

March 7, 2018

Office of School Board Attorney
Walter J. Harvey, School Board Attorney

**SUBJECT: INITIAL READING: PROPOSED AMENDMENTS TO BYLAW 0156,
LEGAL COUNSEL; POLICY 6835, OFFICE OF MANAGEMENT
AND COMPLIANCE AUDITS; AND BYLAW 0165, PUBLIC
MEETINGS**

COMMITTEE: PERSONNEL, STUDENT, SCHOOL, & COMMUNITY SUPPORT

**LINK TO
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BLUEPRINT: EFFECTIVE AND SUSTAINABLE BUSINESS PRACTICES**

At its meeting of January 17, 2018, the School Board approved revised Agenda Item H-13 (Succession Management), sponsored by Ms. Maria Teresa Rojas, Board Member, and co-sponsored by Board Members Ms. Susie V. Castillo and Dr. Steve Gallon III, authorizing the School Board Attorney and Chief Auditor to include a requirement in Board policy that the School Board Attorney and the Chief Auditor develop and maintain succession management plans for their respective offices. This item requests that the Board approve amendments to Bylaw 0156, *Legal Counsel*, and Policy 6835, *Office of Management and Compliance Audits*, to include this requirement. The policy amendments also clarify that the Board has final authority to approve the selection and appointment of the School Board Attorney and Chief Auditor and the terms of their employment contracts, as well as final authority to approve the appointment of the School Board Attorney's Office and Office of Management and Compliance Audits employees and the terms of those contracts upon the recommendation of the School Board Attorney and Chief Auditor respectively.

In addition, at its meeting of February 21, 2018, the School Board approved Revised Agenda Item H-14 (Student Priority), sponsored by Dr. Dorothy Bendross-Mindingall, Board Member, authorizing the Superintendent to initiate rulemaking to amend the relevant Board policy to provide priority for presentations to students of proclamations and resolutions whenever practicable as determined by the Board Chair. This item requests approval to initiate rulemaking to amend Bylaw 0165, *Public Meetings*, to provide that, whenever practicable as determined by the Board Chair, recognition, resolution, and proclamation items be given to students first during the 11:00 a.m. portion of the meeting. In addition, the amendment permits any Board member to

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request that their item be taken ahead of other presentations when there are extenuating circumstances.

Attached are the Notice of Intended Action and Policy and Bylaw amendments. Changes are indicated by underscoring words to be added and ~~striking through~~ words to be deleted.

Authorization of the Board is requested for the Superintendent to initiate rulemaking proceedings in accordance with the Administrative Procedure Act to amend Board Bylaw 0156, Legal Counsel; Policy 6835, Office of Management and Compliance Audits; and Bylaw 0165, Public Meetings.

RECOMMENDED:

The School Board of Miami-Dade County, Florida, authorize the Superintendent to initiate rulemaking proceedings in accordance with the Administrative Procedure Act to initiate rulemaking proceedings to amend Board Bylaw 0156, *Legal Counsel*; Policy 6835, *Office of Management and Compliance Audits*; and Bylaw 0165, *Public Meetings*.

NOTICE OF INTENDED ACTION

THE SCHOOL BOARD OF MIAMI-DADE COUNTY, FLORIDA, announced on March 21, 2018, its intention to amend Bylaw 0156, *Legal Counsel*; Policy 6835, *Office and Management and Compliance Audits*; and Bylaw 0165, *Public Meetings*, at its regular meeting on April 25, 2018.

PURPOSE AND EFFECT: Amendments are proposed to Bylaw 0156, *Legal Counsel*, and Policy 6835, *Office of Management and Compliance Audits* to include a requirement that the School Board Attorney and the Chief Auditor develop and maintain succession management plans for their respective office employees. The policy amendments also clarify that the Board has final authority to approve the selection and appointment of the School Board Attorney and Chief Auditor and the terms of their employment contracts, as well as final authority to approve the appointment of office employees and the terms of those contracts upon the recommendation of the School Board Attorney and Chief Auditor respectively.

In addition, Bylaw 0165, *Public Meetings*, is proposed to be amended to provide that, whenever practicable as determined by the Board Chair, recognition, resolution, and proclamation items be given to students first during the 11:00 a.m. portion of the meeting. In addition, the amendment permits any Board member to request that their item be taken ahead of other presentations when there are extenuating circumstances.

SUMMARY: Board Bylaw 0156, *Legal Counsel*, and Policy 6835, *Office of Management and Compliance Audits*, are proposed to be amended to require that the School Board Attorney and Chief Auditor develop and maintain succession management plans for their respective offices. Board Bylaw 0165, *Public Meetings*, is proposed to be amended to provide priority to students in the presentation of recognition, resolution and proclamation items during the 11:00 a.m. portion of the Board's regular meetings.

