

BY-LAWS
GULF COAST WORKFORCE BOARD, INC.
A CORPORATION NOT FOR PROFIT

ARTICLE I

NAME

The name of the Corporation shall be **GULF COAST WORKFORCE BOARD, INC.**, (“Corporation”), doing business as CareerSource Gulf Coast.

ARTICLE II

PURPOSE

1. The purposes for which the Corporation is formed are those set forth in its Articles of Incorporation. The Corporation is not formed for pecuniary or financial gain, and no part of the assets, income, or profit of the corporation is distributable to, or will inure to the benefit of its directors or officers. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.
2. The purpose of this organization is to:
 - (a) Serve as an intermediary to assist in stimulating and providing for the involvement of the business community, including small businesses, minority business enterprises, labor and community-based organizations, in the employment and training activities, including all such other purposes described in and under the Personal Responsibility and Work Opportunity Act, 104-193; Workforce Investment and Opportunity Act, 113-128; the Workforce Innovation Act of 2000; and Welfare Transition rules and regulations, and to increase the private sector employment opportunities for economically disadvantaged persons.
 - (b) Serve as the business and industry contact point in the local employment and training system to present the private sector’s views and recommendations for making programs more responsive to local employment needs.

ARTICLE III

BASIC POLICIES

The following are the basic policies of the Corporation:

1. The Corporation shall be non-commercial, non-sectarian, and non-partisan.
2. The name of the Corporation or the names of the Directors, in their official corporate capacity, shall not be used in any connection with a commercial concern or with any partisan interest.

ARTICLE IV

MEMBERSHIP

Pursuant to the provisions of the Articles of Incorporation, the named officers and directors (set forth in the Articles) shall be members of this Corporation. Any individual who subscribes to the purpose and basic policies of the Corporation may be designated a member of the Corporation without regard to gender, race, color, creed, national origin or sexual orientation.

ARTICLE V

OFFICERS

1. Pursuant to the provisions of the Articles of Incorporation, the elected officers of the Corporation shall consist of a Chairperson, a Vice-Chairperson, and a Past-Chairperson. Each officer shall represent different counties when possible. If no member of a given county chooses to serve as an officer, the seat will be filled from one of the other county's board members pursuant to the approved election procedures.
2. **Chairperson:** The Chairperson shall conduct and preside at all meetings of the Corporation and the Board of Directors. The Chairperson shall be the official spokesperson of the Corporation and the Board of Directors. The Chairperson shall appoint all committees, with the approval of the Board of Directors. The Chairperson shall be the Chief Executive of the Corporation, and shall be vested with full power to exercise whatever functions may be necessary or incident to the full exercise of any power bestowed upon him or her by the Board of Directors, not inconsistent with the provisions of the Articles of Incorporation. It shall be the duty and obligation of the Chairperson to furnish leadership in the accomplishment of the aims and purposes of the Corporation.
3. **Vice-Chairperson:** It shall be the duty of the Vice-Chairperson to render every assistance and cooperation to the Chairperson, and to provide the Chairperson with the fullest measure of counsel and advice. In the event of the absence of the Chairperson, or the Chairperson's inability to act, the Vice-Chairperson shall fulfill the duties of the Chairperson on a temporary basis. The Vice-Chairperson shall familiarize himself/herself with all activities and affairs of the Corporation, and shall have such other duties as may be assigned to him or her by the Board of Directors. In the event the Vice-Chairperson is absent or unable to act, or in the event of his or her death, disability, or resignation, the Board of Directors shall select acting Vice-Chairperson to hold office until a successor has been elected by the Board of Directors.
4. **Past-Chairperson:** The Past-Chairperson shall serve as an officer of the corporation and a member of the Executive Committee. The Past-Chairperson shall serve in an advisory capacity to the Chairperson and Vice-Chairperson, and may represent the Board in the absence of the Chairperson and/or Vice-Chairperson at the request of those officers or the Executive Director.
5. **Qualifications:** Only members of the Board of Directors, in good standing, shall be eligible to hold any elective office of the Corporation.
6. **Election:** The Board of Directors shall elect annually all of the Officers and Executive Committee members of the Corporation. Board officers shall be represented by one person

from each of the three counties whenever possible: Bay, Franklin, and Gulf. The Executive Committee positions shall include two (2) persons from Bay County, one (1) person from Franklin County, and one (1) person from Gulf County. Additionally, 51% of the seven- (7) member Executive Committee will be represented from the private and community-based sectors. The election shall be by written ballot when there is more than one nominee for any office. The election shall take place at the Corporation's annual meeting.

