



MIAMI-DADE COMMISSION ON ETHICS AND PUBLIC TRUST

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MEMORANDUM

TO: Arletha M. Hire Miller,
Senior Personnel Specialist
Miami-Dade County Information Technology Department

FROM: Etta Akoni
Staff Attorney
Miami-Dade County Commission on Ethics and Public Trust

SUBJECT: INQ 2025 - 05 Section 2-11.1 (k) Prohibition on Outside Employment, Section 2-11.1 (j) Conflicting Outside Employment Prohibited

DATE: January 17, 2025

CC: All COE Legal Staff

Thank you for contacting the Miami-Dade Commission on Ethics and Public Trust and requesting our guidance regarding possible conflicts of interest which may occur as a result of your proposed role as a board member and treasurer on a non-profit organization, Holliday-Jones Family Foundation, and said non-profit organization's interest in pursuing grants offered by Miami-Dade County.

FACTS:

You, Ms. Arletha M. Hire Miller, are the Senior Personnel Specialist in the Miami-Dade County Information Technology Department ("ITD"). In this role you are responsible for overseeing numerous aspects of recruitment, selection, and processing of full-time, part-time, and temporary personnel including processing employees transfer and promotions. Moreover, you handle Verifications of Employment Loan Forgiveness Forms for employees, attend various ADA Coordinator's online trainings/meetings, approve Payroll for IT Interns as needed, attend the Countywide Safety Meetings, submit Accident Reports to the Office of Safety as instructed Post ads on DICE.com, prepare live checks for distribution to employees, collaborate with Central HR and Compensation as needed, and submit NSD request to create Active Directory accounts.

The Holliday-Jones Family Foundation is a Florida not for profit corporation based in Miami, Florida. The Holliday-Jones Family Foundation initial incorporation is listed on the Florida Department of State, Division of Corporations on September 30, 2024. You indicate that the Holliday-Jones Family Foundation was started by your niece. The Holliday-Jones Family Foundation Facebook page indicates that the organization “aims to empower individuals and businesses.” In 2024, The Holliday-Jones Family Foundation held a toy drive and in 2025 plans to have two (2) to three (3) events.

You indicate that your role in the Holliday-Jones Family Foundation will be to assist different committees administratively and help organize events, this will include being a part of functional operations of the non-profit. You confirmed that your work for The Holliday-Jones Family Foundation will not occur during your County work hours and that you do not hold any licenses or certifications needed for your County position nor your position with the non-profit. Moreover, you advise that you will not be compensated for your work with The Holliday-Jones Family Foundation. Lastly, the Holliday-Jones Family Foundation is interested in grants designated for non-profits assisting the community, but otherwise does not have a specific grant in mind.

ISSUES:

Whether your prospective service as a board member and treasurer on a non-profit organization, Holliday-Jones Family Foundation, qualifies as outside employment. If said role is considered outside employment, whether the Miami-Dade County Conflict of Interest and Code of Ethics Ordinance (“County Ethics Code”) would impact your ability to serve as a board member and treasurer for Holliday-Jones Family Foundation while continuing your County. Additionally, whether the County Ethics Code prohibits the Holliday-Jones Family Foundation’s ability to apply for grants offered by Miami Dade County if you serve as a board member and treasurer.

ANALYSIS:

This inquiry involves several sections of the Miami-Dade County Code of Ethics and Conflict of Interest Ordinance (“County Ethics Code”), each of which is analyzed in turn below:

A. Outside Employment

The County Ethics Code provides that outside employment is considered “any non-County employment or business relationship in which the County employee provides a personal service to the non-County employer that is compensated or customarily compensated.” *See* INQ 22-44 (quoting RQO 17-03). Generally, uncompensated outside employment for a traditional nonprofit entity is not considered outside employment. *Id.* Moreover, volunteer work that is not compensated is generally not considered outside employment. *See* INQ 09-84, INQ 14-148, INQ 15-138, and INQ 18-226.

Multiple factors are considered when determining whether service with a non-profit organization is considered outside employment, including: (a) whether the person founded the non-profit; (b) whether the person serves as the Executive Director or President, or in some other office; (c) whether the person is responsible for the non-profit's day-to-day functioning or activities; (d) whether the person receives any form of compensation for his or her service to the non-profit; and, (e) whether the person has significant time commitments as part of his or her service to the non-profit. *See* INQ 22-44; *see also* RQO 17-03.

In prior Commission on Ethics opinions, serving as a volunteer for a nonprofit or governmental organization in a limited role did not constitute outside employment. *See* INQ 21-145 (a Consumer Protection Enforcement Supervisor in the County's RER department volunteered his service as an Auxiliary Florida Highway Patrol State Trooper for a minimum of 8 hours a month of patrol completed on during non-county work hours was not outside employment); INQ 18-226 (a County employee's volunteer service for GSAF/OPEIU, Local 100 AFL-CIO union promoting union membership at meetings, handing out union leaflets, and reaching out to prospective members via private email in the evenings and on Saturdays was not outside employment); and INQ 09-84 (Outside employment does not encompass unpaid volunteering on behalf of a union or charitable organizations).

