



DESTINATION PANAMA CITY
SCHEDULED MEETING
January 23, 2018

9:00 A.M. (approx. – immediately following the Community Redevelopment Association meeting which follows the Regular City Commission Meeting)
City Hall Commission Chamber

- 1) Roll Call
- 2) Acceptance of Financial Report Period Ending 4/30/2018
- 3) Acceptance of the FY17 Audit
- 4) Acceptance of Tourist Development Tax Reports
- 5) Approval of Minutes – January 23, 2018
- 6) Approval to Advertise RFQ for Marketing & Public Relations Services
- 7) Approval to Obtain Facility Appraisals
- 8) Approve Expansion of Destination Panama City (PC-CDC) Board Composition
 - a) Approve Changes to By-Laws
 - b) Approve two Collector Members
- 9) Appointment of President & CEO Performance Evaluation Committee
- 10) President Report
- 11) Next Quarterly Meeting – July 24, 2018
- 12) Public Participation
- 13) Adjournment

**Panama City Community Development Council
dba Destination Panama City
Agenda Item Summary**

1. PRESENTER NAME:

Jennifer M. Vigil
President & CEO

2. MEETING DATE:

5/8/2018

3. REQUESTED MOTION/ACTION:

Board accept the Financial Report Period Ending 3/31/18

4. AGENDA

PRESENTATION
PUBLIC HEARING
CONSENT
REGULAR

5. IS THIS ITEM BUDGETED (IF APPLICABLE)?: YES NO IF NO, STATE ACTION REQUIRED N/A

BUDGET ACTION:
FINANCIAL IMPACT SUMMARY STATEMENT:

DETAILED ANALYSIS ATTACHED?: YES NO

6. BACKGROUND: (WHY IS THE ACTION NECESSARY, WHAT ACTION WILL BE ACCOMPLISHED, (WHO, WHERE, WHEN & HOW)

Destination Panama City contracts the Panama City Accounting Department for accounting services. As part of that a monthly Financial Report is delivered for review and acceptance by the Board.

DPC staff recommend acceptance of the Financial Report Period Ending 3/31/18 as presented.

Panama City Community Development Council, Inc.
Statement of Net Position, **UNAUDITED**
March 31, 2018
Interim financial reporting; for internal management use only

Assets

Cash and cash equivalents	\$ 164,754
Accounts receivable	20,059
Equipment & furniture	2,663
Allowance for depr/amort	(665)
Total assets	<u>186,811</u>

Liabilities and Net Position

Liabilities:

Accounts payable	\$ -
Accrued other liabilities	2
Deposits	100,000
Total liabilities	<u>100,002</u>

Net position:

Unrestricted net position	86,809
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Total liabilities and net position	<u>\$ 186,811</u>
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Final audited balances may vary from interim financial reports.

Panama City Community Development Council, Inc.
Statement of Revenues, Expenses, and Changes in Net Position **UNAUDITED**
For the period ended March 31, 2018
Interim financial reporting; for internal management use only

	Adopted Budget	Budget Amendments	Amended Budget	Y-T-D Actual
Revenues:				
Intergovernmental:				
Bay County TDC Contract	\$ 1,407,000	\$ -	\$ 1,407,000	\$ 787,804
Bay County Carry Forward Revenue	190,000		190,000	-
Advertising revenue PC CDC	-	-	-	-
Total intergovernmental	<u>1,597,000</u>	<u>-</u>	<u>1,597,000</u>	<u>787,804</u>
Miscellaneous:				
Investment/Interest earnings	-		-	446
Miscellaneous	-		-	-
Sponsorship revenue	-		-	12,500
Merchandise sales	-		-	29
Total miscellaneous	<u>-</u>		<u>-</u>	<u>12,975</u>
Total Revenues	<u>1,597,000</u>	<u>-</u>	<u>1,597,000</u>	<u>800,779</u>
Expenses:				
Personal services	307,167		307,167	100,703
Operating expenses:				
Professional Services	20,000	(2,000)	18,000	1,900
Accounting & Auditing	11,000		11,000	9,720
Other Contractual Svcs	40,000		40,000	24,527
Other Contractual Svcs Dues	126,000		126,000	42,100
Travel and Per Diem	17,500		17,500	6,297
Non-staff Travel Expenses	8,000		8,000	2,187
Communication Services	8,000		8,000	2,742
Freight & Postage Service	15,000		15,000	13,368
Utility Services	5,500		5,500	3,121
Rental & Leases	41,000		41,000	18,218
Insurance	13,000		13,000	9,223
Repairs & Maintenance Svc	5,000	2,000	7,000	5,881
Printing & Binding	90,000		90,000	43,633
Promotional Activities	787,833		787,833	439,117
Other Current Charges	9,000		9,000	8,810
Office Supplies	3,000		3,000	234
Operating Supplies	15,000		15,000	4,769
Books Publications Memberships	20,000		20,000	8,829
Training	7,000		7,000	936
Operational Reserve For Contingency	45,000		45,000	-
Capital Outlay:				
Machinery & Equipment	3,000		3,000	-
Total Expenses	<u>1,597,000</u>	<u>-</u>	<u>1,597,000</u>	<u>746,315</u>
Net change in net position	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 54,464</u>
Net position-beginning of year				<u>32,345</u>
Net position-end of year				<u>\$ 86,809</u>

Final audited balances may vary from interim financial reports.

