

RESOLUTION 06-06

RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE IMMOKALEE WATER AND SEWER DISTRICT ADOPTING ADMINISTRATIVE POLICIES AND PROCEDURES; AND PROVIDING FOR AN EFFECTIVE DATE.

WHEREAS, the Board of Commissioners of the IMMOKALEE WATER AND SEWER DISTRICT (hereinafter referred to as the "Board") is authorized and empowered to construct, operate and maintain a Water and Sewer System (the "System") within the boundaries of the lands described in Florida Statute Chapter 2005-298; and

WHEREAS, the Board is authorized and empowered to make rules and regulations for its own government and proceedings; and

WHEREAS, the Board wishes to adopt an Administrative Policy, in order to set forth duties, responsibilities and procedures;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF THE IMMOKALEE WATER AND SEWER DISTRICT, in public meeting assembled that the following Rules of Administration be implemented.

ADMINISTRATIVE POLICIES & PROCEDURES

The Act creating the IMMOKALEE WATER & SEWER DISTRICT provides that the District shall be GOVERNED (to exercise authority) by a Board of Commissioners. These RULES OF ADMINISTRATION establish the duties and responsibilities of the

officers elected by the Board, and of Committees appointed by the Chairperson of the Board, and of the Staff, and the manner by which they shall be accomplished.

ARTICLE 1 - DUTIES

SECTION 1.1 CHAIRPERSON

The Chairperson of the Board of Commissioners is the official representative of the Board and shall:

1. Preside at meetings of the Board and conduct them in an orderly manner.
2. Appoint standing Committees, and such special committees as the Chair may desire.
3. Sign contracts, bonds, and correspondence when so resolved by the Board.
4. Sign checks in accordance with the Enabling Act, revised.
5. Monitor the performance of the Executive Director to assure compliance with resolutions and directives of the Board and Committees and provide guidance to the Executive Director in the performance of duties.
6. Be bonded as required in the bond covenants.

SECTION 1.2 VICE-CHAIRPERSON

The Vice-Chairperson of the Board of Commissioners shall:

1. Perform all the duties of the Chairperson in his/her absence.
2. In the event a permanent vacancy should occur in the office of Chairperson, for any reason whatever, the Vice-Chairperson shall call a meeting of the Board for the purpose of electing a new Chairperson, and preside over such meeting and further meetings until such time as a new Chairperson is elected.
3. Be alternate check signer when Chairperson is not available, in accordance with Enabling Act, revised.
4. Be bonded as required in the bond covenants.

SECTION 1.3 SECRETARY

1. Administer the keeping of true and original records of meetings of the Board of Commissioners, and certify their authenticity when presented to the Board, for approval.

2. Be official custodian of the Seal of the District, and affix same to the contracts, bonds and other papers and attest thereto on resolution of the Board.
3. Be alternate check signer if Treasurer is unavailable, in accordance with Enabling Act.
4. Be bonded as required in the bond covenants.

SECTION 1.4 TREASURER

1. Sign checks, in accordance with Enabling Act.
2. Work with the Certified Public Accountant, when necessary.
3. Be bonded as required in the bond covenants.

SECTION 1.5 COMMISSIONERS

1. Be bonded as required in the bond covenants

SECTION 1.6 COMMITTEES

1. The Chairperson shall designate committees. All committees shall be responsible to the Board for the performance of duties. A member of the Board may elect to present items of routine nature to the Board without prior committee consideration.
2. The Chairperson of each committee shall:
 - a) Review with the Executive Director those items delegated by Board action or by the Board Chairperson, and take appropriate action.
 - b) Advise the Executive Director on items involving interpretation of Board policy resolutions.
 - c) Present Committee recommendations to the Board at a regularly scheduled meeting, for discussion and vote.
3. Committees shall work through the organizational structure, and consult with the Executive Director, other committees, and Board members during public meetings, in pursuing their objectives. Committees may take no final agency action; their functions are to gather and analyze information and submit recommendations to the Board for consideration and action. In the event all members of a Committee are not present, a unanimous vote for recommendation shall require a "second" when making said presentation at

the Board meeting.

4. The use of professionals, (attorney, accountant, engineer, etc.) by committees shall be only as necessary to resolve a specific problem. When an item which requires information, counsel, or advice of a professional is due for consideration by a committee, the committee Chairperson will so advise the Executive Director and request the presence at the meeting of the professional involved. The Executive Director will arrange a time at which the professional can be available, notify others involved on the estimated agenda time of the subject, and schedule accordingly on the agenda. The subject involved shall be considered, as nearly as possible, at the time scheduled following which the professional shall be excused from the meeting.