Additionally, in INQ 22-44, the Ethics Commission opined that a County employee's volunteer activities as Treasurer for Wish Foundation, Inc., a not-for-profit entity, did not constitute outside employment under the County Ethics Code because she did not found Wish Foundation, Inc.; she was not responsible for Wish Foundation, Inc.'s day-to-day functioning or activities; she did not receive any form of compensation for her service as Treasurer to the organization; and she did not have significant time commitments as part of her service as the organization's Treasurer. *See also* INQ 22-76 (An Accountant II for the Miami-Dade Port of Miami is not engaged in outside employment by volunteering as Treasurer for Ballet Etudes of South Florida, Inc. ("Ballet Etudes"), a not-for-profit corporation founded by his spouse and currently operated by his daughter, because he is not responsible for Ballet Etudes' day-to-day functioning or activities, does not receive compensation for his services, and does not have significant time commitments as part of his service as Treasurer).

In this case, the Holliday-Jones Family Foundation is a not-for-profit organization that you were not a part of founding. While you are interested in pursuing the role of treasurer, the day-to-day responsibilities of the organization would not include you or your prospective role. Moreover, you will not receive compensation for your possible role as treasurer of the Holliday-Jones Family Foundation. Lastly, your weekly time commitment to the organization would not be significant. Thus, your service would not constitute outside employment.

B. Contracting with Miami Dade County

The County Ethics Code Section 2-11.1(c)(1) provides that County employees and their immediate family members¹ shall not enter into any contract or otherwise transact any business with the County, “except as provided in subsections (c)(2) through (c)(6).” The County Ethics Code further provides that County employees and their immediate family members may contract with the County so long as (1) entering into the contract would not interfere with the employee’s full and faithful discharge of his or her County duties; (2) the employee does not participate in determining the subject contract requirements or awarding the contract; and, (3) the employee’s job responsibilities and job description will not require him or her to be involved with the contract in any way, including its enforcement, oversight, administration, amendment, extension, termination, or forbearance. *See* County Ethics Code § 2-11.1(c)(2). Additionally, this limited exclusion from the broad prohibition against contracting with the County does not authorize a County employee or his or her immediate family member to contract with the County Department that employs said County employee. *See id.*

The Holliday-Jones Family Foundation and any of its branches or boards may enter into a contract with Miami-Dade County, however, you may not participate in determining the contract requirements or in awarding a contract involving the Holliday-Jones Family Foundation. Additionally, none of your County job responsibilities and job descriptions may require you to be involved in the contract in any way including, but not limited to, its enforcement, oversight, administration, amendment, extension, termination, or forbearance involving the Holliday-Jones Family Foundation and any of its branches or boards. Finally, you may not work in any County department that would enforce, oversee or administer a grant/contract involving the Holliday-Jones Family Foundation. *See* County Ethics Code § 2-11.1 (c) and (n). Consequently, the Holliday-Jones Family Foundation **may not** enter contracts with Miami-Dade County Information Technology Department. § 2-11.1(c)(1), (2); RQO 17-05; INQ 23-54.

OPINION:

Based on the facts presented here and discussed above, you would not be engaged in outside employment by serving as treasurer of the Holliday-Jones Family Foundation, and you would not have to annually report your activities as outside employment as required by Section 2-11.1(k)(2) of the County Ethics Code. Because your proposed service with the Holliday-Jones Family Foundation, is not outside employment, you do not have to seek approval from your supervisor on a yearly basis to engage in this activity. *See* Miami-Dade Code § 2-11; *see also* RQO 17-03; INQ

¹ The term “immediate family” includes spouses and domestic partners. *See* County Ethics Code § 2-11.1(b)(9).

21-100. Likewise, your proposed service with the Holliday-Jones Family Foundation would not raise any issue concerning the prohibition against conflicting employment under County Ethics Code § 2-11.1(j).

Additionally, while the Ethics Code generally would allow the Holliday-Jones Family Foundation to contract with Miami Dade County for grant opportunities, the Holliday-Jones Family Foundation cannot contract with ITD nor any other department that employs Arletha Hire Miller nor any of its board members or executive leadership. The Holliday-Jones Family Foundation may be asked to seek additional ethics opinions in the future for more specific issues related to grant applications.

Moreover, you must adhere to the following sections of the County Ethics Code to avoid any future conflicts of interest:

- You may not appear before any County board or agency to make a presentation on behalf of or seek any benefit for the Holliday-Jones Family Foundation. *See* County Ethics Code § 2-11.1(m)(1).
- You may not exploit your County position to secure special privileges or exemptions for yourself, the Holliday-Jones Family Foundation, and/or any of its members. *See* County Ethics Code § 2-11.1(g).
- You may not disclose and/or use any confidential and/or proprietary information acquired because of your County employment and/or position to derive a personal benefit, or for the benefit of the Holliday-Jones Family Foundation or any of its members. *See* County Ethics Code § 2-11.1(h).
- With respect to fundraising on behalf of the Holliday-Jones Family Foundation, the County Ethics Code prohibits County employees from soliciting any gifts in exchange for an official action. *See* County Ethics Code § 2-11.1(e)(3). This means that you may not solicit or accept a gift on behalf of the Holliday-Jones Family Foundation in exchange for any official action you may take. However, in general the solicitation of gifts on behalf of a nonprofit organization is not prohibited, particularly where, as here, the County employee is not compensated by the non-profit. *See* INQ 16-93. Nevertheless, you must avoid direct, targeted solicitations of County vendors and lobbyists on behalf of the Holliday-Jones Family Foundation in order to avoid situations where the County vendor or contractor may perceive its agreement to a request for a contribution as in exchange for its continued business relationship with the County. *See* INQ 22-43; INQ 16-275.

This opinion is limited to the facts as you presented them to the Miami-Dade Commission on Ethics and Public Trust 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, P.O. Drawer 15709, Tallahassee, FL 32317, phone number (850) 488-7864, <http://www.ethics.state.fl.us/>.

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 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.