



WILDWOOD UTILITY DEPENDENT DISTRICT
GENERAL AND PROCEDURAL RULES
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1.1 General Introduction.

- 1) The Wildwood Utility Dependent District (the "District") was created pursuant to the provisions of Chapter 189, Florida Statutes, and City of Wildwood Ordinance No. O2021-16 to provide certain community systems, facilities, services, projects, improvements, infrastructure and operational systems which include water and wastewater services. The purpose of these rules (the "Rules") is to describe the general operations of the District. Any conflict or need for clarification arising out of the following Rules shall be resolved, where applicable, by law. Any amendments to the Rules shall be administratively prepared and adopted by the Board. These Rules are adopted to guide the District through its primary operations and functions. They are designed to provide the structure needed to conduct District business while also maintaining the flexibility needed to efficiently and effectively carry out the public business as circumstances may dictate.
- 2) Definitions located within any section of these Rules shall be applicable within all other sections, unless specifically stated to the contrary.

1.2 Standards of Civil Discourse.

- 1) The District encourages citizen participation in the democratic process and recognizes and protects the right of freedom of speech afforded to all. As the Board conducts the business of the District, rules of civility shall apply. District Board Members, Staff members, and members of the public are to communicate respectfully. It is preferred that persons speak only when recognized by the Board Chair and, at that time, refrain from engaging in personal attacks or derogatory or offensive language. Persons who are deemed to be disruptive and negatively impact the efficient operation of the meeting shall be subject to removal after two verbal warnings.

1.3 Board Members; District Manager, Officers and Voting.

- 1) Board Members. The Board Members of the District (the "Board") shall exercise the powers granted to the District. The Board shall initially consist of five members. The members of the Board must be citizens of the United States. Qualified Board Members must be qualified electors. Qualified elector means any person at least 18 years of age who is a citizen of the United States, a permanent resident of Florida and of the District, who registers to vote with the Supervisor of Elections in the county in which the District land is located, or is otherwise qualified as a "Qualified Elector" under Section 189.041, Florida Statutes or any successor ordinance.
- 2) District Manager. The Board shall appoint a District Manager. The District Manager shall have charge and supervision of the works of the district and shall be responsible for preserving and maintaining any improvement or facility constructed or erected pursuant to the provisions of state statutes, for maintaining and operating the equipment owned by the District, and for performing such other duties as may be prescribed within the legal purview of the Board.
- 3) Term of Officers. Board Members shall hold office pursuant to City of Wildwood Ordinance O2021-16. If a vacancy occurs in the District Board during a member's term, the vacancy shall be filled by a vote of the remaining members of the District Board within forty-five (45) days after the vacancy occurs. The person appointed shall hold office for the balance of the term and shall meet all qualifications under the state law and applicable ordinances.
- 4) Compensation. Each Board Member is entitled to receive an amount not to exceed \$200 per meeting, not to exceed \$4,800 annually.
- 5) Vacancies; Quorum. Three members of the Board physically present in the same location shall constitute a quorum for the purposes of conducting its business and exercising its powers and for all other purposes. Action taken by the Board shall be upon a majority vote of the members present, unless otherwise provided in these Rules or required by law.
- 6) Officers. At any Board meeting held after each election where the newly elected members take office, the Board may select a Chair, Vice Chair, Treasurer and Secretary. Such selection may be deferred to subsequent meetings. The District Manager may serve as Secretary and Treasurer.
 - a. The Chair must be a member of the Board. If the Chair resigns from that office or ceases to be a member of the Board, the Board shall select a Chair to serve the remaining portion of the term, after filling the board vacancy. The Chair may be authorized to sign checks and warrants for the District, countersigned by the treasurer or other persons authorized by the Board. The Chair may convene and conduct all meetings of the Board. In the event the Chair is unable to attend a meeting, the Vice Chair or other member of the Board may convene and conduct the meeting.

The Board Chair shall be selected by nomination and majority vote at a meeting following each general election. The District Clerk will include the item on the meeting agenda.

- b. The Vice Chair shall be a member of the Board and shall have such duties and responsibilities as specifically designated by the Board from time to time. If the Vice Chair resigns from that office or ceases to be a member of the Board, the Board shall select a Vice Chair to serve the remainder of the term, after filling the Board vacancy.

The Vice Chair shall be selected by nomination and majority vote at a meeting following each general election. The District Clerk will include the item on the meeting agenda.

