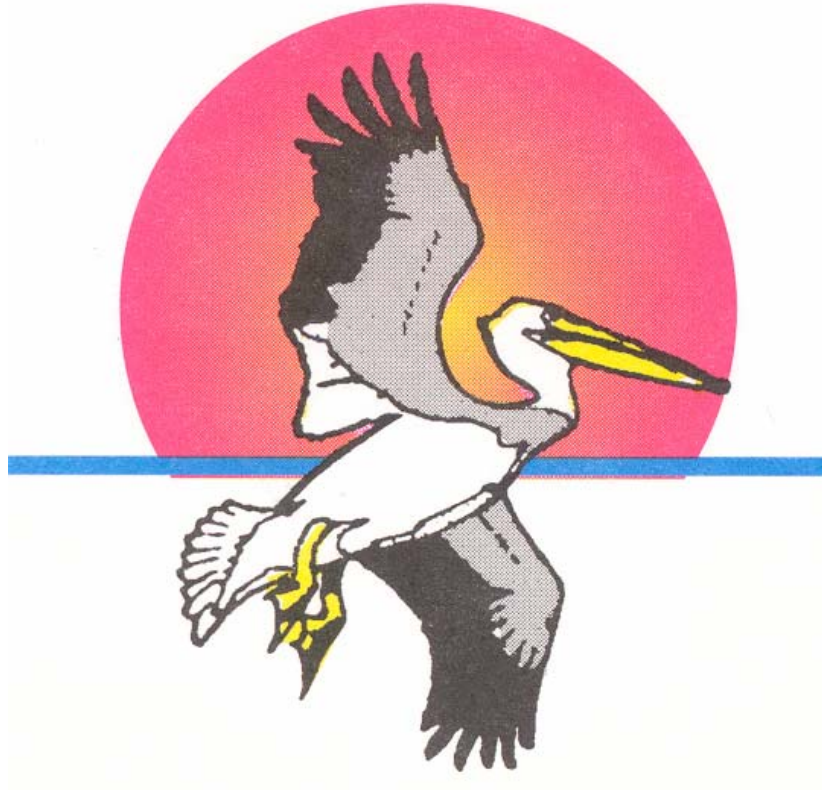


BEST and BEST, Inc. Principles, Policies and Procedures Guide

April 2005



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Preface

In 1987, the St. Andrew Bay Environmental Study Team (BEST) became a reality, and some of us have remained active from the beginning. The idea for the organization was formulated by Michael Brim then of the U.S. Fish and Wildlife Service (FWS) and now the Executive Director of BEST. With the support of the FWS Field Supervisor, BEST formed its Subcommittees and began to function. I had the honor of being the Chair of the Natural Resources Subcommittee at the time and was tasked to develop an inventory of the biological resources of St. Andrew Bay. It eventually was completed (1996).

BEST was unincorporated and a purely volunteer organization at the time. BEST faltered in the early 1990's, but its light did not go out. It rose again with financial support from the U.S. Environmental Protection Agency through the FWS. In 1997, BEST Inc. was formed as a Florida not-for-profit corporation with 501(c)(3) status to receive grant funds, donations, and other financial support. This provided the means for BEST to grow. However, it remained a purely volunteer organization dependent on the small grants being obtained primarily through the Natural Resources Subcommittee in order to maintain its corporate status. The flush of activity, including the monumental task of coordinating the development of the document proposing St. Andrew Bay for the National Estuary Program and the writing of the ecosystem management plan in 1998, faded somewhat following these and other accomplishments, but we continued to function and provided many public information forums of great value to the community.

The event that we had all anticipated from the beginning was realized in 2004 when the Florida Legislature provided \$200,000 dollars of taxpayer money to BEST, Inc. through the Northwest Florida Water Management District. The funds were provided to hire an Executive Director, Administrative Assistant, a Grant Writer, and provide an office for BEST and BEST, Inc. We graduated from having only about \$1000.00 in discretionary funds to \$200,000 of dedicated funds (we still have only about \$1000.00 in discretionary funds). We now have employees and an office to support. With the opportunities provided by the funds also came responsibilities that many of the old timers are not accustomed to. We cannot be as spontaneous as we once were. Our responsibilities to the taxpayers whose money we have received require that we function in a coordinated and business-like manner. It is the purpose of this document to provide the means to direct our efforts in an organized manner to achieve our goals and fulfill our mission statement and goals.

