

FLORIDA FILM AND ENTERTAINMENT ADVISORY COUNCIL

Friday, December 3rd, 2010 (4th Quarter Meeting)

10:00am – 11:30pm

Teleconference Call

Teleconference Call-In information: 1-888-808-6959/ Conference Code 4104765

AGENDA

CALL TO ORDER AND WELCOME

- I. Administrative – Todd Roobin, Chair
 - A) Roll Call and Introductions:
 - B) Schedule of future meetings:
 - 1. 1stQ – March 2011
 - 2. Committees
 - 3. Other Committees
 - C) FFEAC Contact List/Open Seats
 - D) FFEAC Bylaw Revisions (Conforming to Statute Changes)

OLD BUSINESS

- II. Approval of Minutes (distributed via email) – Todd Roobin, Chair
 - A) 3rd Quarter FFEAC Meeting (9/24/10)
- III. Office of Film and Entertainment Report – Lucia Fishburne, OFE Director
 - A) Transition
 - B) Incentive Program Update
 - C) Legislative Update

NEW BUSINESS

- IV. Film Florida Update – Jennifer Pennypacker
- V. Public Comment

ADJOURNMENT

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**Florida Film and Entertainment Advisory Council (FFEAC)
3rd Quarter Meeting Minutes
September 24th, 2010
Teleconference Call**

Members

Todd Roobin
Pamela Tuscany-Wines
Jaymie Carter
Suzy Spang
Eric Breitenbach
Kelly Horton
Gus Corbella
Seth Schachner
Michelle Marx

Office of Film and Entertainment Staff

Lucia Fishburne, State Film Commissioner
Susan Simms, Los Angeles Liaison
Herb Miller, Incentive Administrator
Niki Welge, Production Coordinator
Jocelyn Mock, Communications Coordinator
Jack Warren, Administrative Assistant
Adam Madlinger, Executive Assistant

Members of the Public

Judson C. French, Jr.
Jennifer Pennypacker
Julie Balter
Dave Caserta
Joyce Pugh
Andrea Voss
Fred Springer
Andrew Nathanson

ADMINISTRATIVE

The third quarter meeting for the Florida Film and Entertainment Advisory Council (FFEAC) was called to order by Chairman Todd Roobin on September 24th, 2010 at 10:03 A.M. A quorum was present after the initial roll call of the FFEAC members and Ex-Officio members.

Future meeting times were discussed with Lucia outlining a possible yearlong itinerary. Fourth quarter meeting would be on Dec 3rd and would be a teleconference, 10:00 to 11:30am. The first quarter meeting would be in Tallahassee, 10th/11th of March 2011 to try and work with Film Florida and perhaps even have the new Governor or Lt. Governor in attendance. For those that

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couldn't make the drive, there would be teleconference capability. The second quarter 2011 meeting could take place June 2nd/3rd in conjunction with CAMACOL's inaugural Miami Media and Film Market. The third quarter 2011 meeting could take place September 8th/9th in Orlando near the airport for ease of those traveling at that time. Lastly the fourth quarter meeting would take place December 9th and be a teleconference event. As for Committee meetings, the Chairs will work with the OFE for suitable dates and then will be noticed accordingly.

An update from Fred Springer, the attorney the OFE has retained to assist in the rulemaking process, was moved up on the agenda to accommodate a scheduling conflict. He provided a recap of the public workshop and indicated that he and the OFE were, based on industry input, working on proposed rule language that would enable certification of future credits. The next goal is to get the draft to all stakeholders for final input before the rules are published in the Florida Administrative Weekly. The proposed target for publication in the Florida Administrative Weekly is Oct. 15th, 2010 with an overall target date for the rules being effective at or near the end of this calendar year.

Appointments were then covered by Lucia Fishburne. Suzy Spang was awaiting re-appointment as well as Steven Schlow. Jaymie Carter was appointed by the House and Julie Balter who had finished Melodie Shaw's appointment was awaiting possible appointment to an open seat. Currently Anita Mitchell's seat is vacant as she had to resign early. Lastly, there are four open Gubernatorial Appointments that the OFE is hoping will be filled in the immediate future.

OLD BUSINESS

Approval of Minutes - A motion was made by Gus Corbella, second by Pamela Tuscany-Wines, to accept the 6/23/10 2nd Quarter FFEAC meeting minutes and the Strategic Growth Initiatives Committee minutes. Motion passed.

Office of Film and Entertainment Report - Lucia Fishburne provided a summary of the OFE activities.

1) Appointments – status

The Governor's appointments person is meeting with the Governor today. We anticipate appointments being announced in the next couple of weeks.

2) Future Meetings – formula approach, mostly face to face

Starting in March 2011, 2nd Thursday and Friday of the third month of each quarter.

Using this formula – here would be the future FFEAC meeting dates:

- March 10 – 11: Tallahassee (session/new Governor/LG/OTTED Director join)
- June 2 – 3: Miami] (tentative - in conjunction with CAMACOL'S first Miami Media and Film Market)
- September 8 – 9: Orlando Airport Hyatt Regency

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- December 9: teleconference

Suggested Meeting Itinerary for face to face meetings:

Thursday

1pm – 5pm: FFEAC Committee Meetings
Reception

Friday

9am- noon: FFEAC Quarterly Meeting

3) BP Oil recovery – potential advertising dollars

Lucia met with Chris Hart and discussed it with Chris Thompson of Visit Florida. Neither thought there would be much support. Did not pursue further.

