MOTIONS PASSED AT THE COMBINED BOARD MEETING, TUESDAY June 9, 2026

Approve May 12, 2026, Minutes

Mr. Jarman Moved; Seconded by Mr. Register to approve

Approve to Move Consent items to Action Items D and E for discussion

Mr. Jarman Moved; Seconded by Mr. DiBenedictis to approve

Action Item A Resolution 26-03

Mr. Register Moved; Seconded by Mr. Jarman to approve

Action Item B Beach Access Signs

Mr. Register Moved; Seconded by Mr. Jarman to approve

Action Item C Pause WRRC and SABRE Center

Mr. Jarman Moved; Seconded by Mr. Phillips to approve

Action Item D Personnel Policies

Mr. Jarman Moved; Seconded by Mr. DiBenedictis to approve

Action Item E Prior Expense Payments

Mr. Jarman Moved; Seconded by Mr. DiBenedictis to approve

COMBINED BOARD MEETING
Bay County Tourist Development Council
Panama City Beach Convention & Visitors Bureau, Inc.
Panama City Beach

Tuesday, June 09, 2026 | 9:00 A.M. | Council Room, PCB City Hall

I. CALL MEETING TO ORDER

Chairman Johns called the meeting to order at 9:00 A.M.

II. ROLL CALL

Board Members:
Jason Branks
Jeff DiBenedictis (Treasurer)
Mike Jarman
Reggie Johns (Chairman)
Andy Phillips
Ethan Register (Vice-Chair)
Josh Wakstein

Seven Members Present at the time of Roll Call.
Two Members, Clair Pease and Will Fleming, were absent.

A. Invocation- Pastor Kyle Shoots, Calvary of Panama City
B. Pledge of Allegiance-Chairman Johns
C. Approve May 12th, 2026, Meeting Minutes

Mr. Jarman Moved; Seconded by Mr. Register to approve

Motion passed unanimously.

III. REQUESTS TO ADDRESS THE BOARD ON AGENDA ITEMS (3 Minutes)

NONE

Mr. Griffitts read the consent agenda into the record:
On the agenda today, gentlemen, we have two items. We have the personnel policies that's a new writeup that the council and I have been working on for a few months to change those slightly and then approve the prior expense payment, which is the last and final payment from the American Express that was under prior administrations, shall we say. That will end the American Express. And with that, we ask for your motion to approve the consent agenda.
A member of the board had questions so at the direction of Mr. Davis, the board moved the items to the regular agenda under Action Items D and E to be discussed prior to Action Items A, B, and C.

Motion was made to move the Consent Agenda Items to Action Items so the board can ask questions.

Mr. Jarman Moved; Seconded by Mr. DiBenedictis to approve

Motion passed unanimously.

IV. ACTION ITEMS

D. Approve Personnel Policies (moved from Consent Agenda)

Mr. Phillips asked Mr. Griffitts what prompted him to make some of the changes and are the changes outlined in the document provided. Mr. Davis responded: This was something that Mr. Rowe had asked me to do. We have been looking at personal policies for a while. They were outdated and they were heavily reliant on Bay County, but when we started to look at them, we wanted to take an approach as what we would see from a 501C, what we'd see from a private nonprofit. And so, we tried to modernize all the policies based on what we see, across the board on personnel policies and making sure that we are dealing with AI and social media. One of the biggest changes you'll see is the change from vacation and sick leave to PTO. That's what most employers have moved to instead of those two different tiers. So, it's primarily modernization more than anything else, housekeeping.

Mr. Jarman Moved; Seconded by Mr. DiBenedictis to approve

Motion passed unanimously.

E. Approve Prior Expense Payments. (moved from Consent Agenda)

Mr. Phillips asked: In the packet we have the statements, but there's no detail. Is that something the treasurer has had the opportunity to look through? I mean, it's half million dollars of charges. I know this is pending from the prior situation, but I mean, it's a half million dollars of payments.

