
From: Diaz-Greco, Gilma M. (COE)
Sent: Friday, October 16, 2015 9:38 AM
To: Sanchez, Rodzandra (COE)
Subject: David Martin-City of Miami Sea Level Rise Committee (Transacting with City) INQ 15-229

INQ 15-229 Martin

From: Perez, Martha D. (COE)
Sent: Friday, October 16, 2015 7:56 AM
To: dmartin@terragroup.com
Cc: Centorino, Joseph (COE); Diaz-Greco, Gilma M. (COE); mshaber@miamigov.com
Subject: David Martin-City of Miami Sea Level Rise Committee (Transacting with City) INQ 15-229

Good morning Mr. Martin,

You have inquired whether a prohibited conflict of interest would exist in your role as a member of a City board while you are also engaged in business transactions with the City of Miami.

As background, you serve on the City of Miami's Sea Level Rise Committee (SLRC), a city advisory board recently created to address the dangers of saltwater intrusion in the city. You are also the President and co-owner of Terra Group, a real estate development firm which is presently involved in residential and commercial developments in the City of Miami. It is well established that saltwater intrusion ultimately impacts the ongoing residential and commercial projects in the city. It is assumed for purposes of this inquiry that your co-ownership grants you at least a 10% financial interest in the firm.

Sections 2-11.1(c)(3) and (d) of the Miami-Dade County Ethics Code allow board members who have a financial interest or a controlling financial interest (10% or more of the capital stock) in a corporation, firm or entity, to contract with the City **with the following limitations:**

- 1) You are prohibited from transacting business with any City department which is subject to the regulation, oversight, management, policy-setting or quasi-judicial authority of the SLRC. See § 2-11.1(c)(3), (d), Miami-Dade County Ethics Code and § 2-612(a), City of Miami Code;
- 2) You are prohibited from appearing before the SLRC or seeking any benefit for yourself or on behalf of third parties from the SLRC. See § 2-11.1(m)(2), Miami-Dade County Ethics Code and § 2-612(a), City of Miami Code;
- 3) You are prohibited from voting on any matter where you will be directly affected by the vote and have a prohibited relationship (ie., officer, director, partner, of counsel, consultant, employee, fiduciary, beneficiary, stockholder, bondholder, debtor or creditor) with any corporation, firm, entity or person appearing before the SLRC. See §2-11.1(v), Miami-Dade County Ethics Code.

Consequently, you may vote on matters before the SLRC provided that you will not be personally affected in any special way by any of the issues coming before the SLRC and you will not have any of the listed relationships with any entity or person appearing before the SLRC.

This opinion is based on the facts presented. If any of these facts change, or if you have any further questions, kindly contact us.

Martha D. Perez

Staff Attorney

MIAMI-DADE COUNTY COMMISSION ON ETHICS & PUBLIC TRUST

19 West Flagler St. Suite 820

Miami, FL 33130

(305)350-0656

PEREZMD@miamidade.gov

Miami-Dade County is a public entity subject to Chapter 119 of the Florida Statutes concerning public records. E-mail messages are covered under such laws and thus subject to disclosure.

From: Centorino, Joseph (COE)
Sent: Thursday, October 08, 2015 1:01 PM
To: Perez, Martha D. (COE)
Subject: FW: Appointment to Sea Level Rise Committee

Martha,
Please draft a response and discuss with me before sending. Thanks.
Joe

From: Haber, Matthew S. [<mailto:MSHaber@miamigov.com>]
Sent: Thursday, October 08, 2015 12:40 PM
To: Centorino, Joseph (COE) <CENTORI@miamidade.gov>
Cc: Min, Barnaby <bmin@miamigov.com>; Wysong, George <George.Wysong@miami-police.org>; dmartin@terragroup.com
Subject: FW: Appointment to Sea Level Rise Committee

Hi Mr. Centorino,

Below please find a request for an informal ethics opinion from a newly-appointed member of the City's sea-level rise committee, which is an advisory board.

He's specifically referencing section 2-612(a) of the City Code. However, I believe that Section 2-11.1(m)(2) of the County Code contains similar language.

Thank you.