**Panama City Community Development Council
dba Destination Panama City
Agenda Item Summary**

1. PRESENTER NAME:

Jennifer M. Vigil
President & CEO

2. MEETING DATE:

5/8/2018

3. REQUESTED MOTION/ACTION:

Board accept the FY17 Audit as presented

4. AGENDA

- PRESENTATION
- PUBLIC HEARING
- CONSENT
- REGULAR

5. IS THIS ITEM BUDGETED (IF APPLICABLE)?: Yes No IF No, STATE ACTION REQUIRED N/A

BUDGET ACTION:
FINANCIAL IMPACT SUMMARY STATEMENT:

DETAILED ANALYSIS ATTACHED?: Yes No

6. BACKGROUND: (WHY IS THE ACTION NECESSARY, WHAT ACTION WILL BE ACCOMPLISHED, (WHO, WHERE, WHEN & HOW)

Destination Panama City contracts with Carr, Riggs and Ingram (CRI) for annual auditing services. The FY17 Audit has been completed, reviewed by staff, the City Clerk of the City of Panama City, and Board Member Brudnicki.

Notable facts in the audit include:

- Note 7 (Page 8) – Contingency Reserve was \$438,639 as of September 30, 2017. The DPC is on track to meet the target reserve fund balance during FY18, thereby eliminating any FY19 reserve allocations.
- Audit of Financial Statements performed in accordance with Government Auditing Standards. (Page 10)

**Panama City Community Development Council
dba Destination Panama City
Agenda Item Summary**

1. PRESENTER NAME:

Jennifer M. Vigil
President & CEO

2. MEETING DATE:

5/8/2018

3. REQUESTED MOTION/ACTION:

Board accept the Tourist Development Tax Collection and Short Term Gross Sales Revenue as presented

4. AGENDA

- PRESENTATION
- PUBLIC HEARING
- CONSENT
- REGULAR

5. IS THIS ITEM BUDGETED (IF APPLICABLE)?: Yes No IF NO, STATE ACTION REQUIRED N/A

BUDGET ACTION:
FINANCIAL IMPACT SUMMARY STATEMENT:

DETAILED ANALYSIS ATTACHED?: Yes No

6. BACKGROUND: (WHY IS THE ACTION NECESSARY, WHAT ACTION WILL BE ACCOMPLISHED, (WHO, WHERE, WHEN & HOW)

The Bay County Clerk of Court is the collection agency for the remitted tourist development taxes. The Clerk's TDT Office reports to DPC the current collections and trends for the County.

Destination Panama City has prepared our internal tax revenue report and reviewed the accompanying Panama City Gross Revenue report.



TDT Monthly Analysis

	<u>% change</u>	<u>FY19</u> 5.00%	<u>% change</u>	<u>FY18</u> 5.00%	<u>% change</u>	<u>FY17</u> 5.00%	<u>% change</u>	<u>FY16</u> 5.00%	<u>% change</u>	<u>FY15</u> 5.00%
OCT			-10.74%	100,647.00	19.23%	112,754.00		94,571.27		-
NOV			-8.01%	67,457.00	11.00%	73,327.00		66,059.88		-
DEC			-7.14%	60,970.00	5.76%	65,657.00		62,079.90		-
JAN			-5.97%	66,143.00	-10.00%	70,339.00	23.92%	78,155.39		63,069.50
FEB			2.32%	87,624.00	-7.72%	85,637.00	5.64%	92,804.00		87,845.52
MAR			-4.76%	147,843.00	-2.82%	155,229.00	-20.33%	159,731.00		200,483.24
APR					-2.61%	149,230.00	17.10%	153,227.00		130,848.26
MAY					4.75%	159,517.00	4.15%	152,286.00		146,220.71
JUN					-3.22%	203,829.00	4.32%	210,619.00		201,906.34
JUL					-1.10%	262,982.00	11.66%	265,911.00		238,143.02
AUG					14.11%	123,488.00	-8.34%	108,223.00		118,070.60
SEP					14.31%	113,733.00	3.74%	99,494.00		95,907.58
TOTAL			-5.73%	530,684.00	2.11%	\$ 1,575,722	20.32%	\$ 1,543,161		\$ 1,282,495
							2.96%			