- 7) Committees. The Board may provide representation on established committees by formal motion, either on a permanent or temporary basis, to perform specifically-designated functions. Committees may include individuals who are not members of the Board, but they must be eligible to serve on the Board they represent. Committee representation shall be reviewed annually at the October Board Meeting following the beginning of a new fiscal year. The District Clerk will include the item on the October meeting agenda. Committee representation will be determined by nomination and majority vote by the Board.
- 8) Record Book. The Board shall keep a permanent record book entitled "Record of Proceedings of the Wildwood Utility Dependent District," in which shall be recorded minutes of all meetings, resolutions, proceedings, certificates, bonds and corporate acts.
- 9) Meetings. The Board shall establish a schedule of regular meetings and may also meet upon call of the Chair or four Board Members. Nothing herein shall prevent the Board from holding other meetings as it deems necessary or from canceling any regularly scheduled meetings. A previously noticed regular meeting may be canceled, provided that notice of cancellation shall be given in substantially the same manner as notice for the meeting or in such other manner as may provide substantially equivalent notice of cancellation. Meetings will be cancelled in accordance with the Board's policy adopted via resolution. All meetings of the Board shall be open to the public and governed by the provisions of Chapter 286, Florida Statutes.
- 10) Voting Conflict of Interest. The Board shall comply with Sections 112.3143 and section 286.012, Florida Statutes, so as to ensure the proper disclosure of conflicts of interests on matters coming before the Board for a vote. For the purposes of this section, "voting conflict of interest" shall be governed by Chapters 112 and 189, Florida Statutes, as amended from time to time. Pursuant to section 286.012, Florida Statutes, Board Members that are present at a District Board Meeting at which an official decision, ruling, or other official act is to be taken or adopted may not abstain from voting in regard to any such decision, ruling, or act, and a vote shall be recorded or counted for each such Board Member present, unless, with respect to any such member, there is, or appears to be, a

possible conflict of interest as governed by Chapter 112, Florida Statutes. If the official decision, ruling, or act occurs in the context of a quasi-judicial proceeding, a Board Member may abstain from voting on such matter if the abstention is to assure a fair proceeding free from potential bias or prejudice.

- a. When a Board Member knows that he/she has a conflict of interest on a matter coming before the Board, the member should notify the Board's Secretary prior to participating in any discussion with the Board on the matter. The member shall publicly announce the conflict of interest at the meeting. This announcement shall appear in the minutes of the meeting. If the Board Member was elected at a landowner's election, the Board Member may vote or abstain from voting on the matter at issue. If the Board Member was elected by electors residing within the District, the Board Member is prohibited from voting on the matter at issue. In the event the Board Member intends to abstain or is prohibited from voting, such Board Member shall not participate in the discussion on the item subject to the vote.
- b. The Board's Secretary shall prepare a memorandum of voting conflict which shall then be signed by the Board Member that had the conflict, filed with the Board's Secretary, and provided for attachment to the minutes of the meeting within fifteen (15) days of the meeting.

11) Board Member Conduct. No individual Board Member shall direct the District Manager or District Staff to perform extensive research, take action on a policy matter, or make representations on behalf of the Board without formal direction from the collective Board of Directors at a meeting. No individual Board Member may speak to an outside entity or person on behalf of the Board without receiving authorization from the Board at a meeting. Nothing precludes a Board Member from initiating individual correspondence pertaining to the seat they currently hold. Nothing in this Rule is to be construed to limit or restrict a Board Member from acting in his or her official capacity from coordinating with the District Manager in answering or responding to correspondence or communications relative to the business of the District.

1.4 Public Information and Inspection of Records.

- 1) Public Records. All District public records within the meaning of Chapter 119, Florida Statutes, and not otherwise restricted by law, including the "Record of Proceedings of the Wildwood Utility Dependent District" may be copied or inspected in accordance with Chapter 119, Florida Statutes.
- 2) Copies. The custodian of public records upon request shall furnish a copy or a certified copy of a record for a fee as authorized by Chapter 119, Florida Statutes. The District reserves the right to provide informational copies of public records without charge when it in its discretion chooses to do so.

1.5 Meetings and Workshops.

- 1) Meetings and Workshops. All meetings of the Board shall be open to the public and governed by the provisions of Chapter 286, Florida Statutes.
- 2) Notice. Except in emergencies, or as otherwise required by State Statutes, at least seven (7) days public notice shall be given of any meeting or workshop of the Board of Directors. Public notice shall be given by publication in a newspaper of general circulation in the District and shall state:
 - a. The date, time, and place of the meeting or workshop;
 - b. A brief description of the nature, subjects and purposes of the meeting or workshop;
 - c. The address where persons may obtain a copy of the agenda;
 - d. The notice shall state that if a person decides to seek review of any official decision made at the Board meeting, a record of the proceedings will be required and the person intending to appeal will need to ensure that a verbatim record of the proceedings is made, including the testimony and evidence necessary for the appeal.
 - e. Pursuant to the provisions of the Americans with Disability Act, any person with a disability who needs an accommodation to participate in a Wildwood Utility Dependent District meeting should contact the District Clerk at 352-751-3939 as far in advance as possible but preferably at least five working days before the date of the scheduled event.
 - f. When a previously noticed meeting is canceled, notice of cancellation shall be given in substantially the same manner as notice for the meeting or in any manner that will give adequate notice of cancellation.
 - g. The meeting/hearing/workshop may be continued in progress without additional notice to a time, date and location stated on the record.
- 3) Agenda. The District Manager shall prepare a notice of the meeting or workshop and an agenda. The agenda shall be available to the public in the offices of the District Manager prior to each regularly scheduled meeting or workshop and on the website. Minutes shall be taken, and reviewed and approved by the Board at a subsequent meeting. In accordance with State Statutes, the agenda and available supporting documentation will be available electronically seven days in advance of the meeting.
- 4) Sample Agenda Format.
 - a. Call to Order
 - i. Roll Call
 - ii. Pledge of Allegiance
 - iii. Observation of Moment of Silence
 - iv. Welcome Meeting Attendees
 - v. Audience Comments
 - b. Consent Agenda
 - c. New Business
 - d. Old Business

