



MIAMI-DADE COUNTY
COMMISSION ON ETHICS & PUBLIC TRUST

August 12, 2013

The Honorable Audrey M. Edmonson
County Commissioner, District 3
Stephen P. Clark Center
111 NW 1st St., Suite 220
Miami, FL 33128

Re: RQO 13-06 Audrey M. Edmonson, County Commissioner, District 3
See County Ethics Code at Sec. 2-11.1 (d)

Dear Commissioner Edmonson:

At a public meeting on July 11, 2013, the Miami-Dade Ethics Commission opined that as a County Commissioner who serves as a nonvoting, *ex officio* director of the Miami Children's Initiative, Inc., (MCI), you may sponsor legislation and vote on matters coming before the Board of County Commissioners (BCC) that affect the MCI.

The MCI is a 501(c)(3) nonprofit entity created pursuant to County Resolutions.¹ The purpose of the MCI is to manage the collaborative efforts of County, state, and private-sector agents to provide a variety of educational and healthcare programs for children and families living in Liberty City, which is located in District 3.

The bylaws of the MCI require that seven members of the Board of Directors serve as nonvoting, *ex officio* members.² Specifically named to serve in this capacity is the County Commissioner or his/her designee whose district includes Liberty City. You currently function as a nonvoting, *ex officio* Director of the MCI by virtue of your position as the County Commissioner representing Liberty City in District 3. You receive no remuneration in your capacity as an *ex officio* Director of the MCI.

¹ Miami-Dade County Resolution No. R-1277-08, as amended by Resolution No. R-933-09.

² Miami Children's Initiative, Inc., Bylaws, Article VI, Board of Directors, June 2012.

The County Ethics Commission found that the County Code at Sec. 2-11.1 (d), which generally prohibits a County Commissioner from voting on matters presented by an entity if the Commissioner serves as a "director" of the entity, was not applicable in your case. The legislative intent of the voting conflict provision is to prohibit votes where a Commissioner may receive a pecuniary or business-related benefit as a result of his/her position with the entity as a director. Your relationship as an *ex officio* director with the MCI has no financial or business-related nexus, and you have no voting rights on the MCI board to influence the direction of the MCI.

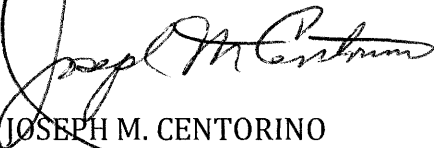
Similarly, in a previous ethics opinion, the County Ethics Commission did not apply the County Ethics Code to *ex officio* board members as long as they did not perform duties similar to those of regular board members.³

Consequently, the Ethics Commission opined that you may direct your County staff to assist the MCI in drafting a proposed lease agreement and related legislation aimed at building, with private financing, a training center and permanent space for the MCI on vacant County-owned land. In addition, you may sponsor the required legislation regarding the lease.

This opinion construes the Miami-Dade County Ethics Code and is not applicable to other conflicts under County or State laws. Inquiries regarding possible conflicts under State ethics laws should be directed to the State of Florida Commission on Ethics.

If you have any questions regarding this opinion, please call the undersigned or Senior Staff Attorney Victoria Frigo at 305-579-2594.

Sincerely yours,



JOSEPH M. CENTORINO
Executive Director and General Counsel

³ In RQO 10-25, *ex officio* members of the PHT, who perform no formal duties, were not required to file financial disclosure statements as per the County Code at Sec. 2-11.1 (i)(2). *Ex officio* members include the Deans of the Medical Schools at the University of Miami (UM) and Florida International University (FIU), the Dean of Nursing at UM, the Chief Executive Officer and Chief Medical Officer of the PHT, and a labor union representative. Conversely, in RQO 05-66, *ex officio* members of the Homeless Trust were advised that the County Ethics Code at Sec. 2-11.1 (m)(2) applied to them. Consequently, *ex officio* members of the Homeless Trust were prohibited from appearing before the Homeless Trust on behalf of third parties because *ex officio* members, under certain circumstances, executed duties similar to the duties of regular board members, *e.g.*, *ex officio* members could participate, debate, make formal motions, and vote.