PROJECTED REVENUE	1,400,000.00
% of Projected Revenue	37.91%

40.21%

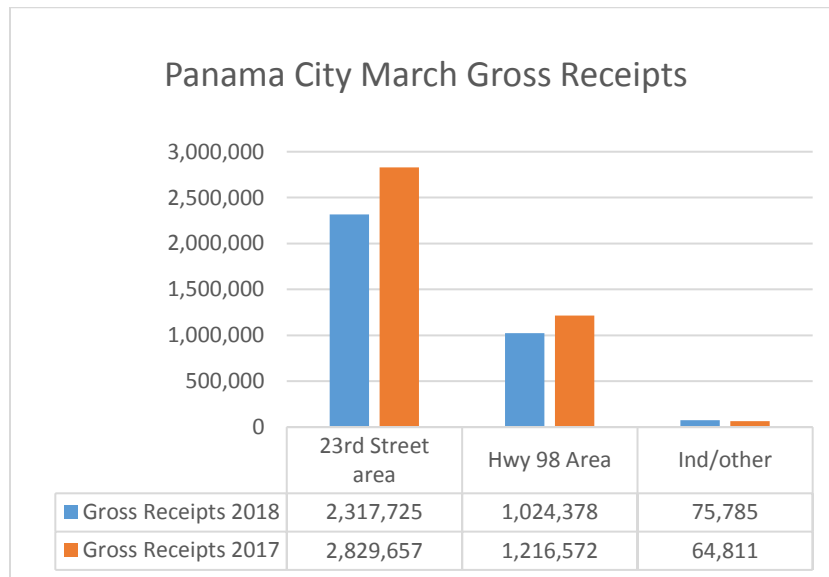
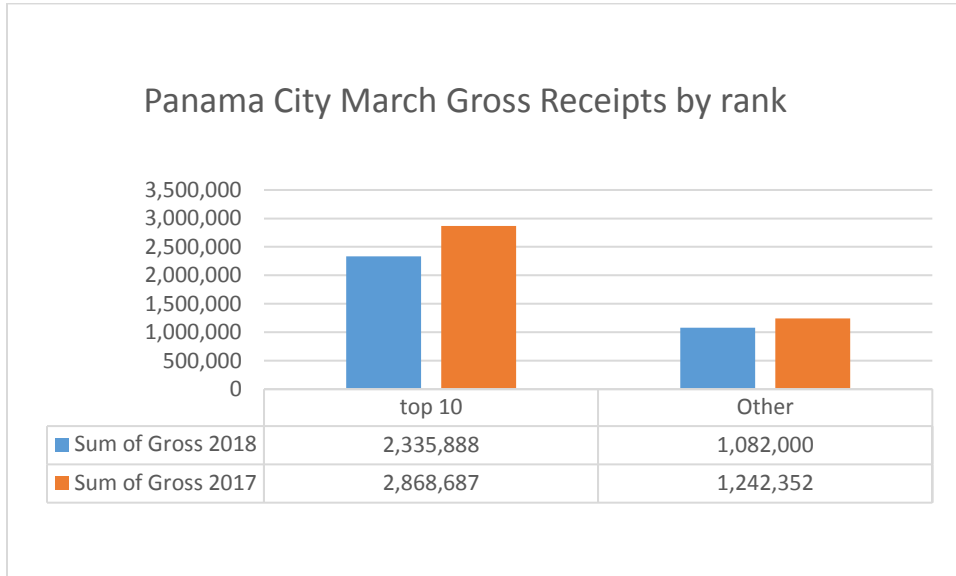
39.53%

Aggregate Taxable Short Term Rental Receipts

	<u>FY18</u>	<u>FY17</u>	<u>FY16</u>	<u>FY15</u>		<u>FY18</u>	<u>FY17</u>	<u>FY16</u>	<u>FY15</u>	
OCT	2,012,940.00	2,255,080.00	1,891,425.40	-	Gallup Research Average Visitor Spend Per \$100 Room Night					
NOV	1,349,140.00	1,466,540.00	1,321,197.60	-						
DEC	1,219,400.00	1,313,140.00	1,241,598.00	-	Food	73.00	7,747,986.40	\$ 23,005,541	\$ 22,530,157	\$ 18,724,424
JAN	1,322,860.00	1,406,780.00	1,563,107.80	1,261,390.00	Transportation /	23.00	2,441,146.40	\$ 7,248,321	\$ 7,098,543	\$ 5,899,476
FEB	1,752,480.00	1,712,740.00	1,856,080.00	1,756,910.40	Recreation	52.00	5,519,113.60	\$ 16,387,509	\$ 16,048,879	\$ 13,337,946
MAR	2,956,860.00	3,104,580.00	3,194,620.00	4,009,664.80	Retail	55.00	5,837,524.00	\$ 17,332,942	\$ 16,974,776	\$ 14,107,442
APR		2,984,600.00	3,064,540.00	2,616,965.20	Lodging		10,613,680.00	\$ 31,514,440	\$ 30,863,229	\$ 25,649,895
MAY		3,190,340.00	3,045,720.00	2,924,414.20	Total Estimated Economic Impact		32,159,450.40	\$ 95,488,753	\$ 93,515,583	\$ 77,719,183
JUN		4,076,580.00	4,212,380.00	4,038,126.80						
JUL		5,259,640.00	5,318,220.00	4,762,860.40						
AUG		2,469,760.00	2,164,460.00	2,361,412.00						
SEP		2,274,660.00	1,989,880.00	1,918,151.60						
TOTAL	10,613,680.00	31,514,440.00	30,863,228.80	25,649,895.40						



Tourist Development Tax, Bay County, Florida



Bay County Tourist Development Tax, Post Office Box 1230, Panama City, Florida 32402
Express Delivery: 228 E. Fourth Street, Panama City, Florida 32401
Phone: (850) 747-5226 Fax: (850) 747-5212
Visit us at: <https://TDC.BayCoClerk.com/TouristTax/> Email: TDC@BayCoClerk.com

**Panama City Community Development Council
dba Destination Panama City
Agenda Item Summary**

1. PRESENTER NAME:

Jennifer M. Vigil
President & CEO

2. MEETING DATE:

5/8/2018

3. REQUESTED MOTION/ACTION:

Board accept the January 23, 2018 Minutes as presented.

4. AGENDA

PRESENTATION
PUBLIC HEARING
CONSENT
REGULAR

5. IS THIS ITEM BUDGETED (IF APPLICABLE)?: Yes No IF NO, STATE ACTION REQUIRED N/A

BUDGET ACTION:
FINANCIAL IMPACT SUMMARY STATEMENT:

DETAILED ANALYSIS ATTACHED?: Yes No

6. BACKGROUND: (WHY IS THE ACTION NECESSARY, WHAT ACTION WILL BE ACCOMPLISHED, (WHO, WHERE, WHEN & HOW)

Destination Panama City staff has reviewed the minutes of the January 23, 2018 Quarterly Board Meeting and recommend Board approval.

