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Committee on Governmental Reform and Oversight

Senator Charles Williams, Chairman

MODEL CONTRACTED SERVICES CORPORATION

SUMMARY

The State of Florida relies upon a large number of state created or authorized private organizations with public purposes either to perform governmental functions or to assist governmental agencies in the performance of their duties. These entities vary in purpose, scope of duty and power, by method of creation, and level of accountability. State law does not provide a definition of these entities, require that they report to a central repository, establish uniform powers and duties, or provide standardized methods of accountability. The report reviews some of these entities, notes inconsistencies between them, and identifies the variety of issues that affect them.

BACKGROUND

The State of Florida relies upon a large number of state created or authorized private organizations with public purposes (POPPs) either to perform services that may be described as governmental in nature or to assist governmental agencies in the performance of their duties. POPPs take numerous forms and their duties often vary widely. The Florida Statutes, however, neither contain a singular definition of these entities nor do they establish uniform powers and duties of POPPs. Further, standardized methods of accountability have not been adopted.

The purpose of this report is to identify the various POPPs that have been created or authorized, to determine whether uniform standards are appropriate given the reliance of the state on POPPs, and if uniform standards are appropriate, to determine what those standards should be.

METHODOLOGY

The first step in the review process was the identification of private organizations with a public purpose (POPPs) that either perform functions that are related to

government or assist governmental agencies in the performance of their duties. The identification process was conducted by searching the Florida Statutes, by surveying agencies, and by reviewing other reports. After the POPPs were identified, selected enabling acts were reviewed to determine what characteristics were shared by POPPs, as well as to determine what common standards, if any, were established. The standards were then compared for consistency. These standards were reviewed to determine if uniformity was appropriate.

FINDINGS

Identification of POPPs - Establishing the exact number of POPPs relied upon by the state is difficult to calculate for a variety of reasons. First, no single section of statute defines or regulates these entities. Without a statutory definition to guide the review, it is not entirely clear which entities should be included in the review.

Further, laws creating or authorizing POPPs are related to specific programs and are spread throughout the Laws of Florida and the Florida Statutes. While a review of the index to the Florida Statutes will result in the identification of some POPPs, not all can be discovered in this manner because they are called by a variety of names. By way of example, the Members Council of the John and Mable Ringling Museum of Art is a not-for-profit corporation. The term "council," however, has a specific governmental meaning that does not include private entities. The term is defined in s. 20.03(7), F.S., to mean

an advisory body created by specific statutory enactment and appointed to function on a continuing basis for the study of the problems arising in a specified functional or program area of state government and to provide recommendations and policy alternatives.

As a result, a review of the index to the Florida Statutes would not result in the identification of the entity as a POPP. Further, a review of the statutory authority for

the entity, s. 265.26(8), F.S., indicates only that the council consists of a group of persons appointed by members of the board of the museum. There is no indication in the section that the entity has separate corporate status. A review of the administrative rule related to the entity, Rule 1K-1.1013, F.A.C., does not inform the reader of the status of the entity either.

Another reason that it is difficult to identify POPPs is because of the manner in which some are created. While many POPPs are specifically created or authorized in statute, such as the Florida Engineers Management Corporation and the One Church, One Child Corporation, this is not the case for all POPPs. Some enabling acts set forth general authority and permit the creation or use of POPPs upon certification by the agency that the POPP meets certain requirements. Citizen and direct-support organizations are more likely to fit in this latter category. As a result, agencies may authorize POPPs without specific statutory enactment and without legislative knowledge.

Additionally, calculating an accurate number of POPPs is complicated by a lack of reporting requirements. There is no state statutory requirement that the numerous POPPs, or the state entities that utilize or benefit from them, register or report to a central repository in order to identify these entities and monitor their use.

Since there is no statutory definition of a POPP and no requirement that entities of this sort report to a central repository for identification and monitoring, a wide variety of entities were initially identified during the course of this review. During this process, it became apparent that the forms that POPPs take, and the purposes for which they exist, may differ significantly. For example, Prison Rehabilitative Industries and Diversified Enterprises (PRIDE) is created as a nonprofit corporation in Part II, Ch. 946, F.S., to lease and manage the correctional work programs of the Department of Corrections. A few other examples that show the diversity of these entities include: the Florida Prepaid College Foundation, Inc.; the Investment Fraud Restoration Corporation; the Florida Finance Housing Corporation; and the Florida Tourism Marketing Corporation.

