

Sanchez, Rodzandra (COE)

From: Diaz-Greco, Gilma M. (COE)
Sent: Tuesday, May 30, 2017 3:36 PM
To: Sanchez, Rodzandra (COE)
Subject: FW: Melissa Gallo, Esq. Policy and Program Director, Miami Homes For All (Sunshine Law) INQ 17-145

[INQ 17-145 Gallo](#)

From: Diaz-Greco, Gilma M. (COE)
Sent: Tuesday, May 30, 2017 3:35 PM
To: 'Melissa Gallo' <mgallo@miamihomesforall.org>
Cc: Centorino, Joseph (COE) <Joseph.Centorino@miamidade.gov>; Murawski, Michael P. (COE) <Michael.Murawski@miamidade.gov>; Perez, Martha D. (COE) <perezmd@miamidade.gov>; Turay, Radia (COE) <Radia.Turay@miamidade.gov>
Subject: Melissa Gallo, Esq. Policy and Program Director, Miami Homes For All (Sunshine Law) INQ 17-145

Dear Ms. Gallo:

You have inquired whether the Sunshine Law, with respect to communications between public board members, applies to persons serving as designees or proxies for County board members including those board members representing an organization that holds a permanent a seat on a County board.

As background, Miami Homes For All (MHFA), a nonprofit organization, holds a permanent seat on the board pursuant to the bylaws of the Miami-Dade Homeless Trust (Homeless Trust), a County board. MHFA's Chair, who holds MHFA's seat on the Homeless Trust, generally submits the MHFA's Executive Director to serve as the Chair's designee on the Homeless Trust Board.

While the Florida Attorney General and Florida Courts are the final authorities on the application of the Sunshine Law, I refer you to Article LIX of the Miami-Dade Code, Section 2-752(f), and Article IV of the Homeless Trust bylaws which stipulate that all meetings of the Homeless Trust shall be governed by and noticed in accordance with the Sunshine Law (public meeting laws and public records law). Further, Miami-Dade Code Section 2-752(g) authorizes Trustees of the Homeless Trust to designate alternates to serve and/or vote on their behalf. Under the Sunshine Law, a board member may not engage in communication with another board member regarding board business. Fla. Stat. § 286.011(2016). The Sunshine law also applies when there has been a delegation to an individual of a board member's decision making authority. See **AGO 89-39** ("...aides to county commissioners are not subject to the Sunshine law unless they have been delegated decision-making functions outside of the ambit of normal staff functions, are acting as liaisons between board members, or are acting in place of the board or its members at their direction."), and the Florida Attorney General's Government in the Sunshine Manual § (D)(2) ("...the Sunshine Law is applicable to meetings between a board member and an individual who is not a board member when that individual is being used as a liaison between, or to conduct a *de facto* meeting of, board members").

Thus, where someone is designated to fill the role of a board member, that person has the same obligations under the Sunshine law as the member who appointed him or her; designees of board members who execute the functions of the appointed board member are covered by the Sunshine Law and may not communicate with another board member regarding board business unless the requirements of the Sunshine Law are met (public meeting and public records).

For further information on the Sunshine law and its applications I refer you to the following links: <http://www.myflsunshine.com/ago.nsf/sunopinions>, and [http://myfloridalegal.com/webfiles.nsf/WF/MNOS-AKBS9L/\\$file/2017+Sunshine+Law+Manual.pdf](http://myfloridalegal.com/webfiles.nsf/WF/MNOS-AKBS9L/$file/2017+Sunshine+Law+Manual.pdf)

Please do not hesitate to contact me if you have any further questions.

Gilma (Mimi) Diaz-Greco
Staff Attorney



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From: Melissa Gallo [<mailto:mgallo@miamihomesforall.org>]
Sent: Wednesday, May 24, 2017 12:34 PM
To: Diaz-Greco, Gilma M. (COE) <Gilma.Diaz-Greco@miamidade.gov>
Subject: RE: Proxies

Dear Ms. Diaz-Greco,

To clarify, our organization has a permanent seat on the Board of the MDC Homeless Trust. That seat is normally taken by our Board Chair. For the past few years, our Board Chair(s) has submitted our ED as the proxy. There are also *other* proxies on this Board who are not the named individual, but represent organizations that have seats on this Board. For example, Miami Homes For All has a seat on the Board, and Miami Dade County Public Schools has a seat on this board, and both of them may have long-term (at least 1 year) proxy-holders in those seats with voting power. Does the Sunshine Rule impute to those individuals when they speak to each other? Although it seems likely it would, I wanted to get confirmation.

I have requested the bylaws from the MDHT to confirm my understanding and I will forward them to you when I receive them.

Thank you,
Melissa

From: Diaz-Greco, Gilma M. (COE) [<mailto:Gilma.Diaz-Greco@miamidade.gov>]
Sent: Monday, May 22, 2017 10:53 AM
To: Melissa Gallo
Subject: RE: Proxies

Good morning Ms. Gallo:

I will do some research on this matter and respond as soon as possible.

Best regards,

Gilma (Mimi) Diaz-Greco
Staff Attorney



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From: Melissa Gallo [<mailto:mgallo@miamihomesforall.org>]
Sent: Friday, May 19, 2017 5:17 PM
To: Diaz-Greco, Gilma M. (COE) <Gilma.Diaz-Greco@miamidade.gov>
Subject: Proxies

Dear Ms. Diaz-Grieco,

I attended this morning's training session and found your presentation interesting and valuable. Thank you for all you shared. I had a quick question – if someone is serving as a proxy on a Board, does the sunshine rule impute to the proxy or remain with the holder of the seat?

Thanks!
Melissa

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