

**PALM BEACH COUNTY
BOARD OF COUNTY COMMISSIONERS**

BOARD APPOINTMENT SUMMARY

Meeting Date: December 6, 2011
Department: County Administration
Advisory Board: Florida Atlantic Research & Development Authority

I. EXECUTIVE BRIEF

Motion/Title: Staff recommends motion to approve: appointment of the following individual to the Florida Atlantic Research & Development Authority (Authority) to fill the unexpired term of Mr. Michael Arts, who term expires September 12, 2012:


<u>Nominee</u>	<u>Seat No.</u>	<u>Seat Requirement</u>	<u>Nominated by:</u>
Bruce C. Rosetto	1	Private Sector/PBC Resident	Comm. Burdick Comm. Abrams Comm. Aaronson Comm. Taylor

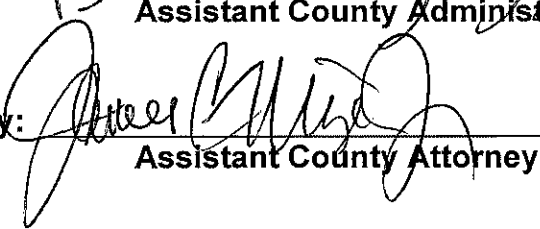
Summary: On October 3, 1985, the Board of County Commissioners adopted Ordinance No. 85-32, which created the Florida Atlantic Research & Development Authority. The Authority is comprised seven (7) members: three (3) Palm Beach County representatives, three (3) Broward County representatives and the President of Florida Atlantic University or his/her designee. Representatives must be employed in the private sector and reside in the County in which they represent. On October 28, 2011, a memo was distributed to the Board of County Commissioners notifying them of the resignation of Mr. Michael Arts and requesting nominations. After initial notification to the BCC, a nomination was forwarded by the Authority recommending Mr. Rosetto to fill the remaining unexpired term. A second memo was circulated to the BCC on November 8, 2011, to forward Mr. Rosetto's information. No other nominations were received. District 4 (JM)

Background and Justification: The Authority is charged with development, operation, management and financing of a research and development park. The Authority has seven (7) representatives with a diversity count of: four (4) Caucasian males (80%), two (2) Caucasian (20%) females; and one (1) vacant position. The above candidate is a Caucasian male.

Attachments:

1. Boards/Committees Application
2. Biography for Mr. Rosetto
3. Memo dated October 28, 2011 requesting nominations
4. Memo dated November 8, 2011 regarding Mr. Rosetto
5. Current List of Board Members
6. Ordinance 85-32 creating the Authority

Recommended by:  11-17-11
 Assistant County Administrator Date

Legal Sufficiency:  11/24/11
 Assistant County Attorney Date

II. REVIEW COMMENTS

A. Other Department Review:

Department Director

**PALM BEACH COUNTY
BOARD OF COUNTY COMMISSIONERS
BOARDS/COMMITTEES APPLICATION**

The information provided on this form will be used by County Commissioners and/or the entire Board in considering your nomination. This form MUST BE COMPLETED IN FULL. Answer "none" or "not applicable" where appropriate. Further, please attach a biography or résumé to this form.

Section I (Department): (Please Print)

Board Name: Florida Atlantic Research and Development Authority Advisory Not Advisory

At Large Appointment or District Appointment / District #: _____

Term of Appointment: _____ Years. From: _____ To: _____

Seat Requirement: At large Seat #: _____

*Reappointment or New Appointment

or to complete the term of MJ "Mike" Arts Due to: resignation other

Completion of term to expire on: 9/12/2012

*When a person is being considered for reappointment, the number of previous disclosed voting conflicts during the previous term shall be considered by the Board of County Commissioners: _____

Section II (Applicant): (Please Print)

APPLICANT, UNLESS EXEMPTED, MUST BE A COUNTY RESIDENT

Name: ROSETTO BRUCE C.
Last First Middle

Occupation/Affiliation: ATTORNEY AT LAW
Owner ^{sp} Employee Officer

Business Name: GREENBERG TRARIG, LLP

Business Address: 5100 TOWN CENTER CIRCLE, SUITE 400

City & State: BOCA RATON, FL Zip Code: 33486

Residence Address: 1384 Thatch Palm Drive

City & State: Boca Raton, FL Zip Code: 33432

Home Phone: () Business Phone: (561) 955-7600 Ext. _____

Cell Phone: (561) 789-1775 Fax: ()

Email Address: rosettob@gtlaw.com

Mailing Address Preference: Business Residence

Have you ever been convicted of a felony: Yes _____ No X

If Yes, state the court, nature of offense, disposition of case and date: _____

Minority Identification Code: Male Female
 Native-American Hispanic-American Asian-American African-American Caucasian

