




MIAMI-DADE COMMISSION ON ETHICS AND PUBLIC TRUST

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MEMORANDUM

TO: Loren Parra
Senior Director of Communications
Office of the Mayor

FROM: Jose J. Arrojo 
Executive Director

SUBJECT: INQ 2022-09, Sections 2-11.1 (c) and (d), (f), (g), (h) Limitations on Family Member Contracting with the County

DATE: February 6, 2022

CC: COE Legal Staff

Thank you for contacting the Miami-Dade County Commission on Ethics and Public Trust and for requesting ethics guidance regarding the application of the County Ethics Code to limitations on contracting with the County in anticipation of your marriage to a rail line executive.

Facts:

You are the Mayor's Senior Director of Communications. In this role, you oversee much of the strategy and implementation for Mayoral communications and also that of many of the County's departments and agencies. You are also the direct supervisor of approximately five staff members in the Mayor's Office, including the Deputy Communications Director, the Director of Digital Communications, and the Speechwriter. Other positions are currently waiting to be filled.

The Miami Foundation, Inc., is a Florida nonprofit entity. The Miami Foundation partners with donor individuals, families, and corporations to create and manage philanthropic funds and award grants geared towards community needs. Miami-Dade County has partnered with the Miami Foundation on various initiatives.

You were previously employed by the Miami Foundation. ¹

¹ Section 2-11.1(x) of the County Ethics Code prohibits employees or departmental personnel, for a period of two years following the termination of prior employment, from being involved in their official County position, with the prior employer. However, this applies only to for profit entities.

Brightline Florida service (“Brightline”) is a privately run inter-city rail route between Miami and West Palm, Florida, which intends to connect all major cities in South and Central Florida.² Brightline and Miami-Dade County are parties to written legal agreements. These agreements involve millions of dollars and significant County commitments.

Michael Lefevre is Brightline’s Vice President of Operations. Mr. Lefevre does not have a controlling financial interest in Brightline.

You and Mr. Lefevre plan to wed.

Because of the nature of its agreements with Miami-Dade County and Brightline’s core business, the company’s representatives are engaged with County elected officials, government executives, and professional staff (collectively “County officials”). Consequently, and because of his executive operations position with Brightline, it is contemplated that Mr. Lefevre will have contacts with County officials.

Mass transit, and particularly commuter rail service, is of significant interest to the Mayor, members of the Board of County Commissioners, and the greater Miami-Dade County community, and as such, there will be Mayoral communications regarding this topic generally, and Brightline specifically.

Discussion and Opinion:

To begin, as the Mayor’s Senior Director of Communications, while you do not supervise other County departments, you do supervise the Mayor’s communications staff, and you interact directly with the Mayor. You also implement the Mayor’s communications in various County departments.

Consequently, you should be considered “departmental personnel” under Section 2-11.1 (b)(5), of the Miami-Dade Conflict of Interest and Code of Ethics Ordinance (County Ethics Code). Departmental personnel include Deputy Mayors, the County Attorney and her Assistants, and department heads.

This should not limit your involvement in your County position with the Miami Foundation as it is a nonprofit entity.

² “Brightline” as used in this memorandum will collectively refer to the rail service, its trains, stations, the legal entities that are parties to agreements with Miami-Dade County that have facilitated the building and operation of the current downtown Brightline station and future planned stations in Aventura, PortMiami, and other locations. It is beyond the scope of this memorandum and unnecessary to delve into the nuances of Brightline’s parent company ownership that includes Florida East Coast Industries (“FECI”), Fortress Investment Group, LLC. (“Fortress”), and SoftBank Group Corp., a Japanese multinational conglomerate holding company headquartered in Tokyo.

Sections 2-11.1(c)(1) and (d) of the County Ethics Code prohibit departmental personnel and members of their immediate family from contracting or transacting business with the County, individually or through a business in which they have a controlling financial interest. “Transacting business” with the County is defined as the purchase or sale of goods or services for consideration.

Subsections (c)(2) through (c)(6) of the Ethics Code provide exceptions to the general bar and allow certain other County employees and their family members to contract or transact business with the County; however, these exceptions are not available or applicable to departmental personnel.

As such, Mr. Lefevre, upon becoming your spouse would be impacted by the above-described bar on senior county officials and their immediate family members. He would be prohibited from contracting or transacting with the County individually or through a company in which he has a controlling financial interest.

In a prior case, the Ethics Commission opined that a company employing a County department director’s spouse could contract or transact business with the County because the family member held less than a 1% interest in the corporation. However, it cautioned that the County department director should not be involved directly or indirectly in any decision that could affect the company. Also, employees that reported directly or indirectly to the department director were likewise prohibited from overseeing or administering contracts involving the company that employed the spouse. (*See* RQO 15-06)³

Applying the reasoning of that prior case to the facts presented here, Brightline can continue to contract or transact business with the County. However, you should not be involved directly or indirectly in any decision that could affect Brightline. More specifically, because of your position, and to avoid an appearance of impropriety, you should also recuse yourself from involvement in any communications that involve Brightline.

Also, because you will be interacting with the Mayor and various County departments, you must be cautious regarding any information regarding Brightline that you may learn of in your official position. You may not use your County position to secure special privileges or exemptions with respect to Brightline and you may not share any confidential information regarding Brightline that you may learn of in your position as the Mayor’s Communications Director. *See generally* County Ethics Code §§ 2-11.1(g) and (h).

³ *See also* INQ 2020-127 (Mayor’s Chief of Staff, whose spouse is an executive with a County contractor cruise line operator, should not be involved directly or indirectly in any decision that could affect the company, nor should her direct reports be involved in overseeing or administering contracts involving the spouse’s employing company); and INQ 2020-132 (PortMiami Director, whose spouse is an executive with a County contractor utility provider, must recuse himself from involvement in any County matter that could affect the utility’s financial interests).

Finally, in accords with Section 2-11.1(f) of the County Ethics Code, you should upon becoming wed to Mr. Lefevre, file a sworn statement disclosing his employment with Brightline with the Clerk of Board.

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. ⁴

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.

⁴ You may wish to review Fla. Stat. §112.313(3) (2020), relating to restrictions on official acts relating to transactions involving a company in which a public official's spouse has a "material interest."