

MEMORANDUM

Agenda Item No. 11(A)(11)

TO: Honorable Chairman Anthony Rodriguez
and Members, Board of County Commissioners

DATE: December 2, 2025

FROM: Geri Bonzon-Keenan
County Attorney

SUBJECT: Resolution appointing a voting
trustee to the Public Health Trust
Board of Trustees for a term
expiring May 31, 2028

Resolution No. R-1179-25

The accompanying resolution was prepared and placed on the agenda at the request of Prime Sponsor Commissioner Roberto J. Gonzalez.



Geri Bonzon-Keenan
County Attorney

GBK/uw



MEMORANDUM (Revised)

TO: Honorable Chairman Anthony Rodriguez
and Members, Board of County Commissioners

DATE: December 2, 2025

FROM: 
Glen Bonzon-Keenan
County Attorney

SUBJECT: Agenda Item No. 11(A)(11)

Please note any items checked.

- ☐ "3-Day Rule" for committees applicable if raised
- ☐ 6 weeks required between first reading and public hearing
- ☐ 4 weeks notification to municipal officials required prior to public hearing
- ☐ Decreases revenues or increases expenditures without balancing budget
- ☐ Budget required
- ☐ Statement of fiscal impact required
- ☐ Statement of social equity required
- ☐ Ordinance creating a new board requires detailed County Mayor's report for public hearing
- ☒ No committee review
- ☐ Applicable legislation requires more than a majority vote (i.e., 2/3's present ____, 2/3 membership ____, 3/5's ____, unanimous ____, majority plus one ____, CDMP 7 vote requirement per 2-116.1(3)(h) or (4)(c) ____, CDMP 2/3 vote requirement per 2-116.1(3) (h) or (4)(c) ____, CDMP 9 vote requirement per 2-116.1(4)(c) (2) ____) to approve
- ☐ Current information regarding funding source, index code and available balance, and available capacity (if debt is contemplated) required

Approved _____ Mayor
Veto _____
Override _____

Agenda Item No. 11(A)(11)
12-2-25

RESOLUTION NO. _____ R-1179-25

RESOLUTION APPOINTING A VOTING TRUSTEE TO THE
PUBLIC HEALTH TRUST BOARD OF TRUSTEES FOR A
TERM EXPIRING MAY 31, 2028

WHEREAS, there is a vacancy on the Public Health Trust Board of Trustees (“Board of Trustees”); and

WHEREAS, in accordance with section 25A-3(d) of the Code of Miami-Dade County, the Public Health Trust Nominating Council (“Nominating Council”) convened for the purpose of determining its recommendation of a nominee to be submitted to the Board of County Commissioners (“Board”) for appointment as a voting trustee to the Public Health Trust Board of Trustees; and

WHEREAS, section 25A-3(d) further provides that the Nominating Council shall submit to the Board a list of nominees containing a total number of names equal to the number of vacancies plus, at the discretion of the Nominating Council, up to two additional nominees, and that the Board shall select and appoint the necessary number of voting trustees from that list; and

WHEREAS, as reflected in the attached memorandum, the Nominating Council’s nominee is Mojdeh Khaghan,

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF MIAMI-DADE COUNTY, FLORIDA, that this Board appoints Mojdeh Khaghan as a voting trustee to the Board of Trustees of the Public Health Trust for a term expiring on May 31, 2028.

The Prime Sponsor of the foregoing resolution is Commissioner Roberto J. Gonzalez. It was offered by Commissioner **Danielle Cohen Higgins** , who moved its adoption. The motion was seconded by Commissioner **Kionne L. McGhee** and upon being put to a vote, the vote was as follows:

Anthony Rodriguez, Chairman	aye		
Kionne L. McGhee, Vice Chairman	aye		
Marleine Bastien	aye	Juan Carlos Bermudez	aye
Sen. René García	aye	Oliver G. Gilbert, III	aye
Roberto J. Gonzalez	absent	Keon Hardemon	aye
Danielle Cohen Higgins	aye	Vicki L. Lopez	aye
Natalie Milian Orbis	aye	Raquel A. Regalado	aye
Micky Steinberg	absent		

The Chairperson thereupon declared this resolution duly passed and adopted this 2nd day of December, 2025. This resolution shall become effective upon the earlier of (1) 10 days after the date of its adoption unless vetoed by the County Mayor, and if vetoed, shall become effective only upon an override by this Board, or (2) approval by the County Mayor of this resolution and the filing of this approval with the Clerk of the Board.