MINUTES
PANAMA CITY
COMMUNITY DEVELOPMENT CORPORATION, INC
DESTINATION PANAMA CITY
PCDPC

January 23, 2018
8:55 AM Commission Meeting Room City Hall
9 Harrison Avenue Panama City, FL

Chairman Nichols called the meeting to order at 8:55 am Sharon Churchwell called the roll, in attendance were: Chairman Mike Nichols, Greg Brudnicki, Billy Rader, Jenna Haligas, and Kenneth Brown.

Acceptance of Financial Report period ending 11/30/2017: Financial Update: Darlene Hachmeister presented the Financial Update for the period ended November 30, 2017: total Assets \$166,600, including \$133,069 in Cash, Accounts Receivable from Bay County \$31,533, Equipment & furniture of \$2,663 and Allowance for depreciation/amortization -\$665. Total revenue was \$1,597,000 and total expense was \$1,597,000 net change in position -\$18,920. Mr Brudnicki made the motion to approve and Mr Rader seconded. Motion passed 5-0.

Approval of the Minutes: Mr Rader made the motion to approve the October 24, 2017 minutes as presented and Mr Brown seconded. Motion passed 5-0.

Acceptance of Tourist Development Tax Reports: Clerk of Court Collections reflect a 9.29% decrease comparing November 2016 to November 2017. The gross hotel receipts are based only on the 30+/- lodging partners registered as “hotels”. Additional collections are realized through independent hosting sharing properties (i.e. Airbnb, HomeAway, Flipdkey, VRBO, etc.) Mr Brudnicki made the motion to approve and Mr Brown seconded. Motion passed 5-0.

Organization Retirement Plan: When the CDC Personnel Policy Manual was initially drafted and approved much of the content was based on City policy and PCB CVB policy. Because the CDC is a much smaller agency that operates as a

standalone 501c6, portions of the original policy were not applicable or possible. With only 4 total employees, the plan cost was prohibitive as 401k retirement plans require plan documents, reporting, auditing, and a plan administrator. After consulting retirement experts and in order to be compliant with all IRS regulations and maintain the contractual obligations, staff has worked with Raymond James representative Billy Stevenson, who recommends a SEP plan with a 10% employer only contribution of the employee's salary and immediate vesting. Mr Brudnicki made the motion to accept the changes to the policy and approve the SEP plan. Mr Brown seconded. Motion passed 5-0.

Marketing & Sales Director Position Description: It has come to CEO Vigil's attention that when Robin Malpass and Associates, the marketing agency for the CDC makes local media buys they earn a 15% commission. Examples of local buys would include *Bay County Chamber Relocation Guide* and *PCB Chamber Guide*. If these buys could be made in house, the CDC would save the commission expense which is estimated to be \$3000 - \$5000 annually. Vigil would like to add this duty and the additional duties of serving as Acting CEO during short periods when the CEO is out of market and inaccessible for the processing of administrative activities such as, but not limited to accounts payable, payroll submission and day to day supervision. Given the additional duties and responsibilities, Vigil requested a 3% compensation increase to the Marketing & Sales Coordinator's current salary which equals \$1050.00 annually. Mr Brudnicki made the motion to approve the changes and the salary increase. Mr Rader seconded. Motion passed 5-0.

Panama City Brand Ambassador: As Destination Panama City is a small four person agency, staffing can be problematic during trade shows, brand activations and other off site events. For the sake of staff retention, and because the most effective messages we can project are locals telling their own stories, a Brand Ambassador Compensation policy is presented. This will reimburse/cover travel, lodging and meal expenses for those volunteering to represent Destination Panama City during these events and would also allow a small compensation when local experts, like Honor Allen, the Oyster Shucking Champion, participate and share their talent. These expenses will be documented to the IRS through 1099s etc. and will be covered under the CDC's liability coverage. Rader made the motion to approve this with \$10,000 funded for this year. Mr Brown seconded. Motion passed 5-0.

Special Event Sponsorship Grant Application: The Event Assistance Grant Program Sponsorship Application has been revised for ease of use for the applicant and to provide more detailed information regarding the Event Assistance Grant Program. Included in the revision is a checklist for attached documents alerting the applicant that supporting documents: Event Budgets, Detailed Media Budget, etc. The revision also advises the applicant about the City of Panama City Special Events Handbook and Application and the URL where those documents can be located. The form has also been revised as a

fillable PDF form to be more user friendly. Mr. Rader made the motion to approve the new form and changes. Mr. Brown seconded. Motion passed 5-0.

PC Support Services MOU: Since its inception, the Panama City Community Development Council (dba Destination Panama City) has enlisted the City of Panama City for support services. In the past the City of Panama City has issued a quarterly invoice for services provided. As part of the routine audit, it was recommended that a contract for these services be in place. To allow for more accurate budgeting and less hourly task tracking an MOU with an annual rate of \$13,500 is being proposed. Mr Brudnicki made the motion to approve and Mr Brown seconded. Motion passed 5-0.

Public Relations Contract with Lou Hammond Group: Going into the third year, Lou Hammond has presented a contract with a 6% increase in their monthly retainer. This is the first increase they have requested. Mr Rader made the motion to approve the increase and the contract and Mr Brown seconded. Motion passed 5-0.

