RESOLUTION 2026-17

A RESOLUTION OF THE BOARD OF SUPERVISORS OF THE UNIVERSITY PARK RECREATION DISTRICT ESTABLISHING A GOVERNANCE ADVISORY COMMITTEE AND PROVIDING FOR POLICIES; AND PROVIDING AN EFFECTIVE DATE.

WHEREAS, the University Park Recreation District (the "District") is a local unit of special-purpose government located in Manatee County, and established pursuant to Manatee County Ordinance 2018-29, as amended; and

WHEREAS, the Board finds that it is in the best interests of the District to establish a governance advisory committee; and

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF SUPERVISORS OF THE UNIVERSITY PARK RECREATION DISTRICT:

1. The Whereas Clauses are hereby adopted as findings of fact.

2. The Governance Advisory Committee is here by established consistent with the Governance Advisory Committee Purpose and Procedures as hereby attached as Exhibit "A" and incorporated herein by reference.

3. If any provision of this resolution is held to be illegal, the other provisions shall remain in full force and effect.

4. This resolution shall become effective upon its passage and shall remain in effect unless rescinded or replaced.

PASSED AND ADOPTED THIS 17 DAY OF July, 2026.

ATTEST:

[signature]

Secretary

UNIVERSITY PARK RECREATION DISTRICT

By: [signature]

Steve Heitzner, Chair

Exhibit "A"

Governance Advisory Committee Purpose and Procedures

Governance Advisory Committee
Purpose and Procedures
University Park Recreation District
June 2026

1. Purpose:
   - The Governance Advisory Committee (the "Committee") of the University Park Recreation District (the "UPRD") is a standing committee of the Board of Supervisors (the "Board").
   - Its purpose is to provide governance oversight, accountability, governance consistency review, and recommendations to the Board regarding governance structure, governing documents, authority clarification, transparency, and governance-related risk management, while ensuring alignment with UPRD's mission, vision, and values.
   - The Committee shall assist the Board in identifying governance best practices and establishing clear, consistent governance standards across UPRD operations, agreements, and related entities.

2. Authority:
   - The Committee operates under the authority of and reports to the Board and is subject to the provisions of UPRD's bylaws and applicable Florida state laws, including but not limited to Sunshine Laws, Public Records Laws, and Ethics Laws.
   - The Committee is responsible for providing recommendations to the Board regarding governance matters, governance structure, governance consistency, authority clarification, and governance-related operational oversight matters.
   - The Committee may review governing documents, agreements, policies, procedures, governance structures, and related materials as directed by the Board.
   - The Committee shall identify areas of ambiguity, overlapping authority, governance inconsistency, or potential contested authority and recommend pathways toward clarification and resolution. Prior to holding any significant discussion on a possible Board action, taking action on any item or authorizing any expenditure, the Committee shall obtain authorization to pursue the matter by motion and approval by the majority of the Board present and voting.
   - The Committee shall not make legal determinations. All legal interpretations and final governance resolutions shall remain subject to review by District Counsel and approval by the Board.

3. Composition and Membership:
   - The Committee shall consist of 5 voting members. It shall have one administrative assistant. There shall be a UPRD Board Supervisor appointed as a non-voting liaison from the Board.
   - Committee members will be appointed by the Board following the process agreed to by the Board.
   - The Committee shall include individuals with diverse skills and experience in governance, law, finance, organizational management, strategic planning, risk management, public administration, and other relevant fields.

- The Chair of the Committee (the "Chair") shall be selected by members of the Committee and shall be responsible for setting agendas, facilitating discussions, and reporting to the UPRD Board, among other duties.
- Initially, the terms of membership shall be one year for two committee members and two years for three committee members. Initially, seats 1, 3 and 5 on the Committee shall be for one year and seats 2 and 4 shall be for two years. The terms for all Committee seats after the initial terms shall be two years and after the initial appointment, members are eligible for reappointment. Terms are staggered to help ensure continuity. If a Committee member is no longer able to serve, the Board shall appoint a qualified replacement for the remainder of the term.
- Committee members may be removed by a super majority vote of the Board (4 out of 5 voting members) with or without cause.

4. Responsibilities:
- Subject to the provisions and requirements of Section 2 herein, the Committee is responsible for providing recommendations to the Board regarding:
  - Governance Review and Oversight:
    - Reviewing governance structures, governance processes, and governance accountability standards.
    - Reviewing governing documents, agreements, policies, procedures, and governance frameworks to identify ambiguity, inconsistencies, or governance gaps.
    - Identifying areas of overlapping authority, unclear responsibility, or potential contested authority.
    - Developing recommendations intended to establish governance clarity prior to future Board action or operational implementation.
    - Recommending governance best practices, governance standards, and governance process improvements.
  - Governance Consistency and Alignment:
    - Reviewing governance relationships among the UPRD, Club management, homeowners associations, affiliated entities, and other related organizations.
    - Evaluating consistency between governing documents, operational practices, Board policies, and existing agreements.
    - Reviewing governance implications associated with capital projects, financial obligations, strategic initiatives, and long-term operational commitments,
  - Governance Risk Management:
    - Identifying governance-related operational, legal, financial, and reputational risks.
    - Recommending governance-related risk mitigation strategies.
    - Coordinating governance review efforts with other UPRD committees as appropriate.
  - Governance Transparency and Accountability:
    - Recommending measures intended to improve transparency, accountability, governance communication, and public confidence.

        - Encouraging stakeholder input and engagement consistent with applicable laws and Board direction.
    - Governance Evaluation and Recommendations:
        - Developing governance clarification recommendations, governance amendment recommendations, and governance process improvement recommendations for Board consideration.
        - Recommending pathways toward definitive governance resolution where ambiguity or contested authority exists.

5. Meetings:
    - The Committee shall meet monthly or as needed.
    - Regular meeting dates and times should be specified a year in advance.
    - The Chair shall prepare and distribute agendas and meeting materials at least one week before meetings. The administrative assistant shall assist with scheduling meeting times and locations.
    - Minutes of all meetings, including relevant governance review documents, shall be recorded and distributed to Committee members and the Board.
    - A quorum for meetings shall be three members, which shall be physically present unless otherwise allowed by law.
    - Matters taken for a vote shall be decided by a simple majority of Committee members present, including members participating remotely.

6. Reporting:
    - The Committee shall report to the Board monthly or as needed and at regular Board meetings.
    - The Chair shall provide updates to the Board regarding Committee activities, findings, and recommendations between regular reports as needed.
    - Minutes of Committee meetings with attachments shall be posted to the RD website on a timely basis.

7. Evaluation:
    - The Committee shall conduct an annual self-evaluation to assess its effectiveness.
    - The evaluation and recommendations for improvements shall be reported to the Board.
    - The Board shall evaluate Committee performance and functionality and make changes necessary to improve Committee effectiveness.

8. Amendments:
    - These Purpose and Procedures may be amended at any time by a majority vote of the Board members present and voting with input from the Board, Committee members, District Counsel, and stakeholders as appropriate.