- e. Public Hearings
 - f. Informational Items Only
 - g. Reports and Input
 - i. District Manager Reports
 - ii. District Counsel Reports
 - iii. Board Member Comments
 - iv. Adjourn
- 5) Oath of Office. At the next regularly scheduled meeting following an election, newly elected Board Members shall take and subscribe to the oath of office as prescribed by Section 876.05 of Florida Statutes. The oath of office shall be administered by the District Clerk immediately following the call to order of the meeting.
- 6) Procedures for Including Items on Agenda. Items to be included on the agenda may be submitted by an individual Board Member and will be addressed under the “Board Member Comments” section of the agenda for discussion purposes; if formal action is desired, the item will be presented on the agenda at the following regularly scheduled Board Meeting. In order for an item to be included on the agenda, a request must be submitted to the District Manager no later than 10 business days in advance of the next regularly scheduled meeting. Nothing in this Rule is to be construed to limit or restrict a Board Member from discussing items not included on the agenda during Board Member Comments.
- 7) Consent Agenda. Content of items on the consent agenda shall be limited to routine items that normally do not require discussion such as the minutes, resolutions, payment requests and reports from committees, etc. During the reading of the consent agenda, any Board Member, the District Manager, or member of the public, may pull an item for separate discussion.
- 8) Resolutions. An enacted resolution is an internal legislative act that is a formal statement of policy concerning matters of special or temporary character. Board action shall be taken by resolution when required by law and in those instances where an expression of policy more formal than a motion is desired. All resolutions shall be reduced to writing.
- 9) Motions. An enacted motion is a form of action taken by the Board to direct that a specific action be taken on behalf of the District. A motion, once approved and entered into the record, is the equivalent of a resolution in those instances where a resolution is not required by law. All motions shall be made and seconded before debate.
- a. A motion shall be concise and unambiguous.
 - b. No speech is to be made in reference to a motion when it is introduced. There will be no debate until a motion has been seconded and, if requested by a Board Member, the question stated by the Board Chair or District Clerk.

- c. When the question has been stated, it is before the Board and mover is entitled to the floor.

- 10) Reconsideration of Action Previously Taken. A motion to reconsider shall be allowed at any time by any Board Member who voted on the prevailing side, during a meeting, except when a motion on some other subject is pending. After a motion to reconsider has been adopted by a majority vote, a Board Member may move to rescind action previously taken.
- 11) Roll Call Vote. Roll call votes will be conducted at the prerogative of the Board Chair, or by request made to the Chair by any Board Member, the District Manager, or District Counsel.
- 12) Public Comment. The Board shall conduct public comment in accordance with Florida Statutes. The District's Board Chair, or such other person conducting a District public meeting ("Chair"), shall ensure that there is at least one period of time ("Audience Comments") on the agenda whereby the public has an opportunity to address the board. Additionally, members of the public shall be given a reasonable opportunity to be heard prior to the Board taking action on any proposition before the Board. Speakers shall be permitted to address any agenda item or non-agenda matter of personal or general concern, during the Audience Comments period. If the Chair determines that discussion of an issue will be better facilitated by having public comments made at the time the matter appears on the agenda, the Chair may ask those wishing to make public comments to wait until that time and public comments shall be allowed at such time.

Members of the audience making public comment shall speak into the microphone, and address all comments to the Chair. Public input shall be limited to three (3) minutes for each person in any public comment period. This time shall not include time spent by the speaker responding to questions posed by the Board or Staff. Potential speakers are not permitted to assign their time allotment to extend another speaker's time. The Chair may extend or reduce the time periods set forth in this section in order to facilitate orderly and efficient District business; provided, however, that a reasonable opportunity for public comment shall be provided consistent with the requirements of section 286.0114, Florida Statutes. The Chair may also elect to establish additional Public Comment periods if he or she deems it appropriate with respect to any agenda item or otherwise. The Board is not required to respond to any speaker but may elect to address a speaker in its discretion. Matters raised during any public comment period which are not set for consideration on the current agenda may be deferred to the agenda for subsequent meeting.