Matthew Haber,
Assistant City Attorney
The City of Miami
T: 305-416-1837
F: 305-416-1801
mshaber@miamigov.com

Disclaimer: This e-mail is intended only for the individual(s) or entity(s) named within the message. This e-mail might contain legally privileged and confidential information. If you properly received this e-mail as a client or retained expert, please hold it in confidence to protect the attorney-client or work product privileges. Should the intended recipient forward or disclose this message to another person or party, that action could constitute a waiver of the attorney-client privilege. If the reader of this message is *not* the intended recipient, or the agent responsible to deliver it to the intended recipient, you are hereby notified that any review, dissemination, distribution or copying of this communication is prohibited by the sender and to do so might constitute a violation of the Electronic Communications Privacy Act, 18 U.S.C. section 2510-2521. If this communication was received in error we apologize for the intrusion. Please notify us by reply e-mail and delete the original message. Nothing in this e-mail message shall, in and of itself, create an attorney-client relationship with the sender. Under Florida law, e-mail addresses and the contents of the e-mail are public records. If you do not want your e-mail address, or the contents of the e-mail released in response to a public records request, do not send electronic mail to this entity. Instead, contact this office by phone or in writing.

From: David Martin [<mailto:dmartin@terragroup.com>]
Sent: Thursday, October 8, 2015 12:30 PM

To: Haber, Matthew S.

Subject: Appointment to Sea Level Rise Committee

Matthew, thanks for our call. My name is David Martin, I own a real estate firm called Terra with my father, we are headquartered in Coconut Grove. I currently am developing residential and commercial developments in the City of Miami. I noted at our meeting that there is a prohibition on transacting business with the city for Board Members. Are there any conflict of interest issues or ethical concerns related to my continuing service on the Sea Level Rise Committee? Thanks so much for your time and hope to hear from you soon.

Best. David

David Martin

President & Co-Founder

Terra Group

305.416.4556 (t)

305.777.3040 (f)

2665 South Bayshore Drive Suite 1020

Coconut Grove, FL 33133

dmartin@terragroup.com

The content of this e-mail is intended solely for the use of the individual or entity to which it is addressed. If you have received this communication in error, be aware that forwarding it, copying it, or in any way disclosing its content to any other person, is strictly prohibited. If you have received this communication in error, please notify the author by replying to this e-mail immediately.

Please consider the environment before printing this e-mail.



ExchangeDefender Message Security: [Check Authenticity](#)

From: Diaz-Greco, Gilma M. (COE)
Sent: Monday, October 19, 2015 2:19 PM
To: Sanchez, Rodzandra (COE)
Subject: David Martin-City of Miami Sea Level Rise Committee (Transacting with City) INQ 15-229

INQ 15-229 Martin

From: Perez, Martha D. (COE)
Sent: Monday, October 19, 2015 2:18 PM
To: David Martin
Cc: Centorino, Joseph (COE); Diaz-Greco, Gilma M. (COE); mshaber@miamigov.com
Subject: RE: David Martin-City of Miami Sea Level Rise Committee (Transacting with City) INQ 15-229

Dear Mr. Martin,

You seek clarification on whether you would be prohibited from voting on policy recommendations which would affect all of the city's commercial developments, including yours.

The purpose of the SLRC is to: review information pertaining to sea level rise; hold public hearings for public input; issue a final written report to the City Commission; and, act in an advisory capacity to the City Commission in recommending any changes to City policy to assist the city in combatting the deleterious effects of sea level rise. The committee must be composed of at least one member who possesses an expertise in community and real estate development. Consequently, developers who are members of the SLRC have no conflicts in making general recommendations about the *broad, overall impact* of sea level rise conditions in all commercial developments within the city, including their own developments. See **INQ 13-117**.

Even though it seems highly unlikely, you may encounter a conflict where you, as a real estate commercial developer, may be *directly* affected by a vote or action of the board, in a manner *distinct* from other commercial developers in the city. The Ethics Commission has utilized a standard similar to the one applied by the Florida Commission on Ethics in analyzing whether a board member is *uniquely or directly* affected by a vote of the board, depending on the size of the affected class. **RQO 15-04; RQO 11-28**. The threshold standard is whether the interest in question is greater than 1-2% of the class of persons or entities affected by the board action. See **CEO 04-10**. Consequently, you may vote on policy recommendations where the your financial interest in the matter being voted on is minimal (1-2%) in comparison to all the real estate developments which will be affected by the vote.