Also Niki Welge had an initial discussion with Tom Rousch, The Pensacola Film Commissioner and Chris Hart regarding the possibility of obtaining BP mitigation funding for a local NW Florida incentive. At minimum there is interest in exploring how to incentivize production to come into under-utilized and/or rural areas.

4) 2010 Statute Changes, Bylaw and Standing Rules Review – Adam Madlinger has prepared an analysis comparing the new and old OFE and FFEAC statutes, as well as the Bylaws and Standing Rules. It will be sent to the executive committee to review and determine what Bylaw or Standing Rule changes will be needed.

OLD BUSINESS

OFE Report

- I. General Operations
 - A) OFE again surpassed our annual performance measures
 - B) Final Incentive Report due Oct 1 to Governor, Senate President, Speaker of the House
 - C) Fiscal year close out for all aspects of operations
 - D) Herb Miller on board as a FTE – this allowed us to expand OPS Staff - April Spooner's hours increased; added Jack Warren
 - E) Preparing for transition – documents, meetings, etc.
 - F) Reel Crew Update

The Current numbers on Reel Crew as of COB 09/20/2010 are as follows:
Crew: 469
Support Services: 266

Staff will determine if there is a Spanish version and report back to the council.

100% of the users in Crew and Support Services are searchable online and verified as of today. Crew and Support Services are the 2 major categories and there are numerous generic categories and subcategories.

- G) Incentive Program Updates provided by Herb Miller (FY09-10 Close out; FY10-11 Update)

INCENTIVE SUMMARY SHEET 2009/2010

FILM, TV & COMMERCIAL QUEUE A/B		FLORIDA QUALIFIED EXPENDITURES	CERTIFIED FROM INCENTIVE FUNDS	ROI
Total Available Funds \$ 9,180,000				
FILM, TV & COMMERCIAL - FULLY CERTIFIED	12	\$ 60,487,880	\$ 8,368,268	
FILM, TV & COMMERCIAL - WITHDRAWN	40	\$ 173,065,130	\$ -	
FILM, TV & COMMERCIAL BALANCE SEPTEMBER 24, 2010			\$ 821,742	6.04-to-1

INDEPENDENT FLORIDA FILMMAKER QUEUE C		FLORIDA QUALIFIED EXPENDITURES	CERTIFIED FROM INCENTIVE FUNDS	ROI
TOTAL AVAILABLE FUNDS \$ 0.00				
INDEPENDENT FLORIDA FILMMAKER - CERTIFIED	0	\$ -	\$ -	
INDEPENDENT FLORIDA FILMMAKER - WITHDRAWN	1	\$ 423,308	\$ -	
INDEPENDENT FLORIDA FILMMAKER BALANCE SEPTEMBER 24, 2010			\$ -	N/A

DIGITAL MEDIA PROJECTS QUEUE D		FLORIDA QUALIFIED EXPENDITURES	CERTIFIED FROM INCENTIVE FUNDS	ROI
TOTAL AVAILABLE FUNDS \$ 1,620,000				
DIGITAL MEDIA PROJECTS - CERTIFIED	4	\$ 18,180,180	\$ 1,818,018	
DIGITAL MEDIA PROJECTS BALANCE SEPTEMBER 24, 2010			\$ 984	10-to-1

OVERALL

Total Productions Applying for Incentive: 57
 Total Certified Productions: 16
 Qualified Florida Expenditures: \$ 66,677,840
 Total Certified Incentive Funds: \$ 9,977,274
 Estimated # of Florida Jobs: 9,650
 Cumulative Return on Investment: 6.68-to-1

Anticipated Total Incentive Funds to Revert 10/1/2010: \$822,728.00
 Total Percentage of Incentive Funds Paid Out: 92.4%

CERTIFIED PROJECT TYPE SUMMARY

- 2-Theatrical Movie
- 3- Dramatic TV Series
- 3- Telenovelas
- 4- Commercial
- 4- Digital Media Projects

GEOGRAPHIC REGION

- 11-Miami/Dade/Broward/Fort Lauderdale/Palm Beach
- 6-Orlando/Orange County

INCENTIVE SUMMARY SHEET 2010/2011

GENERAL PRODUCTION QUEUE A Total Available Tax Credits \$ 50,290,000		FLORIDA QUALIFIED EXPENDITURES	CERTIFIED TAX CREDITS	TOTAL FLORIDA WAGES	TOTAL FLORIDA JOBS	ROI
RULLY CERTIFIED	37	\$ 386,741,287	\$ 44,850,000	\$ 236,290,000		24.79%
PARTIALLY CERTIFIED	1	\$ 27,100,455	\$ 5,436,000	\$ 26,053,344		11.44%
PENDING	15	\$ 55,661,530	\$ 12,695,000	\$ 26,972,116		6.50%
WITHDRAWN	27	\$ -	\$ -	\$ -		-
GENERAL PRODUCTION QUEUE A BALANCE SEPTEMBER 24, 2010	80	\$ -	\$ 293,315,488	\$ -	42,706	8.43 to 1
COMMERCIAL & MUSIC VIDEO QUEUE B						
Available Tax Credits \$ 1,605,000		FLORIDA QUALIFIED EXPENDITURES	CERTIFIED TAX CREDITS	TOTAL FLORIDA WAGES	TOTAL FLORIDA JOBS	ROI
CERTIFIED	0	\$ -	\$ -	\$ -		-
WITHDRAWN	2	\$ -	\$ -	\$ -		-
Total	2	\$ -	\$ 1,605,000	\$ -	-	N/A
INDEPENDENT & EMERGING MEDIA PRODUCTION QUEUE C						
Total Available Tax Credits \$ 1,605,000		FLORIDA QUALIFIED EXPENDITURES	CERTIFIED TAX CREDITS	TOTAL FLORIDA WAGES	TOTAL FLORIDA JOBS	ROI
RULLY CERTIFIED	18	\$ 7,300,908	\$ 1,486,073	\$ 6,257,877		1.90%
PARTIALLY CERTIFIED	1	\$ 587,126	\$ 119,403	\$ 453,820		5%
PENDING	7	\$ 2,649,916	\$ 631,005	\$ 2,195,961		3.21%
WITHDRAWN	11	\$ -	\$ -	\$ -		-
INDEPENDENT & EMERGING MEDIA PRODUCTION QUEUE C BALANCE SEPTEMBER 24, 2010	37	\$ -	\$ -	\$ 7,923,458	2,275	4.86 to 1

