

FILE 2818 – April 25, 2025

## **CONFLICT OF INTEREST**

### **COUNTY OFFICERS AND EMPLOYEES SERVING AS DIRECTORS AND PERFORMING TASKS FOR A BUSINESS ENTITY CREATED BY THE COUNTY TO ASSIST IN PUBLIC AND AFFORDABLE HOUSING MATTERS**

*To: Terrence A. Smith, Esq., Assistant County Attorney (Miami-Dade County)*

#### **SUMMARY:**

A prohibited conflict of interest would not be created were county commissioners to serve as uncompensated members of the board of directors of a business entity created by the county to assist in public and affordable housing matters. Considering that the official duties of the county commissioners will include serving on the board of directors, and that the business entity will function exclusively for the support of the county, there will be a unity of interest between the county and the entity such that Section 112.316, Florida Statutes, will operate to negate any conflict of interest under Section 112.313(3). And without compensation, the county commissioners will not have an employment or contractual relationship with the business entity, as would be needed to violate Section 112.313(7)(a). Similarly, if the job responsibilities of county employees were expanded to include performing duties for the business entity, but the business entity does not compensate them and they have no personal contractual relationship with it, they would not have a conflict of interest under Section 112.313(7)(a). See CEO 21-7, CEO 20-13, CEO 20-3, CEO 19-25, CEO 18-13, CEO 18-12, CEO 14-12, CEO 09-1, CEO 06-26, CEO 99-13, CEO 96-30, CEO 95-28, CEO 95-16, CEO 95-13, CEO 90-70, and CEO 85-59.

**QUESTION 1:**

Would a prohibited conflict of interest be created were members of a county commission to serve as uncompensated directors of a business entity created by the county to assist in public and affordable housing matters?

Under the circumstances presented, Question 1 is answered in the negative.

In your letter of inquiry and additional information provided to our staff, you indicate you are asking, on behalf of a County Commissioner, whether any County Commissioner or County employee will have a prohibited conflict of interest were the County to create—in the specific manner described in your inquiry—a business entity to assist in public and affordable housing matters. Your inquiry is proactive in that that the County has not yet created the business entity. However, the County Commissioner may sponsor legislation creating the business entity, and she wonders what ethics issues, if any, would be created were it established in the manner that you describe.<sup>1</sup>

The following comments are provided as background concerning the County's public and affordable housing responsibilities. You indicate that, since 1968, the County has served as a public housing agency, allowing it to own public housing properties and oversee public housing projects. The County's authority to serve as a public housing agency is found in the County's Home Rule Amendment and Charter and certain federal laws, such as the United States Housing Act of 1937. As a public housing agency, the County also is subject to requirements promulgated by the United

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<sup>1</sup> You indicate in your inquiry that it is not clear yet whether the business entity will be set up as a nonprofit corporation, a limited liability company, or another type of business organization. The business organization used will not affect the analysis herein, assuming the entity is

States Department of Housing and Urban Development (HUD).<sup>2</sup> You state that, in all regards concerning the County's service as a public housing agency, the Board of County Commissioners serves as its governing body and a County agency—the Miami-Dade Housing and Community Development Department (MDHCD)—manages the County's day-to-day public and affordable housing operations.

You relate that, in the past, the County has relied on outside assistance in its development efforts regarding public and affordable housing. In particular, the County has partnered with private-sector developers who, unlike the County, are eligible to apply for funding, including low-income housing tax credits. However, you indicate the County Commissioner who asked you to bring this inquiry is interested in exploring more cost-effective means to develop the County's remaining public and affordable housing, possibly without the need to partner with the private sector. This brings us to the subject of your inquiry, which is the County Commissioner's desire to sponsor legislation creating a business entity to act as a general partner with the County in public and affordable housing efforts. You state that, if created, the purpose of this business entity—and any project-specific subsidiaries that it creates—"would be to develop, acquire, lease, construct, rehabilitate, apply for certain types of financing, and manage or operate multifamily or single-family residential projects, including, but not limited to, the redevelopment of the County's public housing developments through the [Rental Assistance Demonstration] programs."

Key to the analysis herein is how you indicate the business entity would be structured and

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structured in the manner that you describe.

<sup>2</sup> You clarify that the concept of a public housing agency is distinct from a public housing authority. Public housing authorities are created under Chapter 421, Florida Statutes, and are subject to its requirements. However, the County's status as a public housing agency was not created under Chapter 421 and, for this reason, it is not subject to the requirements of that

staffed. In terms of its governance, you state the entity would be owned by the County, and that the Board of County Commissioners would serve without compensation as its board of directors. You emphasize that service on the entity's board would be considered "an integral part of [the] official duties" of County Commissioners, although you state that—if the entity is created—the Commissioners' additional duties as board members would not affect or increase their public salaries.

And in terms of its staffing, you indicate the County would enter into a shared services agreement with the business entity whereby it would provide County staff, likely from the MDHCD, to perform the work required. In other words, the business entity would have no employees and its work would be completely performed by County staff pursuant to the shared services agreement. You relate the shared services agreement would be between the County and the business entity—not between any individual County employee—and that its terms would expand the public duties of certain County employees to include conducting work for the business entity. However, you emphasize the business entity would not be compensating these County employees, and they would remain salaried employees of the County alone, collecting their W-2 Federal tax form from only the County.

Given this context, you ask whether County Commissioners may serve on the board of the business entity, and whether County employees may perform duties for the business entity, without having a prohibited conflict of interest under any prohibition over which the Commission has jurisdiction.<sup>3</sup> The following provisions are relevant to your inquiry:

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statutory chapter.

<sup>3</sup> We note you also inquire whether the Board of County Commissioners even has legal authority to create this business entity and whether the entity would be considered a separate legal entity from

DOING BUSINESS WITH ONE'S AGENCY.--No employee of an agency acting in his or her official capacity as a purchasing agent, or public officer acting in his or her official capacity, shall either directly or indirectly purchase, rent, or lease any realty, goods, or services for his or her own agency from any business entity of which the officer or employee or the officer's or employee's spouse or child is an officer, partner, director, or proprietor or in which such officer or employee or the officer's or employee's spouse or child, or any combination of them, has a material interest. Nor shall a public officer or employee, acting in a private capacity, rent, lease, or sell any realty, goods, or services to the officer's or employee's own agency, if he or she is a state officer or employee, or to any political subdivision or any agency thereof, if he or she is serving as an officer or employee of that political subdivision . . . This subsection shall not affect or be construed to prohibit contracts entered into prior to:

- (a) October 1, 1975.
- (b) Qualification for elective office.
- (c) Appointment to public office.
- (d) Beginning public employment.