MIAMI-DADE COUNTY, FLORIDA
BY ITS BOARD OF
COUNTY COMMISSIONERS

JUAN FERNANDEZ-BARQUIN, CLERK

By: Basia Pruna
Deputy Clerk

Approved by County Attorney as
to form and legal sufficiency.

Christopher C. Kokoruda
Kevin Marker

Date: November 3, 2025

To: Honorable Chairman Anthony Rodriguez
and Members, Board of County Commissioners

From: Amadeo Lopez-Castro, III 
Chairman, Public Health Trust
Nominating Council

Subject: Appointment of Voting Trustee to the Public Health Trust Board of Trustees

Recommendation

It is recommended that the Board of County Commissioners (Board) select and appoint the nominee submitted by the Public Health Trust Nominating Council (Nominating Council) for appointment to the Public Health Trust Board of Trustees (PHT). The term for the appointment shall expire May 31, 2028.

Scope

The Nominating Council consists of Chairman Amadeo Lopez-Castro III, Chairman of the Nominating Council and PHT, PHT Vice-Chairwoman Carmen M. Sabater, PHT Member Senator Alexis Calatayud, PHT Member Abigail Price-Williams, PHT Member Walter T. Richardson, Mayor-appointed member Mario J. Artecona, South Florida AFL-CIO appointed member Lovette McGill, Board appointed member Commissioner Raquel A. Regalado, and Miami-Dade Delegation appointed member Senator Ana Maria Rodriguez. Section 25A-3(d) of the Code of Miami-Dade County provides that voting trustees of the PHT shall be appointed by resolution approved by the Board after the Nominating Council submits to the Board a list of nominees containing a total number of names which is equal to one nominee for each vacancy on the PHT plus, at the discretion of the Nominating Council, up to two additional nominees. The Board shall select and appoint the voting trustees from the list of nominees submitted by the Nominating Council.

Fiscal Impact/Funding Source

This action has no fiscal impact to the County as the PHT members serve without compensation. Members are entitled to reimbursement for necessary expenses, including the expense of performance bonds incurred in the discharge of their duties. These expenses are funded by the PHT.

Track Record/Monitor

The Nominating Council received three applications. One application was incomplete, and several unsuccessful attempts were made to communicate with the applicant. The two remaining applicants, Dr. Vincent Roddy and Ms. Mojdeh Khaghan, were interviewed on September 10, 2025. After assessing the applicants, the Nominating Council voted 4-0 on September 10, 2025, to: refer the applications of Ms. Mojdeh Khaghan and Dr. Vincent Roddy to the Commission on Ethics and Public Trust (COE) for review and determination of any existing or potential conflicts of interest; in the event the COE determines that either candidate has a disqualifying conflict of interest, the remaining candidate found to have no conflict would be forwarded to the Board of County Commissioners for consideration and appointment to the PHT; and should both candidates be found to have no conflicts of interest, the Nominating Council will reconvene to make a final selection between the qualified candidates.

Subsequently, the COE issued an informal opinion by the legal staff regarding Dr. Roddy's application that provided in pertinent part:

- “Dr. Roddy would have a prohibited conflict of interest between his potential appointment as a PHT Trustee and his ongoing employment as Director of Emergency Department Services for Keralty Hospital because the PHT/JHS and Keralty Hospital are competitors in the provision of medical services in Miami-Dade County and his duties as Director of Emergency Department Services for Keralty Hospital could overlap with his public duties were he to be appointed to the PHT Board of Trustees.”

A true and complete copy of said informal opinion is attached hereto.

In addition, the legal staff at the COE provided guidance regarding Ms. Khaghan's application that provided in pertinent part:

- “[A]fter my review of Ms. Khaghan's resume and prior ethics opinions regarding her past activities, as well as my conversation with her, I have not identified a particular activity, with the limited facts provided to me, that would give rise to a prohibited conflict of interest. However, I identified several areas where either my knowledge is limited or where conflicts could arise in the future depending on future conduct.”

