



MIAMI-DADE COMMISSION ON ETHICS AND PUBLIC TRUST

Overtown Transit Village North
701 Northwest 1st Court · 8th Floor · Miami, Florida 33136
Phone: (305) 579-2594 · Facsimile: (305) 579-0273
Website: ethics.miamidade.gov

MEMORANDUM

TO: Johanna Cervone
Chief of Staff to the Mayor

FROM: Jose J. Arrojo
Executive Director

SUBJECT: INQ 2020-128, Sections 2-11.1 (c) and (d), Limitations on Contracting with the County

DATE: December 1, 2020

CC: COE Legal Staff

Thank you for contacting the Miami-Dade County Commission on Ethics and Public Trust and for requesting ethics guidance regarding the application of the County Ethics Code to limitations on contracting with the County in anticipation of your marriage to a cruise line executive.

Facts:

You are the Mayor's Chief of Staff. You supervise the Mayor's communications officers, schedulers, and other clerical and administrative assistants working out of the Mayor's office. You serve as a direct report and senior policy advisor to the Mayor and work on matters as assigned by the Mayor that require you to interact with Mayoral Chief Officers that have County-wide responsibility as well as department heads.

You and Russell Benford plan to marry. Mr. Benford is employed as Vice President, Government Relations, for Royal Caribbean Group (RCG). RCG, formerly known as Royal Caribbean Cruises Ltd., is a publicly traded company that self-reports in excess of 224 million outstanding shares of stock. It is one of the largest global cruise holding companies in the world and is based in Miami, Florida. RCG is a County contractor and it is a party to several PortMiami leases, demolition, and new construction agreements at the Port. In his capacity as a government relations officer with RCG, Mr. Benford regularly interacts with County staff and elected officials. Mr. Benford owns significantly less than 1% of RCG stock.

Discussion and Opinion:

To begin, as the Mayor's Chief of Staff, while you do not supervise other County departments, you do supervise the Mayor's immediate staff and are a director report to the Mayor. Because you are the Mayor's Chief of Staff, you are considered "departmental personnel" under Section 2-11.1 (b)(5), of the Miami-Dade Conflict of Interest and Code of Ethics Ordinance (County Ethics Code). Departmental personnel include Chief Officers, the County Attorney and her Assistants, and department heads.

Sections 2-11.1(c)(1) and (d) of the County Ethics Code prohibit departmental personnel and members of their immediate family from contracting or transacting business with the County, individually or through a business in which they have a controlling financial interest. "Transacting business" with the County is defined as the purchase or sale of goods or services for consideration.

Subsections (c)(2) through (c)(6) of the Ethics Code provide exceptions to the general bar and allow certain other County employees and their family members to contract or transact business with the County; however, these exceptions are not available or applicable to departmental personnel.

As such, Mr. Benford, upon becoming your spouse would be impacted by the above-described bar on senior county officials and their immediate family members. He would be prohibited from contracting or transacting with the County individually or through a company in which he has a controlling financial interest.

In a prior formal opinion, the Ethics Commission concluded that a company employing a County department director's spouse could contract or transact business with the County because the family member held less than a 1% interest in the corporation. However, it opined that the County department director should not be involved directly or indirectly in any decision that could affect the company. Also, employees that reported directly or indirectly to the department director were likewise prohibited from overseeing or administering contracts involving the company that employed the spouse. *See* RQO 15-06.

Applying the reasoning of that prior case to the facts presented here, RCG can continue to contract or transact business with the County. However, you should not be involved directly or indirectly in any decision that could affect RCG. Employees that report to you are likewise prohibited from overseeing or administering contracts involving the company.¹

In abundance of caution, and to avoid an appearance of impropriety, you should also recuse yourself from involvement in any matter that involves cruise line operators at PortMiami inasmuch

¹ You may not use your County position to secure special privileges or exemptions with respect to RCG and you may not share any confidential information regarding the PortMiami that you may learn of in your position as the Mayor's Chief of Staff. *See generally* County Ethics Code §§ 2-11.1(g) and (h).

as RCG is one of a very small number of cruise lines that operates out of the Port. Matters involving other cruise line operators would likely impact RCG in some manner.

Finally, in accord with Section 2-11.1(f) of the County Ethics Code, you should upon becoming wed to Mr. Benford, file a sworn statement disclosing his employment with RCG with the Clerk of Board.

This opinion is limited to the facts as you presented them to the Commission on Ethics and is limited to an interpretation of the County Ethics Code only and is not intended to interpret state laws. Questions regarding state ethics laws should be addressed to the Florida Commission on Ethics.²

INQs are informal ethics opinions provided by the legal staff after being reviewed and approved by the Executive Director. INQs deal with opinions previously addressed in public session by the Ethics Commission or within the plain meaning of the County Ethics Code. RQOs are opinions provided by the Miami-Dade Commission on Ethics and Public Trust when the subject matter is of great public importance or where there is insufficient precedent. While these are informal opinions, covered parties that act contrary to the opinion may be referred to the Advocate for preliminary review or investigation and may be subject to a formal Complaint filed with the Commission on Ethics and Public Trust.

² You may wish to review Fla. Stat. §112.313(3) (2020), relating to restrictions on official acts relating to transactions involving a company in which a public official's spouse has a "material interest."