



## **AUDIT ISSUES**

Clerk of the Court, Maryanne Morse, advised that her office is responsible for two different types of audits. She stated that one is the pre-audit function, which means before they can write a check or pay a bill, they have to make sure that the particular invoice or bill has been approved by the Board of County Commissioners. If it hasn't, they have not only a right but an obligation to refuse to pay that bill until it goes to the Board; and they have been known to do that on occasion. That is their responsibility, whether it is a bill that comes in for services rendered for office supplies or under a contract or a grant. If the Board hasn't approved it and it hasn't been completed, they don't pay the bill.

Ms. Morse explained that the other aspect of auditing is the internal audit function. She stated that she currently has three CPA's and CIA's (Certified Internal Auditor). She also has two fraud examiners on staff whose purpose is basically to perform the audits on the County functions. Starting in October of every year, they do a risk assessment of the various and sundry County departments. Through that risk assessment process, they ascertain whether or not there should be an audit completed, not particularly on an entire department but on certain aspects of that department. That is how they set up their audit program. They also look at the audits that they did the prior year to ascertain whether they need to do a follow-up audit. She described follow-up audits.

Ms. Morse explained that basically the County as a whole, either via department or through the Board, can request a special audit at any time. That sets their agenda. They do financial in-compliance audits; therefore, they are authorized

to audit anything dealing with money or anything dealing with compliance, whether complying with State statute or County policy. She stated they do not do operational performance audits by direction of the Board. They have the qualifications to do them but the Board in the past has directed them not to do any operational audits.

Ms. Morse described performance audits and gave an example. She stated that most of the departments on the County side have not yet developed any performance standards so a performance audit is outside the realm of what they do.

Upon inquiry by Mr. Boyko, Ms. Morse stated that they audit anything dealing with the County staff, any department within the County. They also can audit anything going out from an expenditure side or coming in on the revenue side in addition to anything dealing with compliance issues. She stated she does not audit the Property Appraiser, the Sheriff's Office or the Tax Collector. She explained that both the Property Appraiser and the Tax Collector are really governed by the Department of Revenue in Tallahassee, which is where their money comes from. As far as the Supervisor of Elections, they have a staff of 16, except for an election year. She stated her office does handle their bank accounts, does their payroll and pays their bills. If there is something questionable, her office will question them in the pre-audit function, but her office does not audit them.

Ms. Morse advised that the Sheriff's Office is audited by the FDLE, by the FBI, by external auditors hired by the County, and explained that the Sheriff's Office has several auditors on staff that do operational audits for their cash and some

performance audits. She stated that the Sheriff's Office does a lot of grants and are audited by Federal and State agencies.

Upon inquiry by Mr. Boyko, Ms. Morse explained when her office finalizes a report they send a draft of the audit to the department head who then has a right to respond. Once they respond, her office incorporates those responses into the audit, publishes the audit and sends it to the Board of County Commissioners. They put it on the Clerk's website.

Upon inquiry by Mr. Boyko as to who audits the Clerk's Office, Ms. Morse explained her office is audited by the Department of Financial Services (DFS) out of Tallahassee who does both financial and compliance audits. DFS also does performance audits since the Clerk's Office has performance standards that they have to meet on a state level. She explained the audits done by the Office of State Courts Administrator (OSCA) and HRS. She advised that her office has received an award for excellence for 29 years for the Comprehensive Annual Financial Report (CAFR). She stated that her office has auditors doing some type of audit probably every month.

Upon further inquiry by Mr. Boyko, Ms. Morse stated she has been the Clerk since 1989. She explained that when she took office, there was no audit system. As to whether or not she is satisfied with the current audit system, Ms. Morse stated she is frustrated that her office can make recommendations but if the Board or upper County management doesn't take the initiative to say yes, this needs to be changed, there is not much her office can do about it. She believes a positive thing is, for the most, there has been a lot of cooperation from the County staff because a majority of them are here trying to help the public

and are not trying to hide things, not trying to get around things. She stated her office has also developed the philosophy of not having any secrets. County staff knows going in what is going to be looked at and what is being looked for. If there are any findings, the County staff will know in advance. There has been a lot of cooperation. Upon inquiry by Mr. Boyko, Ms. Morse explained how her office does risk assessments to narrow down where in a department an audit needs to be done rather than auditing the entire department.