A true and complete copy of said guidance is attached hereto.

Therefore, Ms. Mojdeh Khaghan's name is being forwarded to the Board for consideration as required by Chapter 25A of the County Code.

Background

In accordance with the procedures of the Nominating Council, advertisements for the PHT Board of Trustees appeared in the Miami Herald and El Nuevo Herald (digital ad), LinkedIn (digital ad) and on the Jackson Health System website. These advertisements were targeted to residents of

Miami-Dade County. The Miami Herald and El Nuevo Herald advertisements received 142,859 impressions and 152 website clicks. The LinkedIn ad received 52,070 impressions and 1,622 link clicks with a clickthrough rate of 3.12%. The Jackson website link with application received 783 visits to the page. In all 82 clicked the link with the PHT application, with an average of 6-12 clicks a day.

The Nominating Council directed the Public Health Trust to conduct a background check for the applicant. The background check concluded that no concerns were found. A true and correct copy of the background check memorandum is attached hereto.

Attachments:

Nominee Application
Background Check Memorandum
Correspondence with Miami-Dade Commission on Ethics & Public Trust

MOJDEH L. KHAGHAN

5151 Collins Avenue, Miami Beach, FL 33140

305.772.4444 . mlk@morganreed.com

EDUCATION

Columbia University School of Law, J.D. 1991
Journal of Law & the Arts, Articles Editor
Arts Law Clinic/Volunteer Lawyers for the Arts
Law School Senate Parliamentarian

Columbia College, Columbia University
B.A. magna cum laude 1988, English Literature
Phi Beta Kappa

LICENSURE

The Florida Bar, United States District Court, S.D. Florida 1995;
New York State Bar, United States District Courts, S.D. and E.D. New York
1992; New York State Real Estate Broker 2008; Florida Real Estate Broker 2010;
Florida Supreme Court Certified Circuit Civil Mediator 2013 (inactive status
2023).

EXPERIENCE

Morgan Reed Group LLC Miami Beach, FL
Principal, Counsel
Officer, director and shareholder of diversified investment holding company
specializing in real estate and securities; review and negotiate contracts, leases,
equity offerings, shareholder agreements.
1997 to present

Mojdeh L. Khaghan Miami Beach, FL
Attorney
Practice specializing in securities litigation, shareholder class and derivative
actions, trusts and estates litigation. Extensive merger related document review
and analysis for disputed transactional cases.
1996 to 2007

Goodkind Labaton Rudoff & Sucharow New York, NY
Litigation Associate
Concentrated in '33 and '34 Act litigation and securities class actions in federal
and state courts. Handled all aspects of cases from discovery through trial and/or

settlement, post-settlement distribution of recovery to clients and class members.
Established Miami office of New York based law firm.
1992 to 1996

COMMUNITY INVOLVEMENT

City of Miami Beach

Chair, Budget Advisory Committee, 2020-present
Commissioner, Housing Authority of City of Miami Beach, 2017-present
Vice Chair, Personnel Board 2011 to 2016
Chair, Personnel Rules Revision Committee 2012-14
Youth Center Advisory Board 2007-11

Public Health Trust, Jackson Health System

Vice Chair 2013-19
Treasurer; Chair, Audit & Compliance Subcommittee 2012-15, 2018-19
Pension Plan Subcommittee
Financial Recovery Board Member 2012-14

Greater Miami Jewish Federation

1999-present
Campaign Chair, 2024-
Major Gifts Chair, 2023-24
Jewish Community Relations Council, Chair 2020-23
Planning & Distribution Committee, Chair 2015-18
Agency Support Committee, Co-Chair 2012-15
Women's Philanthropy President 2010-12
Campaign Chair 2007-09
Stanley C. Myers President's Leadership Award 2008

The Florida Bar

Grievance Committee (11B) Member, 2020-23

Wexner Heritage Fellow

Miami 2011-13
Alumni Council 2017-19

2025 APPLICATION FOR NOMINATION TO SERVE ON THE BOARD OF TRUSTEES OF THE PUBLIC HEALTH TRUST OF MIAMI-DADE COUNTY

Mission

To build the health of the community by providing a single, high standard of health care for all the residents of Miami-Dade County

Vision

To be a nationally and internationally recognized, world-class academic medical system and to be the provider of choice for quality care.