OVERALL

Total Productions Applying for Incentive: 119
 Active Certified Productions: 57
 Anticipated Florida Expenditures: \$ 431,871,776
 Certified Incentive Funds to Date: \$ 51,885,000
 Estimated # of Florida Jobs: 38,153
 Cumulative Return on Investment: 8.32 to 1

CERTIFIED PROJECT TYPE SUMMARY

- 21-Theatrical Movie
- 6-Dramatic High Impact TV Series
- 1- TV Pilot
- 5- TV Series
- 1- Telenovelas
- 6- Documentary Productions
- 3- VFX Productions
- 3- Digital Media Projects
- 11- Video Games

GEOGRAPHIC REGION

- 32-South
- 19-Central
- 7-Tampa Bay/Sarasota/Clearwater

H) Sales Tax Exemption Update **As of 9/21/10

Calendar Year	Quarter	# of Applicants	Out of State Applicants	Estimated Florida Expenditures	Estimated Jobs	Estimated ROI
**2010	4th	118	29	\$227,437,121	3,629	64.3:1

I) **Local Film Liaisons**

Personnel changes in local offices:

Recent changes at the local level - new local film and entertainment industry liaisons since March 2010:

1. Tampa – Dianne Jacobs is the interim liaison (Lindsey Guthrie resigned)
2. Manatee County – Monica Luff (replaced Kelly Fores)
3. Seaside – Jon Ervin (replaced Chip Day)
4. Tallahassee – Katie Kole (replaced Rebecca Mattingly)
5. Broward County– Noelle Stevenson (replaced Elizabeth Wentworth)
6. Volusia County– Nikki Malloy (replaced Janet Kersey)
7. City of Miami – Harry Gottlieb (replaced Robert Parente)

Generally speaking most of these changes reflect reorganization at the local level in response to the current economic situation.

For an up-to-date list of all the local liaisons, including their contact information, visit our website.

Lucia urged everyone to reach out to the local liaison in your area and meet with them to learn what they do, what are the area’s strengths, weaknesses and opportunities. Find out what local events and activities you could get involved in to learn more. This will help inform us for the update to our strategic plan.

J) **Advertising, Promotion, Sponsorship Update**

Sponsorships

- Florida Film Institute: June 28 – August 6, 2010
 - Sponsored their free Summer Film Camp for underprivileged middle and high school youth in Miami
- Co-sponsored Independent Film Week with Film Florida: September 19-24, 2010 in New York City
 - Members of Film Florida attended.

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- Global Peace Film Festival: September 21-26, 2010 in Orlando, FL

Denied Sponsorships

- FSU Film School Annual Fundraising Gala: August 8, 2010
- Miami Music Festival's "Picnic in the Park": November 13, 2010

Sponsorships on the Horizon

- 10th Annual Jacksonville Film & Television Industry Reception: October 13, 2010
 - Lucia Fishburne to attend
- Jacksonville Film Festival: October 14-17, 2010
 - Co-sponsor with Film Florida of Panel: The Future of Filmmaking in Florida – The New Incentives taking place on Friday, October 15th from 12:30pm – 2:30pm at the Cummer Museum of Art and Gardens
 - Lucia Fishburne will be sitting on the panel
- 2010 LA Femme International Film Festival: October 14-17, 2010 in Los Angeles, CA
 - Susan Simms will sit on the Film Financing panel
- Miami Short Film Festival: November 13-20, 2010
- 2010 Independent Film & Television Alliance Production Conference: December 3, 2010 in Los Angeles, CA
 - Susan Simms will represent the OFE at the conference

Sponsorships Pending Approval

- AICP Show, Florida: October 8, 2010 in Miami
- Fort Lauderdale Film Festival's "Florida Treasures": October 16, 2010
- FMPTA Crystal Reel Awards: November 5-7, 2010 in Orlando

Advertisements

- Hollywood Reporter "Made in Florida" issue
 - Half page color ad
 - Street date was July 30th
- Motion Picture TV & Theatre Directory
 - 1 inch B&W ad/Directory listing in the Fall 2010 issue with listings in the "Film Commission" and an online profile included
 - Street date is September 30th

Denied Advertisements

- In-Focus Magazine
 - Half page, color ad in August/September 2010 Issue
- Kemps International Directory
 - 12 Month Online Profile beginning October 1, 2010

Other

- New Creative Agency
 - Through a competitive bid process, the OFE has partnered with McBride Marketing Group of Melbourne, Florida as its new creative agency. McBride will be working with the OFE to support all of its graphics needs, including: advertisement creation, a new collateral piece, and a possible re-design of the existing website to increase its organization, functionality, and overall ease of use.