In order to create a definition for POPPs, staff reviewed various aspects of POPPs and sought to categorize the entities based on function, manner of creation, type of powers and duties, state or local jurisdiction, and other means, during the process of identifying POPPs. For

example, it was observed that there are POPPs that have been created to *replace* part of a state agency or perform a function of that agency. Enterprise Florida, Inc., performs many of the economic development duties formerly assigned to the Florida Department of Commerce. Another entity, the Florida Engineers Management Corporation, Inc., performs administrative, investigative, and prosecutorial services for the Board of Engineers, all duties that were formerly performed by personnel of the Department of Business and Professional Regulation.

While there are some significant POPPs that have supplanted state agencies or functions, many POPPs only *assist* or *support* the agency. One of the most common forms of POPP that acts in a supportive role is the direct-support organization (DSO). No general statutory definition of a DSO is provided in statute. Nevertheless, use of DSOs are wide-spread in state government. In the review, 43 university-related DSOs were identified. A comparable number were identified in the community college system, as well. At least 101 DSOs were identified in the review. An additional 67 are authorized for each of the school districts, but were not counted in the review.

Another common entity, which is similar to the DSO, and for which there is also no general statutory definition, is the citizen-support organization (CSO). The Wildlife Foundation of Florida, Inc., which is connected to the Florida Game and Fresh Water Fish Commission, is an example of a CSO. It is estimated that there are about 64 CSOs utilized by state government. The vast majority of CSOs are connected to the Department of Environmental Protection (DEP) and provide support to the various state parks.

Another similar entity that is used by the university system is the Health Services Support Organization (HSO). Only four such entities were identified. These entities are similar to DSOs but are related to the medical centers at the University of Florida and the University of South Florida.

Organizations that do not supplant a state agency but which instead provide it support are not limited to DSOs, HSOs, and CSOs, however. Another example of a POPP which assists state agencies is the One Church, One Child of Florida Corporation. Section 409.1775, F.S., creates that organization to promote child welfare services to black children available for adoption and to increase the potential for placement in a permanent family home.

While POPPs could be categorized by the manner in which they are created, the types of duties that they perform, their relationship to a state entity, or by a variety of other methods, individual POPPs often fit in a variety of categories. Due to this overlapping of categories by individual POPPs, categorization by these means was not particularly helpful in establishing a definition of POPPs. As a result, the simplest method of identifying, categorizing, and defining POPPs was by using terminology already established in statute, i.e., CSOs, DSOs, and HSOs. All POPPs that are not CSOs, DSOs, or HSOs, are referred to as “Other Governmental Organizations” (OGOs).

For the purpose of this report, a POPP includes any public/private entity that is created, or that is authorized to be created, by general law to: (a) operate programs for or to provide services to, or on behalf of, a state governmental entity; (b) to provide benefits to or on behalf of a state governmental entity; or (c) to provide assistance or support to or on behalf of a state governmental entity.

Based upon the information gathered during the course of this review, it is estimated that at least 220 entities could be described as POPPs.

Accountability of POPPs - Private entities with public purposes that are created or authorized to be created in law blur traditional distinctions between the public and private sector. As the state has increased its reliance on POPPs, concerns have been expressed regarding the adequacy of statutory provisions that are intended to ensure public accountability. Given the variety of POPPs, the differences in scope of their powers and duties, the various ways in which they are created, and the disparate types of funding, different types and levels of oversight are appropriate. Furthermore, given the benefits received by the state from POPPs, it is important to ensure that these levels of oversight do not unnecessarily hamper the flexibility that POPPs have to perform their functions.

While some of the enabling acts creating or authorizing the more recent POPPs often contain more specificity regarding the duties and powers of POPPs and methods for ensuring their accountability, issues of public policy are not always addressed consistently. In some cases, the lack of consistency is reflective of the different nature of the various types of POPPs. For example, an entity that performs a traditional function of a state agency and that receives state funds may require more oversight than an entity that receives no state dollars but

instead raises funds for the benefit of a state park. In other instances, however, there appeared to be no reason for the difference in or lack of enunciated standards.