Edwin J. Keppner, President
BEST, Inc.
April 2005

Introduction

BEST and BEST, Inc. are two separate yet unified organizations by reason of their mission statements, goals, and adherence to the principle of non-advocacy. BEST and BEST, Inc, do not speak in favor of or against any proposal. Both organizations attempt to remain non-political. However, they are also separate entities because BEST is not incorporated, does not have by-laws, and the membership is open to anyone and everyone who expresses or has expressed an interest in BEST. There are no membership dues. The strength of BEST lies in this organizational method and in the principle of non-advocacy. Of course, proposals for which BEST is the acting organization and has received approval are not considered advocacy issues. The result of the rigid application of that principle is the number of individuals, businesses, government agencies, and citizen organizations that consider themselves as partners in BEST. The governing body of BEST is the Steering Committee and the responsible officer is the Chairperson. The Steering Committee functions, through the subcommittees, to perform the work of BEST in fulfilling its mission and goals, as stated in the ecosystem management plan, subject to the principles, policies, and procedures set down herein.

BEST, Inc., on the other hand, is a Florida not-for profit corporation with 501(c)(3) status from the Internal Revenue Service. As a result, BEST, Inc. has by-laws, articles of incorporation, and must comply with all state and federal laws, rules, and regulations, pertaining to the status of such a corporation. Best Inc. is governed by a Board of Directors with the President as the responsible officer. BEST, Inc. is not required to have members but has members who pay no dues. The mission statement of BEST, Inc. is the same as that for BEST, and BEST Inc. adheres to the policy of non-advocacy. However, the function of BEST, Inc. includes the receipt and distribution of donations, grants, and all other funds received by BEST, Inc. in accordance with the purpose or purposes for which the funds were received. In accordance with this responsibility, BEST Inc. is the employer of the staff dedicated to achieving the mission and goals of the organization as directed by the Steering Committee, and BEST, Inc. is responsible for paying salaries and distributing all funds necessary to maintain the staff and the BEST offices. Organizational charts of the two entities are provided in Attachment I

Purpose

The old saying that “success has many parents and failure but one” is pertinent to the need for written principles, policies, and procedures for an organization. The Chairperson of BEST is ultimately responsible for actions by BEST and the President of BEST, Inc. is ultimately responsible for the actions by BEST, Inc. These individuals can delegate authority to act but not the responsibility for the results of the action. Written principles, policies, and procedures release the responsible officers from managing all individual aspects of the organizations for which they have assumed responsibility.

The purpose of this document is to provide those principles, policies, and procedures to BEST and BEST, Inc. in writing for reference, compliance, and organizational efficiency. We are now a business using taxpayer money to function. These are not restrictions on ideas, proposals, or grants. However, organization and coordination of ideas, proposals, etc. is required to achieve approval of actions by the rather diverse partnerships and unstructured membership of BEST that are its most important assets. What is a great idea or proposal to one person may be the opposite of another person or organization. Coordination and open discussion within a structured framework are required to bring approval or disapproval to all BEST and BEST, Inc. actions.

Mission Statements, Principles and Organization

The mission of BEST is to evaluate the status of the St. Andrew Bay ecosystem and its estuary by identifying problems, and initiating corrective actions by conducting original research, literature reviews, and by increasing communication among users of the ecosystem through public forums. BEST provides for the transfer of information to the public and decision-makers through written reports, educational materials, and by providing public forums for the open discussion of issues regarding the bay and ecosystem. This is accomplished without taking a position for or against any issue identified by BEST or other entities (non-advocacy).

Principle 1. Non-Advocacy. As stated above, the two organizations do not take positions for or against proposals. BEST and BEST Inc. shall adhere to this principle by requiring that all ideas, statements, proposed projects, etc. proposed for action on behalf of BEST and/or BEST, Inc. be coordinated with all members of the Steering Committee at a monthly meeting prior to release. Any action taken by an individual or a group on behalf of one or both organizations reflects on both organizations and each member. Therefore, all proposals on behalf of BEST shall be agreed to by consensus of the Steering Committee members regarding the issue of **non-advocacy**. In instances of immediate crisis requiring rapid action, coordination shall be by email through the Chairperson of the Steering Committee or, in absence of the Chairperson, the President of BEST, Inc. All Steering Committee members shall evaluate the proposed action(s) in view of their responsibilities. It is particularly important that those members of the Steering Committee who represent groups of partners such as business, government agencies, and citizen groups provide their input from the point of view of their entire Constituency.

