



**RESOLUTION AMENDING RESOLUTION 2014-02  
RELATING TO THE PROCESS FOR  
SECURING INDEPENDENT AUDITOR  
FOR THE 2013-14 FISCAL YEAR**

**Resolution 2014-03**

As adopted on November 19, 2014

**GULF CONSORTIUM  
PROCESS FOR  
SECURING INDEPENDENT AUDITOR**

**TABLE OF CONTENTS**

SECTION 1.	AMENDMENT TO AUDIT COMMITTEE STRUCTURE. ....	4
SECTION 2.	SEVERABILITY. ....	4
SECTION 3.	EFFECTIVE DATE. ....	4

**GULF CONSORTIUM RESOLUTION NO. 2014-03**

**A RESOLUTION OF THE GULF CONSORTIUM AMENDING RESOLUTION 2014-02 ESTABLISHING THE PROCESS FOR SECURING INDEPENDENT AUDITOR SERVICES; REVISING THE AUDIT COMMITTEE REQUIREMENT TO PROVIDE THAT IT CONSIST OF AT LEAST ONE MEMBER INSTEAD OF TWO IN ADDITION TO THE CONSORTIUM SECRETARY-TREASURER; PROVIDING FOR SEVERABILITY; PROVIDING AN EFFECTIVE DATE AND FOR RETROACTIVE APPLICATION OF THE AMENDMENT.**

**WHEREAS**, the Consortium adopted Resolution 2014-02 on September 17, 2014 providing a process for the procurement of independent financial audit services for the 2013-14 fiscal year;

**WHEREAS**, subsection F1 of section 5.01 of Resolution 2014-02 creates an Audit Committee to meet the requirements of section 218.319, Florida Statutes, regarding the development of the solicitation documents and the review, evaluation and ranking of the responses;

**WHEREAS**, Resolution 2014-02 directed the Chairman to appoint the Audit Committee, to include the Secretary-Treasurer and at least two other people;

**WHEREAS**, the Chairman appointed the Committee to consist of Warren Yeagar, Secretary-Treasurer; Anna Doughty, Director of Finance and Administration of the Interim Manager; and, Virginia Delegal, the General Counsel to the Interim Manager;

**WHEREAS**, it became apparent shortly after the adoption of Resolution 2014-02 that the three-person Audit Committee was one Consortium staff member too many, given the open meetings requirements mandated by statute, and the requirement for Consortium staff to manage the selection process;

**WHEREAS**, Ms. Delegal requested to resign from the Audit Committee and the Chairman agreed on September 23, 2014;

**WHEREAS**, Resolution 2014-02 needs to be amended to provide that the Audit Committee must consist of at least two members, one of which is the Secretary-Treasurer, to be consistent with the make-up of the two person Audit Committee that have already performed the duties required by the statute; and

**CODING:** Underscoring indicates new text; ~~Strikethrough~~ indicates deleted text.

**WHEREAS**, the amendment accomplished by this Resolution 2014-03 needs to apply retroactively to the date of adoption of Resolution 2014-02 to be effective in reducing the membership of the Audit Committee to cure any possible defects in the Audit Committee membership.

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE GULF CONSORTIUM:**

**SECTION 1. AMENDMENT TO AUDIT COMMITTEE STRUCTURE.** Subsection F1 of section 5.01 of Resolution 2014-02 is amended to read as follows:

**SECTION 5. BIDS.**

F. Audit Committee—Duties and Appointment.

1. The Audit Committee is hereby established consisting of the Consortium Secretary/Treasurer, and at least one ~~two~~ other members as appointed by the Consortium Chairman. The Consortium Secretary/Treasurer shall serve as the Chairman of the Audit Committee.

**SECTION 2. SEVERABILITY.** The provisions of this Resolution are severable and it is the intention to confer the whole or any part of the Powers herein provided for. If any of the provisions of this Resolution shall be held unconstitutional by any court of competent jurisdiction, the decision of such Court shall not affect or impair any remaining provisions of this Resolution. It is hereby declared to be the legislative intent that this Resolution would have been adopted had such unconstitutional provision not been included therein.

**SECTION 3. EFFECTIVE DATE.** This Resolution shall take effect immediately upon adoption and shall apply retroactively to September 17, 2014.

The foregoing Resolution was offered by \_\_\_\_\_ who moved its adoption. The motion was seconded by \_\_\_\_\_. The motion was adopted by a majority vote of the Board of Directors.

**CODING:** Underscoring indicates new text; ~~Strikethrough~~ indicates deleted text.

Duly passed and adopted this 19<sup>th</sup> day of November, 2014.

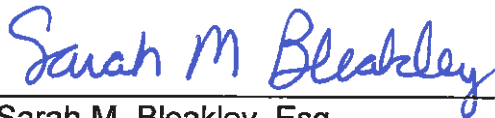


Grover C. Robinson IV  
Chairman



Attest: Warren Yeager  
Secretary-Treasurer

Approved as to form:



Sarah M. Bleakley, Esq.  
Nabors, Giblin & Nickerson, P.A.  
Interim General Counsel

F:\General Data\WPDATA\PROJECTS\Gulf Consortium - 922-12178\RFP for Audit Services\2014-03\_Amending Resolution for selection of independent auditor\_draft2\_11 05 14.doc

**CODING:** Underscoring indicates new text; ~~Strikethrough~~ indicates deleted text.