[Section 112.313(3), Florida Statutes]

CONFLICTING EMPLOYMENT OR CONTRACTUAL RELATIONSHIP.--No public officer or employee of an agency shall have or hold any employment or contractual relationship with any business entity or any agency which is subject to the regulation of, or is doing business with, any agency of which he or she is an officer or employee . . . ; nor shall an officer or employee of an agency have or hold any employment or contractual relationship that will create a continuing or frequently recurring conflict between his or her private interests and the performance of his or her public duties or that would impede the full and faithful discharge of his or her public duties.  
[Section 112.313(7)(a), Florida Statutes]

Turning first to whether County Commissioners will have a conflict, Section 112.313(3),

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the County under Florida law. These questions are beyond the jurisdiction of the Commission on Ethics. The Commission only has authority to issue opinions concerning the applicability and interpretation of the laws in the Code of Ethics (Part III, Chapter 112, Florida Statutes) and certain other prohibitions, such as those found in Article II, Section 8 of the Florida Constitution. See § 112.322(3)(a), Fla. Stat. Questions concerning the extent of the County's authority regarding public housing, and the legal identity of any business entity that it creates, are not addressed in Florida's ethics laws and this opinion should not be interpreted as taking a position regarding them.

Florida Statutes, has two parts. The first part prohibits any County Commissioner from acting in his or her official capacity as a public officer to purchase realty, goods or services for the County from a business entity where he or she is an officer, partner, director, or proprietor, or holds a material interest.<sup>4</sup> This can occur, for example, if the County Commission purchases goods or services from a business entity where a Commissioner serves on the board of directors. See CEO 99-13, Question 1, and CEO 95-13. The second part of Section 112.313(3) prohibits a County Commissioner, acting in a private capacity, from selling any realty, goods, or services to his or her "agency" or "political subdivision," which for County officers and employees would be the County itself. See § 1.01(8), Fla. Stat. (defining a "political subdivision" to include one's county). In the past, the Commission has found that a violation of the second part of the statute would occur when a private business entity where a public officer serves as a director is selling realty, goods, or services to his or her political subdivision. See CEO 09-1.

At first blush, it appears that the County Commissioners would be in violation of both parts of Section 112.313(3) were they to simultaneously serve as directors of the business entity. If the business entity is formed, you indicate the County will cover its costs. In particular, the County budget will include extra funds for MDHCD to be used as a loan or a payment for services from MDHCD to the business entity. Because the County Commissioners presumably will be involved in reviewing and approving the County's budget, they essentially will be authorizing the purchase of the business entity's services, which would place them in violation of the first part of Section 112.313(3). Similarly, due to their status as directors of the business

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<sup>4</sup> A "material interest" is defined in Section 112.312(15), Florida Statutes, to mean direct or indirect ownership of more than 5 percent of the total assets or capital stock of a business entity.

entity, they will be overseeing an entity selling services to the County, which would place them in violation of the second part of Section 112.313(3). In essence, the business entity will be filling the role of the private sector developers who partner with the County and who are able to secure certain affordable housing funds and incentives that the County may not be eligible to receive.

That being said, we find there would be a unity of interest between the County and the business entity that would negate any conflict for the County Commissioners under Section 112.313(3). In the past, we have applied Section 112.316, Florida Statutes,<sup>5</sup> to negate the strict application of Section 112.313(3) when an agency and an outside entity have a unity of interest. See CEO 85-59 (finding a unity of interest would negate any conflict under Section 112.313(3) were trustees and staff of a municipal preservation board to serve as unpaid directors of a nonprofit direct support organization operating for the preservation board's benefit). The unity of interest consideration has been used when there is organizational alignment—such as a seat on the board of directors of a private entity being reserved for a public agency to appoint a member (See CEO 14-12 and CEO 96-30)—coupled with actual alignment of interests.

A clear example of this occurred in CEO 19-25. In that opinion, we found a unity of

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<sup>5</sup> Section 112.316, Florida Statutes, states:

CONSTRUCTION.--It is not the intent of this part, nor shall it be construed, to prevent any officer or employee of a state agency or county, city, or other political subdivision of the state or any legislator or legislative employee from accepting other employment or following any pursuit which does not interfere with the full and faithful discharge by such officer, employee, legislator, or legislative employee of his or her duties to the state or the county, city, or other political subdivision of the state involved.

interest under Section 112.316 to negate a violation of Section 112.313(3) where a county commissioner was seeking to serve as an uncompensated director of a nonprofit organization providing financial and managerial support for a county park. An agreement between the county and the nonprofit required the county to provide funding and gave the county the right to designate a county commissioner or another person to serve on the nonprofit's board of directors.<sup>6</sup> We found the fact that the County could appoint a member to a reserved seat on the nonprofit's board demonstrated an organizational alignment. We also found the interests of the county and the nonprofit were actually aligned, as both entities were invested in the proper stewardship and care of the county park. Accordingly, we found any conflict under Section 112.313(3) presented by a county commissioner serving on the nonprofit's board would be negated, given the unity of interest between the entities.

Similarly, if the business entity here is created in the manner that you describe, it appears there would be organizational alignment with the County, given the fact that the County Commission would constitute the entity's entire board of directors, the County would own the business entity, and any work for the entity would be performed by County employees through a shared use agreement. Also, given that the business entity's sole purpose would be to assist the County in managing its public and affordable housing developments, it appears their interests would be practically aligned as well. For this reason, if County Commissioners serve as directors for the business entity, we find a unity of interest would exist under Section 112.316 to negate any conflicts for them under Section 112.313(3).

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<sup>6</sup> While the county's designee technically had to be elected by the other members of the nonprofit's board, the agreement between the two entities provided that the nonprofit would be in

The other conflict of interest statute noted above—Section 112.313(7)(a)—also has two parts. First, it prohibits a County Commissioner from having an employment or contractual relationship with any business entity or agency that is subject to the regulation of, or is doing business with, the County Commission. Second, it prohibits a County Commissioner from holding employment or a contractual relationship that will create a continuing or frequently recurring conflict between his or her private interests and the performance of his or her public duties or that would impede the full and faithful discharge of his or her public duties. See CEO 18-12.

Of note, both parts of the statute require a public officer or employee of an agency to hold an employment or contractual relationship in addition to their primary public office or public employment. See CEO 18-13. We have consistently found that uncompensated service (without compensation or consideration) on a corporate board of directors, including uncompensated service on the board of directors for a nonprofit organization, will not constitute the type of employment or contractual relationship contemplated by the statute. See CEO 21-7, Question 1, CEO 20-13, and CEO 06-26, n.5. Here, you indicate the County Commissioners will not be compensated for their service as directors of the business entity. Indeed, you relate that serving on the board will not even affect their public salaries as County Commissioners. Because it does not appear the County Commissioners will have an employment or contractual relationship with the business entity, we find no prohibited conflict will be created under Section 112.313(7)(a).

