

House Bill 504 (AS PASSED HOUSE AND SENATE)

By: Representatives Spencer of the 180th, Corbett of the 174th, and Shaw of the 176th

A BILL TO BE ENTITLED
AN ACT

1 To create the Waycross Convention and Visitors Bureau Authority as a public body
2 corporate and politic, a political subdivision of the state, and a public corporation, to have
3 the responsibility and authority to promote tourism, trade, and conventions in the City of
4 Waycross, Georgia; to provide for creation and organization of the authority; to provide for
5 a purpose; to provide for powers and duties; to provide for a board of directors, membership,
6 terms of office, and removal from office; to provide for an executive director and his or her
7 duties and powers; to provide for meetings; to limit liability; to provide for a budget and
8 finances; to provide for oversight; to provide that the city not be bound; to provide
9 definitions; to provide a short title; to provide for related matters; to repeal conflicting laws;
10 and for other purposes.

11 BE IT ENACTED BY THE GENERAL ASSEMBLY OF GEORGIA:

12 style="text-align:center">**SECTION 1.**

13 style="text-align:center">Short title.

14 This Act shall be known and may be cited as the "Waycross Convention and Visitors Bureau
15 Authority Act."

16 style="text-align:center">**SECTION 2.**

17 style="text-align:center">Definitions and references.

18 As used in this Act, the term:

19 (1) "Authority" means the Waycross Convention and Visitors Bureau Authority.

20 (2) "Board" means the board of directors of the authority.

21 (3) "City commission" means the city commission of the City of Waycross.

22 (4) "Director" means a member of the board of directors of the authority.

23 (5) "Mayor" means the mayor of the City of Waycross.

24

SECTION 3.

25

Creation of authority, status, tax exemption, and sovereign immunity.

26 (a) There is created a body public and politic to be known as the Waycross Convention and
27 Visitors Bureau Authority. The authority shall be deemed to be a political subdivision of the
28 state and a public corporation and by that name may contract and be contracted with, sue and
29 be sued, implead and be impleaded, and bring and defend actions. The authority shall be a
30 convention and visitor's bureau authority created by an Act of the General Assembly to serve
31 certain purposes described in O.C.G.A. Section 48-13-51. The authority is intended to be
32 an agency and instrumentality of the city and a governmental unit. The authority shall not
33 be a state institution nor a department or agency of the state but shall be a creation of the
34 state.

35 (b) The authority shall maintain its principal office in the City of Waycross, and its legal
36 situs or residence for the purposes of this Act shall be in the City of Waycross.

37 (c) The exercise of the powers conferred upon the authority in this Act shall constitute an
38 essential government function for a public purpose. The properties of the authority, both real
39 and personal, and the income of the authority are declared to be public properties and income
40 used for the benefit and welfare of the people of the city and not for the purpose of private
41 or corporate benefit, and such properties, to the extent of the authority's ownership thereof
42 or other interest therein, and all income and obligations of the authority shall be exempt from
43 all taxes and special assessments of the state or any city, county, or other political
44 subdivision thereof. The authority shall have all of the exemptions and exclusions from taxes
45 as are now granted to cities and counties for the operation of properties or facilities similar
46 to the properties and facilities to be owned or operated or both by the authority.

47 (d) The authority shall have the same immunity and exemption from liability for torts and
48 negligence as the state, and the officers, agents, and employees of the authority, when in
49 performance of work of the authority, shall have the same immunity and exemptions from
50 liability for torts and negligence as officers, agents, and employees of the State of Georgia.
51 The authority may be sued the same as private corporations on any contractual obligation of
52 the authority. Any action to protect or enforce any rights pursuant to the provisions of this
53 Act or any suit or action against the authority shall be brought in the Superior Court of Ware
54 County, which shall have exclusive, original jurisdiction of such actions. The property of
55 the authority shall not be subject to levy or sale under legal process. The records of the
56 authority shall be public records which are subject to O.C.G.A. Section 50-18-70, et seq.
57 Nothing in this Act shall be construed to abridge or change the powers and duties of other
58 authorities, departments, boards, and like agencies of the city.

59 **SECTION 4.**

60 Purpose.

61 The duties and purposes of the authority shall be to:

- 62 (1) Promote tourism, trade, and conventions for the City of Waycross;
- 63 (2) Study, investigate, and develop plans for improving tourism in the City of Waycross
64 and doing such things as tend to bring visitors and conventions into the city;
- 65 (3) Advise and recommend plans to the city commission and departments of the city for
66 the development of tourism in the city; and
- 67 (4) Otherwise promote public interest in the general improvement of tourism in the City
68 of Waycross.

