

Bill No. CS for CS for CS for SB's 2328 & 2252

Amendment No. ____ Barcode 954952

	<u>Senate</u>	CHAMBER ACTION	<u>House</u>
1		.	
		.	
2	05/02/2003	.	
	1/AD/2R	.	
	04:51 PM	.	
3		.	
		.	
4		.	
5	<hr/>		
6			
7			
8			
9			
10	<hr/>		
11	Senator Clary moved the following amendment:		
12			
13	Senate Amendment (with title amendment)		
14	On page 4, line 1, through		
15	page 54, line 20, delete those lines		
16			
17	and insert:		
18	Section 1. Section 1004.447, Florida Statutes, is		
19	created to read:		
20	<u>1004.447 Florida Institute for Human and Machine</u>		
21	<u>Cognition.--</u>		
22	<u>(1)(a) The Florida Institute for Human and Machine</u>		
23	<u>Cognition is established at the University of West Florida as</u>		
24	<u>a Florida not-for-profit corporation organized under the</u>		
25	<u>provisions of chapter 617.</u>		
26	<u>(b) The corporation is authorized to create</u>		
27	<u>not-for-profit corporate subsidiaries that are organized under</u>		
28	<u>the provisions of chapter 617 upon the prior approval of the</u>		
29	<u>State Board of Education, to fulfill its mission.</u>		
30	<u>(c) The corporation and any authorized and approved</u>		
31	<u>subsidiary:</u>		

Bill No. CS for CS for CS for SB's 2328 & 2252

Amendment No. Barcode 954952

1 1. Shall be a corporation primarily acting as an
2 instrumentality of the state, pursuant to s. 768.28(2), for
3 purposes of sovereign immunity.

4 2. Is not an agency within the meaning of s.
5 30.03(11).

6 3. Is subject to the open records and meeting
7 requirements of s. 24, Art. I of the State Constitution,
8 chapter 119, and s. 286.011.

9 4. May receive, hold, invest, and administer property
10 and any moneys acquired from private, local, state, and
11 federal sources, as well as technical and professional income
12 generated or derived from practice activities of the
13 institute, for the benefit of the institute and the
14 fulfillment of its mission.

15 5. May perform all things necessary to secure letters
16 of patent, copyrights, and trademarks on any work products and
17 to enforce its rights therein.

18 6. May secure comprehensive general liability
19 protection, including professional liability protection, for
20 the not-for-profit corporation and its subsidiaries.

21 7. May enter into affiliation agreements with other
22 universities or research institutes.

23 (d) The officers, directors, and employees of the
24 corporation or any authorized subsidiary shall be governed by
25 the code of ethics for public officers and employees as set
26 forth in part III of chapter 112.

27 (e) The articles of incorporation of the corporation,
28 or any authorized and approved subsidiary, shall include that:

29 1. The corporation shall provide equal employment
30 opportunities for all persons regardless of race, color,
31 religion, gender, national origin, age, handicap, or marital

Bill No. CS for CS for CS for SB's 2328 & 2252

Amendment No. Barcode 954952

1 status;

2 2. The corporation is subject to the open records and
3 meeting requirements of s. 24, Art. I of the State
4 Constitution.

5 3. All officers, directors, and employees of the
6 corporation shall be governed by the code of ethics for public
7 officers and employees as set forth in part III of chapter
8 112.

9 4. The board members are responsible for the prudent
10 use of all public and private funds and that they will ensure
11 that the use of funds is in accordance with all applicable
12 laws, bylaws, or contractual requirements.

13 5. The fiscal year of the corporation and any
14 authorized subsidiary is from July 1 to June 30.

15 (2)(a) The affairs of the corporation shall be managed
16 by a board of directors who shall serve without compensation.

17 (b) The board of directors shall consist of:

18 1. The chair of the State Board of Education or his or
19 her designee;

20 2. The chair of the University of West Florida Board
21 of Trustees or his or her designee;

22 3. The President of the University of West Florida or
23 his or her designee;

24 4. Three state university representatives, one of whom
25 shall be appointed by the Governor, one by the President of
26 the Senate, and one by the Speaker of the House of
27 Representatives; and

28 5. Nine public representatives who are neither state
29 university employees nor state employees, three of whom shall
30 be appointed by the Governor, two by the President of the
31 Senate, two by the Speaker of the House of Representatives,

Bill No. CS for CS for CS for SB's 2328 & 2252

Amendment No. Barcode 954952

1 and two by the chair of the University of West Florida Board
2 of Trustees.

3 (c) Each director who is a representative of a state
4 university shall be appointed for an initial term of 3 years
5 and each director who is a representative of the public shall
6 be appointed to serve an initial term of 2 years.