7. **Nominations**: Any member of the Board of Directors may be nominated as a candidate for any office of the Corporation with the following exception: only private sector representatives may be nominated as candidates for the office of Chairperson.
8. **Term of Office**: Elected officers shall assume their official duties following the close of the annual meeting and shall serve for a term of one (1) year or until the election of their successors. A person shall not be eligible to serve more than two consecutive terms in the office as Chairperson.
9. **Vacancies**: A vacancy occurring in the office of Chairperson or Vice-Chairperson of the Corporation shall be filled for the unexpired term by the Board of Directors, in accordance with the provisions of these By-laws.

ARTICLE VI

BOARD OF DIRECTORS

1. **Duties and Responsibilities**: The Board of Directors ("Board"), as the governing body of the Corporation, shall be vested with exclusive power and authority to formulate, fix, determine, and adopt matters of policy concerning the activities, affairs, or organization of the Corporation, subject only to any limitations imposed by applicable law. The Board of Directors shall be charged with the duty and responsibility of enforcing and carrying into effect the provisions of the Articles of Incorporation and the accomplishment of the aims and purposes of the Corporation. The Board of Directors shall direct the manner in which funds of the Corporation are disbursed, and for the purpose; therefore, shall adopt and approve a budget for each year. The Board of Directors shall perform all other duties imposed under the Articles of Incorporation and shall have full power to exercise such functions as may be necessary, expedient, or incidental to the full exercise of any powers bestowed upon in the Articles of Incorporation or any amendment thereto or by the by-laws.

The Board of Directors shall meet in accordance with the provisions set forth in Article VIII of these By-laws. It shall be the duty and responsibility of each Board member to attend the meetings, and any three consecutive unexcused absences, as determined by the Board, shall be deemed as sufficient reason for replacement of the Board member incurring such absences, unless such member is appointed specifically by law. Non-mandated Board members must attend 50 percent of the scheduled meetings in a six-month period.

2. **Membership**: Members may be appointed by the chief elected officials to represent only those categories as outlined in applicable law, including, but not limited to: private sector, education, organized labor, community-based organizations, economic development agencies and may include such other individuals or representatives of entities as the chief elected official in the local area may determine to be appropriate. In general, members serve at the pleasure of the local elected officials who appoint the member.

The composition of the Board shall require at a minimum that the membership of the local board shall include:

- a. Representatives of business in the local area, who: 107 (b) (2) (A) (i, ii, iii) Public Law 113-128
 1. Are owners of businesses, chief executives or operating officers of businesses, or other business executives or employers with optimum policymaking or hiring authority;
 2. Represent businesses, including small businesses, or organizations representing businesses described in this clause, that provide employment opportunities that, at a minimum, include high-quality work-relevant training and development in in-demand industry sectors or occupations in the local area; and
 3. Are appointed from among individuals nominated by local business organizations and business trade associations;
- b. Representatives of entities administering education and training activities in the local area who shall include a representative of eligible providers administering adult education and literacy activities under title II and also shall include a representative of institutions of higher education providing workforce investment activities (including community colleges); 107 (b) (2) (C) (i, ii) Public Law 113-128
- c. Representative of labor organizations (for a local area in which employees are represented by labor organizations), nominated by local labor federations, or (for a local area in which no employees are represented by such organizations), other representatives of employees and shall include a representative, who shall be a member of a labor organization or a training director, from a joint labor-management apprenticeship program, or if no such joint program exists in the area, such a representative of an apprenticeship program in the area, if such a program exists; 107 (b) (2) (B) (i, ii) Public Law 113-128
- d. Representatives of economic and community development entities, including private sector economic development entities; and
- e. The membership of the Board may also include other individuals or representatives of entities as the chief elected official in the local area may determine to be appropriate. Representatives of community-based organizations (including organizations representing individuals with disabilities and veterans, for a local area in which such organizations are present);

Provided that the Board is twenty-three (23) in number, representation shall be as follows:

Total: 11	WIOA Required Non-Business Members
1	Adult Education and Literacy under Title II: (School Superintendent rotates between Bay, Franklin and Gulf Counties for each fiscal year)
1	Institution of Higher Education / Community College
2	Labor or Employee Representation
Up to 3	Community-Based Organizations:
2	Economic Development Agencies
0*	Wagner-Peyser
1	Vocational Rehabilitation / Blind Services
Additional Non-Voting Members	
1	Representative from Military Installation (if available in region)
Total: 12	WIOA Required Business Members (WIOA Required Non-Business +1)
6	Bay County
3	Gulf County
3	Franklin County
FL Required Private Education Provider (If available in region)	
1	Private For Profit Training Provider

**Wagner – Peyser will be represented by Higher Ed. Representative*

- f. Board members who are statutorily designated members of the Board pursuant to Public Law No. 113-128 may, at the Board member's discretion, appoint a permanent designee to serve on the Board in the Board member's absence, subject to the Board's acceptance of the designee by regular vote. The Board member shall retain the right to attend and vote (except for non-voting members) at any and all regular meetings, but the permanent designee, once accepted by the Board, may, in the Board member's absence, attend and vote (except for those non-voting members) at any and all meetings. Such attendance and vote shall be as if the Board member attended and voted himself/herself for all By Law attendance and voting requirements, including, but not limited to, establishing a Board quorum.

