



MIAMI-DADE COMMISSION ON ETHICS AND PUBLIC TRUST

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MEMORANDUM

TO: Evelyn Campos
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FROM: Etta Akoni
Miami Dade County Commission on Ethics & Public Trust

SUBJECT: INQ 2023-14 [Reverse Two-Year Rule, Sec 2-11.1(x)]

DATE: February 17, 2023

CC: All COE Legal Staff

Thank you for contacting the Miami-Dade Commission on Ethics and Public Trust to request our guidance regarding potential violations of Section 2-11.1(x) of the County's Ethics Code, the Reverse Two-Year Rule, that could occur from Johnathan Lewis' new position as the Miami Dade County Aviation Department's (MDAD) Aviation Transformation and Innovation Chief and his immediately prior position as the Airport Client Delivery Director for NorthStar Communications, Inc. dba Black Box Network Services, a Miami Dade County contractor for MDAD.

FACTS

Johnathan Lewis was recently hired by MDAD as its new Aviation Transformation and Innovation Chief. In this role, Mr. Lewis is responsible for managing the Transformation and Innovation team; managing the innovation process and the digital strategies with MDAD divisions, airlines, tenants, and contractors that do business with Miami International Airport (MIA) and the four (4) General Aviation Airports in Miami Dade

County; *leading the vision, strategy, and roadmap for one or more digital products/platforms; providing digital thought leadership utilizing benchmarks, external research, and vendor relationships, to various internal and external stakeholders; facilitating the transformation efforts and drive successful changes through the adoption of both strategic and business-oriented approaches in product management, process improvement, and product development; leading the testing and implementation of groundbreaking innovation opportunities and transitioning those solutions into competitive advantages that transform travel and drive market growth; managing thru staff, the innovation process and the implementation of prototypes and apply appropriate tools and defined methodologies to test and pilot innovative solutions that enable the business to meet business partners and customer needs, grow market share, and potentially transform the travel industry while consistently improving the passenger experience; setting business requirement, vendor assessments, specifications, prototype design requirements, and quality assurance measures as appropriate for initiatives; planning, estimating, and managing a track of work (including other individuals) in accordance with budget, deliverables and quality standards while demonstrating measurable value and satisfaction to the stakeholders, clients, and customers; establishes work plans from consumer research to consumer feedback/pilot metrics to impact innovation lifecycle; manages all projects to completion including project schedule, budget, work plan, success metrics, risks, and constraints; and facilitates meetings and workshops with sensitivity to client and team needs and collaborates with clients and internal partners to generate strategies and value propositions that utilize innovative technology and emerging channels-web, mobile, social, chat, voice, kiosk, etc., to compliment traditional modes of services within the department and the stakeholders. This role will also be heavily involved in project and IT governance, including creation of digital roadmaps, business requirements, business case, vendor selection process, and communications to drive executive approvals.* (Emphasis Added)

Immediately prior to Mr. Lewis' position as Aviation Transformation and Innovation Chief with MDAD, he was employed by NorthStar Communications, Inc. dba Black Box Network Services ("Black Box") as the Airport Client Delivery Director. Black Box is Miami Dade County contractor for MDAD and currently holds a contract entitled "Non-Exclusive Telecommunications and Network Management Services," listed as Contract ID RFP-MDAD-03-14 ("MDAD Contract"). The MDAD Contract is effective until March 16, 2024. The MDAD Contract's project description is to provide "for the operations, management, maintenance, service, support, and equipment, and supplies of certain telecommunications and data network, infrastructure, hardware, and software systems."

In his prior role with Black Box, Mr. Lewis was responsible for managing all aspects of the Airport Managed Services from the MDAD contract administration to program implementation; oversaw multiple teams to drive success for clients by implementing innovative customer service strategies that deliver outstanding customer experience and

problem-solving in areas of Information and Communication Technology (ICT) infrastructure; directed and provided oversight for three geographically diverse Service Delivery (SD) teams: Service Center (Help Desk), Field Services, and NOC; coordinated third-party and public affairs activities related to project design and completion; implemented managed service program requirements at four airports and ensured compliance; controlled the performance of services by assigned staff, consultants, and contractors to ensure the successful completion of projects and contracts with attention to detail and a sense of urgency; conducted ideation sessions with the management team to streamline workflows by redefining roles of the on-site management team, standardized systems, and evaluated performance through quality control metrics to deliver projects on deadline and within budget; navigated stakeholders, business partners, and various departments through complex technical and operational issues by advocating for emerging technology and encouraging rapport and cooperation amongst cross-functional teams.

ISSUE

Does Mr. Lewis' role as Aviation Transformation and Innovation Chief with MDAD violate Section 2-11.1(x) of the County's Ethics Code, the Reverse Two-Year Rule? What limitations or parameters, if any, must be erected to ensure Mr. Lewis does not violate the Reverse Two-Year Rule?