SECTION 1.7 EXECUTIVE DIRECTOR

The Executive Director is the Administrative Head of the District and shall:

1. Implement the policies, rules, regulations, and procedures established by resolutions and directives of the Board. She shall be responsible to, and receive authority from the Board, in the performance of duties. The Executive Director shall attend all Board and Committee meetings, when possible.
2. Cooperate with committees in fulfilling their responsibilities.
3. Administrate, direct, control, organize, plan and program all activities and functions of the District, maintaining expenditures within the limits of the budget approved by the Board.
4. Develop and maintain an effective and harmonious organization for conducting the affairs of the District, and shall act as Personnel Officer of the District with authority to hire, fire, promote, transfer and reassign personnel to meet the operating needs of the District, without any help or interference from any Commissioner, including changes in pay of hourly employees within the range approved by the Board for that job classification, in accordance with Schedule "A" of Resolution 02-06, as it may be subsequently revised.
5. Make recommendations regarding engineers or consulting services.
6. Make recommendations to committees on action necessary to fulfill duties.
7. As part of the duties assigned in Item 3 above, the Executive Director may, within a thirty (30) day period, approve expenditures for budgeted items not

exceeding fifteen thousand dollars (\$15,000) each, for the purchase of expendable water and wastewater processing chemicals and supplies; equipment repair; replacement of operating spare equipment; distribution system inventory items; and for other supplies and services, excluding electric service and payroll expenditures. In addition, the Executive Director may approve expenditures for budgeted capital equipment items, and expenditures not exceeding one thousand five hundred dollars (\$1,500) each, for un-budgeted capital items. *NOTE: This precludes repetitive purchase orders for a single item in excess of \$15,000 total, within a 30-day period.*

8. In emergency situations, the first priority is to restore and maintain service. The Board will then review and ratify emergency expenditures over fifteen thousand (\$15,000) at the next regular meeting.
9. Be authorized to execute and submit all permit applications for projects authorized by the Board, and to sign on behalf of the District, statements of water and sewer availability and statements on plant capacity.
10. Be authorized to sign checks, up to \$5,000.
11. Be authorized to approve change orders in construction projects, provided that the aggregate of such changes do not exceed 10% of the Board approved project cost, or \$15,000, whichever is less.
12. The Executive Director shall prepare for the Board, written reports stating the basis of and reasons for any change order where he has acted.
13. The Executive Director is directly responsible for the preparation of an annual budget for the District's operations. Upon budget approval by the Board, the Executive Director is fully responsible to see that all requirements of that budget are fulfilled.
14. Develops and maintains the District's capital improvement plan.
15. The Executive Director will act as Emergency Operations Coordinator for the District.
16. The Executive Director will act as District liaison at all governmental, regulatory or other agency meetings.
17. In the planned absence of the Executive Director, his/her Designated Alternate(s) shall act in his/her place, with the same powers, excepting item #10. The Executive Director shall remain available by electronic means whenever possible.
18. Be authorized to sign those contracts and/or agreements of a continuing nature when they come up for renewal, and advise the Board at the next regular Board meeting.
19. Be entrusted with investment and care of funds belonging to the District,

with funds being subject to constraints as exist or may be imposed by bond resolutions of the District, and secured in the same manner as State and/or municipal funds are required to be secured by the laws of the State of Florida.

20. Review financial reports, and submit monthly investment reports to the Board and/or Finance Committee for review, and approval.
21. The Executive Director may delegate these functions to District staff, with the exception of Item #10.
22. The Executive Director will be authorized to execute documents related to the sale of properties that the District has acquired through foreclosure because of non-payment of sewer assessments.
23. The Executive Director will be authorized to execute and submit the Public Depositor's Annual Report to the State.
24. The Executive Director shall be bonded.

SECTION 1.8 ADMINISTRATIVE ASSISTANT

The Administrative Assistant shall assist the Executive Director and shall:

1. Be responsible for such administrative functions as assigned by the Executive Director.
2. Provide secretarial support to the Board of Commissioners and its members.
3. When requested by the Executive Director, act as liaison between the Executive Director and the General Public.
4. Administer, direct and manage the business office and meter reading activities in accordance with the rules and regulations of the District and the annual budget.
5. Administer, direct and manage the accounting activities in accordance with the rules and regulations of the District and the annual budget.
6. Work with Treasurer and Certified Public Accountant when necessary.
7. Function as per the annually presented organizational chart and accompanying job description, and the duties described shall be interpreted in accordance with the then current job descriptions.
8. Be authorized to sign checks up to \$5,000.
9. The Administrative Assistant shall be bonded.

SECTION 1.9 WATER PLANT & DISTRIBUTION SUPERVISOR

The Water Plant Supervisor is the head of the Production and Distribution Departments, and responsible for the operation and maintenance of well fields, water treatment plants, pumping systems and water storage tanks, and the distribution system; and shall:

1. Administer, direct, and manage the production and distribution departments in accordance with the rules and regulations of the District and the annual budget, and in full compliance with Federal and State laws and regulations governing the pumping, treatment and distribution of potable water.
2. Have a Florida DEP Water Plant class of license as required for the complexity and capacity of plants, well fields, and distribution system.
3. Have a Florida DEP Distribution class of license as required for the complexity and capacity of the distribution system.
4. Function as per the annually presented organizational chart and accompanying job description, and the duties described shall be interpreted in accordance with the then current job descriptions.