Section II Continued:

CONTRACTUAL RELATIONSHIPS: Pursuant to Article XIII, Sec. 2-443 of the Palm Beach County Code of Ethics, advisory board members are prohibited from entering into any contract or other transaction for goods or services with Palm Beach County. Exceptions to this prohibition include awards made under sealed competitive bids, certain emergency and sole source purchases, and transactions that do not exceed \$500 per year in aggregate. These exemptions are described in the Code. This prohibition does not apply when the advisory board member's board provides no regulation, oversight, management, or policy-setting recommendations regarding the subject contract or transaction and the contract or transaction is disclosed at a public meeting of the Board of County Commissioners. **To determine compliance with this provision, it is necessary that you, as a board member applicant, identify all contractual relationships between Palm Beach County government and you as an individual, directly or indirectly, or your employer or business.** This information should be provided in the space below. If there are no contracts or transactions to report, please verify that none exist. Staff will review this information and determine if you are eligible to serve or if you may be eligible for an exception or waiver pursuant to the code.

<u>Contract/Transaction No.</u>	<u>Department/Division</u>	<u>Description of Services</u>	<u>Term</u>
Ex: (R#XX-XXXX/PO XXX) Resolutions 2010-1325	Parks & Recreation PALM BEACH COUNTY	General Maintenance BOND COUNSEL	10/01/11-09/30/12 EXPIRES 9/30/2013

(Attach Additional Sheet(s), if necessary)

OR NONE

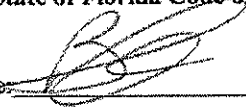
All board members are required to read and complete training on Article XIII, the Palm Beach County Code of Ethics, and read the Guide to the Sunshine Amendment prior to appointment/reappointment. Article XIII, and the training requirement can be found on the web at: <http://www.palmbeachcountyethics.com/training.htm>. Keep in mind this requirement is on-going.

By signing below I acknowledge that I have read, understand, and agree to abide by Article XIII, the Palm Beach County Code of Ethics, and I have received the required Ethics training (in the manner checked below):

X By watching the training program on the Web, DVD or VHS
 _____ By attending a live presentation given on _____, 20____

AND

By signing below I acknowledge that I have read, understand and agree to abide by the Guide to the Sunshine Amendment & State of Florida Code of Ethics:


*Applicant's Signature:  Printed Name: Bruce Rosetto Date: October 19, 2011

Any questions and/or concerns regarding Article XIII, the Palm Beach County Code of Ethics, please visit the Commission on Ethics website www.palmbeachcountyethics.com or contact us via email at ethics@palmbeachcountyethics.com or (561) 233-0724.

Return this FORM to:
 SHANNON LAROCQUE-BAAS, PE, Assistant County Administrator, Administration
 301 N. Olive Ave., West Palm Beach, FL 33401

Section III (Commissioner, if applicable):

Appointment to be made at BCC Meeting on: _____

Commissioner's Signature:  Date: 11-14-2011

**PALM BEACH COUNTY
BOARD OF COUNTY COMMISSIONERS
BOARDS/COMMITTEES APPLICATION**

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Cell Phone: (561) 789-1775 Fax: ()

Email Address: rosettob@gtlaw.com

Mailing Address Preference: Business Residence

Have you ever been convicted of a felony: Yes _____ No X

If Yes, state the court, nature of offense, disposition of case and date: _____

Minority Identification Code: Male Female
 Native-American Hispanic-American Asian-American African-American Caucasian

Section II Continued:

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<u>Contract/Transaction No.</u>	<u>Department/Division</u>	<u>Description of Services</u>	<u>Term</u>
Ex: (R#XX-XXXX/PO XXX) RESOLUTION 2010-1325	Parks & Recreation PALM BEACH COUNTY	General Maintenance BOND COUNSEL	10/01/11-09/30/12 EXPIRES 9/30/2012

(Attach Additional Sheet(s), if necessary)

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Commissioner's Signature: [Signature] Date: 11/10/11

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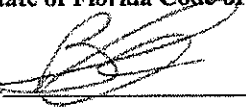
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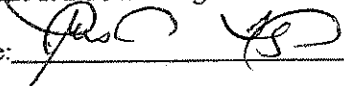
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 301 N. Olive Ave., West Palm Beach, FL 33401

Section III (Commissioner, if applicable):

Appointment to be made at BCC Meeting on: _____

Commissioner's Signature:  Date: 11/9/11



people biography

[Back to People Search](#)

Experience

Corporate & Securities

Mergers & Acquisitions



Bruce C. Rosetto

Shareholder
rosettob@gtlaw.com
Direct: 561.955.7625
Direct Fax: 561.367.6225
Mobile: 561.789.1775