While the threshold standard is applied in these circumstances, other factors may be considered in determining the *unique and direct* benefit that a vote by your committee may have on your real estate development projects. For example, there may be a situation where your commercial development may be one out of one hundred affected by the vote or policy recommendation, however, the vote may impact your development in a manner *unique and distinct* from the other ninety-nine which are also affected. Although unlikely, in the event you are presented with this possibility, you should seek an opinion from this office.

Should you have additional concerns, please contact us.

Sincerely,

Martha D. Perez

Staff Attorney
MIAMI-DADE COUNTY COMMISSION ON ETHICS & PUBLIC TRUST
19 West Flagler St. Suite 820
Miami, FL 33130
(305)350-0656
PEREZMD@miamidade.gov

Miami-Dade County is a public entity subject to Chapter 119 of the Florida Statutes concerning public records. E-mail messages are covered under such laws and thus subject to disclosure.

From: David Martin [<mailto:dmartin@terragroup.com>]
Sent: Friday, October 16, 2015 11:08 AM
To: Perez, Martha D. (COE)
Cc: Centorino, Joseph (COE); Diaz-Greco, Gilma M. (COE); mshaber@miamigov.com
Subject: Re: David Martin-City of Miami Sea Level Rise Committee (Transacting with City) INQ 15-229

Ms Perez:

Thank you for your response.

I wish to serve my community, but not run afoul of any ethical restrictions.

As a real estate developer your opinion notes: "It is well established that saltwater intrusion ultimately impacts the ongoing residential and commercial projects in the city."

You are correct in stating that.

Your opinion further notes: "You are prohibited from voting on any matter where you will be directly affected by the vote and have a prohibited relationship (ie., officer, director, partner, of counsel, consultant, employee, fiduciary, beneficiary, stockholder, bondholder, debtor or creditor) with any corporation, firm, entity or person appearing before the SLRC."

I understand that I cannot vote on any matter affecting any entity in which I have a "prohibited relationship."

But if committee makes or recommends policy that affects all commercial developments (including the types my business develops) do I run afoul of this prohibition?

Your opinion seems to suggest not, but I would rather err on the side of caution and seek clarification

Please advise and thank you for your service to our community.

Kind Regards

David Martin

On Oct 16, 2015, at 7:55 AM, Perez, Martha D. (COE) <perezmd@miamidade.gov> wrote:

Good morning Mr. Martin,

You have inquired whether a prohibited conflict of interest would exist in your role as a member of a City board while you are also engaged in business transactions with the City of Miami.

As background, you serve on the City of Miami's Sea Level Rise Committee (SLRC), a city advisory board recently created to address the dangers of saltwater intrusion in the city. You are also the President and co-owner of Terra Group, a real estate development firm which is presently involved in residential and commercial developments in the City of Miami. It is well established that saltwater intrusion ultimately impacts the ongoing residential and commercial projects in the city. It is assumed for purposes of this inquiry that your co-ownership grants you at least a 10% financial interest in the firm.

Sections 2-11.1(c)(3) and (d) of the Miami-Dade County Ethics Code allow board members who have a financial interest or a controlling financial interest (10% or more of the capital stock) in a corporation, firm or entity, to contract with the City **with the following limitations:**

- 1) You are prohibited from transacting business with any City department which is subject to the regulation, oversight, management, policy-setting or quasi-judicial authority of the SLRC.
See § 2-11.1(c)(3), (d), Miami-Dade County Ethics Code and § 2-612(a), City of Miami Code;
- 2) You are prohibited from appearing before the SLRC or seeking any benefit for yourself or on behalf of third parties from the SLRC. See § 2-11.1(m)(2), Miami-Dade County Ethics Code and § 2-612(a), City of Miami Code;
- 3) You are prohibited from voting on any matter where you will be directly affected by the vote and have a prohibited relationship (ie., officer, director, partner, of counsel, consultant, employee, fiduciary, beneficiary, stockholder, bondholder, debtor or creditor) with any corporation, firm, entity or person appearing before the SLRC. See §2-11.1(v), Miami-Dade County Ethics Code.

