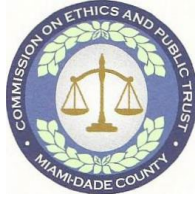


## MIAMI-DADE COMMISSION ON ETHICS AND PUBLIC TRUST

### COMMISSIONERS

Dr. Judith Bernier, CHAIR  
Wifredo “Willy” Gort, VICE CHAIR  
Nelson C. Bellido Esq.  
Dava J. Tunis, Esq.  
Sandy Boisrond, Esq.



### EXECUTIVE STAFF

Ignacio J. Vázquez, Jr.  
EXECUTIVE DIRECTOR  
  
Radia Turay  
ADVOCATE  
  
Loressa Felix  
GENERAL COUNSEL

December 24, 2024

Jose J. Arrojo  
Chief Assistant State Attorney  
Miami-Dade State Attorney's Office  
Sent via Email to: josearrojo@miamisao.com

Stephen K. Talpins  
Chief Assistant State Attorney  
Miami-Dade County State Attorney's Office  
Sent via Email to: stephenktalpins@miamisao.com

Re: INQ 2024-174, Lobbying, Section 2-11.1(s), Miami-Dade County Ethics Code

Dear Mr. Arrojo and Mr. Talpins,

Thank you for contacting the Miami-Dade Commission on Ethics and Public Trust and requesting our guidance on the application of Section 2-11.1(s) of Miami-Dade County Ethics Code to the following arrangement.

The Miami-Dade State Attorney's Office (SAO) and the Miami Foundation have entered into a Memorandum of Understanding (MOU) where the Miami Foundation has agreed to manage the Certified Legal Intern Fund (CLIF) for the SAO. The CLIF will solicit and accept charitable contributions from other nonprofit organizations, governmental institutions, and private parties. The funds will provide monetary stipends to deserving law students that agree to work as certified legal interns at the SAO.

The Miami Foundation, Inc. (Foundation), is a Florida nonprofit organization. The Foundation partners with donor individuals, families, and corporations to create and manage philanthropic funds and award grants geared towards community needs. The Foundation will act as an external, independent party entrusted to receive and manage donations for charitable purposes of the CLIF.

The MOU between the parties indicate an agreement regarding donations for charitable purposes generated through activities of the SAO that are remitted to Funds at the Foundation. Funds at the Foundation are governed, managed, and owned by the Foundation; specifically, as to financial oversight and the processes for requests for proposals and awarding of grants in alignment with

the charitable purpose and priorities of the CLIF. The CLIF will support living expenses for Certified Legal Interns employed with the SAO.

As part of the MOU, the SAO assumes all fundraising responsibilities for maintaining the CLIF balance. Consequently, SAO employees may need to solicit local government officials, elected officials, and others to contribute public funds to the Foundation for the stated purpose of supporting the CLIF.

Miami-Dade Ethics Code Section 2-11.1(s)(1)(e) defines lobbyist as “all persons, firms, entities, or corporations that are employed, designated, or retained by a principal, with or without compensation, or that contract with a third-party for economic consideration to perform lobbying activities on behalf of a principal.” Lobbying activity is defined as “any attempt to influence or encourage the passage or defeat of, or modification to, governmental actions,” and includes oral, written and electronic communications. *See* Miami-Dade Code § 2-11.1(s)(1)(d).

Lobbying activities conducted by a governmental employee, in his or her official capacity, on behalf of a governmental entity is excluded from the definition of “lobbyist”. *See* Miami-Dade Code § 2-11.1(s)(2)(f). Here, SAO employees planning to solicit on behalf of the Foundation to the benefit of the CLIF would not fall within this exception as the lobbying activities would be conducted for a fund controlled, managed, and owned by a nonprofit foundation not the governmental entity. *See id.*

However, the County lobbyist ordinance also excludes from the definition of the term “lobbyist” a nonprofit representative who appears before public officials on behalf of the nonprofit, without special compensation or reimbursement for the appearance, **only** for the purpose of requesting a **grant**. *See* Miami-Dade Code § 2-11.1(s)(2)(c); *see also* RQO 14-04; INQ 18-65; INQ 23-60; and INQ 23-160.