Palm Beach County South
5100 Town Center Circle
Suite 400
Boca Raton, FL 33486
T 561.955.7600
F 561.338.7099

Palm Beach County North
777 South Flagler Drive
Suite 300 East
West Palm Beach, FL 33401
T 561.650.7900
F 561.655.6222

[Download vCard](#)

Pub. Company

Education

J.D., Villanova University School of Law, 1982

B.A., La Salle University, 1979

Admitted to Practice

Florida

New Jersey

Bruce C. Rosetto represents private and public companies, private equity funds, investment banks and banks. His practice focuses on entrepreneurs and small to middle market public companies throughout the United States in a variety of industries, including life sciences, bio-tech, banking, environmental, manufacturers, technology, entertainment and many others. He frequently counsels clients in the following areas:

Areas of Concentration

- Mergers & acquisitions
- Corporate finance
- General corporate transactional work
- Corporate governance
- ➔ ▪ Debt and equity financings
- Securities
- Investment banking
- Broker/Dealer regulation
- Intellectual property and licensing
- Employment law
- Banking
- Real estate transactions

Significant Representations

- \$25 million IPO in healthcare.
- \$45 million asset sale of medical diagnostic company.
- \$10 million acquisition of environmental company.

- \$50 million SPAC offering.
- \$15 million asset sale for entertainment company.
- \$16 million private placement for film production.
- \$1.2 million private placement offering for medical diagnostic company.
- *\$36 million private placement offering for bank.
- *\$40 million bank merger.
- *\$18 million firm commitment secondary offering.
- *\$5 million offering for home products company.
- *\$5 million offering for homeland security company.
- *\$4 million private placement for computer electronics firm.
- *\$17 million asset purchase of real estate portfolio.
- *\$9.4 million private placement for real estate fund.

**The above representations were handled by Mr. Rosetto prior to joining Greenberg Traurig.*

Professional & Community Involvement

- Chairman and Director, Enterprise Development Corporation
- Member, Association for Corporate Growth
- Member, Florida Venture Forum
- Member, Gold Coast Venture Capital Association
- Member, Business Advisory Council of Florida Atlantic University
- Director, Board of Trustees of Caldwell Theatre

Awards & Recognition

- Listed, *Legal 500 UK*, 2009 edition
- Finalist, Inc. Magazine's Entrepreneur of the Year Award, 1991

Other Experience

- Chairman and CEO of venture backed environmental company from 1986-1993; sold to strategic player
- Executive Vice President and General Counsel for NASDAQ NMS public company in manufacturing industry

Articles, Publications, & Lectures

Articles

- Author, "Manifesto of Common Sense," Morgan James Publishing, 2010

- Author, "Reverse Mergers, An Alternative to Traditional IPO," 2010

Lectures

- Program Chair, "Funding Natural Product Companies," Enterprise Development BioTech Conference, May 2010
- Moderator, Noble Financial Capital Markets' Sixth Annual Equity Conference, 2010
- Moderator, 2009 LifeScience Conference, Miami, Florida
- Moderator, 2009 Emerging Technology Business Showcase, Deerfield Beach, Florida

Associated News & Events

Press Releases

- 07.22.11 Greenberg Traurig Takes Top Spot in Florida on mergermarket Legal Adviser Second Quarter League Table
- 06.13.08 Greenberg Traurig Expands Palm Beach County Team with Addition of Four Corporate and Securities Attorneys

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*Greenberg Traurig's Mexico City office is operated by Greenberg Traurig, S.C., an affiliate of Greenberg Traurig, P.A. and Greenberg Traurig, LLP.



**PALM BEACH COUNTY
COUNTY ADMINISTRATION**

County Administration

P.O. Box 1989

West Palm Beach, FL 33402-1989

(561) 355-2030

FAX: (561) 355-3982

www.pbcgov.com

DATE: October 28, 2011

TO: Commissioner Karen T. Marcus, Chair and Members of the Board of County Commissioners

THRU: Shannon R. LaRocque-Baas, P.E.
Assistant County Administrator

FROM: Patty Hindle, Agenda Coordinator
County Administration

**RE: FLORIDA ATLANTIC RESEARCH & DEVELOPMENT
AUTHORITY**

**Palm Beach County
Board of County
Commissioners**

Karen T. Marcus, Chair

Shelley Vana, Vice Chair

Paulette Burdick

Steven L. Abrams

Burt Aaronson

Jess R. Santamaria

Priscilla A. Taylor

County Administrator

Robert Weisman

On October 3, 1985, the Board of County Commissioners adopted Ordinance No. 85-32, which created the Florida Atlantic Research & Development Authority (FARDA). FARDA is comprised of seven (7) members: three (3) Palm Beach County representatives, three (3) Broward County representatives, and the President of Florida Atlantic University or his/her designee. Representatives must be employed in the private sector and reside in the County in which they are appointed. FARDA is charged with development, operation, management and financing of a research and development park.