SPECIFIC LEGAL AUTHORITY UNDER WHICH RULEMAKING IS AUTHORIZED: 1001.41(1), (2); 1001.42 (5), (12)(l); 1001.43(10), F.S.

LAWS IMPLEMENTED INTERPRETED OR MADE SPECIFIC: 1001(12)(l); 1001.43(10), F.S.

IF REQUESTED, A HEARING WILL BE HELD DURING THE SCHOOL BOARD MEETING on April 25, 2018, which begins at 1:00 p.m., in the School Board Auditorium, 1450 N.E. Second Avenue, Miami, Florida 33132. Persons requesting such a hearing or who wish to provide information regarding the statement of estimated regulatory costs, or to provide a proposal for a lower cost regulatory alternative as provided in Section 120.54(1), F.S., must do so in writing by April 16, 2018, to the Superintendent, Room 912, at the same address.

ANY PERSON WHO DECIDES TO APPEAL THE DECISION made by The School Board of Miami-Dade County, Florida, with respect to this action will need to ensure the preparation of a verbatim record of the proceedings, including the testimony and evidence upon which the appeal is to be based. Section 286.0105, F.S.

COPIES OF THE PROPOSED AMENDED POLICY and BYLAWS are available at cost to the public for inspection and copying in the Citizen Information Center, Room 102, 1450 N.E. Second Avenue, Miami, Florida 33132.

ORGANIZATION

0156 **Legal Counsel**

The School Board may employ or retain legal counsel to render legal services as needed by the School Board or Superintendent for school matters.

Appointment of Legal Counsel

The Board has sole authority to determine the process and appointment of the School Board Attorney, as well as the terms of the School Board Attorney's employment contract. Prior to negotiation of the an employment contract for the School Board Attorney, the School Board shall conduct a workshop to provide guidance to the School Board's designated negotiator.

The School Board is also authorized to employ assistant School Board attorneys and special counsel to assist the School Board's aAttorney when, in the judgment of the School Board, such assistance is necessary.

The School Board Attorney shall implement and maintain a current Succession Management Plan for the School Board Attorney's Office (SBAO) to identify and develop highly qualified employees for current and future positions within the SBAO. The School Board has final authority, however, in appointing employees and determining the terms of employee contracts based on the recommendation of the School Board Attorney.

Litigation, Contracts, Requests for Legal Opinions

Any School Board agenda item seeking School Board involvement in litigation must be reviewed and approved by the School Board Attorney prior to agenda publication and include a statement that the School Board Attorney has been consulted and agrees with or recommends the proposed action.

All contracts to which the School Board is a party shall be reviewed by the School Board Attorney pursuant to Policy 6540.

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2 | School Board members may request legal opinions regarding any
3 matter related to the District or their responsibilities as School
4 Board members. District staff requests for formal legal opinions
5 shall be limited to official District concerns and must be made to the
6 Superintendent through the offices of the appropriate area,
7 assistant, associate or Deputy Superintendent. The Superintendent
8 | may then forward the request to the School Board Attorney. The
9 Chief Auditor may directly request legal opinions regarding the legal
10 expenditure of funds. All requests must be signed by the
11 appropriate District official.
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16 | F.S. 1001.32(2)

17 Revised 9/7/11

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OFFICE OF MANAGEMENT AND COMPLIANCE AUDITS

The Chief Auditor and the Office of Management and Compliance Audits shall report to the School Board. To enhance the objectivity and effectiveness of the internal auditing activities, reports, audit findings and recommendations emanating from the Office are submitted to the Board, the Board's Audit and Budget Advisory Committee and the Superintendent. The foregoing shall not be deemed to preclude the Chief Auditor from freely communicating, at any point in time, with the Board or any of its members with respect to any matter that may appear before the Audit and Budget Advisory Committee.

Purpose

Internal auditing is an independent appraisal activity within an organization for the review of operations as a service to management. The objective of internal auditing is to assist the administration, the Audit and Budget Advisory Committee, and the Board by reviewing and appraising the activities of the school system, the integrity of its records, and the general effectiveness of its operations.

Office of Management and Compliance Audits

The Office of Management and Compliance Audits is responsible for providing the Superintendent, the Audit and Budget Advisory Committee and the Board with an independent and objective evaluation of the operation of the school system.

