

BYLAWS
FOR THE GOVERNANCE AND OPERATION
OF CITY OF NAPLES AIRPORT AUTHORITY
NOISE COMPATIBILITY COMMITTEE

ARTICLE I
TITLE, PURPOSE AND GOVERNANCE

Section 1. **TITLE.** This unincorporated committee of the City of Naples Airport Authority (the "Authority") shall be known as the Noise Compatibility Committee (the "Committee").

Section 2. **PURPOSES.** The purposes of the Committee are to

- (i) study, discuss, analyze and make recommendations to the Board of Commissioners (the "Board") of the Authority on noise compatibility measures including aircraft and airport operational noise abatement measures, airport layout noise abatement measures, preventive or corrective land use compatibility measures, noise compatibility program monitoring, promotion, notification, and administrative actions;
- (ii) assist the Authority in monitoring and implementing the FAA approved elements of the Naples Municipal Airport's Federal Aviation Regulation Part 150 Noise Compatibility Program, and other noise compatibility measures which the Authority may adopt outside of the Part 150 process;
- (iii) examine aircraft noise reduction methods and programs, and assist in addressing citizen noise concerns at Naples Municipal Airport (the "Airport");
- (iv) assist the Authority in its public outreach efforts on aircraft noise issues. Members may be asked to accompany Authority staff to meetings with local civic organizations to discuss aircraft noise mitigation measures and the projects and programs of the Authority.

Section 3. **GOVERNANCE.** The Committee shall be composed of nine (9) members (the "Members"). Members shall be electors in Collier County, Florida, and shall be selected from the geographic or occupational categories indicated herein. Seats 1 through 7 shall be appointed by the Board to serve for a term of four (4) years. Each Member's term shall commence on April 1st of the year of appointment and expire on March 31st four years hence. Members appointed to Seats 1 through 7 may serve consecutive terms at the pleasure of the Board. Seats 8 and 9 shall be appointed by City Council and the Collier County Board of Commissioners respectively to serve at their pleasure.

Seat 1 One Member resident in the Airport's northeast quadrant area, that area extending north and east from the intersection of Airport Pulling Road and Radio Road; inclusive of Grey Oaks, Wyndemere and Golden Gate Estates.

Seat 2 One Member resident in the Airport's southeast quadrant area, that area extending south and east from the intersection of Airport Pulling Road and Radio Road, inclusive of the Glades, Lely and East Naples.

Seat 3 One Member resident in the Airport's northwest quadrant area, that area extending north and west from the intersection of Airport Pulling Road and Radio Road, and north of Fifth Avenue North, inclusive of Avion Park and Bear's Paw.

Seat 4 One Member resident in the Airport's southwest quadrant area, that area extending south and west from the intersection of Airport Pulling Road and Radio Road, and south of Fifth Avenue North, inclusive of Brookside and Royal Harbor.

Seat 5 One at-large Member who is a resident of the City of Naples.

Seat 6 One at-large Member who is a resident of Collier County outside the City of Naples.

Seat 7 One Member who is an active general aviation or commercial pilot.

Seat 8 One Member appointed by Naples City Council.

Seat 9 One Member appointed by the Board of Collier County Commissioners.

When a Member's term expires or a vacancy occurs in Seats 1 through 7 the Recording Secretary shall post a notice, seeking applicants to fill the particular Seat, in a conspicuous location at the Airport. All applications submitted in the following thirty (30) day period shall be provided to the Board for review and action. A Member appointed to fill a vacant seat shall serve for the unexpired term of his or her predecessor on the Committee.

ARTICLE II OFFICE

Section 1. **LOCATION.** The principal office of the Committee shall be located at Administration Office of the City of Naples Airport Authority, 160 Aviation Drive North, Naples, Florida 34104, Attn: Noise Compatibility Committee.