Members of the Board or their approved permanent designees that represent organizations, agencies, or other entities shall be individuals with optimum policy making authority within the organizations, agencies, or entities. A majority of the members of the local board shall be representatives described in paragraph (2) (a) (1) above. The importance of minority and gender representation shall be considered when making appointments to the Board.

In accordance with Section 107 (a) of Public Law 113-128, a Local Workforce Development Board (LWDB) shall be certified by the Governor. LWDB vacancies will occur on a routine basis. Any vacancy shall be filled in the same manner as the original appointment in accordance with Section 107 (b) (1) of Public Law 113-128. CareerSource Florida staff shall be advised of any changes in membership. Notice of vacancies will be provided to Local Elected Officials within 10 days. Every effort will be made to fill vacancies within 45 days.

The initial Board of Directors: listed in Attachment 1

3. **Nominations:** Nominations for membership shall be as follows:

- a. **Private Sector Appointments:** Private sector appointments shall include representatives of business in the local area, who: are owners of businesses, chief executives or operating officers of businesses, or other business executives or employers with optimum policymaking or hiring authority; represent businesses, including small businesses, or organizations representing businesses described in this clause, that provide employment opportunities that, at a minimum, include high-quality, work-relevant training and development in in-demand industry sectors or occupations in the local area; and are appointed from among individuals nominated by local business organizations and business trade associations. A majority of the members of the local board shall be representatives of business in the local area as described in paragraph 107 (b) (2) (A) (i-iii) of Public Law 113-128.
- b. **Education Appointments:** Education representatives shall be appointed in accordance with the Workforce Investment and Opportunity Act, 113-128, which states that each local board shall include representatives of entities administering education and training activities in the local area and shall include a representative of eligible providers administering adult education and literacy activities under title II; shall include a representative of institutions of higher education providing workforce investment activities (including community colleges). 107 (b) (2) (C) (i, ii) Public Law 113-128. School Superintendents will serve on the Workforce Board until the expiration of their term with the respective School Board or until resignation. One School Superintendent will serve as a Board member and the position will rotate between the three counties' superintendents on an annual basis.
- c. **Labor Appointments:** Representatives of labor organizations shall include representatives of labor organizations (for a local area in which employees are represented by labor organizations), who have been nominated by local labor federations, or (for a local area in which no employees are represented by such organizations) other representatives of employees and also shall include a representative, who shall be a member of a labor organization or a training director, from a joint labor-management apprenticeship program, or if no such joint program exists in the area, such a representative of an apprenticeship program in the area, if such a program exists. Labor representatives will serve on the Workforce Board until the expiration of their position with their respective labor organization or until resignation. 107 (b) (2) (B) (i, ii) Public Law 113-128
- d. **Economic Development Appointments:** Shall include a representative of economic and community development entities. Economic Development positions will serve on the Workforce Board until the expiration of their county positions as Economic Development Council representatives. 107 (b) (2) (D) (i) Public Law 113-128
- e. **Mandatory Partners:** Representatives shall include an appropriate representative from the State employment service office under the Wagner-Peyser Act (29 U.S.C. 49 et seq.) serving the local area and shall also include an appropriate representative of the programs carried out under Title I of the Rehabilitation Act of 1973 (29 U.S.C. 720 et seq.), other than section 112 or part C of that title (29 U.S.C. 732, 741), serving the local area. 107 (b) (2) (D) (ii, iii) Public Law 113-128

f. **Other Appointments:** May include representatives of community based organizations that have demonstrated experience and expertise in addressing the employment needs of individuals with barriers to employment, including organizations that serve veterans or that provide or support competitive integrated employment for individuals with disabilities; may also include representatives of organizations that have demonstrated experience and expertise in addressing the employment, training, or education needs of eligible youth, including representatives of organizations that serve out-of-school youth; may include representatives of local educational agencies, and of community-based organizations with demonstrated experience and expertise in addressing the education or training needs of individuals with barriers to employment; may include representatives of agencies or entities administering programs serving the local area relating to transportation, housing, and public assistance; may include representatives of philanthropic organizations serving the local area; and each local board may include such other individuals or representatives of entities as the chief elected official in the local area may determine to be appropriate. 107 (b) (2) (B) (iii, iv) (C) (iii) (D) (iv, v) E Public Law 113-128

4. **Terms of Office:** In order to comply with regulations, the initial appointment of Board members shall be staggered terms of one (1) to three (3) years. The initial appointment shall be as follows with all succeeding appointments to be for a term of three (3) years.