K) Business Development and Outreach – Susan Simms report

Susan Simms reported that she has been busy. She identified challenges with the beginning of the new fiscal year, the new incentive program, and the end of the year performance report all converging at one time. She said that there is a lot of interest from projects in the 4 to 8 million dollar budget range and, for the first time, interest in a number of projects in the 35 to 55 million dollar budget range. Currently, as always, there is great interest from participants at the multiple events she recently attended in utilizing Florida as a production location. Pamela Tuscany-Wines had some questions that Susan addressed regarding the message going out that the office is moving toward certifying future year tax credits. Judd French asked about larger 3D projects that were possibly interested in Florida as a location to shoot. Susan indicated there was interest.

Committee and Task Force Reports – Seth Schachner, Strategic Growth Initiatives

Seth provided a recap of the brief Strategic Growth Initiatives Committee meeting. He shared some of the ideas he had gathered through his informal information gathering to help in the creation of the greater Strategic Plan that will be done for the OFE after the new year. Lucia Fishburne suggested that the Executive Committee should include Strategic Planning on their list of things to discuss in the future.

NEW BUSINESS

Initial Discussion of 2011 Legislative Strategy

Lucia Fishburne spoke about the ‘glitches’ that were part of converting from an annual cash rebate program to a multi-year tax credit program. She reiterated that her door is open to all to discuss potential changes to statute language for next session. Kelly Horton and Gus Corbella concurred that any new language for consideration would be needed in late January or early February.

Film Florida Update

Jennifer Pennypacker, President of Film Florida, touched upon the resignation of Lindsey Norris-Guthrie and their continued work with the local office and the interim replacement so that

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projects have no break in service. Jennifer then covered their participation in New York at IFW. She touched upon their festival participation, good press that was being generated, and the upcoming events and quarterly meetings.

Public Comments/Input –

Before public comment was started, Lucia Fishburne suggested that Jaymie Carter introduce herself to the council. Jaymie informed everyone that she had been working with film festivals since 2004 and that she was very excited about the possibility for the industry's growth in Florida. She has a family and has the fortune to not have to work which allows her to be an event planner and fund raiser for non-profit organizations. Jaymie mentioned that she was going to have lots of questions in the future.

Public comment was opened and Judd French informed everyone about Palm Beach County approving the initial allocation of real-estate and 25 million dollars in funding for the FSU College of Motion Picture Arts Facility, consisting of a graduate program and a new center for advanced digital media research, as well as a Digital Domain Institute and Digital Domain studio. The building will be 'iconic' with an initial size of 150,000 square feet.

Leslie Bartlett reminded everyone that the Crystal Reel Awards will be on November 5th, 6th and 7th.

Susanna Costello with VISIT Florida announced an 825 mile beach walk on November 6th. People will walk a mile and take a picture to put to rest the thought that Florida beaches are soiled by the oil spill. Susanna suggested that there may be a chance to promote those beaches by involving celebrities.

Todd Roobin encouraged people to go see a movie called *Like Dandelion Dust* that was opening in theaters today - as it was filmed in Jacksonville.

Adjournment – Gus Corbella made a motion to adjourn, second by Seth Schachner. Motion passed. Meeting was adjourned at 11:27am.

**FLORIDA FILM & ENTERTAINMENT
ADVISORY COUNCIL BYLAWS**

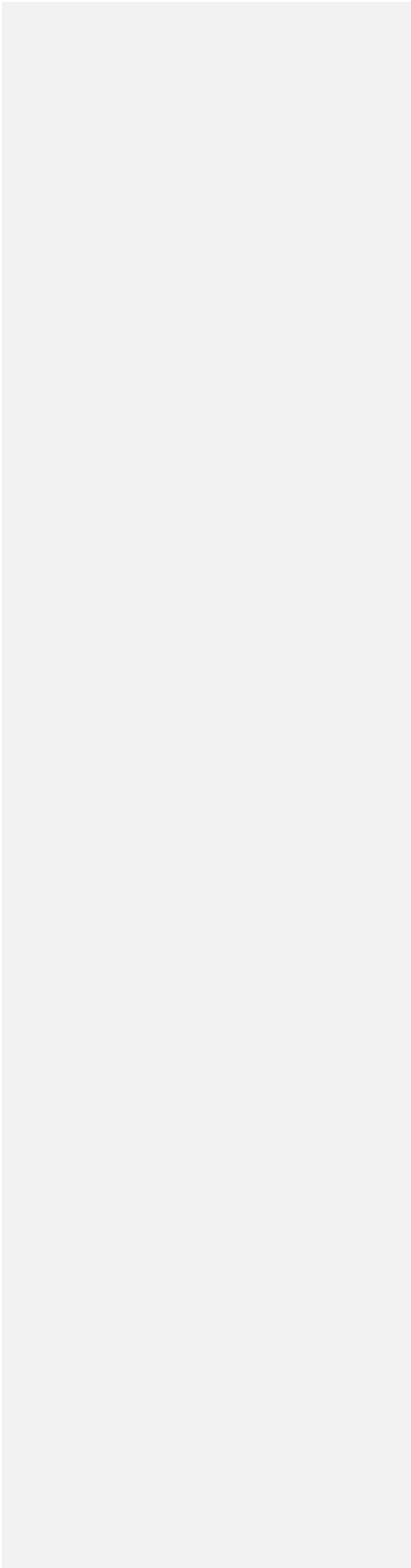


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ARTICLE I

Name

The name of this organization shall be the **Florida Film and Entertainment Advisory Council** (the “**Council**”).