We also note that, without compensation, it does not appear that votes before the County Commission concerning the business entity will create a voting conflict for any County

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breach if it did not approve the county's designee.

Commissioner, even if they are serving on its board of directors. The portion of the voting conflict law applicable to County Commissioners is found in Section 112.3143(3), Florida Statutes. It states:

No county, municipal, or other local public officer shall vote in an official capacity upon any measure which would inure to his or her special private gain or loss; which he or she knows would inure to the special private gain or loss of any principal by whom he or she is retained or to the parent organization or subsidiary of a corporate principal by which he or she is retained, other than an agency as defined in s. 112.312(2); or which he or she knows would inure to the special private gain or loss of a relative or business associate of the public officer.

The provision prohibits a County Commissioner from voting on a measure that will result in "special private gain or loss" (defined in Section 112.3143(1)(d), Florida Statutes, as an "economic benefit or harm") to himself or herself, or that he or she knows will bring "special private gain or loss" to a principal who retains them, a relative, or a business associate.

Here, there is no indication that any votes affecting the business entity will financially affect the County Commissioners, even if they are serving on its board. Nor will the business entity be considered the Commissioners' "principal" as they will have no equitable interest in it, will have no employment relationship with it, and will not be accepting compensation from it. See CEO 20-3, Question 3; see also CEO 21-7, Question 3 (finding uncompensated service on the board of directors of a nonprofit does not constitute a "principal" relationship). Moreover, while the Commissioners will be serving together on the board of directors, it does not appear they will be considered "business associates" for purpose of Section 112.3143(3), considering that the business entity does not appear to fall within any category enumerated in the statutory

definition for that term.<sup>7</sup> And even if their service on the board of directors does qualify them as "business associates," the voting conflict statute still will not apply, given that their service is unpaid, because any votes taken by the County Commission concerning the business entity will have no financial effect on them.

In short, assuming the business entity is established in the manner that you have described, it does not appear the County Commissioners will have a prohibited conflict of interest under any prohibition discussed herein, even considering they will be serving on its board of directors.<sup>8</sup>

Question 1 is answered accordingly.

## **QUESTION 2:**

Would a prohibited conflict of interest be created were county employees to perform

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<sup>7</sup> Section 112.312(4), Florida Statutes, defines the term "business associate" to mean "any person or entity engaged in or carrying on a business enterprise with a public officer, public employee, or candidate as a partner, joint venturer, corporate shareholder where the shares of such corporation are not listed on any national or regional stock exchange, or co-owners of property." (emphasis added).

<sup>8</sup> We recognize the prohibition in Article II, Section 8(f)(2) of the State Constitution restricts enumerated public officers, including county commissioners, from "lobbying for compensation" on certain matters during their terms of office. We do not view this prohibition as being applicable here, given that the business entity will not be compensating the County Commissioners for serving on its board of directors or acting on its behalf. Moreover, even if serving on the board was paid, it still does not appear the Constitutional prohibition would be applicable. Section 112.3121(12)(b)1., Florida Statutes, states "lobbying for compensation" will not occur if a public officer is simply "carrying the duties of his or her public office[.]" which would seem applicable here, as you indicate serving on the entity's board will be considered an "integral part" of a County Commissioner's official duties. And Section 112.3121(12)(b)2., Florida Statutes, states "lobbying for compensation" does not include an officer of a private business or nonprofit entity "acting in the normal course of his or her duties, unless he or she is principally employed for governmental affairs." Finally, we note the Constitutional prohibition will not apply to any County Commissioner currently receiving injunctive relief in Garcia et al.

duties for a nonprofit entity created by the county for the purpose of assisting in public and affordable housing matters?

Under the circumstances presented, Question 2 is answered in the negative.

Turning to County employees who will be assigned to perform tasks for the business entity, we find the unique way the entity will be formed will alleviate any conflicts of interest. You indicate the County will enter into a shared services agreement with the entity by which the job responsibilities of certain County employees will be expanded to include performing work for the entity. However, they will not be accepting any compensation from the entity and will only be considered salaried employee of the County.

Given this context, it does not appear that Section 112.313(3) will apply. The County employees will not be performing work for the business entity in their private capacities, but, rather, their responsibilities regarding the entity will be considered part of their public duties. Nor will Section 112.313(7)(a) apply, as there would be no "employment or contractual relationship" between the business entity and the County employees. The business entity will not be providing the employees with compensation or any form of consideration, as is needed to constitute "employment" under Section 112.313(7)(a). See CEO 95-28 and CDO 95-16. And because you indicate the County employees are not parties to the shared services agreement between the County and the business entity, there will be no "contractual relationship" on which to base the statute's application.

There is a parallel between this situation and the facts in CEO 18-13, which involved an

employee with Florida State University (FSU) performing duties as the Deputy Secretary for the Department of Health. The University and the Department had entered into an interagency agreement—to which the employee was not a party—by which he was to perform additional responsibilities for the Department. However, the University remained his sole employer and he did not receive any payment or W-2 Federal tax from the Department. We wrote:

Essentially, the interagency agreement simply expanded the scope of [the employee's] duties as an FSU employee to include the responsibilities typically performed by the Deputy Director for Health. Assuming the facts you describe remain materially unchanged, [the employee is] not prohibited by Section 112.313(7)(a) from serving as Deputy Director for Health while maintaining [his] employment at FSU.

See also CEO 90-70 (finding no prohibited conflict of interest was created by a county adding the responsibility of serving as jail contract monitors to the duties of two sheriff's office employees). The same situation would occur here, as the shared services agreement will simply expand the public duties of certain County employees to encompass performing work for the business entity, although their employment will remain solely with the County. Considering this dynamic, and assuming the business entity is formed in the manner that you describe, it does not appear the County employees will have a prohibited conflict of interest if they perform additional tasks for the business entity.

Question 2 is answered accordingly.

LMF/gps/ks

cc: Terrence A. Smith, Esq.