Forums sponsored by BEST must retain the neutrality of the organizations. This is achieved by providing an opportunity for all parties concerned with an issue to express their views at the forum. BEST and BEST Inc. may sponsor programs of other organizations under the agreement with Gulf Coast Community College, but these programs must be approved by the Steering Committee as described above regarding any non-advocacy issue.

Principle 2, Compliance with Statutes. BEST and BEST, Inc shall comply with the statutes governing the corporation. The reason for this policy is obvious. Without not-for-profit and 501(c)(3) status for BEST, Inc., BEST can not solicit or receive money, pay bills, or hire employees. The corporation must be protected. The receipt of the grant from the Florida Legislature to support the BEST and BEST, Inc. mission and goals has resulted in the hiring of an Administrative Support Team (AST), renting office space, and acquiring equipment and supplies with BEST Inc. as the responsible entity. These facts require a more rigid adherence to policies and procedures beyond the primary policy of non-advocacy. In order for the two entities to remain intimately tied to one another, *both* organizations shall adhere to the laws, rules, and regulations governing BEST, Inc., one of which is Title XXXVI, Chapter 617 of the Florida Statutes. This chapter defines the legal operations of Florida corporations, not-for-profit. A few sections of the statute are included, as an attachments, at the back of this Guide. The included sections, however, do not remove responsibility for adherence to the entire statute (Attachment 2).

The Administrative Support Team (AST) are employees of BEST, Inc. by reason of its corporate status, and are, therefore, responsible to BEST, Inc. and its governing statutes. Attachment 2 to this document provides a copy of the portions of the statute that applies to record keeping, inspection of records by members, scope of inspection right, financial reports for members, and Director conflicts of interest. All Steering Committee members, BEST, Inc. Board of Directors,

and the AST should be aware of, and comply with, these responsibilities. Discussion of any or all of the requirements can be placed on the Steering Committee agendas. In addition, a summary of the Internal Revenue Service Public Disclosure regulation is also enclosed.

Policies and Procedures

The following policies and procedures to organize BEST and BEST, Inc. joint actions are necessary to ensure, as best as possible, that the organizations work in an orderly and coordinated manner, both now and in the future, as new people become members of the Steering Committee and the Board of Directors, Chairpersons, and Presidents change.

1. Monthly Steering Committee Meetings. Meetings will be conducted by the Chairperson in accordance with Robert’s Rules of Order. In the absence of the Chairperson, the meeting will be conducted by the Deputy Chairperson of the Steering Committee (if one exists). In the absence of both the Chairperson and Deputy Chairperson, the President of BEST, Inc. or other agreed upon Steering Committee member will conduct the meeting. Time and place of all regular monthly meetings of BEST will be determined by the Steering Committee. The Executive Director shall be present at the meetings to answer questions and provide information to the Steering Committee and, if requested to do so, provide presentations of topics of concern to the Steering Committee. The Administrative Assistant shall act as the meeting recorder. The Executive Director will also attend the BEST, Inc. Board of Directors meetings and the Administrative Assistant shall be available to take the minutes when requested to do so.

2. Special Meetings. Special meetings may be requested by any member of the Steering Committee or BEST Inc. Board of Directors with consideration for the time required to notify the members. The purpose of and justification for the special meeting and any pertinent information will be provided prior to the meeting.

3. Agenda Items. Items for consideration at the monthly meetings of the Steering Committee will be requested from the members at least 10 days before the meeting by the Steering Committee Chairperson and shall be returned by the Steering Committee members to the Chairperson within 3 days of the request. Notice of meetings will be forwarded to members at least 5 days before the meeting, and an agenda will be provided with the notice by the Executive Director (or Administrative Assistant).

The agenda for Steering Committee meetings shall follow the general outline provided below.

- Welcome by Chair
- Secretary’s Report — Approval of the last meeting’s minutes.
- Old Business including Subcommittee Reports & Best Inc. report (if necessary).
- New Business
- Crisis of the Moment
- Miscellaneous business if time permits.

4. Voting. The Chairperson of each Subcommittee and each representative of a constituency group shall have a single vote, In those instances where a Subcommittee has Co-chairs, only one vote is allotted to that Subcommittee. In those instances where a member may hold two Chairmanships, the individual will have a single vote. For example, the President of BEST, Inc. is a member of the Steering Committee, and that individual may also be a Chair of a Subcommittee. Under those circumstances that person has a single vote. If that person is President and a Co-Chair of a Subcommittee he or she will vote only as the President of BEST,

Inc. The same is true for the Chair of the Steering Committee and other dual responsibilities. The Deputy Chairperson is, essentially, attending to learn and observe the workings of the Steering Committee in preparation to assume the responsibilities of the Chairperson should the present Chairperson need to resign. Therefore, the Deputy Chairperson does not have a vote unless the Chairperson is absent and the Deputy is conducting the meeting.