President Report: CEO Vigil had hoped to present the new Visitor's Guide today, but they had not come in. Vigil will bring copies to the board as soon as they come in. The Oyster Trail and accompanying ads have been very successful. Visit Florida has received a \$150,000 grant for the eight counties affected by the BP Oil Spill and are using images from the PC Oyster Trail in their advertising. Destination PC is now selling their promotional items at the Visitor's Center.

CEO Vigil told the board that she would like to discuss murals and a possible mural project for Panama City. Ms Haligas said that she would like DPC to oversee a mural project. The City has recently approved mural guidelines but clarification and an approval process are needed. Vigil said that mural projects in Ottawa, IL and Hollywood, FL are very popular with visitors. This will be discussed further at a later meeting.

2017 Year in Review Report: Aly Whitehead, Sales & Marketing Coordinator, has created a *2017 Year in Review* brochure filled with statistics and information about the visitors to Panama City. Vigil said visitors to Panama City had a \$94,000,000 financial impact on our City.

Next Quarterly Meeting – April 24, 2018:

Public Participation: Carol Roberts, President of the Bay County Chamber of Commerce, 235 West 5th Street, addressed the board to commend CEO Jennifer Vigil on the amazing job she has done, saying Jennifer is second to none. Roberts encouraged the board to take an official position in opposition of proposed legislation that would entitle communities in Florida to use tourism/bed taxes for infrastructure improvements and to contact elected

officials and let them know. Bay County voted a half cent sales tax for infrastructure improvements and other communities can do the same thing.

Meeting adjourned at 10:24 am

**Panama City Community Development Council
dba Destination Panama City
Agenda Item Summary**

1. PRESENTER NAME:

Jennifer M. Vigil
President & CEO

2. MEETING DATE:

5/8/2018

3. REQUESTED MOTION/ACTION:

Board approve the proposed Marketing & Public Relations RFQ and authorize DPC advertise for services.

4. AGENDA

- PRESENTATION
- PUBLIC HEARING
- CONSENT
- REGULAR

5. IS THIS ITEM BUDGETED (IF APPLICABLE)?: Yes No IF No, STATE ACTION REQUIRED N/A

BUDGET ACTION:
FINANCIAL IMPACT SUMMARY STATEMENT:

DETAILED ANALYSIS ATTACHED?: Yes No

6. BACKGROUND: (WHY IS THE ACTION NECESSARY, WHAT ACTION WILL BE ACCOMPLISHED, (WHO, WHERE, WHEN & HOW)

The Destination Panama City organization was created in 2014 and officially began operating in late 2015. The research phase between 2014 and 2015 resulted in a tourism report adopted by the Destination Panama City Board in December 2015. The report was to act as the guiding vision for the organization.

Robin Malpass & Associates (marketing firm) and Lou Hammond Group (public relations firm) were both instrumental in the development of the tourism report. Due to their heavy involvement and current knowledge of the area, the two firms were retained to help launch the Panama City brand.

While staff is currently pleased with the performances of both agencies; it is understood that for the sake of transparency and commitment to being fiscally responsible agencies it is prudent to advertise services every few years to ensure our rates and services continue to provide a competitive advantage in the marketplace.

Staff has prepared the attached Request for Qualifications (RFQ) and requests the boards approval to advertise. Staff will review all submittals, and deliver a list of the top three firms to the board. Each of the top three will deliver a presentation to the board for consideration of engagement. Current marketing and public relations contracts do not expire until December 2018. Staff intends to have a special meeting for the presentation by firms during the month of November 2018.

FY18 current marketing and public relations contracts are collectively \$129,600; by combining the two services into one contract staff anticipates a cost savings on at least \$30,000 and better communication between the project managers assigned by the firm.

**Panama City Community Development Council
dba Destination Panama City
Agenda Item Summary**

1. PRESENTER NAME:

Jennifer M. Vigil
President & CEO

2. MEETING DATE:

May 8, 2018

3. REQUESTED MOTION/ACTION:

Authorize staff to obtain three (3) appraisals on the building located at 1000 Beck Avenue and negotiate a proposed purchase agreement that will be brought back to the Board for final approval.

4. AGENDA

PRESENTATION
PUBLIC HEARING
CONSENT
REGULAR

5. IS THIS ITEM BUDGETED (IF APPLICABLE)?: Yes No IF NO, STATE ACTION REQUIRED N/A

BUDGET ACTION:
FINANCIAL IMPACT SUMMARY STATEMENT:

DETAILED ANALYSIS ATTACHED?: Yes No

6. BACKGROUND: (WHY IS THE ACTION NECESSARY, WHAT ACTION WILL BE ACCOMPLISHED, (WHO, WHERE, WHEN & HOW))

Since establishment, the Destination Panama City Visitor's Center has been located in the historic bank building at 1000 Beck Avenue. Initially, President Vigil favored finding suitable accommodations along the Hwy 231 "gateway corridor". At the time, there were no viable options to host the center, with there being no commercial space between 1600-1800 sq ft that would not require extensive renovations. The initial plan was to stay two years at the 1000 Beck Avenue location and then potentially relocate to more ideal location.

Over the course of the last year, Ms. Vigil has spent time researching the trends in Visitor's Centers. At a recent conference there was a session that referenced the "empty visitor's center" and data that indicated with the advancements in technology, the "gateway" visitor's centers were becoming more of a public restroom facility than true information centers. There has also been great success by some of our sister destination marketing organizations that utilize the historic buildings in their destinations as visitor's centers. As an example, Amelia Island converted their old Train Depot (on the edge of their public marina) into their official visitor's center. They've been very successful at promoting the Visitor's Center as a true attraction that people seek out. Florida's Adventure Coast DMO fully staffs two visitor's centers on the east and west gateway sides of their city – one is a stand alone facility near the highway, the other is a satellite shop housed within the State Park. Other DMOs (destination marketing organizations) throughout the state/country are incorporating mobile information centers.