## Schafer, Grayden

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**From:** Smith, Terrence (CAO) <Terrence.Smith@miamidade.gov>  
**Sent:** Tuesday, January 21, 2025 3:56 PM  
**To:** Stillman, Kerrie; Zuilkowski, Steven  
**Cc:** Higgins, Eileen (DIST5); Fernandez, Maggie M. (DIST5); Fernandez, Jonathan (DIST5); Montes, Ana (DIST5); Bonzon-Keenan, Geri (CAO); Sanchez, Gerald (CAO); McCarty, Jess (CAO); Kirtley, Eddie (CAO); Appleton, Richard (CAO); Summerset-Williams, Shannon (CAO); Gamboa, Elizabel (CAO); Nelson, Lashika (CAO); Schafer, Grayden  
**Subject:** Request for Ethics Opinion  
**Attachments:** Letter to Florida Commission on Ethics re creating a 501c3 (Final 01-21-25).pdf  
**Importance:** High

Dear Ms. Stillman and Mr. Zuilkowski:

Attached is a letter from me that is being sent to you to request an ethics opinion from the Florida Commission on Ethics on behalf of Miami-Dade County Commissioner, Eileen Higgins, who is copied.

Please let me know if you have any questions.

Cordially,

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**Sent via Electronic Mail**

January 21, 2025

Kerrie Stillman, Executive Director  
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Steven Zuilkowski, Deputy Executive Director and General Counsel  
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Dear Ms. Stillman and Mr. Zuilkowski,

Our office represents Miami-Dade County ("County"), including the Board of County Commissioners ("Board") and the County Mayor. We write on behalf of Miami-Dade County Commissioner Eileen Higgins, and as a follow up to our meeting with Assistant General Counsel Grayden Schafer on October 29, 2024, in which we informed Mr. Schafer that Commissioner Higgins is seeking an informal or formal opinion from the Florida Commission on Ethics regarding the following issues:

1. May the Board create a for-profit or not-for-profit corporation, limited liability company, or other similar business entity, in which the County holds an ownership interest, and in which the Board participates in its governance by serving as its board of directors, for the purpose of developing, acquiring, leasing, constructing, rehabilitating, managing, and/or operating affordable multifamily or single-family residential housing projects?

2. Would such an entity as described above be considered a separate legal entity from the County under Florida law?
3. May County officials, including the County Mayor or County Mayor's designees, and County employees, including employees of the Miami-Dade Housing and Community Development Department ("MDHCD"), support the corporation, acting as its staff, with all work on behalf of the corporation being performed by such officials and employees pursuant to a shared services agreement, provided that such County employees and officials are not employed by the corporation?

To give some perspective, in 1968, the County became a public housing agency (or housing authority), as that term is defined in the United States Housing Act of 1937, as amended ("Housing Act"), after the City of Miami conveyed its properties and projects to the County. Unlike housing authorities, which are created pursuant to chapter 421, Florida Statutes, the County operates as a public housing agency under the County's Home Rule Amendment and Charter, the Housing Act, the regulations promulgated by the United States Department of Housing and Urban Development ("HUD"), and the County's contracts with HUD. Therefore, unlike other housing authorities in the State of Florida, the board of commissioners of the County's public housing agency is the Board, and the day-to-day operations of the County's public housing agency is managed by MDHCD.

For more than 10 years, the County has undertaken efforts to redevelop its public housing developments, some of which have been the oldest and most outdated developments in the state. Much of the County's redevelopment efforts have been through programs created by HUD, such as the Housing Opportunities for People Everywhere (or HOPE VI Program), mixed-finance and the Rental Assistance Demonstration (RAD) programs. These redevelopment efforts, to date, have relied solely on the County partnering with private sector developers, who, unlike the County, are eligible to apply for certain funding, including, but not limited to, low-income housing tax credits. Although the County has successfully redeveloped some of its public housing portfolio through these partnerships, Commissioner Higgins is interested in exploring the redevelopment of the County's remaining public housing and other County-owned housing developments and properties without the need to partner with the private sector. Commissioner Higgins believes that by doing so the County will, among other things, be able to develop and operate the County's public and other affordable housing properties in a more cost-effective manner.

To this end, Commissioner Higgins wishes to sponsor legislation that would create a not-for-profit corporation, limited liability company along with project-specific subsidiaries of such entity to act as general partner members, and whereby the County, through the Board, would hold an ownership interest in such entity or entities.<sup>1</sup> The purpose of the entity or entities would be to

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<sup>1</sup> It is worth noting that chapter 421, Florida Statutes (commonly known as the "Housing Authorities Law"), specifically section 421.08(8)(a), contemplates and authorizes, public housing authorities to create "a for-profit or not-for-profit corporation, limited liability company, or other similar business entity pursuant to all applicable laws of this state in which the housing authority may hold an ownership interest or participate in its governance in order to develop, acquire, lease, construct, rehabilitate, manage, or operate multifamily or single-family residential projects." Further, in addition to the Housing Authorities Law, housing

develop, acquire, lease, construct, rehabilitate, apply for certain types of financing, and manage or operate multifamily or single-family residential projects, including, but not limited to, the redevelopment of the County's public housing developments through the RAD programs. The Board would participate in governance of the entity or entities by serving as the board of directors without compensation. Further, the County would enter into a shared services agreement with the entity or entities whereby appropriate MDHCD and other County staff with real estate expertise would provide the necessary support to the corporation in order to function effectively. The entity or entities would have no employees and all work on behalf of the entity or entities would be performed by County employees pursuant to the shared services agreement. The entity or entities would, at all times, operate under all applicable provisions of Florida's open government laws, including, but not limited to, the Government in the Sunshine Law, section 286.011, Florida Statutes, Florida's Public Records Act, chapter 119, Florida Statutes, as these laws may be amended from time to time, and all State and County conflict of interest laws, as applicable.

Chapter 112, Florida Statutes, specifically section 313(7)(a), was touched upon in our conversation with Mr. Schafer. It states:

No public officer or employee of an agency shall have or hold any employment or contractual relationship with any business entity or any agency which is subject to the regulation of, or is doing business with, an agency of which he or she is an officer or employee, excluding those organizations and their officers who, when acting in their official capacity, enter into or negotiate a collective bargaining contract with the state or any municipality, county, or other political subdivision of the state; nor shall an officer or employee of an agency have or hold any employment or contractual relationship that will create a continuing or frequently recurring conflict between his or her private interests and the performance of his or her public duties or that would impede the full and faithful discharge of his or her public duties.

