

KEYSTONE AIRPARK AUTHORITY  
BY-LAWS

ARTICLE I

AUTHORITY MEMBERS

SECTION 1. Number. The affairs of the Authority shall be managed by not more than seven individuals duly appointed by the City Council of the City of City of Keystone Heights in accordance with the provisions of the City Charter.

SECTION 2. Designation and Tenure. The members of the Authority shall be designed in the matter provided in ARTICLE XI, Section 37 of the City Charter and, unless removed as provided in ARTICLE XI, Section 37 of the City Charter, shall serve for a period of three years, except for the appointees, who shall serve for periods of time as outlined in the Enabling Ordinance. Members of the Authority appointed to represent the City of Keystone Heights, Bradford County and Clay County must be bona-fide residents of the entity they represent. The member of the Authority appointed to represent the Florida National Guard must be a member of the Florida National Guard presently serving at Camp Blanding.

SECTION 3. Meeting.

(a) The members of the Authority may provide by resolution the time and place for the holding of regular meetings of the Authority without notice to members that such resolution. Members of the Authority shall meet in regular sessions, for the conduct of all business coming before it, not less than six times each year.

(b) Special meetings may be called for specific purpose. Such purpose will be posted not less than 72 hours prior to the meeting. The city will be notified of the meeting to be posted with subject matter; additionally, it will be posted in a public area of the Airpark. Only subject matter(s) posted will be the topic(s) of the meeting and the only item(s) acted upon. The Chairman or any two members of the Authority may call special meetings of the Authority, at regular meetings of the Authority or upon e-mail to each member, with request to confirm attendance. Each email will be tracked and if no response is received 48 hours prior to the meeting, the member will be contacted by phone. A record of the phone call will be made and the results of the phone call will be presented at the meeting.

(c) Emergency meetings may be called to reduce vulnerability to and enhance the recovery from natural or manmade causes which endanger the public peace, health, and safety, or to preserve lives and/or property. The Chairman or any two members of the Authority may call emergency meetings after giving notice to each member upon e-mail and a telephone call to each member. Each email and phone call will be tracked and a record of the email and telephone call will be made and the results of the phone call will be presented at the meeting.

(d) All meetings of the Authority shall be public, and any citizen shall have access to the minutes and records thereof at any reasonable time. The Authority shall keep a minutes of its proceedings.

**SECTION 4. Notice.**

(a) **Members.** Notice of any special meeting of the Authority shall be given in accordance with SECTION 3 above. Any member may waive notice of any meeting. The attendance of a member at any meeting shall constitute a waiver of such meeting, except where a member attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

(b) All meetings of the authority shall be advertised in accordance with the provisions of current law.

**SECTION 5. Quorum.** A majority of the members of the Authority shall constitute a quorum for the transaction of business at any meeting of the Authority, provided, that if less than a majority of the members are present at any meeting , provided, that if less than a majority of the members are present at any meeting, the members who are present may adjourn the meeting from time to time without further notice.

**SECTION 6. Manner of Acting.** The act of a majority of the members of the Authority present at a meeting at which a quorum is present shall be the act of the Authority, except where otherwise provided by law.

**ARTICLE II**

**OFFICERS**

**SECTION 1. Officers.** The officers of the Authority shall consist of a Chairman, a Vice-Chair, a Treasurer, a Secretary and other such officers as may be selected in accordance with the provisions of this article. The members of the Authority may elect or appoint such other officers, including one or more Assistant Secretaries and one or more Assistant Treasurers, as it shall deem desirable, such officers to have the authority and perform the duties described, from time to time, by the Authority. Any two or more officers may be held by the same person, except the offices of Chairman and Secretary.

**SECTION 2. Election and Term of Office.** The officers of the Authority shall be elected by the members of the Authority and shall hold office for a period of time as specified elsewhere in this section and until their successors are elected and have assumed office. Vacancies may be filled or new officers created and filled at any meeting of the Authority.

**SECTION 3. Removal.** Any officer or agent selected by the members of the Authority may be removed by the members of the Authority whenever in its judgment the best interest of the Authority would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed.

**SECTION 4. Chairman.** The Chairman shall be the chief executive officer of the Authority and shall in general supervise and control all the business and affairs of the Authority. He shall preside at all meetings of the Authority. He may sign, with the Secretary or other proper officer of the Authority authorized by the members of the Authority, any instruments which the members of the Authority have authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the members of the Authority or by these By-Laws or by law to some other officer or agent of the Authority; and in general shall perform all duties incident to the office of the Chairman and such other duties as may be prescribed by the members of the Authority from time to time. Upon election by the members of the Authority, the Chairman shall serve for a period of two years unless otherwise removed from office in accordance with the provisions of this section.

