



MIAMI-DADE COMMISSION ON ETHICS AND PUBLIC TRUST

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MEMORANDUM

TO: Franklin Gutierrez, Selection Committee Coordinator
Strategic Procurement Department (SPD)

Yaritza Reina, Sr. Executive Secretary
Office of the Commission Auditor (OCA)

FROM: Loressa Felix, General Counsel
Commission on Ethics and Public Trust

SUBJECT: INQ 2025-18, Voting Conflict of Interest § 2-11.1(v); Appearances of Impropriety

DATE: February 26, 2025

CC: All COE Legal Staff; Namita Uppal, SPD; Yinka Majekodunmi OCA; Jannesha Johnson, OCA; Brook Dannemiller, WASD; Jame Wils, WASD; David Vazquez, WASD

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

Facts:

We have reviewed your memorandum dated January 24, 2025, which was prepared in connection with the Appointment of Selection Committee for Miami-Dade Water and Sewer Department Request to Advertise for General Land and Engineering Surveying Mapping Services – Project No. E24WS02. The memorandum was prepared in connection with Resolution No. R-449-14, directing the Office of the Commission Auditor (OCA) to conduct background checks on members serving on evaluation/selection committees.

The memorandum noted that members of the selection committee made disclosures on their Neutrality/Disclosure Forms that merited submission to the Commission on Ethics for an opinion. Specifically, the memorandum noted the following:

- Brook Dannemiller, Water and Sewer Department, disclosed on his Neutrality Affidavit. At the same time, as an employee of the City of Coral Gables, he oversaw their tree removal contract with Olin Hydrographic Solutions, Inc. Mr. Dannemiller stated that he had known

the owner of Olin Hydrographic Solutions, Inc. socially through mutual friends for over a decade. Olin Hydrographic Solutions, Inc. is a respondent to this solicitation.

- Jame Wils, Water and Sewer Department, disclosed on his Neutrality Affidavit that he had been previously employed by Keith & Associates, Inc. from October 18, 2018, through January 9, 2024. Keith & Associates, Inc. is a respondent to this solicitation.
- David Vazquez, Water and Sewer Department, disclosed on his Neutrality Affidavit that he had previously been employed by ER Brownell & Associates Inc. Mr. Vazquez stated that it was his first job after he graduated from university. He was employed there for five months in 1996. ER Brownell & Associates, Inc. is a respondent to this solicitation.

We conferred with Mr. Dannemiller. He is a Landscape Architect 3 for the Miami-Dade County Water and Sewer Department (WASD). He has been employed with WASD for almost two years. Mr. Dannemiller advised that he had not been previously employed by any of the respondents to this solicitation nor did he or any of his immediate family members have any financial interest in any of the respondents. However, Mr. Dannemiller indicated that he has known the owner of Olin Hydrographic Solutions, Inc., a respondent to this solicitation, for over a decade both personally and professionally. He noted that while he would make best efforts to be impartial, he did not feel it appropriate to be seated as a member of this selection committee.

We conferred with Mr. Wils. He is a Senior Professional Engineer for WASD and has been employed as such for the last year. He confirmed that he used to work for Keith & Associates, Inc. (Keith), a respondent to this solicitation, as a Senior Associate/Project Engineer III. He left his position with Keith on January 19, 2024. His separation from Keith was amicable. Mr. Wils nor his immediate family members have any current ownership or financial interest in Keith. Mr. Wils has no business, close social, or other relationship with any current employee of the respondents to this solicitation, and he believes he can be fair and impartial when evaluating the respondents to this project.

Lastly, we conferred with Mr. Vazquez. He is a Senior Professional Engineer for WASD and has been employed as such for 27 years. Mr. Vazquez noted that Longitude Survey, a respondent to this solicitation, has current contracts it is working with WASD; however, he has no authority or involvement with that contract or work. He also confirmed that he used to work for ER Brownell & Associates Inc. (ER Brownell), a respondent to this solicitation, from April 1996 until October 1996. His separation from ER Brownell was amicable. Mr. Vazquez nor his immediate family members have any current ownership or financial interest in ER Brownell. Mr. Vazquez has no business, close social, or other relationship with any current employee of the respondents to this solicitation. He also indicated that he believes he can be fair and impartial when evaluating the respondents to this project.