We are of the opinion that the prohibitions set forth in section 112.313(7)(a), Florida Statutes, do not apply here because there is no employment or contractual relationship between the County Commissioners and the entity created by the Board. The Board will be responsible for overseeing the operations and management of the corporation, which will be wholly owned and operated by the County through the Board. The corporation would function as an arm of the County and the commissioners' respective roles relative to the corporation will be an integral part of their official duties as public servants, but without an employment or contractual relationship since the Florida Commission on Ethics has concluded that noncompensated services of an officer of a

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authorities are authorized by the Housing Act and HUD's regulations to create these entities for the purposes described herein. See e.g., 24 CFR § 943.142(a) ("A PHA may create and operate a wholly owned or controlled subsidiary or other affiliate; may enter into joint ventures, partnerships, or other business arrangements with individuals, organizations, entities, or governmental units. A subsidiary or affiliate may be a nonprofit corporation. A subsidiary or affiliate may be an organization controlled by the same persons who serve on the governing board of the PHA or who are employees of the PHA.") However, as noted above, the County's public housing agency, was not created pursuant to the Housing Authorities Law, and, therefore, unlike other housing authorities, the County would not be able to create the entity or entities in accordance with that law.

nonprofit corporation do not constitute employment or a contractual relationship.<sup>2</sup> It is this distinction that removes the instant matter from the applicability of section 112.313(7)(a), Florida Statutes, since the corporation would not be subject to the regulation of, or do business with the County, and no conflict can be created due to their structures and relationship. In fact, the Florida Commission on Ethics has also concluded that where uncompensated directors of corporations have no contractual relationship with such corporations there is no conflict under Section 112.313(7).<sup>3</sup> Further, in CEO 19-25, the Florida Commission on Ethics concluded “[...]Where the county has a reserved seat on the board of the nonprofit to which it may appoint a person and where the board members of the nonprofit are not compensated, there is a unity of interest between the county and the nonprofit such that Section 112.316, Florida Statutes<sup>4</sup>, operates to negate any conflict of interest arising from Sections 112.313(3) and 112.313(7)(a), Florida Statutes, when the county and the nonprofit amend the purchasing agreement or negotiate a new agreement after the county commissioner joins the board of the nonprofit.”

Additionally, in CEO 85-59, the Florida Commission on Ethics concluded:

No prohibited conflict of interest would be created were trustees or staff of the Historic St. Augustine Preservation Board to serve as officers or directors, without compensation, of a nonprofit direct support organization created under Section 266.08, Florida Statutes, to operate for the benefit of the Board. As the direct support organization is to function exclusively for the support and promotion of the Board, there is a unity of interest rather than a conflict of interest between the Board and the organization. However, trustees and staff of the Board would be prohibited from being employed by or contracting with the organization by Section 112.313(7), Florida Statutes.

In the instant matter, the Board’s members would be serving as the nonprofit’s directors and County employees would be acting as the nonprofit’s staff, without compensation, directly supporting the County’s public purpose of developing, acquiring, leasing, constructing, rehabilitating, managing, and/or operating affordable multifamily or single-family residential housing projects. The nonprofit entity would likewise function exclusively for the support and promotion of the Board. Therefore, there would be a unity of interest rather than a conflict of interest between the Board, County staff, and the nonprofit entity. No member of the Board or County staff would be employed by, or contract directly with, the nonprofit entity.

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<sup>2</sup> See CEO 83-70

<sup>3</sup> See CEO 06-12

<sup>4</sup> This section states “It is not the intent of this part, nor shall it be construed, to prevent any officer or employee of a state agency or county, city, or other political subdivision of the state or any legislator or legislative employee from accepting other employment or following any pursuit which does not interfere with the full and faithful discharge by such officer, employee, legislator, or legislative employee of his or her duties to the state or the county, city, or other political.”

With these facts and issues in mind, we welcome your guidance and thank you for your attention to, and consideration of this matter. We look forward to your response and we are available to provide any additional information that you may need.

Sincerely,



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Terrence A. Smith  
Assistant County Attorney

Cc: Eileen Higgins, Commissioner  
Geri Bonzon-Keenan, County Attorney  
Gerald Sanchez, First Assistant County Attorney  
Jess McCarty, Executive Assistant County Attorney  
Grayden Schafer, Assistant General Counsel, FCE

## Schafer, Grayden

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**From:** Schafer, Grayden  
**Sent:** Wednesday, March 19, 2025 2:53 PM  
**To:** Schafer, Grayden  
**Subject:** Correspondence

Correspondence regarding Opinion #2818

**From:** Schafer, Grayden  
**Sent:** Monday, January 27, 2025 4:10 PM  
**To:** 'Smith, Terrence (CAO)' <Terrence.Smith@miamidade.gov>  
**Subject:** RE: Request for Ethics Opinion

Mr. Smith:

We have received your ethics inquiry and it has been assigned to me. I will review it and let you know if I have any questions. I apologize for not responding sooner—our offices closed last Tuesday due to snow before your email came in and we just reopened this morning.

Thank you,

Gray Schafer  
Assistant General Counsel  
Florida Commission on Ethics  
(850)488-7864

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**From:** Smith, Terrence (CAO) <Terrence.Smith@miamidade.gov>  
**Sent:** Monday, January 27, 2025 4:50 PM  
**To:** Schafer, Grayden <SCHAFER.GRAYDEN@leg.state.fl.us>  
**Subject:** RE: Request for Ethics Opinion

No worries. I fully understand.

Terrence A. Smith  
Assistant County Attorney  
Miami-Dade County Attorney's Office  
111 N.W. 1<sup>st</sup> Street, Suite 2810  
Miami, Florida 33128  
Tel: (305) 375-1322  
Cell: (786) 620-9237  
Fax: (305) 375-5634  
Email: [Terrence.Smith@miamidade.gov](mailto:Terrence.Smith@miamidade.gov)  
Assistant: Elizabel Gamboa  
Tel: (305) 375-3770  
Email: [Elizabel.Gamboa@miamidade.gov](mailto:Elizabel.Gamboa@miamidade.gov)

Assistant: Lashika Nelson  
Tel: (305) 375-4319  
Email: [Lashika.Nelson@miamidade.gov](mailto:Lashika.Nelson@miamidade.gov)

---

**From:** Schafer, Grayden  
**Sent:** Wednesday, January 29, 2025 3:00 PM  
**To:** 'Smith, Terrence (CAO)' <Terrence.Smith@miamidade.gov>  
**Subject:** RE: Request for Ethics Opinion

Terrence:

Thank you for speaking with me today. The following questions were covered in our phone conversation, but if you could just reiterate your answers by responding to this email, I would appreciate it.

1. Am I correct in understanding that—if the corporation is created—and if the Board of County Commissioners were to serve as its officers, that they would not be compensated for their service?
2. Is there any indication that serving as the board of the corporation will result in an increase in the Commissioners' public salaries at the County?
3. Am I correct in understanding that a shared use agreement would extend the responsibilities of certain County employees to perform duties for the corporation? If so, would those employees be a party to the shared use agreement, or would the agreement be between only the County and the corporation?
4. Will those County employees who perform services for the corporation be compensated by the corporation? Or would they only be salaried/W-2 employees of the County?

In case you are curious, that advisory opinion that I mentioned was CEO 18-13.