A. Objectives

1. Perform examinations of the financial records in accordance with generally accepted auditing standards.
2. Ascertain the reliability and adequacy of accounting and reporting systems and procedures.
3. Perform an independent appraisal of the adequacy and effectiveness of internal controls.

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4. Assure compliance with policies and procedures established by the Board and the administration, and with State and Federal laws and regulations.
5. Improve the efficiency of the school system's operations by providing recommendations in audit reports.
6. Ascertain the extent to which the assets of the school system are accounted for and safeguarded from loss.

B. Responsibilities

1. Perform examinations of financial records and supporting information for the purpose of determining the accuracy of financial records and conformity with generally accepted accounting principles.
2. Perform investigative audits by applying various audit techniques and procedures for the purpose of detection of fraud or as a deterrent to fraud.
3. Review and evaluate the existence and effectiveness of adequate controls on electronic data processing systems either under development or for existing applications.
4. Undertake comprehensive and constructive examinations of functional units within the school system, including plans and objectives, methods of control and use of human and other resources.
5. Keep the Superintendent, the Audit and Budget Advisory Committee and the Board informed on audit plans and activities and to assist them by providing analyses, pertinent comments and recommendations concerning the activities reviewed.

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6. Coordinate internal audit activities so as to best achieve the audit objectives of the school system and the objectives of the Audit and Budget Advisory Committee and the administration.
7. Keep abreast of new developments in the school system by attending the Board meetings and meetings of school system-wide committees.
8. Act as liaison between the school system and external auditors (Federal, State and independent auditors). To monitor the responses from school system officials to audit findings and recommendations made by external auditors.
9. Upon receipt, place reports from the Office of the Inspector General (OIG) on the agenda of the Audit and Budget Advisory Committee or the Ethics Advisory Committee. Additionally, forward to the Audit and Budget Advisory Committee and Ethics Advisory Committee any response required by the OIG from the Superintendent or other entity that is the subject of the OIG investigation or audit.
10. Bring to the attention of the Superintendent, the Audit and Budget Advisory Committee, and the Board material matters of concern.

Policies

A. Authority

1. The Office of Management and Compliance Audits shall have access to all records and areas within the school system.
2. The Office shall have direct communication and free access to the Superintendent, members of the Audit and Budget Advisory Committee, Board members and school system officials to discuss audit findings.

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1 3. The Office shall be accountable as a whole to the Board
2 through the Chief Auditor in order to ensure an unrestrictive
3 audit coverage and appropriate action in response to audit
4 findings.

5 4. The Office shall be free of organizational pressures that limit
6 its objectivity in selecting areas to be examined or in
7 evaluating these areas.

8 5. The Office shall have adequate support from school system
9 officials to perform its auditing activities.

10 B. Professional Standards

11 1. The Office staff shall comply with professional standards of
12 conduct.

13 2. Internal auditing activities shall be performed with proficiency
14 and due professional care.

15 C. Personnel

16 1. The Office should be adequately staffed to perform its
17 auditing activities.

18 2. The Office personnel shall possess adequate technical
19 proficiency, educational background and skills in human
20 relations and communication to adequately perform the
21 internal audit function.

22 3. Auditors shall maintain their technical competence through
23 continuing education.

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1 4. The Audit and Budget Advisory Committee shall serve as the
2 Committee to provide recommendations on the selection of
3 the Chief Auditor of the Office of Management and
4 Compliance Audits and provide said recommendations to the
5 Board on the person to fill the position. At the direction of the
6 Board, the Audit and Budget Advisory Committee shall
7 provide its recommendations on the contractual provisions
8 for the position of Chief Auditor. Prior to negotiation of the
9 employment contract, the Board shall conduct a workshop to
10 provide guidance to the Board's designated negotiator. Any
11 recommendation for the removal or transfer of the Chief
12 Auditor and the reasons for such removal or transfer shall be
13 brought before the Audit and Budget Advisory Committee; the
14 Audit and Budget Advisory Committee will then transmit its
15 recommendations to the Board. The Board has the final
16 authority to appoint or remove the Chief Auditor and to
17 determine the terms of the Chief Auditor's employment
18 contract.

19
20 5. The Chief Auditor shall implement and maintain a current
21 Succession Management Plan for the Office of Management
22 and Compliance Audits to identify and develop highly qualified
23 employees for current and future positions within the Office.
24 The Board has final authority in appointing office employees
25 and determining the terms of employee contracts based on the
26 recommendation of the Chief Auditor.