Given the upcoming FDOT plans in relation to potential widening of major arterial roadways and the lack of adequate buildings that would not require extensive facility and technological renovations; and with the expense of renting a building being burdensome and costly, staff recommends engaging the current owner of 1000 Beck Avenue, PMCat, Inc., to acquire the property. (Note: Visit PCB and Mexico Beach do not pay rent, sales tax, or property insurance in the buildings they occupy.)

Proposed Funding: FY18 payments into the Reserve for Contingency fund reached the \$500,000 target. Approximately, 10% (\$120k-150k) per year was paid into reserve until the target was met. There is also a projected \$440k carry over from prior years to FY19. Staff recommends paying a lump sum down payment not to exceed \$200k, and obtaining interest rate bids to finance the remainder of the balance over a 5-10 year period.

Even with the sizeable down payment and expeditious terms of repayment, the budget for Destination Panama

City will still increase by about \$90k per year since the target for Reserve for Contingency has already been met.

Staff believes the current location is a draw for locals and tourists; the extensive renovations completed by prior owners has shown to be a marvel for anyone that crosses through the doorway for the first time. In terms of location, it is ideal for in-market awareness. The vast majority of tourists to Bay County are staying on the west side of Hathaway Bridge. When they cross over into Panama City, the first area they come to that has a traditional downtown aesthetic is the Historic St. Andrews neighborhood. The current location serves as somewhat of a bounce point, where staff educates the visitors on Panama City and all of the historic and retail districts that can be found if they continue to travel East on Scenic 98 (Business 98) or North towards Panama City Mall.

**Panama City Community Development Council
dba Destination Panama City
Agenda Item Summary**

1. PRESENTER NAME:

Jennifer M. Vigil
President & CEO

2. MEETING DATE:

5/8/18

3. REQUESTED MOTION/ACTION:

Approve the Amended By-Laws of the Panama City Community Development Council, Inc (dba Destination Panama City, and appoint Jennine Brown and Nirav Banker as the two new members of the Board of Directors.

4. AGENDA

- PRESENTATION
- PUBLIC HEARING
- CONSENT
- REGULAR

5. IS THIS ITEM BUDGETED (IF APPLICABLE)?: Yes No IF NO, STATE ACTION REQUIRED N/A

BUDGET ACTION:
FINANCIAL IMPACT SUMMARY STATEMENT:

DETAILED ANALYSIS ATTACHED?: Yes No

6. BACKGROUND: (WHY IS THE ACTION NECESSARY, WHAT ACTION WILL BE ACCOMPLISHED, (WHO, WHERE, WHEN & HOW)

In 2014, the Panama City Community Development Council, Inc. By-Laws and Practices and Procedures Manual was adopted. Likewise in 2014, City of Panama City Ordinance 2539 was approved that identified the Board of City Commissioners of the City of Panama City the exclusive members of the Panama City Community Development Council, Inc Board of Directors. The composition of the original board was always meant to be a starting board for a newly organized entity. The desire was always to expand the board to include tourism partners.

As discussed in previous meetings, the plan for expansion is incremental with two tourist development tax collector partners (one larger partner with over 100 rooms, and one small partner with under 100 rooms in inventory) being added to the five elected City officials. Then the following year, two elected officials will be removed and two other tourism partners will be added maintaining the number of board members at seven (7).

Attached is final version and a tracked changes version of the By-Laws. Upon Approval, this document will have to go to the City of Panama City Commission, the Bay County Tourist Development Council, and the Bay County Board of County Commissioners.

In conferring with the collector tourism partners, the General Manager of the Holiday Inn, Jennine Brown, is the preferred large collector board member; and the Owner/Operator of the Rodeway Inn, Nirav Banker, is the preferred small collector board member. The appointment of these board members also offers representation from the two main lodging corridors.

Staff recommends approval of the By-Laws with changes to Board Composition & Terms, Officer selection, minimum Quorum, and the appointment of Jennine Brown and Nirav Banker as collector members effective as of July 24, 2018.

PANAMA CITY COMMUNITY DEVELOPMENT
COUNCIL, Inc.

BY-LAWS

And

PRACTICES AND PROCEDURES MANUAL

~~Adopted~~, ~~2014~~ Adopted May 8, 2018.

Approved by the City Commission of the City of Panama City, ~~November 18, 2014.~~

Approved by the Bay County Tourist Development Council, ~~2014~~

Approved by the Bay County Board of County Commissioners, ~~2014~~

1.000 GENERAL

1.100 STATEMENT OF ORGANIZATION

Pursuant to the Local Option Tourist Development Act, Section 125.0104, Florida Statutes, the Board of County Commissioners of Bay County, Florida (the "County" or "BOCC"), has established the Bay County Tourist Development Council (the "TDC"), imposed a Tourist Development Tax, approved a Tourist Development Plan for Panama City in pursuant to the mission set forth in 1.500, and, in concert with the Council itself and the City of Panama City, established the Panama City Community Development Council, Inc., (the "PC_CDC"). The PC_CDC, through an annual contract with the BOCC, has the express responsibility of executing the destination marketing activities for the greater Panama City Beaches on behalf of the Board and Council.