SECTION 1.10 WASTEWATER PLANT SUPERVISOR

The Wastewater Plant Supervisor is the head of the of the Wastewater Plant Department, and responsible for the operation and maintenance of wastewater treatment plants, holding ponds, operation, maintenance and regulatory compliance of the sprayfield, and shall:

1. Administer, direct, and manage the wastewater department in accordance with the rules and regulations of the District and the annual budget, and in full compliance with Federal and State laws and regulations governing the pumping, treatment and collection of wastewater.
2. Have a Florida DEP Wastewater Plant Class of License as required for the complexity and capacity of the plants, and disposal system.
3. Function as per the annually presented organizational chart and accompanying job description, and the duties described shall be interpreted in accordance with the then current job descriptions.

SECTION 1.11 WASTEWATER COLLECTION SUPERVISOR

The Wastewater Collection Supervisor is the head of the of the Wastewater Collection Department, and responsible for the operation and maintenance of lift stations and collection lines, and shall:

1. Administer, direct, and manage the collection department in accordance with the rules and regulations of the District and the annual budget, and in full compliance with Federal and State laws and regulations governing the pumping and collection of wastewater.
2. Have an appropriate Florida Wastewater Collection class of license as required for the complexity and capacity of the collection system.
3. Function as per the annually presented organizational chart and accompanying job description, and the duties described shall be interpreted in accordance with the then current job descriptions.

SECTION 1.12 MAINTENANCE COORDINATOR

The Maintenance Coordinator is the head of the of the Maintenance Department, and is responsible for the daily maintenance of water and wastewater system components, general fleet maintenance, and general building maintenance and shall:

1. Administer, direct, and manage the maintenance department in accordance with the rules and regulations of the District and the annual budget, and in full compliance with any Federal and State laws and regulations.
2. Have the appropriate classes of license as required.
3. Function as per the annually presented organizational chart and accompanying job description, and the duties described shall be interpreted in accordance with the then current job descriptions.

ARTICLE 2

SECTION 2.1 ORDER OF CONDUCT

1. The Board of Commissioners shall have one day to review the proposed agenda, prior to publication. The Chairperson shall then review the consent

agenda with the Executive Director, prior to publication. A packet of information pertaining to each meeting shall be compiled, and delivered to each Commissioner in ample time for them to study and prepare for the business of the meeting.

2. At the scheduled time for the meeting to begin, a roll call shall be taken to ascertain the presence of a quorum, which constitutes four members of the Board.
3. Roberts' Rules of Order, revised, shall guide the conduct of meetings, except as otherwise provided in the Enabling Act or by these Administrative Rules and Regulations.
4. Each regular or special meeting agenda shall set aside time for public input, prior to other business but after any announcements. During the course of the meeting, the Chairperson, at his/her discretion, may allow public input on a particular item.
5. Should insufficient Board members be present for a quorum, the meeting may continue, but any motions or resolutions introduced shall be deemed a recommendation to the Board for consideration when a quorum is present.
6. A quorum being present, motions and resolutions shall carry by a majority vote.
7. Those persons wishing to address the Board of Commissioners at a regular meeting, and requiring an amount of time longer than that established for general public input, may request to be placed on the agenda. Appropriate forms are available from the District, and must be completed and submitted to the Executive Director, or his/her designee, no less than fifteen (15) days prior to the date of the meeting.

SECTION 2.2 CORRESPONDENCE

The Chairperson or Members of the Board will issue correspondence when so authorized by Board Action. The Executive Director, or his/her designee, in accordance with District policies or actions, shall issue correspondence of an official nature. Staff under the direction of the Executive Director shall issue district correspondence of a routine nature in the performance of duties. All District correspondence will be issued through the District offices.

SECTION 2.3 MAINTAINING OF FILES

All letters, contracts, reports or other papers received by, or belonging to the

District shall be placed in files set up and maintained under the direction of the Executive Director in such a manner as to be readily available. The original of any document is not to be removed from the District offices except as such may be required for legal purposes, in which event a copy will be retained in the files, carrying a notation as to the location of the original.

SECTION 2.4 RECORDS

All minutes, papers, and records of the District may be viewed (or listened to if on tapes) by any person in the presence and at the convenience of the Secretary of the Board, or the Secretary's designated representative. Reproduction of any papers will be provided to anyone requesting same, at a charge of 15¢ per page for letter or legal size, one-sided copy, or 20¢ for a two-sided copy, in accordance with Florida Statute 119.07. Reproduction of cassette tapes will be provided at a charge of \$5.00 per tape. Copies of individual account histories, or certified copies will be provided at \$1.00 each. Copies of other larger documents, such as aerial maps, will be provided at cost.

ARTICLE 3

SECTION 3.1 PRESS RELEASES & PUBLIC MEETINGS

All press releases are the responsibility of the Executive Director, or his/her designee.

SECTION 3.2 MEETINGS

1. Regular Board meetings are scheduled for the third Wednesday of each month, at 3:15 p.m., subject to change thereafter at any regular Board meeting.
2. The Annual meeting shall be held in November. Elections of Officers will be held at the Annual Meeting.
3. Special Board meetings may be held at the call of the Chairperson, or Vice-Chairperson, if the Chairperson is unavailable.
4. Committee meetings may be held at the call of the Committee Chairperson, or at the request of a majority of the Committee members.
5. A permanent record shall be kept of all Board and Committee meetings.
6. All Board and Committee meetings shall be open to the public.

