

BYLAWS

HILLSBOROUGH COUNTY HOSPITAL AUTHORITY BOARD

ARTICLE I

GOVERNING BOARD

SECTION 1 NAME

THE GOVERNING BOARD SHALL BE KNOWN AND DESIGNATED AS THE HILLSBOROUGH COUNTY HOSPITAL AUTHORITY BOARD (HEREAFTER REFERRED TO AS THE "BOARD").

(Authority: Section 2, Ch. 96-449, Laws of Florida.)

SECTION 2 PURPOSE

IN ACCORDANCE WITH THE PROVISIONS OF CHAPTER 96-449, LAWS OF FLORIDA, THE AUTHORITY IS FOR THE BENEFIT OF THE PEOPLE OF THE STATE AND HILLSBOROUGH COUNTY AND THE EXERCISE OF POWERS BY THE AUTHORITY CONSTITUTES PERFORMANCE OF ESSENTIAL MUNICIPAL AND COUNTY PURPOSES. THE ASSETS AND PROPERTIES OWNED, OPERATED, SUPERVISED, AND CONTROLLED BY THE AUTHORITY CONSTITUTE PUBLIC PROPERTY, AND THE AUTHORITY IS EXEMPT FROM PAYING ANY ASSESSMENTS ON SUCH ASSETS AND PROPERTIES, AND, TO THE EXTENT ALLOWED BY GENERAL LAW, SUCH ASSETS AND PROPERTY ARE EXEMPT FROM TAXATION. IN ADDITION, THE AUTHORITY SHALL OVERSEE AND ENFORCE THE PROVISIONS OF THE LEASE BETWEEN THE AUTHORITY AND FLORIDA HEALTH SCIENCES CENTER, INC., INCLUDING BUT NOT LIMITED TO OVERSIGHT OF THE LEASE PROVISIONS RELATED TO INDIGENT MEDICAL CARE.

(Authority: Sections 4 and 5, Ch. 96-449, Laws of Florida.)

SECTION 3 MEMBERSHIP

A. THE GOVERNING BODY OF THE HILLSBOROUGH COUNTY HOSPITAL AUTHORITY SHALL CONSIST OF FIFTEEN (15) MEMBERS APPOINTED BY THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY, AS PROVIDED BY CHAPTER 96-449, LAWS OF FLORIDA, AS THE SAME MAY BE AMENDED FROM TIME TO TIME.

B. ONE MEMBER MUST BE FROM THE UNIVERSITY OF SOUTH FLORIDA, SELECTED BY THE PRESIDENT OF THAT UNIVERSITY. TWO MEMBERS MUST BE MEMBERS OF THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY. MEMBERS WHO ARE PRACTITIONERS OF THE HEALING ARTS MAY NOT CONSTITUTE MORE THAN THREE MEMBERS OF THE AUTHORITY AT ANY GIVEN TIME.

(Authority: Section 3, Ch. 96-449, Laws of Florida.)

SECTION 4

REMOVAL OF A BOARD MEMBER

A. IN ACCORDANCE WITH CHAPTER 96-449, LAWS OF FLORIDA, ANY MEMBER OF THE AUTHORITY MAY BE REMOVED BY THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY FOR MISFEASANCE, MALFEASANCE OR WILLFUL NEGLECT OF DUTY.
(Authority: Section 3(2), Ch. 96-449, Laws of Florida.)

B. COMMENCING OCTOBER 1, 2010, EACH MEMBER MUST GIVE ADVANCE NOTICE TO THE CHAIRMAN, OR HIS OR HER DESIGNEE, OF SUCH MEMBER'S ABSENCE FROM A REGULAR MEETING OF THE AUTHORITY OR SUCH ABSENCE SHALL BE DEEMED UNEXCUSED. COMMENCING WITH THE OCTOBER 1, 2010 - SEPTEMBER 30, 2011 FISCAL YEAR AND CONTINUING EACH FISCAL YEAR THEREAFTER, ANY MEMBER WHO HAS TWO (2) UNEXCUSED ABSENCES OCCURRING DURING THE AUTHORITY'S FISCAL YEAR SHALL BE RECOMMENDED FOR REMOVAL FROM THE AUTHORITY. IN ADDITION, ANY MEMBER WHO HAS A TOTAL OF THREE (3) ABSENCES, REGARDLESS OF WHETHER SUCH ABSENCES ARE EXCUSED OR UNEXCUSED, OCCURRING DURING THE AUTHORITY'S FISCAL YEAR SHALL BE RECOMMENDED FOR REMOVAL FROM THE AUTHORITY. A RECOMMENDATION FOR REMOVAL SHALL BE FORWARDED BY THE AUTHORITY TO THE HILLSBOROUGH COUNTY BOARD OF COUNTY COMMISSIONERS FOR CONSIDERATION AND/OR ACTION.