1.200 NAME

"Panama CityCommunity Development Council" or "PC_CDC." The PC_CDC may adopt a fictitious name to complement its marketing efforts.

1.300 LOCATION OF OFFICE

The PC_CDC shall have such offices within the City of Panama City as the PC_CDC may from time to time determine to be necessary.

1.400 LEGAL AUTHORITY

Incorporated as a Florida not-for-profit corporation and recognized under IRS guidelines as a 501(c)6 qualified organization, the PC_CDC's legal authority for serving as the tourism promotion agency for Panama City and discharging its mission is found under Section 125.0104(9), *Florida Statutes*; County Resolution No. ~~_____~~14-21 the PC_CDC's Articles of Incorporation, the annual Agreement for Marketing and Promotional Services between the PC_CDC and the County; and Chapter 617, *Florida Statutes* (not-for-profit corporations).

1.500 MISSION AND EXECUTION

(a) The mission of the PC_CDC is to promote a positive image for Panama City, increase tourism, and coordinate the marketing efforts of the total tourism community.

(b) The PC_CDC shall prepare an annual budget and a program of work to promote and market the Panama City, initially focusing upon Downtown, St. Andrews and Millville. The budget and program of work will outline the PC_CDC's plans to attract tourists through market research, advertising and public relations efforts, as well as through both conducting and supporting special events, and developing or assisting in the development of capital projects whose predominate purpose is the attraction of tourists.

(d) The PC_CDC shall serve as the official Destination Marketing Organization for the Panama City area to promote and market tourism there.

(e) The PC_CDC Board of Directors shall establish PC_CDC policies and the strategic direction.

2.000 PC_CDC BOARD MEMBERS, OFFICERS AND STAFF

2.100 PC_CDC BOARD COMPOSITION AND VACANCIES

As prescribed by the Charter of the PC_CDC and City of Panama City Ordinance No. ~~_____~~, 2652, the members of the City Commission of the City of Panama City shall serve, *ex officio*, and without compensation, as ~~the only~~ members of the Board of Directors of the PC_CDC. The elected members of the City Commission shall exclusively constitute the shall be joined by one large collector partner (defined as having more than 100 rooms in inventory) and one small collector partner (defined as having fewer than 100 rooms in inventory) to serve as the PC_CDC Board of Directors. The term of elected members of the board run concurrent with their service of public office. The appointment, removal, or replacement of the collector members of the board is at the pleasure of the majority of the board.

2.200 OFFICERS

~~The Mayor and Vice Mayor of the City Commission shall serve, *ex officio*, as the Chairperson and Vice Chairperson of the PC_CDC Board of Directors.~~ The PC_CDC Board of Directors shall elect from among their ~~number members~~ a Chairman, Vice Chairman and a Secretary/Treasurer ~~who shall not be the Mayor or Vice Mayor.~~ The Chairman of the Board of Directors shall preside at all meetings of the Board and shall have the general supervision of the affairs of the Board. In the absence of the Chairman, the Vice-Chairman shall act in the place and stead of the Chairman. The Chairman in the absence of the President/CEO, and the Vice-Chairman in the absence of the President/CEO and the Chairman shall act as an executive officer of the Corporation in the place and stead of the President/CEO. Additionally, the Board of Directors may, but shall not be obligated to, specify by resolution certain executive acts requiring the joint action of two of the three of the President/CEO, the Chairman and the Vice Chairman. The Secretary/Treasurer shall maintain or cause to be maintained the seal and books and records of the Corporation and, as may be designated by the Board of Directors, approve expenditure of corporate funds.

2.300 PRESIDENT/CEO

The PC_CDC President/CEO is employed by, and reports exclusively to the PC_CDC Board of Directors. The President/CEO is responsible for the operation of the PC_CDC and the implementation of the PC_CDC's program of work within the approved budget.

2.400 ADMINISTRATIVE STAFF

The President/CEO will make recommendations to the PC_CDC Board of Directors regarding staffing requirements, including all positions and corresponding salary ranges. The President/CEO shall hire, terminate, and manage on behalf of the PC_CDC, the appropriate staff for the positions approved by the PC_CDC Board of Directors.

2.500 INDEMNIFICATION

In consideration of service to it, the Corporation agrees to defend, indemnify and hold harmless any person made or threatened to be made a party to any action or proceeding,

whether civil or criminal, by reason of the fact such person (or that person's ward, testator or intestate) is or was a Board member or an officer of the Corporation, or serves or served any other corporation, entity, subordinate agency or organization in any capacity at the request of the Board of Directors while such a Board member or officer of the Corporation, from and against liability or loss that such person may sustain as a result of claims, demands, costs, judgments, fines or amounts paid in settlement upon approval of the Board of Directors, including reasonable attorney's fees and costs of investigation, whether suit be filed or not and including appeal, arising from or in any way associated with such person's service or tenure as such Board member or officer of the Corporation. staff for the positions approved by the PC_CDC Board of Directors.

3.300 BOARD MEETINGS

3.100 REGULAR

The PC_CDCBoard of Directors shall establish regular meeting sessions and shall conduct its business in the manner hereinafter described.

3.200 SPECIAL

A Board meeting may be called by the Chairperson, the Vice Chairperson, by three (3) PC_CDCBoard members or by the President/Chief Executive Officer of the PC_CDC..

3.300 QUORUM

~~Three~~ Four (4) PC_CDC Board Members shall constitute a quorum of the PC_CDC Board for purposes of conducting business.

