



## MIAMI-DADE COMMISSION ON ETHICS AND PUBLIC TRUST

Overtown Transit Village North  
701 Northwest 1<sup>st</sup> Court · 8<sup>th</sup> Floor · Miami, Florida 33136  
Phone: (305) 579-2594 · Facsimile: (305) 579-0273  
Website: [ethics.miamidade.gov](http://ethics.miamidade.gov)

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### MEMORANDUM

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**TO:** Juana Leon, Administrative Services Manager  
The Children's Trust

**FROM:** Nolen Andrew "Drew" Bunker, Staff Attorney  
Commission on Ethics

**SUBJECT:** INQ 2021-131, Voting Conflict, §2-11.1(d); The Children's Trust Conflict of Interest and Code of Ethics Policy § III(A)

**DATE:** 10/04/2021

**CC:** All COE Legal Staff

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Thank you for contacting the Miami-Dade Commission on Ethics and Public Trust and requesting our guidance regarding possible voting conflicts of interest by board members of The Children's Trust ("TCT") with regard to Resolution 2022-F.

#### Facts

The Children's Trust is an independent special district established by Miami-Dade County in the Miami-Dade County Code, Chapter 2, Article CIII, Sections 2-1521 through 2-1531.

You have advised that Resolution 2022-F will be considered at an upcoming TCT board meeting. You have further advised that Resolution 2022-F recommends, "[a]uthorization to renew a funder collaboration contract with The Miami Foundation, as the fiscal agent for Miami Connected, in a total amount not to exceed \$150,000.00 for a term of 12 months, commencing retroactively on October 1, 2021, and ending September 30, 2022." Resolution 2022-F will provide \$150,000.00 in funding to Miami Connected, through The Miami Foundation, for fiscal year 2021-2022.

Miami Connected is a public-private partnership led by The Miami Foundation and Achieve Miami<sup>1</sup> that was formally launched in March 2021 and offers no-cost broadband internet service

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<sup>1</sup> <https://www.miamiconnected.org/>

to families who have a member attending a Title I school and/or who qualify for free or reduced-price lunches. The initial launch of Miami Connected focused on students/families attending Miami-Dade County Public Schools (M-DCPS), although Miami Connected is working to include families with children attending private and/or charter schools. M-DCPS remains an implementation partner of Connected Miami.

### Issue

You have inquired on behalf of six (6) TCT board members regarding whether they would have a voting conflict of interest in voting or otherwise participating in Resolution 2022-F under section 2-11.1(d) of the Miami-Dade County Conflict of Interest and Code of Ethics Ordinance and under the TCT Conflict of Interest and Code of Ethics Policy/Bylaws. You have made this inquiry in light of the partnership between the members' entities (including TCT) and Miami Connected:

- Dr. Magaly Abrahante is employed as an assistant superintendent for M-DCPS;
- Tiombe Bisa Kendrick-Dunn is employed as a school psychologist for M-DCPS;
- Pastor Richard Dunn is employed part-time as an interventionist for M-DCPS;<sup>2</sup>
- Dr. Dorothy Bendross-Mindingall is a M-DCPS board member;
- Sandra West is the appointee for the Miami-Dade Council of Parent-Teacher Associations/Parent-Teacher-Student Associations ("PTA/PTSA"). The PTA/PTSA is an independent entity that supports advocacy for M-DCPS. Ms. West is also employed as a teacher for M-DCPS.
- Alexandra Martin is the representative for the Student Government Association of the M-DCPS system. While the program benefits children who attend M-DCPS, Ms. Martin has no oversight and reaps no benefit from the program.

### Law & Analysis

The Miami-Dade Commission on Ethics and Public Trust may opine regarding whether a TCT board member has a conflict of interest affecting his or her vote or participation in a funding allocation pursuant to the County Conflict of Interest and Code of Ethics and the TCT Conflict of Interest and Code of Ethics Policy/Bylaws. *See* RQO 19-06.

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<sup>2</sup> You indicated in your request for an opinion that Pastor Dunn is employed by M-DCPS. Pastor Dunn's biography on TCT's website indicates that he is a senior pastor of Faith Community Baptist Church. Upon speaking with Pastor Dunn, he confirmed that he has also been employed part-time with M-DCPS as an interventionist with the Educational Alternative Outreach Program since 2019.