Probably the most direct method of resolving questions about a POPP is to clearly define in statute what that entity is at the time it is being created or authorized. This process can be assisted by stating the public necessity and the legislative intent for the POPP. Providing a clear statement that the POPP is to operate for the benefit of a specified state agency or in the best interest of the state also helps to create a boundary within which the entity should operate. Finally, providing a statement of legislative intent regarding the number of POPPs that are authorized to be created to perform the delegated duties helps to limit the number of entities and reduce potential conflict. Each of these issues is discussed below.

Statements regarding the *public* need for, and purpose of, a POPP helps to provide a boundary within which the entity should operate. Section 266.0019(1), F.S., for example, provides a very clear statement regarding the purpose of the Historic Pensacola Preservation Board Direct Support Organization. That statutory section provides that the entity’s *sole* purpose is to support the preservation board. Further, clarifying that the POPP is to operate for the benefit of a state entity or in the best interest of the state provides a guideline which board members can follow when questions or conflicts arise regarding the parameters in which an entity should operate.

Another issue that was noted regarding the purpose and definition of an entity relates to the number of POPPs that are authorized by a specific statute. In many instances, especially with OGOs, the statutes are clear regarding the particular entity that is authorized to perform duties for or on behalf of the state. Where the Legislature creates a specific entity to perform certain duties, it would be expected that no other entities could be created to perform those duties. Some enabling acts, such as s. 471.038(3)(b), F.S., for the Florida Engineer Management Corporation, and Part II, ch. 946, F.S., which authorizes PRIDE, specifically state the primacy of an entity. Section 946.502(2), F.S., provides:

It is the further intent of the Legislature that, once one such nonprofit corporation is organized, no other nonprofit corporation be organized for the purpose of carrying out ss. 946.502-946.518. . . .

Not all enabling acts, particularly those authorizing CSOs and DSOs, contain such clear statements regarding the number of entities authorized to perform particular duties. While not as likely to occur where an entity is specifically created in statute as where an entity is only authorized in statute, the lack of a clear legislative statement on the issue in a particular enabling act could result in a conflict between two competing entities. The potential for conflict is alleviated in cases where POPPs are only authorized, instead of created by the Legislature, if agency certification of an entity is required, however.

As noted above, not all POPPs are specifically created in statute. Instead, general authority may be provided in statute to utilize DSOs or CSOs upon certification of the POPP and its purposes by an agency. For example, s. 258.015, F.S., provides general authority to the Department of Environmental Protection, Division of Recreation and Parks (DEP), to approve in writing CSOs that are determined by the division to be operating directly or indirectly for the benefit of the state park system or for individual parks. The State University System (SUS) operates under a general statute, s. 240.299, F.S., that sets forth general requirements for DSOs, as well. Administrative rules require certification, and permit decertification, of each DSO, however.

The Department of Agriculture and Consumer Services (DACS) operates with a scheme that fits more in the middle of these two models. The DACS relies upon s. 570.903, F.S., a general statute which outlines requirements for DSOs, but which requires specific legislative authority for each DSO that is created.

In the creation or authorization of CSOs, DSOs, and HSOs, it would be appropriate to consider whether specific statutory authority for each new entity should be created or whether a broad delegation that permits the state entity to decide whether to authorize such an entity is desirable. If greater flexibility is desired in a particular instance and it is determined that an agency should be permitted to authorize these entities as necessary, legislative oversight would be improved by also requiring the agency to provide some sort of notice of the creation of the entity to the Legislature.

Another important aspect of defining a POPP is to fully explicate the governmental nature of the entity. In other words, given that POPPs blur traditional distinctions between government and the private sector, it is important to clarify just how private and just how public the entity is when the entity is being created or

authorized. This type of analysis requires that consideration be given to the scope of authority of the entity. For example, s. 288.901, F.S., the statutory authorization for Enterprise Florida, Inc., notes that this POPP is the “. . . principal economic development organization for the state. . .” Further, it is authorized to use the state seal by s. 288.904, F.S. An entity with such a broad governmental scope, even though a corporate entity, may need to be subject to a stricter review than a POPP with a limited scope, such as a DSO.

