The Committee on Appropriations (Gardiner) recommended the following:

**Senate Amendment (with title amendment)**

Delete lines 159 - 346 and insert:

(2)(a) Immediately upon the effective date of this act, the Central Florida Expressway Authority shall assume the governance and control of the Orlando-Orange County Expressway Authority System, including its assets, personnel, contracts, obligations, liabilities, facilities, and tangible and intangible property. Any rights in such property, and other legal rights of the
authority, are transferred to the Central Florida Expressway Authority. The Central Florida Expressway Authority shall immediately succeed to and assume the powers, responsibilities, and obligations of the Orlando-Orange County Expressway Authority.

(b) The transfer pursuant to this subsection is subject to the terms and covenants provided for the protection of the holders of the Orlando-Orange County Expressway Authority bonds in the lease-purchase agreement and the resolutions adopted in connection with the issuance of the bonds. Further, the transfer does not impair the terms of the contract between the Orlando-Orange County Expressway Authority and the bondholders, does not act to the detriment of the bondholders, and does not diminish the security for the bonds. After the transfer, the Central Florida Expressway Authority shall operate and maintain the expressway system and any other facilities of the Orlando-Orange County Expressway Authority in accordance with the terms, conditions, and covenants contained in the bond resolutions and lease-purchase agreement securing the bonds of the authority. The Central Florida Expressway Authority shall collect toll revenues and apply them to the payment of debt service as provided in the bond resolution securing the bonds, and shall expressly assume all obligations relating to the bonds to ensure that the transfer will have no adverse impact on the security for the bonds. The transfer does not make the obligation to pay the principal and interest on the bonds a general liability of the Central Florida Expressway Authority or pledge additional expressway system revenues to payment of the bonds. Revenues that are generated by the expressway system and other facilities
of the Central Florida Expressway Authority which were pledged by the Orlando-Orange County Expressway Authority to payment of the bonds will remain subject to the pledge for the benefit of the bondholders. The transfer does not modify or eliminate any prior obligation of the department to pay certain costs of the expressway system from sources other than revenues of the expressway system.

(3)(2) The governing body of the authority shall consist of nine five members. The chairs of the boards of the county commissions of Seminole, Lake, and Osceola Counties shall each appoint one member, who may be a commission member or chair. The Mayor of Orange County shall appoint a member from the Orange County Commission. The Governor shall appoint three citizen members. Of the Governor’s appointments, two three members must shall be citizens of Orange County and one member must be a citizen of either Seminole County, Lake County, or Osceola County, who shall be appointed by the Governor. The eighth fourth member must shall be, ex officio, the Mayor of chair of the County Commissioners of Orange County. The ninth member must be the Mayor of the City of Orlando. The executive director of Florida Turnpike Enterprise shall serve as a nonvoting advisor to the governing body of the authority, and the fifth member shall be, ex officio, the district secretary of the Department of Transportation serving in the district that contains Orange County. The term of each appointed member appointed by the Governor shall serve be for 4 years. Each county-appointed member shall serve for 2 years. The terms of standing board members expire upon the effective date of this act. Each appointed member shall hold office until his or her successor
has been appointed and has qualified. A vacancy occurring during a term **must** **shall** be filled only for the balance of the unexpired term. Each appointed member of the authority shall be a person of outstanding reputation for integrity, responsibility, and business ability, but, except as provided in this subsection, a **no** person who is an officer or employee of a municipality or any city or of Orange county may **not** in any other capacity shall be an appointed member of the authority. Any member of the authority **is** **shall** be eligible for reappointment.

(4) (3) (a) The authority shall elect one of its members as chair of the authority. The authority shall also elect one of its members as vice chair, one of its members as a secretary, and one of its members as a treasurer who may or may not be members of the authority. The chair, vice chair, secretary, and treasurer shall hold such offices at the will of the authority. **Five** **Three** members of the authority shall constitute a quorum, and the vote of five **three** members is **shall be** necessary for any action taken by the authority. A **no** vacancy in the authority **does not** **shall** impair the right of a quorum of the authority to exercise all of the rights and perform all of the duties of the authority.

