



MIAMI-DADE COMMISSION ON ETHICS AND PUBLIC TRUST

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TO: Manuel Sarria, Selection Committee Coordinator
Miami-Dade County Homeless Trust

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Office of the Commission Auditor (OCA)

FROM: Martha D. Perez, General Counsel
Miami-Dade Commission on Ethics and Public Trust (COE)

SUBJECT: INQ 2021-138, Voting Conflict of Interest § 2-11.1(v); Appearances of
Impropriety, Resolution No. 449-14

DATE: October 20, 2021

CC: All COE Legal Staff

Thank you for contacting the Miami-Dade Commission on Ethics and Public Trust and requesting our guidance regarding the following proposed transaction.

Facts

We have reviewed the memorandum dated October 18, 2021, and received on October 19, 2021, which was prepared in connection with the Appointment of the Selection Committee for a Miami-Dade County Homeless Trust Request for Applications (RFA) for Inclusion in the 2021 US HUD Notice of Funding Opportunity (NOFO) Continuum of Care Programs. The memorandum was prepared in connection with Resolution No. R-449-14, directing the Office of the Commission Auditor (OCA) to conduct background checks on members serving on evaluation/selection committees.

The memorandum noted that the following voting members of the selection committee made disclosures on their Neutrality/Disclosure Forms that merited submission to the Commission on Ethics(COE) for an opinion. A follow-up email from the Selection Committee Coordinator was received on October 19, 2021, indicating that Mr. Carlos Laso, originally listed as a selection committee member, had since been replaced. The request for opinion notes that:

1. Elizabeth Regalado, a member of the Domestic Violence Oversight Board since 2016, “was employed by Miami-Dade Human Services Department (MDC-HS) from 1987 until 1989.” MDC-HS merged with the Community Action Agency and is currently known as Miami-Dade Community Action and Human Services Department (MDC-CAHSD) which is a respondent to this solicitation.

2. Paul Imbrone, Director of the Homeless Trust’s RentConnect program since 2017, “served on the Camillus House Community (Foundation) Board.” Camillus House, Inc. is a respondent to this solicitation.

3. Terrell Thomas-Ellis, serving the HT since 1992, “worked for Miami-Dade Human Services Department from December 1995 until September 1998.” MDC-CAHSD is a respondent to this solicitation. (Refer to No. 1 for explanation)

Ms. Elizabeth Regalado

We conferred with Ms. Regalado who currently serves as the Executive Director of the Domestic Violence Oversight Board (DVOB), an advisory board staffed by the County’s Office of Community Advocacy (OCA).¹ In her position, while she follows the mission of the board and maintains oversight of the domestic shelters, she does not vote on any matters coming before the board.

Ms. Regalado indicated that she worked for Miami-Dade County Human Services Department MDC-Department of Human Services (MDC-HS) from 1987 to 1989, before the department was merged with Community Action Agency and became known as the current Miami-Dade County Community Action and Human Services Department (MDC-CAHSD). Therefore, she never actually worked for MDC-CAHSD. MDC-CAHSD is a respondent in this RFA. Her separation from MDC-HS was amicable; she does not have any prohibited relationships with MDC-CAHSD or any other entities which have responded to this RFA ²; and she does not maintain any business, close social, or personal relationships with any employee at MDC-CAHSD. *See* INQ 2021-67

Ms. Regalado indicated that she is familiar with some of the respondents in this solicitation on a professional capacity only. Ms. Regalado feels she can be fair and impartial when evaluating the respondents in this solicitation. She asserts that her prior employment with MDC-HS will not in any way interfere with her objective and independent judgment in the selection process.

