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LEGISLATIVE ACTION

Senate	.	House
Comm: RCS	.	
03/13/2014	.	
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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



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11 authority, are transferred to the Central Florida Expressway
12 Authority. The Central Florida Expressway Authority shall
13 immediately succeed to and assume the powers, responsibilities,
14 and obligations of the Orlando-Orange County Expressway
15 Authority.

16 (b) The transfer pursuant to this subsection is subject to
17 the terms and covenants provided for the protection of the
18 holders of the Orlando-Orange County Expressway Authority bonds
19 in the lease-purchase agreement and the resolutions adopted in
20 connection with the issuance of the bonds. Further, the transfer
21 does not impair the terms of the contract between the Orlando-
22 Orange County Expressway Authority and the bondholders, does not
23 act to the detriment of the bondholders, and does not diminish
24 the security for the bonds. After the transfer, the Central
25 Florida Expressway Authority shall operate and maintain the
26 expressway system and any other facilities of the Orlando-Orange
27 County Expressway Authority in accordance with the terms,
28 conditions, and covenants contained in the bond resolutions and
29 lease-purchase agreement securing the bonds of the authority.
30 The Central Florida Expressway Authority shall collect toll
31 revenues and apply them to the payment of debt service as
32 provided in the bond resolution securing the bonds, and shall
33 expressly assume all obligations relating to the bonds to ensure
34 that the transfer will have no adverse impact on the security
35 for the bonds. The transfer does not make the obligation to pay
36 the principal and interest on the bonds a general liability of
37 the Central Florida Expressway Authority or pledge additional
38 expressway system revenues to payment of the bonds. Revenues
39 that are generated by the expressway system and other facilities



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40 of the Central Florida Expressway Authority which were pledged
41 by the Orlando-Orange County Expressway Authority to payment of
42 the bonds will remain subject to the pledge for the benefit of
43 the bondholders. The transfer does not modify or eliminate any
44 prior obligation of the department to pay certain costs of the
45 expressway system from sources other than revenues of the
46 expressway system.

47 (3)~~(2)~~ The governing body of the authority shall consist of
48 nine ~~five~~ members. The chairs of the boards of the county
49 commissions of Seminole, Lake, and Osceola Counties shall each
50 appoint one member, who may be a commission member or chair. The
51 Mayor of Orange County shall appoint a member from the Orange
52 County Commission. The Governor shall appoint three citizen
53 members. Of the Governor's appointments, two ~~Three~~ members must
54 shall be citizens of Orange County and one member must be a
55 citizen of either Seminole County, Lake County, or Osceola
56 County, who shall be appointed by the Governor. The eighth
57 ~~fourth~~ member must shall be, ~~ex officio,~~ the Mayor of chair of
58 the ~~County Commissioners~~ of Orange County. The ninth member must
59 be the Mayor of the City of Orlando. The executive director of
60 Florida Turnpike Enterprise shall serve as a nonvoting advisor
61 to the governing body of the authority, and the ~~fifth~~ member
62 shall be, ~~ex officio,~~ the ~~district secretary of the Department~~
63 of ~~Transportation~~ serving in the ~~district that contains Orange~~
64 County. The ~~term of~~ Each ~~appointed~~ member appointed by the
65 Governor shall serve ~~be~~ for 4 years. Each county-appointed
66 member shall serve for 2 years. The terms of standing board
67 members expire upon the effective date of this act. Each
68 appointed member shall hold office until his or her successor



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69 has been appointed and has qualified. A vacancy occurring during
70 a term must ~~shall~~ be filled only for the balance of the
71 unexpired term. Each appointed member of the authority shall be
72 a person of outstanding reputation for integrity,
73 responsibility, and business ability, but, except as provided in
74 this subsection, a ~~no~~ person who is an officer or employee of a
75 municipality or any city or of Orange county may not in any
76 other capacity ~~shall~~ be an appointed member of the authority.
77 Any member of the authority is ~~shall be~~ eligible for
78 reappointment.

79 (4)(3)(a) The authority shall elect one of its members as
80 chair of the authority. The authority shall also elect one of
81 its members as vice chair, one of its members as a secretary,
82 and one of its members as a treasurer ~~who may or may not be~~
83 ~~members of the authority.~~ The chair, vice chair, secretary, and
84 treasurer shall hold such offices at the will of the authority.
85 Five ~~Three~~ members of the authority ~~shall~~ constitute a quorum,
86 and the vote of five ~~three~~ members is ~~shall be~~ necessary for any
87 action taken by the authority. A ~~No~~ vacancy in the authority
88 does not ~~shall~~ impair the right of a quorum of the authority to
89 exercise all of the rights and perform all of the duties of the
90 authority.