(b) Upon the effective date of his or her appointment, or as soon thereafter as practicable, each appointed member of the authority shall enter upon his or her duties. Members of the authority may be removed from office by the Governor for misconduct, malfeasance, misfeasance, or nonfeasance in office.

(c) Members of the authority are entitled to receive reimbursement from the authority for travel and other necessary
expenses incurred in connection with the business of the
authority as provided in s. 112.061, but may not draw salaries
or other compensation.

(5) (4) (a) The authority may employ an executive secretary,
an executive director, its own counsel and legal staff,
technical experts, and the such engineers, and such employees
that, permanent or temporary, as it requires. The authority may
require and may determine the qualifications and fix the
compensation of such persons, firms, or corporations, and may
employ a fiscal agent or agents; provided, however, that the
authority shall solicit sealed proposals from at least three
persons, firms, or corporations for the performance of any
services as fiscal agents. The authority may delegate to one or
more of its agents or employees the such of its power as it
deems shall deem necessary to carry out the purposes of this
part, subject always to the supervision and control of the
authority. Members of the authority may be removed from their
office by the Governor for misconduct, malfeasance, misfeasance,
or nonfeasance in office.

(b) Members of the authority are shall be entitled to
receive from the authority their travel and other necessary
expenses incurred in connection with the business of the
authority as provided in s. 112.061, but may not draw
no salaries or other compensation.

(6) In addition to meeting the requirements of chapter 112,
a member or the executive director of the authority may not:

(a) Personally represent another person or entity for
compensation before the authority for a period of 2 years
following vacation of his or her position.
(b) Within 2 years after retirement or termination, have an employment or contractual relationship with a business entity other than an agency, as defined in s. 112.312, that was doing business with the authority at any time during the person’s membership on or employment by the authority.

(c) After retirement or termination, have an employment or contractual relationship with a business entity other than an agency as defined in s. 112.312, in connection with a contract in which the member or executive director personally and substantially participated in through decision, approval, disapproval, recommendation, rendering of advice, or investigation while he or she was a member or employee of the authority.

(d) A violation of this subsection is punishable in accordance with s. 112.317.

(7) The authority’s general counsel shall serve as the authority’s ethics officer.

(8) Authority board members, employees, and consultants who hold positions that may influence authority decisions shall refrain from engaging in any relationship that may adversely affect their judgment in carrying out authority business. The following disclosures must be made annually on a disclosure form to prevent such conflicts of interest and preserve the integrity and transparency of the authority to the public:

(a) Any relationship a board member, employee, or consultant has which affords a current or future financial benefit to such board member, employee, or consultant, or to a relative or business associate of such board member, employee, or consultant, and which a reasonable person would conclude has
the potential to create a prohibited conflict of interest.

(b) Whether a relative of such board member, employee, or consultant is a registered lobbyist, and if so, the names of such lobbyist’s clients. Such names shall be provided in writing to the ethics officer.

(c) Any and all interests in real property that such board member, employee, or consultant has, or that a relative, principal, client, or business associate of such board member, employee, or consultant has whenever such real property is located within, or within a one-half mile radius of, any actual or prospective authority roadway project. The executive director shall provide a corridor map and a property ownership list reflecting the ownership of all real property within the disclosure area, or an alignment map with a list of associated owners, to all board members, employees, and consultants.

(9) The disclosure forms required under subsection (8) must be reviewed by the ethics officer or, if a form is filed by the general counsel, by the executive director.

(10) The conflict of interest process shall be outlined in the authority’s Code of Ethics.

(11) Authority employees and consultants are prohibited from serving on the governing body of the authority while employed by or under contract with the authority.

(12) The code of ethics policy shall be reviewed and updated by the ethics officer and presented for board approval at a minimum of once every 2 years.