INITIAL TERMS OF BOARD MEMBERS

Bay County

Private Sector	1, 2 & 3 years
Education	1 year
Labor	1 year
Economic Development	1 year
CBO	1 & 2 years

Franklin County

Private Sector	1, 2 & 3 years
Economic Development	1 year
Education	1 year
CBO	1 year

Gulf County

Private Sector	1, 2 & 3 years
Education	1 year
Labor	1 year
CBO	3 years

5. **Expenses:** By resolution of the Board, the members may be reimbursed or paid their actual expenses arising out of their service as members, but shall not be paid compensation for their services.

ARTICLE VII

COMMITTEES

Committees: The Corporation shall create from time to time such committees as it may deem advisable and necessary, and shall define the powers, duties, functions and scope of each committee. As soon as is practicable after each annual meeting of the Corporation, the Chairperson, with the advice and consent of the Board of Directors, shall appoint the members of all committees for the ensuing administrative year, and shall name and designate the Chairperson and Vice-Chairperson of each committee. The members of such committees shall serve for the term of the Chairperson appointing them, except the Board of Directors may provide for members of any standing committee to serve for staggered terms beyond the current administrative year. Vacancies occurring in the membership of such committees shall be filled by the Chairperson, with the advice and consent of the Board of Directors, for the remainder of the unexpired term. Each committee may select from its membership such officers, other than the Chairperson and Vice-Chairperson of said committee, as it deems advisable and subcommittees may be designated from the committee membership. The Chairperson of the Board, with the advice and consent of the Board of Directors, may appoint additional members to a committee or remove members from a committee. The Board of Directors may dissolve a committee when it deems that a committee is no longer necessary. Each committee shall meet at such times and places as may be designated by the Committee Chairperson or Vice-Chairperson.

Each committee shall file with the Executive Director such interim reports as desired or as may be requested by the Chairperson of the Board of Directors. Upon the termination of its duties or terms, each committee shall deliver to the successor membership, if such there is, or to the Executive Director all files, reports, records and data, and information accumulation by the committee. No action, report, or recommendation of any committee shall be binding on the Corporation unless adopted and approved by the Board of Directors.

Standing and Special Committee: The Board of Directors, as soon as is practicable, shall determine and designate which shall be considered a special committee, and shall define the specific powers and duties thereof.

1. **Executive Committee:** The Executive Committee shall be charged with the duty of advising and counseling the Chairperson and rendering assistance and cooperation to such an officer. The Executive Committee shall be made up of seven members as follows: the three Corporation Officers (Chairperson, Vice-Chairperson, and Past-Chairperson), and four other Board members (two from Bay County, one from Franklin County, and one from Gulf County, whenever possible). In addition, 51 percent of the seven members of the Executive Committee will be represented from the private and community-based sectors. The Executive Committee shall be solely responsible for hiring, managing and terminating, if necessary, the Executive Director, with the exception that the Executive Director may be removed for cause by a unanimous vote by each county's Local Elected Officials in the region. The Executive Committee shall have the power and authority to act upon any of the day-to-day matters, which may arise and require disposition between meetings or when a quorum does not exist at a Directors' meeting consistent with the policies established by the Board of Directors. The Board of Directors shall ratify all actions of the Executive Committee. All actions taken by the Executive Committee shall be subject to approval, confirmation or ratification by the Board of Directors. The Executive Committee shall exercise other functions as may be delegated to it by the Board of Directors.

The Executive Committee shall be kept well informed by the Executive Director and Finance Director of all Board financial practices, management of funds, budget process, and financial audits. All financial records shall be kept by the Finance Director and shall be available for review by any Officer or Member of the Board of Directors. The Executive Committee shall serve in the capacity of the Board's finance committee by reviewing and making recommendations to the full Board on any financial related issues,

Finances of Committees: No Committee or sub-committee shall incur any debt payable by the Corporation without prior approval of the Board of Directors.

ARTICLE VIII

MEETINGS

1. **Annual Meeting:** The Chairperson shall prepare a program for the annual meeting of the Corporation. Such a program, when approved by the Board of Directors, shall be the order of business for the annual meeting. The Chairperson and Executive Director shall have the authority to extend invitations to non-members to attend the annual meeting, as honored guests or speakers in connection with the annual meeting, without prior approval of the Board of Directors. All papers, addresses, and reports read before or submitted at a meeting shall become the property of the Corporation and may be published by the Corporation.
2. **Rules of Procedure:** Only the Board of Directors and permanent designees, which comprise the entire membership of the Corporation, shall be entitled to vote in any committee or general Corporation meeting. Resolutions for consideration at the annual meeting may be proposed by a member of the Board of Directors or by a Resolutions Committee, provided that the same shall be presented and handled in accordance with the procedure which shall be established by the Board of Directors within a reasonable amount of time prior to each meeting. Any member of the Board of Directors may offer resolutions. Unless indicated on the official program, no person shall speak for more than ten (10) minutes or more than twice on any matter, except upon consent of a majority of the members of the Board of Directors present and voting at the meeting.
3. **Regular Meetings:** Regular meetings of the Corporation shall be announced electronically, and be held each month unless otherwise provided by the Board of Directors. The meetings will be video and teleconferenced between a site in Bay County and a site in Gulf or Franklin County that will be designated and noticed prior to the Board meeting. A calendar of times and sites of the regular meetings shall be distributed among all members of the Board of Directors in a timely manner.
4. **Special Meetings:** Special meetings of the Corporation may be called at any time by the Chairperson, or by a majority of the Board of Directors or upon a petition signed by not less than one-third (1/3) of the membership of the Board of Directors.
5. **Public Access to Meetings:** The annual meeting, and all regular and special meetings of the Board of Directors, shall be open to the public and meeting notices shall be sent to the newspapers in all three (3) counties, as well as other media, as called for by the Board of Directors.