7. Meetings may be opened for comments from the public at such time, and for such duration as the Chairperson may determine, and the Chairperson may limit the time allotted each member of the public to be heard.

SECTION 3.3 NOTICE OF MEETINGS

Notice of meetings shall be posted as follows:

1. Schedule of Regular Meetings shall be advertised once each year, in the Naples Daily, or newspaper(s) of general circulation in Collier County.
2. Special Meetings and Public Hearings - in newspaper(s) of general circulation in Collier County at least seven (7) days prior to the meeting;
3. Committee Meetings, if involving two or more Commissioners, Workshops, and previously advertised regular meetings shall be advertised in the Immokalee Bulletin, five (5) days prior to the meeting. All other Committee Meetings will be posted at the Administration office.
4. If a meeting is called because of an emergency, no advance notice shall be required. Such meeting shall deal only with the emergency situation.
5. If a meeting is recessed to a time certain, notice of reconvened meeting shall be given at the meeting and posted.

SECTION 3.4 AGENDA

Notice of meetings shall list items scheduled for consideration, and the sequence in which such items are to be discussed. The Board may accept additional items for consideration at a meeting under "New Business". Any Board member may request an item be placed on the agenda for the next meeting. All agendas will include an item for Committee reports.

ARTICLE 4

SECTION 4.1 REIMBURSEMENT OF EXPENSES

1. Commissioners and employees shall be reimbursed for money expended in the conduct of their official duties. Money expended includes established allowance per mile for use of personal vehicle and per diem allowance for meals; and lodging and miscellaneous expenses incurred in the conduct of

District affairs, in accordance with Florida Statute 112.061. Appropriate forms are available from the District.

2. A Commissioner may be requested by the Board to attend a function outside the District, either as a participant or an observer. A Commissioner may request Board authorization to attend a function outside the District which the Commissioner feels will provide information, and knowledge or experience which will benefit the Commissioner at the District. Such request shall include date, location, name and purpose of function and estimated cost. At the Board meeting following the function, the Commissioner will report in writing or verbally, giving an assessment as to its value for future guidance. These costs will also be reimbursed, in accordance with Florida Statute 112.061.

SECTION 4.3 LEGAL SERVICES - COMMISSIONERS AND EMPLOYEES

The District shall provide and pay for legal services for the defense of any present or former Commissioner and/or employee against whom legal action is instituted or threatened as a result of acts performed in fulfilling of duties and responsibilities for the District - fraud, embezzlement and willful neglect excepted.

ARTICLE 5

SECTION 5.1 VACANCIES OF THE BOARD

In the event the office of a Commissioner shall become vacant, for any reason, such vacancies shall be handled as designated by the Enabling Act, as amended.

ARTICLE 6

SECTION 6.1 COMMUNICATIONS WITH EMPLOYEES

1. Except for the purpose of inquiry and obtaining information, which is readily available without research, members of the Board of Commissioners shall not interfere with the performance of duties of any employee who is under direct or indirect supervision of the Executive Director. Personnel concerns and grievances are under the authority of the Executive Director, and will follow the grievance procedure outlined in the employee manual.

2. Any member of the Board of Commissioners may, for the purpose of information, ask questions of any employee of the District. However, no member of the Board of Commissioners shall issue any orders or directives to an employee of the District, other than by Board action to the Executive Director.

ARTICLE 7

SECTION 7.1 PARLIAMENTARIAN

The District's attorney or his/her designee in his/her absence shall serve as parliamentarian and shall advise and assist the presiding officer in matters of parliamentary law. In the absence of a Rule of Procedure as provided for by these Policies & Procedures, the Parliamentarian shall refer to Robert's Rule of Order on all rulings.

ARTICLE 8

SECTION 8.1 CALL TO ORDER

The Chairperson shall take the chair at the hour appointed for the meeting and shall call the Board to order immediately. In the absence of the Chairperson and Vice-Chairperson, the Executive Director shall then determine whether a quorum is present, and in that event shall call for the election of a temporary Chairperson. Upon the arrival of the Chairperson or the Vice-Chairperson, the temporary Chairperson shall relinquish the chair upon the conclusion of the business immediately before the Board.

SECTION 8.2 QUORUM

1. Four members of the Board shall constitute a quorum. No resolution or motion shall be adopted by the Board without the affirmative vote of the majority of all the members present. Any member of the Board who announces a conflict of interest on a particular matter and a decision to refrain from voting or otherwise participating in the proceedings related to that matter shall be deemed present for the purpose of constituting a quorum. The Board may entertain motions for continuances and may in its discretion grant such motions upon a showing of good cause.

2. Should no quorum attend within 15 (fifteen) minutes after the hour appointed for their meeting, of the Board, the Chairperson or the Vice-Chairperson, or in their absence, the Executive Director or his/her designee, may adjourn the meeting. The names of the members present and their action at such meeting shall be recorded in the minutes.
3. Committee Meetings - If there is a quorum but not a full contingent of committee members at any committee meeting, motions and recommendations made during such meeting shall require a "second" when presented to the Board.