DISCUSSION

A County employee cannot be in a position where he or she would be interacting with his former employer or its employees in such a way as to violate Section 2-11.1(x) of the County's Ethics Code, the Reverse Two-Year Rule. This provision bars a former employee of a County contractor from performing any "contract-related duties" regarding the former employer, where that former employer is a bidder, proposer, service provider, contractor or vendor for the two-year period. "Contract-related duties" include, without limitation, "service as a member of a County certification, evaluation, selection, technical review or similar committee; approval or recommendation of award of a contract; contract enforcement, oversight, or administration; amendment, extension or termination of contract; or forbearance regarding any contract." See RQO 17-04 "Contract related duties" also include task authorizations or approvals, *or any other decision-making authority regarding the former employer or its employees.* See INQ 16-36

The Miami-Dade Commission on Ethics and Public Trust has dealt with similar issues in similar circumstances in the past. In INQ 17-287, Roy Alonso, a General Manager with C & W Facilities, f/k/a Unicco ("CW"), applied for the role of Terminal Operations Chief in the Terminal Operations Division of MDAD. CW was one of three MDAD vendors providing janitorial services to the County's airport(s) at the time. As the General Manager of CW, Alonso oversaw the Airport's janitorial services provided by CW. Alfonso also had

contact with Terminal Operations Division employees solely regarding janitorial issues. At the time of the opinion, CW's County contract was managed the Airport's Maintenance Division, and the Terminal Operations Chief position would not have any general involvement with CW. In INQ 17-287, it was determined that Alonso's application and potentially selection as the Terminal Operations Chief position would not violate the Reverse Two-Year Rule as long as he did not engage in any *contract-related duties* involving CW for two years. Additionally, to ensure compliance with the Reverse Two-Year Rule, it was recommended that any requests made to CW or any authorizations for task approvals or purchase orders involving CW within the authority of the TOC be delegated to another Division/ Chief for two (2) years. Furthermore, Alonso was prohibited from participating in any solicitation where CW was a bidder or proposer, including involvement as a selection, evaluation, technical or negotiation committee member for two years.

Similarly, in INQ 14-56, Dan Agostino was the newly hired Assistant Director of Operations at MDAD, and had immediately prior to that position, worked as the local Director of Tower and Ramp Operations for American Airlines. In his new position with MDAD, Agostino would have extensive responsibilities regarding the overall operations at MIA. At the time of the opinion, American Airlines had the largest operation of any airline in MIA and thus qualified as a county contractor or vendor due to its lease agreement at the airport. In INQ14-56, it was determined that Agostino's new position would not violate Reverse Two-Year Rule as long as he was not authorized to take any action with respect to American Airlines, including, but not limited to, gate or hardstand assignments, baggage system modifications, ticket counter staffing, cargo or baggage handling, or otherwise. All such actions were to originate from and be handled by the Deputy Director or their designee. All issues related to American's compliance with the Airline Use Agreement, Chapter 25 of the County Code, any Operational Directive, or any lease was also to be handled by the Deputy Director or their designee. Lastly, Mr. Agostino was instructed to use good faith effort to limit his interactions with American, barring interactions needed to avert an imminent risk to life or safety.

In the instant matter, Mr. Lewis's role as Aviation Transformation and Innovation Chief with MDAD requires, amongst other things, that he be involved in vendor selection, vendor assessments, and that he develops and utilizes vendor relationships to complete his projects. Moreover, the position instinctively involves IT operations for his projects and, based on the job description, heavily involves "IT governance." Black Box's MDAD contract calls for them to handle operations, management, maintenance, service, support, equipment, and supplies of certain telecommunications and data network, infrastructure, hardware, and software systems. Demonstrably, there is some potential overlap between

MDAD's County contract responsibilities and the responsibilities of the role of Aviation Transformation and Innovation Chief.

Based on precedent described above, in order to ensure that Mr. Lewis does not violate the Reverse Two-Year Rule, Mr. Lewis should not engage in any *contract-related duties* involving Black Box for two years including, without limitation, service as a member of a County certification, evaluation, selection, technical review or similar committee; approval or recommendation of award of a contract; contract enforcement, oversight, or administration; amendment, extension or termination of contract; or forbearance regarding any contract.

Additionally, it is recommended that any requests made to Black Box, any authorizations for task approvals involving Black Box, or purchase orders involving Black Box within the authority of the role of the Aviation Transformation and Innovation Chief be delegated to another Division/ Chief for two (2) years.

Lastly, Mr. Lewis is instructed to use good faith efforts to avoid interactions, including meetings, with Black Box and/or its employees in his role as Aviation Transformation and Innovation Chief, barring that these interactions are needed to avert an imminent risk to life or safety.

CONCLUSION

Section 2-11.1(x) of the County's Ethics Code, the Reverse Two-Year Rule does not bar Mr. Lewis from the role of Aviation Transformation and Innovation Chief. However, for Mr. Lewis to be able to perform the duties and responsibilities of Aviation Transformation and Innovation Chief without violating the Reverse Two-Year Rule, he must not engage in any contract-related duties as discussed above involving Black Box and/or its employees for two years. Moreover, authorizations for requests, task approval, or purchases orders involving Black Box should be delegated to another Division/ Chief for two (2) years. Lastly, Mr. Lewis is instructed to use good faith efforts to avoid interactions, including meetings, with Black Box and/or its employees in his new role.

Please contact us with any questions or concerns regarding the applicability of Section 2-11.1(x) of the County's Ethics Code, the Reverse Two-Year Rule, to Mr. Lewis' potential actions or position responsibilities with relation to Black Box. We appreciate your consulting with the Commission in order to avoid a possible prohibited conflict of interest. If the facts associated with your inquiry change, please contact us for additional guidance.

This opinion is limited to the facts as you presented them to the Commission on Ethics and is limited to an interpretation of the Miami-Dade Conflict of Interest and Code of Ethics Ordinance only. Based on directives from state law, other conflicts may apply. For an opinion regarding Florida ethics law, please contact the Florida Commission on Ethics, P.O. Drawer 15709, Tallahassee, FL 32317, phone number (850) 488-7864, <http://www.ethics.state.fl.us/>.

Please submit this opinion to the Internal Services Department for inclusion in the file of the subject employee. The Commission on Ethics will not submit this memorandum to ISD.

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 Commission on Ethics 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.