At meetings in which a large number of individuals are in attendance, the Board Chair may ask for a show of hands to identify individuals who wish to address the Board. If a large number of individuals wish to be heard, the Board Chair may require individuals to complete speaker cards that include the individual's name, address, the proposition on which they wish to be heard, the individual's position on the proposition (i.e., "for," "against," or "undecided"). In the event large groups or factions of individuals desire to speak (i.e., consisting of more than five individuals), the Board Chair may require each group or faction to designate a representative to speak on behalf of such group or faction

but shall allow such representative at least ten (10) minutes to address the board. Any speaker speaking on behalf of a group shall indicate such person's representative capacity and shall cite the source of such authority, whether by request, petition, vote or otherwise.

Per section 286.0114, Florida Statutes, the public's right to a reasonable opportunity to be heard on propositions before the Board does not apply to:

- a. An official act that must be taken to deal with an emergency situation affecting the public health, welfare, or safety, if compliance with the requirements would cause an unreasonable delay in the ability of the board to act;
- b. An official act involving no more than a ministerial act, including, but not limited to, approval of minutes and ceremonial proclamations;
- c. A meeting that is exempt from §286.011; or
- d. A meeting during which the board is acting in a quasi-judicial capacity. This paragraph does not affect the right of a person to be heard as otherwise provided by law.

The Chair may alter the procedures set forth in this Public Comment section for public hearings and other special proceedings that may require different procedure under Florida Law.

13) Quasi-Judicial Hearings

- a. Order of Testimony
 - i. The Board Chair shall announce and open the public hearing.
 - ii. All persons testifying, including Staff, shall be sworn in prior to providing testimony.
 - iii. Staff shall provide an overview of the subject of the public hearing and provide any relevant evidence, witnesses or testimony.
 - iv. The Board Chair shall then receive testimony, evidence and hear witnesses of the interested parties.
 - v. Persons providing testimony shall approach the microphone, state their name and address for the record, and respond to questions posed by the parties, Board Members or District Counsel. Cross-examination shall be limited to matters about which the witness testified. Members of the public will not be permitted to cross-examine.
 - vi. Comments shall be limited to the subject of the public hearing only.
 - vii. Upon determination of no additional public comment and no additional questions from the Board to the witnesses, parties or Staff, the Board Chair shall close the Public Hearing and restrict discussion to members of the Board.
 - viii. Upon completion of the discussion, the Board Chair shall entertain such action as the Board may desire.
- b. Ex- Parte Communication

- i. To avoid violating an individual's constitutional right to due process of law, Board Members should discourage receipt of ex-parte communications on matters that are pending before or are foreseeable to come before the Board for action in a quasi-judicial hearing as such communications are presumed prejudicial. To eliminate the presumption of prejudice, a Board member who receives ex-parte communications, should disclose the subject of the communication and the identity of the person, group, or entity with whom the communication took place and such communication shall be made a part of the record before final action on the matter. Disclosure should be made before or during the public meeting at which a vote is taken on, so that persons who have opinions contrary to those expressed in the ex parte communication are given a reasonable opportunity to rebut or respond to the communication.
- 14) Receipt of Notice. Persons wishing to receive, by mail, notices or agendas of meetings, may advise the District Manager or Secretary at the Board's office. Such persons shall furnish a mailing address in writing and may be required to pay the cost of copying and mailing.
- 15) Emergency Meeting. The Chair, or the Vice Chair if the Chair is unavailable, may convene an emergency meeting of the Board without first having complied with Subsections (1), (2), (3), and (14) to act on emergency matters that may affect the public health, safety, or welfare. Emergency meetings shall be afforded the most appropriate and effective notice under the circumstances including if possible notifying a newspaper of general circulation in the District and be held at a reasonable hour. Notice of the emergency meeting shall be posted on the District's website. Whenever possible, the District Manager shall make reasonable efforts to notify all Board Members of an emergency meeting 24 hours in advance. Reasonable efforts may include telephone notification. After an emergency meeting, the Board shall publish in a newspaper of general circulation in the District, the time, date, and place of the emergency meeting, the reasons why an emergency meeting was necessary, and a description of the action taken. Whenever an emergency meeting is called, the District Manager shall be responsible for notifying at least one newspaper of general circulation in the District.
- 16) Budget Hearing; Budget Amendment. On or before each June 1, the District shall prepare or have prepared under its direction and at its cost and expense a proposed budget for the ensuing fiscal year which shall run October 1 to September 30. The proposed budget shall include an estimate of all necessary expenditures for the District for the ensuing fiscal year and an estimate of income to be received by the District for each ensuing year fiscal year. No later than each July 15, such proposed budget shall be delivered to the City Manager of the City of Wildwood. The budget for the District shall be approved or vetoed by the City Commission no later than September 15 immediately following delivery of the same to the City Manager. The District shall operate in accordance with the provision of its last approved budget until such time as the subsequent budget is approved by the City Commission.