SECTION 8.3 GETTING THE FLOOR; IMPROPER REFERENCES TO BE AVOIDED

Every member desiring to speak for any purpose shall address the presiding officer and upon recognition, shall confine himself to the question under debate.

SECTION 8.4 INTERRUPTION

A member once recognized shall not be interrupted when speaking unless it be to call him to order or as herein otherwise provided. If a member while speaking is called to order, he shall cease speaking until the presiding officer determines the question of order, and, if in order, he shall be permitted to proceed. Any member may appeal to the Board from the decision of the Chairperson upon any question of order, whereupon without debate the Chairperson shall submit to the Board the question, "Shall the decision of the Chair be sustained?" and the Board shall decide by a majority vote.

SECTION 8.5 PRIVILEGE OF CLOSING DEBATE

Any Commissioner may move to close debate and call the question on the motion being considered which shall be non-debatable. By request of a Commissioner, members of the Board shall be polled to decide whether debate may be reopened. The Commissioner moving the adoption of a resolution or motion shall have the privilege of closing the debate.

SECTION 8.6 ROLL CALL VOTE

Upon any roll call vote, there shall be no discussion by any member prior to

voting, and he shall vote yes or no. Any member upon voting may give a brief statement to explain his/her vote. A member shall have the privilege of filing with the minutes a written explanation of this vote.

SECTION 8.7 ADDRESSING THE BOARD, MANNER, TIME

Each person who addresses the Board shall step up to the speaker's lectern and shall give the following information in an audible tone of voice for the minutes:

- (a) His/her name;
- (b) His/her address;
- (c) Whether he speaks for himself, a group of persons, or a third party; if the person says that he represents an organization, whether the view expressed by the speaker represents an established policy of the organization approved by the board or governing council;
- (d) The person shall limit his/her address to the time limits set by the Chairperson. All remarks shall be addressed to the Board as a body and not to any member thereof. No person, other than Commissioners and the person having the floor, shall be permitted to enter into any discussion either directly or through a member of the Board, without the permission of the presiding officer. No question shall be asked a Commissioner except through the presiding officer.

SECTION 8.8 DECORUM

Any person making impertinent or slanderous remarks or who becomes boisterous while addressing the Board during a meeting shall be barred from further audience before the Board by the presiding officer, unless permission to continue or again address the Board be granted by the majority vote of the Board members present.

SECTION 8.9 GENERAL

1. The vote upon any resolution, motion or other matter may be voice vote, providing that the Chairperson or any Commissioner may require a roll call vote to be taken. Upon every roll call vote, the names of the Commissioners shall be called alphabetically by surname except that the names shall be rotated after each roll call vote so that Commissioner who voted first on a preceding roll call shall vote last upon the next subsequent matter; provided however, that the presiding officer shall always cast his/her vote last. Upon

relinquishing the chair, the Chairperson shall vote in alphabetical order with the other Commissioners. The secretary or his/her designee shall call the roll, tabulate the votes and announce the results.

2. In the event this process is not followed, the outcome of the resulting vote(s) shall not be affected.
3. If any Commissioner abstains from voting on a particular item, they must file a "Memorandum of Voting Conflict" within fifteen (15) days to the Supervisor of Elections, and must also provide a copy for filing with the minutes.

ARTICLE 9

SECTION 9.1 REQUIREMENT FOR AUDITOR SERVICES

1. The District shall have an annual financial audit of its accounts and records completed within 12 months after the end of its fiscal year by an independent certified public accountant retained by it and paid from its public funds.
 - a) As an independent special district, the Immokalee Water & Sewer District may not make provision for an annual financial audit by being included within the audit of another local governmental entity.
 - b) A management letter shall be prepared and included as a part of each financial audit report.
 - c) At the conclusion of the audit, the auditor shall discuss with the chairman or the chair's designee, all of the auditor's comments that will be included in the audit report. If the officer is not available to discuss the auditor's comments, their discussion is presumed when the comments are delivered in writing to his or her office. The auditor shall notify each member of the governing body for which deteriorating financial conditions exist, that may cause a condition described in s. 218.503(1) to occur, if actions are not taken to address such conditions.
 - d) The written statement of explanation or rebuttal concerning the auditor's findings, including corrective action to be taken, must be filed with the County, and the Auditor General within 30 days after the delivery of the auditor's findings.
 - e) The predecessor auditor shall provide the Auditor General access

to the prior year's working papers in accordance with the Statements on Auditing Standards, including documentation of planning, internal control, audit results, and other matters of continuing accounting and auditing significance, such as the working paper analysis of balance sheet accounts and those relating to contingencies.

- f) All audits must be conducted in accordance with the rules of the Auditor General promulgated pursuant to Florida Statute 11.45. All audit reports and the written statement of explanation or rebuttal must be submitted to the Auditor General, Collier County and USDA Rural Development within 45 days after delivery of the audit report to the Board. The audit must be completed and delivered no later than 12 months after the end of the fiscal year.