Values

Providing the best care, with care, for everyone by demonstrating compassion, accountability, respect, and expertise.

Chapter 25A of the Miami-Dade County Code states that the governing body of the Trust shall consist of 7 voting members, none of whom shall be employees of the Trust. Board members are appointed to the Trust during the annual appointment process or through a special convening of the Nominating Council. The membership of the Board of Trustees should be representative of the community at large and should reflect the racial, gender, ethnic and disabled make-up of the community. Candidates will be screened for any potential conflict of interest with the responsibilities of a Board member.

Completed applications and resumes can be mailed or hand delivered to the address below by **Wednesday, July 23, 2025 at 4:00 p.m.** Emails of the application and resume will be accepted and can be sent to cocboards@miamidade.gov. It is the responsibility of the applicant to ensure electronic receipt of the application and resume by calling the Clerk of the Board at 305-375-5127.

**Clerk of the Board of County Commissioners
ATTENTION: County Board's Coordinator
111 NW 1st Street, Suite 17-202
Miami, Florida 33128
(305)375-5127**

ATTENTION APPLICANTS: BACKGROUND CHECKS WILL BE PERFORMED ON ALL APPLICANTS SELECTED FOR AN INTERVIEW. IF SELECTED, TRUSTEES WILL BE REQUIRED TO SUBMIT FINANCIAL DISCLOSURE FORMS.



**Candidate for Nomination to Serve on the Board of Trustees
Public Health Trust of Miami-Dade County
Jackson Health System**

**ATTENTION APPLICANTS: BACKGROUND CHECKS WILL BE PERFORMED ON
ALL APPLICANTS SELECTED FOR AN INTERVIEW. IF SELECTED, TRUSTEES
WILL BE REQUIRED TO SUBMIT FINANCIAL DISCLOSURE FORMS.**

Biographical Profile

Name: KHAGHAN MOJDEH
Last First Middle

Employer: Self employed

Title/Occupation: Attorney

Business Type:

Business Telephone: 305-772-4444

Email Address: mlk@morganreed.com

Home Address: 5151 Collins Ave, Miami Beach, FL 33140

Home Telephone:

Date of Birth: 7/6/1967 Length of Residence in Miami-Dade County: 30 years

PLEASE CHECK APPROPRIATE INFORMATION LISTED BELOW (Optional)

- | | | |
|--|--|--|
| ☐ Male | ☒ White Non-Hispanic | ☐ American Indian or Alaskan Native |
| ☒ Female | ☐ Black Non-Hispanic | ☐ Haitian American |
| | ☐ Hispanic | |
| | ☐ Asian or Pacific Islander | |

EDUCATION:

School/City/Major/Degree:

Columbia Law School, JD 1991

Columbia College, BA English, 1988

wheatley High School, 1985

Previous Employment and Professional Background:

Business Name	Position	Years

EXPERIENCE AND/OR QUALIFICATIONS:

Describe how your past experience and/or qualifications would benefit the Public Health Trust:

I am completing the almost year long term of Mr. Allen who vacated his trust seat, and I am currently Audit and Compliance Chair. I have been fortunate to serve the Miami-Dade community for decades as a professional volunteer. I served for approximately 8 years beginning with the Financial Recovery Board and subsequently the Public Health Trust of Jackson Health System. I am familiar with the various requirements and challenges of operating a large, crucial, public hospital system that is the safety net provider of every level of care to our diverse population. I have continued to serve on the Pension Subcommittee through the present time.