Mr. Boyko discussed an item approved on the 2006 ballot and asked Ms. Morse if she felt the reason the public approved that item was because they sensed an inadequacy within the County's funds. Ms. Morse responded that she did not think so. She stated if you look at the issue from the public's viewpoint, very few in the public understand the function of her office and what her office does. She explained that with a population of 425,000, it is hard to get across exactly the responsibilities of what her office does since most people do not come into contact with the Clerk's Office.

Mr. Boyko referenced a letter to the 2006 Charter Review Commission from Bruce McMenemy evaluating some of the areas that were reported to him by Kevin Grace. Mr. Boyko stated that he understands that in 2006 there were some conflicts between the Clerk's Office and the Board and other departments. He asked if those conflicts have been resolved. Ms. Morse stated she believes so. The Board is political and she is supposedly political also, so there will be occasions when they disagree.

Discussion ensued with regard to the 2006 proposed audit subcommittee. Mr. Boyko asked if that subcommittee would have served any purpose. Ms. Morse stated that she does not think

so. She explained that when an audit is now completed, it goes directly to the Commissioners and there is no middleman. Under the proposed audit subcommittee, those audits would go to that committee and the committee would ascertain whether or not the audit should be taken to the Board. Her personal opinion is that the Board is the entity the voters voted in to run the County. They have the right and responsibility to know what staff is doing good and also what staff is doing bad without that being filtered through a middle group or middleman. She stated that a five-member committee appointed by the Board could also become political.

Discussion ensued with regard to the payment of the County's invoices.

Upon inquiry by Mr. Boyko, Ms. Morse described operational or performance audits. She advised that her office does not do operational audits by direction of the Board.

Upon inquiry by James Dicks, Ms. Morse stated that her total staff is 220. Of those 220, 18 are in County Finance and 3 are in BCC Records. She stated that she has four auditors, two of which are certified fraud examiners.

Upon inquiry by Mark Wylie, Ms. Morse explained how her three budgets are determined. She advised that she has gone from \$11 million on the court side to \$8 million in two years.

Upon further inquiry by Mr. Dicks, Mr. Morse clarified that all four auditors are CPA's and CIA's and two additional ones are certified fraud examiners.

Upon inquiry by Mr. Wylie, Ms. Morse stated that the Building Department is working towards being able to accept credit cards. She advised that there were some issues with regard to how they were going to accept payments. Until last

year when the law changed, the County would have needed to retain credit card numbers. She described her concerns with regard to just keeping the credit card numbers. She stated the County has "beefed up" their security and the biggest thing now is that the County does not have a security agreement with any of their staff.

Mr. Wylie asked Ms. Morse if she sees any need for any changes to the Charter to help her do whatever it is she does. Ms. Morse responded no.

Chairman Coover stated that the 2006 proposed Amendment #7, which failed, asked whether the Clerk's duties as auditor should be changed to someone else and also asked if the County Manager should take over handling the money. The answer was no. As far as he is concerned, the electorate has already said the Clerk does a fine job auditing the County and there is nothing else needed. He advised that the electorate did say let's set up this volunteer group to audit the Constitutional Officers, let people be appointed, and if we say something in the Charter about auditing what the Clerk audits, they can do that too. Chairman Coover stated Ms. Morse's comments seem to suggest that she is very satisfied that the Constitutional Officers are adequately reviewed. Ms. Morse agreed. She stated that when you look at who audits the Constitutional Officers, she doesn't see a necessity for her to do an audit.

Upon inquiry by Mr. Boyko, Ms. Morse explained how the Sheriff's funds are distributed to Tallahassee. She advised that in two years, the state Clerks have sent to Tallahassee \$1.2 billion in fines, forfeitures and filing fees and that she sends approximately \$10 million a year and her budget is \$8.7 million.

Chairman Coover thanked Ms. Morse for coming to the meeting.

Ms. Morse left the meeting at this time.