(Authority: Section 5(5), Ch. 96-449, Laws of Florida.)

C. AS PROVIDED FOR IN CHAPTER 96-499, LAWS OF FLORIDA, THE HILLSBOROUGH COUNTY BOARD OF COUNTY COMMISSIONERS SHALL FILL ANY RESULTING VACANCY ON THE AUTHORITY.

(Authority: Section 3(2), Ch. 96-449, Laws of Florida.)

SECTION 5 POWERS AND DUTIES OF THE AUTHORITY

THE POWERS AND DUTIES OF THE AUTHORITY ARE THOSE ENUMERATED UNDER THE PROVISIONS OF CHAPTER 96-449, LAWS OF FLORIDA. EACH MEMBER IN ACCORDANCE WITH THE PROVISIONS OF FLORIDA STATUTES SECTION 112.3145 SHALL FILE A DISCLOSURE OF FINANCIAL INTERESTS WITHIN THIRTY (30) DAYS OF APPOINTMENT WHICH MUST BE RENEWED ANNUALLY, NO LATER THAN JULY 30TH OF EACH YEAR.

(Authority: Section 5, Ch. 96-449, Laws of Florida; Section 112.3145, Florida Statutes.)

SECTION 6 EX OFFICIO MEMBERS

THE BOARD MAY EXTEND EX OFFICIO MEMBER PRIVILEGES TO THE CHAIRMAN OF FLORIDA HEALTH SCIENCES CENTER, INC. d/b/a TAMPA GENERAL HOSPITAL, OR SUCH OTHER PERSON AS THE CHAIRMAN MAY DESIGNATE. THE EX OFFICIO MEMBER MAY PARTICIPATE IN ALL MEETINGS OF THE BOARD OF TRUSTEES BUT SHALL BE NON-VOTING AND NOT COUNTED IN DETERMINING THE QUORUM OF THE BOARD OF TRUSTEES.

(Authority: Section 5(5), Ch. 96-449, Laws of Florida.)

SECTION 7 SEAL

THE HILLSBOROUGH COUNTY HOSPITAL AUTHORITY SHALL HAVE AN IDENTIFIABLE SEAL.

(Authority: Section 5(4), Ch. 96-449, Laws of Florida.)

ARTICLE II

MEETINGS

SECTION 1 REGULAR MEETINGS

THE BOARD OF TRUSTEES SHALL HOLD REGULAR MEETINGS AT LEAST QUARTERLY, AND AS OFTEN AS IS OTHERWISE NECESSARY, AT THE TIME AND PLACE DESIGNATED AND PUBLICLY NOTICED BY THE BOARD. IN ADDITION, SPECIAL MEETINGS MAY BE CALLED BY THE CHAIR AS NECESSARY. ALL MEETINGS SHALL BE OPEN TO THE PUBLIC IN ACCORDANCE WITH LAW.

(Authority: Section 5(5), Ch. 96-449, Laws of Florida; Section 286.011, Florida Statutes.)

SECTION 2

EMERGENCY MEETINGS

EMERGENCY MEETINGS MAY BE CALLED BY THE CHAIR TWENTY-FOUR (24) HOURS BEFORE THE DATE OF SUCH MEETING. PUBLIC NOTICE SHALL STATE THE BUSINESS FOR WHICH THE EMERGENCY MEETING HAS BEEN CALLED.

(Authority: Section 5(5), Ch. 96-449, Laws of Florida.)

SECTION 3

ORDER OF BUSINESS

THE ORDER OF BUSINESS OF THE BOARD SHALL BE SET BY THE CHAIR. THE CHAIR MAY CHANGE THE ORDER OF BUSINESS PRIOR TO OR AT A MEETING OF THE BOARD WITHOUT BOARD APPROVAL, EXCEPT FOR A CHANGE IN THE PLACEMENT OF THE PUBLIC COMMENT ITEM OR ITEMS ON THE AGENDA, WHICH SHALL REQUIRE BOARD APPROVAL. THE BOARD MAY CHANGE THE ORDER OF BUSINESS BY A VOTE OF THE BOARD AT A NOTICED MEETING.

