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CS/HB 1391

2007 Legislature

1 A bill to be entitled
2 An act relating to the North Broward Hospital District,
3 Broward County; amending chapter 2006-347; Laws of
4 Florida; providing for a President/Chief Executive Officer
5 and providing powers of such officer; providing
6 legislative findings; providing for a noninterference
7 clause; providing for malfeasance; providing for rules of
8 procedures; providing for a code of conduct and ethics;
9 providing severability; providing an effective date.

10

11 Be It Enacted by the Legislature of the State of Florida:

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13 Section 1. Subsection (1) of section 4 and section 5 of
14 section 3 of chapter 2006-347, Laws of Florida, are amended to
15 read:

16 Section 4. Powers of board of commissioners generally.--

17 (1) The Board of Commissioners of the North Broward
18 Hospital District shall have all the powers of a body corporate,
19 including the power to sue and be sued under the name of the
20 North Broward Hospital District; to contract and be contracted
21 with; to adopt and use a common seal and to alter the same at
22 pleasure; to acquire, purchase, hold, lease as lessee or lessor,
23 and convey such real and personal property as said board may
24 deem proper or expedient to carry out the purposes of this act
25 (any lease of real or personal property entered into by the
26 board of commissioners shall be for such terms as the board of
27 commissioners determines is in the best interest of the
28 district); to appoint and employ a President/Chief Executive

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29 Officer (CEO) ~~superintendent~~ and such other agents and employees
30 as said board may deem advisable; to borrow money, incur
31 indebtedness, and issue notes, revenue certificates, bonds, and
32 other evidences of indebtedness of said district; to establish
33 and support subsidiary or affiliate organizations to assist the
34 district in fulfilling its declared public purpose of providing
35 for the health care needs of the people of the district and, to
36 the extent permitted by the State Constitution, to support not-
37 for-profit organizations that operate primarily within the
38 district, as well as elsewhere, and that have as their purposes
39 the health care needs of the people of the district by means of
40 nominal interest loans of funds, nominal rent leases of real or
41 personal property, gifts and grants of funds, or guaranties of
42 indebtedness of such subsidiaries, affiliates, and not-for-
43 profit organizations (any such support of a subsidiary or
44 affiliate corporation or nonaffiliated, not-for-profit
45 corporation is hereby found and declared to be a public purpose
46 and necessary for the preservation of the public health and for
47 public use and for the welfare of the district and inhabitants
48 thereof); to the extent permitted by the State Constitution, to
49 participate as a shareholder in a corporation, or as a joint
50 venture in a joint venture, which provides health care or
51 engages in activities related thereto, to provide debt or equity
52 financing for the activities of such corporations or joint
53 ventures, and to utilize, for any lawful purpose, the assets and
54 resources of the district to the extent not needed for health
55 care and related activities; and to carry out the provisions of
56 this charter in the manner hereinafter provided. Said board of

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57 | commissioners, pursuant to chapter 218, Florida Statutes, is
58 | authorized and empowered, as the board of a special tax district
59 | of the state, to invest district "surplus funds," as defined in
60 | that chapter, in such a manner as allowed under section 218.415
61 | Florida Statutes, or by any general law amending or superseding
62 | section 218.415, Florida Statutes. The board of commissioners
63 | shall also have the power to delegate its authority to invest
64 | these surplus funds, as outlined above, to a state or national
65 | banking organization acting pursuant to a written trust
66 | agreement as a trustee of district funds, provided that such
67 | delegation is made in writing by the board of commissioners.

68 | Section 5. Board of commissioners; rules of procedure;
69 | organization; noninterference; code of conduct and ethics.--

70 | (1) Four commissioners shall constitute a quorum, and a
71 | vote of at least three commissioners shall be necessary to the
72 | transaction of any business of the district. The commissioners
73 | shall cause true and accurate minutes and records to be kept of
74 | all business transacted by them and shall keep full, true, and
75 | complete books of account and minutes, which minutes, records,
76 | and books of account shall at all reasonable times be open and
77 | subject to the inspection of inhabitants of said district, and
78 | any person desiring to do so may make or procure copy of said
79 | minutes, records, books of account, or such portions thereof as
80 | he or she may desire.

81 | (2) It is the finding of the Legislature that it is not in
82 | the public interest for any member of the board of commissioners
83 | to operate in the perceived role of management while
84 | simultaneously exercising the charter oversight duties

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85 contemplated by creation of this special act. It is therefore
86 the intent of the Legislature that the board of commissioners
87 only exercise its oversight function as a whole body and not
88 through the actions of any individual commissioner. It is also
89 the intent of the Legislature that there be an explicit
90 segregation of duties between the functions of operational
91 management of the district and oversight by the board of
92 commissioners. Except for the purposes of inquiry or
93 information, a member of the board of commissioners shall not
94 give direction to or interfere with any employee, officer, or
95 agent under the direct or indirect supervision of the
96 President/CEO. Such action shall be malfeasance within the
97 meaning of Art. IV, s. 7(a) of the Florida Constitution. Nothing
98 contained herein shall prevent a commissioner from referring a
99 citizen complaint to the President/CEO or to the board of
100 commissioners or providing information about any issue to the
101 President/CEO or to the board of commissioners.

102 (3) (a) The board of commissioners shall adopt a code of
103 conduct and ethics that each member must acknowledge receipt of
104 and agree to comply with. Failure to comply with the provisions
105 of the code of conduct and ethics shall be malfeasance within
106 the meaning of Art. IV, s. 7(a) of the Florida Constitution.

107 (b) The code of conduct and ethics shall include, at a
108 minimum, provisions addressing:

109 1. Definition of conflict of interest and proper
110 disclosure.

111 2. Appropriate procedures for disclosure if any outside
112 entity with a vendor or contractual relationship with the

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113 district, or seeking a vendor or contractual relationship with
114 the district, contacts a member of the board of commissioners
115 with the intent to influence the decision of the board of
116 commissioners.

117 3. Policies addressing the acceptance of gifts by members
118 of the board of commissioners.

119 4. The responsibility of the board of commissioners for
120 appropriate implementation of the district ethics and compliance
121 program applicable to all financial and operational risks of the
122 district.

123 5. Annual board education requirements.

124 Section 2. Severability.--Any provision of this act which
125 for any reason may be held or declared invalid or unenforceable
126 may be eliminated, and the remaining portion or portions thereof
127 shall remain in full force and be valid and enforceable as if
128 such invalid or unenforceable provision had not been
129 incorporated therein.

130 Section 3. This act shall take effect upon becoming a law.