other officers as the board of directors may determine to be necessary....

* * *

Section 3. Section 2-1604 of Article CVII of the Code of Miami-Dade County,

Florida, is amended to read as follows:

...(a) To attract quality ~~[[amateur]]~~ sporting events to Miami-Dade County in cooperation with the County' s Parks Department that will result in economic benefit to Miami-Dade County through tourism activity and improve the quality of life of its citizens and showcase the Miami-Dade County area and its many athletic facilities to a local, national and international audience....

* * *

Section 4. Section 2-1605 of Article CVII of the Code of Miami-Dade County,

Florida, is amended to read as follows:

The Commission shall establish a fiscal year that coincides with that of Miami-Dade County, and the County Manager shall provide financial support to the Commission by including the amount of \$250,000 in the official Miami-Dade County budget each year unless directed otherwise by the Board of County Commissioners. The amount provided to the Commission may be increased or decreased by the Board from time to time. The board of directors shall submit a requisition to the Finance Director in a form acceptable by the Finance Director for the dispersal of funds as needed. ~~[[The Board approves an initial payment of \$25,000 to the Commission without further approval so the Commission may commence activities.]]~~ The Commission shall timely submit to the Board of County Commissioners a budget request pertaining to operating and capital expenditures for the succeeding fiscal year, which request shall not be implemented until approved by the Board of County Commissioners. . . .

* * *

Section 5. If any section, subsection, sentence, clause or provision of this ordinance is held invalid, the remainder of this ordinance shall not be affected by such invalidity.

Section 6. It is the intention of the Board of County Commissioners, and it is hereby ordained that the provisions of this ordinance, including any sunset provision, shall become and be made a part of the Code of Miami-Dade County, Florida. The sections of this ordinance may be renumbered or relettered to accomplish such intention, and the word "ordinance" may be changed to "section," "article," or other appropriate word.

Section 7. This ordinance shall become effective ten (10) days after the date of enactment unless vetoed by the Mayor, and if vetoed, shall become effective only upon an override by this Board.

PASSED AND ADOPTED:

Approved by County Attorney as
to form and legal sufficiency:




Prepared by:

Gerald T. Heffernan

Sponsored by Commissioner Jose "Pepe" Diaz

BY-LAWS
OF
MIAMI-DADE SPORTS COMMISSION, INC.

A Florida Not for Profit Corporation

ARTICLE I. NAME

The name of the corporation shall be MIAMI-DADE SPORTS COMMISSION, INC., a Florida not-for-profit organization (hereafter "Commission"). The Board of Directors of the Commission from time to time may adopt additional names that may be used by the Commission for special purposes.

ARTICLE II. OFFICES

The principal office of the Commission in the State of Florida shall be located in Miami-Dade County. The Commission may have such other offices either within or without the State of Florida, as the Board of Directors may designate or as the business of the Commission may require from time to time. The Commission shall designate a registered office in accordance with Florida law and maintain it continuously.

ARTICLE III. OBJECT, PURPOSES AND SCOPE

Section 1. The object, purposes and scope of this Commission shall be to foster regional, national and international sports competition in Miami-Dade County, Florida, to conduct regional, national and international sports competition events in such county and to support and develop athletics for regional, national and international competition in such sports.

Section 2. This Commission is not organized for pecuniary profit. Consistent with the purposes of the Commission, the laws under which the Articles of Incorporation has been issued, this Commission shall at all times be a not-for-profit corporation. No part of the net earnings thereof shall inure to the benefit of any director of the Commission.

Section 3. Anything in the By-Laws to the contrary notwithstanding, the primary purpose or purposes for which this Commission are organized are (a) those that will qualify it as an exempt organization under the Internal Revenue Code of 1986, as amended, Section 501(c)(3) and (b) permitted by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code or corresponding

section of any future federal tax code.