ORGANIZATIONS AND ACTIVITIES:

List community, civic, professional and other organizations of which you are a member:

Organization

Position Held

Commissioner, Housing Authority of City of Miami Beach
(appointed)

~~Chair, Budget Advisory Committee, City of Miami Beach~~
(appointed)

Campaign Chair, Greater Miami Jewish Federation

The Florida Bar
The New York State Bar

List any Public Office held (Elected or Appointed):

Office	Date

Affiliations with hospitals, nursing homes or other health related institutions:

None

Activities reflecting community interest:

See above

List all potential conflicts of interest, including potential conflicts arising from your relationships or the relationships of any of your family members in the healthcare industry:

None

References - Persons acquainted with candidate's activities/experience:

Name	Title	Telephone
Mr. Carlos Migoya	CEO, Jackson Health System	786-374-4312
Mr. Mark Knight	CFO, Jackson Health System	954-600-8025

Please describe the goals and objectives you will seek to accomplish if you are selected as a Trustee:

If selected to continue my service on the Public Health Trust, I shall fulfill the obligation to represent the best interests of the organization in business operations as well as to maximize and optimize its capacity to maintain providing the highest quality healthcare throughout the community to those in need of care and assistance.

I, (candidate's name) Mojdeh Khaghan,
Citizen of the United States, a duly qualified elector of Miami-Dade County, and not
affiliated with the Public Health Trust of Miami-Dade County or its subordinate agencies
or institutions, would, if appointed, be willing and able to discharge the responsibilities
and functions of Trustee. I declare that, if selected while currently serving on another
official County board, I will resign from my other County responsibilities.

7/14/2025

Date _____

under

Candidate's Signature

Nominated by (if not self):

Name

Telephone

City

State

Zip Code

TO: Amadeo Lopez-Castro III, Chairman
and Members, Nominating Council

FROM: Michelle M. Kligman, Psy.D, MBA, MS
Executive Vice President & Chief Human Resources Officer

DATE: October 27, 2025

RE: Background Screening Confirmation – Mojdeh Khaghan, Candidate for Re-appointment to the
Public Health Trust Board

In accordance with the Public Health Trust's governance and compliance protocols, the Human Resources Department conducted a comprehensive background screening for Ms. Mojdeh Khaghan, candidate for appointment to the Public Health Trust (PHT) Board of Trustees.

On October 15, 2025, the Human Resources Department requested that our current vendor, First Choice Background Screening (First Choice), conduct a background check on Ms. Khaghan.

No criminal history was identified in the State of Florida System. The screening also included a public records search of County and Statewide Criminal Records, National Criminal and Sex Offender Records, County Civil Records, Federal Civil Records, Lien/Judgment Filings, Bankruptcy Filings, and Internet and Social Media Records. Ms. Khaghan's results returned with no reportable records found.

A review of Ms. Khaghan's Driver and Vehicle Information Database (DAVID) report revealed a valid Florida driver's license with no reportable records found.

On October 16, 2025, subsequent screenings were conducted through the Florida Department of Law Enforcement (FDLE) and a Level 2 screening through the Agency for Health Care Administration (AHCA). No reportable results were found, and Ms. Khaghan satisfied AHCA's eligibility standards.

After personally reviewing all documentation and official reports, I confirm that Ms. Mojdeh Khaghan has successfully met all background screening standards required for service on the Public Health Trust Board of Trustees. All original records and supporting documentation will be retained by the Chief Human Resources Officer in accordance with the Trust's recordkeeping and compliance policies.

Official Records on File

1. Electronic emails from First Choice Background Screening confirming results of the background screening
2. First Choice Background Screening report
3. Driver and Vehicle Information Database (DAVID) report
4. Human Resources fingerprint and ID verification forms and FDLE report
5. Results of Agency for Health Care Administration (AHCA) Level 2 background screening
6. Biography for Ms. Mojdeh Khaghan
7. Internet and media search results



MIAMI-DADE COMMISSION ON ETHICS AND PUBLIC TRUST

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

MEMORANDUM

TO: Amadeo Lopez-Castro III, Chairman
Public Health Trust of Miami-Dade County

FROM: Nolen Andrew Bunker, Assistant General Counsel
Miami-Dade Commission on Ethics and Public Trust

SUBJECT: INQ 2025-92; Section 2-11.1(j), Conflicting employment prohibited.

DATE: September 12, 2025

CC: All COE Legal Staff; Esther Caravia, Vice President of Government Relations,
Jackson Health System

Thank you for contacting the Miami-Dade Commission on Ethics and Public Trust (“Ethics Commission”) and requesting our guidance regarding possible conflicts of interest.