ARTICLE III
MEMBERS AND OFFICERS

Section 1. **MEMBERS.** Members of the Committee shall perform such duties and functions as may be requested by the Authority, or set forth in these Bylaws. A Member may submit for consideration recommendations and information which the Member considers relevant to the purposes of the Committee.

Section 2. **OFFICERS.** The officers of the Committee shall be a Chairman, Vice Chairman and Recording Secretary. The Chairman and Vice Chairman shall be elected by the Committee at the annual organizational meeting in October for a term of one (1) year. Neither the Chairman nor Vice Chairman is eligible to serve more than two (2) consecutive terms in that office, but may serve again as Chairman or Vice Chairman after one year out of that office.

- (i) The Chairman shall be a Member and shall preside at all meetings of the Committee and represent the Committee at any official functions at which the Committee's official presence is appropriate (the "Chairman").
- (ii) The Vice Chairman shall be a Member and shall assume the duties of the Chairman in the event of the temporary absence or disability of the Chairman (the "Vice Chairman"). In the event of the removal, disqualification, resignation or death of the Chairman, the Vice Chairman shall become Acting Chairman and perform the duties of the Chairman until a new Chairman is elected.
- (iii) The Recording Secretary shall be a member of the Authority staff appointed by the Executive Director of the Authority. The Recording Secretary shall serve as Secretary to the Committee. The Recording Secretary shall prepare meeting Notices, Agendas, Committee packages and Minutes of each meeting and shall be responsible for the distribution of those documents to the Members and to the Board. The Recording Secretary shall also be responsible for transmitting information to the Committee and such other duties as are customarily performed by a Recording Secretary. The Recording Secretary shall maintain all records of the Committee, record all votes and keep the Minutes of the Committee in a Minute Book for that purpose.

ARTICLE IV
MEETINGS

Section 1. **REGULAR MEETINGS.** Regular meetings of the Committee ("Regular Meetings") shall be held not less than three (3) times each year as follows: (i) one (1) Regular Meeting shall be held during the first calendar quarter (between January and March); (ii) one (1) Regular Meeting shall be held during the second calendar quarter (between April and June); and (iii) one (1) Regular Meeting (which can also be the annual organizational meeting) shall be held

during the fourth calendar quarter (between October and December). An annual organizational meeting to elect officers of the Committee and schedule Regular Meetings shall be held during the fourth calendar quarter (between October and December) of each year.

Subject to the minimum requirements of Article IV, Section 1, of these Bylaws, Regular Meetings (including the annual organizational meeting) of the Committee may be rescheduled or cancelled for "cause" by the Chairman or, in his/her absence, by the Vice Chairman. "Causes" for the rescheduling of a Regular Meeting (including the annual organizational meeting) shall be lack of a quorum of the Committee, absence of business to conduct, unavoidable scheduling conflicts or other circumstances which would preclude the orderly conduct of business.

Section 2. **ADDITIONAL MEETINGS.** Additional meetings of the Committee ("Additional Meetings") may be called, rescheduled or cancelled for any reason in the reasonable discretion of the Chairman or, in his/her absence, the Vice Chairman.

Section 3. **NOTICE, AGENDA AND MINUTES.** Notice of each Regular Meeting (including the annual organizational meeting) and Additional Meeting of the Committee shall be provided in accordance with applicable law.

The Agenda for all meetings shall be prepared by the Recording Secretary with approval of the Chairman or, in his/her absence, the Vice Chairman. The Agenda of each Regular Meeting (including the annual organizational meeting) and Additional Meeting of the Committee, along with any meeting materials available in an electronic format, shall be posted on the Authority's official website, in accordance with applicable law.

The package for each meeting of the Committee shall include the Agenda, Minutes of the last meeting, items to be discussed by the Committee, and such other information, materials and reports to be brought to the attention of the Committee.