5. Invited Guests. BEST is an open organization and encourages guests and those individuals or groups that wish to present proposals or ideas to the Steering Committee. However, BEST is a large and diverse group with many valid points of view. To assure consistency and compliance with principles and policies, the person inviting a guest or who has been contacted regarding the opportunity for someone to speak to the Steering Committee will coordinate the invitation with the Steering Committee through the Chairperson. Coordination will include the name of the guest or organization, a reason for the invitation, and the general topic of any proposal or idea to be presented. If there is majority agreement of the Steering Committee that the proposal is to be presented, the guest will be invited. However, the guest presenting the proposal will be respectfully requested to leave following the presentation to provide the Steering Committee with the opportunity to openly and freely discuss the proposal and reach a decision. Any member can present a motion to delay discussion and decision regarding proposals to the next Steering Committee meeting. In that case, the guest can remain throughout the meeting. Members of BEST or the AST will not make presentations for the invitee and will make comments only during the open discussion in the absence of the guest.

6. General Membership Meetings. There are normally 6 general membership meetings that occur in January, March, May, July, September, and November. One meeting has traditionally been reserved for a field trip, and the November meeting is devoted to a review of the year's activities and election of a Steering Committee Chairperson. The topics for the general membership meetings will be determined by the Steering Committee either at a planning meeting where all 5 topic meetings are planned or as part of a Steering Committee Agenda under old business. Special general membership meetings can be called to address issues of immediate concern. These meetings will, most likely, be associated with fulfilling the information transfer and educational goals of BEST. The proposal for any such special meeting shall follow the coordination policy and procedures.

7. Coordination Policy. It is the policy that the Steering Committee shall receive notice of all proposals or ideas that will be presented on behalf of BEST, either verbally or in writing, by any member of BEST, Best Inc., or the AST. Of course, a member of BEST can act as individual in any matter, but must make it clear that they are not speaking and/or writing on behalf of BEST or BEST, Inc. Coordination of activities, ideas, and actions by BEST and BEST, Inc. is crucial to complying with Principle 1 above. Therefore, the following procedures shall be instituted.

A. All ideas, proposals, and other actions proposed for BEST and/or BEST Inc. shall be submitted to the Chairperson or President for inclusion as a topic of discussion on the agenda of the next meeting. Proposals will then be forwarded by the most efficient means to the Steering Committee members for review prior to the meeting. If time is critical, the Chairperson or President will email the proposal to the Steering Committee members and BEST, Inc. Board (if necessary) with a deadline for comment. Proposals shall include the name of the proposed action, the purpose for the action, and the benefits to BEST of the action.

B. Steering Committee members will respond to proposals with questions for clarification, vote yes, no, or abstain. The vote of the members will be recorded and placed in the

file. The primary test is that of non-advocacy and will comply with Principle 1 above. Proposals that will require obtaining state and or federal permits to authorize the action must be considered carefully to assure that BEST is not about to involve itself in a controversial action without a plan to respond to criticism, if any. The same coordination applies to dissemination of ideas with the purpose of throwing it out there publicly to see if anyone wants to act on it. If an idea or proposal comes from BEST, BEST, Inc., or the AST, they must meet the non-advocacy test and once that test is passed must have approval of the majority of the Steering Committee. If it comes from BEST, it is BEST's position and/or project whether successful or not and controversial or not.

8. Subcommittee Chairpersons and Subcommittee Members. Suggestions for filling vacant Subcommittee Chairs can be proposed by any member of the Steering Committee and the AST, but the proposal shall be brought before the Steering Committee for approval by majority vote at a Steering Committee meeting in accordance with applicable procedures. Commitments to individuals prior to voting by the Steering Committee are inappropriate. Subcommittee members can be sought by the Subcommittees and suggested additions of members to a Subcommittee shall be approved by the Subcommittee Chairperson. All new Subcommittee members shall be notified of the Principles, Policies, and Procedures of BEST and BEST, Inc. by the Steering Committee Chairperson, the President of BEST, Inc., and the Executive Director in a joint meeting. New Subcommittee members shall be so educated by the Subcommittee Chairperson. BEST, Inc. by-laws shall be followed in adding members or Board of Directors to BEST, Inc.