(Authority: Section 5(5), Ch. 96-449, Laws of Florida.)

SECTION 4

VOTING

- A. VOTING ON ALL MATTERS COMING BEFORE THE BOARD SHALL BE VIA VOICE UNLESS A VOTE BY ROLL CALL SHALL BE DEMANDED BY ANY MEMBER OF THE BOARD, IN WHICH CASE THE SECRETARY SHALL CALL THE ROLL, AND THE VOTE OF EACH MEMBER SHALL BE NOTED IN THE MINUTES.

(Authority: Section 5(5), Ch. 96-449, Laws of Florida.)

- B. NO MEMBER PRESENT AT ANY MEETING MAY ABSTAIN FROM VOTING AND A VOTE SHALL BE RECORDED FOR EACH MEMBER PRESENT EXCEPT ONLY WHEN A CONFLICT OF INTEREST EXISTS AND IS NOTED.

(Authority: Section 286.012, Florida Statutes.)

- C. A MAJORITY OF MEMBERSHIP OF THE BOARD SHALL CONSTITUTE A QUORUM, AND THE AFFIRMATIVE VOTE OF THE MAJORITY OF THE QUORUM PRESENT AT A MEETING OF THE BOARD SHALL BE NECESSARY FOR ANY ACTION TAKEN BY THE BOARD, EXCEPT AS OTHERWISE PROVIDED HEREIN.

(Authority: Section 3(5), Ch. 96-449, Laws of Florida.)

D. NO VACANCY IN THE MEMBERSHIP OF THE BOARD SHALL IMPAIR THE RIGHT OF A QUORUM TO EXERCISE ALL THE RIGHTS AND PERFORM ALL THE DUTIES OF THE BOARD.

(Authority: Section 5(5), Ch. 96-449, Laws of Florida.)

E. ANY LAWFUL ACTION TAKEN BY THE BOARD MAY BE AUTHORIZED BY RESOLUTION AT ANY MEETING, AND SUCH RESOLUTION MAY TAKE EFFECT IMMEDIATELY AND NEED NOT BE PUBLISHED OR POSTED.

(Authority: Section 3(5), Ch. 96-449, Laws of Florida.)

F. ONLY MEMBERS DULY APPOINTED BY THE BOARD OF COUNTY COMMISSIONERS SHALL BE ENTITLED TO VOTE AT ANY MEETING OF THE BOARD. UNDER NO CIRCUMSTANCES MAY A MEMBER VOTE BY PROXY.

(Authority: Section 3, Ch. 96-449, Laws of Florida.)

SECTION 5

SUPER MAJORITY VOTE REQUIRED

A "SUPER MAJORITY" VOTE OF THE BOARD SHALL MEAN THE VOTE OF A SIMPLE MAJORITY OF THE QUORUM PRESENT PLUS ONE. THE FOLLOWING ITEMS WILL REQUIRE A SUPER MAJORITY VOTE OF THE BOARD:

- A. PASSAGE OF AMENDMENTS TO THE BYLAWS
- B. ACTIONS CONCERNING ENFORCEMENT OF THE LEASE AGREEMENT WITH FHSC.
- C. SETTLEMENT OF CLAIMS AND/OR CASES BROUGHT BEFORE THE BOARD.

(Authority: Section 5(5), Ch. 96-449, Laws of Florida.)

SECTION 6

VOTING CONFLICTS-OF-INTEREST

IN ACCORDANCE WITH PROVISIONS OF FLORIDA STATUTES SECTION 112.3143, EACH MEMBER SHALL FILE AN APPROPRIATE CONFLICT OF INTEREST FORM AS DESCRIBED BY FLORIDA LAW WHICH MUST BE KEPT ON FILE AT THE AUTHORITY'S EXECUTIVE OFFICE.

(Authority: Section 112.3143, Florida Statutes.)

SECTION 7 RULES OF PROCEDURE

ROBERT'S RULES OF ORDER (AS REVISED) SHALL PREVAIL AT ALL MEETINGS, EXCEPT WHEN IN CONTRAVENTION OF FLORIDA LAW (i.e., THE CHAIR SHALL VOTE ON ALL MOTIONS IN ACCORDANCE WITH FLORIDA STATUTES SECTION 286.012, OR AS OTHERWISE PROVIDED HEREIN.)

