



FILE COPY

ETHICS COMMISSIONERS

April 25, 2008

Kerry E. Rosenthal, Chairperson
Dawn E. Addy, Vice Chairperson
Magda Abdo-Gomez
Regine Monestime
Seymour Gelber

ROBERT A. MEYERS
EXECUTIVE DIRECTOR

MICHAEL P. MURAWSKI
ADVOCATE

ARDYTH WALKER
STAFF GENERAL COUNSEL

Michael Nardone
Vice-President
URS Corporation
7650 Corporate Center Drive
Suite 401
Miami, FL 33126-12220

RE: REQUEST FOR ADVISORY OPINION RQO 08-16

Dear Mr. Nardone:

The Commission on Ethics and Public Trust considered your request for an advisory opinion at its meeting on April 24, 2008 and rendered its opinion based on the facts stated in your letter.

You requested an opinion regarding URS may provide services to a Seaport tenant. URS is bond engineer for the Seaport.

In your request, you advised the Commission that Seaboard Marine, a Seaport tenant, is planning to renovate its existing cargo facilities at the Port of Miami. Seaboard has hired Transystems to perform preliminary engineering work for the planned renovation and construction. Transystems has asked URS to perform geotechnical testing and design work for wharf upgrades on the Seaboard Marine property. The work would consist of near shore and land borings in the proposed upgrade areas. URS would also make recommendations on bulkhead design tiebacks, anchorages and general recommendations for wharf construction.

URS is currently serving as bond engineer for the Seaport. In that capacity, the firm is

responsible for producing an annual bond engineering report that summarizes the conditions at the Seaport and makes recommendations for necessary capital improvements. In order to prepare the report, URS conducts interviews with Seaport staff and tenants, performs field inspections of various Seaport facilities including cruise and cargo facilities and reviews the department's compliance with various regulations. The bond engineer is also responsible for reviewing rates and fees paid by Seaport tenants to ensure that the Seaport's revenue stream is sufficient to meet operating costs and debt service obligations. The bond engineering contract does not restrict URS from performing services for entities that lease space or provide services to the Seaport.

The Commission found that URS may perform geotechnical testing and make recommendations to Transystems regarding wharf improvements at the Seaport. The bond engineering agreement does not restrict URS's ability to perform work for Port tenants.

In a series of opinions, the Ethics Commission has opined that certain contractual arrangements create an inherent conflict of interest and should be determined prior to award. For example, a conflict exists if a contractor has overlapping responsibilities on different phases of the same project (i.e. AE on one phase of the project and serving as value engineer, CIS or CM partner on another phase of the project; supervisor or prime on one phase of the project and subcontractor on another or related phase or project). Further, a conflict may exist if there are overlapping roles on responsibilities between various members of a team (i.e. a member serves as prime contractor on one contract and as a subcontractor to another contractor on another contract) or if there are overlapping scopes of work between two agreements. These

arrangements create conflict because they lead to disclosure of confidential information and impair independent judgment by the contractor in the performance of their contractual obligations.

Seaboard Marine and the Seaport are both in the process of developing recommendations for necessary improvements to the cargo facilities and property at the Port of Miami. However, under Seaboard's agreements with the County, Seaboard's improvements to its leased property will be paid for by the company rather than Miami-Dade County. As such, URS will not make recommendations as bond engineer regarding Seaboard's improvements to its property. Therefore, the scopes of work under the bond engineering contract and the geotechnical testing and recommendations as a subcontractor to Transystems do not conflict. Accordingly, under the Ethics Commission's prior opinions, URS may perform services as a subcontractor to Transystems.

This opinion construes the Miami-Dade Conflict of Interest and Code of Ethics ordinance only and is not applicable to any conflict under state law. Please contact the State of Florida Commission on Ethics if you have any questions regarding possible conflicts under state law.

If you have any questions regarding this opinion, please call the undersigned at (305) 579-2594 or Ardyth Walker, Staff General Counsel at (305) 350-0616.

Sincerely Yours,



ROBERT MEYERS
Executive Director