17) Continuances. Any meeting of the Board or any item or matter included on the agenda or coming before the Board at a noticed meeting may be continued without re-notice or re-advertising provided that;

- a. The Board identifies on the record at the original meeting a reasonable need for a continuance;
- b. The continuance is to a specified date, time and location publicly announced at the original meeting; and
- c. The public notice for the original meeting states that the meeting may be continued to a date and time that states that the date, time and location of any continuance shall be publicly announced at the original meeting date and posted at the District Office immediately following the original meeting.

18) Parliamentary Procedures. Deviations from provisions pertaining to parliamentary procedures may be permitted by the Board Chair unless objected to by a Board Member. Any point of order must be raised prior to the adjournment of a Board Meeting or it is waived.

1.6 Rulemaking Proceedings.

- 1) Commencement of Proceedings. Proceedings held for adoption, amendment, or repeal of a District rule shall be conducted according to the applicable provisions of Chapter 120, Florida Statutes, and these Rules. Rulemaking proceedings shall be deemed to have been initiated upon publication of notice by the District.
- 2) Notice of Rule Development. Except when the intended action is the repeal of a rule, the District shall provide notice of the development of proposed rules by publication of a notice of rule development in a newspaper of general circulation in the District before providing notice of a proposed rule as required by paragraph (3). The notice of rule development shall indicate the subject area to be addressed by rule development, provide a short, plain explanation of the purpose and effect of the proposed rule, cite the specific legal authority for the proposed rule, and a statement of how a person may promptly obtain a copy of any preliminary draft, if available. All rules should be drafted in accordance with Chapter 120, F.S.
- 3) Notice of Proceedings and Proposed Rules. Prior to the adoption, amendment, or repeal of any rule other than an emergency rule, the District shall give notice of its intended action, setting forth a short, plain explanation of the purpose and effect of the proposed action; a reference to the specific rulemaking authority pursuant to which the rule is adopted; and a reference to the section or subsection of the Florida Statutes or the Laws of Florida being implemented, interpreted, or made specific. The notice shall include a summary of the District's statement of the estimated regulatory costs, if one has been prepared, based on the factors set forth in Section 120.541(2), and a statement that any person who wishes to provide the District with a lower cost regulatory alternative as provided by Section 120.541(1), must do so in writing within 21 days after publication of the notice. The notice must state the procedure for requesting a public hearing on the proposed rule unless one is otherwise scheduled. Except when the intended action is the repeal of a rule, the notice shall include a reference both to the date on which and to the place where the notice of rule development that is required by subsection (2) appeared.
 - a. The notice shall be published in a newspaper of general circulation in the District not less than 28 days prior to the intended action. The proposed rule shall be available for inspection and copying by the public at the time of the publication of notice.
 - b. The notice shall be mailed to all persons named in the proposed rule. Any person may file a written request with the District Manager or Secretary at the Board's office to receive notice by mail of District proceedings to adopt, amend or repeal a rule. Such persons must furnish a mailing address and may be required to pay the cost of copying and mailing. Notice will then be mailed to all persons whom, at least 14 days prior to such mailing, have made requests of the district for advance notice of its proceedings.

- 4) Rule Development Workshops. Whenever requested in writing by any affected person, the District must either conduct a rule development workshop prior to proposing rules for adoption or the Board Chair must explain in writing why a workshop is unnecessary. The District may initiate a rule development workshop but is not required to do so.
- 5) Petitions to Initiate Rulemaking. All petitions for the initiation of rulemaking proceedings pursuant to Section 120.54(7), Florida Statutes, must contain the name, address, and telephone number of the Petitioner, specific action requested, specific reason for adoption, amendment, or repeal, the date submitted, and shall specify the text of the proposed rule and the facts showing that the Petitioner is regulated by the District or has a substantial interest in the rule or action requested. Petitions to initiate rulemaking shall be filed with the District. The Board shall then act on the petition in accordance with Section 120.54(7), Florida Statutes, except that copies of the petition shall not be sent to the Administrative Procedures Committee, and notice may be given in a newspaper of general circulation in the county in which the District is located. This section is subject to any applicable exemptions set forth in Section 120.81, Florida Statutes.
- 6) Rulemaking Materials. After the publication of the notice to initiate rulemaking, the Board shall make available for public inspection and shall provide, upon request and payment of cost of copies, the following materials;
 - a. The text of the proposed rule, or any amendment or repeal of any existing rules;
 - b. A detailed written statement of the facts and circumstances justifying the proposed rule;
 - c. A copy of the statement of estimated regulatory costs if required by Section 120.541; and
 - d. The published notice.
- 7) Rulemaking Proceedings - No Hearing. When no hearing is requested and the Board chooses not to initiate a hearing on its own, or if the rule relates exclusively to organization, practice or procedure, the Board may direct the proposed rule be filed with the District Office no less than twenty-eight (28) days following notice. Such direction may be given by the Board either before initiating the rule-adoption process or after the expiration of the twenty-one (21) days during which affected persons may request a hearing.
- 8) Rulemaking Proceedings - Hearing. If the proposed rule does not relate exclusively to organization, practice or procedure, the District shall provide (upon request) a public hearing for the presentation of evidence, argument and oral statements, within the reasonable conditions and limitations imposed by the District to avoid duplication, irrelevant comments, unnecessary delay or disruption of the proceedings. Any affected person may request a hearing within twenty-one (21) days after the date of publication of the notice of intent to adopt, amend or repeal a rule.
- 9) Request for a Public Hearing. A request for a public hearing shall be in writing and shall specify how the person requesting the public hearing would be affected by the proposed rule. The request shall be submitted to the District within 21 days after notice of intent to

