



RESOLUTION NO. 2012-01

A RESOLUTION OF THE BOARD OF DIRECTORS OF THE FLORIDA COURTS E-FILING AUTHORITY AMENDING THE INTERLOCAL AGREEMENT IN CERTAIN RESPECTS; AND PROVIDING AN EFFECTIVE DATE.

BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE FLORIDA COURTS E-FILING AUTHORITY AS FOLLOWS:

SECTION 1. FINDINGS. It is hereby found and determined that:

- (A) The Interlocal Agreement, dated as of September 3, 2010 (as amended and supplemented, the "Interlocal Agreement"), established the Florida Courts E-Filing Authority (the "Authority") for the principal purpose of designing, developing, implementing, operating, upgrading, supporting and maintaining a state-wide system for electronic filing of court documents. All capitalized terms not otherwise defined herein shall have the meaning ascribed to them within the Interlocal Agreement.
- (B) Under Section 2.1 of the Interlocal Agreement, the Authority is subject to all applicable laws and county ordinances relating to procurements by the clerks of the circuit court in their capacity as clerk of court.
- (C) The Board of Directors (the "Board") has determined that the requirement to follow all county ordinances relating to procurements (i) creates an undue burden for the process of procurement by the Authority and (ii) sets a standard that is ripe for violation due to its overly broad nature.
- (D) The Board hereby determines that it is the best interest of the Authority to amend the Interlocal Agreement to delete the reference to following all county ordinances in Section 2.1 and to add language to Section 4.1 which allows the Board to adopt a procurement policy.
- (E) Under Section 3.6 of the Interlocal Agreement, the authorization to sign documents approved by the Board is reserved to the Chair and the Vice-Chair.
- (F) There may be instances where, even though a document has been approved by the Board, the Chair or Vice-Chair is unavailable to sign such documents in a timely manner.
- (G) The Board finds that it is the best interest of the Authority to amend Section 3.6 of the Interlocal Agreement to provide that Chair and Vice-Chair may designate another person to sign on their behalf as provided herein.
- (H) The Board finds it is in the best interest of the Authority to amend Section 4.1 of the Interlocal Agreement to clearly provide that the Authority may delegate administrative functions to Authority staff.

CODING: Words ~~stricken~~ are deletions; words underlined are additions.

SECTION 2. AMENDMENT TO SECTION 2.1. CREATION. Section 2.1 of the Interlocal Agreement is hereby amended as follows:

SECTION 2.1. CREATION. The Clerks hereby create and establish the Florida E-Filing Authority (“Authority”), a legal entity and public body subject to all applicable Florida Statutes, Supreme Court rules and Administrative Orders of the Chief Justice of the Florida Supreme Court that govern the individual clerks of circuit court, clerks of the District Courts of Appeal and clerk of the Supreme Court in the performance of their record-keeping functions, as well as all Rules of Court relating to public records maintained and all applicable laws and county ordinances relating to procurements by the clerks of the circuit court in their capacity as clerk of court. Records of the Authority that are not Court Records are subject to the provisions of Chapter 119, Florida Statutes. All meetings of the Authority shall be open to the public except for any meetings specifically made exempt under Chapter ~~119~~ 286, Florida Statutes.

SECTION 3. AMENDMENT TO SECTION 3.6. AUTHORITY OF OFFICERS. Section 3.6 of the Interlocal Agreement is hereby amended as follows:

SECTION 3.6. AUTHORITY OF OFFICERS. The Chairman and the Vice-Chairman shall take such actions, have all such powers and sign all documents (or designate another person to sign such documents on his or her behalf) on behalf of the Authority and in furtherance of the purposes of this Interlocal Agreement as may be approved by resolution of the Board adopted at a duly called meeting.

SECTION 4. AMENDMENT TO SECTION 4.1 POWERS. Section 4.1 of the Interlocal Agreement is hereby amended as follows:

SECTION 4.1. POWERS.

- a. The Authority, acting through its Board, shall have only the powers necessary to carry out the purposes of this Interlocal Agreement, including the following powers:

* * * * *

xv. To adopt a purchasing policy appropriate for a governmental body entrusted with public funds to govern its procurement activities. At any such time that such policy is not in place, the Florida Statutes shall govern the procurement activities of the Authority.

xvi. To delegate administrative functions to Authority staff.

