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INQ 16-54 Nugent

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**From:** Perez, Martha D. (COE)

**Sent:** Thursday, February 25, 2016 8:55 AM

**To:** desriedore@att.net

**Cc:** Centorino, Joseph (COE) <CENTORI@miamidade.gov>; Diaz-Greco, Gilma M. (COE) <GDIAZGR@miamidade.gov>; Kokoruda, Chris (CAO) <kokorud@miamidade.gov>

**Subject:** Desiree Nugent, Prospective Board Member PHT, Conflict of Interest, INQ 16-54

Dear Ms. Nugent,

You inquire whether you may have a prohibited conflict of interest in serving as a member of the Public Health Trust Board of Trustees while employed as a Nurse Manager at the University of Miami Hospital.

#### Background

##### *Jackson Health Systems/ Public Health Trust Board of Trustees*

The Public Health Trust (PHT) is an independent governing board which oversees the Jackson Health Systems (JHS) and provides leadership for joint planning with other affiliates. Among its responsibilities, it is tasked with the operation, maintenance and governance of JHS. One of its most important affiliates is the University of Miami (UM), which includes the University of Miami Hospital among its participating facilities.

##### *University of Miami/ University of Miami Hospital*

You are a Nurse Manager at the UM Hospital. Your responsibilities consist of: operating the Nursing Unit; instituting policies & procedures; assisting in the administration of recruiting services; assisting with continuing education/training of departmental personnel; making recommendations on space and resources as needed by the nursing department; and, providing an active role in the Hospital.

##### *Agreements between UM and JHS/PHT*

JHS/PHT has entered into a contract with UM worth over \$127 million, which solidifies a partnership relationship between both entities for the joint sharing of healthcare services, including patient care, supervision, medical space and training/education. Associated with this contractual relationship there is also a Nursing Affiliation Agreement between PHT and UM which provides for UM nursing students to obtain clinical experience at Jackson Memorial Hospital, effectively developing a co-dependent relationship between both entities for the successful operation and management of the nursing providers.

#### Analysis

Members of the JHS/PHT are covered by the Miami-Dade County Conflict of Interest and Code of Ethics Ordinance (Ethics Code). See Section 25A-9 of the Miami-Dade County Code and Article III Section 2 of the Bylaws of PHT. While the Ethics Code is intended to address those instances where a board member may be perceived as having conflicting loyalties that interfere with his/her independence of judgment in making a decision or recommendation connected to his/her official duties, The PHT Bylaws provide for a *stricter* conflict of interest standard which applies to all current and prospective board members. Article III Section 3 of the Bylaws of PHT provides "a rigorous conflict of

interest policy which includes a **heightened standard**, eliminating both the *perception* of as well as any actual conflict of interest for board members.”

The **heightened conflict of interest standard** was addressed by the County Attorney in a Memorandum to the Board of County Commissioners. With respect to *perceived conflicts of interests*, it provides, *inter alia*, that nominees who are “ affiliates or contract partners of the PHT, (e.g., The University of Miami....) or employees, officers, owners, partners or board members of an affiliate or contract partner” are not eligible for service on the PHT Board . See County Attorney’s Memo re County Resolution R-392-11 (May 5,2011). Consequently, as a UM employee, you have a *per se* conflict precluding your appointment and/or service on the PHT Board of Trustees. See INQ 11-80

Moreover, in RQO 12-01, the Ethics Commission opined that “a perceived conflict of interest is created when a reasonable person could believe that a board member acted with disloyalty or divided loyalties, whether an actual conflict exists”. Your position as a Nurse Manager for UM Hospital exposes you, at a minimum, to the *perception* of recurring conflicts of interest in your prospective PHT board position, especially as you may participate in discussions or recommendations of initiatives and goals commonly shared by UM and JHS/PHT through their contractual partnership, including but not limited to, recruitment, medical space, resources, training and continuing education. There is a significant contractual connection between UM and JHS/PHT whereby there would be recurring instances where your independence of judgment could be affected regarding decisions or recommendations affecting your employer, especially in the realm of nursing operations. See **Section 2-11.1(j), County Ethics Code**. Consequently, it is recommended that you do not serve on the PHT Board of Trustees.