ARTICLE II

Mission

This Council is organized, under Chapter 288, Florida Statutes, and pursuant to Section 288, ~~§2261252~~

F.S. The purpose of the Council shall be to serve as an advisory body to the Office of Tourism, Trade and Economic Development and to the Office of Film & Entertainment providing these offices with industry insight and expertise related to developing, marketing, promoting and providing service to Florida’s Entertainment industry.

Comment [LF1]: Corrected statute reference to conform with current statute.

ARTICLE III

Objectives

The objectives of the Council shall include, but not be limited to the following:

- A. To provide a broad and consistent base of industry-related demographic, economic and informational support to the Office of Film & Entertainment.
- B. To aid in the development of plans to address the needs of Florida’s film and entertainment industry.
- C. To strengthen film & entertainment industry planning and cooperation among public sector agencies and private sector organizations.
- D. To improve the quality of life for all Floridians through the support and enhancement of a business climate that is conducive to the State’s film & entertainment industry.
- E. To advise in the development of an educational system that promotes a seamless K-through college digital/film education track, occupational skills training, and incumbent worker retraining, for the film and entertainment industry in Florida.
- F. To assist governmental institutions and legislators in obtaining the resources necessary to proactively plan for the rapidly changing needs of the digital entertainment medium.
- G. To be inclusive and work with special communities, minorities and diverse organizations in order to develop innovative ways of addressing their unique needs and challenges as they relate to the film and television industry

ARTICLE IV

Powers and Duties

The Council shall have all the powers necessary or convenient to carry out and effectuate the purposes and provisions of its mission in the performance of its duties, which shall include but not be limited to:

- A. Adopt Bylaws for the governance of its affairs and the conduct of its business.
- B. Advise and consult with the Office of Film & Entertainment on the content, development, and implementation of a 5-year strategic plan to guide the activities of the office.
- C. Review the Commissioner of Film & Entertainment's administration of the programs related to the strategic plan, and advise the Commissioner on the programs and any changes that might be made to better meet the strategic plan.
- D. Consider and study the needs of the entertainment industry for the purpose of advising the Commissioner and the Office of Tourism, Trade, and Economic Development.
- E. Identify and make recommendations on state agency and local government actions that may have an impact on the entertainment industry or that may appear to industry representatives as an official state or local action affecting production in the state.
- F. Consider all matters submitted to it by the Commissioner and the Office of Tourism, Trade, and Economic Development.
- G. Advise and consult with the Commissioner and the Office of Tourism, Trade, and Economic Development, at their request or upon its own initiative, regarding the promulgation, administration, and enforcement of all laws and rules relating to the entertainment industry.
- H. Suggest policies and practices for the conduct of business by the Office of Film & Entertainment or by the Office of Tourism, Trade, and Economic Development that will improve internal operations affecting the entertainment industry and will enhance the economic development initiatives of the state for the industry.
- I. Appear on its own behalf before boards, committees, commissions, departments, or other agencies of municipal, county, or state government, or the Federal Government.
- J. Comply with the highest standards of ethics, conduct and the provisions of Florida Statute s. 286.011, s. 288.1253, and all laws governing conflicts of interest, including Chapter 112, Part III, F.S., specifically, and other state and federal statutes as appropriate.

ARTICLE V

Membership

A. **Composition.** The membership of the Council shall consist of seventeen (17) members, seven (7) to be appointed by the Governor, five (5) to be appointed by the President of the Senate, and five (5) to be appointed by the Speaker of the House of Representatives, ~~with the initial appointments being made no later than August 1, 1999.~~

Comment [LF2]: Deleted all language related to the initial terms to conform with current statute.

B. **Appointments.** When making appointments to the Council, the Governor, the President of the Senate, and the Speaker of the House of Representatives shall appoint persons who are residents of the state and who are highly knowledgeable of, active in, and recognized leaders in Florida's motion picture, television, video, sound recording, or other entertainment industries. These persons shall include but not be limited to, representatives of local film commissions, representatives of entertainment associations, a representative of the broadcast industry, representatives of labor organizations in the entertainment industry, and board chairs, presidents, chief executive officers, chief operating officers, or persons of comparable executive position or stature of leading or otherwise important entertainment industry businesses and offices. Council members shall be appointed in such a manner as to equitably represent the broadest spectrum of the entertainment industry and geographic areas of the state.

1. Council members shall serve for four-year terms, ~~except that the initial terms shall be staggered.~~

Comment [LF3]: Deleted all language related to the initial terms to conform with current statute.

~~2. The Governor shall appoint one member for a one year term, two members for two year terms, two members for three year terms, and two members for four year terms.~~

~~3. The President of the Senate shall appoint one member for a one year term, one member for a two year term, two members for three year terms, and one member for a four year term.~~

~~4. The Speaker of the House of Representatives shall appoint one member for a one year term, one member for a two year term, two members for three year terms, and one member for a four year term.~~

~~5~~2. Subsequent appointments shall be made by the official who appointed the council members whose expired term is to be filled.

~~6~~3. No more than one member of the Council may be an employee of any one company, organization, or association.

~~7~~4. Any member shall be eligible for reappointment but may not serve more than two consecutive terms.