Mr. Davis stated that these expenses are valid and have been reviewed by council as well as the clerk's office. They are valid charges based on the relationship between the CVB and American Express. The interest being charged is 26 percent, causing an increase monthly to the balance of around seven thousand per month in interest and penalties per account. This means around 67,000 dollars have been added to the outstanding balance since January 2026.

The board discussed the importance of getting this paid as soon as possible. This payment will include charges made in October, November and December across all accounts, not just the disputed criminal charges. Those charges were disputed with Amex, but they denied them based on the member card agreement which made the company liable for all authorized user charges.

As a company, there is a 100,000 claim for employee theft via fraud insurance coverage. But payment to American Express must be made at this time. Also, there are no points available to go towards this payment due to nonpayment. This payment will be made as quickly as possible.

Mr. Jarman Moved; Seconded by Mr. DiBenedictis to approve

Motion passed unanimously.

The Board then continued with the Regular Agenda Action Items:

A. Approve Resolution 26-03: Financial Management of CVB.

Mr. Griffitts stated: On March 16th, when you gentlemen and Chairman Pease hired me, I had the honor to take the job. I also had a directive to clean up and mind where we could operationally fix processes and make and clean up some of the things that happened in the past. Since that time, practical experience has shown that placing the clerk in direct financial management roles has created some operational challenges for us at the CVB. The current structure has blurred the distinction between external review and internal management and that public accountability is better served by a better model. This model that we want you to approve will preserve lawful audit and review rights of the clerk. It directs a professional transition plan, and it also does not remove public accountability. It does not eliminate audits. It does not prevent the county or clerk from exercising lawful rights under the governing agreement.

Instead, this resolution clarifies that the audit and the review functions should remain audit and review functions while the daily business administration should be handled by the CVB through its board, the President, qualified staff, and qualified professional service providers. Simply, the goal is to make oversight more effective by restoring a structure in which management manages, auditor's audit, and the board retains a clear governance of responsibility. And with that, I would ask for your support.

Mr. Jarman stated: So, my understanding of this resolution is that we're almost adding another layer of oversight. Is that correct? The clerk will still handle the audit and then we're going to add another layer of oversight.

Mr. Griffitts replied: Essentially, we have right now an outside firm that was engaged by the clerk to work on our books to help with reconciliations. We have spoken with that firm actively to bring them on July one to take over the day-to-day operations, which would give us the ability to operate more effectively. Right now, it's hard to operate in the current process that we're in.

Mr. Jarman said: I agree. I think that's just adding another layer in there by the outside firm doing the reconciliation and then the clerk's responsibility is for the audit.

Mr. Griffitts replied: We want to maintain public transparency. We want to maintain that everybody knows that these dollars are accounted for. This is just a business practice that I think would be the best practice for the board and the CVB and the organization as a whole to continue moving forward.

Mr. Register stated: We hired you to run this organization ,to be fiscally responsible, and with transparency. If you're telling me this is a tool you'll need, I'll make the motion to go ahead and move forward and approve this.

Mr. Phillips asked: Tipton is going to then start the process of having the oversight internally with us. Is that correct?

Mr. Griffitts replied: Yes, that is the plan.

Mr. Phillips asked: Who will be conduction the annual audit?

Mr. Griffitts replied: Carr, Riggs will still do our annual audit. That will not change. None of that will change. And they are actively engaged. Tipton Marler is also actively engaged. This will be, while not an easy process, the transition shouldn't be that hard. It will be a very smooth move over and people will, I think in the next few months, recognize this is the best way to do business.

Mr. Register Moved; Seconded by Mr. Jarman to approve.

Motion passed unanimously.

