



## MIAMI-DADE COMMISSION ON ETHICS AND PUBLIC TRUST

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### MEMORANDUM

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**TO:** Matthew Pinzur  
Vice President and Chief Marketing Officer  
Jackson Health System

**FROM:** Loressa Felix, Staff Attorney  
Commission on Ethics

**SUBJECT:** INQ 2021-135 Conflicting/Outside employment, Sections 2-11.1(k)(2) and (j),  
County Ethics Code

**DATE:** October 6, 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 conflict between your employment with Jackson Health System and your potential outside employment as part-time lecturer with the University of Miami (UM).

Background:

You are the Vice President and Chief Marketing Officer for Jackson Health System (JHS). You are responsible for overseeing the JHS voice and story. This includes advertising, media relations, community outreach, events, employee communication, brand standards, and other assorted areas. As part of your position, you interact almost entirely with the UM Miller School of Medicine and not in a supervisory role.

You have been invited by UM to serve as a part-time lecturer, teaching a healthcare marketing course to its undergraduate students. Your teaching position will be with the Herbert School of Business (School of Business) not the Miller School of Medicine. Your proposed role at UM would be entirely limited to teaching and you would have no oversight or authority over hiring, contracting, purchasing, or other business matters.

You make this inquiry based upon the relationship between UM and JHS as business affiliates. JHS/The Public Health Trust (PHT) has an ongoing contract with UM worth millions, which solidifies a partnership relationship between both entities for the joint sharing of healthcare services, including patient care, supervision, medical space and training/education. The

partnership is governed by a long-standing affiliation agreement and an annual operating agreement approved by the PHT board. The agreement governs the vast majority of the financial and business arrangements between the institutions. UM provides most of the medical staff who work at Jackson and serve Jackson patients. UM physicians also supervise the 1,100 “physicians in training” (residents, fellows, etc.) who are Jackson employees.

As a part-time lecturer you will draw upon your experience and qualifications based on your role at JHS, but you will not be using or disseminating any resources or confidential information that is not already public and broadly circulated. You also do not expect to interact with JHS employees in your position as a lecturer, but there is the possibility that a JHS employee may be an undergraduate student and enrolled in the course.

Lastly, the Chief Executive Officer of JHS, Carlos Migoya, and the Executive Vice President and Chief Financial and Innovation Officer, Mark Knight, are both aware and supportive of your request to serve as a part-time lecturer. Mr. Knight noted that they encourage the executive staff to take on educational roles with UM as it provides an excellent opportunity to bring awareness of the role of JHS to the student body.

#### Analysis and Opinion:

Members of the JHS/PHT are covered by the Miami-Dade County Conflict of Interest and Code of Ethics Ordinance (Ethics Code) and considered County employees for purposes of the Ethics Code. *See* Section 25A-9 of the Miami-Dade County Code and Code No.311 of the Policy and Procedure Manual of Jackson Health System. Additionally, pursuant to the Jackson Health System Employee Code of Conduct, “Jackson employees are required to adhere to the conflict of interest regulations as outlined in Florida Statute Chapter 112.313, Section 2- 11.1 of the Miami-Dade County Code (Conflict of Interest and Code of Ethics Ordinance), and JHS Policy and Procedure Manual Code No. 158 Conflict of Interest.” (internal quotation omitted).

Sections 2-11.1(j) and (k) of the Miami-Dade County Ethics Code prohibit County employees from engaging in outside employment which would impair the County employee’s independence of judgment in the performance of his/her official duties thereby creating a conflict between the employee’s public duties and private interests. The County’s Administrative Order 7-1 reiterates the general principle that County employees must conduct the public’s business without even an appearance of conflicting loyalties: “Under no circumstances shall a County employee accept outside employment...where a real or apparent conflict of interest with one’s official or public duties is possible.”

Miami-Dade County employees are required to obtain approval from their department directors/supervisors prior to engaging in outside employment. *See* County’s Administrative Order 7-1. Directors/Supervisors may request an opinion from the Miami-Dade County Ethics Commission regarding conflicts of interest in outside employment. *See* INQ 19-101; INQ 13-28.

The County’s Administrative Order No. 7-1 gives a County department director/supervisor the discretion to deny outside employment if he or she finds that it is contrary, detrimental, or adverse to the interest of the County and/or the employee’s department. *See* RQO 16-02; RQO 00-10; INQ 12-49; INQ 13-28; INQ14-104; INQ 15-22; INQ 16-121.

The Miami-Dade County Ethics Code prohibits County employees from engaging in outside employment that is likely to create conflicts of interest between the employee's County responsibilities and their outside job duties. Based on the facts presented here, we find that your proposed outside employment as a part time lecturer at UM's School of Business is not likely to create conflicting employment since your public duties as a Vice President and Chief Marketing Officer for JHS and your job responsibilities as an lecturer are not closely related; you do not oversee, administer, or monitor any contract or agreements between UM and the JHS; you do not have the authority to approve or disapprove any agreements between UM and JHS; and in the event that JHS staff attend the classes that you teach at UM as part of their pursuit of their college education at UM, their attendance would have no effect on their assessments and promotions within JHS. *See* INQ 17-202; INQ 16-137; INQ 10-125; and INQ 05-143.

Nevertheless, you must abide by certain limitations and cautions outlined below to avoid a conflict under the Miami-Dade County Ethics Code:

- You may not use County (JHS) time or resources in your outside employment. *See* Section 2-11.1 (g), Miami-Dade County Ethics Code; INQ 19-123; INQ 20-43.
- You shall not engage in activities that relate in any way to your outside employment during regular business hours, including phone calls, or any other communication and/or use of County (JHS) resources (including but not limited to phones, copiers, computers, fax machines, County (JHS) vehicles, in connection with your outside employment, even after work). *See* Sections 2-11.1 (j) and (g), Miami-Dade County Ethics Code; AO 5-5, AO 7-1; INQ 05-29, and INQ 15-240.
- You are prohibited from disclosing and/or using any confidential and/or proprietary information acquired as a result of your County (JHS) employment to derive a personal benefit or for the benefit of UM's School of Business. *See* Section 2-11.1(h), Miami-Dade County Ethics Code.
- You may not exploit your County (JHS) position to secure special privileges or exemptions for yourself or UM's School of Business. *See* Section 2-11.1(g), Miami-Dade County Ethics Code.
- You shall obtain permission to engage in outside employment on an annual basis by filing a Request for Outside Employment with your department director and shall file an Outside Employment Statement with the County's Elections Department by noon on July 1st of each year. *See* Section 2-11.1(k)(2), Miami-Dade County Ethics Code.

This opinion is limited to the facts as you presented them to the Commission on Ethics and is limited to an interpretation of the County Ethics Code only and is not intended to interpret state laws. Questions regarding state ethics laws should be addressed to the Florida Commission on Ethics.

We appreciate your consulting with the Commission in order to avoid possible prohibited conflicts of interest. If the facts associated with your inquiry change, please contact us for additional guidance.

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.