Section 4. The corporation shall not, as a substantial part of its activities carry on propaganda or otherwise attempt to influence legislation. The corporation shall not participate and/or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

ARTICLE IV. BOARD OF DIRECTORS

Section 1. General Powers.

a. The affairs of the Commission shall be managed by or under the authority of the Board.

b. All corporate powers of the Commission shall be exercised by or under the authority of, and all business affairs of the Commission shall be managed under the direction of the Board unless otherwise provided by Florida law concerning not-for-profit corporations.

c. The Board, in its discretion, may accept on behalf of the Commission, donations of funds, property, or services from any person, firm or corporation. Such funds or properties shall be used and spent at the discretion of the Board. Upon the request of any donor, the Board shall not make public disclosure of the identity of such donor, so long as a non-disclosure requested by such donor is not inconsistent with the requirements of any law or lawful regulation of the United States or of any state.

Section 2. Number and Tenure.

a. The Board of Directors shall consist of the Chairperson, Vice-Chairperson, Secretary, and Treasurer of the Commission, and such other officers as the Board may determine to be necessary, plus such additional appointees as to make the Board include a minimum of twelve (12) voting members, but no more than forty-six (46) voting members.

b. **Appointed Members** of the Board shall consist of those twelve (12) members designated by Miami-Dade County Ordinance No. 03-71. The organizations designated by Miami-Dade County Ordinance shall appoint a representative to the Board, as outlined by Ordinance. The members appointed by the Mayor of Miami-Dade County and the Chair of the Miami-Dade County Board of County Commissioners, shall serve terms of three (3) years each, with no member serving more than two (2) consecutive terms. All other Appointed Members shall serve until he or she dies, resigns, is no longer affiliated with the

represented organization, or is replaced by the organization represented. The organizations designated by Ordinance should identify a new representative to the Board within thirty (30) days of a vacancy. The Executive Director shall notify the organization of a vacancy.

c. **At-Large Members** of the Board shall be appointed by majority vote of the Executive Committee, and shall retain full voting privileges for the duration of their term. At-Large Members that do not serve on the Executive Committee, must be renewed by a majority vote of the Executive Committee on an annual basis at the Annual Meeting. At-Large members currently serving on the Executive Committee will remain on the Board until their term of office has expired, at which point they will be eligible for renewal to the Board on an annual basis, or they are removed by the Executive Committee.

d. Any officer or director elected or appointed by the Board may be removed at any time, with or without cause, by the affirmative vote of a two-third majority of the Executive Committee.

e. The unexcused failure of a director to attend two (2) consecutive meetings without an acceptable excuse; or if he or she is absent from three (3) of the Boards meetings without an acceptable excuse, shall constitute reason for removal from the Board. An acceptable excuse shall be defined as illness and/or absence due to travel.

Section 3. Duties of Directors. A director shall perform his duties as a director including his duties as a member of any committee of the board upon which he may serve, in good faith, in a manner he reasonably believes to be in the best interest of the Commission and with such care as an ordinary prudent person in like position would use under similar circumstances. In performing his duties, a director shall be entitled to rely on information, opinions, reports or statements including financial statements and other financial data in each case prepared or delivered by:

a. One or more officers or employees of the Commission who the director reasonably believes to be reliable and competent in the matters presented;

b. Counsel, public accountants or other persons as to matters which a director would reasonably believe to be within such person's professional or expert competence;
and

c. A committee of the Board upon which he does not serve, duly

designated in accordance with the provisions of the Articles of Incorporation or these By-Laws as to matters within his designated authority, which committee the director reasonably believes to merit confidence.

Section 4. Qualifications. The Board of Directors shall reflect the gender, racial, ethnic, and cultural make-up of the community. The Board shall include persons with interests, expertise, skills or knowledge concerning financial, legal, accounting, managerial, operational, educational, fund raising, and community aspects related to the corporation's purposes and activities. Members of the Board are expected to assist in raising funds for the Commission, either through direct contribution or by soliciting and securing dues paying members.

Section 5. Compensation. Directors of the Commission shall serve without compensation.

Section 6. Presumption of Assent. A director of this Commission who is present at a meeting of the Board at which action of any Commission matter is taken shall be presumed to have assented to the action taken unless he or she votes against such action or abstains from voting in respect thereto because of an asserted conflict of interest.