Thanks again,

Gray Schafer

---

**From:** Smith, Terrence (CAO) <Terrence.Smith@miamidade.gov>  
**Sent:** Wednesday, January 29, 2025 3:56 PM  
**To:** Schafer, Grayden <SCHAFER.GRAYDEN@leg.state.fl.us>  
**Cc:** Appleton, Richard (CAO) <Richard.Appleton@miamidade.gov>; Summerset-Williams, Shannon (CAO) <Shannon.Summerset@miamidade.gov>; Kirtley, Eddie (CAO) <Eddie.Kirtley@miamidade.gov>  
**Subject:** RE: Request for Ethics Opinion  
**Importance:** High

Hi Gray:

Please see my responses in red below

Terrence A. Smith  
Assistant County Attorney  
Miami-Dade County Attorney's Office  
111 N.W. 1<sup>st</sup> Street, Suite 2810

Miami, Florida 33128  
Tel: (305) 375-1322  
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Assistant: Elizabel Gamboa  
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Email: [Elizabel.Gamboa@miamidade.gov](mailto:Elizabel.Gamboa@miamidade.gov)  
Assistant: Lashika Nelson  
Tel: (305) 375-4319  
Email: [Lashika.Nelson@miamidade.gov](mailto:Lashika.Nelson@miamidade.gov)

**From:** Schafer, Grayden  
**Sent:** Wednesday, January 29, 2025 3:00 PM  
**To:** Smith, Terrence (CAO)  
**Subject:** RE: Request for Ethics Opinion

**EMAIL RECEIVED FROM EXTERNAL SOURCE**

Terrence:

Thank you for speaking with me today. The following questions were covered in our phone conversation, but if you could just reiterate your answers by responding to this email, I would appreciate it.

1. Am I correct in understanding that—if the corporation is created—and if the Board of County Commissioners were to serve as its officers, that they would not be compensated for their service? Yes, the County Commissioners would receive no compensation.
2. Is there any indication that serving as the board of the corporation will result in an increase in the Commissioners' public salaries at the County? No, for the reason stated in question No. 1 above.
3. Am I correct in understanding that a shared use agreement would extend the responsibilities of certain County employees to perform duties for the corporation? Yes If so, would those employees be a party to the shared use agreement, or would the agreement be between only the County and the corporation? The agreement would be between the County and the corporation.
4. Will those County employees who perform services for the corporation be compensated by the corporation? No Or would they only be salaried/W-2 employees of the County? They would be paid only by the County.

In case you are curious, that advisory opinion that I mentioned was CEO 18-13.

Thanks again,

Gray Schafer

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**From:** Schafer, Grayden  
**Sent:** Friday, January 31, 2025 3:49 PM

**To:** 'Smith, Terrence (CAO)' <Terrence.Smith@miamidade.gov>

**Subject:** RE: Request for Ethics Opinion

Good afternoon, Terrence:

I am still researching your opinion request and have a few more questions for you. These pertain to how the outside corporate entity would be funded.

In particular, would the County be making payments to the corporate entity for its services? Alternately, would the County have to provide for the costs of the entity in the County budget?

Or would this be a situation where no money is being put into the corporate entity, and it is instead just providing money back to the County?

Let me know if you need to have these questions clarified further. Thank you!

Gray

---

**From:** Smith, Terrence (CAO) <Terrence.Smith@miamidade.gov>

**Sent:** Thursday, February 27, 2025 3:31 PM

**To:** Schafer, Grayden <SCHAFFER.GRAYDEN@leg.state.fl.us>

**Cc:** Higgins, Eileen (DIST5) <Eileen.Higgins@miamidade.gov>; Fernandez, Maggie M. (DIST5) <Maggie.Fernandez@miamidade.gov>; Fernandez, Jonathan (DIST5) <Jon.Fernandez@miamidade.gov>; Montes, Ana (DIST5) <Ana.Montes@miamidade.gov>; Kirtley, Eddie (CAO) <Eddie.Kirtley@miamidade.gov>; Appleton, Richard (CAO) <Richard.Appleton@miamidade.gov>; Summerset-Williams, Shannon (CAO) <Shannon.Summerset@miamidade.gov>; Gamboa, Elizabel (CAO) <Elizabel.Gamboa@miamidade.gov>; Nelson, Lashika (CAO) <Lashika.Nelson@miamidade.gov>; Clodfelter, David (OMB) <David.Clodfelter@miamidade.gov>; Ballina, Alex (HCD) <Alex.Ballina@miamidade.gov>; Cintron, Jose (HCD) <Jose.Cintron@miamidade.gov>; Kogon, Nathan (HCD) <nathan.kogon@miamidade.gov>; Flood, Kyle (HCD) <Kyle.Flood@miamidade.gov>

**Subject:** RE: Request for Ethics Opinion

**Importance:** High

Good afternoon, Gray:

Sorry for my delay in following up with you, but as I mentioned in our last meeting, I needed to speak with our client. Regarding your questions below, we respond as follows: It is contemplated that the entity would be self-sustaining. Any funds that the County through its housing department, Department of Housing and Community Development (HCD), provides to the outside entity, whether in the form of a loan, payment for services provided, or otherwise, will be appropriately budgeted for with HCD funding in the County's budget. This will not impact the County's general fund budget. Further, because the entity would be self-sustaining, there would not be money coming back to the County.

Please let me know if you have any other questions.

Cordially,

Terrence A. Smith  
Assistant County Attorney  
Miami-Dade County Attorney's Office  
111 N.W. 1<sup>st</sup> Street, Suite 2810

Miami, Florida 33128  
Tel: (305) 375-1322  
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Assistant: Lashika Nelson  
Tel: (305) 375-4319  
Email: [Lashika.Nelson@miamidade.gov](mailto:Lashika.Nelson@miamidade.gov)

---

**From:** Schafer, Grayden  
**Sent:** Thursday, February 27, 2025 3:34 PM  
**To:** 'Smith, Terrence (CAO)' <[Terrence.Smith@miamidade.gov](mailto:Terrence.Smith@miamidade.gov)>  
**Subject:** RE: Request for Ethics Opinion

Thank you, Terrence. Have you had a chance to speak with Commissioner Higgins about whether she wishes to proceed with this request as a formal advisory opinion?

