



# PROCEDURES & BYLAWS

**FLORIDA ADVISORY COUNCIL ON SMALL AND MINORITY BUSINESS DEVELOPMENT**

Adopted July 11, 2012; Reaffirmed with Revisions: August 1, 2012; Submitted for Review and  
Approved by Council: May 16, 2013; Amended and Approved March 1, 2017

# Florida Advisory Council on Small and Minority Business Development

## **ETHICAL STANDARDS**

Members must not engage in conduct that calls into serious doubt their good character;

While participating in official activities, members must act ethically and avoid situations that create a conflict of interest or the appearance of a conflict of interest;

While participating in official activities, members must not act in a manner that is contrary to the best interest of the mission of the Florida Department of Management Services (DMS);

Members must make recommendations pursuant to Florida Statute. Member recommendations are only advisory and the Governor, Lt. Governor, the DMS Secretary and legislators decide how to respond to recommendations;

Members may obtain confidential information about DMS or its customers and resource partners because of their membership on the Council. Members must not disclose such information without authorization from the DMS Secretary;

Members must not participate in, or make use of advisory council activities that directly affect their business or financial interests, unless the activities are available to the general public;

Members must not use their status as an advisory council member to get benefits that are not available to the general public;

Members may not receive assistance from DMS or the Office of Supplier Diversity (“OSD”), without the prior written approval of the Secretary, or his/her designee, to ensure no conflict of interest or appearance of a conflict of interest exists; and

With limited exceptions, members may not represent small businesses, state or local development companies, small business investment companies, or others regarding an application for OSD assistance. Exceptions to this policy include: a) an officer, director, or employee of a financial institution, supplier diversity professional, or minority business organization that works with participants in any OSD program or that seek direct OSD assistance, b) an attorney, accountant, appraiser, engineer, or similar professional, if the person does not regularly provide service to, or derive a large part of their income from providing a service to the OSD, or c) an educator or professional whose institution of higher education participates in OSD’s business development programs.

# **Florida Advisory Council on Small and Minority Business Development Internal Procedures and Bylaws**

## **I. Name**

The name of this council shall be The Florida Advisory Council on Small and Minority Business Development (“the Council”) as established in section 287.0947, Florida Statutes.

## **II. Purpose**

The purpose of the Council is to advise and assist the DMS Secretary (“the Secretary”) in carrying out the Secretary’s duties with respect to small and minority businesses and economic and business development; research and review the role of small and minority businesses in the state’s economy; review issues and emerging topics relating to small and minority business economic development; study the ability of financial markets and institutions to meet small business credit needs and determine the impact of government demands on credit for small businesses; assess the implementation of section 187.201(21), Florida Statutes, requiring a state economic development comprehensive plan, as it relates to small and minority businesses; assess the reasonableness and effectiveness of efforts by any state agency or by all state agencies collectively to assist minority business enterprises; and advise the Governor, the Secretary, and the Legislature on matters relating to small and minority business development which are of importance to the international strategic planning and activities of this state.

## **III. Council Membership**

The Council shall serve without compensation or honorarium and initially consist of 19 persons, each of whom is or has been actively engaged in small and minority business development, either in private industry, in governmental service, or as a scholar of recognized achievement in the study of such matters.

- A. Initially, the Council shall consist of members representing all regions of the state and shall include at least one member from each group identified within the definition of “minority person” in section 288.703(4), Florida Statutes, considering also gender and nationality subgroups, and shall consist of the following:
  1. Four members consisting of representatives of local and federal small and minority business assistance programs or community development programs.
  2. Eight members composed of representatives of the minority private business sector, including certified minority business enterprises and minority supplier development councils, among whom at least two shall be women and at least four shall be minority persons.
  3. Two representatives of local government, one of whom shall be a representative of a large local government, and one of whom shall be a representative of a small local government.

4. Two representatives from the banking and insurance industry.
5. Two members from the private business sector, representing the construction and commodities industries.
6. A member from the board of directors of Enterprise Florida, Inc.

B. A candidate for appointment may be considered if eligible to be certified as an owner of a minority business enterprise, or if otherwise qualified under the criteria above. Vacancies may be filled by appointment of the Secretary, in the manner of the original appointment.

C. Each appointed member shall serve for a term of two years from the date of appointment, except that a vacancy shall be filled by appointment for the remainder of the unexpired term.

D. The Council shall adopt internal procedures or bylaws necessary for efficient operations.

E. Members of the Council shall be entitled to per diem and travel expenses pursuant to section 112.061, Florida Statutes, for the performance of duties for the council.