The County Conflict of Interest and Code of Ethics, at Section 2-11.1(d),<sup>3</sup> establishes that a voting conflict exists if:

- 1) a board member has an enumerated relationship (officer, director, partner, of counsel, consultant, employee, fiduciary, or beneficiary) with any entity affected by the vote;
- 2) a board member has an enumerated relationship (stockholder, bondholder, debtor, or creditor) with an entity affected and the matter would affect him or her in a manner distinct from how it would affect the public generally; and,
- 3) a board member might, directly or indirectly, profit or be enhanced by the board action.

*See* RQO 15-04.

First, the facts presented indicate that none of the specified TCT board members have an enumerated relationship (officer, director, partner, of counsel, consultant, employee, fiduciary, or beneficiary) with The Miami Foundation or Miami Connected. Rather, the issue raised appears to be that the specified TCT board members are employed by, or in the case of Ms. Martin – an officer of an internal body of, another entity (M-DCPS) that *partners* with Miami Connected. However, Miami Connected does not provide services to M-DCPS; rather, Miami Connected provides no-cost broadband internet service to eligible individuals/families. While Miami Connected has partnered with M-DCPS to reach those individuals eligible for its service, it does not provide its service solely to M-DCPS students/families.

Second, based on the facts presented, none of the specified TCT board members have an enumerated relationship (stockholder, bondholder, debtor, or creditor) with The Miami Foundation or Miami Connected, and furthermore, none of the of the specified TCT board members would be affected by Resolution 2022-F in a manner that would be distinct from the public generally.

Third, the facts presented do not indicate that any of the specified TCT board members might directly or indirectly profit from, or be enhanced by, Resolution 2022-F by virtue of their relationship to M-DCPS. Resolution 2022-F does not provide direct funding to M-DCPS; rather, Resolution 2022-F proposes to renew a funder collaboration contract with The Miami Foundation, as the fiscal agent for Miami Connected, to provide no-cost broadband internet service to eligible individuals, some of whom are students/families enrolled in M-DCPS. Any possible indirect benefit to any of the specified TCT board members as employees, or an officer of an internal body, of M-DCPS is too remote to create a voting conflict.

Finally, TCT’s Conflict of Interest and Code of Ethics provides that a TCT board member, “shall not vote on any matter presented to The Children’s Trust Board (hereinafter ‘the Board’) if the

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<sup>3</sup> This section of the County Conflict of Interest and Code of Ethics, by its terms, applies to the Mayor and members of the Board of County Commissioners (“BCC”). However, by implication, members of the TCT board may be included for purposes of analysis because, as an independent special district, the role and authority of TCT members mimics the role of the BCC as ultimate decision-makers of the dispersal of funds as described herein. *See* INQ 20-46.

Trust Board member will receive a direct financial benefit from the action of the Board.” See TCT Conflict of Interest and Code of Ethics § III(A)(1). The TCT Bylaws also provide that:

[a]t all times, Board members will act in such a manner to avoid the appearance of impropriety. No Member shall serve as a staff member of any agency when The Children’s Trust provides more than fifty (50) percent of the agency’s budget, and The Children’s Trust’s funds may pay no portion of a Board member’s salary.

TCT Bylaws, Art. VI, § 3. Here, there are no facts indicating that any of the specified TCT board members will receive a direct financial benefit from the proposed funding to Miami Connected in Resolution 2022-F. Also, the facts you provided indicate that Miami Connected receives less than fifty (50) percent of its budget from TCT, and there is no indication that any of the specified TCT board members also work as staff of Miami Connected.

### Opinion

Under the facts provided concerning Resolution 2022-F of TCT to authorize the renewal of a funder collaboration contract with The Miami Foundation, as the fiscal agent for Miami Connected, in a total amount not to exceed \$150,000.00, it does not appear that any of the specified TCT board members have a voting conflict under either section 2-11.1(d), of the County Conflict of Interest and Code of Ethics, or TCT’s Conflict of Interest and Code of Ethics/Bylaws, based on their relationship to M-DCPS.

Furthermore, based on the purpose and goals of Miami Connected, and the other entities involved in said public-private partnership, the specified TCT board members’ voting and participation regarding Resolution 2022-F would not raise the perception of an appearance of impropriety.

This opinion is limited to the facts as presented to the Miami-Dade Commission on Ethics and Public Trust and is limited to an interpretation of the County Conflict of Interest and Code of Ethics and TCT’s Conflict of Interest and Code of Ethics/Bylaws only and is not intended to interpret state laws. Questions regarding state ethics laws should be addressed to the Florida Commission on Ethics.

INQs are informal ethics opinions provided by the legal staff after being reviewed and approved by the Executive Director. 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.