Mr. Boyko stated that because the issue went for a vote and then died due to legal reasons, he thinks it needs to rest right there and would not be in agreement to bring the issue back. Chairman Coover verified that everyone is in agreement with what Mr. Boyko stated and they will not set up a Charter audit question. **No objections were voiced.**

#### **OLD BUSINESS**

#### **Discussion of Past Charter Ballot Issues**

Chairman Coover asked the committee if anyone had any past Charter ballot issues that they wanted to bring up other than the couple of issues that related to the audit. He advised there was one issue related to the Tax Collector not bidding on tax deed sales. There was one issue with regard to the Commission not accepting non-county compensation for personal communications to influence elected officials in Seminole County cities. Upon inquiry by Mr. McMillan, Chairman Coover stated that issue passed but advised he had not gotten the numbers on that issue. Mr. McMillan stated he believed the issue passed and took effect. He stated the only question raised subsequent to that is that it only prohibited Commissioners from lobbying municipal officers in the County. He advised there had been discussions whether or not that ought to be broader. It only prohibited lobbying the city elected officials; therefore, sitting County Commissioners could lobby the city managers, the city planning directors, and the county commissions that surround Seminole County. There was some discussion if that should be addressed or made broader than you simply can't lobby the elected officials in municipalities. A lot of the more

effective lobbying is with the city staff positions and not the city commission. He stated that while no one has raised these issues, he knows an additional issue to what did pass is that maybe it wasn't broad enough to address the issue generally.

Mr. McLain stated that a lot of times commissioners serve on a lot of regional boards and agencies where other elected officials sit on those same boards. That is similar to what is being talked about as far as lobbying staff people because you have relationships there and influence on votes. When someone is sitting on MetroPlan or the East Central Florida Planning Council or the LYNX board with other members of other counties and cities outside of Seminole County, their vote is there and they have a relationship with the other people on those boards and there could be a conflict there.

Mr. McMillan stated that the amendment last time only addressed "for compensation" and specifically exempted lobbying on behalf of your county. What would be prohibited would be doing it for a third party, not doing it because you are a member of the MPO and representing Seminole County. Mr. McLain stated if someone is on the MPO and lobbying for a third party to a member who is also a member of the MPO, there is an ostensible conflict.

Mr. Dicks asked Mr. McMillan to clarify that this issue was on the ballot, was approved but that they may want to consider broadening it. Mr. McMillan stated what was on the ballot and what passed was simply prohibiting Commissioners for compensation basically from third parties, not their salary, from lobbying elected city officials.

Chairman Coover advised that the election results say that it passed, the prohibition against non-county compensation for

personal communications and the Tax Collector and employees bidding on tax certificate sales. His information says the voters approved the issue; however, the County was prohibited from taking any action on that as well as Ballot Questions #8 and #9, which were basically blocked as a result of a lawsuit. The information says see judgment but when he reads the judgment it says absolutely nothing about that issue. It only addresses the other two points. He explained that the final judgment doesn't address this particular issue so he has no idea what is being referenced.

Mr. Dicks asked if they can ask for clarity and then discuss it at that time. He stated it is a moot point to discuss it if they don't know what happened. Mr. Dicks stated he would like to know how much it passed by. Mr. McMillan asked if it is potentially something that the Charter Commission wants to review, the whole ethics issue, and whether something stronger or broader should be on the ballot.

Chairman Coover advised that he will try to get the issue clarified by the County Attorney's Office; and once he gets it clarified in writing, he will send the information out to everyone.

Mr. Wylie stated that to him this is a theoretical discussion and asked if there had been a problem with the County Commissioners taking advantage of their positions. He advised the reason he is asking is because there are a lot of lobbying disclosure things in just about every city and county and school board. Mr. McMillan stated Seminole County doesn't have that but Orange County does. Mr. Wylie stated the knowledge is out there, and some county commissions and school boards and city commissions have elected to do it and others have not for a

variety of reasons. He thinks it is probably solving a problem that doesn't exist unless somebody has got some information that he doesn't know about. Mr. Boyko stated he does not believe they have received any complaints. Mr. McLain stated he believes they can get a history as to why that was brought up from the Chairman when he gets the information back from the minutes from the previous Charter Review Commission. Any discussion they had about that might enlighten them a little further. He stated he does not know of any problems that have existed.

