



Via First Class Mail
and
email at gadotson@miamigov.com

ETHICS COMMISSIONERS

July 19, 2010

Kerry E. Rosenthal, CHAIRPERSON
Dawn E. Addy, VICE CHAIRPERSON
Judge Seymour Gelber

ROBERT A. MEYERS
EXECUTIVE DIRECTOR

MICHAEL P. MURAWSKI
ADVOCATE

ARDYTH WALKER
STAFF GENERAL COUNSEL

Gail Ash Dotson, Assistant City Attorney
City of Miami Office of the City Attorney
444 SW 2nd Ave., 9th Floor
Miami, FL 33130-1910

Our Reference No.: INQ 10-112 AutoNation, Inc., Amended
Your ID No.: 10-766

Dear Ms. Dotson:

On May 20, 2010, you requested an informal ethics opinion regarding a possible conflict of interest for City Manager Carlos A. Migoya.

Your question arose because the City of Miami may renew a contract for auto fleet parts with **AN IMPORTS ON WESTIN ROAD, INC.**, d/b/a Maroone Toyota. **AN IMPORTS ON WESTIN ROAD, INC.**, is a subsidiary of AutoNation, Inc., and the City Manager is a member of the Board of Directors of AutoNation, Inc.

We have concluded that the City Manager does not violate the City of Miami Code at Sec. 2-612 because AutoNation, Inc., is not transacting business with the City. Rather, **AN IMPORTS ON WESTIN ROAD, INC.**, is seeking to renew an auto parts contract with the City. **AN IMPORTS ON WESTIN ROAD, INC.**, a Florida corporation, is a separate legal entity distinct from AutoNation, Inc.

Our research confirms that the day-to-day operations of **AN IMPORTS ON WESTIN ROAD, INC.**, are conducted entirely through **AN IMPORTS'** own directors, executives, and fleet managers. According to Jonathan Awner, attorney for AutoNation, Inc., members of the Board of Directors of AutoNation, Inc., play no role and exert no managerial responsibilities in a subsidiary's local activities such as sales and fleet contracts.

Furthermore, because the amount of AutoNation stock held by the City Manager, compared to the over 150 million total shares issued, is *de minimis*, the City Manager cannot be considered to hold a discernible ownership interest in AutoNation, Inc., or in any one of the over 200 subsidiaries of AutoNation, Inc.

Please feel free to contact me or our Executive Director, Robert Meyers, if we can be of further assistance.

Sincerely,


VICTORIA FRIGO
Staff Attorney