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

96 (c) Members of the authority are entitled to receive
97 reimbursement from the authority for travel and other necessary



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98 expenses incurred in connection with the business of the
99 authority as provided in s. 112.061, but may not draw salaries
100 or other compensation.

101 (5)(4)(a) The authority may employ an executive secretary,
102 an executive director, its own counsel and legal staff,
103 technical experts, and the such engineers, and such employees
104 that, permanent or temporary, as it requires. The authority may
105 require and may determine the qualifications and fix the
106 compensation of such persons, firms, or corporations, and may
107 employ a fiscal agent or agents; provided, however, that the
108 authority shall solicit sealed proposals from at least three
109 persons, firms, or corporations for the performance of any
110 services as fiscal agents. The authority may delegate to one or
111 more of its agents or employees the such of its power as it
112 deems shall deem necessary to carry out the purposes of this
113 part, subject always to the supervision and control of the
114 authority. Members of the authority may be removed from their
115 office by the Governor for misconduct, malfeasance, misfeasance,
116 or nonfeasance in office.

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

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

124 (a) Personally represent another person or entity for
125 compensation before the authority for a period of 2 years
126 following vacation of his or her position.



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127 (b) Within 2 years after retirement or termination, have an
128 employment or contractual relationship with a business entity
129 other than an agency, as defined in s. 112.312, that was doing
130 business with the authority at any time during the person's
131 membership on or employment by the authority.

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

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

142 (7) The authority's general counsel shall serve as the
143 authority's ethics officer.

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

151 (a) Any relationship a board member, employee, or
152 consultant has which affords a current or future financial
153 benefit to such board member, employee, or consultant, or to a
154 relative or business associate of such board member, employee,
155 or consultant, and which a reasonable person would conclude has



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156 the potential to create a prohibited conflict of interest.

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

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

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

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

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

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

182 (13) Employees shall be adequately informed and trained on
183 the code of ethics and shall continually participate in ongoing
184 ethics education.



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185 Section 4. Section 348.754, Florida Statutes, is amended to
186 read:

187 348.754 Purposes and powers.—

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

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

207 (c) Notwithstanding any other provision of this section to
208 the contrary, to ensure the continued financial feasibility of
209 the portion of the Wekiva Parkway to be constructed by the
210 department, the authority may not, without the prior consent of
211 the secretary of the department, construct any extensions,
212 additions, or improvements to the expressway system in Lake
213 County.



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214 (2) The authority ~~is hereby granted, and shall have and~~ may
215 exercise all powers necessary, appurtenant, convenient, or
216 incidental to the implementation ~~carrying out~~ of the stated
217 ~~aforsaid~~ purposes, including, but not ~~without being~~ limited to,
218 the following rights and powers:

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

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

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

230 (d) To enter into and make leases for terms not exceeding
231 99 years, as ~~either~~ lessee or lessor, in order to carry out the
232 right to lease as specified ~~set forth~~ in this part.

233 (e) To enter into and make lease-purchase agreements with
234 the department for terms not exceeding 99 ~~40~~ years, or until any
235 bonds secured by a pledge of rentals pursuant to the agreement
236 ~~thereunder~~, and any refundings pursuant to the agreement
237 ~~thereof~~, are fully paid as to both principal and interest,
238 whichever is longer. The authority is a party to a lease-
239 purchase agreement between the department and the authority
240 dated December 23, 1985, as supplemented by a first supplement
241 to the lease-purchase agreement dated November 25, 1986, and a
242 second supplement to the lease-purchase agreement dated October



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243 27, 1988. The authority may not enter into other lease-purchase
244 agreements with the department and may not amend the existing
245 agreement in a manner that expands or increases the department's
246 obligations unless the department determines that the agreement
247 or amendment is necessary to permit the refunding of bonds
248 issued before July 1, 2013.

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

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

267
268 ===== T I T L E A M E N D M E N T =====

269 And the title is amended as follows:

270 Delete line 17

271 and insert:



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272 technical changes; prohibiting a member or the
273 executive director of the authority from personally
274 representing certain persons or entities for a
275 specified time period; prohibiting a retired or
276 terminated member or executive director of the
277 authority from contracting with a business entity
278 under certain circumstances; providing penalties;
279 requiring authority board members, employees, and
280 consultants to make certain annual disclosures;
281 requiring an ethics officer to review such
282 disclosures; requiring the authority code of ethics to
283 include a conflict of interest process; prohibiting
284 authority employees and consultants from serving on
285 the board during their employment or contract period;
286 requiring the code of ethics to be reviewed and
287 updated at least every 2 years; requiring employees to
288 participate in ongoing ethics education; amending s.
289 348.754, F.S.;