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6. **Quorum:** One-third (1/3) of the members of the Board of Directors shall constitute a quorum for the transaction of any corporate business. Non-voting, ex-officio members shall not count toward a Quorum, nor may non-voting ex-officio members make motions.

ARTICLE IX

INDEMNIFICATION

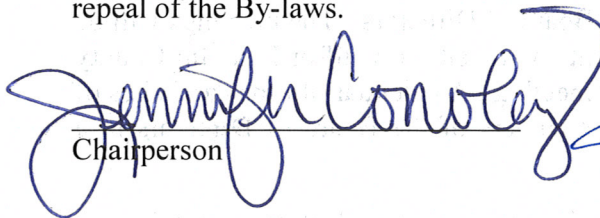
The Board of Directors is specifically authorized, pursuant to Florida Statutes and by these By-laws, to indemnify all persons for any liability and expense incurred or arising out of activities undertaken on behalf of the Corporation.

Additionally, the Corporation is specifically authorized to provide bonding, as required as a condition to enter into any contract. Any officer, director, or employee of the Corporation, authorized to make distributions on behalf of the Corporation, shall be bonded for a sum as may be determined from time to time by the Board of Directors. All premiums payable to any insurance company for any contract of insurance of indemnity or bonding may be paid from the funds of the Corporation for the benefit of any officer, director, or employee of the Corporation. Officers, directors, or employees of the Corporation may be indemnified by the Corporation for liabilities to third parties incurred in the discharge of their duties as officers, directors and/or employees, including legal fees and out-of-court settlements, provided that the officers, directors, and/or employees acted in good faith in a reasonable belief that their actions were in the best interest of the Corporation. The Corporation shall provide further indemnification to the officers and members of the Board of Directors by purchasing for their benefit an insurance policy insuring said parties against any liability and the Corporation shall be responsible for the payment of any deductible provisions contained in said insurance policies.

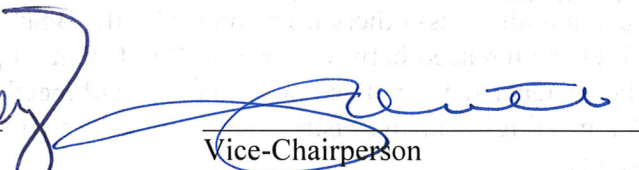
ARTICLE X

AMENDMENTS TO BY-LAWS

These By-laws, and any amendments hereafter adopted, may be amended, modified, altered or replaced by a two-thirds (2/3) vote of the members of the Board of Directors present and voting at any meeting of the Board of Directors. All members shall be notified with written copies of the changes at least two weeks in advance of any meeting that is scheduled for the amendment modification and repeal of the By-laws.



Chairperson



Vice-Chairperson

Past-Chairperson

Attachment 1: Initial Gulf Coast Workforce Board, Inc.

DIRECTORS

CATEGORY: PRIVATE SECTOR

19 REPRESENTATIVES

<u>NAME</u>	<u>ADDRESS/TELEPHONE</u>	<u>TERM</u>
Kristin Anderson Franklin County	P.O. Box 386 Apalachicola, FL 32329-0386 (904) 653-9335	1 year (07/01/96 - 06/30/97)
Jimmy Barr Bay County	Peoples First 2305 Highway 77 Panama City, FL 32405 (904) 769-5261	1 year (07/01/96 - 06/30/97)
David Butler Franklin County	Gulf State Bank P.O. Drawer GG Carrabelle, FL 32322 (904) 697-3395	2 years (07/01/96 - 06/30/98)
Charles Watson Clark Franklin County	127 Avenue J Apalachicola, FL 32320 (904) 653-8183	3 years (07/01/96 - 06/30/99)
Richard Dodd Bay County	Gulf Asphalt Corporation P.O. Box 2462 Panama City, FL 32402 (904) 785-4675	2 years (07/01/96 - 06/30/98)
Ted Haney (Replacement) Bay County	Haney & Associates 522 Mercer Avenue Panama City, FL 32401 (904) 763-1783	3 years (07/01/96 - 06/30/99)
Anne Hull-Dick (Resigned)		
Sylvester Herron Bay County	Print Express 1328 Harrison Avenue Panama City, FL 32401 (904) 872-0005	1 year (07/01/96 - 06/30/97)
Chuck Marks (Resigned)		
Frank Latham (Replacement) Franklin County	1081 East Gorrie Drive St. George Island, FL 32328 (904) 927-2981	1 year (07/01/96 - 06/30/97)
Sue Marley (Resigned)		
Rex Buzzette (Replacement) Gulf County	P.O. Box 879 Port St. Joe, FL 32456 (904) 229-8771	1 year (07/01/96 - 06/30/97)