This opinion is based on the facts as presented herein. If any of these facts change, please contact us.

Sincerely,

**Martha D. Perez**

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**From:** Ethics (COE)  
**Sent:** Friday, February 19, 2016 6:13 PM  
**To:** Perez, Martha D. (COE)  
**Subject:** FW: Desiree Nugent Applicant to Jackson Board of Trustees

**From:** Desiree Nugent [<mailto:desrieedore@att.net>]  
**Sent:** Friday, February 19, 2016 5:41 PM  
**To:** Ethics (COE) <[ethics@miamidade.gov](mailto:ethics@miamidade.gov)>  
**Subject:** Desiree Nugent Applicant to Jackson Board of Trustees

Good evening,

My name is Desiree Nugent. I am a applicant to Jackson Public Health Board of Trustees. I have recently applied for a seat on the board in which I recently found out that there is an interest in my application. However, I am writing to verify if there may be a conflict with my current fulltime job per the board.

Below you will find the purpose of the board in which I have applied. Also, you will find a summary of my role and job description at the University of Miami Hospital. Please advise on if this may be a conflict in which I would love to be part of the board and make a difference in the community. My contact information you will find below. Thanks for your help as I would like to provide feedback to the board of trustees early next week.

**The purpose(s) of the Trust shall include operation, governance, and maintenance of Trust facilities:**

- For the benefit of the general community and not for the exclusive benefit of any single individual or group of individuals;
- As the major provider of health services, directly and indirectly, to the poor and near poor with-in Miami-Dade County;
- For serving the health care needs of patients living in reasonable geographic proximity to Jackson Memorial Hospital and other Trust Facilities;
- With the capability of supporting, maintaining and managing a proper balance between primary, secondary and tertiary health care programs that will strive for a single standard of general and specialized health services;
- As a major referral center which has elected to offer a full range of medical and support specialties which are not generally available at community hospitals, including trauma care;
- As a teaching facility which operates training programs for physicians, nurses and other health care professionals;
- For providing major clinical facilities which support the University of Miami School of Medicine and other educational institutions, which train future health care professionals; and
- For providing opportunities for clinical and applied research in all areas of medicine to continuously upgrade the general level of medical care available to citizens.

**The purpose(s) of the Trust shall also include:**

- Participation in activities designed to promote the general health of the community;
- Providing recommendations to the Commission for the establishment of health care delivery policies in the designated facilities of the Trust; and
- Fulfillment of the objectives set forth by the Commission in the Trust Ordinance and compliance with County-wide health care delivery policies which have been or may be established by the Commission

Desiree Nugent job description at the University of Miami hospital:

Nurse Manager assist in the operation of the department by exerting a leadership role in carrying out the Mission, Goals and Objectives of the hospital, focusing on the patient, physician, employees and customers. Will assist with integrate operations with other departments to ensure efficiency and coordination. The Nurse Manager is responsible for the 24 hour clinical operations of their respective unit/units. Within the Department develops and implements smooth functioning of all component elements, to achieve optimal provision of services to all customers, institutes and refines policies and procedures. Assists the Administrative Director in recruiting the services of qualified and competent personnel to provide sufficient number and balance of services. Ensures the qualifications and competence of the departmental staff. Assist the Administrative Director in maintaining appropriate quality control programs, while providing continuous assessment and improvement of the quality of care and/or services. Assist with orientation and continuing education of all department personnel. Recommends space and other resources as needed by the department, to the Administrative Director. Promotes and supports the hospital to all potential customers by assuming an active role in Hospital, as well as Community events.

Contact Information:

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