One of our representatives, Mr. Michael Arts has recently submitted his resignation. This memo is to request nominations to fill the unexpired term (September 12, 2012) of Mr. Arts. If you have a potential candidate you would like to nominate for FARDA, please forward their contact information to Patty. Patty will work with them to complete the board appointment application/process.

If you have any questions, please contact me at 355-2428, or Patty Hindle at 355-3229.

Enclosures:

- 1) Mr. Arts resignation letter
- 2) Membership Roster

Attachment # 3

*"An Equal Opportunity
Affirmative Action Employer"*



**PALM BEACH COUNTY
COUNTY ADMINISTRATION**

County Administration

P.O. Box 1989
West Palm Beach, FL 33402-1989
(561) 355-2030
FAX: (561) 355-3982
www.pbcgov.com

DATE: November 8, 2011
TO: Commissioner Karen T. Marcus, Chair and Members of the Board of County Commissioners
THRU: Shannon R. LaRocque-Baas, P.E. *[Signature]*
Assistant County Administrator
FROM: Patty Hindle, Agenda Coordinator *[Signature]*
County Administration
RE: **FLORIDA ATLANTIC RESEARCH & DEVELOPMENT
AUTHORITY**

**Palm Beach County
Board of County
Commissioners**

Karen T. Marcus, Chair
Shelley Vana, Vice Chair
Paulette Burdick
Steven L. Abrams
Burt Aaronson
Jess R. Santamaria
Priscilla A. Taylor

County Administrator

Robert Weisman

On October 28, 2011, staff notified the Board of County Commissioners of a vacancy on the Florida Atlantic Research & Development Authority (Authority) due to the resignation of Mr. Michael Arts.

Following the October 28th Memo, staff was notified that Mr. Bruce C. Rosetto was interested in filling the vacant seat. Attached is a copy of Mr. Rosetto's Boards/Committees Application along with his résumé. Mr. Rosetto has disclosed that he is employed with Greenberg Traurig who has a current contractual relationship with the BCC. Staff has reviewed this contractual relationship and determined that there is no conflict of interest since the Authority provides no regulation, oversight, policy-setting recommendations or management regarding the subject contract.

If you support the nomination of Mr. Rosetto, please sign Part III of the enclosed Application and return to Patty no later than November 18th. Staff would like to agenda the appointment for December 6. If you have any questions, please contact me at 355-2428, or Patty Hindle at 355-3229.

- Enclosures:
1) Mr. Rosetto's Application and Biograph
2) October 28, 2011 Memo w/attachments

"An Equal Opportunity
Affirmative Action Employer"

Attachment # 4



**PALM BEACH COUNTY
BOARD OF COUNTY COMMISSIONERS
FLORIDA ATLANTIC RESEARCH AND DEVELOPMENT AUTHORITY**

I. AUTHORITY :

Resolution R-84-1745; amended by Ordinance No. 85-32.

II. APPOINTING BODY :

Board of County Commissioners

III. COMPOSITION, QUALIFICATIONS, TERMS & REMOVAL :

This Board is composed of seven (7) members. The initial terms of the members of the Authority as appointed by their respective County shall be as follows: 1. Palm Beach - 4 years, 2. Palm Beach - 3 years, Palm Beach - 1 year; Broward - 4 years, Broward - 2 years, Broward - 4 years. The President of Florida Atlantic University or his/her designee shall be a permanent member of the Authority. Each member shall continue to serve until a successor has been appointed and qualified. At least three (3) members of the Authority shall be appointed who are employed in the private sector and who are residents of Palm Beach County. Hereafter the BCC shall appoint for terms of four (4) years each a member or members to succeed those PBC representatives whose terms expire. The BCC shall fill any vacancy for an unexpired term. A member of the Authority shall be eligible for reappointment. Any member of the Authority representing PBC may be removed by the BCC for misfeasance, malfeasance, or willful neglect of duty. The members of the Authority shall receive no compensation for the performance of their duties hereunder, but each such member may be paid necessary expenses incurred while engaged in the performance of such duties, as allowed by law.

EXTENDED COMPOSITION :

IV. MEETINGS :

Third Wednesday of odd-numbered months at 8:00 a.m., alternating locations.

V. FUNCTIONS :

Development, operation, management and financing of a research and development park, and the exercise of the powers conferred by the Ordinance Part V of Chapter 159 Florida Statutes.