Ted Mosteller Franklin County	151 24 th Avenue Apalachicola, FL 32320 (904) 653-8166	2 years (07/01/96 - 06/30/98)
Dr. Tim Nelson Gulf County	P.O. Box 274 Port St. Joe, FL 32456 (904) 229-8400	2 years (07/01/96 - 06/30/98)
Tom Neubauer Bay County	Tom Neubauer Real Estate 740 S. Tyndall Parkway Panama City, FL 32404 (904) 785-1551	2 years (07/01/96 - 06/30/98)
Ralph Rish Gulf County	326 Reid Avenue Port St. Joe, FL 32456 (904) 227-7200	3 years (07/01/96 - 06/30/99)
Roy Smith Gulf County	Hannon Insurance Co. 211 Reid Avenue Port St. Joe, FL 32456 (904) 227-1133	1 years (07/01/96 - 06/30/97)
John Tinney Bay County	Spurlin Industries 700 Jackson Way Panama City, FL 32405 (904) 785-1535	3 years (07/01/96 - 06/30/99)
Jan Traylor Gulf County	P.O. Box 551 Wewahitchka, FL 32465 (904) 639-2222	2 years (07/01/96 - 06/30/98)
Darrell Barron Bay County	Vocational Rehabilitation 2939 Highway 77 Panama City, FL 32405 (904) 872-4380	1 year (07/01/96 - 06/30/97)
Greg Boggs Bay County	Central Council Labor Rep. P.O. Box 3576 Panama City, FL 32401 (904) 785-7663	1 year (07/01/96 - 06/30/97)
Tom Clendenning Jobs & Benefits	Region 1 Office 1264 Timberlane Road Tallahassee, FL 32312 (904) 487-1795	1 year (07/01/96 - 06/30/97)
Stephanie Gall Bay County	Bay County Schools 1311 Balboa Avenue Panama City, FL 32401 (904) 872-4100	1 year (07/01/96 - 06/30/97)
Robert McSpadden	Gulf Coast Community College	1 year (07/01/96 - 06/30/97)

Bay County	5230 W. Highway 98 Panama City, FL 32401 (904) 872-3800	
C.T. Ponder Franklin County	Franklin County Schools 155 Avenue E Apalachicola, FL 32320 (904) 653-8831	1 year (07/01/96 - 06/30/97)
Walter Wilder Gulf County	Gulf County Schools 502 Niles Road Port St. Joe, FL 32456 (904) 229-8256	1 year (07/01/96 - 06/30/97)
Katie Zimpfer Bay County	HRS 500 W. 11 th Street Panama City, FL 32401 (904) 872-7648	1 year (07/01/96 - 06/30/97)

SUB-CATEGORY: PUBLIC SECTOR EX-OFFICIO NON-VOTING

<u>NAME</u>	<u>ADDRESS/TELEPHONE</u>	<u>TERM</u>
Rick Hurst Bay County	Bay County Commission P.O. Box 1818 Panama City, FL 32402 (904) 784-4026	1 year (07/01/96 - 06/30/97)
Billy Traylor Gulf County	Gulf County Commission Gulf County Courthouse Port St. Joe, FL 32456 (904) 229-6106 or 639-2764	1 year (07/01/96 - 06/30/97)
Jimmy Mosconis (Resigned) Buford "Dink" Braxton (Replacement) Franklin County	Franklin County Commission 33 Market Street, Suite 203 Apalachicola, FL 32320 (904) 653-8861	1 year (07/01/96 - 06/30/97)

SUB-CATEGORY: PUBLIC SECTOR ECONOMIC DEVELOPMENT

<u>NAME</u>	<u>ADDRESS/TELEPHONE</u>	<u>TERM</u>
Tamara Laine Gulf County	Gulf County Chamber of Commerce P.O. Box 964 Port St. Joe, FL 32456 (904) 227-1223	1 year (07/01/96 - 06/30/97)
Mike Murphy (Resigned) Cliff Butler (Replacement) Franklin County	P.O. Box 488 Apalachicola, FL 32329 (904) 653-2126 Ext. 31	1 year (07/01/96 - 06/30/97)