Consequently, you may vote on matters before the SLRC provided that you will not be personally affected in any special way by any of the issues coming before the SLRC and you will not have any of the listed relationships with any entity or person appearing before the SLRC.

This opinion is based on the facts presented. If any of these facts change, or if you have any further questions, kindly contact us.

Martha D. Perez

Staff Attorney

MIAMI-DADE COUNTY COMMISSION ON ETHICS & PUBLIC TRUST

19 West Flagler St. Suite 820

Miami, FL 33130

(305)350-0656

PEREZMD@miamidade.gov

Miami-Dade County is a public entity subject to Chapter 119 of the Florida Statutes concerning public records. E-mail messages are covered under such laws and thus subject to disclosure.

From: Centorino, Joseph (COE)

Sent: Thursday, October 08, 2015 1:01 PM

To: Perez, Martha D. (COE)

Subject: FW: Appointment to Sea Level Rise Committee

Martha,
Please draft a response and discuss with me before sending. Thanks.
Joe

From: Haber, Matthew S. [<mailto:MShaber@miamigov.com>]
Sent: Thursday, October 08, 2015 12:40 PM
To: Centorino, Joseph (COE) <CENTORI@miamidade.gov>
Cc: Min, Barnaby <bmin@miamigov.com>; Wysong, George <George.Wysong@miami-police.org>;
dmartin@terragroup.com
Subject: FW: Appointment to Sea Level Rise Committee

Hi Mr. Centorino,

Below please find a request for an informal ethics opinion from a newly-appointed member of the City's sea-level rise committee, which is an advisory board.

He's specifically referencing section 2-612(a) of the City Code. However, I believe that Section 2-11.1(m)(2) of the County Code contains similar language.

Thank you.



Matthew Haber,
Assistant City Attorney
The City of Miami
T: 305-416-1837
F: 305-416-1801
mshaber@miamigov.com

Disclaimer: This e-mail is intended only for the individual(s) or entity(s) named within the message. This e-mail might contain legally privileged and confidential information. If you properly received this e-mail as a client or retained expert, please hold it in confidence to protect the attorney-client or work product privileges. Should the intended recipient forward or disclose this message to another person or party, that action could constitute a waiver of the attorney-client privilege. If the reader of this message is *not* the intended recipient, or the agent responsible to deliver it to the intended recipient, you are hereby notified that any review, dissemination, distribution or copying of this communication is prohibited by the sender and to do so might constitute a violation of the Electronic Communications Privacy Act, 18 U.S.C. section 2510-2521. If this communication was received in error we apologize for the intrusion. Please notify us by reply e-mail and delete the original message. Nothing in this e-mail message shall, in and of itself, create an attorney-client relationship with the sender. Under Florida law, e-mail addresses and the contents of the e-mail are public records. If you do not want your e-mail address, or the contents of the e-mail released in response to a public records request, do not send electronic mail to this entity. Instead, contact this office by phone or in writing.

From: David Martin [<mailto:dmartin@terragroup.com>]
Sent: Thursday, October 8, 2015 12:30 PM
To: Haber, Matthew S.
Subject: Appointment to Sea Level Rise Committee


Matthew, thanks for our call. My name is David Martin, I own a real estate firm called Terra with my father, we are headquartered in Coconut Grove. I currently am developing residential and commercial developments in the City of Miami. I noted at our meeting that there is a prohibition on transacting business with the city for Board Members. Are there any conflict of interest issues or ethical concerns related to my continuing service on the Sea Level Rise Committee? Thanks so much for your time and hope to hear from you soon.

Best. David

David Martin
President & Co-Founder
Terra Group
305.416.4556 (t)
305.777.3040 (f)
2665 South Bayshore Drive Suite 1020
Coconut Grove, FL 33133
dmartin@terragroup.com

The content of this e-mail is intended solely for the use of the individual or entity to which it is addressed. If you have received this

communication in error, be aware that forwarding it, copying it, or in any way disclosing its content to any other person, is strictly prohibited. If you have received this communication in error, please notify the author by replying to this e-mail immediately.

Please consider the environment before printing this e-mail. 

ExchangeDefender Message Security: [Check Authenticity](#)

ExchangeDefender Message Security: [Check Authenticity](#)