The Deputy Chairperson will be elected in accordance with the same procedures as Subcommittee Chairs. The Deputy Chairperson is expected to become the Steering Committee Chair upon the request to be relieved of those duties and responsibilities by the existing Chairperson. Upon election as Deputy Chairperson, the individual will meet with the Steering Committee Chair, Best, Inc. President, and the Executive Director regarding these principles, policies, procedures, and the time necessary to fulfill the responsibility of the Chairperson. This policy does not preclude the nomination of other candidates for Chairperson by the membership at the November general membership meeting.

9. Business Policy. It is the policy of BEST and BEST, Inc. that the primary goal is to provide sufficient funds to continue the support of the office and the employees, and this is the primary purpose of the AST. Plans to comply with this policy shall be developed by the AST along with contingency plans should the primary identified source(s) of funding become unavailable. Each Subcommittee is free to seek funding for their specific projects following the procedures outlined above, or they can place the approved projects on a list of projects that will be prioritized by the Steering Committee and provided to the Executive Director for action by the AST (Grants Specialist) as time permits.

10. Information Transfer.

A. Information regarding General Membership Meetings – Consistent with Principal No. 1 (Non-Advocacy), the transfer of information at General Membership meetings, regarding any specific project, proposal, or issue must be presented in a meeting format that allows sufficient and equal time for both “for” and “against” viewpoints, or for multiple viewpoints, if such is the case. No meeting agenda shall be approved that does not meet these criteria.

B. Transfer by the BEST Communication Network – The transfer of any information on behalf of BEST or its partners, whether by mail, email, BEST Distribution List, telephone, BEST Website, advertisement, or promotional flyer is acceptable and encouraged to promote the conservation and wise management of the bay and watershed resources, provided the

information transferred is consistent with Principle No. 1 (Non-Advocacy) and is **completely free** of any information involving the following:

- 1) Information regarding any type of litigation, or funding for, support of, or justification for litigation.
- 2) Information regarding the solicitation of any contributions, for any organization, group, individual, or corporation, except for BEST Inc. and BEST projects.
- 3) Any information of a speculative, opinionated, or slanderous nature.
- 4) Any information inconsistent with, or in violation of, any federal, state, county, or municipal government act, regulation, rule, law or ordinance.

C. *Information Transfer in response to requests by the News Media –*

- 1) The “news media” is defined as: The press (newspapers, magazines, books being written, and non-BEST newsletters), radio, television, film makers, free-lance writers, and internet news sources.
- 2) It is our policy that any communication, on behalf of BEST, in response to news media requests, shall be done by the Chairperson of the Steering Committee, or his/her delegated Steering Committee representative.
- 3) Written, or emailed, responses are recommended whenever possible, as such allows a record of transferred information from BEST to the news media. The record can be referred to in the event of miss-quotes, or blatant alternation (or deletion) of information which does not accurately reflect the BEST response.
- 4) Media “deadlines” may reflect media “urgency”; however, they do not constitute a BEST “emergency.” Time should be taken to prepare an appropriate and approved response, consistent with BEST Principles. In the absence of such, the alternative should be to provide “no comment” on behalf of BEST.
- 5) The Executive Director is available to review prepared responses, for PPP consistency, upon the request of the Chairperson of the Steering Committee.

11. Use of BEST Offices by BEST Steering Committee and BEST Inc. USERS: Specific areas of the BEST offices at 801 Jenks Avenue are available for official BEST activities by BEST Inc., its Officers and Directors, and the Steering Committee: Chair, Deputy Chair, Co-Chairs of Sub-Committees, Representatives, and Sub-Committee Members.

AVAILABLE AREAS: The areas available include the conference room and multi-purpose room. One Dell volunteers’ computer in the multi-purpose room is available for BEST use. Staff offices and work areas are NOT available for use.

RESERVATIONS: The conference room can be reserved on a first come-first served basis through the Administrative Assistant. Use-time on the volunteers’ computer in the multi-purpose room also needs to be reserved, but can be done on an immediate basis if no one is using or has reserved the computer. Reservation logs are kept for both the conference room and the volunteers’ computer.

WORKDAY MEETINGS: The BEST offices are available for BEST Inc., Steering Committee, Sub-Committee, and general BEST partner communication meetings each business day from 8:00 a.m. until 5:00 p.m.

NIGHT AND WEEKEND MEETINGS: These meetings must be “hosted” by a BEST person authorized to have keys to the building. The host is responsible to assure that the use areas

(including restrooms) are left in a clean and orderly condition, and that computers, printers, projectors and other electronic equipment are properly turned off and/or put away. The host reserves the use of the offices in the log book and coordinates the reservation with the Administrative Assistant.