Section 7. Vacancies. Appointed Member vacancies shall be filled by appointment of the represented organization, as set forth in Miami-Dade County Ordinance No. 03-71, within thirty (30) days. At-Large Member vacancies shall be filled by nomination and majority vote of the Executive Committee.

Section 8. Quorum and Voting. The votes representing a majority of directors then in office shall constitute a quorum for the transaction of business. The act of such majority present at a meeting at which a quorum is present shall be the act of the Board. If less than a quorum is present, then a majority of directors may adjourn the meeting until a quorum is present.

Section 9. Executive Committee. The Executive Committee shall have and may exercise all the authority of the Board, except as otherwise provided by law. The Executive Committee, as outlined by Miami-Dade County Ordinance, will consist of the twelve (12) Appointed Members, and no more than four (4) At-Large Members. The Executive Committee shall consist of the following members of the Board:

- (i) Chairperson
- (ii) Vice-Chair
- (iii) Secretary
- (iv) Treasurer
- (v) Appointed Members

- (vi) Up to four (4) total At-Large Members – At-Large Members of the Executive Committee shall be elected by the Board at its Annual Meeting. The At-Large Members of the Executive Committee shall serve a term of two (2) years until the successor has been elected and qualified, or until the earlier of his resignation, removal from office, or death. No person shall serve more than three (3) consecutive terms as an At-Large Member of the Executive Committee.

Section 10. Place of Meeting. Regular and special meetings of the Board of this Commission shall be held within the state of Florida.

Section 11. Regular Meetings. Regular meetings of the Board shall be held quarterly, and may be held after public notice at such time and at such place as shall be determined from time to time by the Board.

Section 12. Special Meetings. Special meetings of the Board may be called at any time by the Secretary upon order of the Chairperson, or upon order of a majority of the Board.

Section 13. Annual Meetings. Unless otherwise designated by the Board, the first Regular Meeting of the Board in each calendar year shall be considered the Annual Meeting. The first order of business for the Annual Meeting must be the renewal and appointment of At-Large Board Members. The second order of business at the Annual Meeting must be the election of Officers, if necessary.

ARTICLE V.

OFFICERS

Section 1. Officers. The officers of this Commission shall consist of a Chairperson, a Vice-Chairperson, a Secretary, and a Treasurer, each of whom shall be elected by this Commission's Board of Directors. The Chairperson shall be appointed by the Chair of the Miami-Dade County Board of County Commissioners. Such other officers and assistant officers and agents as may be deemed necessary may be elected or appointed by the Board from time to time. All officers shall be chosen from the members of the Board. The officers shall be elected by the Board at its annual meeting. The Vice-Chairperson, Secretary, and Treasurer shall serve a term of two (2) years until the successor has been elected and qualified, or until the earlier of his resignation, removal from office, or death. No person shall hold the office of Chairperson, Vice-Chairperson, Secretary, or Treasurer for more than three (3) consecutive terms.

Section 2. Election of Officers. The current officers of the Commission shall make-up the Nomination Committee. Members of the Board may nominate individuals or themselves to serve as an Officer of the Board, and submit those nominations to the Nomination Committee. The Nomination Committee shall develop a slate of recommended Officers and At-Large Members of the Executive Committee. The Nomination Committee shall present the slate to the Board at the Annual Meeting. Additional nominations may be made from the floor. If no nominations are made from the floor, the slate of Officers shall be elected by majority vote of the Board. If nominations are made from the floor, individual secret ballots shall be completed by the Board for those contested positions, and the member shall be elected with a majority of the vote. If no majority is secured on the first vote, the nominee with the fewest votes shall be removed from the ballot, and a second vote cast. This procedure continues until a majority vote is obtained.