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SECTION 5. CONSENT OF MEMBERS. Under Section 5.6 of the Interlocal Agreement, the Interlocal Agreement, and its attached Exhibit 1, may be amended at any time by the concurrence of all Members. The President of the Association, in consultation with the Chair of the Authority, is hereby authorized and directed to contact each Member to determine whether said Member consents to the amendments contained herein. The consent shall be substantially in the form attached hereto as Exhibit A. The amendments contained herein shall not become effective until the consent of each Member is obtained. The Members of the Authority shall consist of all Members as of the date of this Resolution. Any clerks who join subsequent to the date of this Resolution shall be deemed to have consented to the amendments contained herein. Until the amendments become effective or fail for lack of consent, the President of the Association shall provide each clerk becoming a Member after the date hereof with a copy of this Resolution.

SECTION 6. CONSENT OF DIRECTORS OF BOARD. Members who are existing Directors of the Board who vote in favor of the amendments contained herein shall be deemed to have consented and no further evidence of consent shall be required. Further, the affirmative vote of the Clerk of the Supreme Court in favor of the amendments contained herein shall be evidence of the consent of the district courts of appeal pursuant to Section 2.3 of the Interlocal Agreement and no further evidence of such consent shall be required.

SECTION 7. FILING. Pursuant to Section 5.2 of the Interlocal Agreement and Section 163.01(11), Florida Statutes, and upon consent of all Members of the Authority, this Resolution shall be filed with the clerk of the circuit court in each county wherein a Member is located.

SECTION 8. EFFECTIVE DATE. Except as otherwise provided herein, this Resolution shall become effective immediately upon its adoption.

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PASSED AND ADOPTED by the Board of Directors of the Authority this 1st day of February, 2012.

Lydia Gardner, Chair	Yea Vote ___	Nay Vote ___
Tom Hall, Vice Chair	Yea Vote ___	Nay Vote ___
Karen Nicolai, Secretary/Treasurer	Yea Vote ___	Nay Vote ___
Bill Kinsaul, Director	Yea Vote ___	Nay Vote ___
Bob Inzer, Director	Yea Vote ___	Nay Vote ___
Tim Smith, Director	Yea Vote ___	Nay Vote ___
Joe Smith, Director	Yea Vote ___	Nay Vote ___
Karen Rushing, Director	Yea Vote ___	Nay Vote ___
Sharon Bock, Director	Yea Vote ___	Nay Vote ___

FLORIDA COURTS E-FILING AUTHORITY

By: _____
Chairman, Board of Directors

ATTEST:

Secretary, Board of Directors

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Exhibit A
CONSENT TO AMENDMENT OF INTERLOCAL AGREEMENT

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Florida Courts



E-Filing Authority

February 1, 2012

**LYDIA GARDNER,
CHAIR**

Clerk, Orange County

**THOMAS D. HALL,
VICE CHAIR**

Clerk of the Court,
Florida Supreme Court

**KAREN NICOLAI, CPA
SECRETARY/TREASURER**

Clerk, Hernando County
District IV

BILL KINSAUL

Clerk, Bay County
District I

BOB INZER

Clerk, Leon County
District II

JAMES B. JETT

Clerk, Clay County
District III

JOSEPH E. SMITH

Clerk, St. Lucie County
District V

KAREN RUSHING,

Clerk, Sarasota County
District VI

SHARON BOCK, ESQ.

Clerk,
Palm Beach County
District VII

**Florida Courts
E-Filing Authority**

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[http://www.flclerks.com
/eFiling_authority.html](http://www.flclerks.com/eFiling_authority.html)

CONSENT TO AMENDMENTS

In accordance with Section 5.6 of the Interlocal Agreement, dated as of September 3, 2010, as amended, (the "Interlocal Agreement"), the Board of Directors of the Florida Courts E-Filing Authority (the "Authority") hereby requests your consent as a Member of the Authority, to the proposed amendments as described in the attached Resolution and as summarized herein. Such amendments would (i) allow the Authority to adopt a purchasing policy rather than follow the ordinances of all counties and, in the event no policy is adopted, the Florida Statutes would prevail, (ii) allow the Chair and Vice-Chair to delegate their signing authority and (iii) clarify that the Authority may delegate administrative functions of the Authority to Authority staff.

In accordance with the provisions of such Resolution and the Interlocal Agreement, the amendments will not become effective until all Members have consented.

Please either respond to Beth Allman via electronic mail @ allman@flclerks.com to provide your consent or denial or please indicate your consent on the space provided below and return this form to the Authority at PO Box 180519, Tallahassee, Florida 32318, ATTN: Beth Allman, prior to _____, 2012.

I, _____, hereby consent to the proposed amendments contained in the Resolution adopted by the Board of Directors of the Authority on February 1, 2012.

Clerk of Circuit Court

County