Procedures

30 The Chief Auditor will submit to the Audit and Budget Advisory Committee, the
31 Superintendent, and the Board for review a comprehensive Audit Plan for a year.
32 This plan should identify the overall audit scope of scheduled examinations in both
33 financial and nonfinancial areas. Audit reviews, as requested by the Superintendent,
34 the Board, the Audit and Budget Advisory Committee, and members of the
35 administration, will be included to the degree feasible in the Audit Plan.

A. Scope of Auditing Activities

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1 The scope of internal auditing encompasses the examination and
2 evaluation of the adequacy and effectiveness of the system of
3 internal control and the quality of performance in carrying out
4 assigned responsibilities.

- 5 1. The Office shall review the reliability and integrity of financial
6 and operating information and the means used to identify,
7 measure, classify and report such information.

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2. The Office shall review the systems established to ensure compliance with those policies, plans, procedures, laws and regulations which could have a significant impact on operations and reports, and shall determine whether the school system is in compliance.
3. The Office shall review the means of safeguarding assets and verify the existence of such assets.
4. The Office shall appraise the economy and efficiency with which resources are employed.
5. The Office shall review business and financial operations and controls to ascertain whether results are consistent with established objectives and goals and whether the operations or programs are being carried out as planned.
6. The Office shall review and evaluate the existence and effectiveness of controls on electronic data processing systems either under development or controls on existing applications.

B. Performance of Auditing Activities and Communication of Results

The Chief Auditor will make an annual report to the Audit and Budget Advisory Committee, to the Board and to the Superintendent on the results of auditing activities. Periodic reports on the results of the audits will be made at the request of the Audit and Budget Advisory Committee. These reports will contain a concise summary of audit scope and findings and major recommendations not implemented. A comparison with the Audit Plan will be made annually, summarizing the auditing services for the prior year and major variances explained.

The Office will issue an audit report at the conclusion of the performance of an audit or review.

1. The audit report shall be objective, clear, concise, constructive and timely.

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2. The audit report will present the purpose, scope, results of the audit and applicable recommendations.

3. The responses from school system officials to the audit findings and recommendations will be presented with the audit report.

An evaluation of compliance with audit recommendations will subsequently be performed and major recommendations not implemented reported to the Audit and Budget Advisory Committee, the Board, the Superintendent, and administrative personnel. The Audit and Budget Advisory Committee may request periodic reports from audited schools, departments, offices, etc., regarding corrective actions taken to address reported deficiencies and audit recommendations.

Pursuant to F.S. 119.07(3)(y), work papers, notes and preliminary or draft audit reports shall be held confidential and exempt from public records disclosure until the audit is completed and submission of the final draft of the report to the Board.

F.S. 1001.42(12)(l)

Revised 10/19/11

Revised 8/5/15

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MEETINGS

0165 **Public Meetings**

All meetings at which official acts are to be taken are open public meetings, and no resolution, rule, policy, regulation, or formal action shall be considered binding except as taken or made at such a meeting. All meetings of the School Board shall be open to the public, except as provided by Florida law, and the order of business of any regular meeting shall include an opportunity for the public to address the Board. The purpose of the public portion of the Board meeting, however, is to allow the public to address specific agenda items and general matters within the Board's jurisdiction.

The Board shall first consider Wednesdays to schedule all meetings in which Board members are requested to attend, recognizing that certain factors may impede consideration for Wednesdays including, but not limited to, advertisements, agenda publication deadlines, emergency meetings, annual organizational meeting, legislatively mandated periods for special meetings and budget public hearings, religious holidays, previously scheduled calendared conflicts and travel, legislative session, Dade Days, and graduations.

A. Regular Meeting

The Board shall hold at least one (1) regular meeting each month according to a schedule approved by the Board at its organization meeting.

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1 All regular meetings will begin at 11:00 a.m. in the Board
2 Administration Building Auditorium, 1450 Northeast Second
3 Avenue, Miami, Florida. At 11:00 a.m., the Board will
4 address Board member agenda items designated by the Board
5 Chair and seeking approval of recognitions, resolutions,
6 endorsements, or proclamations. Board members are limited
7 to one (1) presentation of these types of items per Board
8 meeting. A quorum is not necessary for these presentations.
9 All persons signed up to speak to these items may do so at
10 this time. Whenever practicable as determined by the Board
11 Chair, these types of presentations should be given to
12 students prior to any others during this portion of the
13 meeting. However, if there are other extenuating
14 circumstances, any Board member may request that their
15 presentation be made before any other presentation.
16

17 The Superintendent's Special Orders shall follow the Board
18 member presentations. The Board may then recess for lunch
19 if time permits. The Board meeting will reconvene at 1:00
20 p.m., at which time a quorum must be present. The Board
21 shall first ratify by majority vote any recognitions,
22 resolutions, endorsements, or proclamations that were
23 presented at the 11:00 a.m. portion of the meeting and then
24 complete the remainder of the regular Board meeting agenda.