VI. LIAISON INFORMATION :

LIAISON DEPARTMENT

County Administration

CONTACT PERSON

Andrew Duffell, President

ADDRESS

3701 FAU Blvd Ste 208
Boca Raton FL 33431
Phone # 561-416-6092

Attachment #

5



FLORIDA ATLANTIC RESEARCH AND DEVELOPMENT AUTHORITY

SEAT ID	CURRENT MEMBER	ROLE TYPE	RACE CODE	GENDER	BUSINESS / HOME PHONE	SEAT REQUIREMENT	APPOINT DATE	RE-APPOINT DATE	EXPIRE DATE
Appointed By : AT Large									
1	Roxanna Trinka C-Baseline Engineering & Land Surveying, Inc. 1400 NW 1st Ct Boca Raton FL 33432	Member	CA	F	561-417-0700 X16	Palm Beach County Representative	06/06/2003	06/08/2011	06/07/2015
NOMINATED BY :									
2	Vacant	Member				Palm Beach County Representative			09/12/2012
NOMINATED BY :									
Appointed By : AT Large									
3	Michael Daszkal Daszkal Bolton LLP 2401 NW Boca Raton Blvd Boca Raton FL 33431 1040	Member	CA	M	561-953-1502	Palm Beach County Representative	05/01/2007	03/01/2011	02/28/2015
NOMINATED BY :									
4	Lonnie Maier FPL Fibernet 3041 NE 46th St Ft Lauderdale FL 33308	Member	CA	F	305-206-9294	Broward County Representative	04/24/2007	04/25/2011	04/24/2015
NOMINATED BY :									

Appointed By : AT Large

5	Robert Swindell Greater Ft. Laud/Broward Alliance 110 E Broward Blvd Ste 1990 Ft Lauderdale FL 33301	Member	CA	M	954-627-0219	Broward County Representative	11/10/2009		11/10/2013
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NOMINATED BY :

6	Bob Parks Broward County School Board 600 SE 3rd Ave Ft Lauderdale FL 33301	Member	CA	M	754-321-2007	Broward County Representative	08/28/2007	08/29/2011	08/28/2015
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NOMINATED BY :

7	Barry Rosson, Ph.D. Florida Atlantic University 777 Glades Rd Bldg 10 Room Boca Raton FL 33431	Member	CA	M	561-297-0267	Florida Atlantic University	10/01/2010		
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NOMINATED BY :

ORDINANCE NO. 85-32

AN ORDINANCE OF THE BOARD OF COUNTY COMMISSIONERS OF
PALM BEACH COUNTY, FLORIDA, ~~CREATING THE FLORIDA~~
~~ATLANTIC RESEARCH AND DEVELOPMENT AUTHORITY;~~
PROVIDING DEFINITIONS; PROVIDING FOR THE
ESTABLISHMENT OF A RESEARCH AND DEVELOPMENT PARK;
PROVIDING FOR MEMBERSHIP, POWERS, AND DUTIES OF THE
AUTHORITY; PROVIDING THAT REVENUE BONDS ISSUED BY THE
AUTHORITY SHALL NOT PLEDGE THE CREDIT OF THE STATE OF
FLORIDA OR THE COUNTY OF PALM BEACH; EXEMPTING BONDS
ISSUED BY THE AUTHORITY FROM TAXATION; PROVIDING
SEVERABILITY; PROVIDING AN EFFECTIVE DATE.

WHEREAS, the Board of County Commissioners of Palm Beach
County, Florida, passed Resolution #84-1745 proposing the establishment
of a Research and Development Authority for Palm Beach County; and

WHEREAS, pursuant to §23.1491(2), Florida Statutes, the Florida
Research and Development Commission has, by its Final Order, issued a
designation to the Florida Atlantic Research and Development Authority;
and

WHEREAS, Section 159.704(3), F.S., states that upon designation
of a Research and Development Authority by the Florida Research and
Development Commission, the governing body of the County may, by
enactment of an ordinance, create the Research and Development Authority.

NOW, THEREFORE, BE IT ORDAINED BY THE BOARD OF COUNTY
COMMISSIONERS OF PALM BEACH COUNTY, FLORIDA:

Section 1. This ordinance is enacted by the Board of County
Commissioners of Palm Beach County, Florida, pursuant to its powers under
Part V of Chapter 159, Florida Statutes (ss. 159.701-159.7095, F.S.).

Section 2. Definitions -- As used in this ordinance:

(a) "Authority" or "research and development authority"
means the public corporation created pursuant to this ordinance and
ss.159.701-159.7095, F.S.

(b) "Board" means the Board of County Commissioners of
Palm Beach County, Florida.

1 (c) "Bonds" or "Revenue Bonds" means the bonds authorized
2 to be issued by any authority under ss.159.701-159.7095, F.S., which
3 shall include a single bond, a promissory note or notes, or other debt
4 obligations evidencing an obligation to repay borrowed money.

