

## Mayor's Steering Committee

### Veterans Memorial Park

#### Recommendations

1. Board Formation and Not for Profit Status: The Steering Committee recommends that the Mayor initiate the formation of a new 501(c)3 Non-Profit Corporation through the appointment of a Board of Directors charged with that purpose, this entity to serve in partnership with the City of Pensacola in providing for the care, funding and development of the *Veterans Memorial Park*. To that end the Committee submits a completed set of Corporate Bylaws and Articles of Incorporation (attached) for *The Veterans Memorial Park Foundation of Pensacola, Inc.* for use in completing that task.

2. Membership: The Committee recommends that this new Corporation be a Non-Membership Corporation, as reflected in the attached bylaws. This will allow the new Board more flexibility in developing strategies for creating a broad base of community support for the aforementioned care, funding and development of the Park. It will also allow for a less complicated launch of the corporation and a more rapid assumption of its responsibilities.

3. Length of Terms: The Committee recommends three-year terms of service for the Board, these terms to be staggered as detailed in the attached bylaws. In order to provide for continuous turnover of membership, Directors shall serve a maximum of two terms. This policy will serve to encourage both a fresh perspective and a fresh zeal for protection and oversight of the Park.

4. Committees: The bylaws provide for an Executive Committee, responsible for daily administration and oversight of the Foundation, reporting annually to the Board of Directors and subject to its authority. Also provided for are a Nominating Committee and a Finance Committee. The first shall be responsible for seeking out and/or vetting suitable candidates for the Board of Directors. The second shall be responsible for directing the effort to establish endowments to support the mission of the Foundation and to pursue grants and other sources of funding. Other committees may be formed as necessary and at the discretion of the Board of Directors.

5. Reporting: Status as a 501(c)3 Non-Profit Corporation will require reports to both the State of Florida and the Federal Internal Revenue Service. The Foundation will be entirely responsible for the timely preparation and submission of these reports. Additionally the

Committee recommends that the Foundation submit an annual *State of the Park* report to the City of Pensacola so that its citizens may be periodically, and formally, apprised of issues affecting the Park. This report shall include but not be limited to the most recent outside audit of the Foundation's finances, as required annually by the bylaws, as well as any and all reports submitted to the IRS and the State of Florida.

6. Transparency: The Steering Committee would like to specifically address the issue of transparency. The Committee recommends that the Foundation open all meetings of the Board of Directors, the Executive Committee, and any other committees formally established in the bylaws, to the public. Additionally, it recommends that minutes of said meetings, as well as the text of reports mentioned in sub-paragraph 5 above, be posted for ready internet access by the public.

7. Licensing Agreement: The Committee recommends that the relationship between the Foundation and the City be governed by a Licensing Agreement between the two entities. As owner and custodian, the City shall transfer by license to the Foundation the authority necessary to govern, administer, fund, protect and develop the Park. Provisions for accountability, performance and cause of termination of this agreement shall be unambiguously addressed in the document. Recognizing that much of the labor and vision for the future and well being of the Park will be necessarily collaborative, specific functions to be retained by the City shall be defined as well as those specifically granted to the Foundation.

8. Licensing Term and Requirements: Recognizing the solemn importance of the duties entrusted to the Foundation, especially the necessity to chart a firm course into the future, establish endowments and pursue donations and grants, the Committee recommends that the term of the licensing agreement be considered perpetual. The Committee also recognizes that final responsibility for the Veterans Memorial Park can never be delegated away from the City and its citizens. The proper tension between these two statements can be sustained only by vigilance and honor, these attributes of character to be exercised contemporaneously by the City, its citizens and the Directors of the Foundation. Finally, and as a practical matter, the requirements of sub-paragraph 7 will compel it.

9. Vision and Theme for the Park: The Committee recognizes that a controlling vision or theme for the Park is sorely needed. The number of potential monuments for inclusion in the Park can hardly be supported with the available real estate. The *Gulf War/Operation Desert Storm*, the *Iraq War/Operation Iraqi Freedom*, the *War in Afghanistan/Operation Enduring Freedom* and the ongoing *Global War on Terror* will require a significant presence. Likewise, there is no monument commemorating our *American War of Independence*, an important engagement of which was fought in Pensacola. Other wars and conflicts have gone unrecognized, not to mention disparate groups which will want to see their branch, unit or

constituency recognized in some way. Criteria will need to be set if we are to manage the future development and growth of the Park. We recommend that the Foundation be tasked early and urgently to develop this vision and to establish procedures for joint review and recommendation of memorial requests to the City; the City of Pensacola will be the ultimate decision making authority.

10. Partner Organization Requirements: A necessary part of any procedure for managing growth of the Park will be defining standards for review of organizations that arise around an idea for a new monument or for support of same. Criteria must be established for minimum standards of community involvement, financial strength, consistency with theme and vision, ability to perform and ability to carry support into the future. This too will be an urgent mission for the Foundation, and will require City involvement during the process of review.

11. Approval Process for Park Events: The Committee desires that citizens be allowed and encouraged to use and enjoy the Park with as few restrictions as possible. Events that require reservation of a significant portion of the Park and which necessarily hinder use of the Park by others will require more stringent review. The approval process for other events should be structured to cause as little hindrance and delay as possible. The Foundation shall take the lead in formulating this policy, coordinating as necessary with the Mayor's office and the Neighborhood Services Department to accomplish its speedy implementation.

Respectfully Submitted

The Committee