REFRESHMENTS: Refreshments can be served in the conference room, but the room, carpet, sink, cupboards, and trash container should be left in a clean, pre-meeting condition. Excess trash should be bagged and placed in the dumpster behind the office building. A vacuum, cleaning materials and supplies are available for use.

KEYS: Key will be provided upon request to the users listed above, with the exception that while Sub-Committee Co-Chairs can receive keys, regular members of Sub-Committees cannot. Keys are checked out and recipients of keys are recorded through the Administrative Assistant.

SECURITY: The host is responsible for, and assures, that the Offices and Main Lobby building doors are properly locked to provide security for both the offices and the building.

12. Use of BEST Offices by BEST Partner Organizations, Businesses, or Agencies: In addition to this section, SEE ALL OF NO. 11 ABOVE: The BEST office areas (described in 11 above) can be used occasionally by partner organizations, corporations, businesses or agencies. BEST will not discriminate or favor any BEST partner or individual over another concerning facility use.

REQUESTS FOR USE: Reservation will be made on a date by date, single reservation basis. No long-term or repetitive scheduling will be done. Reservation requests must be submitted to the Executive Director and jointly approved by the President of BEST Inc. and the Chair of the Steering Committee. All of the procedures cited in 11 above are applicable, and a BEST host must reserve and be responsible for such meetings.

NON-ADVOCACY: Meetings in the BEST offices will NOT be held if they involve any private project advocacy, any political party or objective, any litigation actions or related issues, or any other activity that is in conflict with, or violates, the spirit of BEST and its mission.

13. Interim Policy for Wetland Permitting Projects and Mitigation

A) *Need for Policy* – In the past, BEST has received proposals from private parties for participation in actions related to mitigation, preservation, and permit compliance. It is reasonable to assume that BEST will be contacted in the future regarding other proposal offers. Because of the complexity (potential benefits and risks) involved, and the concern for consistency with our basic principle of non-advocacy, an interim policy is needed until further extensive evaluation can be undertaken by both the Board of Directors and the Steering Committee.

B) *Interim Policy* – It is the policy of BEST to decline all proposals of partnership for habitat projects involving State or Federal wetland permits and associated mitigation. Until BEST can define an acceptable method by which we can be involved with such projects (and take advantage of their often valuable conservation components) without conflict regarding our non-advocacy policy (or a perception of inconsistency with the policy) we must decline all partnership offers involving wetland permit activities.