Section 3. Duties. The officers of this Commission shall have the following duties:

a. **Chairperson.** The Chairperson shall preside at all meetings; preserve order; appoint all committees, task forces and other groups; and perform such other duties as the Board may require.

b. **Vice-Chairperson.** The Vice-Chairperson shall perform the duties of the Chairperson in the Chairperson's absence and shall perform such other duties as may be prescribed by the Board or the Chairperson.

c. **Secretary.** The Secretary shall have custody of, and maintain, all of the Commission records except the financial records, shall record the minutes and records of attendance of all meetings of the Board, shall send all notices of all meetings, and shall perform such other duties as may be prescribed by the Board or the Chairperson.

d. **Treasurer.** The Treasurer shall arrange the orderly accounting of all funds received and disbursed by the Commission; keep the Board informed of fiscal matters whenever required by the Board or the Chairperson. The Treasurer shall be required to submit the annual budget of the Commission to the Board for its approval prior to the start of any fiscal year.

Section 3. Removal of Officers. Any officer or agent elected or appointed by the Board of Directors of this Commission may be removed by a vote of two-thirds of the Executive Committee present at any meeting, after due notice of such proposed action has been given .

Section 4. Vacancies. Vacancies in offices, however occasioned, may be filled at any time by election by the Board for the unexpired terms of such offices.

Section 5. Delegation of Duties. In the absence or disability of any officer of the Commission or for any other reason deemed sufficient by the Board, the Board may delegate such officer's powers or duties to any other officer or to any other director.

ARTICLE VI. EXECUTIVE DIRECTOR AND STAFF PERSONNEL

Section 1. Executive Director. The employment of an Executive Director may be authorized by the Board at a salary and for a period of time as may be determined from time to time by the Board. Selection and termination of the Executive Director shall be by majority vote of the Executive Board.

Section 2. Staff Personnel. The employment of staff personnel may be authorized by the Board at salaries and for periods of time taking into account the recommendations of the Executive Director. All staff shall report to the Executive Director. The Executive Director shall be responsible in the performance of his duties to the Co-Chairpersons and to the Board and said duties will be determined from time to time by the Board.

ARTICLE VII. COMMITTEES

Section 1. General Provisions. The Board may designate and appoint such standing and special committees as it deems necessary to properly carry out the activities and effect the objects and purposes of the Commission. Such committees shall perform only such duties as the Board of Directors may direct and allow, and shall not have nor exercise any authority of the Board of Directors in the management of the corporation.

Section 2. Committee Membership. Committee appointments shall be made by the Board. Committees may include other members who are not members of the Board.

Section 3. Chairman. All committee chairpersons must be members of the Board. The Chairperson shall appoint the chairperson of each committee.

Section 4. Vacancies. Vacancies in the membership of any committee may be filled by appointments made in the same manner as provided in the case of the original appointments.

Section 5. Sub-Committees. The chairman of each committee. With the

approval of the Board may create such sub-committees as are deemed necessary.

ARTICLE VIII. BANKING

The funds of the Commission shall be deposited in its name with such bank or banks, trust company or trust companies or other depositories as authorized by the Board. All checks, notes, drafts and other negotiable instruments of the Commission shall be signed by not less than two (2) directors or employees. No officers, agents or employees of the Commission either singly or together shall have power to make any check, note, draft or other negotiable instrument in the name of the Commission or to bind the Commission thereby, except as provided in this Article.

ARTICLE IX. NON-PROFIT OPERATION

Section 1. No Property Interests. The Commission will not have or issue shares of stock. No dividends will be paid. No part of the income or assets of the Commission will be distributed to its members, Directors or officers without full consideration. Directors and Officers may be reimbursed for reasonable and necessary expenditures incurred on behalf of the Commission and in accordance with its purposes and needs. No director of the Commission has any vested right, interest or privilege in or to the assets, property, functions or activities of the Commission or any right, interest or privilege which may be transferable or inheritable or which shall continue if his directorship ceases.

Section 2. Loans to Directors, Officers and Employees. Loans may not be made by the Commission to its Directors, officers or employees, or to any other corporation, firm, association or any other entity in which one or more of its directors, officers, employees, is a director, officer or employee or holds a substantial financial interest. A loan made in violation of this section is a violation of the duty of the corporation of the Directors or officers authorizing it or participating in it, but the obligation of the borrower with respect to the loan may not be affected thereby.

