

## RESOLUTION NO. 2011-02

### 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 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.

(C) Under the Interlocal Agreement, the defined term for a Member includes those Clerks who are parties to the Interlocal Agreement and those Clerks who have executed a Joinder to the Interlocal Agreement.

(D) Under the Interlocal Agreement, Clerks are defined as those clerks of the Circuit Court joining the Interlocal Agreement and the Clerk of the Florida Supreme Court. The district courts of appeal are represented through the Clerk of the Florida Supreme Court.

(E) The Interlocal Agreement provides that the Board of Directors of the Authority shall consist of seven clerks of the circuit court (in addition to the chair who is selected by the Association President) who are selected annually by the membership of the Association. The membership of the Association consists of all clerks of the circuit court within the State of Florida.

(F) The Interlocal Agreement further provides that the Board of Directors of the Authority shall include of the Clerk of the Florida Supreme Court.

(G) Since the majority of the Board of Directors is selected by the Members as their representative and is selected annually by said Members, the Board of Directors proposes to amend Section 5.6, as further described herein.

**SECTION 2. AMENDMENT TO SECTION 5.6 AMENDMENTS.** Section 5.6 of the Interlocal Agreement is hereby amended as follows:

**SECTION 5.6. AMENDMENTS.** This Interlocal Agreement, including Exhibit 1, may be amended in writing at any time upon the unanimous vote of the Board of Directors. ~~by the concurrence of all of the Members.~~

**SECTION 3. CONSENT OF 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 amendment contained herein. The consent shall be substantially in the form attached hereto as Exhibit A. The amendment 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 amendment contained herein. Until the amendment becomes affective or fails 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. Further, Members who are existing Directors of the Board who vote in favor of the amendment contained herein shall be deemed to have consented and no further evidence of consent shall be required.

**SECTION 4. PRIOR RESOLUTION.** Resolution No. 2011-01, which was previously adopted by the Board on September 28, 2011, failed to become effective according to the provisions contained therein and in the Interlocal Agreement for failure to obtain full consent of the Members of the Authority.

**SECTION 5. EFFECTIVE DATE.** Except as otherwise provided herein, this Resolution shall become effective immediately upon its adoption.

**PASSED AND ADOPTED** by the Board of Directors of the Authority this 2nd day of November, 2011.

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 __
James B. Jett, 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

## Exhibit A

### CONSENT TO AMENDMENT OF INTERLOCAL AGREEMENT

[Authority Letterhead]

\_\_\_\_\_, 2011

CONSENT TO AMENDMENT

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 amendment as described in the attached Resolution and as summarized herein. Such amendment would permit an amendment to the Interlocal Agreement only upon the unanimous vote of the full Board of Directors. Such unanimous vote of the full Board of Directors would be required for any amendment to become effective.

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

Please either respond to Beth Allman via electronic mail @ [allman@flclerk.com](mailto:allman@flclerk.com) to provide your consent or denial or please indicate your consent on the space provided below and return this form to the Association at PO Box 180519, Tallahassee, Florida 32318, ATTN: Beth Allman, prior to \_\_\_\_\_, 2011.

I, \_\_\_\_\_, hereby consent to the proposed amendment contained in the Resolution adopted by the Board of Directors of the Authority on November 2, 2011.

\_\_\_\_\_  
Clerk of Circuit Court  
\_\_\_\_\_ County