25 Upon public notice, regular meetings of the Board may be
26 held at any appropriate public place in the county. Public
27 notice shall consist of publication in a newspaper of general
28 circulation in the county.

29 Any change in the date or time for these meetings shall be by
30 an action of the Board.

31 B. Board Committee Meetings

32 Board committee meetings addressing the monthly Board
33 agenda shall occur after the publication of the official agenda
34 and prior to the regularly scheduled monthly Board meetings.
35 Unless otherwise noticed, these meetings shall be held in

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Room 726, Board Administration Building, 1450 NE 2 Ave.,
Miami, Florida.

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1 C. Special Meeting

2 Special meetings may be called for official action on topics
3 specified in the call and agenda for the meeting by the
4 Superintendent, the Chair of the Board through the
5 Superintendent, or by request of a majority of the members of
6 the Board. A majority of the members of the Board may only
7 request the convening of a special meeting of the full Board
8 by seeking the approval of a majority of the members present
9 at a regular or special Board meeting.

10 Unless otherwise noticed, all special meetings will be held in
11 the Board Administration Building Auditorium, 1450 NE 2
12 Ave., Miami, Florida. The date and time shall be specified in
13 the call and agenda for each meeting.

14 D. Emergency Meeting

15 If the Board finds that an immediate danger to the public
16 health, safety, or welfare requires immediate action, it may
17 hold an emergency public meeting in accordance with State
18 law.

19 E. Public Hearings

20 Public hearings may be scheduled on a specific topic,
21 document, or proposal which is to be the subject of Board
22 action that will be taken at the public hearing or at an
23 upcoming regular Board meeting, either to comply with State
24 law or to hear citizens on an issue of great public interest.

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F. Conference Session

Conference sessions may be conducted to receive information and confer with the Superintendent on issues requiring in-depth consideration and discussion with a possible proposed recommended action to be taken by the Board at an upcoming regular meeting. Citizens will not be heard at conference sessions unless the Board determines otherwise in advance of the session. A conference session shall be scheduled in the same manner as a regular Board meeting.

G. Workshop

Workshops may be scheduled to receive information and confer with the Superintendent on issues requiring in-depth consideration and discussion, with a possible proposed recommended action to be taken by the Board at an upcoming regular meeting. Only after a minimum of six (6) Board members, upon being polled by the Chair through his/her designee, have advised of their intent to attend a workshop on a given date, shall the workshop be scheduled, noticed, and advertised. Once the workshop is advertised, noticed, and the meeting is conducted in accordance with the requirements of this rule and with any applicable provisions of the Sunshine Law, the workshop may be held even if a quorum is not present.

Workshops will be conducted in Conference Room 726B of the Board Administration Building, 1450 Northeast Second Avenue, Miami, Florida, unless otherwise noticed. If a greater than normal attendance by the public is anticipated for any specific Board workshop, the workshop may be held at the Board auditorium. The date and time shall be specified in the call and agenda for the meeting.

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H. Member Conferences

Individual Board members may sponsor conference-type discussions, inviting Board members, staff and members of the public to engage in a voluntary and informal discussion of topics of vital concern to the member in an effort to foster a free flowing exchange of information and ideas. These conferences must be open to the public and otherwise satisfy Florida law governing public meetings and applicable Board policies.

These are voluntary forums for discussion purposes only, are not official Board meetings, and no action may be taken on the topics discussed. Agendas for these meetings will be proposed by the Board member calling the meeting and may be changed or amended as provided by the Sunshine Law, Board policies, and the Administrative Procedure Act.

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I. Cancellation and Rescheduling of Board Meetings Due to
Emergencies

Whenever the governor declares a state of emergency and consistent with such a declaration, the Superintendent subsequently initiates the closing of schools under Policy 8420, Emergency Closing of Schools, any Board meeting scheduled to take place during the state of emergency shall be cancelled. The Chair of the Board shall poll the Board to reschedule the cancelled meeting as soon as practicable after the state of emergency is lifted or on a date that will not adversely affect the health, safety, and welfare of District employees and of the general public. The cancelled and rescheduled meetings shall be appropriately noticed in accordance with law and Bylaw 0164, *Notice*.

F.S. 286.011

F.S. 286.0114

Revised 9/7/11

Revised 10/16/13

Revised 6/18/14

Revised 9/9/15

Revised 1/17/18