Facts

The Public Health Trust of Miami-Dade County (“PHT”) was created by the Miami-Dade Board of County Commissioners (“BCC”) in 1973.¹ The PHT is an agency and instrumentality of the County and is responsible for operating Jackson Health System (“JHS”). *See* Miami-Dade County Code §§ 25A-1, 25A-2(a). The PHT has a Board of Trustees, which consists of seven voting members and constitutes the PHT’s governing body. *See* Miami-Dade County Code § 25A-3.

There is currently a pending application and nomination process for one appointment as Trustee on the PHT’s Board of Trustees. Ms. Esther Caravia, JHS Vice President of Government Relations, advised that one of the applicants, Dr. Vincent Harold Roddy, is employed as Director of Emergency Department Services with Keralty Hospital.

Per records maintained by the Florida Department of State, Westchester General Hospital, Inc., a Florida for-profit corporation, is doing business as Keralty Hospital. Keralty is a multinational

¹ *See* About Public Health Trust, ABOUT PHT, <https://jacksonhealth.org/administrative/public-health-trust/> (last visited Sept. 11, 2025).

health group that owns and operates medical facilities providing advanced primary care services in numerous countries.²

Issue

Whether any prohibited conflict of interest may exist between Dr. Roddy's employment with Keralty Hospital and his potential appointment as a PHT Trustee.

Analysis

The Miami-Dade County Conflict of Interest and Code of Ethics Ordinance ("County Ethics Code") applies, in a modified fashion, to the members of the PHT Board of Trustees. *See* Miami-Dade County Code § 25A-3(c). Specifically, the County Ethics Code applies to PHT Trustees, except that it "shall not operate to preclude individuals from serving as Trustees on the basis of interests relating to Miami-Dade County when such interests do not conflict with the Trust." *Id.* Furthermore, "wherever in the . . . [County Ethics Code] reference is made to the Commissioners of the Board of County Commissioners, that reference shall be deemed to be a reference to the voting members of the Board of Trustees of the Public Health Trust." *Id.*

As such, the County Ethics Code prohibits PHT Trustees from engaging in "other employment which would impair his or her independence of judgment in the performance of his or her public duties." County Ethics Code § 2-11.1(j). 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." RQO 17-03. Several factors are considered to determine whether a potential conflict of interest exists between an individual's County position and his or her outside employment, including: the nexus between the public duties and the outside employment; whether the individual has decision-making authority over the same subject matter that the outside employment concerns; whether the individual solicits business or customers in the same area over which he or she has jurisdiction; whether the individual will come into contact with the same or similar people or entities in both his or her public position and outside employment; and whether the public entity with which the individual serves funds or has a contract with his or her outside employer. *See* RQO 17-01; *see also* INQ 21-66.

In addition to the County Ethics Code, the PHT's Board of Trustees is governed by a heightened conflict of interest standard pursuant to Miami-Dade County Resolution Number C-1020-11 and the Bylaws of the Board of Trustees of the PHT. *See* INQ 20-01. Specifically,

[t]he governing board shall reflect and embrace a rigorous conflict of interest policy which includes a heightened standard, eliminating both the perception of as well as any actual conflict of interest for board members. Board members shall have no conflicts of interest for one year before or after serving, personally or as stakeholders, in

² *See* *Empresa Global Keralty*, KERALTY GLOBAL ENTERPRISE, <https://www.keraltyhospital.com/our-company#block-views-block-keralty-global-block-1> (last visited Sept. 11, 2025).

the outcome of their decisions. The governing body's sole interest should be in the future of Jackson Health System.

PHT Bylaws, Art. III, § 3. "A perceived conflict of interest is created when a reasonable person could believe that a board member acted with disloyalty or divided loyalties, whether or not an actual conflict exists." RQO 12-01 (interpreting the heightened ethics standard).³ Individuals appointed as Trustees of the PHT may not have any potential conflicts of interest, including affiliation with a competitor, for one year before their nomination or appointment. *See* INQ 20-01.

