



MIAMI-DADE COMMISSION ON ETHICS AND PUBLIC TRUST

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

MEMORANDUM

TO: Coleen Christie, Selection Committee Coordinator
Miami-Dade Strategic Procurement Department

Yaritza Reina, Executive Secretary
Office of the Commission Auditor

FROM: Nolen Andrew Bunker, Staff Attorney
Miami-Dade Commission on Ethics and Public Trust

SUBJECT: INQ 2024-142; Section 2-11.1(v), Voting Conflict of Interest; County Resolution R-449-14, Appearances of Impropriety

DATE: August 13, 2024

CC: All COE Legal Staff; Francheska Salguero, Engagement and Client Services Manager, Miami-Dade Communications and Customer Experience Department

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

Facts:

We have reviewed your memorandum dated July 29, 2024, which was prepared in connection with the Appointment of Selection Committee for Miami-Dade County Department of Regulatory and Economic Resources on behalf of the Office of Innovation and Economic Development Request for Proposals for Advertising & Management Services for Commercial Structures – Project No. EVN0005180. The memorandum was prepared in connection with Resolution Number R-449-14, directing the Office of the Commission Auditor to conduct background checks on members serving on Evaluation/Selection Committees.

The memorandum noted that one alternate member of the Selection Committee made disclosures on her Neutrality Affidavit that merited submission to the Ethics Commission for an opinion.¹ The memorandum noted that:

¹ The memorandum also noted that a Mr. James Richards was originally listed on the appointment memorandum to this particular selection committee; however, Mr. Richards has since left County service.

Francheska Salguero, Communication and Customer Experience Department, Neutrality Affidavit, disclosed that CCED ran advertising campaigns through a couple of firms listed; the member did not mention which firms. Ms. Salguero also stated that she has direct communications with these firms and has approved paid advertising contracts for several promotions with them. Also, Ms. Salguero described her direct communications with the firms and her years of experience with Outfront Media, LLC. Outfront Media, LLC, is a respondent to this request.

We conferred with Ms. Salguero. She is an Engagement and Client Services Manager for the Miami-Dade Communications and Customer Experience Department (“CCED”). Ms. Salguero clarified that she has had interactions with only two of the respondent firms and/or their subcontractors: Outfront Media LLC and Hip Rock Star LLC. She explained that she does not typically directly interact with these companies; rather, she supervises an employee who primarily has contact with them. She further explained that, with respect to Hip Rock Star LLC, she is responsible for monitoring the County’s contracts with the company and its deliverables. With respect to Outfront Media LLC, Ms. Salguero stated that both the contracts and supervision thereof go through multiple parts of CCED for review and approval. She clarified that she has had no personal dealings with any of the respondents to this solicitation. Finally, Ms. Salguero affirmed that she can be fair and impartial when evaluating each of the respondents to this solicitation.

Discussion:

The Ethics Commission conducts a review of issues arising under the Miami-Dade County Conflict of Interest and Code of Ethics Ordinance (“County Ethics Code”), which governs conflicts by members of County advisory and quasi-judicial boards. The Ethics Commission also considers whether the circumstances presented create an appearance of impropriety and makes recommendations based on Resolution No. R-449-14 and Ethics Commission Rule of Procedure 2.1(b).

Specifically, Section 2-11.1(v) of the County Ethics Code states that no quasi-judicial personnel or advisory personnel:

shall vote on any matter presented to an advisory board or quasi-judicial 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.

The County Ethics Code does not speak to the departure of a County employee from County service in relation to its impact on that individual’s service on a County selection committee.

Further, due to the sensitivity of the procurement process and the need to sustain public confidence in it, the Ethics Commission 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* Miami-Dade County Code § 2-1067; Ethics Commission Rules of Procedure § 2.1(b). “In all procurement matters, appearances of integrity and fairness are paramount, [as there is a] ‘need for the County to conduct its procurement operations in a manner that will not create appearances of impropriety, favoritism or undue influence . . . [which] may require a higher standard of ethics’” INQ 17-131 (quoting INQ 14-242).

However, absent some other factor, the mere fact that a selection committee member has interactions with a respondent in connection with the member’s County duties would not create an appearance of impropriety that could affect the public trust in the integrity of the procurement process. *See* INQ 23-01; INQ 22-147; INQ 20-136; INQ 18-230. In fact, it may be valuable to have an individual on the selection committee who is personally familiar with the work of one or more of the responding firms, particularly where the member also has some special expertise in the services that are being sought by the County. *See* INQ 23-01; INQ 22-147; INQ 18-230; INQ 18-21.

In this case, it does not appear that Ms. Salguero has a voting conflict of interest under Section 2-11.1(v) of the County Ethics Code because she will not be directly affected by the vote, nor does she have any of the enumerated relationships with any entity affected by the vote. *See* INQ 23-01.

Furthermore, as noted above, due to the sensitivity of the procurement process, the Ethics Commission also opines concerning whether there may be an appearance of impropriety. *See* Miami-Dade County Code § 2-1067; Ethics Commission Rules of Procedure § 2.1(b). Here, while Ms. Salguero has had prior interactions with two of the respondents to this solicitation, those interactions have been the result of her County duties and do not include any private or personal connections. Because it may be valuable to have a member of the selection committee who is personally familiar with the work of one or more of the responding firms, and because her prior interaction with said respondent firms are due to her County position, these connections do not give rise to any appearance of impropriety. *See* INQ 23-01; INQ 22-147.

Accordingly, there does not appear to be any voting conflict or appearance of impropriety that would in any way detract from Ms. Salguero’s ability to conduct a fair and objective evaluation of this solicitation.

Opinion:

Accordingly, consistent with our holdings in prior ethics opinions, we conclude that **Ms. Salguero does not have a conflict of interest under the County Ethics Code** that would prevent her from serving on this selection committee because she will not be directly affected by the vote, she does not have any enumerated relationship with an entity affected by the vote, and her service on the selection committee would not otherwise give rise to an appearance of impropriety. *See* INQ 24-08; INQ 23-01.

This opinion is based on the facts presented. If these facts change, or if there are any further questions, please contact the above-named Staff Attorney.

This opinion is limited to an interpretation of the County Ethics Code only and is not intended to interpret state laws. 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/>

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.