F. Attendance

1. Four or more absences during a fiscal year shall constitute cause as referenced in 287.0947(2).

G. Council Membership

1. Members who have committed criminal, fraudulent or other activities that are deemed inappropriate as outlined in Chapter 112, Florida Statutes, may be subject to removal from the Council by the Secretary at any time.

G. Officers

1. The officers of the Council shall minimally consist of a Chair and Vice Chair elected annually from among its members.
2. Elected officers will serve a one-year term and are eligible for re-election subsequent to the term served, or upon expiration of their membership.

H. Duties of Officers

1. The Chair shall preside at all Council meetings, appoint committee members, ensure that Council business is carried into effect, fulfill duties as may be assigned by the Secretary or designee, including, but not limited to ensuring Council vacancies are filled.
2. The Vice-Chair shall assume the duties of the Chair in case of the Chair's absence, replace the Chair's position in the event it is vacated for any reason, and fulfill all other duties assigned by the Council Chair.

I. Executive Committee

1. The Executive Committee shall comprise the Council Chair, Vice Chair and chairs of each standing Council Committee.

#### **IV. Committees**

- A. The Chair may appoint standing and ad hoc committees as needed.
- B. Standing committees and their respective purposes are:
  - 1. Legislative and Policy Committee: monitors and reviews legislation and policies that impact small and minority businesses and provides recommendations for Council consideration;
  - 2. Executive Committee: meets as required to ensure objectives of the Council are met and follow through is executed, and provides recommendations for Council consideration;
  - 3. Internal Procedures/Bylaws Committee: recommends changes and updates to the Council to ensure efficiency and effectiveness of Council operations;
  - 4. Research and Emerging Trends: researches and reviews the role of small and minority businesses in the state's economy; reviews issues and emerging topics relating to small and minority business economic development; studies and reports on the ability of financial markets and institutions to meet small business credit needs and determine the impact of government demands on credit for small businesses; promotes entrepreneurship and small and minority-owned business startup by providing technical information resources, facilitating capital formation, and removing regulatory restraints which are unnecessary for the protection of consumers and society, and provides recommendations for Council consideration;
  - 5. Vendor Diversity Committee: assesses the reasonableness and effectiveness of efforts by state agencies collectively to assist small and minority business enterprises in a fair, open and competitive marketplace, and provides recommendations for Council consideration; and
  - 6. Strategic and State Comprehensive Planning: assesses the implementation of section 187.201(21), Florida Statutes, requiring a state economic development comprehensive plan, as it relates to small and minority businesses, and provides recommendations for Council consideration.

#### **V. Meetings**

- A. All meetings of the Council shall be in compliance with Florida Sunshine law (Chapter 286, Florida Statutes). Meeting agendas with supporting documentation shall be provided in advance with reasonable notice.
- B. The Council shall meet as recommended by the Executive Committee and approved by the full Council at a regularly convened meeting. Notwithstanding this provision, the Council shall meet at the call of its Chair, at the request of a majority of its membership, or at such times as required to fulfill its mission, but not less than once a year, to offer its views, advisement, concerns and interests on issues related to small and minority business development before the Governor, legislature and the Secretary.
- C. Meetings shall be conducted according to *Robert's Rule of Order (RRO)*. In the event of a conflict between these bylaws and RRO, these bylaws will control

## **VI. Voting**

- A. A simple majority, based on the membership at the time of the action or vote, shall constitute a quorum. In absence of a quorum, no formal action or vote shall be taken except to adjourn the meeting to a subsequent date.
- B. Passage of a motion requires a simple majority of those present at the meeting.

## **VII. Procedures for Public Comments**

- A. The Office of Supplier Diversity Staff assigned by the Department of Management Services Secretary will conduct the membership roll call.
- B. Immediately thereafter the Chair will ask if there are any members of the public present.
- C. The Chair will ask them to introduce themselves and inquire as to whether or not they desire to make any comments during the Public Comments section on the agenda.
- D. If so, the Chair will express appreciation for their presence and advise that they will have up to three minutes to speak during the public comments section on the agenda.
- E. Under the Public Comments Section on the agenda, the Chair will again recognize visitors and ask if they want to make public comments. If so they will be allowed to speak, subject to the three-minute time limitation, in the order that they have been recognized.

## **VII. Conflict of Interest**

Conflicts of interest are governed by Chapter 112 of the Florida Statutes. Council members are responsible for knowing their obligations with respect to conflicts of interest.

## **IX. Fiscal Policies**

The fiscal year of the Council shall be July 1 through June 30.

## **X. Amendments**

These internal by-laws and procedures may be amended by a two-third vote of Council members present at any meeting, provided a quorum is present and provided a copy of the proposed amendment(s) are provided to each Council member at least one week prior to said meeting.