Chairman Coover advised he will get that information and have it sent out to everyone. He stated the question is, are they going to meet again to go over it. They can't read it and send something to Ms. Peters and say they don't want to meet, that they don't have any issues. They would have to have a meeting again. Upon inquiry by Mr. Dicks, Chairman Coover said they could bring the information to the next meeting if they are going to have another meeting. Mr. Wylie asked for clarification that the question is whether or not they are going to disband. Chairman Coover stated that he does not want to have any more meetings unless they have something to meet about. The question becomes is there a majority of the group that wants to meet again after they get the information on Amendment #5 from the last Charter. Mr. McLain stated he believes they should make that decision after new business.

Mr. Boyko stated that his feelings are not to "fold the tent" and go away but meet at the discretion of the Chairman. If an issue comes up to any one of them, it needs to be brought to the Chairman for him to convene a meeting. Mr. McMillan

suggested they wait until after new business to discuss the issue about whether or not to suspend the operation.

Mr. McMillan described the annotations that were made in Section 5.3 of the Charter after the court case since the courts did not remove the language from the Charter. They simply said they were not valid and couldn't be enforced. Chairman Coover explained that they do not know exactly why but they do know the issue is not valid. Mr. McMillan stated the issue passed but the court struck it when it struck the whole business. It was tied to the fact that the amendment was affecting the operations of the Tax Collector. He advised that the amendment addressing only the County Commissioners probably could have stood on its own, but the two were in the same amendment.

#### **NEW BUSINESS**

#### **Discussion of New Charter Changes from Members or Public**

Chairman Coover asked if any of the members had any new business.

Mr. McMillan left the meeting.

Mr. Boyko stated that the meetings should not be on a regularly-scheduled basis but at the pleasure of the Chairman. He stated that one of his concerns with regard to the public hearing is that he would not want to be caught by someone going to the media and saying they wanted to discuss something but there was no ad telling them where to go. This meeting is open to the public. He asked if they were advertising properly to let the public know that the Charter Review Commission exists and is here to hear what the public has to say. He would not agree with closing completely but does believe they should only meet at the pleasure of the Chairman and if there is an issue that comes up. To sit around and not discuss anything for the Charter doesn't seem very productive.

Mr. Dicks agreed with Mr. Boyko. He stated that he has only heard one issue so far, which is the outside lobbying issue, and believes there is not enough information with regard to that issue. He stated they may not need any more information since no one has brought up any complaints as to what has already happened. He does not believe they need to "fold the tent" immediately but does not think they need to sit around and make things up to talk about. He thinks it should be at Chairman Coover's discretion.

Mr. McMillan reentered the meeting.

With regard to additional advertising, Chairman Coover stated he believes the advertisement should indicate if someone has an interest in speaking to the Charter Review Commission, they should contact Sharon Peters. Once they get some interest, if they get any interest, they can have another public hearing.

Mr. Dicks suggested that they put in the advertisement that this is the final public hearing. Mr. McMillan stated that this matter was discussed at the subcommittee meeting; and the issue was if they are going to suspend at some point, they may want to take one last shot at doing some advertisement or a letter to the editor to get some kind of information out there because he is not sure how much of the public actually knows the group is meeting. Mr. McMillan advised that his concern is as they get closer to the election, all of the sudden someone will discover that there are things they want to address and the Commission will have closed up shop or they will be so close to the election, they will not be able to make the timelines that say they have to have three public hearings.

Chairman Coover advised that he will talk to the County Manager about having a meeting in March.

Discussion ensued with regard to ways to advertise the meeting. Mr. Wylie verified that there will be a public hearing on March 8.

Mr. McLain stated he has an item under new business that he feels strongly about and thinks it is something that they need to discuss. He believes that Seminole County's Charter should require a super majority for any tax increase. Upon inquiry by Mr. Wylie, Mr. McLain advised that currently a simple majority of three is required.

Upon inquiry by Chairman Coover as to what taxes other than ad valorem would fall into that category, Mr. McLain stated that is something they could look at. He mainly is thinking ad valorem.

Mr. McMillan advised that there are some super majorities required by State law for certain taxes. He stated there are a lot of super majorities in the statute; but, clearly, property taxes are a straight majority of the Board. He suggested the County's budget people could put together something or may already have a document that indicates what vote is needed on what taxes.