Larry Sassano Bay County Chamber of Commerce 1 year (07/01/96 - 06/30/97)
 Bay County 235 W. 5th Street
 Panama City, FL 32401
 (904) 785-8732

CATEGORY: COMMUNITY-BASED ORGANIZATION

<u>NAME</u>	<u>ADDRESS/TELEPHONE</u>	<u>TERM</u>
John Bruce Bay County	927 Center Avenue Panama City, FL 32401 (904) 763-2936	1 year (07/01/96 - 06/30/97)
Jane Cox (Resigned) Brent Taylor (Replacement) Franklin County	231 Avenue E Apalachicola, FL 32320	1 year (07/01/96 - 06/30/97)
Ruth Phillips Gulf County	326 Peters Street Port St. Joe, FL 32456 (904) 229-8644	3 years (07/01/96 - 06/30/99)
Bob Swenk Bay County	P.O. Box 27191 Panama City Beach, FL 32411 (904) 234-6678	2 years (07/01/96 - 06/30/98)

**MINUTES OF ORGANIZATIONAL MEETING OF DIRECTORS OF GULF COAST
 WORKFORCE DEVELOPMENT BOARD, INC.**

The Board of Directors of Gulf Coast Workforce Development Board, Inc., a Florida not for profit Corporation (the "Corporation"), acting pursuant to Section 617.0205, Florida Statutes, duly assembled on the day below written and by the signature and with the approval and consent of the undersigned, who constitute all the initial Directors of the Corporation, hereby takes the following organizational actions:

RESOLVED, that notice of this meeting was properly given to each initial Director or is hereby waived;

RESOLVED FURTHER, that the form, terms, and provisions of the Articles of Incorporation of the Corporation, approved and filed in the Office of the Secretary of State of Florida on the 24th day of June, 1996, are hereby in all respects approved, and the Secretary/Treasurer is hereby instructed to file in the Corporation's Minute book the Corporations Certificate of Incorporation, certified by the Secretary of the State of Florida, together with a copy of such Articles of Incorporation;

RESOLVED FURTHER, that the By-laws presented to the Board, prepared by the incorporator of the Corporation, and filed in the Corporation's Minute book are hereby adopted by the Board of Directors as the By-laws of this Corporation;

RESOLVED FURTHER, that the following persons are elected to serve as officers of the Corporation, until their successors are elected and qualified:

Chairperson: Ralph Rish
 Vice-Chairperson: Bob Swenk
 Secretary-Treasurer: Kristin Anderson

RESOLVED FURTHER, that the seal, an impression of which is hereto affixed, be adopted as the seal of the Corporation;

RESOLVED FURTHER, that the appropriate officers of the Corporation are hereby authorized to pay all fees and expenses incident to and necessary for the organization of this Corporation;

RESOLVED FURTHER, that the Chairperson is authorized and directed to open an account(s) in the name of the Corporation with the First National Bank, and the proper officers of the Corporation are authorized and directed to execute such signature cards, and other documents, in connection with such account(s) as may be necessary or advisable;

RESOLVED FURTHER, that the term of office for the Directors of the Corporation is not permanent, but shall be in staggered terms of 1, 2, or 3 years as outlined below. Each Director shall serve until the latter of either the expiration of their term, or the election of their successor. A Director may resign by delivery of written notice of resignation to the Chairperson.

The initial Board of Directors shall be:

DIRECTORS

CATEGORY: PRIVATE SECTOR

16 REPRESENTATIVES

<u>NAME</u>	<u>ADDRESS/TELEPHONE</u>	<u>TERM</u>
Kristin Anderson Franklin County	P.O. Box 386 Apalachicola, FL 32329-0386 (904) 653-9335	1 year (7/1/96-6/30/97)
Jimmy Barr Bay County	Peoples First 2305 Highway 77 Panama City, FL 32405 (904) 769-5261	1 year (7/1/96-6/30/97)
David Butler Franklin County	Gulf State Bank P.O. Drawer GG Carrabelle, FL 32322 (904) 697-3395	2 years (7/1/96-6/30/98)
Charles Watson Clark Franklin County	127 Avenue J Apalachicola, FL 32320 (904) 653-8183	1 year (7/1/96-6/30/97)
Richard Dodd	Gulf Asphalt Corporation	2 years (7/1/96-6/30/98)