SECTION 9.2 RFP PROCEDURES FOR AUDITOR SERVICES

1. The Board shall establish an auditor selection committee and auditor selection procedures or use the procedures outlined in section 2. The purpose of the committee and the procedures is to contract with an auditor to conduct the annual financial audit required in Florida Statutes 218.39.
2. The Board shall establish an auditor selection committee and select an auditor according to the following procedure:
 - (a) The committee shall publicly announce, in a uniform and consistent manner, each occasion when auditing services are required to be purchased. Public notice must include a general description of the audit and must indicate how interested certified public accountants can apply for consideration.
 - (b) The committee shall encourage firms engaged in the lawful practice of public accounting who desire to provide professional services to submit annually a statement of qualifications and performance data.
 - (c) Any certified public accountant desiring to provide auditing services shall first be qualified pursuant to law. The committee shall make a finding that the firm or individual to be employed is fully qualified to render the required services. Among the factors to be considered in making this finding are the capabilities, adequacy of personnel, past record, and experience of the firm or

individual.

- (d) The committee shall adopt procedures for the evaluation of professional services, including, but not limited to, capabilities, adequacy of personnel, past record, experience, results of recent external quality control reviews, and such other factors as may be determined by the committee to be applicable to its particular requirements.
- (e) The public shall not be excluded from the proceedings under this subsection.
- (f) The committee shall evaluate current statements of qualifications and performance data on file with the committee, together with those that may be submitted by other firms regarding the proposed audit, and shall conduct discussions with, and may require public presentations by, no fewer than three firms regarding their qualifications, approach to the audit, and ability to furnish the required services.
- (g) The committee shall select in order of preference no fewer than three firms deemed to be the most highly qualified to perform the required services after considering the following factors: the ability of professional personnel; past performance; willingness to meet time requirements; location; and recent, current, and projected workloads of the firms. However, such distribution shall not violate the principle of selection of the most highly qualified firms. If fewer than three firms desire to perform the services, the committee shall recommend such firms as it determines to be qualified.
- (h) The committee may request, accept, and consider proposals for the compensation to be paid during competitive negotiations. The firm ranked first may then negotiate a contract with the board giving, among other things, a basis of its fee for that engagement. If the board is unable to negotiate a satisfactory contract with that firm, negotiations with that firm shall be formally terminated, and the board shall then undertake negotiations with the second-ranked firm. Failing accord with the second-ranked firm, negotiations shall then be terminated with that firm and undertaken with the third-ranked firm. Negotiations with the other ranked firms shall be undertaken in the same manner. The board, in negotiating with firms, may reopen formal negotiations with any one of the three

top-ranked firms, but it may not negotiate with more than one firm at a time. The board shall also negotiate on the scope and quality of services. In making such determination, the board shall conduct a detailed analysis of the cost of the professional services required in addition to considering their scope and complexity. The board may require the firm receiving the award to execute a truth-in-negotiations certificate stating that the rates of compensation and other factual unit costs supporting the compensation are accurate, complete, and current at the time of contracting. Such certificate shall also contain a description and disclosure of any understanding that places a limit on current or future years' audit contract fees, including any arrangements under which fixed limits on fees will not be subject to reconsideration if unexpected accounting or auditing issues are encountered. Such certificate shall also contain a description of any services rendered by the certified public accountant or firm of certified public accountants at rates or terms that are not customary. Any auditing service contract under which such a certificate is required must contain a provision that the original contract price and any additions thereto shall be adjusted to exclude any significant sums by which the board determines the contract price was increased due to inaccurate or incomplete factual unit costs. All such contract adjustments shall be made within 1 year following the end of the contract.

- (i) If the board is unable to negotiate a satisfactory contract with any of the selected firms, the committee shall select additional firms, and the board shall continue negotiations in accordance with this subsection until an agreement is reached.

SECTION 9.3 RFP PROCEDURES FOR ENGINEERING SERVICES

The Board will comply with the "Consultants' Competitive Negotiation Act" (Florida Statute 287.017) for acquisition of professional architectural, engineering, landscape architectural, or surveying and mapping services.

1. A project may include:
 - a) A grouping of minor construction, rehabilitation, or renovation activities.
 - b) A grouping of substantially similar construction, rehabilitation, or renovation activities.
2. A "continuing contract" is a contract for professional services entered into between the Board and a firm whereby the firm provides professional services to the District for projects in which construction costs do not exceed \$500,000, for study activity when the fee for such professional service does not exceed \$25,000, or for work of a specified nature as outlined in the contract required by the District, with no time limitation except that the contract must provide a termination clause.
3. A "design-build contract" means a single contract with a design-build firm for the design and construction of a public construction project. The firm must be certified under Florida Statute 471.023, 481.219, 481.319 or 489.119.
4. A "design criteria package" means concise, performance-oriented drawings or specifications of the public construction project. The purpose of the design criteria package is to furnish sufficient information to permit design-build firms to prepare a bid or a response to the District's request for proposal, or to permit the Board to enter into a negotiated design-build contract. The design criteria package must specify performance-based criteria for the public construction project, including the legal description of the site, survey information concerning the site, interior space requirements, material quality standards, schematic layouts and conceptual design criteria of the project, cost or budget estimates, design and construction schedules, site development requirements, provisions for utilities, stormwater retention and disposal, and parking requirements applicable to the project.