ARTICLE X. FISCAL YEAR

The fiscal year of the Commission shall be the period selected by the Board as a taxable year of the Commission for federal and state income tax purposes.

ARTICLE XI. INDEMNIFICATION

The corporation shall indemnify and hold harmless each person who shall serve at any time as director or officer of the Commission from any and all claims and liabilities which such person shall or may become subject to by reason of having

heretofore or hereafter been a director or officer of the Commission, or by reason of any action alleged to have been hereto or hereafter taken or omitted by him as such director or officer and the Commission shall reimburse each person for all legal and other expenses reasonably incurred by him in connection with any claim or liability, except that no such person shall be indemnified against or reimbursed for any expense incurred in connection with any claim or liability which shall be finally adjudged to have arisen out of his own gross and willful negligence or misconduct. The rights accruing to any person under the foregoing provisions of this section shall not exclude any other right to which he may lawfully be entitled, nor shall anything herein contained restrict the right of the corporation to indemnify or reimburse such officer in any proper case, even though specifically not provided for herein. The Commission, its directors, officers, employees and agents shall be fully protected when taking any action or making any payment under this section, or in refusing to do so, in reliance upon the advice of counsel.

ARTICLE XII. PARLIAMENTARY RULES

The rules of procedure of the Board and of all other committees and groups of the Commission may be established by majority vote of such group. In the absence thereof, the Parliamentary Rules prescribed in and by "Roberts Rules of Order", last available edition shall govern the conduct of the meetings of this Commission.

ARTICLE XIII. AMENDMENTS

These By-Laws may be altered, amended, or repealed, and new By-Laws may be adopted, by a two-thirds vote of the directors entitled to vote at any regular meeting, provided that the proposed amendment shall have been sent to each director at least five (5) days in advance of such meeting.

ARTICLE XIV.

Limitations

Section 1. Distribution. The Commission will distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code or corresponding section of any future federal income tax code.

Section 2. Self Dealing. The Commission will not engage in any act of self-dealings as defined in Section 4941(d) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Section 3. Business Holdings. The Commission shall not retain any excessive

business holdings as defined in Section 4943(c) of the Internal Revenue Code or corresponding section of any future federal tax code.

Section 4. Investments. The Commission will not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code or corresponding section of any future federal tax code.

Section 5. Expenditures. The Commission will not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code or corresponding section of any future federal tax code.

DRAFT
To be approved @ next meeting



Miami-Dade Sports Commission
BOARD OF DIRECTOR'S MEETING
February 16, 2010 – 8:00 AM
Sun Life Stadium – 2269 Dan Marino Blvd.

Members of the Board Present:

Comm. Jose “Pepe” Diaz – Chairman
Jeffery Solomon
Jayne Greenberg
Isaac Salver
William Talbert
Eric Poms
Jack Kardys
Arnaldo Alonso
Adam Barrett
Laura Courtly-Todd
Bryce Epstein
Alan Fertel
Sean Flynn
Kevin Greenwood
Nizam Ishmael
Claudio Pico
Luis Quintero
Frankie Ruiz
Mark Thompson
Emilio Vazquez
Mike Walker
Tony Walton
John Williams

Members Absent:

Dorrian Rolle
Ron Albert
Alex Munoz
John Mulrey
Pete Garcia
Mark Auerbacher
Lance Benson
Eddie Carbone
Michael Covone
Aaron Davidson
Kirby Hocutt

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Desmond Howard
Barry Kates
Art Noriega
Tony Segreto
Bruce Schulze
Junior Silva
Mike Tomas

MDSC Staff:

Mike Sophia, Executive Director
Elizabeth Gunn, Administrative Coordinator

Others Present:

Olga Vega, Commissioner Jose "Pepe" Diaz's Office
Jose Rodriguez, USA Judo
Don Worth, Miami Marine Stadium
Dick Anderson, Super Bowl Host Committee

I. Welcome and Introductions:

The Meeting was called to order at 8:07 AM. Commissioner Diaz welcomed the Board members and introductions went around the room.