adopt, amend, or repeal the rule is published as required by law, in accordance with the procedure for submitting requests for public hearing stated in the notice of intent to adopt, amend, or repeal the rule.

- a. If the notice of intent to adopt, amend, or repeal a rule did not notice a public hearing and the District determines to hold a public hearing, the District shall publish notice of a public hearing in a newspaper of general circulation within the District at least 7 days before the scheduled public hearing. The notice shall specify the date, time, and location of the public hearing, and the name, address, and telephone number of the District contact person who can provide information about the public hearing.
 - b. Written statements may be submitted by any person within a specified period of time prior to or following the public hearing. All timely submitted written statements shall be considered by the District and made a part of the rulemaking record.
- 10) Emergency Rule Adoption. The Board may adopt an emergency rule if it finds that immediate danger to the public health, safety, or welfare exists which requires immediate action. Prior to the adoption of an emergency rule, the District Manager shall make reasonable efforts to notify a newspaper of general circulation in the District. Notice of emergency rules shall be published as soon as practical in a newspaper of general circulation in the District. The District may use any procedure which is fair under the circumstances in the adoption of an emergency rule as long as it protects the public interest as determined by the District and otherwise complies with these provisions
- 11) Negotiated Rulemaking. The District may use negotiated rulemaking in developing and adopting rules pursuant to Section 120.54, Florida Statutes.
- 12) Variances and Waivers. Variances and waivers from District rules may be granted subject to the provisions and limitations contained in Section 120.542, Florida Statutes.

1.7 Purchasing Policies and Procedures

- 1) **Purchasing Policy.** The District shall conduct its purchasing activities in accordance with a purchasing policy, adopted by Board resolution, which complies with all applicable state, local, and federal laws.
- 2) **Protests.** The resolution of any protests with respect to proceedings under this rule or the District's purchasing policy shall be in accordance with this Rule.

- a. *Filing.*

- i. With respect to a protest regarding qualifications, specifications, documentation, or other requirements contained in a Request for Qualifications, Request for Proposals, Invitation to Bid, or Competitive Solicitation issued by the District, the notice of protest shall be filed in writing within seventy-two (72) calendar hours (excluding Saturdays, Sundays, and state holidays) after the first advertisement of the Request for Qualifications, Request for Proposals, Invitation to Bid, or Competitive Solicitation. A formal protest setting forth with particularity the facts and law upon which the protest is based shall be filed within seven (7) calendar days (including Saturdays, Sundays, and state holidays) after the initial notice of protest was filed. For purposes of this Rule, wherever applicable, filing will be perfected and deemed to have occurred upon receipt by the District. Failure to file a notice of protest shall constitute a waiver of all rights to protest any information contained in the District's Request for Qualifications, Request for Proposals, Invitation to Bid, or Competitive Solicitation. Failure to file a formal written protest shall constitute an abandonment of the protest proceedings and shall automatically terminate the protest proceedings.
- ii. Except for those situations covered by subsection (1)(a) of this Rule, any firm or person who is affected adversely by a District's ranking or intended award under the purchasing policy and desires to contest the District's ranking or intended award, shall file with the District a written notice of protest within seventy-two (72) calendar hours (excluding Saturdays, Sundays, and state holidays) after receipt of the notice of the District's ranking or intended award. A formal protest setting forth with particularity the facts and law upon which the protest is based shall be filed within seven (7) calendar days (including Saturdays, Sundays, and state holidays) after the initial notice of protest was filed. For purposes of this Rule, wherever applicable, filing will be perfected and deemed to have occurred upon receipt by the District. Failure to file a notice of protest shall constitute a waiver of all rights to protest the District's ranking or intended award.

Failure to file a formal written protest shall constitute an abandonment of the protest proceedings and shall automatically terminate the protest proceedings.