**SECTION 5. Vice-Chairman.** The Vice Chairman shall perform such duties as from time to time may be assigned by the Chairman or members of the Authority in the absence of the Chairman or in the event of his inability or refusal to act, the Vice Chairman designated by the members of the Authority shall perform the duties of the Chairman, and when so acting, shall have all the powers of and be subject to all the restrictions upon the Chairman. Upon election by the members of the Authority, the Vice Chairman shall serve for a period of two years unless otherwise removed from office in accordance with the provisions of this section.

**SECTION 6. Treasurer.** The Treasurer shall have charge and custody of and be responsible for all funds and securities of the Authority; receive and give receipts for moneys due and payable to the Authority from any source whatsoever; and deposit all such moneys in the name of the Authority in such banks, trust companies or other depositories as shall be selected in accordance with these By-Laws; and in general perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him by the Chairman or by the members of the Authority. The Treasurer shall give a bond for the faithful discharge of his duties in such sum and with such surety or sureties as the members of the Authority shall determine. Payment for such bond given shall be made from the funds of the Authority. Upon election by the members of the Authority, the Treasurer shall serve for a period of two years unless otherwise removed from office in accordance with the provisions of this section.

**SECTION 7. Secretary.** The Secretary shall keep the minutes of the meetings of the members of the Authority in one or more books provided for that purpose; see that all notices are duly given in accordance with the provisions of these By-Laws or as required by law; be custodian of the Authority records and of the seal of the Authority and see that the seal of the Authority is properly affixed to all documents, the execution of which on behalf of the Authority under its seal is duly authorized in accordance with the provisions of these By-Laws; and in general perform all duties incident to the office of secretary and such other duties as from time to time may be assigned by the Chairman or by the members of the Authority. Upon election by the members of the Authority, the Secretary

shall serve for a period of two years unless otherwise removed from office in accordance with the provisions of the section.

SECTION 8. Assistant Treasurers and Assistant Secretaries. If required by the members of the Authority, the Assistant Treasurer shall give bonds for the faithful discharge of their duties in such sums and with such sureties as the members of the Authority shall determine. The Assistant Treasurers and Assistant Secretaries, in general, shall perform such duties as shall be assigned to them by the Treasurer or the Secretary or by the Chairman or the members of the Authority. Upon election by the members of the Authority, they shall serve for such period of time as determined by the members of the Authority.

### ARTICLE III

#### Committees

SECTION 1. Committee of Members. The Authority may, by resolution adopted by a majority of the members in office, designate one or more committees, each of which shall consist of 2 or more members, which committees, to the extent allowed by law and provided in said resolution, shall have and exercise the authority of the Authority; but the designation of such committees and the delegation thereto of authority shall not operate to relieve the Authority, or any individual member of the Authority, of any responsibility imposed upon it or him by law.

SECTION 2. Standing Committees. The members of the Authority shall by resolution determine the number of standing committees, the number of members of which each of said committees shall consist and shall designate the duties of each committee. Such standing committees shall not have nor exercise the authority of the Authority, but shall present such findings and/or recommendations, as fall within the purview of their assigned duties as a regular or special meeting of the Authority, for such action as the members of the Authority deem appropriate. Members of the standing committee will be appointed by the Chairman at the first regular scheduled meeting of the Authority after the start of the new fiscal year.

SECTION 3. Other Committees. Other committees not having and exercising the authority of the Authority may be designed by resolution of the members of the Authority. The Chairman shall appoint the members thereof.

#### SECTION 4. General

(A) Chairman. One member of each committee shall be appointed its chairman.

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

© Quorum Unless otherwise provided in the resolution of the Authority designating a committee, a majority of the whole committee shall constitute a quorum and the act of a majority of the members present at a meeting at which a quorum is present shall be the act of the committee.

(d) Removal. Any committee may be removed by the Chairman whenever in his judgment the best interest of the Authority shall be served by such removal.

(e) Rules. Each committee may adopt rules for its own government, provided however, that such rules shall not be inconsistent with these By-Laws or with rules adopted by the members of the Authority.

#### ARTICLE IV

##### Contracts, Checks, Deposits and Funds

SECTION 1. Contracts. The Authority may authorize any officer or officers, agent or agents of the Authority, in addition to the officers so authorized by these By-Laws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Authority and such authority may be general or confined to specific instances.

SECTION 2. Checks, Drafts, Etc. All checks, drafts, or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Authority, shall be signed by such officer or officers, agent or agents of the Authority and in such manner as shall from time to time be determined by of the Authority.

SECTION 3. Deposits. All funds of the Authority shall be deposited, on a timely basis, and from time to time, to the credit of the Authority in such banks, trust companies or other depositories as the Authority may select.

#### ARTICLE V

##### Amendments to By-Laws

SECTION 1. Provision. These BY-Laws may be altered, amended or repealed and new By-Laws may be adopted by a majority of the members of the Authority present at any regular or special meeting.

Karen Lake  
Karen Lake, Secretary

4.24.09  
Date

Noel H Thomas  
Noel Thomas, Chairman

4-24-09  
Date