

Sanchez, Rodzandra (COE)

From: Diaz-Greco, Gilma M. (COE)
Sent: Monday, March 05, 2018 4:19 PM
To: Bofill, Carmen (Elections)
Cc: Sanchez, Rodzandra (COE)
Subject: Carmen Bofill, Financial Disclosure and Outside Employment Coordinator, (Financial Disclosure) INQ 18-59
Attachments: Ordinance No. 17-42.pdf

[INQ 18-59 Bofill](#)

From: Diaz-Greco, Gilma M. (COE)
Sent: Monday, March 05, 2018 4:13 PM
To: Bofill, Carmen (Elections) <Carmen.Bofill@miamidade.gov>
Cc: Centorino, Joseph (COE) <Joseph.Centorino@miamidade.gov>; Trutie, Suzy (Elections) <suzy.trutie@miamidade.gov>; Agrippa, Christopher (COC) <Christopher.Agrippa@miamidade.gov>; Castellanos, Ramon (Elections) <Ramon.Castellanos2@miamidade.gov>; Knowles, Keith (COC) <Keith.Knowles@miamidade.gov>; Smith, Loren (COC) <Loren.Smith@miamidade.gov>; Murawski, Michael P. (COE) <Michael.Murawski@miamidade.gov>; Perez, Martha D. (COE) <Martha.Perez2@miamidade.gov>; Turay, Radia (COE) <Radia.Turay@miamidade.gov>; Martinez-Esteve, Jorge (CAO) <Jorge.Martinez-Esteve@miamidade.gov>
Subject: RE: Vizcaya Museum and Gardens

Dear Ms. Bofill:

You inquired about the financial disclosure requirements for the members of the Vizcaya Museum and Garden Trust ("Trust"), a County board which will sunset pursuant to revised Miami-Dade Code Article LXXXI. You have also asked whether members of the new private non-profit board which will take over the functions of the Trust will be subject to financial disclosure requirements.

Background

In 1998, the Board of County Commissioners ("BCC") created the Vizcaya Museum and Garden Trust as an agency and instrumentality of Miami-Dade County to oversee and administer the Vizcaya Museum and Gardens ("Vizcaya"). Miami-Dade County Code Article LXXXI (1998). Prior to amendment, Section 2-1113 of Article LXXXI ("Article"), stated that the Trust was governed by all State and County conflict of interest laws and by the County Code of Ethics. Miami-Dade Municipal Code § 2-1113 (E)(4) (1998).

On July 6, 2017, Ordinance No. 17-42, approved by the Board of County Commissioners ("BCC"), amended Article LXXXI; of the Miami-Dade Code. Under amended Article LXXXI, the County will retain the County's ownership of Vizcaya and its collection, but its management will transition from the Trust to the Vizcaya Museum and Garden Trust, Inc. ("VMGTI"), a 501(c)(3) not-for-profit charitable organization, which has been established under Florida law. The ordinance includes a private-public partnership Operating and Management Agreement ("Operating Agreement"), between Miami-Dade County and VMGTI for the management and operation of Vizcaya, including personnel. VMGTI is created as an independent private entity rather than a County Board, but the amended Article and private-public partnership Operating Agreement provide that the BCC will retain authority to approve the majority of the non-profit's board. The Operating Agreement also includes provisions that VMGTI will conduct its meetings in accordance with the Sunshine Law (Operating Agreement Covenant Section D. 2.), and that VMGTI board members will be

covered by the Financial Disclosure provisions of the Miami-Dade Code (Operating Agreement Covenant Section D. 4.)

Section 2-1118 of the amended Article provides for the sunset of the Trust “...On the effective date of the resolution of the Board of County Commissioners accepting the Final Report of the Trust submitted pursuant to Section 2-1114 of the Article.” It is our understanding that as of the date of this opinion, the Final Report of the Trust has not yet been submitted and that the Trust is still currently functioning as an active County board.

