

Amendment No. (for drafter's use only)

CHAMBER ACTION

Senate

House

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Representative Benson offered the following:

Amendment

Remove line(s) 82-163, and insert:

any authorized and approved subsidiary must be approved in a written agreement by the Board of Governors. The agreement and the articles of incorporation shall:

(a) Provide that the corporation and any authorized and approved subsidiary shall provide equal employment opportunities for all persons regardless of race, color, religion, gender, national origin, age, handicap, or marital status.

(b) Provide that the corporation and any authorized and approved subsidiary are subject to the public records and meeting requirements of s. 24, Art. I of the State Constitution.

(c) Provide that all officers, directors, and employees of the corporation and any authorized and approved subsidiary shall

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27 be governed by the code of ethics for public officers and
28 employees as set forth in part III of chapter 112.

29 (d) Provide that members of the board of directors of the
30 corporation are responsible for the prudent use of all public
31 and private funds and that they will ensure that the use of
32 funds is in accordance with all applicable laws, bylaws, and
33 contractual requirements.

34 (e) Provide that the fiscal year of the corporation and
35 any authorized and approved subsidiary is from July 1 to June
36 30.

37 (5) The affairs of the corporation shall be managed by a
38 board of directors who shall serve without compensation. Each
39 director shall have only one vote.

40 (a) The board of directors shall consist of:

41 1. The chair of the Board of Governors or the chair's
42 designee.

43 2. The chair of the Board of Trustees of the University of
44 West Florida or the chair's designee.

45 3. The President of the University of West Florida or the
46 president's designee.

47 4. Three state university representatives.

48 5. Nine public representatives who are neither state
49 university employees nor state employees.

50 (b) The Governor, the President of the Senate, and the
51 Speaker of the House of Representatives shall each make one
52 initial appointment of a state university representative to the
53 board of directors. Each director who is a representative of a
54 state university shall be appointed for an initial term of 3
55 years. The Governor shall make three initial appointments of

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56 public representatives to the board of directors. The President
57 of the Senate and the Speaker of the House of Representatives
58 shall each make two initial appointments of public
59 representatives to the board of directors. The chair of the
60 Board of Trustees of the University of West Florida shall make
61 two initial appointments of public representatives to the board
62 of directors. Each director who is a representative of the
63 public shall be appointed to serve an initial term of 2 years.

64 (c) Upon the completion of the initial terms, a director
65 appointed under paragraph (b) shall be appointed by a majority
66 vote of the directors to an additional 3-year term.

67 (d) Any vacancy in office of a director appointed under
68 paragraph (b) shall be filled for the remainder of the term by
69 majority vote of the directors.

70 (e) Any director may be reappointed by a majority vote of
71 the board of directors.

72 (f) The chair of the board of directors shall be selected
73 by a majority vote of the directors, a quorum being present.

74 (6) No later than 30 days following approval of the
75 corporation's articles of incorporation by the Board of
76 Governors, the corporation shall enter into an affiliation
77 agreement with the Board of Trustees of the University of West
78 Florida for:

79 (a) The use or mutual provision of or participation in
80 university programs or services, including use of the
81 university's moneys, facilities, furnishings, equipment, other
82 chattels, personnel, or services.

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83 (b) The use of facilities and personnel for mutually
84 approved teaching and research programs conducted by
85 universities or research institutes.

86 (c) The preparation of an annual postaudit of the
87 corporation's financial accounts and the financial accounts of
88 any authorized and approved subsidiary to be conducted by an
89 independent certified public accountant. The annual audit report
90 shall include management letters and be submitted to the Auditor
91 General and the Board of Governors for review.

92 (d) Use of the facilities of the University of West
93 Florida, including all furnishings, equipment, and other
94 chattels used in the operation of those facilities.

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96 If the agreement between the corporation and the Board of
97 Governors is terminated, all

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