~~C5. Ex-Officio Members. The Commissioner of Film and Entertainment, a representative of Enterprise Florida, Inc., a representative of the Florida Tourism Industry Marketing Corporation VISIT Florida, and a representative of Workforce Florida, Inc.,~~

Comment [LF4]: Deleted Film Commissioner as ex-officio and changed reference to Visit Florida to conform with current statute.

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shall serve as ex-officio, nonvoting members of the Council, and shall be in addition to the 17 appointed members of the Council.

~~§. The Office of the Commissioner of Film & Entertainment shall provide staff assistance to the Council, which shall include, but not be limited to, keeping records of the proceedings of the Council, and serving as custodian of all books, documents, and papers filed with the Council.~~

Comment [LF5]: Moved to the meeting section of this document to conform with the current statute.

D. Member of Distinguished Honor. Members of Distinguished Honor shall be Florida friendly professionals and/or scholars who have made outstanding contributions to their craft (motion picture/television industry), have been recognized with award by their peers for such, and have been recognized by unanimous vote of the Council as distinguished members.

- 1). Appointed Council Members may nominate others for Members of Distinguished Honor and nominees shall be reviewed by the Executive Committee on an annual basis. If membership is approved by unanimous vote of the Committee, the nominee shall be placed on the agenda for the next regularly scheduled Council meeting, for a vote by the entire Council. A majority vote of the Council will be needed to confirm the nominee as a Member of Distinguished Honor.
- 2). Recognized members, although not required to attend, shall be invited to all meetings and receive all meeting handouts and materials and are subject to Article IX - Standards of Ethical Conduct.
- 3). Members of Distinguished Honor may be called upon for advice and/or consultation from time to time.

E. Council Member Absences. Absence from three consecutive meetings shall result in automatic removal from the council. If an appointed member is unable to attend a regularly scheduled quarterly ~~or special~~ meeting of the full Council, the following absentee policy applies. All other methods of excuse will constitute an unexcused absence.

Comment [LF6]: Added to conform with current statute.

1) **Excused Absence.** A letter, phone call or e-mail citing the reason for an absence from a regularly scheduled meeting shall constitute an excused absence, when provided to the Council Chair on or before five (5) working days prior to the meeting in question. ~~During each four-year term, three (3) excused absences will count as one (1) unexcused absence. If a member is reappointed, the absence count will reset to zero.~~

2) **Unexcused Absence.** Upon two (2) consecutive unexcused absences from Council meetings a letter of warning to the absentee member will be mailed from the Council Chair/Commissioner of Film & Entertainment (cc: to official making appointment) indicating the number of recorded unexcused absences and statutory meeting requirements.

Comment [LF7]: Added to conform with current statute.

~~a) All unexcused absences shall be considered when factoring the three (3) absences from the Council that statutorily constitute expulsion as a member pursuant to s. 288.1252, Florida Statutes. (see Article V,E,1)~~

3. **Emergency Absence.** A phone call or e-mail citing the reason for the emergency absence must be provided to the Council Chair at the member's earliest possible convenience, or no later than seven (7) working days after the meeting in question. Excessive use of emergency absence shall constitute an unexcused absence on a one for one basis after three (3) emergency absences.

F. **Vacancies.** If a vacancy on the Council occurs due to death, resignation, removal from office or for any other reason, the unexpired term shall be filled in the same manner as such member was originally appointed to the Council. No vacancies on the Council shall impair the power of the Council to transact any and all business of the Council nor perform all its duties as provided for by Statute.

~~Any member who is absent from three (3) or more regular meetings without being excused by the Council Chair shall forfeit his or her seat on the Council. When a member for any reason ceases to be a member of the council, his or her unexpired term shall be filled in the same manner as such member of the Council, his or her unexpired term shall be filled in the same manner as such member was originally appointed to the Council.~~

Comment [LF8]: Deleted to conform to current statute. This is also redundant with E. Council Member Absence (see above)

G. **Compensation.** Each member of the Council, including the Council officers of Chair and Vice Chair shall serve without compensation, but shall be entitled to reimbursement for per diem and travel expenses incurred in accordance with s. 112.061, Florida Statutes, and Chapter 288, s. 288.1253, F.S. while in performance of their duties, attending meetings of the Council, its committees or its advisory bodies, and for performing such other services on behalf of the Council/Commissioner of Film & Entertainment as may be authorized or approved by the Chair/Commissioner of Film & Entertainment.

ARTICLE VI

Officers

The Officers of the Council shall be chosen from among the members of the Council in such a manner as prescribed herein below and shall include a Chair, and a Vice-Chair. The Council may also appoint such other Officers as it deems necessary for the conduct of its affairs, including, but not limited to, one or more Secretaries, who shall exercise such powers and perform such duties and shall be determined by the Council.

A. **Council Chair.** The Council shall elect a Chair from among its voting members.

1. **Term of Office.** A Chair shall be elected to serve for a term of one (1) year and until his or her successor has been elected. A Chair may be elected to two (2) or more successive terms.

2. **Removal from Office and Vacancy.** The Council Chair may be removed from office by a vote of a majority of the total membership of the Council no sooner than fourteen (14) days after written notice of intent to remove the Chair is filed with the Commissioner of Film & Entertainment. Such written notice of intent to remove the Chair shall state the cause for removal. In the event that a Chair is removed from office, his or her unexpired term shall be filled by a member of the Council in the same manner such Chair was originally elected.