7 (d) Upon the expiration of the initial terms, a
8 director appointed under subparagraph 4. or subparagraph 5.
9 shall be appointed to a 3-year term by a majority vote of the
10 directors.

11 (3) Any vacancy in office of a director appointed
12 under subparagraphs 4. and 5. shall be filled for the
13 remainder of the term by majority vote of the directors.

14 (4) Any director may be reappointed.

15 (5) The chair of the board of directors shall be
16 selected by a majority vote of the directors, a quorum being
17 present.

18 (6) The State Board of Education shall enter into an
19 agreement with the corporation that provides for:

20 (a) Approval by the State Board of Education of the
21 articles of incorporation of the corporation.

22 (b) Approval by the State Board of Education by July
23 1, 2003, of the articles of incorporation of any
24 not-for-profit corporate subsidiary created by the
25 corporation.

26 (7) The corporation shall, by August 1, 2003, enter
27 into an affiliation agreement with the University of West
28 Florida Board of Trustees for:

29 (a) The use of or mutual provision or participation in
30 university programs or services, including use of the
31 university's moneys, facilities, furnishings, equipment, other

Bill No. CS for CS for CS for SB's 2328 & 2252

Amendment No. Barcode 954952

1 chattels, personnel, or services.

2 (b) Utilization of facilities and personnel for
3 mutually approved teaching and research programs conducted by
4 universities or research institutes.

5 (c) Preparation of an annual postaudit of the
6 corporation's financial accounts and the financial accounts of
7 any subsidiaries to be conducted by an independent certified
8 public accountant. The annual audit report shall include
9 management letters and be submitted to the Auditor General and
10 the State Board of Education for review.

11 (d) Use of the facilities of the University of West
12 Florida, including all furnishings, equipment, and other
13 chattels used in the operation of those facilities, which
14 shall govern and operate the Florida Institute for Human and
15 Machine Cognition in accordance with the terms of the
16 agreement between the State Board of Education and the
17 not-for-profit corporation.

18 (e) If the agreement between the corporation and the
19 State Board of Education is terminated, all property,
20 including buildings, land, furnishings, equipment and other
21 chattels originally leased to the corporation, as well as any
22 subsequently constructed or otherwise acquired facilities in
23 connection with the operation of the institute, automatically
24 reverts to full ownership by the University of West Florida.
25 Such a reversionary interest of the state in all
26 after-acquired facilities of the corporation is in furtherance
27 of the goals of this legislation and such a present ownership
28 interest by the university is a continuing and insurable
29 public interest.

30 (8) The corporation shall employ a chief executive
31 officer to administer the affairs of the Florida Institute for

Bill No. CS for CS for CS for SB's 2328 & 2252

Amendment No. Barcode 954952

1 Human and Machine Cognition. The chief executive officer shall
2 be appointed by and serve at the pleasure of the board of
3 directors. The chief executive officer shall exercise the
4 following powers and duties, subject to the approval of the
5 board of directors:

6 (a) Establish programs that fulfill the mission of the
7 institute, as one of the nation's premier
8 information-technology-related research organizations, in
9 research, education, scientific advancement, and economic
10 development. However, the chief executive officer may not
11 establish academic programs for which academic credit is
12 awarded, or programs that culminate in the conferring of a
13 degree, without prior approval of the University of West
14 Florida.

15 (b) Control the budget and the moneys appropriated or
16 donated to the institute from private, local, state, and
17 federal sources, as well as technical and professional income
18 generated or derived from research activities of the
19 institute. However, income generated by university faculty
20 from research activities at the institute shall be shared
21 between the institute and the university, as determined by the
22 chief executive officer and the appropriate university
23 president or the president's designee.

24 (c) Appoint representatives of the institute to carry
25 out the research and educational activities of the institute
26 and establish the compensation, benefits, and terms of service
27 of such representatives. Representatives may hold concurrent
28 appointments at affiliated academic institutions. University
29 faculty may hold concurrent appointments at the institute.

30 (d) Control the use and assignment of space and
31 equipment within the facilities.

