

Amendment No. 1

COMMITTEE/SUBCOMMITTEE ACTION

ADOPTED	___	(Y/N)
ADOPTED AS AMENDED	___	(Y/N)
ADOPTED W/O OBJECTION	___	(Y/N)
FAILED TO ADOPT	___	(Y/N)
WITHDRAWN	___	(Y/N)
OTHER	_____	

---

1 Committee/Subcommittee hearing bill: Education Administration  
2 Subcommittee

3 Representative Andrade offered the following:

4  
5 **Amendment (with title amendment)**

6 Remove everything after the enacting clause and insert:

7 **Section 1. Paragraph (b) of subsection (1), subsection**  
8 **(4), paragraphs (a) and (b) of subsection (5), and subsection**  
9 **(9) of section 1004.447, Florida Statutes, are amended to read:**

10 1004.447 Florida Institute for Human and Machine  
11 Cognition, Inc.—

12 (1)

13 (b) The corporation is authorized to create not-for-profit  
14 corporate subsidiaries that are organized under the provisions  
15 of chapter 617 upon the prior approval of its board of directors  
16 ~~the Board of Governors~~, as necessary, to fulfill its mission.

Amendment No. 1

17 (4) The articles of incorporation of the corporation ~~or~~  
18 ~~any authorized and approved subsidiary~~ must be approved in a  
19 written agreement by the Board of Governors. The agreement and  
20 the articles of incorporation must ~~shall~~:

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

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

28 (c) Provide that all officers, directors, and employees of  
29 the corporation and any authorized and approved subsidiary shall  
30 be governed by the code of ethics for public officers and  
31 employees as set forth in part III of chapter 112.

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

37 (e) Provide that the fiscal year of the corporation and  
38 any authorized and approved subsidiary is from July 1 to June  
39 30.

## Amendment No. 1

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

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

44 1. The chair of the Board of Governors or the chair's  
45 designee.

46 ~~2. The chair of the Board of Trustees of the University of~~  
47 ~~West Florida or the chair's designee.~~

48 ~~3.~~ The President of the University of West Florida or the  
49 president's designee.

50 ~~3.4.~~ Three state university representatives.

51 ~~4.5.~~ Ten ~~Nine~~ public representatives who are neither state  
52 university employees nor state employees.

53 (b) The Governor, the President of the Senate, and the  
54 Speaker of the House of Representatives shall each make one  
55 initial appointment of a state university representative to the  
56 board of directors. Each director who is a representative of a  
57 state university shall be appointed for an initial term of 3  
58 years. The Governor shall make three initial appointments of  
59 public representatives to the board of directors. The President  
60 of the Senate and the Speaker of the House of Representatives  
61 shall each make two initial appointments of public  
62 representatives to the board of directors. The chair of the  
63 Board of Trustees of the University of West Florida shall make  
64 two initial appointments of public representatives to the board

Amendment No. 1

65 of directors. The Board of Trustees of the University of West  
66 Florida shall make one appointment of a public representative to  
67 the board of directors. Each director who is a representative of  
68 the public shall be appointed to serve an initial term of 2  
69 years.

70 (9) The corporation ~~Board of Trustees of the University of~~  
71 ~~West Florida~~ shall annually certify to the Governor, the  
72 President of the Senate, the Speaker of the House of  
73 Representatives, and the Board of Governors that the corporation  
74 and its authorized subsidiaries are complying with the  
75 requirements of this section and are acting in the best  
76 interests of the state.

77 **Section 2. Section 1004.4471, Florida Statutes, is amended**  
78 **to read:**

79 1004.4471 Florida Institute for Human and Machine  
80 Cognition; affiliation with other universities.—The corporation  
81 created pursuant to s. 1004.447(1) and any authorized and  
82 approved subsidiary of the corporation may enter into  
83 affiliation agreements similar to the agreement described in s.  
84 1004.447(6) with the boards of trustees of other public or  
85 private universities.

86 **Section 3.** This act shall take effect July 1, 2025.  
87

88 -----

89 **T I T L E A M E N D M E N T**

Amendment No. 1

90 Remove everything before the enacting clause and insert:

91 A bill to be entitled

92 An act relating to the Florida Institute for Human and

93 Machine Cognition, Inc.; amending s. 1004.447, F.S.;

94 requiring the board of directors of the Florida

95 Institute for Human and Machine Cognition, Inc.,

96 rather than the Board of Governors, to authorize the

97 creation of a subsidiary of the corporation; requiring

98 that the articles of incorporation of the corporation,

99 rather than of the corporation and any authorized and

100 approved subsidiary, be approved in a written

101 agreement by the Board of Governors; revising the

102 composition of the board of directors of the

103 corporation; requiring the corporation, rather than

104 the Board of Trustees of the University of West

105 Florida, to certify specified information annually to

106 the Governor, Legislature, and Board of Governors;

107 amending s. 1004.4471, F.S.; authorizing subsidiaries

108 of the corporation to enter into certain affiliation

109 agreements; providing an effective date.