SECTION 9.4 PUBLIC ANNOUNCEMENT AND QUALIFICATION PROCEDURES

1. The District shall publicly announce, in a uniform and consistent manner, each occasion when professional services must be purchased for a project the basic construction cost of which is estimated to exceed the threshold amount of \$250,000 or for a planning or study activity when the fee for professional services exceeds the threshold amount \$25,000, except in cases of valid public emergencies certified by the Executive Director or Chairman.

The public notice must include a general description of the project and must indicate how interested consultants may apply for consideration. The Board shall establish a selection committee for each project.

- a) The Committee shall encourage firms engaged in the lawful practice of their professions that desire to provide professional services to the District to submit statements of qualifications and performance data.
- b) Any firm or individual desiring to provide professional services must first be certified by the Committee as qualified pursuant to law and the regulations of the District. The Committee must find that the firm or individual to be employed is fully qualified to render the required service. Among the factors to be considered in making this finding are the capabilities, adequacy of personnel, past record, and experience of the firm or individual.
- c) The Board shall evaluate professional services, including capabilities, adequacy of personnel, past record, experience, whether the firm is a certified minority business enterprise as defined by the Florida Small and Minority Business Assistance Act of 1985, and other factors determined to be applicable to its particular requirements. When securing professional services, the District must endeavor to meet the minority business enterprise procurement goals under Florida Statute 287.09451.
- d) The public must not be excluded from the proceedings under this section.

2. COMPETITIVE SELECTION

- a) For each proposed project, the Committee shall evaluate statements of qualifications and performance data on file with the District, together with those that may be submitted by other firms regarding the proposed project, and shall conduct discussions with, and may require public presentations by, no fewer than three firms regarding their qualifications, approach to the project, and ability to furnish the required services.
- b) The Committee shall select in order of preference no fewer than three firms deemed to be the most highly qualified to perform the required services. In determining whether a firm is qualified, the

Committee shall consider such factors as the ability of professional personnel; whether a firm is a certified minority business enterprise; past performance; willingness to meet time and budget requirements; location; recent, current, and projected workloads of the firms; and the volume of work previously awarded to each firm by the District, with the object of effecting an equitable distribution of contracts among qualified firms, provided such distribution does not violate the principle of selection of the most highly qualified firms. The Committee may request, accept, and consider proposals for the compensation to be paid under the contract only during competitive negotiations.

- c) This subsection does not apply to a professional service contract for a project the basic construction cost of which is estimated by the agency to be not in excess of the threshold amount of \$250,000 or for a planning or study activity when the fee for professional services is not in excess of the threshold amount of \$25,000.

3. COMPETITIVE NEGOTIATION

- a) The Board shall negotiate a contract with the most qualified firm for professional services at compensation which the District determines is fair, competitive, and reasonable. In making such determination, the District shall conduct a detailed analysis of the cost of the professional services required in addition to considering their scope and complexity. For any lump-sum or cost-plus-a-fixed-fee professional service contract over the threshold amount of \$150,000, the District shall require the firm receiving the award to execute a truth-in-negotiation certificate stating that wage rates and other factual unit costs supporting the compensation are accurate, complete, and current at the time of contracting. Any professional service contract under which such a certificate is required must contain a provision that the original contract price and any additions thereto will be adjusted to exclude any significant sums by which the agency determines the contract price was increased due to inaccurate, incomplete, or noncurrent wage rates and other factual unit costs. All such contract adjustments must be made within 1 year following the end of the contract.

- b) Should the District be unable to negotiate a satisfactory contract with the firm considered to be the most qualified at a price the District determines to be fair, competitive, and reasonable, negotiations with that firm must be formally terminated. The District shall then undertake negotiations with the second most qualified firm. Failing accord with the second most qualified firm, the District must terminate negotiations. The District shall then undertake negotiations with the third most qualified firm.
- c) Should the District be unable to negotiate a satisfactory contract with any of the selected firms, they shall select additional firms in the order of their competence and qualification and continue negotiations in accordance with this subsection until an agreement is reached.

4. PROHIBITION AGAINST CONTINGENT FEES

- (a) Each contract entered into by the District for professional services must contain a prohibition against contingent fees as follows: "The architect (or registered surveyor and mapper or professional engineer, as applicable) warrants that he or she has not employed or retained any company or person, other than a bona fide employee working solely for the architect (or registered surveyor and mapper, or professional engineer, as applicable) to solicit or secure this agreement and that he or she has not paid or agreed to pay any person, company, corporation, individual, or firm, other than a bona fide employee working solely for the architect (or registered surveyor and mapper or professional engineer, as applicable) any fee, commission, percentage, gift, or other consideration contingent upon or resulting from the award or making of this agreement." For the breach or violation of this provision, the District shall have the right to terminate the agreement without liability and, at its discretion, to deduct from the contract price, or otherwise recover, the full amount of such fee, commission, percentage, gift, or consideration.
- (b) Any individual, corporation, partnership, firm, or company, other than a bona fide employee working solely for an architect, professional engineer, or registered land surveyor and mapper, who offers, agrees, or contracts to solicit or secure District contracts for

professional services for any other individual, company, corporation, partnership, or firm and to be paid, or is paid, any fee, commission, percentage, gift, or other consideration contingent upon, or resulting from, the award or the making of a contract for professional services shall, upon conviction in a competent court of this state, be found guilty of a first degree misdemeanor, punishable as provided in Florida Statute 775.082 or s. 775.083.