Bill No. CS for CS for CS for SB's 2328 & 2252

Amendment No. Barcode 954952

- 1 (e) Create the administrative structure necessary to
2 carry out the mission of the institute.
- 3 (f) Annually report in writing to the Commissioner of
4 Education on the activities of the institute and state budget
5 allocation expenditures.
- 6 (g) Provide a copy of the institute's annual report to
7 the Governor, the President of the Senate, the Speaker of the
8 House of Representatives, the chair of the State Board of
9 Education, and the University of West Florida.
- 10 (h) Appoint a council of scientific advisers to the
11 chief executive officer comprised of leading researchers and
12 scientists who shall review programs and recommend research
13 priorities and initiatives to maximize the state's investment
14 in the institute.
- 15 1. The board of directors shall ratify the
16 appointments of scientific advisers to the council.
- 17 2. Each member of the council shall be appointed to
18 serve a 2-year term and may be reappointed.
- 19 (9) The State Board of Education, the Auditor General,
20 and the Office of Program Policy Analysis and Government
21 Accountability may require and receive from the corporation
22 and any subsidiaries, or from their independent auditor, any
23 detail or supplemental data relative to the operation of the
24 corporation or subsidiary.
- 25 (10) The Board of Trustees of the University of West
26 Florida shall annually certify to the Governor, the President
27 of the Senate, the Speaker of the House of Representatives,
28 and the State Board of Education that the corporation, and any
29 of its authorized subsidiaries, are complying with the
30 requirements of this section and are acting in the best
31 interests of the state.

Bill No. CS for CS for CS for SB's 2328 & 2252

Amendment No. Barcode 954952

1 Section 2. Subsections (3) and (4) are added to
2 section 471.031, Florida Statutes, to read:

3 471.031 Prohibitions; penalties.--

4 (3) The prohibitions of this section shall not apply
5 to any employee or contractor of a sole proprietorship, firm,
6 limited liability company, partnership, joint stock
7 association, corporation, or other business entity that:

8 (a) Provides products, services, or a project, as
9 defined in s. 288.1045(1)(i), to an agency or department of
10 the United States, any agency or department of a state
11 government, or the government of a foreign country which
12 involves the design, development, production, sale, or
13 provision of defense or aerospace products or services;

14 (b) Consists of or supports commercial aircraft and
15 the entity holds a certificate issued by the Federal Aviation
16 Administration under Chapter 21, Title 14, Code of Federal
17 Regulations;

18 (c) Consists of space vehicles or space services that
19 are subject to licensing or regulation by an agency or
20 department of the United States under Title 14, 47 or 48 of
21 the Code of Federal Regulations, or for sale or use outside
22 the United States; or

23 (d) Allows the use of the term "engineer" or
24 "engineering" in a job title or personnel classification of an
25 employee or contractor to the extent that the use of the title
26 or classification is related to activities described in this
27 subsection.

28 (4) Notwithstanding any other provision of this
29 chapter, a person who is not required to be licensed under s.
30 471.003(2) and who is employed by an entity not offering
31 engineering services to the public may use the title

Bill No. CS for CS for CS for SB's 2328 & 2252

Amendment No. ____ Barcode 954952

1 "engineer" or any title listed in paragraph (1)(b), except for
 2 the terms "professional engineer," "licensed engineer," or
 3 "registered engineer," if such use does not indicate that the
 4 person is licensed and authorized to practice engineering
 5 beyond the scope of the exemptions set forth in s. 471.003(2).
 6 This subsection expires July 1, 2004, unless reenacted by the
 7 Legislature before that date.

8
 9 (Redesignate subsequent sections.)

10
 11

12 ===== T I T L E A M E N D M E N T =====

13 And the title is amended as follows:

14 On page 1, line 2, through
 15 page 3, line 28, delete those lines

16

17 and insert:

18 An act relating information technology
 19 research, scientific advancement, economic
 20 development, engineering and engineers;
 21 creating s. 1004.447, F.S.; establishing the
 22 Florida Institute for Human and Machine
 23 Cognition at the University of West Florida;
 24 requiring the State Board of Education to enter
 25 into an agreement with a not-for-profit
 26 corporation for the governance and operation of
 27 the institute; providing that the corporation
 28 shall act as an instrumentality of the state;
 29 authorizing the creation of subsidiaries by the
 30 corporation; providing powers of the
 31 corporation; providing for a board of

Bill No. CS for CS for CS for SB's 2328 & 2252

Amendment No. ____ Barcode 954952

1 directors; providing for an annual postaudit
2 report; authorizing the board of directors to
3 secure liability protection; providing for
4 assumption of responsibilities of the
5 corporation by the University of West Florida
6 under certain circumstances; providing for
7 administration of the institute by a chief
8 executive officer and providing duties;
9 requiring appointment of a council of
10 scientific advisers and providing duties;
11 providing that the corporation and its
12 subsidiaries are not agencies for certain
13 purposes; authorizing contracts without
14 competitive bidding; providing that the
15 institute is a corporation acting as an
16 instrumentality of the state for purposes of
17 sovereign immunity; amending s. 471.031, F.S.;
18 providing that specified business entities are
19 exempt from the prohibitions of the section
20 under specified circumstances; revising
21 provisions governing the use of certain
22 engineering titles; providing for expiration of
23 such provision;

24
25
26
27
28
29
30
31