Until the election of a new Chair, the Vice-Chair shall serve as Chair. If a vacancy occurs in the office of Chair due to any reason other than removal from office, the unexpired term shall be filled in the same manner in which such Chair was originally elected. Until the election of a new Chair, the Vice-Chair shall serve as Chair.

3. Powers and Duties. The powers and duties of the Chair shall be as follows:

- a). Preside at all meetings of the Council.
- b). Appoint, in consultation with the Commissioner of Film & Entertainment, all officers other than Vice-Chair and committees of the Council and other appointments as necessary.
- c). Serve as chief policy advocate for the Council.
- d). Represent the Council at hearings, conferences and other events.
- e). Serve as the Chair of the Council's Executive Committee and on such other council committees as he or she may choose.
- f). In conjunction with the Commissioner of Film & Entertainment arbitrate differences of opinion or resolve questions from committees and generally attend to miscellaneous administrative matters affecting the Council.

B. Council Vice-Chair. The Council shall elect a Vice-Chair from among its voting members.

1. Term of Office. A Vice-Chair shall serve for a term of one (1) year and until his or her successor as been elected. A Vice-Chair may be elected to two (2) or more successive terms.

2. Removal from Office and Vacancy. The Council Vice-Chair may be removed from office by vote of a majority of the total membership of the Council under the same procedures which govern the removal of a Chair. In the event that the office of Vice-Chair becomes vacant for any reason, the unexpired term shall be filled immediately from the membership of the Council in the same manner as such Vice-Chair was originally appointed.

3. Powers and Duties. During the absence or disability of the Chair or during the time that a vacancy exists in the office of Chair, the Vice-Chair shall preside over meetings of the Council and shall exercise all the powers and discharge all the duties of the Chair.

ARTICLE VII

Committees

The Chairman of the Council shall administer the assignment of Council members to all committees and assign a Chair to each committee from the members within each committee. Committee members will be chosen based on expertise and the expressed interest of the Council members. No person shall sit on more than two Standing Committees.

A. Executive Committee. An Executive Committee is hereby established within the Council.

1. **Membership.** The Executive Committee shall consist of the Chair, the Vice-Chair and the Chair of each Standing Committee. The Chair of the Council shall serve as Chair of the Executive Committee.

2. **Term of Office.** The terms of office of Executive Committee members shall correspond to their terms of office as officers of the Council or Chair of their respective Standing Committees.

3. **Duties.** The duties of the Executive Committee shall include the following:

- a) Handle administrative matters referred to it by the Chair or the Commissioner that affect the operation of the Council and should be decided between regularly scheduled Council meetings.
- b) Recommend amendments to the Bylaws, decide at the request of the Chair or the Commissioner, who should represent the Council at local, regional and statewide meetings to communicate the programs and services of the Office of Film & Entertainment and Council.
- c) When requested by the Chair or the Commissioner, arbitrate differences of opinion or resolve questions from committees and generally attend to miscellaneous administrative matters affecting the Council, including any matters which for whatever reason have not been assigned to any committee.
- d) To advise the Council on matters which are of general concern to the committees.
- e) To act in the absence of the full Council in matters of immediate concern.
- f) To render advisory opinions with respect to the interpretation and application of Standards of Ethical Conduct for Council Members to all persons who seek advice concerning such policy and to recommend to the Commissioner and to the full Council in cases involving Council members and Committee members, any disciplinary action within the framework or applicable laws and regulations for violation of such policy.

4. **Meetings.** The Executive Committee shall meet at the call of the Chair or Commissioner of Film & Entertainment.

B. Standing Committees. Duties are:

1. To enable the Council and the Office of Film & Entertainment to be more proactive in strategic planning and focus, in day-to-day operations and in long-range planning.
2. To define the specific roles and assign tasks necessary to complete projects of the Council and The Office of Film & Entertainment.
3. To ensure that time and resources are used effectively, efficiently and expeditiously.
4. To fulfill such duties as may be described in the Standing Rules.

C. Ad Hoc Committees. The Film Commissioner may request that the Council Chair establish one or more Special, or Ad Hoc Committees, task forces, councils or other groups, which may be composed of board members and other film and entertainment industry representatives. The Chair shall take under consideration the recommendation of the Commissioner of Film & Entertainment and/or Executive Committee in the appointment of members to such committees, task forces, councils or groups. Any such committees, task forces, council, or other groups shall be dissolved no later than one (1)-year after their creation, unless continued by the Chair.

D. Quorum. A quorum shall be required for all committee meetings. A quorum shall consist of a majority of the total number of authorized members of the committee.

E. Requirements for Committee Meetings. The requirements of Article VIII of these Bylaws with respect to notices of Advisory Council meetings, and voting shall also apply to meetings of the Executive Committee, Standing Committees and Ad Hoc Committees.

ARTICLE VIII

Meetings

The Council shall have regularly scheduled meetings no less frequently than once each quarter of the calendar year, but may provide for meeting more frequently as set by the Chair, Executive Committee, or a quorum vote by the Council.

The Office of the Commissioner of Film & Entertainment shall provide staff assistance to the Council, which shall include, but not be limited to, keeping records of the proceedings of the Council, and serving as custodian of all books, documents, and papers filed with the Council.

Comment [LF9]: Moved this from earlier section, without any changes to the text, to this section of the Bylaws so that it conforms with the organization of the current statute.