In some instances, the issues identified below clearly will not apply to an individual POPP. Consideration of these issues and provision of clear statements of intent regarding them in enabling acts, however, would help to further clarify an entity’s status. The issues that were identified in the review include stating whether the POPP:

1. Is primarily acting as an instrumentality of the state;
2. Is an agency within the meaning of s. 20.03(11), F.S.
3. Is sovereignly immune and whether the waiver provided in s. 768.28, F.S., applies.
4. Must comply with public records and meetings requirements.
5. Receives state funding and whether it is provided through appropriation allocated to trust fund or other source.

Additional issues that may need to be considered when a POPP is created to replace a governmental entity are:

6. Are the POPPs employees state employees under chs. 110 & 112, F.S.?
7. Should the officers and directors of a POPP comply with state ethics code?
8. Can such an entity benefit from the state purchasing contract? If an entity can benefit from the state purchasing contract, must it comply with state purchasing laws?

While various enabling acts often contain legislative findings on many of these points, it is rare that statements on all issues are provided. Further, even when two entities share similar aspects, their enabling acts are not necessarily consistent. For example, Enterprise Florida and the Florida Engineers Management Corporation might both be considered to be more governmental in nature than some other POPPs because the former is principal economic development organization for the state, and the latter provides administrative, investigative and prosecutorial services

to the state. The enabling act for Enterprise Florida, Inc., however, explicitly provides that it is not “. . . a unit or entity of state government.” On the other hand, the Florida Engineers Management Corporation, while explicitly found not to be an agency within the meaning of s. 20.03, F.S., is deemed to act as an instrumentality of the state and to benefit from the protection of sovereign immunity under s. 768.28, F.S. Both enabling acts, nevertheless, require these POPPs to comply with ch. 119, F.S., relating to public records, and ch. 286, F.S., relating to public meetings.

POPPs may receive special benefits from their close relationship with the state. For example, they may have access to or use of State property and personnel. While most enabling acts require POPPs to provide equal employment opportunities to all persons regardless of race, color, religion, sex, age, or national origin in order to use the property, facilities, or personal services of the state entity, not all reviewed acts specifically contain this requirement.

Clearer statements of duties and powers of a POPP could result in greater accountability. The duties or functions of a POPP are closely aligned to its purpose. For example, the duties of the Florida Export Finance Corporation as required by s. 288.773, F.S., are to publish and disseminate information on export opportunities and to insure, coinsure, lend, and guarantee loans. On the other hand, the powers of a POPP can be described as the authorized methods by which the entity is to perform its duties. The Export Finance Corporation is permitted to charge fees to defray its costs, but is limited by statute regarding the total amount it may loan to not more than five times the balance of its account. The board also is permitted to adopt rules on terms and limits of loans.

Whether in the form of a CSO, DSO, HSO, or OGO, POPPs tend to be corporate entities that are organized as not-for-profit pursuant to ch. 617, F.S. As a result, unless otherwise provided in the statutes that authorize or create them or in their articles of incorporation or bylaws, POPPs have all the powers of entities that are incorporated under state incorporation laws. Section 607.0302, F.S., provides:

Unless its articles of incorporation provide otherwise, every corporation has perpetual duration and succession in its corporate name and *has the same powers as an individual to do all things*

necessary or convenient to carry out its business and affairs, including without limitation. . . .

This provision lists unlimited powers, including, among others, the power to purchase or lease real property; to sell, convey, mortgage, or pledge property; to lend money to, and to use its credit to assist, its officers and employees. Further, corporate entities are authorized to make contracts and guarantees, incur liabilities, borrow money, and issue notes, bonds, and other obligations which may be convertible into securities. Corporations also may invest and reinvest funds, and sue and be sued.

If the Legislature places no limitation on the duties of a POPP, and no limitation on the powers or methods by which the POPP performs its duties, then that POPP, once created as a corporation, has all the powers of any other corporation and may exercise a wide range of powers. While the greater powers and flexibility of POPPs may increase effectiveness or efficiency, the exercise of some corporate powers, such as the issuance of bonds or loaning money to corporate officers, may not reflect the intent of the Legislature. As a result, where an entity is created or authorized to perform only specific functions, not only should those functions be stated, but any limitation on the manner in which they are to be performed should be specified.

Enabling acts for POPPs consistently provide statements of the functions and powers of POPPs. Nevertheless, some clarification in these provisions would be helpful. Further, the amount of clarification and the level of limitation of duties and powers that are appropriate could vary depending on the type of POPP.