(13) Employees shall be adequately informed and trained on the code of ethics and shall continually participate in ongoing ethics education.
Section 4. Section 348.754, Florida Statutes, is amended to read:

348.754 Purposes and powers.—

(1)(a) The authority created and established under by the provisions of this part is hereby granted and has shall have the right to acquire, hold, construct, improve, maintain, operate, own, and lease in the capacity of lessor the Central Florida Orlando-Orange County Expressway System, hereinafter referred to as “system.” Except as otherwise specifically provided by law, including paragraph (2)(n), the area served by the authority shall be within the geographical boundaries of Orange, Seminole, Lake, and Osceola Counties.

(b) It is the express intention of this part that said authority, in the construction of the Central Florida said Orlando-Orange County Expressway System, the authority may shall be authorized to construct any extensions, additions, or improvements to the said system or appurtenant facilities, including all necessary approaches, roads, bridges, and avenues of access, rapid transit, trams, fixed guideways, thoroughfares, and boulevards with any such changes, modifications, or revisions of the said project which are as shall be deemed desirable and proper.

(c) Notwithstanding any other provision of this section to the contrary, to ensure the continued financial feasibility of the portion of the Wekiva Parkway to be constructed by the department, the authority may not, without the prior consent of the secretary of the department, construct any extensions, additions, or improvements to the expressway system in Lake County.
(2) The authority is hereby granted, and shall have and may exercise all powers necessary, appurtenant, convenient or incidental to the implementation carrying out of the aforesaid purposes, including, but not without being limited to, the following rights and powers:

(a) To sue and be sued, implead and be impleaded, complain and defend in all courts.

(b) To adopt, use and alter at will a corporate seal.

(c) To acquire by donation or otherwise, purchase, hold, lease as lessee, and use any franchise or any property, real, personal or mixed, or tangible or intangible, or any options thereof in its own name or in conjunction with others, or interest in those options therein, necessary or desirable to carry for carrying out the purposes of the authority, and to sell, lease as lessor, transfer, and dispose of any property or interest in the property therein at any time acquired by it.

(d) To enter into and make leases for terms not exceeding 99 years, as either lessee or lessor, in order to carry out the right to lease as specified set forth in this part.

(e) To enter into and make lease-purchase agreements with the department for terms not exceeding 99 years, or until any bonds secured by a pledge of rentals pursuant to the agreement thereunder, and any refundings pursuant to the agreement thereof, are fully paid as to both principal and interest, whichever is longer. The authority is a party to a lease-purchase agreement between the department and the authority dated December 23, 1985, as supplemented by a first supplement to the lease-purchase agreement dated November 25, 1986, and a second supplement to the lease-purchase agreement dated October
27, 1988. The authority may not enter into other lease-purchase agreements with the department and may not amend the existing agreement in a manner that expands or increases the department’s obligations unless the department determines that the agreement or amendment is necessary to permit the refunding of bonds issued before July 1, 2013.

(f) To fix, alter, charge, establish, and collect rates, fees, rentals, and other charges for the services and facilities of the Central Florida Orlando-Orange County Expressway System, which must rates, fees, rentals and other charges shall always be sufficient to comply with any covenants made with the holders of any bonds issued pursuant to this part; provided, however, that such right and power may be assigned or delegated, by the authority, to the department. Toll revenues attributable to an increase in the toll rates charged on or after the effective date of this act for the use of a portion of the system may not be used to construct or expand a different portion of the system unless a two-thirds majority of the members of the authority votes to approve such use. This requirement does not apply if, and to the extent that:

1. Application of the requirement would violate any covenant established in a resolution or trust indenture under which bonds were issued by the Orlando-Orange County Expressway Authority on or before the effective date of this act; or

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

And the title is amended as follows:

Delete line 17

and insert:
technological changes; prohibiting a member or the executive director of the authority from personally representing certain persons or entities for a specified time period; prohibiting a retired or terminated member or executive director of the authority from contracting with a business entity under certain circumstances; providing penalties; requiring authority board members, employees, and consultants to make certain annual disclosures; requiring an ethics officer to review such disclosures; requiring the authority code of ethics to include a conflict of interest process; prohibiting authority employees and consultants from serving on the board during their employment or contract period; requiring the code of ethics to be reviewed and updated at least every 2 years; requiring employees to participate in ongoing ethics education; amending s. 348.754, F.S.;