Mr. Dicks asked Mr. McLain if he is suggesting there be a change to the Charter to amend it so there would be a super majority for that particular issue and put it on the ballot. Mr. McLain responded that it would require four votes to raise the taxes. Mr. Wylie asked if you would need a super majority to lower the taxes. Mr. McLain stated he wouldn't require that but suggested they could look at that. He stated if that was necessary, he wouldn't have a problem with it.

Chairman Coover requested that Mr. McLain coordinate with County staff to get information put together and then give it to

Sharon Peters so she can send it to everyone on the Committee so they can discuss it at the March meeting. He advised they will also have the information for Amendment #5. They can get that so they have it in case they want to go back and look at it.

Upon inquiry by Ms. Yarborough, Chairman Coover suggested the March 8 meeting be in Room 3024.

#### **DISCUSSION OF SHORT LIST OF ATTORNEYS**

Chairman Coover reminded the Committee that at the last meeting he stated he would like to ratify the short list of attorneys. He advised that is done.

Mr. McMillan explained that he never had to call Cobb & Cole since, after the last meeting, a letter was sent in by an attorney at Cobb & Cole indicating Alan Watts had retired and the communication had fallen through the cracks. They stated they were interested, so they are part of the four firms on the list.

Mr. McMillan stated the other thing the subcommittee was asked to do was come up with a checklist of what was needed in the contract. He indicated that most of the things talked about were addressed in the standard contract the County used when Cobb & Cole worked for them the last time. The contract has been cleaned up. They made sure it addressed everything the subcommittee was interested in, such as how the attorney gets paid and what he gets paid for.

The Legal Services Agreement was received and filed.

Mr. McMillan explained that if they go out to the four firms, the criteria they can ask for is who will be assigned from the firm; what is the firm's experience in representing charter commissions, drafting ballot language and charter amendments, and defending litigation in those areas; and who

would be the individual attorney assigned and what is that individual attorney's background. They then basically can make the decision based on the criteria.

Mr. McMillan stated that a question raised by Mr. Boyko was how they want to structure the way they price it, such as one hourly rate or blended rate, for any attorney working on it and billed at that rate no matter who worked on it. With Cobb & Cole, they also had a paralegal/clerical rate. He figured they would let the firms make that decision and then the Charter Commission could decide which was best. Discussion ensued with regard to billing rates.

Mr. Dicks clarified with Mr. McMillan that the agreement presented came from the subcommittee. Mr. Dicks asked if it has been approved or is that what they are discussing now. Chairman Coover stated that since they just got it, they need to look at it. Since they have no need for counsel until at least after the March meeting, Mr. Dicks suggested that they review the agreement and then they can follow up with the short list of firms at the end of the March meeting since there are only two potential items that they would need to discuss with counsel at this particular time.

Chairman Coover stated they know who the four firms are. He stated if they plan on making a recommendation, they will need to get an attorney on board, which means they will need to set up a time to talk to the attorneys in April so they have one by the May meeting unless they plan on meeting every two weeks after that. In March, they need to be prepared to make some decisions. If they decide they will tackle some issues, then at the next meeting they will hire an attorney and probably hit on

those issues that they agree they will open up and try to get something done.

Mr. Dicks stated there are two issues at hand and they will have information at the next meeting in reference to both of those; therefore, they should be able to make a decision.

Mr. McMillan asked if the February meeting had been cancelled. Chairman Coover stated that he was not inclined to meet in February unless everybody wants to. Mr. Dicks stated that he does not see any need to meet in February. They have two issues and will get information regarding those. They need to have a public hearing and they will see if there are any other issues at that time. Then, they can make the decision at the March meeting whether or not to hire counsel.

Chairman Coover asked if everyone agreed. **No objections were voiced.**

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Chairman Coover stated the next meeting will be on March 8 in Room 3024. He advised that the meeting will be advertised for public comment and stated Mr. McLain will research the information for his issue. Chairman Coover stated he will get some additional advertising and obtain the information from the County Attorney's Office on Question #5 and why it failed, if that exists.

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There being no further business to come before the Commission at this time, the Chairman adjourned the meeting at 7:50 p.m., this same date.