B. Approve Proposal with OPA Graphics, Inc. for Construction of 10 Beach Access Signs
Mr. Griffitts stated: At last month's meeting, we've discussed the 10 signs that we have a semi-contract with OPA. We're asking you to allow us to engage OPA to let them go ahead and get started. The gentleman is ready to go and the bid documents for the balance will be coming out in the next few weeks and would not at all be surprised if OPA didn't win the final set of the bids. He did a great job. He's very, very good to work with, and we're looking forward to him getting the set started. We just need your approval on that.
Mr. Griffitts also answered questions from the board. He clarified that the vote today is for OPA to go ahead with the next ten signs. During that time, the remaining balance of signs will be put out for bid. The result of that bid process will be brought back to the board for a vote.

Mr. Register Moved; Seconded by Mr. Jarman to approve.

Motion passed unanimously.

C. Approve Pause of WRRC and SABRE Center.
Mr. Griffitts stated: Shortly after taking over, obviously, tackling a lot of the special projects that were already underway and after sitting down and looking through the proforma of the WRRC and the SABRE Center had some concerns, sat down with our sports park staff and SFC staff. We talked about it in great detail. I appreciate their honesty. I appreciate them being very forward about their concerns. We sat down with the

county staff, County Manager, Deputy County Manager and their finance team to look at the Performa and recognized we should get a neutral party to do the Performa. We had the county's financial advisor create a proforma for us and what it showed is that this is probably not the best location for the WRRC or the Indoor Sports Center. We struggle with parking. We don't have the property we need over there.

We have the easements with the school that we have to work around with their gym and our gym that we'd be sharing and all the while it's not the ideal purpose to benefit from more sports and promoting the sporting culture that we have at Public Sports Park. We've been under contract with Lose Designs since about 2021 for numerous things they did, but they are continuing to work on this project. I would ask the board to give us direction to talk to them about just tapping the brakes for a moment so that we can get our arms around this and discuss this to make sure that if we do continue forward, this is the right place for it. My opinion, it's not. I think we do need to step back and look at other options. Maybe more flat fields at the Sports Park and build an indoor facility at another location where parking is more suitable. We're asking the board's directions for us to be able to take a pause and contact Lose Design and tell them that we need to take a breath for a moment and get our arms around this a little better.

Board members asked about this affecting any FEMA or other grant funds that have been approved for this project. It was discussed that no funds have been finalized for this project from the Dept. of Health, Secretary of Homeland Security, FEMA, nor the Restore Act.

Mr. Griffitts discussed the funds already spent on the project and asked to contact Lose Design to pause the design process and give time for exploration into other options. The board discussed options including a parking garage for the Publix Sports Park, a Convention Center, and other locations for an indoor sports center.

Mr. Jarman Moved; Seconded by Mr. Phillips to approve.

Motion passed unanimously.

V. SECRETARY/TREASURER'S REPORT

Mr. DiBenedictis stated: You should have received in your packets the monthly TDT analysis that I believe Mr. Griffitts is going to discuss in his comments. He should have received the balance sheet for April 2026, profit and loss statement for April of 2026, profit and loss comparison for April 2026 compared to April of 2025. Monthly check register and reconciliation report. I will hit the highlights. Revenue was 5.783 million. TDT tax was 3.226. Other revenue was 2.557 million. The other revenue was up a million over previous April of 2025. Total revenue is reported through for the fiscal year 2026 at 11,934,000. Our cash in the bank is $3,434,000 and total expenditures for April 1.78 million.

Just one comment, one thing we look at in the financial world is your current asset ratio over your current liability ratio. We are at 1.95 times coverage, which is really strong to have your current assets cover your current liabilities and our cash loan covers at a 1.1 time. I will make the comment that we have reconciliations for the three main accounts. The accounts that have not been rectified are about $140 million. It's the Shopify, the Square, and the Stripe Bank accounts. I understand that is still in process, but they have not been reconciled.

The board discussed that the accounting firm will be taking over July 1st and that we should have those reconciliation reports by the end of July.