Mr. Paul Imbrone

We conferred with Mr. Imbrone who currently serves as Director of Landlord Recruitment and Retention at the Miami-Dade County Homeless Trust RentConnect program.³ He has served in

¹ The Miami-Dade County Domestic Violence Oversight Board (DVOB) was created in 1994 to serve in advisory and oversight capacity to the Miami-Dade County Board of County Commissioners (BCC) with respect to issues affecting or relating to domestic violence. It is charged with ensuring that a coordinated and responsive continuum of services is available and accessible for victims of domestic violence and their children in Miami-Dade County. <https://www.miamidade.gov/global/government/boards/domestic-violence-oversight-board.page>

² Prohibited relationships under Section 2-11.1(v), County Ethics Code include: officer, director, partner, of counsel, consultant, employee, fiduciary or beneficiary or (ii) stockholder, bondholder, debtor or creditor.

³ RentConnect is a housing service of the Miami-Dade County Homeless Trust.

that capacity since 2018. He indicated that he previously served on the Camillus House Community Board.⁴ Mr. Imbrone's separation from the board in 2010 was amicable; he does not hold any current ownership or other financial interest in Camillus House, Inc.; he does not have any prohibited relationships with Camillus House, Inc. or any other respondent to this RFA; and he does not maintain any close business, social or personal relationships with employees or members of Camillus House, Inc.

Mr. Imbrone indicated that he is familiar with some of the respondents in this solicitation on a professional capacity only. He added that he has occasionally donated to some of the respondent entities for charitable purposes. Mr. Imbrone feels he can be fair and impartial when evaluating the respondents in this solicitation. He asserts that his prior service with Camillus House, Inc., a respondent, will not in any way interfere with his objective and independent judgment in the selection process.

Terrell Thomas-Ellis

We conferred with Ms. Thomas-Ellis who is employed by the Homeless Trust (HT) as Lead Contracts Officer, managing the entity's Contracts Division.⁵ She indicated that she worked for MDC-HS from December 1995 to September 1998 as a Social Worker I with the homeless program assisting with temporary and permanent housing. She worked there before the department merged with Community Action Agency and became the MDC-CAHSD, a respondent to this RFA. Therefore, she never actually worked for MDC-CAHSD. Her separation from MDC-HS was as a result of a promotion to the HT and was amicable; she does not have any prohibited relationships with MDC-CAHSD or any other respondent to this RFA; and she does not maintain any business, close social, or personal relationships with any employee of MDC-CAHSD.⁶

⁴ Camillus House serves the poor and homeless as a continuum of care, empowering clients towards personal rehabilitation. Its programs include development initiatives such as: emergency assistance with food, clothing, and shelter; job training and placement; residential substance abuse treatment and aftercare; behavioral health and maintenance; health care access and disease prevention; and transitional and permanent housing. <https://www.camillus.org/aboutus/mission-vision-values/>

⁵ The MDC Homeless Trust (HT) serves as the coordinating entity for service to homeless persons and families throughout MDC. The HT advises the BCC on issues related to homelessness and is the identified "collaborative applicant" for the United States Dept. of Housing and Urban Development (HUD) Continuum of Care and the State's Homeless Coalition for MDC and implements the MDC Homeless Plan. <https://www.miamidade.gov/budget/library/fy2020-21/adopted/homeless-trust.pdf>

Ms. Thomas-Ellis oversees a staff of six at the Homeless Trust and is charged with the administration of over 120 contracts.

⁶ In fact, Ms. Thomas- Ellis indicated that a lot of her former MDC-HS colleagues are retired or have passed.

Ms. Thomas-Ellis indicated that she is familiar with some of the respondents in this solicitation on a professional capacity only. Ms. Thomas-Ellis feels she can be fair and impartial when evaluating the respondents in this solicitation which will all be held to the same standards. She asserts that her prior employment with MDC-HS will not in any way interfere with her objective and independent judgment in the selection process. *See* INQ 2021-67

Analysis and Discussion

This agency conducts reviews of these issues under the County Ethics Code, which governs conflicts by members of County advisory and quasi-judicial boards based on Sections 2-11.1(j) and (v), County Ethics Code. We also consider whether there is an appearance of impropriety created and make recommendations based on R-449-14 and Ethics Commission Rule of Procedure 2.1(b).