(Authority: Section 5(5), Ch. 96-449, Laws of Florida; Section 286.012, Florida Statutes.)

SECTION 8 MINUTES

MINUTES OF ALL MEETINGS OF THE BOARD SHALL BE RECORDED. THE MINUTES WILL BE THE RESPONSIBILITY OF THE SECRETARY IN CONJUNCTION WITH STAFF TO THE BOARD AND SHALL BE AVAILABLE FOR PUBLIC INSPECTION AT REASONABLE TIMES IN BOTH THE EXECUTIVE OFFICE OF THE AUTHORITY AND THE HILLSBOROUGH COUNTY ATTORNEY'S OFFICE.

(Authority: Section 3(4), Ch. 96-449, Laws of Florida; Chapter 119, Florida Statutes; Section 286.011, Florida Statutes.)

ARTICLE III

OFFICERS

SECTION 1 OFFICERS

THE OFFICERS OF THE BOARD SHALL BE A CHAIR, A VICE-CHAIR, TREASURER, AND A SECRETARY WHO ARE ELECTED FROM THE MEMBERSHIP OF THE BOARD. THE ELECTION OF OFFICERS SHALL TAKE PLACE AT THE LAST REGULAR MEETING OF THE BOARD ON OR PRIOR TO SEPTEMBER 30TH OF EACH FISCAL YEAR. THE NEWLY ELECTED OFFICERS SHALL ASSUME OFFICE IMMEDIATELY FOLLOWING ELECTION AND HOLD OFFICE UNTIL THEIR SUCCESSORS HAVE BEEN DULY ELECTED. IF THE BOARD LACKS A QUORUM AT THE LAST REGULAR MEETING OF THE BOARD ON OR PRIOR TO SEPTEMBER 30TH OF ANY FISCAL YEAR, THEN THE ELECTION OF OFFICERS SHALL TAKE PLACE AT THE NEXT REGULAR MEETING OF THE BOARD, UNLESS A SPECIAL MEETING IS CALLED BY THE CHAIR FOR THE PURPOSE OF ELECTIONS.

(Authority: Sections 3(3) and 5(5), Ch. 96-449, Laws of Florida.)

SECTION 2

CHAIR

THE CHAIR SHALL PRESIDE AT ALL MEETINGS OF THE BOARD AND SHALL BE AN EX-OFFICIO MEMBER OF ALL BOARD COMMITTEES. AN EX-OFFICIO MEMBER SHALL NOT BE COUNTED FOR QUORUM PURPOSES NOR HAVE A VOTE. IN ADDITION, THE CHAIR IS AUTHORIZED TO EXECUTE ON BEHALF OF THE AUTHORITY ALL DOCUMENTS REQUIRED BY THE LEASE BETWEEN THE AUTHORITY AND FLORIDA HEALTH SCIENCES CENTER, INC.

(Authority: Sections 3(3) and 5(5), Ch. 96-449, Laws of Florida.)

SECTION 3

VICE-CHAIR

THE VICE-CHAIR SHALL ACT AS CHAIR IN THE TEMPORARY ABSENCE OF THE CHAIR, AND, WHEN SO ACTING, SHALL HAVE ALL THE POWERS AND AUTHORITY OF THE CHAIR.

(Authority: Sections 3(3) and 5(5), Ch. 96-449, Laws of Florida.)

SECTION 4

SECRETARY

THE SECRETARY SHALL BE THE BOARD'S REPRESENTATIVE TO ASSURE, IN CONJUNCTION WITH STAFF, THAT ALL BOARD MEETINGS ARE PROPERLY NOTICED; AN AGENDA IS PREPARED FOR ALL BOARD MEETINGS; AND PROPER RECORDS OF BOARD MEETINGS ARE PREPARED AND MAINTAINED. SUCH RECORDS SHALL BE PROVIDED TO THE EXECUTIVE OFFICE OF THE AUTHORITY AND THE COUNTY ATTORNEY'S OFFICE. THE SECRETARY SHALL BE THE CUSTODIAN OF THE SEAL OF THE AUTHORITY AND SHALL PERFORM SUCH OTHER DUTIES AS MAY BE DETERMINED BY THE BOARD OR CHAIR. THE BOARD MAY FROM TIME TO TIME ELECT AN ASSISTANT SECRETARY TO ACT IN THE ABSENCE OF THE SECRETARY OR REQUEST STAFF TO ASSIST WITH SECRETARIAL DUTIES.