5 (d) "Commission" means the Florida Research and
6 Development Commission created pursuant to ss.23.147, F.S.

7 (e) "Costs" as applied to a project, shall embrace the
8 cost of construction; land or rights in land; other property, both real
9 and personal; machinery and equipment; financing charges, including
10 interest; and all other costs necessary for placing the project in
11 operation as defined in the Florida Industrial Development Financing Act.
12 "Costs" shall also include the cost of financial consultants,
13 accountants, legal services, engineering and architectural services,
14 feasibility studies, and services by other consultants and such experts
15 as may be selected by the lessee of any such project if the cost thereof
16 shall be paid by the lessee or shall be included as a cost of the project
17 and reimbursed from proceeds of any bond issued to finance the cost of
18 such project.

19 (f) "Florida Industrial Development Financing Act" means
20 ss.159.25-159.43, F.S., and any amendments thereto, and the definitions
21 contained therein shall also be applicable to this ordinance and ss.
22 159.701-159.7095, F.S., and to any bonds issued pursuant thereto.

23 (g) "Project" means any capital project comprising a
24 research and development park or any part thereof including one or more
25 buildings and other structures, machinery, fixtures, equipment, and any
26 rehabilitation or addition to any buildings or structure and machinery
27 and equipment as defined in the Florida Industrial Development Financing
28 Act.

29 Section 3. Creation of the Research and Development Authority.

30 There is hereby created a public body corporate and politic to be known
31 as the Florida Atlantic Research and Development Authority, hereafter
32 referred to as Authority. The Authority is constituted as a public
33 instrumentality for the purposes of development, operation, management
34 and financing of a research and development park, and the exercise by the
35 authority of the powers conferred by this ordinance and by Part V of

1 Chapter 159, F.S., or similar statutes, and as such statutes may from
2 time to time be amended, shall be deemed and held to be the performance
3 of an essential public purpose and function.

4 Section 4. Membership of the Authority.

5 (a) The initial terms of the members of the Authority as
6 appointed by their respective county shall be as follows:

- 7 1. Palm Beach4 years
- 8 2. Palm Beach3 years
- 9 3. Palm Beach1 year
- 10 4. Broward4 years
- 11 5. Broward2 years
- 12 6. Broward4 years

13 The President of Florida Atlantic University or his/her designee shall be
14 a permanent member of the Authority. Each member shall continue to serve
15 until a successor has been appointed and qualified. At least three
16 members of the Authority shall be appointed who are employed in the
17 private sector and who are residents of Palm Beach County.

18 (b) Hereafter the Board of County Commissioners of Palm
19 Beach County shall appoint for terms of four (4) years each a member or
20 members to succeed those Palm Beach County representatives whose terms
21 expire. The Board shall fill any vacancy for an unexpired term. A
22 member of the Authority shall be eligible for reappointment. Any member
23 of the Authority representing Palm Beach County may be removed by the
24 Board for misfeasance, malfeasance, or willful neglect of duty.

25 Each member of the Authority before assuming office shall take
26 and subscribe the oath or affirmation required by the State Constitution.
27 A record of each such oath shall be filed with the Department of State
28 and with the Clerk of the Circuit Court.

29 (c) The Authority shall annually elect one of its members
30 as Chairman and one as Vice-Chairman and may also appoint a Secretary who
31 shall serve at the pleasure of the Authority and who shall receive such
32 compensation as may be fixed by the Authority.

33 (d) The Secretary shall keep a record of the proceedings
34 of the Authority and shall be custodian of all books and records of the
35 Authority and of its official seal.

ORDINANCE NO. 85-32

1 (e) Four (4) members of the Authority shall constitute a
2 quorum and the affirmative vote of the majority of the members present
3 shall be necessary for any action taken by the Authority. No vacancy in
4 the membership of the Authority shall impair the right of a quorum to
5 exercise all rights and perform all the duties of the Authority. Any
6 action taken by the Authority under the provisions of this ordinance and
7 ss.159.701-159.7095, F.S., may be authorized by resolution at any regular
8 or special meeting and each such resolution shall take effect immediately
9 and need not be published or posted.

10 (f) The members of the Authority shall receive no
11 compensation for the performance of their duties hereunder, but each such
12 member may be paid necessary expenses incurred while engaged in the
13 performance of such duties, as allowed by law.

14 (g) The Authority may appoint such other officers as it
15 may deem necessary, who may receive such compensation as may be fixed by
16 the Authority.

17 Section 5. Powers of the Authority.

18 The Authority is authorized and empowered:

19 (a) To have perpetual succession as a body politic and
20 corporate and to adopt by-laws for the regulation of its affairs and the
21 conduct of its business.

22 (b) To adopt an official seal and alter the same at its
23 pleasure.

24 (c) To maintain an office at such place or places as it
25 may designate.