- iii. If the requirement for the posting of a protest bond and the amount of the protest bond, which may be expressed by a percentage of the contract to be awarded or a set amount, is disclosed in the District's competitive solicitation documents for a particular purchase under the purchasing policy, any person who files a notice of protest must post the protest bond at the same time. The amount of the protest bond shall be determined by District staff after consultation with the District Counsel and within the limits, if any, imposed by Florida law. In the event the protest is successful, the protest bond shall be refunded to the protestor. In the event the protest is unsuccessful, the protest bond shall be applied towards the District's costs, expenses, and attorney's fees associated with hearing and defending the protest. In the event the protest is settled by mutual agreement of the parties, the protest bond shall be distributed as agreed to by the District and protestor.
 - iv. The District does not accept documents filed by electronic mail or facsimile transmission. Filings are only accepted during normal business hours.
- b. *Contract Execution.* Upon receipt of a notice of protest which has been timely filed, the District shall not execute the contract under protest until the subject of the protest is resolved. However, if the District sets forth in writing particular facts and circumstances showing that delay incident to protest proceedings will jeopardize the funding for the project, will materially increase the cost of the project, or will create an immediate and serious danger to the public health, safety, or welfare, the contract may be executed.
 - c. *Informal Proceeding.* If the Board determines a protest does not involve a disputed issue of material fact, the Board may, but is not obligated to, schedule an informal proceeding to consider the protest. Such informal proceeding shall be at a time and place determined by the Board. Notice of such proceeding shall be sent via facsimile, United States Mail, or hand delivery to the protestor and any substantially affected persons or parties not less than three (3) calendar days prior to such informal proceeding. Within thirty (30) calendar days following the informal proceeding, the Board shall issue a written decision setting forth the factual, legal, and policy grounds for its decision.
 - d. *Formal Proceeding.* If the Board determines a protest involves disputed issues of material fact or if the Board elects not to use the informal proceeding process provided for in section (3) of this Rule, the District shall schedule a formal hearing

to resolve the protest. The Chairperson shall designate any member of the Board (including the Chairperson), District Manager, District Counsel, or other person as a hearing officer to conduct the hearing. The hearing officer may:

- (a) Administer oaths and affirmations;
- (b) Rule upon offers of proof and receive relevant evidence;
- (c) Regulate the course of the hearing, including any pre-hearing matters;
- (d) Enter orders; and
- (e) Make or receive offers of settlement, stipulation, and adjustment.

The hearing officer shall, within thirty (30) days after the hearing or receipt of the hearing transcript, whichever is later, file a recommended order which shall include a caption, time and place of hearing, appearances entered at the hearing, statement of the issues, findings of fact and conclusions of law, separately stated, and a recommendation to the Board for final District action. The District shall allow each party fifteen (15) days in which to submit written exceptions to the recommended order. The District shall issue a final order within sixty (60) days after the filing of the recommended order.

- e. *Intervenors.* Other substantially affected persons may join the proceedings as intervenors on appropriate terms which shall not unduly delay the proceedings.
 - f. *Rejection of all Qualifications, Bids, Proposals, Replies and Responses after Receipt of Notice of Protest.* If the Board determines there was a violation of law, defect, or an irregularity in the competitive solicitation process, the Bids, Proposals, Replies, and Responses are too high, or if the Board determines it is otherwise in the District's best interest, the Board may reject all qualifications, bids, proposals, replies, and responses and start the competitive solicitation process anew. If the Board decides to reject all qualifications, bids, proposals, replies, and responses and start the competitive solicitation process anew, any pending protests shall automatically terminate.
 - g. *Settlement.* Nothing herein shall preclude the settlement of any protest under this Rule at any time
- 3) ***Suspension.*** The District desires to solicit offers from, award contracts to, and consent to subcontracts only with, vendors known to be reliable, ethical and responsible. To that end, and as set forth below, the District may suspend or debar a vendor for cause. The District shall not accept any solicitation from, nor contract with, a vendor while it is suspended or debarred. The serious nature of suspension or debarment requires that such sanction be imposed only when it is in the District's best interest. Such suspension or debarment shall be imposed in accordance with the procedures contained herein.