A. Notification. All meetings shall be publicly announced and open to the public. Except for special meetings, Council members shall be provided with a notice of a scheduled Council meeting at least 10 days in advance of such meeting. In the case of emergency, the Chair of the Council, with the written consent of the Commissioner of Film & Entertainment, shall prescribe a shorter notice to be given personally or by telecopy to each Council member at his/her residence or business address.

B. Participation by Conference Telephone or Similar Equipment. A member of the Council may participate in a meeting of such Council by means of a conference telephone, Internet Telephony or similar communications equipment, by means of which all persons participating in the meeting can hear each other at the same time. Participating by such means shall constitute presence at a meeting for quorum and all other purposes.

C. Public Notice. The Council shall operate pursuant to Florida's Government in the Sunshine Law. Notice of each regularly scheduled Council meeting shall be published in the Florida Administrative Weekly at least seven days prior to the date of the meeting. Committee meetings of the Council shall adhere to the same. The notice shall provide:

- 1) The date, time, and place of the meeting.
- 2) A brief description of the purpose of the meeting.
- 3) An address where interested persons may write to obtain a copy of the agenda.

D. Special Meetings. Special meetings shall be held when called by the Chair, Commissioner of Film & Entertainment, or by written communication of any five (5) or more members of the Council provided, however, that not less than seventy-two (72) hours notice of a special meeting shall be given to each member and to the public. Special meetings shall be called for specific purposes and only the items in the call shall be discussed at the meeting

1. The Council shall provide public notice of all special meetings. The form and place of publication of such notice shall be determined depending on the amount of advance notice available for the meeting. When practical, notice should be given as described in paragraph A (Notification) of this section.

E. Agenda. There shall be an agenda for each meeting listing the items to be considered. The agenda shall be prepared by the staff of the Office of Film & Entertainment, in consultation with the Commissioner and Chair of the Council. For regular meetings the agenda shall be sent to each member at least ten (10)- days prior to the meeting. In the case of special meetings members shall be provided with an agenda at least seventy-two (72) hours in advance of the meeting. Nothing shall come before the Council that is not on the agenda except by an affirmative vote of a majority of the members present at the meeting. When such a non-agenda matter is placed before the Council in this manner, the matter may be acted upon at that meeting.

1. A person may obtain a copy of the agenda of any meeting of the Council or a committee by writing to the Office of Film & Entertainment or by appearing in person at the Film Commission office.

F. Quorum. A quorum shall be required for a meeting of the Council. A quorum shall consist of a majority of the total number of authorized members of the Council.

G. Voting. Except as otherwise required by Florida Law or these Bylaws a majority vote of those members present at a meeting shall be required to adopt a motion. The vote of any member of the Council shall be equal to the vote of any other member in considering

or acting upon any question, proposal or other matter before the Council. No person shall be entitled to vote by proxy, through a designee or appointee, or in absentia.

H. Minutes. A record shall be kept of all actions of the Council and committee in meeting. Meetings of the Council and committees shall be recorded electronically, or a transcript made, and such records shall be preserved pursuant to Chapter 119, Florida Statutes. Support staff to the Council shall prepare written minutes of the actions of the Council or committee and shall provide a copy to each Council or committee member within thirty (30) days of such meeting or at least ten (10) days prior to the next regularly scheduled meeting. The written minutes shall be approved by the Council or committee at the next meeting. Such record shall describe the subject considered, the motion made, a brief summary of discussion on the motion, if any, and the results of the vote on the motion. Should any person wish to appeal any decision made with respect to the above-referenced meetings, he or she may need to ensure verbatim recording of the proceedings in order to provide a record for judicial review.

1. **Public Access to Records.** Any records of the Council and its committees are open to public inspection under the supervision of the Office of Film & Entertainment personnel and in such manner as will not unreasonably interfere with the orderly conduct of business. The Office of Film & Entertainment may assess the actual cost of the copying of any such records, as provided in s. 119.07, Florida Statutes.

ARTICLE IX

STANDARDS OF ETHICAL CONDUCT

A. Declaration of Policy. It is the policy of the Council that Council members, committee members, will adhere to the highest standards of ethical conduct in the discharge of their official acts. In order to ensure the proper administration and operation of the Council in pursuit of the public interest, Council members and committee members will avoid any action, whether or not specifically prohibited in the following sections, which might result in, or create the appearance of:

1. Using Film and Entertainment Advisory Council member status for private gain.
2. Giving preferential treatment to any organization or person.
3. Impeding governmental efficiency or economy.
4. Making decisions outside official channels.
5. Losing independence or impartiality of action.
6. Denying any citizen or group access to the decision making process of the Council.
7. Affecting adversely the confidence of the public in the integrity of the Council.

ARTICLE X

AMENDMENTS TO BYLAWS

A. **Procedure.** These Bylaws may be amended by an affirmative vote of a majority of the full membership of the Council

1. **Conforming Amendments.** In the event the Florida Legislature amends the statutes governing the Council, and such amendment is inconsistent with a provision of the Bylaws, the Bylaws shall be automatically amended upon approval of the Executive Committee to conform to such amendment.

2. **Severability.** The provisions of this policy are severable and if any of the provisions shall be held unconstitutional or invalid by a court of competent jurisdiction, the decision of the court shall not affect or impair any of the remaining provisions.

ARTICLE XI

RULES

Except as otherwise provided, all meetings of the Council and its committees shall adopt informal operating procedures. Meetings are to be guided by and generally conducted in accordance with Robert's Rules of Order, newly Revised, so far as not inconsistent with the Laws of Florida, or with these Bylaws.