II. Annual Meeting:

Mr. Sophia continued to the renewal of the at-large members of the Board. Mr. Salver made a motion to renew the at-large members. Mr. Fertel seconded the motion. The motion was unanimously approved by the executive committee.

The at-large members that were renewed are as follows:

Mr. Arnie Alonso
Mr. Mark Aurbacher
Mr. Lance Benson
Mr. Eddie Carbone
Ms. Laura Courtley-Todd
Mr. Michael Covone
Mr. Aaron Davidson
Dr. Bryce Epstein
Mr. Sean Flynn
Sgt. Kevin Greenwood
Mr. Kirby Hocutt
Mr. Desmond Howard
Lt. Nizam Ishmael
Mr. Barry Kates
Mr. Art Noriega
Mr. Claudio Pico
Mr. Luis Quintero
Mr. Frankie Ruiz
Mr. Tony Segreto
Mr. Bruce Schulze

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Mr. Junior Silva
Mr. Mark Thompson
Mr. Emilio Vazquez
Mr. Mike Walker
Mr. John Williams

Mr. Sophia confirmed that at this point in the meeting all current members are part of the Board and a quorum of the full board has been met.

Mr. Sophia moved forward to discuss changes that need to be made to the by-laws. Mr. Sophia recommended that a committee be developed to review these changes. Mr. Fertel was appointed to chair that committee.

Mr. Sophia went over the process of assigning members to a Board committee.

III. Approval of Minutes:

Commissioner Diaz moved forward in the agenda to the approval of minutes from the previous meeting. Mr. Alonso made a motion to approve the minutes. Mr. Williams seconded the motion. The minutes were unanimously approved by the Board.

IV. Member Review Committee:

Mr. Walker went over the committee report for the board. Mr. Walker asked the Board to approve the new Board members. Mr. Walker made a motion to approve the Member Review Committee report. Mr. Salver seconded the motion. The report was unanimously approved by the Board.

The new members elected to the Board are as follows:

Mr. Matthew Becherer, President, Homestead-Miami Speedway
Mr. Drake Corrigan, EWM Commercial
Mr. Marshall Paternack, Bilzin Sumberg

V. Old Business:

Mr. Sophia moved forward in the agenda to approve the Sunshine Review Questionnaire. Mr. Alonso made a motion to approve the Sunshine Review Questionnaire. Mr. Williams seconded the motion. The Questionnaire was unanimously approved by the Board.

Mr. Sophia went over the World Cup Resolution that was enacted by Miami-Dade County, approving the Host City Agreement and giving the MDSC the authority to sign the Host City Agreement. Mr. Alonso made a motion to approve the Host City Agreement. Mr. Williams seconded the motion. The Agreement was unanimously approved by the Board.

Mr. Sophia moved forward in the agenda to approve the MDSC office lease. Mr. Alonso made a motion to approve the Lease. Mr. Salver seconded the motion. The Lease was unanimously approved by the Board.

VI. Special Presentations:

Mr. Anderson discussed the issue of improving Sun Life Stadium in favor of winning future Super Bowl bids. Mr. Anderson gave a history of Super Bowls that have been held in Miami and the reason for gaps of time without hosting them. Mr. Anderson continued to discuss the other

DRAFT
To be approved @ next meeting

cities that have or will host Super Bowls and how those cities compare to Miami. Mr. Anderson stated that South Florida would bid for the 2014 Super Bowl. Mr. Anderson discussed the lasting impact that the Super Bowl has in the community it's hosted in.

Mr. Anderson continued to discuss the subcommittee that has been organized to determine what needs to be done to renovate Sun Life Stadium so that it leads to South Florida winning the 2014 bid. Mr. Anderson noted that Tampa, Phoenix, Miami and New York were all being considered for 2014.

Mr. Anderson discussed the addition of 3,000 seats to Sun Life Stadium once the Marlins move to its own stadium, as a way to improve fan experience. The second addition would be a flat roof with HD approved lighting. Mr. Anderson noted the most significant aspect of the subcommittee is determining where the funding for these improvements would come from.