In practice, an applicant could not serve as a Trustee of the PHT because his brother served on the Board of Directors of Miami Children's Hospital, which was an entity that operated as a competitor of the PHT/JHS, particularly in the provision of children's hospital services. *See* INQ 13-226. Additionally, a Nurse Manager at the University of Miami Hospital could not serve as a Trustee of the PHT because she was employed with an affiliate or contract partner of the PHT/JHS and the significant contractual connections between the University of Miami and PHT/JHS would cause recurring instances where her independence of judgment could be affected. *See* INQ 16-54. Similarly, the owner and operator of a business and political strategy firm could not serve as a Trustee of the PHT because his mother was employed by the University of Miami as an Administrative Assistant. *See* INQ 18-214.

Here, based on the information provided to us at this time, it appears that Dr. Roddy's ongoing employment as Director of Emergency Department Services with Keralty Hospital would prevent him from serving as a Trustee on the PHT Board of Trustees. *See* RQO 12-01; INQ 20-01; INQ 13-226. The PHT oversees the operation of the Ryder Trauma Center at both Jackson Memorial Hospital and Jackson South, as well as the operation of Jackson West Medical Center, all of which provide emergency services in the County.⁴ Keralty Hospital also provides emergency care in the County. As such, Keralty Hospital is a competitor of the PHT/JHS. Analyzed under Section 2-11.1(j) of the County Ethics Code, it appears that Dr. Roddy's position as the Director of Emergency Department Services for Keralty Hospital could give rise to a prohibited conflict of interest because: a) he would have decision-making authority over the same subject matter – the operation of competing medical services providers – in both his proposed County position and in his outside employment; b) both the PHT/JHS and Keralty Hospital solicit business and/or operate in the same general areas; c) he could come into contact with the same or similar people or entities in both his public position and his work with Keralty Hospital; and d) he could obtain confidential information through the course of his proposed service as a PHT Trustee that could be of interest to his outside employer, Keralty Hospital. *See* RQO 17-01; INQ 21-66.

Furthermore, analyzed under the heightened conflict of interest standard, Dr. Roddy's administrative position and duties with Keralty Hospital, a competitor of the PHT in the provision

³ The Ethics Commission is empowered to issue opinions concerning the Ethics Requirement contained in the Bylaws of the PHT's Board of Trustees. *See* Miami-Dade County Res. No. C-1020-11; PHT Bylaws, Art. III, § 3.

⁴ *See* Locations, 24/7 EMERGENCY CARE, <https://jacksonhealth.org/services/emergency-care/> (last visited Sept. 12, 2025).

of healthcare services in Miami-Dade County, could cause a reasonable person to believe that he had divided loyalties. *See* RQO 12-01; INQ 20-01; INQ 13-226. To be clear, we do not opine on the strength or quality of Dr. Roddy's character and integrity; rather, we simply acknowledge that, under the heightened ethical standard applicable to the PHT's Board of Trustees, even the perception or appearance of any conflict of interest operates as a bar on service. *See* PHT Bylaws, Art. III, § 3; RQO 12-01.

Opinion

Based on the facts presented here and discussed above, **Dr. Roddy would have a prohibited conflict of interest between his potential appointment as a PHT Trustee and his ongoing employment as Director of Emergency Department Services for Keralty Hospital** because the PHT/JHS and Keralty Hospital are competitors in the provision of medical services in Miami-Dade County and his duties as Director of Emergency Department Services for Keralty Hospital could overlap with his public duties were he to be appointed to the PHT Board of Trustees. *See* PHT Bylaws, Art. III, § 3; RQO 12-01; INQ 13-226.

This opinion is based on the facts presented and is limited to an interpretation of the County Ethics Code and the Bylaws of the Board of Trustees of the PHT only. If these facts change, or if there are any further questions, please contact the above-named attorney.

Other conflicts may apply under state law. For an opinion regarding Florida ethics law, please contact the Florida Commission on Ethics, P.O. Drawer 15709, Tallahassee, FL 32317, phone number (850) 488-7864, <http://www.ethics.state.fl.us/>.

INQs are informal 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.