(Authority: Sections 3(3) and 5(5), Ch. 96-449, Laws of Florida.)

SECTION 5

TREASURER

A. THE TREASURER SHALL BE THE BOARD'S REPRESENTATIVE TO ASSURE THAT ALL MONETARY ASSETS OF THE AUTHORITY ARE PROPERLY RECEIVED, MANAGED, AND EXPENDED AND ASSURE THAT PROPER FINANCIAL RECORDS ARE KEPT AND TO PERFORM SUCH OTHER DUTIES AS MAY BE DETERMINED BY THE BOARD OR CHAIR. THE BOARD MAY FROM TIME TO TIME

ELECT AN ASSISTANT TO ACT IN THE ABSENCE OF THE TREASURER OR REQUEST STAFF TO ASSIST WITH TREASURER'S DUTIES.

B. AT THE END OF EACH FISCAL YEAR, THE TREASURER SHALL HAVE THE DUTY OF SUBMITTING TO THE BOARD A FULL AND DETAILED REPORT OF THE RECEIPTS AND DISBURSEMENTS DURING THE PRECEDING YEAR AND SHALL ALSO PREPARE A PROPOSED BUDGET TO BE ADOPTED BY THE BOARD FOR THE FOLLOWING FISCAL YEAR.

(Authority: Sections 5(5) and 5(6), Ch. 96-449, Laws of Florida.)

SECTION 6

ASSISTANCE TO THE BOARD

THE BOARD MAY OBTAIN SUCH PROFESSIONAL AND CONSULTATIVE SERVICES THAT IT DEEMS NECESSARY OR DESIRABLE TO ASSURE ITS EFFECTIVE OPERATION.

(Authority: Sections 5(3) and 5(10), Ch. 96-449, Laws of Florida.)

SECTION 7

REMOVAL OF AN OFFICER OF THE BOARD

A. ANY OFFICER OF THE BOARD MAY BE REMOVED FROM OFFICE BY A VOTE OF TEN (10) MEMBERS OF THE BOARD FOR CAUSE, WHICH INCLUDES BUT IS NOT LIMITED TO:

1. WILLFUL NEGLIGENCE OF DUTY;
2. EXCESSIVE ABSENTEEISM (2 OR MORE UNEXCUSED ABSENCES FROM REGULARLY-SCHEDULED MEETINGS);
3. MISFEASANCE;
4. MALFEASANCE.

B. ANY OFFICER SUBJECT TO REMOVAL FOR CAUSE WILL RECEIVE ADVANCED WRITTEN NOTICE OF THE PROPOSED REMOVAL AND WILL BE AFFORDED AN OPPORTUNITY TO BE HEARD AT THE BOARD MEETING WHERE THE MATTER WILL BE CONSIDERED.

(Authority: Section 5(5), Ch. 96-449, Laws of Florida.)

SECTION 8

OFFICER VACANCY

- A. ANY OFFICER MAY RESIGN BY SUBMITTING A WRITTEN LETTER OF RESIGNATION TO THE CHAIR OF THE BOARD. IN THE EVENT THE CHAIR WISHES TO RESIGN, SAID RESIGNATION SHALL BE PROVIDED TO THE VICE-CHAIR.
- B. IN THE EVENT OF DEATH, RESIGNATION, OR REMOVAL OF ANY OFFICER, THE REMAINING MEMBERS BY MAJORITY VOTE SHALL AT THE BOARD MEETING IMMEDIATELY FOLLOWING SUCH DEATH, RESIGNATION OR REMOVAL, FILL THE VACANCY OR VACANCIES FOR THE UNEXPIRED TERM.

(Authority: Section 5(5), Ch. 96-449, Laws of Florida.)

ARTICLE IV

FINANCIAL MATTERS

SECTION 1

FISCAL YEAR

THE FISCAL YEAR OF THE AUTHORITY SHALL BE FROM OCTOBER 1 TO SEPTEMBER 30.

(Authority: Section 218.33, Florida Statutes.)

