

**BY-LAWS OF**  
**PALM BEACH COUNTY CITY MANAGEMENT ASSOCIATION, INC**  
**(PBCCMA)**

**ARTICLE I**  
**GENERAL DUTIES OF DIRECTORS AND OFFICERS**

There shall be a Board of Directors composed of three (3) members, who shall be the duly elected officers of the association (also referred to as the corporation in these by-laws.) The duties of the directors and officers of this association shall be such as are indicated in these by-laws and by general usage. The Board of Directors shall supervise and control the affairs of the association, and the Directors shall have the power and authority to enter into contracts.

**ARTICLE II**  
**FINANCIAL AFFAIRS**

The Secretary-Treasurer shall oversee all the necessary financial business of the association.

The Board of Directors may designate a Certified Public Accountant to make an annual audit, with an opinion on the financial condition of the corporation.

The fiscal year for the conduct of all business of the corporation shall be from October 1 to September 30, inclusive.

The annual dues for membership shall be payable in advance in such amounts and according to such classifications as shall be fixed and determined by the Board of Directors. The annual amount of dues for membership shall be prorated on a monthly basis for members joining the association after the beginning of the fiscal year. The membership benefit of dues, once paid, accrues to the member and is portable during any fiscal year, regardless of the member's employing local government. Once paid, there shall be no refunds of dues or portions of dues.

Any member of the association who is in transition shall not be required to pay annual dues for membership during the time that they are in transition, so long as the member meets the criteria under Article XII.

Dues shall be considered delinquent thirty (30) days after billing; however, members shall remain in good standing until dues are delinquent for a period of three (3) months from time of billing. Members delinquent for more than three (3) months, will not be considered in good standing and shall not have voting privileges.

**ARTICLE III**  
**ORDER OF BUSINESS**

At the annual meeting of the association, the order of business shall be as follows, but it may be suspended or modified by a majority vote of the active Full members present:

1. Roll Call
2. Reading of the Minutes
3. Financial Report
4. Communications

5. Unfinished Business
6. Reports of Standing and Special Committees
7. Election of Officers
8. New Business
9. Appointment of Committees for the next year
10. Adjournment

#### **ARTICLE IV PROXIES**

Voting by proxy shall not be allowed.

#### **ARTICLE V DEFINITIONS**

“The Profession of City Management” shall be construed to mean the exercise of the chief administrative power of the municipality under the policy forming direction of a legislative body by a person appointed for this purpose.

#### **ARTICLE VI MEMBERSHIP**

Section 1. Life Members: Are Full members who have completed 25 years' membership upon retiring from service in local government, provided an individual has been a member eligible to hold office for at least 15 years upon retirement.

Section 2. Honorary Members: Are persons who have been proposed by five Full members, and elected by a majority of the membership. They have been elected because of their distinguished public service and not otherwise eligible for membership.

Section 3. Full Members: A City, town or village manager or chief administrator, or a deputy or assistant city, town, or village manager or an assistant to the manager with three or more years service in a city, county or council of governments.

Section 4. Associate Members: A chief administrator of a city, county or council of governments, or an assistant administrator as described above, with less than three (3) years service.

Section 5. Affiliate Members: Any person who does not meet the criteria for a full or associate member employed in local government. In order to be considered, applications for affiliate membership shall be endorsed by the chief administrator of the local government where the person is employed.

Section 6. Manager In Transition: Any person who has been an active member of this Association and/or the State association in good standing and who has resigned or been removed from his/her position as manager or deputy/assistant manager of a municipality or county, and desires to return to municipal or county administration.

Section 7. Student Members: Any full time student in public administration or affairs that intends to follow a career in municipal government.

## **ARTICLE VII ELECTIONS**

Section 1. Elections: Only Full members in good standing have the right to vote on association business.

Section 2. Officers: Officers shall be elected by a majority vote of those present and eligible to vote during the Annual Meeting. Officers shall consist of:

President  
Vice-President  
Secretary-Treasurer

Officers shall serve for a period of one year, beginning on October 1<sup>st</sup>, or until successors are elected.

All officers and Directors shall be Full members in good standing of the association and shall have at least two years local government experience in Palm Beach County.

During each Annual Meeting there shall be elected a President, Vice-President and Secretary-Treasurer. Upon the absence, disability or resignation of the President, the Vice-President shall immediately fill the vacant, unexpired term of President. Any vacancy on the Board of Directors shall be filled by the Board of Directors, if they so choose.

Section 3. Conditions for Members in Transition: Officers who become a Member-In-Transition, and who continue to meet eligibility requirements, will not be removed from office, and may continue to serve until the end of their respective term or until they are appointed to a position outside of Palm Beach County.

## **ARTICLE VIII COMMITTEES**

The President shall appoint annually such committees as may be deemed necessary for the proper conduct of the work of the corporation.

No committee shall be vested with power to enter into any agreement or contract, to obligate this corporation, or create any financial liabilities for the corporation except upon the authority of the Board of Directors.

## **ARTICLE IX DISCIPLINE**

The Board of Directors shall have authority to take disciplinary action against any member, which, in its judgment, may be appropriate in order to maintain the professional standards of the association, including oral or written censure, suspension or termination of membership. If the cause of such disciplinary action or investigation thereof is a possible violation of the ICMA Code of Ethics, then same will be reported to and may be investigated by the FCCMA or the ICMA or both.

**ARTICLE X  
NOMINATIONS**

A Nominating Committee consisting of the outgoing President, and two members, shall submit a slate of proposed officers to the membership during the Annual Meeting. Nominations may be made from the floor. If there is a nomination from the floor, each office shall be voted upon separately.

**ARTICLE XI  
ANNUAL MEETING**

There shall be at least one Annual Meeting of the membership during the month of September, or as otherwise scheduled by the Board of Directors in extenuating circumstances. The dates of meetings, program and registration fees shall be determined by the Board of Directors. Special meetings may be called by the Board of Directors, and regular meetings shall be held on a monthly basis, except when the Board of Directors shall cancel them.

**ARTICLE XII  
CONTINUED ACTIVE MEMBERSHIP**

Any person who has been a member of this association and/or the state association in good standing, and who has resigned or been removed from his position with a local government, may retain his or her status as an active member in the same membership classification for a period of three (3) years, or for a longer period if authorized by a majority vote of the Board of Directors. Such person shall make a written request to the Board of Directors, including that he/she desires to return to municipal or county administration.

**ARTICLE XIII  
AMENDMENT**

These By-laws may be amended or repealed as provided in the Articles of Incorporation.

The foregoing were adopted as the By-laws of PALM BEACH COUNTY CITY MANAGEMENT ASSOCIATION, INC., a corporation not for profit, under the laws of the State of Florida, on September 27, 1985.

/s/ Raymond J. Howland  
RAYMOND J. HOWLAND  
President

These bylaws were duly amended on July 3, 1991, September 5, 1996, September 22, 2006, October 31, 2008 and April 23, 2010.

Jeffrey Waftal  
Jeffrey Waftal, President

4/23/2010  
Date

Mo Thornton  
Mo Thornton  
Secretary-Treasurer

4/23/2010  
Date