---

**From:** Smith, Terrence (CAO) <[Terrence.Smith@miamidade.gov](mailto:Terrence.Smith@miamidade.gov)>  
**Sent:** Thursday, February 27, 2025 3:37 PM  
**To:** Schafer, Grayden <[SCHAFER.GRAYDEN@leg.state.fl.us](mailto:SCHAFER.GRAYDEN@leg.state.fl.us)>  
**Cc:** Higgins, Eileen (DIST5) <[Eileen.Higgins@miamidade.gov](mailto:Eileen.Higgins@miamidade.gov)>; Fernandez, Maggie M. (DIST5) <[Maggie.Fernandez@miamidade.gov](mailto:Maggie.Fernandez@miamidade.gov)>; Fernandez, Jonathan (DIST5) <[Jon.Fernandez@miamidade.gov](mailto:Jon.Fernandez@miamidade.gov)>; Montes, Ana (DIST5) <[Ana.Montes@miamidade.gov](mailto:Ana.Montes@miamidade.gov)>; Kirtley, Eddie (CAO) <[Eddie.Kirtley@miamidade.gov](mailto:Eddie.Kirtley@miamidade.gov)>; Appleton, Richard (CAO) <[Richard.Appleton@miamidade.gov](mailto:Richard.Appleton@miamidade.gov)>; Summerset-Williams, Shannon (CAO) <[Shannon.Summerset@miamidade.gov](mailto:Shannon.Summerset@miamidade.gov)>; Gamboa, Elizabel (CAO) <[Elizabel.Gamboa@miamidade.gov](mailto:Elizabel.Gamboa@miamidade.gov)>; Nelson, Lashika (CAO) <[Lashika.Nelson@miamidade.gov](mailto:Lashika.Nelson@miamidade.gov)>; Clodfelter, David (OMB) <[David.Clodfelter@miamidade.gov](mailto:David.Clodfelter@miamidade.gov)>; Ballina, Alex (HCD) <[Alex.Ballina@miamidade.gov](mailto:Alex.Ballina@miamidade.gov)>; Cintron, Jose (HCD) <[Jose.Cintron@miamidade.gov](mailto:Jose.Cintron@miamidade.gov)>; Kogon, Nathan (HCD) <[nathan.kogon@miamidade.gov](mailto:nathan.kogon@miamidade.gov)>; Flood, Kyle (HCD) <[Kyle.Flood@miamidade.gov](mailto:Kyle.Flood@miamidade.gov)>  
**Subject:** RE: Request for Ethics Opinion

Hi Gray:

Yes, I spoke with Commissioner Higgins. She is aware and has no objections with a formal advisory opinion which will be considered by your board. I am adding back Commissioner Higgins and the other persons copied to keep them in the loop.

Terrence A. Smith  
Assistant County Attorney  
Miami-Dade County Attorney's Office  
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Assistant: Lashika Nelson  
Tel: (305) 375-4319  
Email: [Lashika.Nelson@miamidade.gov](mailto:Lashika.Nelson@miamidade.gov)

---

**From:** Schafer, Grayden  
**Sent:** Thursday, February 27, 2025 3:48 PM  
**To:** 'Smith, Terrence (CAO)' <[Terrence.Smith@miamidade.gov](mailto:Terrence.Smith@miamidade.gov)>; Steverson, Kathryn <[STEVEYSON.KATHRYN@leg.state.fl.us](mailto:STEVEYSON.KATHRYN@leg.state.fl.us)>  
**Cc:** Higgins, Eileen (DIST5) <[Eileen.Higgins@miamidade.gov](mailto:Eileen.Higgins@miamidade.gov)>; Fernandez, Maggie M. (DIST5) <[Maggie.Fernandez@miamidade.gov](mailto:Maggie.Fernandez@miamidade.gov)>; Fernandez, Jonathan (DIST5) <[Jon.Fernandez@miamidade.gov](mailto:Jon.Fernandez@miamidade.gov)>; Montes, Ana (DIST5) <[Ana.Montes@miamidade.gov](mailto:Ana.Montes@miamidade.gov)>; Kirtley, Eddie (CAO) <[Eddie.Kirtley@miamidade.gov](mailto:Eddie.Kirtley@miamidade.gov)>; Appleton, Richard (CAO) <[Richard.Appleton@miamidade.gov](mailto:Richard.Appleton@miamidade.gov)>; Summerset-Williams, Shannon (CAO) <[Shannon.Summerset@miamidade.gov](mailto:Shannon.Summerset@miamidade.gov)>; Gamboa, Elizabel (CAO) <[Elizabel.Gamboa@miamidade.gov](mailto:Elizabel.Gamboa@miamidade.gov)>; Nelson, Lashika (CAO) <[Lashika.Nelson@miamidade.gov](mailto:Lashika.Nelson@miamidade.gov)>; Clodfelter, David (OMB) <[David.Clodfelter@miamidade.gov](mailto:David.Clodfelter@miamidade.gov)>; Ballina, Alex (HCD) <[Alex.Ballina@miamidade.gov](mailto:Alex.Ballina@miamidade.gov)>; Cintron, Jose (HCD) <[Jose.Cintron@miamidade.gov](mailto:Jose.Cintron@miamidade.gov)>; Kogon, Nathan (HCD) <[nathan.kogon@miamidade.gov](mailto:nathan.kogon@miamidade.gov)>; Flood, Kyle (HCD) <[Kyle.Flood@miamidade.gov](mailto:Kyle.Flood@miamidade.gov)>  
**Subject:** RE: Request for Ethics Opinion

Absolutely. Please include her and the other members of your team.

I will instruct our administrative staff to elevate Commissioner Higgins' inquiry to be a formal advisory opinion and will get to work on it. I will let you know if I need any more information.

Thank you!

---

**From:** Smith, Terrence (CAO) <[Terrence.Smith@miamidade.gov](mailto:Terrence.Smith@miamidade.gov)>  
**Sent:** Thursday, February 27, 2025 3:51 PM  
**To:** Schafer, Grayden <[SCHAFER.GRAYDEN@leg.state.fl.us](mailto:SCHAFER.GRAYDEN@leg.state.fl.us)>; Steverson, Kathryn <[STEVEYSON.KATHRYN@leg.state.fl.us](mailto:STEVEYSON.KATHRYN@leg.state.fl.us)>  
**Cc:** Higgins, Eileen (DIST5) <[Eileen.Higgins@miamidade.gov](mailto:Eileen.Higgins@miamidade.gov)>; Fernandez, Maggie M. (DIST5) <[Maggie.Fernandez@miamidade.gov](mailto:Maggie.Fernandez@miamidade.gov)>; Fernandez, Jonathan (DIST5) <[Jon.Fernandez@miamidade.gov](mailto:Jon.Fernandez@miamidade.gov)>; Montes, Ana (DIST5) <[Ana.Montes@miamidade.gov](mailto:Ana.Montes@miamidade.gov)>; Kirtley, Eddie (CAO) <[Eddie.Kirtley@miamidade.gov](mailto:Eddie.Kirtley@miamidade.gov)>; Appleton, Richard (CAO) <[Richard.Appleton@miamidade.gov](mailto:Richard.Appleton@miamidade.gov)>; Summerset-Williams, Shannon (CAO) <[Shannon.Summerset@miamidade.gov](mailto:Shannon.Summerset@miamidade.gov)>; Gamboa, Elizabel (CAO) <[Elizabel.Gamboa@miamidade.gov](mailto:Elizabel.Gamboa@miamidade.gov)>; Nelson, Lashika (CAO) <[Lashika.Nelson@miamidade.gov](mailto:Lashika.Nelson@miamidade.gov)>; Clodfelter, David (OMB) <[David.Clodfelter@miamidade.gov](mailto:David.Clodfelter@miamidade.gov)>; Ballina, Alex (HCD) <[Alex.Ballina@miamidade.gov](mailto:Alex.Ballina@miamidade.gov)>; Cintron, Jose (HCD) <[Jose.Cintron@miamidade.gov](mailto:Jose.Cintron@miamidade.gov)>; Kogon, Nathan (HCD) <[nathan.kogon@miamidade.gov](mailto:nathan.kogon@miamidade.gov)>; Flood, Kyle (HCD) <[Kyle.Flood@miamidade.gov](mailto:Kyle.Flood@miamidade.gov)>  
**Subject:** RE: Request for Ethics Opinion