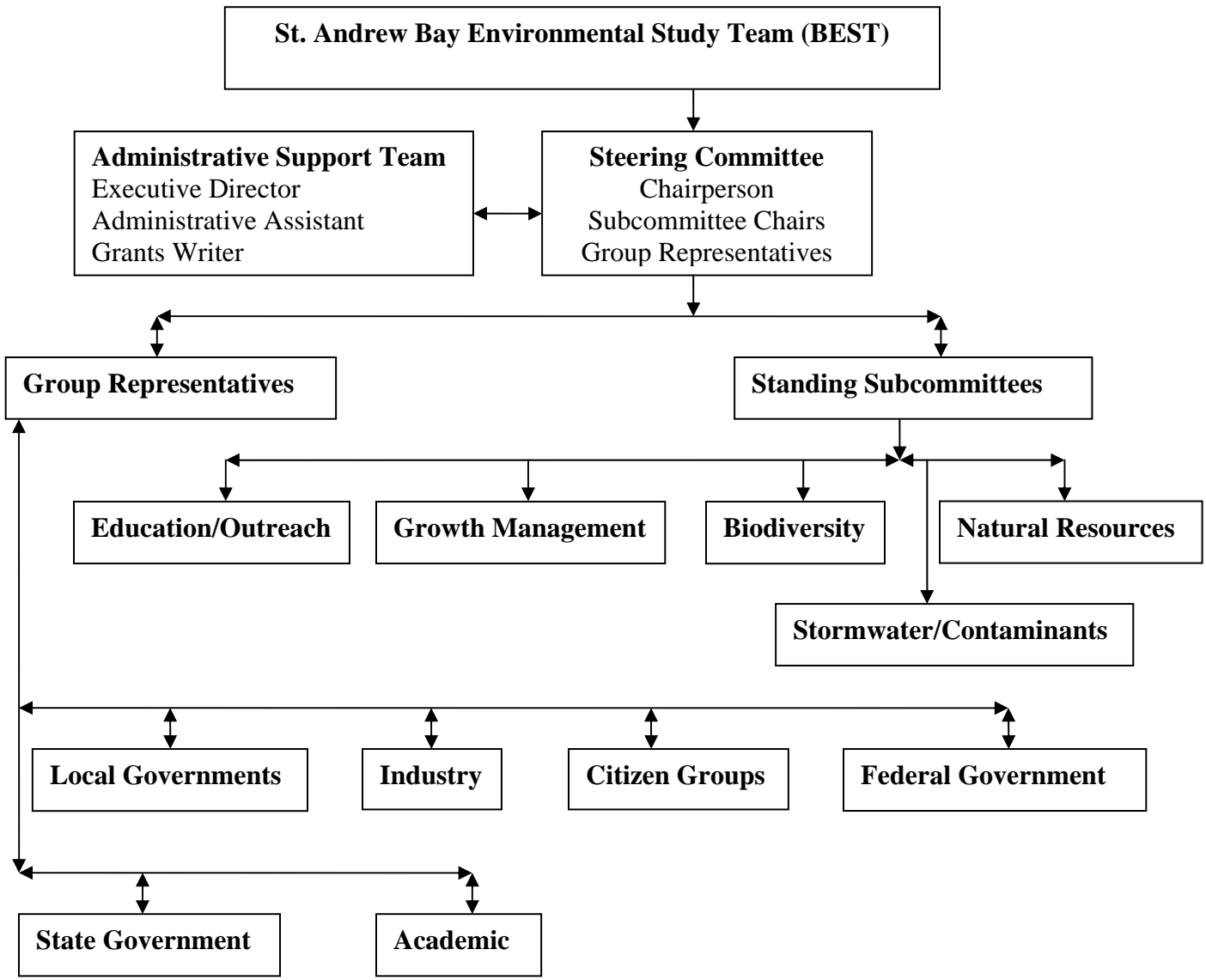
BEST, BEST, Inc. and the Administrative Support Team

The unique relationship between BEST and BEST, Inc. requires a high degree of cooperation and coordination, yet places a rather distinct division of labor between the two organizations. BEST is the source of proposals and mission accomplishments and provides the prioritized directions to the AST. BEST, Inc. receives all funds and disburses them in accordance with purposes of the funds, and, where the purpose is unspecified, the wishes of the Steering Committee. BEST, Inc. has policies for the spending of discretionary funds. It also has a policy regarding pass through funds that requires a minimum 5% overhead assessment on the total amount received.