- (c) Any architect, professional engineer, or registered surveyor and mapper, or any group, association, company, corporation, firm, or partnership thereof, who offers to pay, or pays, any fee, commission, percentage, gift, or other consideration contingent upon, or resulting from, the award or making of any District contract for professional services shall, upon conviction in a state court of competent authority, be found guilty of a first degree misdemeanor, punishable as provided in Florida Statute 775.082 or s. 775.083.
- (d) Any District official who offers to solicit or secure, or solicits or secures, a contract for professional services and to be paid, or is paid, any fee, commission, percentage, gift, or other consideration contingent upon the award or making of such a contract for professional services between the agency and any individual person, company, firm, partnership, or corporation shall, upon conviction by a court of competent authority, be found guilty of a first degree misdemeanor, punishable as provided in s. 775.082 or s. 775.083.

5. APPLICABILITY TO DESIGN-BUILD CONTRACTS

- a) Except as provided in this subsection, this section is not applicable to the procurement of design-build contracts by the District, and the District must award design-build contracts in accordance with the procurement laws, rules, and ordinances applicable to the agency.
- b) The design criteria package must be prepared and sealed by a design criteria professional employed by or retained by the District. If the District elects to enter into a professional services contract for the preparation of the design criteria package, then the design criteria professional must be selected and contracted with

under the requirements previously addressed under competitive selection and competitive negotiation. A design criteria professional who has been selected to prepare the design criteria package is not eligible to render services under a design-build contract executed pursuant to the design criteria package.

- c) The District shall award design-build contracts by the use of a competitive proposal selection process as described in this subsection, or by the use of a qualifications-based selection process pursuant to public announcement, competitive selection and competitive negotiation, for entering into a contract whereby the selected firm will subsequently establish a guaranteed maximum price and guaranteed completion date. If the Board elects the option of qualifications-based selection, during the selection of the design-build firm the District shall employ or retain a licensed design professional appropriate to the project to serve as the agency's representative. Procedures for the use of a competitive proposal selection process must include as a minimum the following:
1. The preparation of a design criteria package for the design and construction of the public construction project.
 2. The qualification and selection of no fewer than three design-build firms as the most qualified, based on the qualifications, availability, and past work of the firms, including the partners or members thereof.
 3. The criteria, procedures, and standards for the evaluation of design-build contract proposals or bids, based on price, technical, and design aspects of the public construction project, weighted for the project.
 4. The solicitation of competitive proposals, pursuant to a design criteria package, from those qualified design-build firms and the evaluation of the responses or bids submitted by those firms based on the evaluation criteria and procedures established prior to the solicitation of competitive proposals.
 5. For consultation with the employed or retained design criteria professional concerning the evaluation of the responses or bids submitted by the design-build firms, the supervision or approval by the agency of the detailed working drawings of the project; and for evaluation of the compliance of the project construction with the

- design criteria package by the design criteria professional.
6. In the case of public emergencies, for the Executive Director or Chairman to declare an emergency and authorize negotiations with the best qualified design-build firm available at that time.

6. REUSE OF EXISTING PLANS

Notwithstanding any other provision of this section, there shall be no public notice requirement or utilization of the selection process as provided in this section for projects in which the District is able to reuse existing plans from a prior project of the District. However, public notice for any plans that are intended to be reused at some future time must contain a statement that provides that the plans are subject to reuse in accordance with the provisions of this subsection.

ARTICLE 10

SECTION 10.1 REVISIONS

1. These Administrative Rules and Regulations may be revised, altered, or rescinded at any time by a majority vote of the Board of Commissioners holding office at time of such vote.
2. The Immokalee Water & Sewer District may adopt and make policies, procedures, rules and regulations not inconsistent with Chapter 98-495 Laws of Florida, which it may deem necessary respecting the conduct of its affairs, including but not limited to, the operation of its utility systems.
3. If any phase or portion of this Resolution is held invalid or unconstitutional by any court of competent jurisdiction, such portion shall be deemed a separate, distinct and independent provision and such holding shall not affect the validity of the remaining portion.

This resolution shall become effective on March 15, 2006.

PASSED AND DULY ADOPTED by the Board of Commissioners of the IMMOKALEE WATER AND SEWER DISTRICT, this 15th day of March 2006.

BOARD OF COMMISSIONERS
IMMOKALEE WATER AND SEWER
DISTRICT

BY: _____

Anne Goodnight
Chairperson

BY: _____

Pete Cade
Secretary