Some confusion exists regarding these statements of the powers and duties of POPPs because it is not always made clear whether the enumeration of powers in a particular act are the only powers permitted to an entity or if those enumerated powers simply clarify the powers and duties contained in the general corporate acts. For example, the provisions creating Enterprise Florida state requirements for its board and enumerate its corporate powers and duties. The provisions relating to the board are more specific regarding its officers and directors than those that are provided in the general corporate act and, as a result, the more specific provisions control.

On the other hand, the enabling act assigns this POPP specific powers, including, among others, the ability to secure funding for programs and activities; the ability to

enter into contracts; the ability to sue and be sued; the ability to adopt a corporate seal; the right to elect officers; the power to adopt, amend and repeal bylaws consistent with its powers; and the right to acquire, use and dispose of patents. Given that the act specifically enumerates the powers of the board, and as many of the enumerated powers are already contained in ch. 617, F.S., one might argue that its powers are limited to those that are expressly provided in ch. 288, F.S. On the other hand, there are other references in the act that indicate that Enterprise Florida must be organized and operated in compliance with the provisions of ch. 617, F.S. As a result, the act is not as clear as it could be regarding the powers of this POPP.

Given that the greater powers and flexibility afforded to POPPs is one of their primary benefits, it might be more effective for the Legislature to consider not only the powers that it wishes an entity to have, but to consider and expressly state those powers it does not wish the entity to have. For example, an enabling act could contain a limitation of corporate power, such as, “a POPP is a corporate entity not-for-profit pursuant to ch. 617, F.S., with all the powers provided therein, except it may not issue bonds, purchase property, or loan funds to its officers.” Such a provision clearly identifies what powers the entity has by reference to the corporate laws, but specifically excludes general corporate powers that the Legislature does not wish the POPP to exercise.

Another method of ensuring some governmental oversight is by requiring that board members of a POPP be appointed by an agency head or by requiring that some governmental personnel sit on the board of directors. Such a nexus is not always required of POPPs. Though not specifically defined, one of the traditional distinctions between DSOs and CSOs is that in the former the agency that benefits from the entity has some authority to place personnel on the board, whereas in the latter case members of the organization tend to elect the board of directors. The latter method, obviously, provides for less government control.

While some statutes do not provide the same level of government oversight as others, in some instances, departmental rules provide for these requirements. For example, Rule 6C-9.011, F.A.C., provides, among other protections, that the director of the DSO must report to the university president; that the operating budget of the entity is to be reviewed by the BOR; and that an annual audit and management letter must be provided to the BOR.

Another important method of ensuring accountability is by establishing performance levels. During the last half of the 1990s, an effort has been made to use performance-based program budgeting as a means establishing measures for what state agencies do and of improving their performance. Part of this process requires identification of inputs, outputs, and measures. While the roles of POPPs differ from one another, and while some POPPs receive no state appropriations, the establishment of performance measures to gauge performance could improve accountability by establishing clearer expectations of outputs and outcomes.

An additional method of ensuring accountability is by requiring the state entity that is connected to the POPP to enter into a contract with the POPP. Some of the issues that were identified that should be considered for inclusion in a contract include:

1. Creation of articles of incorporation and bylaws that comply with statutory requirements.
2. Statement of intent of date by which the corporation is to assume all assigned duties.
3. Delineation of the fiscal operating year, preferably July 1-June 30.
4. Creation of an annual budget that complies with agency rules.
5. Submission of an annual budget that complies with agency rules for agency approval.
6. Submission of status reports on performance of assigned duties.
7. Reporting of all required certification by state in official meeting minutes of corporation
8. Provision for turnover to state of all moneys and property held in trust by corporation for the benefit of the state, if corporation is no longer approved to operate for the state.
9. Provision for an annual financial and compliance audit of financial accounts and records by independent certified public accountant in conjunction with the Auditor General. To ensure agency oversight, it may be appropriate to require submission of the audit to the agency that has oversight of the POPP for that agency’s review and approval. Further, in some cases, submission of copies to the Legislature may be warranted.
10. Requiring that OPPAGA conduct a periodic performance audit.