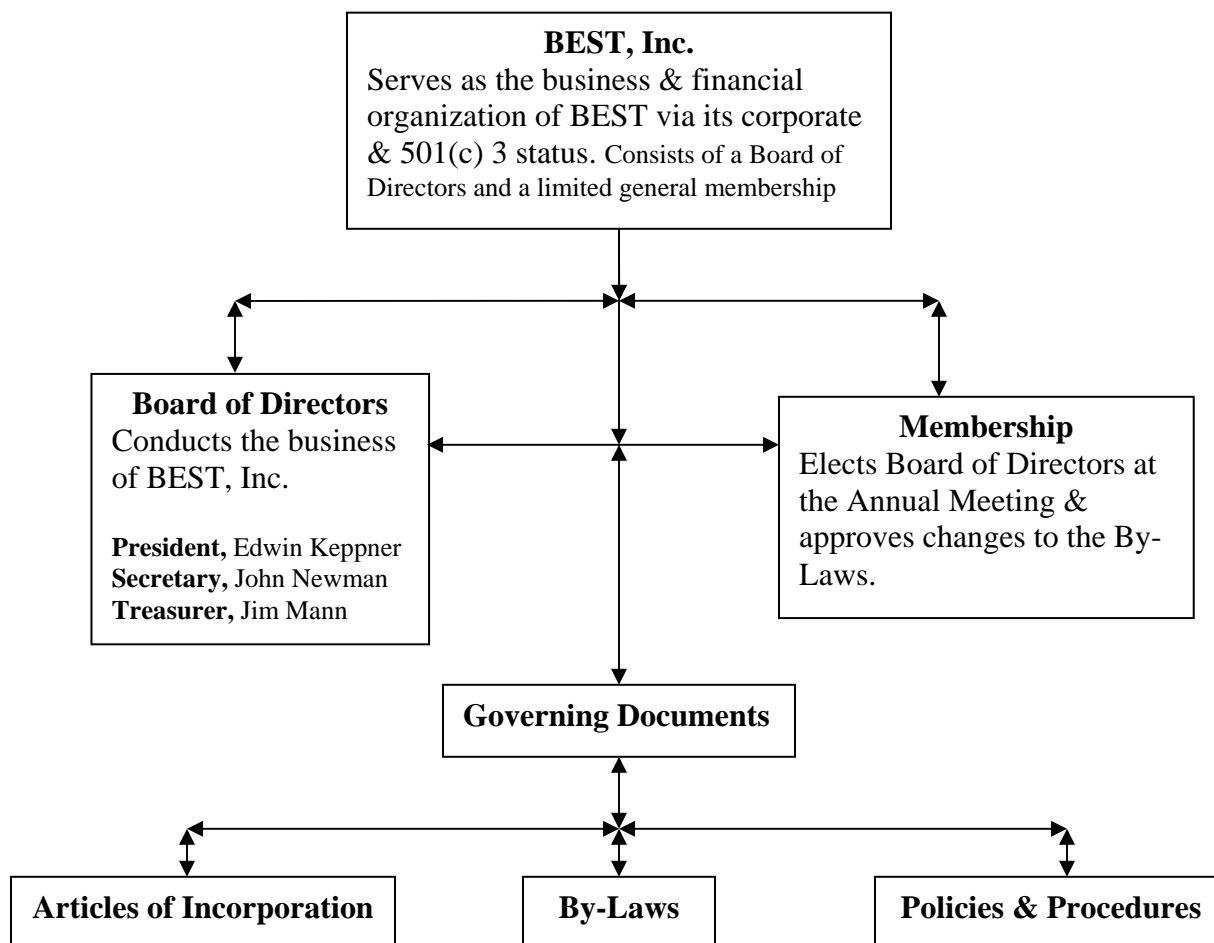
By nature of its corporate status and its responsibilities for receiving and disbursing all funds, BEST Inc. also becomes the employer of the AST in that it hires the team with the advice of the BEST Steering Committee Chairperson, provides for the payment of salaries, etc. BEST, Inc. is the organization of record regarding the employees, and is the ultimately responsible entity to, and for, the employees. BEST Inc. developed an employee's handbook for the AST to provide basic information for prospective and actual employees to fulfill a perceived need.

The most acceptable business practices must be adopted by BEST and BEST, Inc. One practice that is proven to be unacceptable is for an employee to have more than one supervisor to whom she or he must be responsible. To preclude this, it is logical that the President of BEST, Inc. be the direct supervisor of the AST's Executive Director.

Supervision of the AST. Based on the above rationale, the President of BEST, Inc. is the designated supervisor of the Executive Director, with coordination with the Chairperson of the Steering Committee and advice of the BEST, Inc. Board of Directors, and will oversee the activities of the Executive Director regarding adherence to, and in accordance with, policies and procedures and provide the performance appraisals with coordination and advice from the Chairperson of the Steering Committee. The Executive Director receives direction from the Steering Committee from the Chairperson of the Steering Committee through the President of BEST, Inc. The Executive Director is responsible for the supervision and performance evaluations of the AST staff and is accountable to the President of Best, Inc. for all AST actions.



The Steering Committee implements the ecosystem management plan and provides information by means of forums, written materials, and the website. The Chairperson of each Subcommittee and each Group representative has a vote regarding proposals and issues brought before the Steering Committee. The Steering Committee prioritizes, in conjunction with BEST, Inc., the actions to be taken by the Administrative Support Team. The steering Committee determines the topic of the General Membership Meetings and performs other functions of BEST not related to those reserved for BEST, Inc. by virtue of its corporate and tax status.



BEST, Inc. is a Florida not-for-profit corporation with a 501(c) 3 designation from the Internal Revenue Service. BEST, Inc. is bound by all state and federal laws applicable to not-for-profit organizations. The Articles of Incorporation and the By-Laws are the basis for this designation by the IRS and State of Florida. The Board of Directors can adopt policies and procedures to fulfill the mission and goals of BEST, Inc. that are in agreement with the governing documents and laws.

The Board of Directors is responsible for the day to day activities of the corporation. Members participate in the required annual meeting and special meetings of the membership and elect the Board of Directors at the annual meeting. In accordance with the By-Laws, an individual can become a member by contacting a Board member or members and expressing such an interest. The Board votes on the nomination for membership in accordance with the By-Laws. Membership is open to any person or organization regardless of race, sex, religious belief, etc. that agree to support the goals of the corporation.