- a. *Automatic Suspension.* Any vendors on a State or federal convicted vendor's list, or which are ineligible for contracting with a local government entity as provided by Section 287.135 (entitled "Prohibition against contracting with scrutinized companies") are automatically suspended by the District, without the necessity of a hearing or further notice, until (1) that vendor is no longer on such list or ineligible and (2) such vendor is reinstated in accordance with this Policy.
- b. *Application to Principals, Agents, and Affiliates.* Suspension or debarment applies to all officers, managers, principals, directors, partners, qualifiers, divisions, subsidiaries, or other organizational elements of the suspended or debarred vendor or any other entity in which the suspended or debarred vendor or person is an officer, manager, principal, director, partner, qualifier, division, subsidiary, or other organizational element. The suspension or debarment applies to any existing or future affiliates of the vendor.
- c. *Suspension:* A vendor may be suspended for cause. The following constitute cause:
 - i. Material failure to fully comply with the conditions, specifications, or terms of a contract with the District.
 - ii. Failure to substantially fulfill a Bid, Proposal or Quotation upon Award.
 - iii. Commission of any misrepresentation in connection with a Bid, Quotation or Proposal.
 - iv. A charge of a crime relating to obtaining or the performance of a public or private contract or subcontract; or a charge of a crime of dishonesty or moral turpitude, or any other criminal offense indicating a lack of business integrity or business honesty. If charges are dismissed or the vendor is found not guilty, the suspension shall be lifted automatically upon written notification and proof of final court disposition provided by the vendor to the District.
 - v. Vendor becomes insolvent, proceedings in bankruptcy regarding the vendor are filed or, vendor compounds its debts or assigns over its estate or effects for payment thereof, or has a receiver or trustee appointed over its property.
 - vi. Commission of any act or omission to perform any act that is grounds for debarment.
 - vii. Any other cause the Purchasing Department determines to be compelling as to affect the responsibility of a vendor as a District contractor materially and adversely, including but not limited to, suspension or debarment by another governmental entity.

- viii. Violation of the any provision of this policy or any ethical standards set forth in local, state or federal law.
 - ix. Suspension or debarment by another local government with which the District routinely participates in joint solicitations for goods or services.
- d. *Debarment*: A debarment is an indefinite suspension. A vendor may be debarred for the following:
- i. Failure to comply with the Conditions, Specifications, or Terms of a Contract with the District.
 - ii. Failure to perform in accordance with a Bid, Proposal or Quotation after Award.
 - iii. Conviction of a crime relating to obtaining or the performance of a public or private contract or subcontract; or conviction of a crime of dishonesty or moral turpitude, or any other criminal offense indicating a lack of business integrity or business honesty. If the conviction or judgment is reversed through the appellate process, the debarment shall be removed immediately upon written notification and proof of final court disposition from the vendor to the District.
- e. *Effect of Suspension and Debarment*. The District will not solicit offers from, award contracts or purchase orders to, or consent to subcontracts with suspended or debarred vendors unless the District Manager or Designee determines that an Emergency exists justifying such action. Such vendors are also excluded from conducting business with the District as agents, representatives, subcontractors, or partners of other vendors.
- f. *Suspension and Debarment Process*: The following procedures shall be utilized for the suspension or debarment of a vendor:
- i. The District Manager or their designee may make a staff level determination of suspension or debarment and the period thereof. The staff level determination shall be in writing and include the facts justifying the suspension or debarment and provide for an opportunity for the vendor to make a written response. When the initial determination is made, the vendor and the Board shall be given written notice by the District Manager.
 - ii. If the vendor chooses to appeal a final staff level determination to the Board, the vendor shall have three (3) business days after written notice of the final staff level determination to file a notice of appeal with the District Manager; otherwise any objection is waived. Due process shall be afforded to the vendor; the determination of the District Board after a properly noticed

public hearing regarding a suspension or debarment shall be the final and conclusive administrative decision by the District.

g. Suspension or Debarment Period

- i. **Suspension.** The term of a suspension shall be established consistent with the District's policies. The Board may shorten the term of a suspension in its discretion.
- ii. **Debarment.** Debarment shall remain in effect unless and until the vendor is reinstated.

- h. **Reinstatement.** A suspended or debarred vendor may appeal for reinstatement at any time in accordance with the Procedures. Due process shall be afforded to the protester; the determination of the Board regarding a reinstatement shall be the final and conclusive administrative decision by the District.

- 4) ***Improper Lobbying.*** No bidder may engage in any effort, either directly or indirectly, to influence the actions of the Board with respect to a pending award of an agreement for which a solicitation was issued except as set forth in this section. Any bidder engaging in a protest to the District Board as allowed under this section, shall comply strictly with the requirements and restrictions of this section. Any attempt by any bidder to communicate with any District Board member, directly or indirectly, whether in person or through agents, employees, or lobbyists, or otherwise to influence the vote of any District Board member, in connection with any pending award of an agreement for which a solicitation has been issued, in any manner not strictly in compliance with the requirements and restrictions of this section shall be deemed in violation of the blackout period restriction. The District Board may disqualify a bid or proposal in connection with a procurement matter where District Board members or a member of the pertinent procurement committee has been lobbied in violation of the blackout period restrictions.

1.8 Effective Date.

- 1) These Rules shall be effective March 7, 2024 except that no election of officers required by these Rules shall be required until after the next regular election for the Board of Directors.

Specific Authority:

Chapter 189, F.S. and other applicable laws

City of Wildwood Ordinance