26 (d) To sue and be sued in its own name and to plead and
27 be impleaded.

28 (e) To enter into contracts and to act to advance for any
29 of the purposes enumerated in this ordinance and ss.159.701-15.7095,
30 F.S., and also in the Florida Industrial Development Financing Act.

31 (f) To issue revenue bonds or other debt obligations
32 repayable solely from revenues derived from the sale, operation or
33 leasing of such capital projects subject to the approval of the Board of
34 County Commissioners of Palm Beach County, for projects situated in Palm
35 Beach County.

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1 (g) To exercise all powers in connection with the
2 authorization, issuance, and sale of revenue bonds to finance the costs
3 of capital projects conferred upon counties, municipalities, special
4 districts and other local governmental bodies by the Florida Industrial
5 Development Financing Act. The issuance of such bonds for projects
6 situated in Palm Beach County shall be subject to approval by the Board
7 of County Commissioners of Palm Beach County. All of the privileges,
8 benefits, powers and terms of said Act shall be fully applicable to the
9 Florida Atlantic Research and Development Authority. Industrial
10 Development Revenue Bonds may be authorized, issued and sold by the
11 Florida Atlantic Research and Development Authority in compliance with
12 the criteria and requirements set forth in this ordinance and the Florida
13 Industrial Development Financing Act. The bonds of each issue shall be
14 dated, bear interest at such rate or rates, mature at such time or times,
15 be redeemable prior to maturity at such price or prices, be in such
16 denominations, contain such recitals and be sold for such price or prices
17 in such manner as provided in said Act. Projects may be acquired,
18 constructed, leased, operated or sold in the manner provided in said Act;
19 and the items of costs as enumerated therein may be included at project
20 costs. The repayment of bonds issued by the Florida Atlantic Research
21 and Development Authority may be secured by trust agreements or security
22 agreements as set forth in said Act; and fees, rents and charges for the
23 use of any project, may be collected and fixed by the Authority in the
24 manner provided in said Act. All monies received pursuant to the
25 provisions of this ordinance and ss.159.701-159.7095, F.S., shall
26 constitute trust funds as provided in the Florida Industrial Development
27 Financing Act. The remedies provided by said Act shall also be
28 applicable to bonds issued pursuant to this ordinance and
29 ss.159.701-159.7095, F.S., and bonds of the Authority may be refunded in
30 the manner provided therein and shall be eligible for investment as
31 provided in said Act.

32 (h) To acquire by lease, purchase or option, real or
33 personal property for use as a site for the location of a research and
34 development park project as defined in the Florida Industrial Development
35 Financing Act. The Florida Atlantic Research and Development Authority

ORDINANCE NO. 85-32

1 shall have the power to prepare sites for use as the location of a
2 research and development park and may construct thereon access roads,
3 drainage facilities, utilities and other improvements necessary for
4 ultimate use by research and development projects. The acquisition,
5 development and financing of such sites may be in the manner provided in
6 this ordinance and ss.159.701-159.7095, F.S., as well as in the Florida
7 Industrial Development Financing Act.

8 (i) In any case in which an addition to a project is
9 financed or in which less than the entire project is financed or
10 refinanced by industrial redevelopment bonds, to secure the issuance and
11 repayment of such bonds by a lease, mortgage or other security instrument
12 encumbering only the capital improvements which are financed by the
13 Florida Atlantic Research and Development Authority. Such lease,
14 mortgage, or other security instrument may include a security interest in
15 both the land and personal property or may include a lease, mortgage or
16 other security instrument sufficient for the purpose encumbering only the
17 personal property, including machinery and equipment, which is being
18 financed. In financing projects, the Florida Atlantic Research and
19 Development Authority may lease such projects to the industry which is
20 the ultimate user until the debt obligations issued for such purpose are
21 retired, or it may sell such capital projects to the industry using the
22 project on an installment purchase contract or other type of purchase
23 contract with such security instruments or trust agreements as the
24 Florida Atlantic Research and Development Authority shall deem adequate,
25 in which case the transaction shall be deemed to be a sale and not a
26 lease of such projects.

27 (j) Other provisions of law to the contrary
28 notwithstanding, to acquire by lease, without consideration, purchase, or
29 option, any lands owned, administered, managed, controlled, supervised or
30 otherwise protected by this State or any of its agencies, departments,
31 boards, or commissions for the purpose of establishing a research and
32 development park.

33 (k) To transact any and all lawful business not
34 inconsistent with this ordinance and applicable Florida statutes, and to

1 have and exercise all powers and authority necessary or convenient to
2 effect its lawful purposes.