SECTION 2

BUDGET

BY JUNE 1 OF EACH YEAR THE BOARD SHALL ADOPT AND SUBMIT TO THE HILLSBOROUGH COUNTY BOARD OF COUNTY COMMISSIONERS A TENTATIVE BUDGET FOR THE AUTHORITY FOR THE ENSUING YEAR. THE AUTHORITY SHALL ADOPT A BUDGET BY RESOLUTION AND FILE IT WITH THE CLERK OF THE HILLSBOROUGH COUNTY CIRCUIT COURT.

(Authority: Section 189.418, Florida Statutes.)

SECTION 3

FINANCIAL REPORTS

WITHIN 90 DAYS OF THE CLOSE OF THE FISCAL YEAR, THE AUTHORITY SHALL COMPLETE ITS FINANCIAL STATEMENTS FOR THE PREVIOUS FISCAL YEAR. THE FINANCIAL STATEMENTS SHALL BE COMPLETED BY THE AUTHORITY'S TREASURER. THE TREASURER SHALL REVIEW THE INFORMATION CONTAINED IN THE FINANCIAL STATEMENTS AND REPORT ANY MATERIAL DIFFERENCES.

(Authority: Section 5(5), Ch. 96-449, Laws of Florida.)

SECTION 4

AUDIT

THE AUTHORITY SHALL PROVIDE THAT AN ANNUAL FINANCIAL AUDIT OF ITS ACCOUNTS AND RECORDS BE COMPLETED AND SUBMITTED TO THE FLORIDA AUDITOR GENERAL WITHIN 12 MONTHS AFTER THE END OF THE FISCAL YEAR BY AN INDEPENDENT CERTIFIED PUBLIC ACCOUNTANT. THE INDEPENDENT CERTIFIED PUBLIC ACCOUNTANT SHALL BE RETAINED AND PAID BY THE AUTHORITY. THE BOARD MAY SELECT AN AUDITOR FOR THE AUTHORITY UTILIZING ANY MEANS PERMITTED BY STATE LAW.

(Authority: Section 218.39, Florida Statutes.)

ARTICLE V

COMMITTEES

SECTION 1

BOARD COMMITTEES

- A. THE BOARD MAY DESIGNATE COMMITTEES AS NEEDED DURING THE YEAR.

(Authority: Section 5(5), Ch. 96-449, Laws of Florida.)

- B. THE BOARD SHALL ESTABLISH AN AUDITING COMMITTEE WHOSE PRIMARY PURPOSE SHALL BE TO ASSIST THE BOARD IN SELECTING AN AUDITOR TO CONDUCT ITS ANNUAL FINANCIAL AUDIT. THE AUDIT COMMITTEE MAY SERVE OTHER AUDIT OVERSIGHT PURPOSES AS DIRECTED BY THE BOARD OR THE CHAIR.

(Authority: Section 218.391, Florida Statutes.)

- C. THE CHAIR MAY APPOINT A CHAIR, VICE-CHAIR AND DESIGNATE THE MEMBERSHIP OF EACH SUCH COMMITTEE, PROVIDED, HOWEVER, THAT ANY BOARD MEMBER MAY ATTEND AND PARTICIPATE IN AN EX-OFFICIO CAPACITY IN MEETINGS OF ANY COMMITTEE OF THE BOARD. AN EX-OFFICIO MEMBER SHALL HAVE NO VOTE AND SHALL NOT BE COUNTED IN DETERMINING A QUORUM.

(Authority: Section 5(5), Ch. 96-449, Laws of Florida.)

- D. SUCH COMMITTEES MAY INCLUDE MEMBERS OF THE COMMUNITY APPOINTED AS EX-OFFICIO, NONVOTING MEMBERS WHO SHALL NOT BE COUNTED IN DETERMINING A QUORUM.

(Authority: Section 5(5), Ch. 96-449, Laws of Florida.)

- E. A QUORUM FOR A COMMITTEE SHALL CONSIST OF A SIMPLE MAJORITY OF THE APPOINTED VOTING MEMBERSHIP OF COMMITTEES WITH A TOTAL OF THREE VOTING MEMBERS, AND ONE-HALF (1/2) OF THE APPOINTED VOTING MEMBERSHIP OF ALL OTHER COMMITTEES.

(Authority: Section 5(5), Ch. 96-449, Laws of Florida.)