Legal analysis

County Ethics Code

Section 2-11.1(i) of the County Ethics Code requires members of County boards to file a financial disclosure on a yearly basis. Depending on the individual board member’s responsibilities on the particular County board, or in other public office or employment, he or she can meet the requirement of the County Ethics code by filing a County Source of Income Statement, State Form 1 or 6(if that person is covered by Section 112.3145(a), Florida Statutes), or a copy of that person's federal income tax return.

Operating Agreement between the County and VMGTI

Section D.4.of the Operating Agreement Covenants of the Corporation, provides that VMGTI board members “shall each file annual Financial Disclosure Statements in accordance with Florida Law and Conflict of Interest and Code of Ethics provisions of the Miami-Dade County Code.”

After a review of the legal and factual issues in this matter, we conclude that the Trust is currently an active County board which will continue to operate until it is sunset in accordance with Section 2-1118 of the amended article. Consequently, the Trust board members **will continue to file financial disclosure statements as required by the County Ethics Code (and applicable State Law) until the time that the Trust is sunset as a County board (including final disclosure statements as required by the County Ethics Code and State law if applicable).**

With respect to VGMTI board members, they will also be required to file financial disclosure statements on a yearly basis, pursuant to Section D. 4. of the Operating Agreement between VGMTI and the County. VGTMI personnel should ensure that the board members are advised of this responsibility and comply with it on a yearly basis.

This opinion is based on the facts as presented, and construes the Miami-Dade Conflict of Interest and Code of Ethics Ordinance only; it is not applicable to any conflict under state law. Inquiries regarding possible conflicts under state law should be directed to the State of Florida Commission on Ethics.

Please contact us if you have any further questions.

Best regards,

Gilma (Mimi) Diaz-Greco
Staff Attorney



Miami-Dade Commission on Ethics and Public Trust

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From: Diaz-Greco, Gilma M. (COE)
Sent: Wednesday, February 28, 2018 2:21 PM
To: Financial Disclosures (Elections) <FINDISCELEC@miamidade.gov>
Subject: RE: Vizcaya Museum and Gardens

Ok – thanks!

From: Financial Disclosures (Elections)
Sent: Wednesday, February 28, 2018 2:21 PM
To: Diaz-Greco, Gilma M. (COE) <Gilma.Diaz-Greco@miamidade.gov>
Cc: Financial Disclosures (Elections) <FINDISCELEC@miamidade.gov>
Subject: RE: Vizcaya Museum and Gardens

Correct, its removed on multiple list.

Carmen Bofill

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From: Diaz-Greco, Gilma M. (COE)
Sent: Wednesday, February 28, 2018 2:18 PM
To: Bofill, Carmen (Elections) <Carmen.Bofill@miamidade.gov>
Subject: FW: Vizcaya Museum and Gardens

I think I answered my own question. Those that show as “removed” have filed their FD elsewhere- correct?

From: Diaz-Greco, Gilma M. (COE)
Sent: Wednesday, February 28, 2018 2:16 PM
To: Financial Disclosures (Elections) <FINDISCELEC@miamidade.gov>
Subject: RE: Vizcaya Museum and Gardens

Thanks Carmen:

I have a question though- In your list I checked a couple of the members that the list shows as removed. When you look in CBAS it appears like they are still members. I didn't check all of the ones that appear as removed, but I'm curious about the discrepancy between the list you sent and CBAS.

Give me a call when you have a moment.

Thanks,

Gilma (Mimi) Diaz-Greco
Staff Attorney



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From: Financial Disclosures (Elections)
Sent: Wednesday, February 28, 2018 1:37 PM
To: Diaz-Greco, Gilma M. (COE) <Gilma.Diaz-Greco@miamidade.gov>
Cc: Financial Disclosures (Elections) <FINDISCELEC@miamidade.gov>
Subject: Vizcaya Museum and Gardens

Good afternoon Mimi

Per your request, attached is the 2016 tax year list of all filers for the Vizcaya Museum and Gardens.

Please feel free to contact our office.

Sincerely,

Carmen Bofill

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