Requiring more active supervision and involvement by the state entity that benefits from a POPP also would improve oversight of these entities and could enhance performance by POPPs. Improving levels of state involvement and supervision can be attained by providing more integration, where appropriate, between the state entity and the POPP. One method is to require the state entity that is connected to the POPP to approve the articles of incorporation and bylaws of the POPP. Another, which was previously mentioned, is requiring the placement of state employees on the board. Additionally, employment of a contract administrator to actively supervise activities of the POPP may ensure an active state role. The enabling act for the Florida Engineers Management Corporation provides that the Department of Business and Professional Regulation must employ a contract administrator to actively supervise the administrative, investigative, and prosecutorial activities of the corporation to ensure compliance with the contract and the provisions of ch. 455, F.S., and to act as a liaison for the department, the Board of Engineers, and the corporation to ensure the effective operation of the corporation.

Another method of ensuring more active state involvement is to require the POPP to provide regular status reports to the agency and to require the agency to review them. To ensure adequate review, it may be appropriate to require the state agency to certify on a regular basis that the corporation is complying with the terms of the contract in a manner consistent with its goals and purposes and in the best interest of the state.

Finally, it is necessary to ensure that the POPP is operating in a fiscally sound manner, especially when public dollars or property are being used by that entity. The methods observed in the review included an annual financial and compliance audit of financial accounts and records by an independent certified public accountant in conjunction with the Auditor General with copies to various state officers. In some cases, enabling acts required occasional performance audits by the Office of Program Policy Analysis and Governmental Accountability within the Office of the Auditor General.

Uniform Standards - Even though the state relies upon a large number of POPPs, as noted previously, the statutes do not provide a general definition of these entities, do not establish a uniform legislative policy regarding their powers and duties, and do not provide for standardized methods of accountability. As a result, when compared with the strict limitations placed upon governmental entities, state oversight of POPPs may

appear to be limited. When compared with purely private corporations, however, these entities are generally subject to more governmental regulation, oversight and control.

One reason for the lack of uniformity among the various POPPs is that, especially when compared with governmental structures, the use of POPPs is a relatively new development. Nevertheless, it was observed during the course of the review that statutes authorizing some of the later-enacted POPPs often provide more oversight and have a higher level of detail than some of the earlier POPPs.

A second reason for the lack of uniformity in standards among POPPs is the numerous purposes for which these entities are created or authorized, as well as the various forms that they take. A POPP that is authorized in statute to perform limited services for a state entity but that does not receive any state funds is less likely to need as much oversight as an entity that is created in statute, has greater powers and duties, benefits from sovereign immunity, and receives a state appropriation. It not only would be difficult to require a DSO that raises funds for a small museum to fit the same mold as an entity such as Enterprise Florida, Inc., but it might not be particularly efficient to do so. The issues that affect the various entities, the level of jurisdiction and purpose of each, whether they receive state funds, and what type of functions they perform, all must be considered when determining the appropriate level of state oversight and control. Further, these levels of oversight and control should be balanced to ensure that they do not become so burdensome that they limit the effectiveness and efficiency of POPPs.

Three broad areas, including numerous sub-issues within each category, were identified in this review that have an impact on the ability of the state to oversee POPPs. In order to effectively oversee POPPs, enabling legislation must clearly: (1) define what a POPP is and what its purposes are; (2) state the duties or functions of a POPP, as well as the powers or means by which it may perform its duties, including any limitations; and (3) establish appropriate levels of governmental oversight and control of POPPs to ensure public accountability.

Numerous variables affect which of the identified sub-issues should be included in any legislation creating or authorizing POPPs. These issues are often contingent upon whether the POPP is a citizen-support organization, direct-support organization, health services support organization, or other governmental

organization. As a result, the creation and enforcement of uniform standards regardless of the type of POPP is not particularly efficient or effective. As a result, additional reviews that are tailored to the identified subcategories of POPPs (CSOs, DSOs, HSOs and OGOs) are desirable.

RECOMMENDATIONS

Based upon the findings of this report, it is recommended that additional reviews be conducted based upon the subcategories of POPPs identified in this review to determine if uniform standards are appropriate within the subcategories. The reviews should be divided into at least two categories: (a) Citizen-Support Organizations, Direct-support Organizations, and Health Services Support Organizations; and (b) Other Governmental Organizations. It is further recommended that in the reviews, existing POPPs be reviewed to determine if statutory authorization for such entities should be revised.

COMMITTEE(S) INVOLVED IN REPORT *(Contact first committee for more information.)*

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MEMBER OVERSIGHT

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