- F. UPON APPOINTMENT OF A COMMITTEE, THE COMMITTEE MEMBERS SHALL MEET TO ESTABLISH A MEETING SCHEDULE. ANY APPOINTED COMMITTEE MEMBER WHO IS ABSENT FROM (2) OR MORE COMMITTEE MEETINGS IDENTIFIED ON THE ESTABLISHED MEETING SCHEDULE SHALL BE REPLACED ON SUCH COMMITTEE BY THE CHAIR OF THE BOARD FOR THE DURATION OF THE ESTABLISHED MEETING SCHEDULE. (FOR PURPOSES OF THIS SUBSECTION F, "ESTABLISHED MEETING SCHEDULE" SHALL MEAN THE INITIAL MEETING SCHEDULE ESTABLISHED BY THE COMMITTEE, PLUS ANY ADDITIONAL MEETINGS SCHEDULED BY THE COMMITTEE THEREAFTER.)

(Authority: Section 5(5), Ch. 96-449, Laws of Florida.)

- G. EACH COMMITTEE WILL PUBLISH AN AGENDA IN ADVANCE OF EACH MEETING AND MAINTAIN A WRITTEN RECORD OF ITS PROCEEDINGS, RECOMMENDATIONS AND ACTIONS, INCLUDING REPORTS WHICH WILL BE SUBMITTED TO THE NEXT REGULAR MEETING OF THE BOARD.

(Authority: Section 286.011, Florida Statutes.)

ARTICLE VI **AMENDMENTS**

SECTION 1

THESE BYLAWS MAY BE AMENDED PERIODICALLY BY SUPER MAJORITY VOTE OF THE APPOINTED MEMBERSHIP OF THE BOARD. IN ADDITION, THESE BYLAWS SHOULD BE AMENDED TO REFLECT REVISIONS NEEDED TO PROPERLY PERFORM THE ROLE ASSUMED BY THE AUTHORITY AFTER EXECUTION OF THE LEASE AGREEMENT WITH FLORIDA HEALTH SCIENCES CENTER, INC ("FHSC") AND WITHIN NINETY (90) DAYS OF ANY ADDITIONAL RESPONSIBILITIES THAT MAY BE ASSUMED BY THE AUTHORITY IN CONNECTION WITH THE CONTINUATION OF THE LEASE AGREEMENT WITH FHSC, OR IN CONNECTION WITH ANY ADDITIONAL DUTIES OR RESPONSIBILITIES ASSUMED BY THE AUTHORITY.

(Authority: Section 5(5), Ch. 96-449, Laws of Florida.)

ARTICLE VII

EFFECTIVE DATE

SECTION 1 THESE BYLAWS SHALL BECOME EFFECTIVE UPON APPROVAL
BY THE BOARD.

(Authority: Section 5(5), Ch. 96-449, Laws of Florida.)

ADOPTED BY RESOLUTION

HOSPITAL AUTHORITY BOARD MEETING: OCTOBER 9, 1980
s/JACK SAHLMAN, CHAIRMAN

HOSPITAL AUTHORITY BOARD MEETING: JANUARY 12, 1984
s/GEORGE E. LACKMAN, JR., CHAIRMAN

HOSPITAL AUTHORITY BOARD MEETING: FEBRUARY 19, 1987
s/DONALD L. WHITTEMORE, JR., CHAIRMAN

HOSPITAL AUTHORITY BOARD MEETING: MARCH 25, 1991
s/LOIS LACIVITA NIXON, CHAIRMAN

HOSPITAL AUTHORITY BOARD MEETING: MARCH 25, 1993
s/C. BLYTHE ANDREWS, JR., CHAIRMAN

HOSPITAL AUTHORITY BOARD MEETING: NOVEMBER 6, 1995
s/COMMISSIONER PHYLLIS BUSANSKY, CHAIRMAN

HOSPITAL AUTHORITY BOARD MEETING: DECEMBER 18, 1997
s/JOHN HOWLEY, CHAIR

HOSPITAL AUTHORITY BOARD MEETING: JANUARY 21, 1998
s/ JOHN HOWLEY, CHAIR

HOSPITAL AUTHORITY BOARD MEETING: MAY 21, 2001
s/ ED TROCKE, CHAIR

HOSPITAL AUTHORITY BOARD MEETING: NOVEMBER 22, 2010
S/ MADELEINE COURTNEY, CHAIR