Kokoruda, Chris (CAO)

From: Bunker, Nolen A. (COE)
Sent: Friday, September 12, 2025 6:02 PM
To: Caravia, Esther
Cc: Kokoruda, Chris (CAO)
Subject: RE: Ethics Opinion
Attachments: RQO 12-01 Khagan.pdf; INQ 2020-01 Shy (j)PHT.pdf

Hi Esther:

Earlier this afternoon I issued INQ 25-92, which addressed your initial request for an opinion from earlier this week regarding Dr. Roddy's application to serve on the PHT Board of Trustees.

With regard to a request for an opinion concerning Ms. Khaghan, there generally needs to be a specific question or set of facts on which I can base my guidance. Here, it appears that you, on behalf of the PHT's Nominating Committee, are not requesting specific guidance regarding application of the County Ethics Code to any of Ms. Khaghan's past or ongoing employment or volunteer activities. Rather, it appears that you are requesting a more general review, which is outside the usual scope of the Ethics Commission's advisory function (i.e., rendering advisory opinions regarding the application of the County Ethics Code).

Nevertheless, in an effort to provide you with some guidance, I reviewed the resume of Ms. Khaghan's that you provided and I did not see any content that gave an immediate indication of a potential conflict (such as employment with a competing medical services provider). I see that she currently serves as a Commissioner of the City of Miami Beach's Housing Authority. I am unaware of any business relationship between that entity and the PHT, but if one exists or were to arise in the future, I suggest that additional guidance should be sought regarding the specifics of that relationship. I further note that Ms. Khaghan is a principal of Morgan Reed Group LLC. Again, while I am unaware of any business relationship between that entity and the PHT, additional ethics guidance should be sought if one exists or arises in the future.

Furthermore, I reviewed our past ethics opinions issued by the Ethics Commission related to Ms. Khaghan's past service on the PHT Board of Trustees or other boards. I have attached both RQO 12-01 and INQ 20-01, which address past guidance provided in relation to her activities. One item of note that I saw in INQ 20-01 was that, at that time, Ms. Khaghan was serving on the Board of Directors of Nicklaus Children's Hospital Foundation. Such activity, as noted in INQ 20-01, could give rise to a prohibited conflict of interest. However, I spoke with Ms. Khaghan today regarding her service on the Foundation's Board of Directors, and she advised that it ended several years ago. As such, because the activity is not ongoing and ended more than one year ago, the heightened ethical standard in the PHT's Board of Trustees Bylaws would not apply to prevent her current service as a PHT Trustee with regard to that prior activity.

I further discussed with Ms. Khaghan her activities and she advised that she does not work for any hospital or medical services provider in Miami-Dade County, nor does she serve on any board of directors or trustees for such an entity, excepting the PHT. I further advised Ms. Khaghan that, as an attorney, if she were to take on any future client that is a hospital or medical services provider in Miami-Dade County, that she should seek further ethical guidance from us prior to engaging said client.

In sum, after my review of Ms. Khaghan's resume and prior ethics opinions regarding her past activities, as well as my conversation with her, I have not identified a particular activity, with the limited facts provided to me,

that would give rise to a prohibited conflict of interest. However, I identified several areas where either my knowledge is limited or where conflicts could arise in the future depending on future conduct.

I hope that this provides the guidance sought, and if you have any additional questions, please feel free to reach out at 305.350.0609.

Thank you,

Nolen Andrew "Drew" Bunker, B.C.S.

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From: Caravia, Esther <esther.caravia@jhsmiami.org>

Sent: Friday, September 12, 2025 12:04 PM

To: Bunker, Nolen A. (COE) <Nolen.Bunker@miamidade.gov>

Cc: Kokoruda, Chris (CAO) <Chris.Kokoruda@miamidade.gov>

Subject: Ethics Opinion

Hi Drew,

I hope you are doing well. On Wednesday morning, the nominating council met and interviewed two candidates – current PHT board member Mojdeh Khaghan and Dr. Vincent Roddy. There was a lot of discussion related to the potential conflict that Dr. Roddy may have; however, it was voted by the council to send both applications to the Commission on Ethics to have both applicants reviewed for any potential conflicts. As such, please see attached applications for both.

Please let me know if you have any questions.

Thank you for your assistance and support.

Esther Caravia

VP of Government Relations

Chief of Staff to the CEO

Jackson Health System
Phone: 786-466-2301

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