Discussion:

This agency conducts reviews of these issues under the County Ethics Code, which governs conflicts by members of County advisory and quasi-judicial boards. We also consider whether

there is an appearance of impropriety created and make recommendations based on 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.

It does not appear that any of the proposed selection committee members have a voting conflict of interest under Section (v) of the County Ethics Code because none of them will be directly affected by the vote, nor do they have any of the enumerated relationships with any entity affected by the vote.

Section 2-11.1(x) of the County Ethics Code, commonly referred to as the Reverse Two-Year Rule, bars County employees from participating in contract-related duties on behalf of the County with a former employer for a period of two years following termination of the employment relations. This provision would bar Mr. Wils from participating in the selection of a respondent for this solicitation, as he worked for Keith until January 2024, which is within the last two years following his termination from the entity. *See* INQ 24-41, INQ 22-39, INQ 20-136, INQ 18-229, and INQ 17-183. This section would not apply to Mr. Vazquez since he stopped working for ER Brownell over 29 years ago. *See id.*

Further, as noted above, due to the sensitivity of the procurement process and the need to sustain public confidence in it, this agency 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* Section 2-1067, Miami-Dade County Code, and 2.1(b) of the COE Rules of Procedure.

Mr. Vazquez indicated that Longitude Survey, a respondent to this solicitation, has some level of current or past involvement with his department, although he has no involvement with the entity. The Ethics Commission has indicated in various informal opinions that, absent some other factor, the mere fact that a selection committee member has interactions with a respondent in connection with the member's public duties would not create an appearance of a conflict that could affect the public trust in the integrity of the procurement process. *See* INQ 14-279, INQ 16-165, INQ 17-286, INQ 18-21, INQ 18-47, INQ 18-230, INQ 20-136, and INQ 22-153. The Commission's opinions note that, in fact, it may be valuable to have an individual on a 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 18-21, INQ 18-47, INQ 18-230, INQ 20-136, and INQ 22-153. Thus, even if Mr. Vazquez had some interaction with the respondent in his County role, he would not be prohibited from evaluating the respondents to this solicitation. *See* INQ 24-04 and INQ 22-153.

However, Mr. Dannemiller expressed concern regarding his impartiality due to a close personal and professional relationship with the owner of Olin Hydrographic Solutions, Inc., a respondent to this solicitation, for over a decade. Therefore, it is recommended that Mr. Dannemiller be excused from service as a selection committee member. *See* INQ 22-87 (Selection committee member had no voting conflict but expressed apprehension and concern regarding his impartiality concerning a respondent to the solicitation and the Ethics Commission recommended that the member be excused from service); *see also* INQ 24-93, INQ 24-42, and INQ 19-03.

Opinion:

Consequently, consistent with the COE's holding in prior ethics opinions, we see no reason why Mr. Vazquez should not serve on this committee because he has no conflict of interest under the Ethics Code and there does not appear to be any appearance of impropriety created by his service on this committee. However, it is recommended that Mr. Wils be excused from his service as selection committee member due to his previous employment with a respondent within the last two years. Additionally, it is recommended that Mr. Dannemiller be excused from his service as selection committee member due to his concern regarding his impartiality.

However, the members are reminded that the selection committee, for which they will serve, operates under the County's Cone of Silence, Section 2-11.1(t) of the County Ethics Code. The Cone of Silence puts significant restrictions on oral communications made by Commissioners, County staff, selection committee members, and prospective contractors, as well as their lobbyists and consultants, regarding any procurement matter during the time that the Cone is in effect. All selection committee members will therefore be prohibited under the Cone from communicating with any of the responding entities to this solicitation with which they may currently have interactions regarding ongoing projects.

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.

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.