3 Section 6. Credit of State or County not pledged.

4 (a) The revenue bonds issued by the Florida Atlantic
5 Research and Development Authority shall not be deemed to constitute a
6 debt, liability or obligation of any authority or Palm Beach County or of
7 the State of Florida or any political subdivision thereof; and such
8 revenue bonds or debt obligation shall be payable solely from revenues
9 derived from the sale, operation, or leasing of a project or projects.

10 (b) All bonds issued under the provisions of this
11 ordinance and ss.159.701-159.7095, F.S., shall have, and are declared to
12 have, all the qualities and incidents, including negotiability, of
13 investment securities under the Uniform Commercial Code.

14 (c) Bonds may be issued under the provisions of this
15 ordinance and ss.159.701-159.7095, F.S., without obtaining, except as
16 otherwise provided in this ordinance and ss.159.701-159.7095, F.S., the
17 consent of any department, commission, board, bureau or agency of this
18 state and without any other proceedings or the happening of any
19 conditions, except those which are specifically required by the
20 provisions of this ordinance, the resolution authorizing the issuance of
21 such bonds or the trust agreement securing same.

22 Section 7. Tax Exemptions.

23 The exercise of all powers granted by this ordinance and
24 ss.159.701-159.7095, F.S., in all respects will be for the benefit of the
25 people of this state, for the increase of their industry and prosperity
26 and the improvement of their health and living conditions, and for the
27 provision of gainful employment and will constitute the performance of
28 essential public functions.

29 The Florida Atlantic Research and Development Authority shall
30 not be required to pay any taxes on any project or any other property
31 owned by the Authority under the provisions of this ordinance and
32 ss.159.701-159.7095, F.S., or upon the income therefrom, and the bonds
33 issued under the provisions of this ordinance and ss.159.701-159.7095,
34 F.S., their transfer and the income therefrom, including any profit made
35 on the sale thereof, shall at all times be free from taxation by the

1 State of Florida or any local unit or political sub-subdivision or other
2 instrumentality of this state. Nothing in this section, however, shall
3 be construed as exempting from taxation or assessments the leasehold
4 interest of any lessee of any project or any property or interest owned
5 by any lessee. The exemption granted by this section shall not be
6 applicable to any tax imposed by Chapter 220, F.S., on interest, income,
7 or profits on debt obligations owned by corporations.

8 Section 8. Issuance of Bonds.

9 The bonds issued under this ordinance and ss.159.701-159.7095,
10 F.S., may be validated in the manner prescribed by Chapter 75, F.S.

11 Section 9. Severability.

12 If any provision of this ordinance or the application thereof
13 to any person or circumstance is held invalid, the invalidity shall not
14 affect other provisions or applications of the ordinance which can be
15 given effect without the invalid provision or application, and to this
16 end the provisions of this ordinance are declared severable.

17 Section 10.

18 That the Board hereby authorizes the appropriation of the sum
19 of Fifty Thousand (\$50,000) Dollars to the Authority, pursuant to a
20 written agreement, to be signed by the County Administrator, which shall
21 provide the general terms regarding the expenditure, use and accounting
22 of such funds by the Authority.

23 Section 11.

24 This ordinance shall take effect upon the filing with the
25 Office of the Secretary of State in the manner prescribed by Section
26 125.66, F.S.

27 REPEAL OF LAWS IN CONFLICT

28 All local laws and ordinances applying to the unincorporated
29 area of Palm Beach County in conflict with any provisions of this
30 ordinance are hereby repealed.

31 INCLUSION IN THE CODE OF LAWS AND ORDINANCES

32 The provisions of this ordinance shall become and be made a
33 part of the code of laws and ordinances of Palm Beach County, Florida.

34 The Sections of the ordinance may be renumbered or relettered to

ORDINANCE NO. 85-32

1 accomplish such, and the word "ordinance" may be changed to "section,"
2 "article," or any other appropriate word.

3 EFFECTIVE DATE

4 The provisions of this ordinance shall become effective upon
5 receipt of acknowledgement by the Secretary of State.

6 APPROVED AND ADOPTED by the Board of County Commissioners of
7 Palm Beach County, Florida, on the 24th day of September, 1985.

8 PALM BEACH COUNTY, FLORIDA, BY ITS
9 BOARD OF COUNTY COMMISSIONERS

10 By *[Signature]*
11 Chairman

12 APPROVED AS TO FORM AND
13 LEGAL SUFFICIENCY

14 *Maureen Cullen*
15 County Attorney

16 Acknowledgement by the Department of State of the State of
17 Florida, on this, the 3rd day of October, 1985.

18 EFFECTIVE DATE: Acknowledgement from the Department of State
19 received on the 7th day of October, 1985, at 4:30
20 P.M., and filed in the Office of the Clerk of the Board of County
21 Commissioners of Palm Beach County, Florida.

ORDINANCE NO. 85-32