69 **SECTION 5.**

70 Powers.

71 (a) The authority shall have all powers necessary or convenient to carry out and effectuate
72 the purpose and provisions of this Act, including, but without limiting the generality of the
73 foregoing, the power to:

- 74 (1) Sue and be sued in contract or tort and to file complaints and defend in all courts;
- 75 (2) Adopt and alter a corporate seal;
- 76 (3) Acquire in its own name real property or rights and easements therein and franchises
77 and personal property necessary or convenient for its corporate purposes by purchase on
78 such terms and conditions and in such manner as it may deem proper, or by gift, grant,
79 lease, or otherwise; to insure the same against any and all risks as such insurance may,
80 from time to time, be available; and to use such property, rent or lease the same to or
81 from others, make contracts with respect to the use thereof, or sell, lease, or otherwise
82 dispose of any such property in any manner it deems to the best advantage of the
83 authority and the purpose thereof. Title to any such property of the authority shall be
84 held by the authority exclusively for the benefit of the public;
- 85 (4) Exercise any one or more of the powers, rights, and privileges conferred by this Act
86 either alone or jointly or in common with one or more other parties, whether public or
87 private. In any such exercise of such powers, rights, and privileges jointly or in common
88 with respect to the construction, operation, and maintenance of projects, the authority
89 may own an undivided interest in such projects with any other parties, whether public or
90 private. The authority may enter into agreements with respect to any project with the
91 other parties participating therein, and any such agreement may contain such terms,

- 92 conditions, and provisions consistent with this Act as the parties thereto may deem to be
93 in their best interest;
- 94 (5) Make and exercise contracts, agreements, and other instruments necessary or
95 convenient to exercise the powers of the authority or to further the public purpose for
96 which the authority is created;
- 97 (6) Borrow money to further or carry out its public purpose and to execute notes, other
98 obligations, leases, loan agreements, mortgages, deeds to secure debt, trust deeds,
99 security agreements, assignments, and such other agreements or instruments as may be
100 necessary or desirable in the judgment of the authority to evidence and to provide security
101 for such borrowing;
- 102 (7) Make application directly or indirectly to any federal, state, county, or municipal
103 government or agency or to any other source, whether public or private, for loans, grants,
104 guarantees, or other financial assistance in furtherance of the authority's public purposes
105 and to accept and use the same upon such terms and conditions as are prescribed by such
106 federal, state, county, or municipal government or agency or other source;
- 107 (8) Enter into agreements with the federal government, state government, or any agency
108 thereof to use the facilities or services of the federal government, state government, or
109 any agency thereof in order to further or carry out the public purposes of the authority;
- 110 (9) Subject to proper appropriation to the authority, receive and use the proceeds of any
111 tax, including but not limited to a hotel-motel tax, levied by the city or any other political
112 subdivision or taxing district of the state;
- 113 (10) Accept donations and appropriations of money, services, products, property, and
114 facilities for expenditure and use by the authority for the accomplishment of its purpose;
- 115 (11) Adopt bylaws governing the conduct of business by the authority, the election and
116 duties of officers of the authority, and other matters which the authority determines to
117 include in its bylaws;
- 118 (12) Invest any accumulation of its funds in any manner in which public funds of the
119 state or its political subdivisions may be invested; and
- 120 (13) Do any and all things necessary or proper for the accomplishment of the objectives
121 of this Act and to exercise any power usually possessed by private corporations
122 performing similar functions that is not in conflict with the public purpose of the
123 authority or the Constitution and laws of this state.
- 124 (b) The powers enumerated in each paragraph of subsection (a) of this section are
125 cumulative of and in addition to those powers enumerated in other paragraphs of
126 subsection (a) of this section and elsewhere in this Act, and no such power limits or restricts
127 any other power of the authority.

SECTION 6.

Board of directors.

128 (a) The property and business of the authority and the direction and execution of its activities
131 shall be vested in and managed by the board of directors. The board shall have full control
132 for setting policies and day-to-day operations and approving annual budgets.

133 (b) The board shall consist of five directors. One director shall be the city manager, one
134 director shall be the executive director, and the remaining directors shall be appointed by
135 majority vote of the city commission. All directors shall be at least 21 years of age and all
136 appointed directors shall be residents of the City of Waycross or owners or employees of
137 businesses within the City of Waycross. No member of the governing authority of Ware
138 County or the governing authority of the City of Waycross shall serve as a director.

