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CLERK OF THE BOARD
OF COUNTY COMMISSIONERS
MIAMI-DADE COUNTY, FLORIDA

MEMORANDUM

Agenda Item No. 7(E)

TO:	Honorable Chairman Dennis C. Moss and Members, Board of County Commissioners	**DATE:**	December 7, 2010
FROM:	R. A. Cuevas, Jr. County Attorney	**SUBJECT:**	Ordinance amending Section 2-1151 of the Code, relating to Miami Metrozoo Oversight Board

10-86

The ordinance was amended at committee from the original in that the Chairperson of the Board of County Commissioners will now select a member of the BCC to sit on the Zoo Board, who will serve as Chairperson of the Zoo Board, and the Zoological Society shall select one of its members to serve as the vice-chairperson of the Zoo Board.

The accompanying ordinance was prepared and placed on the agenda at the request of Prime Sponsor Chairman Dennis C. Moss.

R. A. Cuevas, Jr.
County Attorney

RAC/cp

Memorandum

MIAMI-DADE COUNTY

Date: December 7, 2010

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

From: George M. Burgess
County Manager

Subject: Ordinance amending Section 2-1151 of the Code relating to the Miami Metrozoo Oversight Board

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The ordinance amending Section 2-1151 of the Code of Miami-Dade County relating to the Miami Metrozoo Oversight Board will not have a fiscal impact to the County.

Alex Munoz,
Assistant County Manger

fis7910

MEMORANDUM

(Revised)

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

DATE: December 7, 2010

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

SUBJECT: Agenda Item No. 7(E)

Please note any items checked.

_____ **"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**

_____ **Ordinance creating a new board requires detailed County Manager's report for public hearing**

_____ **No committee review**

_____ **Applicable legislation requires more than a majority vote (i.e., 2/3's ____, 3/5's ____, unanimous_____) to approve**

_____ **Current information regarding funding source, index code and available balance, and available capacity (if debt is contemplated) required**

Approved _____ Mayor

Veto _____

Override _____

Agenda Item No. 7(E)

12-7-10

ORDINANCE NO. 10-86

ORDINANCE AMENDING SECTION 2-1151 OF THE CODE OF MIAMI-DADE COUNTY, FLORIDA, RELATING TO MIAMI METROZOO OVERSIGHT BOARD; 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 2-1151 of the Code of Miami-Dade County, Florida, is hereby amended to read as follows[1]:

Sec. 2-1151. – [[~~Miami Metrozoo~~]] >>Miami-Dade Zoological Park and Gardens<< Oversight Board.

1. *Creation of the* [[~~*Miami Metrozoo*~~]] >>*Miami-Dade Zoological Park and Gardens*<< *Oversight Board.* There is hereby created and established as an agency and instrumentality of Miami-Dade County a board which shall be named and known as the [[~~Miami Metrozoo~~]] >>Miami-Dade Zoological Park and Gardens<< Oversight Board (hereinafter referred to as "the Zoo Board").

2. *Purpose.* The Zoo Board shall be a governing advisory board to the Board of County Commissioners and have such rights and responsibilities as set forth in this ordinance and in the [[~~Miami Metrozoo~~]] Operating Agreement [[~~with~~]] >>between Miami-Dade County and<< the Zoological Society. In addition to overall policy and operational guidance, the >>Zoo<< Board shall be responsible for establishing long and short term strategic and program plans for [[~~Metrozoo~~]] >>Miami-Dade Zoological Park and Gardens<<, including the establishment of goals and objectives guiding all activities and for overseeing the preparation of a consolidated (>>Zoological<< Society and County) budget for [[~~Metrozoo~~]] >>Miami-Dade Zoological Park and Gardens<< for adoption by the >>Zoological<< Society and Board of County Commissioners.

3. *Designated facilities.* Facilities designated as [[~~Miami Metrozoo~~]] >>Miami-Dade Zoological Park and Gardens<<. As used herein, the term [[~~"Miami~~

[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.

~~Metrozoo"~~]] >>"Miami-Dade Zoological Park and Gardens"<< shall include certain real property owned >>by<< Miami-Dade County at the zoological park located at 12400 SW 152 Street subject to certain restrictive covenants and its related personal property utilized to support the [[~~Miami Metrozoo~~]] >>Miami-Dade Zoological Park and Gardens<<.

4. *Board membership.*

A. *Members.* Oversight of the policy and operation of the [[~~Miami Metrozoo~~]] >>Miami-Dade Zoological Park and Gardens<< shall be performed by an Oversight Board composed of the following nine (9) members:

(a) The [[~~Executive~~]] >>County<< Mayor and in his absence, a designee [[~~who shall be a County Commissioner~~]];

(b) The Miami-Dade County Manager or designee;

(c) The Sitting President of the Zoological Society;

(d) The immediate past president of the Zoological Society;

(e) The Executive Director of the Zoological Society;

(f) The Executive Director of the [[~~Miami Metrozoo~~]] >>Miami-Dade Zoological Park and Gardens<<;

(g) The Director of the Miami-Dade Park and Recreation Department[[~~.~~]]>>;<<

(h) A member of the Board of County Commissioners to be designated by the [[~~Executive Mayor~~]] >>Chairperson of the<<[2] >>Board of County Commissioners<< >>("Board Designee")<<; and

(i) A member of the Executive Committee of the Zoological Society.

Members of the Zoo Board shall serve without compensation but shall be entitled to reimbursement for necessary expenses incurred in the discharge of their duties.