Mr. Worth discussed the restoration efforts of the Miami Marine Stadium. He talked about the history of the Stadium and the events that have been held there. Mr. Worth continued to discuss the initiatives and efforts that have taken place to improve the Stadium. He noted that the process has been long and complicated.

Commissioner Diaz wanted to discuss forming a committee to support the efforts of Miami Marine Stadium.

Mr. Sophia jumped ahead in the agenda to discuss approving the Olympic/Pan Am feasibility study. Dr. Solomon made a motion to approve the report. Mr. Walton seconded the motion. The motion was unanimously approved by the Board.

At this point Commission Diaz and Mr. Talbert left the meeting.

Mr. Worth continued his presentation. Dr. Solomon asked Mr. Salver to chair a committee to support the efforts of the Friends of Miami Marine Stadium. Mr. Salver asked Mr. Alonso to join the committee.

Mr. Sophia noted that there is still a national interest from sport event organizers looking to host events at Miami Marine Stadium.

VII. Media / Marketing Committee:

Mr. Alonso went over the current activities of the committee, and discussed how this committee can get more involved. Mr. Alonso added that any sports initiatives in the County should come through the Sports Commission. He mentioned ways to strengthen the MDSC brand. Mr. Alonso voiced his concern on the lack of presence the MDSC has in the community. Mr. Barrett added to the discussion by stating that the MDSC is still determining what kind of organization it is. Mr. Barrett continued to state the importance of making it clear how important it is to voice the financial needs of the MDSC.

Sgt. Greenwood wanted to know how much involvement the MDSC Board really has in the events that come to Miami. Mr. Sophia clarified that the MDSC needs to strengthen its message. Mr. Sophia continued by asking the Board if they thought the MDSC needs to own and operate its own events, as some other sports commission do.

Dr. Greenberg added that she believes every Board member is already involved in each event even if it's indirectly.

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To be approved @ next meeting

Mr. Ruiz stated that the MDSC should provide a letter of endorsement to all events that come to the County to serve as a clearinghouse for these events and strengthen the message that the MDSC has an influence.

Sgt. Greenwood continued to ask that there is some form of MDSC representation at all sporting events in the County.

Mr. Fertel added that all members need to attend more MDSC events. Mr. Alonso suggested holding a press conference to discuss the current activities of the MDSC.

The discussion moved back to the issue of facilitating a system for the MDSC to approve all sporting events that come to Miami-Dade County.

Mr. Salver made a motion to approve the Media/Marketing Report. Mr. Walker seconded the motion. The report was unanimously approved by the Board.

Dr. Solomon wanted to approve the direction that the MDSC will take in its media/marketing efforts. Mr. Sophia added that the focus will revolved around the MDSC brand/logo, PR campaign, event affiliation, and MDSC owned property.

Mr. Salver made a motion to approve the directions of the Media/Marketing Committee. Mr. Williams seconded the motion. The direction was unanimously approved by the Board.

IX. Finance and Fundraising:

Mr. Sophia went through the finance and fundraising report. Mr. Sophia noted that the financial situation of the MDSC is still in poor condition. Mr. Sophia discussed the outstanding payroll owed to the GMCVB.

Mr. Sophia discussed the staff changes with Ms. Kurstin becoming part-time and Ms. Gunn becoming part-time at MDSC and part-time with USA Judo. Mr. Sophia mentioned the importance of getting the remaining balance of the County funding that could be awarded at the middle of this fiscal year. Mr. Sophia went over the sponsor development initiatives that Mr. Eckart has been working on. Mr. Barrett added that the Board has not been doing its job in fundraising for the MDSC.

X. Executive Directors Report:

Mr. Sophia let the board members know that the Executive Director's Report will be emailed to them for their review.

XI. Board Meeting Schedule:

Thursday, April 29 – 8:00 a.m.

Thursday, June 24 – 8:00 a.m.

Thursday, September 30 – 8:00 a.m.

Thursday, December 2 – 8:00 a.m.

Mr. Salver made a motion to adjourn. Mr. Alonso seconded the motion. The meeting was adjourned at 10:09 AM