Additionally, if a representative of a nonprofit lobbies public officers on matters **other than grant funding**<sup>1</sup>, that representative must register as a lobbyist with the Miami-Dade Clerk of the Board and is exempt from paying the lobbyist registration fee. *See* Miami-Dade Code §2-11.19(s)(3) and (5); *see also* INQ 18-72 and INQ 23-160. The representative must also **attend and pay** for the Lobbyist Ethics Training. *See* Miami-Dade Code §2-11.1(s)(4); *see also* INQ-13-167 and INQ 18-65.

For example, in INQ 18-72, a former County Attorney and current board member of the Boys and Girls Club of Miami, a 501(c)(3) organization, intended to speak with County officials regarding the terms of a lease between the organization and the County. The board member was uncompensated and received no reimbursement for the appearance with the County on behalf of

---

<sup>1</sup> The term “grant funding” is not defined by the County Ethics Code. However, where terms in an ordinance are undefined, they are given their ordinary meaning which may be ascertained by reference to dictionary definitions. *See* RQO 14-04 (citing *Bolanos v. Workforce Alliance*, 23 So. 3d 171 (Fla. 1st DCA 2009)). Furthermore, rules of statutory interpretation postulate that statutory context and surrounding phrases often give meaning to an undefined term. *See* RQO 14-04 (citing *FDA v. Brown & Williamson Tobacco Corp.*, 529 U.S. 120, 120 S.Ct. 1291 (2000)).

Merriam-Webster Dictionary defines a “grant” as something granted; especially as a gift (as of land or money) for a particular purpose. *See Grant*, Merriam-Webster Dictionary (2024).

the organization. *See id.* The Ethics Commission opined that because the board member was lobbying County officials on matters other than grant funding he must register to lobby. *See id.*<sup>2</sup> Similarly, in INQ 23-60, the Ethics Commission held that representatives of a nonprofit were required to register as lobbyists if they intended to discuss with county staff any governmental actions they wished Miami-Dade County to take. *See* INQ 23-60. Said representatives were exempt from the lobbyist registration fee, as long as they are not paid “special compensation” for lobbying. *See* RQO 14-04 (“Special compensation would mean compensation that is different or in addition to regular wages and that is paid for a particular purpose”).

In this case, SAO employees may solicit charitable contributions for the CLIF from the County and/or elected officials without registering to lobby for the purpose of requesting grant funding. However, if a SAO employee is seeking County action outside of grant funding, then that person would be required to register as a lobbyist. *See* Miami-Dade County Code §2-11.19(s)(3).

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. As Assistant State Attorneys are state employees subject to state ethics laws, other conflicts may be applicable based on state law. Questions regarding possible conflicts based on state law should be directed to the Florida Commission on Ethics. 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/>

Thank you again for seeking guidance from the Commission on Ethics. Please do not hesitate to contact me should you require any additional assistance.

Sincerely,



Loressa Felix, Esq.  
General Counsel  
Miami-Dade Commission on Ethics and Public Trust

cc: All COE Legal Staff

---

<sup>2</sup> *But see* INQ 17-209 (An unpaid spokesperson requesting *in-kind services* from the County or a municipality on behalf of a nonprofit organization is not required to register as a lobbyist under Section 2-11.1(s)(1)(b) of the Ethics Code) (emphasis added).

*INQs are informal opinions provided by the legal staff after review and approval by the Executive Director and/or General Counsel. INQs deal with opinions previously addressed in public session by the Miami-Dade Commission on Ethics and Public Trust or within the plain meaning of the County Ethics Code. RQOs are opinions provided by the Ethics Commission when the subject matter is of great public importance or where there is insufficient precedent. While this is an informal opinion, covered parties that act contrary to this opinion may be subject to investigation and a formal Complaint filed with the Ethics Commission.*