Thanks Gray!

Terrence A. Smith  
Assistant County Attorney  
Miami-Dade County Attorney's Office  
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Tel: (305) 375-1322  
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Assistant: Lashika Nelson  
Tel: (305) 375-4319  
Email: [Lashika.Nelson@miamidade.gov](mailto:Lashika.Nelson@miamidade.gov)

---

**From:** Higgins, Eileen (DIST5) <[Eileen.Higgins@miamidade.gov](mailto:Eileen.Higgins@miamidade.gov)>  
**Sent:** Thursday, February 27, 2025 3:53 PM  
**To:** Schafer, Grayden <[SCHAFER.GRAYDEN@leg.state.fl.us](mailto:SCHAFER.GRAYDEN@leg.state.fl.us)>  
**Cc:** Smith, Terrence (CAO) <[Terrence.Smith@miamidade.gov](mailto:Terrence.Smith@miamidade.gov)>; Steverson, Kathryn <[STEVERSON.KATHRYN@leg.state.fl.us](mailto:STEVERSON.KATHRYN@leg.state.fl.us)>; Fernandez, Maggie M. (DIST5) <[Maggie.Fernandez@miamidade.gov](mailto:Maggie.Fernandez@miamidade.gov)>; Fernandez, Jonathan (DIST5) <[Jon.Fernandez@miamidade.gov](mailto:Jon.Fernandez@miamidade.gov)>; Montes, Ana (DIST5) <[Ana.Montes@miamidade.gov](mailto:Ana.Montes@miamidade.gov)>; Kirtley, Eddie (CAO) <[Eddie.Kirtley@miamidade.gov](mailto:Eddie.Kirtley@miamidade.gov)>; Appleton, Richard (CAO) <[Richard.Appleton@miamidade.gov](mailto:Richard.Appleton@miamidade.gov)>; Summerset-Williams, Shannon (CAO) <[Shannon.Summerset@miamidade.gov](mailto:Shannon.Summerset@miamidade.gov)>; Gamboa, Elizabel (CAO) <[Elizabel.Gamboa@miamidade.gov](mailto:Elizabel.Gamboa@miamidade.gov)>; Nelson, Lashika (CAO) <[Lashika.Nelson@miamidade.gov](mailto:Lashika.Nelson@miamidade.gov)>; Clodfelter, David (OMB) <[David.Clodfelter@miamidade.gov](mailto:David.Clodfelter@miamidade.gov)>; Ballina, Alex (HCD) <[Alex.Ballina@miamidade.gov](mailto:Alex.Ballina@miamidade.gov)>; Cintron, Jose (HCD) <[Jose.Cintron@miamidade.gov](mailto:Jose.Cintron@miamidade.gov)>; Kogon, Nathan (HCD) <[nathan.kogon@miamidade.gov](mailto:nathan.kogon@miamidade.gov)>; Flood, Kyle (HCD) <[Kyle.Flood@miamidade.gov](mailto:Kyle.Flood@miamidade.gov)>; Smith, Terrence (CAO) <[Terrence.Smith@miamidade.gov](mailto:Terrence.Smith@miamidade.gov)>; Steverson, Kathryn <[STEVERSON.KATHRYN@leg.state.fl.us](mailto:STEVERSON.KATHRYN@leg.state.fl.us)>; Fernandez, Maggie M. (DIST5) <[Maggie.Fernandez@miamidade.gov](mailto:Maggie.Fernandez@miamidade.gov)>; Fernandez, Jonathan (DIST5) <[Jon.Fernandez@miamidade.gov](mailto:Jon.Fernandez@miamidade.gov)>; Montes, Ana (DIST5) <[Ana.Montes@miamidade.gov](mailto:Ana.Montes@miamidade.gov)>; Kirtley, Eddie (CAO) <[Eddie.Kirtley@miamidade.gov](mailto:Eddie.Kirtley@miamidade.gov)>; Appleton, Richard (CAO) <[Richard.Appleton@miamidade.gov](mailto:Richard.Appleton@miamidade.gov)>; Summerset-Williams, Shannon (CAO) <[Shannon.Summerset@miamidade.gov](mailto:Shannon.Summerset@miamidade.gov)>; Gamboa, Elizabel (CAO) <[Elizabel.Gamboa@miamidade.gov](mailto:Elizabel.Gamboa@miamidade.gov)>; Nelson, Lashika (CAO) <[Lashika.Nelson@miamidade.gov](mailto:Lashika.Nelson@miamidade.gov)>; Clodfelter, David (OMB) <[David.Clodfelter@miamidade.gov](mailto:David.Clodfelter@miamidade.gov)>; Ballina, Alex (HCD) <[Alex.Ballina@miamidade.gov](mailto:Alex.Ballina@miamidade.gov)>; Cintron, Jose (HCD) <[Jose.Cintron@miamidade.gov](mailto:Jose.Cintron@miamidade.gov)>; Kogon, Nathan (HCD) <[nathan.kogon@miamidade.gov](mailto:nathan.kogon@miamidade.gov)>; Flood, Kyle (HCD) <[Kyle.Flood@miamidade.gov](mailto:Kyle.Flood@miamidade.gov)>  
**Subject:** Re: Request for Ethics Opinion

Gray,

Thank you very much for your help in this matter. We look forward to having the formal opinion so we know how to properly proceed.

Thanks,

*Eileen*

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Eileen T Higgins  
Commissioner, Miami-Dade County  
District 5