[2] Committee amendments are indicated as follows: words double stricken through and/or [[double bracketed]] shall be deleted, words double underlined and/or >>double arrowed<< constitute the amendment proposed.

Each member must sign and abide by a code of ethics modeled after the most recent American Association of Zoos and Aquariums Code of Ethics.

5. *Organization of the Oversight Board.*

(a) *Officers.* The >>chairperson of the<< Zoo Board shall >>be the Board Designee<< [[~~elect one (1) of its voting members as chairperson~~]] and >>the<< [[~~one (1) of its voting members as~~]] vice-chairperson >>of the Zoo Board shall be<< [[~~>>, with one position to be held by a representative of Miami-Dade County and the other position to be held by~~]] >>a representative of the Zoological Society<< >>selected by the Zoological Society<< >>. The Zoo Board<< [[~~and~~]] shall designate a secretary who may or may not be a member of the Zoo Board, and such other officers as the Zoo Board may determine to be necessary. In addition, the Zoo Board shall make, adopt and amend bylaws, rules and regulations for its own governance and for the operation, governance, restoration, preservation and maintenance of designated facilities.

(b) *Meetings.* The Zoo Board shall hold regular meetings, no less then six (6) times per year, and such other meetings, as it deems necessary. A majority of the duly appointed and sitting members of the Zoo Board shall constitute a quorum. Minutes shall be kept of all meetings of the Zoo Board and all meetings shall be duly noticed to the public.

(c) *Committees.* The chairperson shall nominate and the Zoo Board shall appoint the chairperson and members of such committees as the Zoo Board shall find helpful to their mission, however, no authority to act or speak in the name of the Zoo Board shall be delegated to a committee. Each committee shall be chaired by a duly appointed member of the Zoo Board, however, committee membership may include persons who are not members of the Zoo Board. The Zoo Board may establish or eliminate committees at its discretion.

(d) *Applicability of County rules and procedures.* The Zoo Board shall at all times operate under the Florida Open Government laws, including the "Sunshine Law," public meeting laws and public records laws and shall be governed by all State and County conflict of interest laws, as applicable, including the Miami-Dade County Conflict of Interest and Code of Ethics Ordinance, Sec. 2-11.1 of the Code of Miami-Dade County.

(e) *Restriction on the Zoo Board.* Neither the Zoo Board nor any of its members shall direct or request the appointment of any person to, or his removal from their position by the County Zoo Director or Zoological Society Executive Director or any of their subordinates, or take part in the

appointment or removal of Miami-Dade or >>Zoological<< Society employees at [[~~Miami Metrozoo~~]] >>Miami-Dade Zoological Park and Gardens<<, provided, however, that the Zoo Board and its members may render advisory assistance regarding the removal and appointment of the Directors as provided in this section. Except for the purpose of inquiry, the Zoo Board and its members shall deal with the employees at [[~~Miami Metrozoo~~]] >>Miami-Dade Zoological Park and Gardens<< solely through the Executive Directors of the Zoological Society and the County Zoo Director and neither the Zoo Board nor any members thereof shall give orders to any subordinates of the Executive Directors of the Zoological Society and the County Zoo Director, either publicly or privately. Any willful violation of the provisions of this section by a member of the Zoo Board shall be grounds for his or her removal from the Zoo Board by an action brought in the Circuit Court by the State Attorney of this County.

(f) *Attendance requirement.* Notwithstanding any other provision of this Code, any board member shall be automatically removed if, in a given fiscal year:

(i) He or she is absent from two (2) consecutive meetings without an acceptable excuse;

(ii) If he or she is absent from three (3) of the Zoo Board's meetings without an acceptable excuse; or

(iii) Whether excused or not, he or she misses two-thirds (2/3) of the Zoo Board's meetings in a given fiscal year. A member shall be deemed absent from a meeting when he or she is not present at the meeting at least seventy-five (75) percent of the time. An "acceptable excuse" is defined as an absence for medical reasons, business reasons, personal reasons, or any other reason which the Zoo Board, by a two-thirds (2/3) vote of the membership, deems appropriate. By a two-thirds (2/3) vote of the members of the full Zoo Board, the provisions of this section may be waived.

(g) *Staff support.* The County Manager and the County Attorney, in cooperation with the Zoological Society of Florida, shall provide such staff support to the Zoo Board as may be necessary to accomplish its purpose.

6. *Operating agreement.* The relationship between the County and Zoological Society and the manner in which these parties work jointly under the oversight of the Zoo Board shall be set forth in an Operating Agreement. The Operating

Agreement shall include but not be limited to the following terms and conditions: requirement for the development and approval of a master strategic plan and maintaining national accreditation, establishment of specific goals and objectives, development of a consolidated (>>Zoological<< Society and County) budget, stipulating the manner in which capital improvement, zoo operations, marketing, fundraising, education and other activities will be conducted jointly by the >>Zoological<< Society and the County. The Operating Agreement shall be approved by the Board of County Commissioners and Zoological Society of Florida Board of Directors.

7. *Liberal construction to effectuate public purpose.* This section, being for the public purpose and for the long-term welfare of the [[~~Miami Metrozoo~~]] >>Miami-Dade Zoological Park and Gardens<< facilities and the present and future citizens of Miami-Dade County, Florida, shall be liberally construed to effect the purposes hereof.

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 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: December 7, 2010

Approved by County Attorney as to form and legal sufficiency: _____

Prepared By: _____

Monica Rizo

Prime Sponsor: Chairman Dennis C. Moss