VI. CHAIRMAN'S REPORT

Mr. Johns discussed the Summer Concert Series and encouraged everyone to attend.

VII. PRESIDENT'S REPORT

Mr. Griffitts stated: Thank you, Mr. Chairman. So busy month, last month we had all the agencies that we did business with come to town last week. Lucky, Watauga, Lou Hammond, SimpleView, Granicus, the whole deal. Great afternoon with them. We really challenged them on things for the future. We talked about the Q4 marketing plan. It was a very great meeting. It's good to see some familiar faces as well as need some new ones. I think they know the direction we're headed in the future. We're going to challenge them. We're going to push them so they're ready to go.

Update on the Digital flagpole update, we spoke with Lamar.

Lamar has some serious issues with the foundations of that poll. They don't believe it's in the ground deep enough. They think it needs to be a much deeper board. There are concerns about power and their greatest concern is the

way the digital boards are created. They're little panels, 12 by 12 panels. They are collecting sand when the wind blows. So, there's like a little lip and those little panels are collecting sand and they're worried about long term life of that. So, they're doing some more research. They said hopefully in the next month or so, I'll have a little more information, but I will tell you that they're very concerned about how they are right now and proceeding as if we were going to proceed as is. We're going to have to have further discussions about that.
Bid documents, we talked about the signs.
Those should be out very soon. We've got Mr. Davis working on those. We do need to discuss in the future a plan for the old signs. They're very popular. Not only has one been stolen, but we have a lot of people that are asking to buy them. So, if you have any creative ideas, maybe we can do an auction or something. Maybe we can pull that money into some sort of a charitable cause or scholarships or something. Just be thinking about that, we do need to have a plan for those old signs and there are a bunch of them. We can't sink them for a reef, that's been discussed because it's just wood, but there's a lot of ideas out there.

Second thing that you will notice is we are in discussions with the tax collector about taking over the collections of the bed tax. Right now, as we all know, the clerk is the collector of the bed tax. It makes more sense for the Tax Collector to be collecting the bed tax. They do it all over the state. It's what their job is. They do a very efficient job. We are working with the county commission, and they will make that call. We're hopeful they'll do that in the next meeting next week and that starting October one, the collections of the bed tax will be handled by the Tax Collector.

Bed tax for the 60 days, March and April, as we always kind of look at, was up 6.5% over a year. So, looks like we're starting off on a good year. We're still up about five and a half percent for the year total. I hope you are noticing the reports we send out every two weeks on a Friday to let you know what the staff is up to, to kind of give you an update of what we've been working on behind the scenes. And if you have any questions about the reports, don't hesitate to ask, my phone will always be on. And with that, that is my report.

Board members commented: Thank you for doing a great job. Thank you, guys. I appreciate your support. What a great idea to have a tax collector. A novel idea, so thanks for making that happen. Levels of financial transparency to this organization. I appreciate you also pushing some of the organizations we work with in the working world to give us something new, fresh, and drive this destination board. So, we appreciate that. It's nice to have a fresh perspective. I know for everybody talking about these grants, a lot of times they just don't come through. So, we're good to hit the pause there. It's another good financial decision by you. Thank you for your leadership and your team. You guys are all doing.
Thank you. I'd like to second that. I think where we were in January to where we are today, we've shown tremendous strides in improvement. I'd like to pat Mr. Griffitts on the back, but not him alone. I think the staff in general has done an outstanding job. I think that we have become a more transparent organization, and I think we're slowly getting the public trust back where it should be. So, I commend you and your staff for what you've done and for getting us to where we are today.

Mr. Griffitts replied: Thank you. I really appreciate it. I couldn't do it without my staff. They make me look very good, but we are a team. We're a family and our goal is the same as yours, to push this destination forward and make it the premier destination in the Southeast. That's the goal.

VIII. ADJOURNMENT

Chairman Johns Adjourned the meeting

Respectfully submitted,
Sharon Cook, Recording Secretary