Conflicts of interest for County selection committees are analyzed under Section 2-11.1(v) of the County Ethics Code, which deals with conflicts of interest for advisory personnel. Specifically, Section 2-11.1(v) of the County Ethics Code states that no advisory personnel shall vote on any matter presented to an advisory board on which the person sits if the board member will be directly affected by the action of the board on which the member serves and the board member has any of the following relationships with any of the persons or entities appearing before the board: (i) officer, director, partner, of counsel, consultant, employee, fiduciary or beneficiary' or (ii) stock holder, bondholder, debtor or creditor.

Consequently, none of the selection committee members discussed herein would have a conflict under this section because they will not be directly affected by the vote, and they do not have any of the enumerated relationships with any of the organizations affected by the vote. *See* Section 2-11.1(v)

Additionally, Section 2-11.1(x) of the County Ethics Code, commonly referred to as the Reverse Two-Year Rule, which bars County employees from participating in contract-related duties on behalf of the County with a former employer for a period of *two years* following termination of the employment (service) relations, **would not** apply to Ms. Regalado since she stopped working for MDC-HS (presently, MDC-CAHSD) over thirty years ago; Mr. Imbrone stopped serving Camillus House over two decades ago; and Ms. Thomas-Ellis stopped working for MDC-HS over twenty years ago. *See* INQ 18-144, INQ 19-14; INQ 21-14; INQ 21-15; INQ 21-30; INQ 21-67

As members of a County selection committee, these members are also subject to Section 2-11.1(j) of the County Ethics Code, which prohibits committee members from engaging in activities which would impair their independence of judgment in the performance of their public duties. Consequently, selection committee members may not participate in selections or evaluations where their private interests outweigh their faithful discharge of responsibilities to the County under this RFP. *See* INQ 12-217.

In this instance, none of the three mentioned members maintain any current employment, financial or other business relationship with any of the respondents of this RFA. The selection of any of the respondents to this RFA would not assign any special benefit to any of the entities currently

employing or serving the members distinct from the overall purpose of achieving mutual collaboration and coordination in the allocation of housing and domestic violence services. The members also do not have any personal interest in the RFA/contract itself, thus, their service in the selection committee **does not** present a conflict of interest under the County Ethics Code. *See* INQ15-206

Further, due to the sensitivity of the procurement process and the need to sustain public confidence in it, this agency also opines concerning whether there may be an appearance of impropriety in a given situation that would justify the removal of a member of an appointed selection committee. *See* Section 2-1067, Miami-Dade County Code, and 2.1(b) of the COE Rules of Procedure.

Here, the three members mentioned herein were previously employed or served respondents identified in this RFA and are familiar with their work in a professional capacity. The COE's opinions note that, in fact, it may be valuable to have an individual on a selection committee who is personally familiar with the work of one or more of the respondent organizations or entities, particularly where the member also has some special expertise in the services that are being sought by the County, *See* INQ 18-21, INQ 18-47, and INQ 18-230.

Opinion:

Accordingly, based on the facts presented, Ms. Regalado, Mr. Imbrone and Ms. Thomas-Ellis do not have a conflict of interest under the Ethics Code that would prevent them from serving as members of this selection committee, and there does not appear to be any appearance of impropriety created by their service on this committee.

This opinion is limited to the facts as presented to Commission staff.

INQs are informal ethics opinions provided by the legal staff after being reviewed and approved by the Executive Director and General Counsel. INQs deal with opinions previously addressed in public session by the Ethics Commission or within the plain meaning of the County Ethics Code. RQOs are opinions provided by the Miami-Dade Commission on Ethics and Public Trust when the subject matter is of great public importance or where there is insufficient precedent. While these are informal opinions, covered parties that act contrary to the opinion may be referred to the Advocate for preliminary review or investigation and may be subject to a formal complaint filed with the Commission on Ethics and Public Trust.