3.400 FREQUENCY AND DURATION

The PC_CDC Board of Directors shall meet on an as needed basis, but not less than once per quarter, unless the Chairperson shall determine on occasion that the absence and inconvenience of the members outweighs the necessity of the matters to be considered, and may call special meetings as the need arises. The duration of each meeting will vary according to need.

3.500 LOCATION

PC_CDC Board of Directors meetings will be held in such locations within the City of Panama City as the PC_CDC Board of Directors may from time to time determine.

3.600 AGENDA

(a) A suggested agenda shall be prepared for each board meeting by the President/CEO in consultation with the Chairperson. Items may be placed on the agenda by any PC_CDC Board member. Agenda items must be submitted by Wednesday morning the week prior to a regularly scheduled meeting.

(b) The agenda will normally contain a public participation item during which members of the public may address the PC_CDC Board of Directors subject to constraints of available time.

(c) The agenda will normally contain a President's Report as an agenda item.

3.700 RULES OF PROCEDURE

Meetings of the PC_CDC Board of Directors will be conducted in a manner to permit the greatest possible participation by all board members and the interested public. Roberts Rules of Order will serve as a guide to conduct the PC_CDC Board of Directors' business but shall not bind the board.

3.800 MINUTES

Written minutes shall be kept of each PC_CDC Board of Directors meeting.

3.900 NOTICE TO PUBLIC

Times and places of all PC_CDC meetings shall be given to public media. It shall be sufficient to notify such media of the times and places of regularly scheduled meetings and to give reasonable notice of other meetings.

4.000 AD HOC COMMITTEES

4.100 CREATION AND APPOINTMENTS

The Chairman of the Board of Directors may create ad hoc committees for a stated purpose comprised of at least one board member and such other persons as he or she may deem appropriate. The committee and all appointments shall expire at the expiration of the Chairman's then current term, regardless of whether the Chairman is re-elected to serve a consecutive term.

4.200 STATUS OF COMMITTEES.

All committee meetings of the PC_CDC Board of Directors and their records shall be treated as public meetings and records under the Florida open government laws.

5.000 CONVENTION AND VISITOR BUREAU EXPENDITURES

5.100 PC_CDC POLICIES

PC_CDC staff shall abide by the policies and procedures, as established and amended from time to time by the PC_CDC Board of Directors. These policies may include, but are not limited to: Cooperative Marketing Policies, Operational Policies, Personnel Policies, Purchasing and Budget Expenditure Policies, and Travel Policies.

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The PC_CDC President/CEO shall prepare an annual program of work and budget to execute the program of work, in such detail as the PC_CDC Board of Directors or the TDC or the BOCC shall request.

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Upon approval by the PC_CDC Board of Directors and pursuant to the TDC Resolution 14-5, the PC_CDC President/CEO shall present the program of work and budget to the TDC for review and recommendation and then to the BOCC for approval and

incorporation into the annual Agreement for Marketing and Promotional Services between the County and the PC_CDC. That agreement shall be administered for the PC_CDC by the President/CEO and for the County by the County Manager or his designee.

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End.

PANAMA CITY COMMUNITY DEVELOPMENT
COUNCIL, Inc.

BY-LAWS

And

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End.

**Panama City Community Development Council
dba Destination Panama City
Agenda Item Summary**

1. PRESENTER NAME:

Jennifer M. Vigil
President & CEO

2. MEETING DATE:

5/8/18

3. REQUESTED MOTION/ACTION:

Board appoint three individuals to the Performance Evaluation Committee of the President & CEO; Chairman Nichols, Secretary Brudnicki, and either Jennine Brown or Nirav Banker.

4. AGENDA

- PRESENTATION
- PUBLIC HEARING
- CONSENT
- REGULAR

5. IS THIS ITEM BUDGETED (IF APPLICABLE)?: Yes No IF NO, STATE ACTION REQUIRED N/A

BUDGET ACTION:
FINANCIAL IMPACT SUMMARY STATEMENT:

DETAILED ANALYSIS ATTACHED?: Yes No

6. BACKGROUND: (WHY IS THE ACTION NECESSARY, WHAT ACTION WILL BE ACCOMPLISHED, (WHO, WHERE, WHEN & HOW))

Per the employment contract President & CEO Jennifer Vigil, *“No later than July 1st of each year Vigil is employed hereunder, the PC_CDC Board of Directors shall appoint an evaluation committee consisting of three persons, at least two of whom shall be PC_CDC Directors which have served at least one year with Vigil, to meet with Vigil to evaluate her performance of the Contract and consider cost of living and merit increases in Vigil’s salary. The evaluation committee’s recommendations on all these matters shall be returned to the Board of Directors no later than September 1st of that same year.”*

The contract allows up to a ten percent (10%) raise for cost of living and merit increases and also reserves the right to withhold any annual cost of living and merit pay increase based upon economic conditions or any other factor.

Staff recommends Chairman Nichols, and Secretary & Treasurer Brudnicki be the PCCDC Directors assigned to the committee and Jennine Brown or Nirav Banker (both TDT Collectors) be assigned to the committee.

Although not required, Vigil has met annually with every member of the Board of Directors in regards to evaluations and plans to continue to meet with the full board to ensure all ideas, concerns, and opportunities are understood.

During the regular quarterly meeting of the Board in October 2018, the completed evaluations will be made available and the board will collectively decide on the cost of living and merit increase for Vigil.