The official record of all meetings of the Committee shall be the written Minutes prepared and kept by the Recording Secretary after being reviewed and approved by the Members at a Regular Meeting (including the annual organizational meeting) or Additional Meeting (the "Minutes"). An electronic recording of each meeting may be made to assist the Recording Secretary in preparing the Minutes. The Minutes of each Regular Meeting (including the annual organizational meeting) and Additional Meeting shall include the names of all Members and staff present, the names of all public speakers, description of all requests and proposals, the Committee's recommendation on each item, the vote of each Member, all matters discussed and a summary of the information presented. The Minutes may include a minimum of narrative with such detail as may be necessary for the Final Agenda and the Minutes to act as a guide or index of the matters addressed at the meeting by the Committee.

Section 4. **ATTENDANCE.** A Member may only attend a meeting in person. Attendance by electronic means is not permitted.

Section 5. **ABSENCES.** If a Member has two (2) unexcused absences from Regular Meetings of the Committee within a one (1) year period, the Chairman shall notify the Chairman of the Board, and the Board may take action as it deems necessary.

Section 6. **REMOVAL.** A Member shall cease to serve on the Committee upon his/her removal from office by the Board. The Chairman may recommend removal of a Member to the Board. The Board may remove a Member if it determines that such Member, other than a holder of Seats 8 or 9, has had two (2) unexcused absences from Regular Meetings within a one (1) year period. A Member may be removed if the Member ceases to be qualified to represent the Seat to which he/she was appointed.

Section 7. **FLORIDA SUNSHINE LAW.** Every meeting shall be open to the public and shall be conducted in accordance with Florida Statutes Section 286.011, commonly referred to as the Sunshine Law.

Section 8. **STAFF.** The Recording Secretary and such members of Authority staff as are necessary for the orderly conduct of business shall attend all meetings of the Committee.

Section 9. **QUORUM.** At all meetings of the Committee, five (5) Members present in person shall constitute a quorum for the purpose of transacting business. In the event a quorum is not present at a meeting, Members present in person may informally discuss issues of concern but shall take no formal action.

Section 10. **ORDER OF BUSINESS.** The order of business at meetings shall be conducted in accord with the Agenda.

Section 11. **VOTING.** A vote of the Members may be taken by voice vote or roll call vote at the option of the Chairman. The "yes" or "no" of each Member shall be entered in the Minutes of the meeting. A decision on each action item presented to the Committee shall be made by the affirmative vote of at least five (5) Members in attendance.

ARTICLE V **AMENDMENT**

Section 1. **AMENDMENTS TO BYLAWS.** The Bylaws of the Committee may be amended only at a properly noticed Regular or Special Meeting of the Board, but no such amendment shall be adopted unless at least five (5) days' written notice thereof has been given to the Board. Amendments to these Bylaws shall be adopted by the Board in accordance with Article VI, Section 8, of the Bylaws For The Governance And Operation Of City Of Naples Airport Authority.

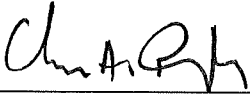
ARTICLE VI **CONFLICTS**

Section 1. **CITY OF NAPLES AIRPORT ACT.** In the event of a conflict between these Bylaws and the "City of Naples Airport Act, Laws of Fla. ch. 69-1326, as amended ("the Enabling Act"), the provisions of the Enabling Act shall control.

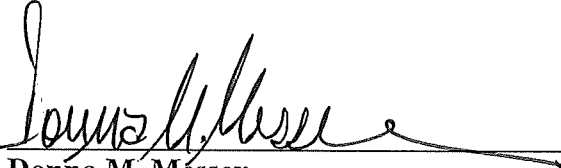
THESE BYLAWS were duly adopted by the City of Naples Airport Authority Board of Commissioners this 21st day of February, 2019.

ATTEST:

CITY OF NAPLES AIRPORT AUTHORITY,
a political subdivision of the State of Florida



Christopher A. Rozansky
Executive Director

By: 

Donna M. Messer
Chair

Approved as to form
and legal sufficiency:



William L. Owens
Counsel to the Authority