139 (c) The initial appointees to the board shall serve for staggered terms. The city commission
140 shall designate one of its initial appointees to serve a term of two years, one to serve a term
141 of three years, and one to serve a term of four years. All subsequent terms shall last four
142 years. After having served an initial four-year term, an appointed director may succeed
143 himself or herself for one additional four-year term of appointment and thereafter shall be
144 ineligible for reappointment for a period of at least one year. Terms shall expire on
145 December 31 of the year in which the term is scheduled to end, and the appointment for the
146 succeeding term shall be effective January 1 of the year in which the term is scheduled to
147 begin. Any appointed director may resign at any time by filing a written notice of
148 resignation with the city clerk. Appointed directors shall serve at the pleasure of the mayor
149 and city commission and may be removed, with or without cause, by a two-thirds' vote of the
150 mayor and entire city commission with the mayor having the right to vote on the question of
151 such removal.

152 (d) At the first meeting of the board, the directors shall elect, from among the directors, a
153 chairperson, a vice chairperson, and a secretary as officers. Officers shall be elected on a
154 calendar year basis and may be reelected for succeeding terms. The chairperson shall preside
155 at meetings of the board. The vice chairperson shall preside at meetings in the absence of
156 the chairperson. In the absence of both the chairperson and vice chairperson, the members
157 present at a meeting shall elect a temporary chairperson to preside at that meeting so long as
158 the chairperson and vice chairperson both remain absent from the meeting. Four directors
159 shall constitute a quorum. Official action may be taken by majority vote of those directors
160 voting on a matter if a quorum is present and voting on such matter, except that the bylaws
161 of the board may only be initially adopted or subsequently amended by majority vote of all
162 members. All directors present at a meeting shall be entitled to vote on all matters that come
163 before the meeting except as otherwise provided in this Act. No vacancy on the board shall

164 impair the right of the quorum to exercise all the rights and perform all the duties of the
165 board.

166 (e) Members shall receive no compensation for their services as directors of the authority
167 but may be reimbursed for proper and reasonable expenses incurred in the performance of
168 their duties for the authority and as directors.

169 **SECTION 7.**

170 Executive director.

171 The city commission shall hire an executive director, to whom in turn shall be delegated the
172 authority and responsibility necessary to administer properly the business of the board, in
173 conformance with policies set by the board and subject to the board's review. The executive
174 director shall have full charge of the offices and employees of the authority, including
175 authority to hire and terminate employees. The city commission shall have the authority to
176 establish salaries and compensation for the executive director.

177 **SECTION 8.**

178 Meetings of the board of directors.

179 The board shall meet at such times as necessary to transact the business coming before it, but
180 not less than twice yearly. Either the chairperson or any two other directors together may
181 call a special meeting of the board. Meetings of the board shall be open to the public in
182 accordance with the laws of this state. Written minutes of all meetings shall be kept and,
183 within ten days following each meeting, a copy thereof shall be furnished to the mayor and
184 city commission. Meetings shall be conducted in accordance with the latest version of
185 *Robert's Rules of Order*.

186 **SECTION 9.**

187 Liability limited.

188 Neither the directors nor any person executing notes or obligations on behalf of the authority
189 shall be personally liable thereon by reason of said execution.

190 **SECTION 10.**

191 Budget and finances.

192 The board shall prepare and submit an annual budget to the mayor and city commission
193 seeking appropriations to the authority by the city commission. Such appropriations shall
194 be funded from the revenue received from the city's hotel-motel tax. The authority shall
195 comply with all provisions related to the expenditure of hotel-motel tax revenue. As of
196 January 1, 2017, said provisions are contained in Article 3 of Chapter 13 of Title 48 of the
197 O.C.G.A. The authority shall also abide by any other spending restrictions or criteria set
198 forth by the mayor and city commission.

199 **SECTION 11.**

200 Oversight.

201 The mayor and city commission shall be authorized to, by and through a committee or by any
202 person they select, inspect the books, accounts, and property of the authority. The authority
203 shall furnish reasonable facility and assistance to aid such inspections.

204 **SECTION 12.**

205 City not bound.

206 The authority shall not have the power or authority to bind the city either by contract,
207 agreement, financial obligation, indebtedness, or otherwise. No such contract, agreement,
208 financial obligation, or indebtedness incurred by the authority shall ever provide a claim or
209 charge against the city.

210 **SECTION 13.**

211 Repealer.

212 All laws and parts of laws in conflict with this Act are repealed.