Bay County	P.O. Box 2462 Panama City, FL 32402 (904) 785-4675	
Anne Hull-Dick-(Resigned) Ted Haney-(Replacement)		(904) 763-1783
Sylvester Herron Bay County	Print Express 1328 Harrison Avenue Panama City, FL 32401 (904) 872-0005	1 year (7/1/96-6/30/97)
Chuck Marks-(Resigned) Frank Latham-(Replacement) Franklin County	1081 East Gorrie Drive St. George Island, FL 32328 (904) 229-8771	1 year (7/1/96-6/30/97)
Sue Marley-(Resigned) Rex Buzzett-(Replacement) Franklin County	P.O. Box 879 Port St. Joe, FL 32456 (904) 229-8771	1 year (7/1/96-6/30/97)
Ted Mosteller Franklin County	151 24th Street Apalachicola, FL 32320 (904) 653-8166	2 years (7/1/96-6/30/98)
Dr. Tim Nelson Gulf County	P.O. Box 274 Port St. Joe, FL 32457 (904) 229-8400	2 years (7/1/96-6/30/98)
Tom Neubauer Bay County	Tom Neubauer Real Estate 740 S. Tyndall Parkway Panama City, FL 32404 (904) 785-1551	2 years (7/1/96-6/30/98)
Ralph Rish Gulf County	326 Reid Avenue Port St. Joe, FL 32456 (904) 227-1133	3 years (7/1/96-6/30/99)
Roy Smith Gulf County	Hannon Insurance Company 211 Reid Avenue Port St. Joe, FL 32456 (904) 227-1133	1 year (7/1/96-6/30/97)
John Tinney Bay County	Spurlin Industries 700 Jackson Way Panama City, FL 32405 (904) 785-1535	3 years (7/1/96-6/30/99)
Jan Traylor Gulf County	P.O. Box 551 Wewahitchka, FL 324645 (904) 639-2222	2 years (7/1/96-6/30/98)

Darrell Barron Bay County	Vocational Rehabilitation 2939 Highway 77 Panama City, FL 32405 (904) 872-4380	1 year (7/1/96-6/30/98)
Greg Boggs Bay County	Central Council Labor Rep. P.O. Box 3576 Panama City, FL 32401 (904) 785-7663	1 year (7/1/96-6/30/97)
Tom Clendenning Labor & Benefits	Region 1 Office 1264 Timberlane Road Tallahassee, FL 32312 (904) 487-1795	1 year (7/1/96-6/30/97)
Stephanie Gall Bay County	Bay County Schools 1311 Balboa Avenue Panama City, FL 32401 (904) 872-4100	1 year (7/1/96-6/30/97)
Robert McSpadden Bay County	Gulf Coast Community College 5230 W. Highway 98 Panama City, FL 32401 (904) 872-3800	1 year (7/1/96-6/30/97)
C.T. Ponder Franklin County	Franklin County Schools 155 Avenue E Apalachicola, FL 32320	1 year (7/1/96-6/30/97)
Walter Wilder Gulf County	Gulf County Schools 502 Nile Road Port St. Joe, FL 32456 (904) 229-8256	1 year (7/1/96-6/30/97)
Katie Zimpfer Bay County	HRS 500 W. 11th Street Panama City, FL 32401 (904) 872-7648	1 year (7/1/96-6/30/97)

SUB-CATEGORY: PUBLIC SECTOR

EX-OFFICIO NON-VOTING

NAME

ADDRESS/TELEPHONE

TERM

Rick Hurst Bay County	Bay County Commission P.O. Box 1818	1 year (7/1/96-6/30/97)
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Panama City, FL 32402
(904) 784-4026

Billy Traylor
Gulf County
Gulf County Commission
Gulf County Courthouse
Port St. Joe, FL 32456
(904) 229-6106/639-2794
1 year (7/1/96-6/30/97)

Jimmy Mosconis-Resigned
Buford "Dink" Braxton
Franklin County
Franklin County Commission
33 Market Street, Suite 203
Apalachicola, FL 32320
(904) 653-8861
1 year (7/1/96-6/30/97)

<u>NAME</u>	<u>ADDRESS/TELEPHONE</u>	<u>TERM</u>
John Bruce Bay County	927 Center Avenue Panama City, FL 32401 (904) 763-2936	1 year (7/1/96-6/30/97)
Jane Cox-(Resigned) Brent Taylor-(Replacement)	P.O. Box 722 231 Avenue E Apalachicola, FL 32320 (904) 653-2800	1 year (7/1/96-6/30/97)
Ruth Phillips Gulf County	26 Peters Street Port St. Joe, FL 32456 (904) 229-8644	3 years (7/1/96-6/30/97)
Bob Swenk Bay County	P.O. Box 27191 Panama City Beach, FL 32411 (904) 234-6678	2 years (7/1/96-6/30/97)

RESOLVED FURTHER, that the term of office for each of the above named Directors shall begin on July 23, 1996, and continue for the length of their respective terms as shown above. Should a Director resign from their position before their term has expired, the replacement Director shall serve for the remainder of said term. Nominations for replacement Directors at the end of the term for that appropriate segment of the Board (i.e., Public, Private) are made to the County Commission of the appropriate County who then make the appointment.

~~The Board of Directors of the Corporation~~ took THE ABOVE actions on the 23rd day of July 1996