



DDA Board Slate of Officers Election of Officers for FY 2025-2026

ITEM: Nomination of each DDA Officer to be done at the Aug. 18, 2025 Board Meeting:
Per the DDA Bylaws: The Authority shall elect one of its members as Chair, Vice Chair, Treasurer and Secretary. No one may hold more than one office. The officers of the Authority shall be elected at the regular meeting to be held on the second Monday in August of each year.

Current Officers		Nominated Officers
Chair	Alan Costilo	
Vice-Chair	Brian Rosen	
Secretary	Cole Devitt	
Treasurer	Jim Knight	

Approve the Slate of Officers as nominated during the regular August 18, 2025 DDA Board Meeting.

3.4 Qualifications. To qualify for appointment to the Authority, and to remain qualified for service on it, a prospective member or a member already appointed shall reside in or have his or her principal place of business in the City and shall not be serving as a City officer or employee. At least four of the members shall be owners of realty within the Downtown area, a lessee thereof required by the lease to pay taxes thereon, or a director, officer, or managing agent of an owner or of a lessee thereof so required to pay taxes thereon. To the extent that it is possible, appointments to the Authority shall be made so that the members shall be geographically proportioned as evenly as is possible within the Downtown area as described in the Act.

3.5 Vacancy. A vacancy in office, which shall be filled within thirty days of its occurrence for the remainder of the unexpired term, shall occur whenever a member is removed from office, becomes disqualified or otherwise unable to serve, resigns, or disappears without explanation for a period of six months. The City Commission shall fill any vacancy in office for the unexpired term.

3.6 No Compensation, Bond, Liability. Each member of the Authority shall serve without compensation for services rendered as a member but may be reimbursed by the Authority for necessary and reasonable expenses actually incurred in the performance of duty. The Authority need not but may require that all of its members or any or all of its officers or employees be required to post bond for faithful performance of duty, and the Authority shall pay bonding costs. No member of the Authority shall be personally liable for any action taken in attempting in good faith to perform his or her duty, or for a decision not to act, except in instances of fraud or willful neglect of duty.

3.7 Voting. No member or employee of the Authority shall participate by vote or otherwise on behalf of the Authority in any matter in which he or she has a direct financial interest or an indirect financial interest other than that of the benefits to be derived generally from the development of the Downtown area. Participation with knowledge of such interest shall constitute malfeasance and shall result, as regards a member, in automatic forfeiture of office or, as regards an employee, in prompt dismissal.

ARTICLE IV **Authority Bylaws and Internal Government**

4.1 Bylaws. The Authority shall formulate and may amend its own rules of procedure and written bylaws consistent with the Act.

4.2 Quorum and Voting. A majority of its entire membership shall constitute a quorum for the transaction of business. All action shall be taken by at least four affirmative votes of the members of the Authority, and each member present shall vote on each matter unless barred from voting as herein provided.

4.3 Officers. The Authority shall elect one of its members as Chair, Vice Chair, Treasurer and Secretary. No one may hold more than one office. The Mayor of the City, or his or her representative, may attend meetings of the Board as an ex officio member, but he or she shall not have any vote or power over the Board except that he or she shall be entitled to speak on any issue or question before the Board. The officers of the Authority shall be elected at the regular meeting to be held on the second Monday in August of each year.

(a) Chair. The Chair shall preside at all meetings of the Board and perform such other duties consistent with his or her office as may be imposed by the Authority. He or she shall have a vote in the proceedings of the Board, but shall not have any veto power. He or she shall be considered the official head of the Authority for ceremonial purposes and shall also execute in the name of the Authority contracts and other legal documents as may be authorized by the Board.

(b) Vice-Chair. The Vice-Chair, in the absence or disability of the Chair, shall exercise the powers and perform the duties of the Chair. The Vice-Chair shall also assist the Chair generally and exercise such other powers and perform such other duties as shall be prescribed by the Authority.

(c) Secretary. The Secretary or designee shall keep the minutes of all proceedings of the Authority. The Secretary or designee shall prepare and serve all notices required by these By-Laws and the laws of the State of Florida. In addition the Secretary or designee shall take, record, maintain and preserve the minutes and other official records of the proceedings and actions of the Authority. The Chair shall execute contracts and other documents approved by the Board. In addition, the Secretary or designee shall perform all other duties incident to the office of Secretary, and those that may be required by the Authority. Unless decided otherwise by the Board, the Executive Director shall appoint the designee, or act as the Designee.

(d) Treasurer. The Treasurer shall provide assistance to the Executive Director and Finance Director with respect to keeping the financial books of the Authority in a manner consistent with good accounting practices, and provide such professional assistance as the Authority may request in this regard. The Treasurer shall also perform such other duties as are incident to his office and this may be required by the Authority. The Treasurer shall be responsible for oversight of the financial affairs of the Authority, including all bank accounts, review of all payables and ensuring compliance with the Budget on a monthly basis. Upon direction of the Board, or upon request of an officer, the internal supervision and control of the Authority may be referred to the appropriate City fiscal officers. All checks must be signed by two (2) board officers. An external audit shall be performed at least annually by an independent certified public accountant who has no personal interest, direct or indirect, in fiscal affairs of the Authority.

4.4 Meetings. The Authority shall hold regular meetings at least once a month.