



AGENDA REQUEST FORM

THE SCHOOL BOARD OF BROWARD COUNTY, FLORIDA

MEETING DATE	2020-04-21 10:00 - Regular School Board Meeting
AGENDA ITEM	ITEMS
CATEGORY	H. OFFICE OF THE GENERAL COUNSEL
DEPARTMENT	Office of the General Counsel

Special Order Request	<input type="radio"/> Yes	<input checked="" type="radio"/> No
Time		
Open Agenda	<input type="radio"/> Yes	<input checked="" type="radio"/> No

ITEM No.:

H-1.

TITLE:

Conflict of Interest Waiver Request – Bryant Miller Olive, P.A.

REQUESTED ACTION:

Approve the request for conflict of interest waiver, dated March 30, 2020, by Bryant Miller Olive, P.A.

SUMMARY EXPLANATION AND BACKGROUND:

The law firm of Bryant Miller Olive, P.A. (hereinafter the "Firm") is currently representing The School Board of Broward County, Florida in certain labor and employment law matters.
See Supporting Docs for continuation of Summary Explanation and Background.

SCHOOL BOARD GOALS:

Goal 1: High Quality Instruction Goal 2: Safe & Supportive Environment Goal 3: Effective Communication

FINANCIAL IMPACT:

There is no financial impact to the District.

EXHIBITS: (List)

(1) Summary Explanation and Background (2) Conflict Waiver Request

BOARD ACTION:

APPROVED

(For Official School Board Records Office Only)

SOURCE OF ADDITIONAL INFORMATION:

Name: Barbara J. Myrick, Esq.	Phone: 754-321-2050
Name:	Phone:

THE SCHOOL BOARD OF BROWARD COUNTY, FLORIDA

Senior Leader & Title

Barbara J. Myrick - General Counsel

Signature

Barbara J. Myrick

4/2/2020, 3:09:09 PM

Approved In Open Board Meeting On: APR 21 2020

By:

School Board Chair

SUMMARY EXPLANATION AND BACKGROUND

The law firm of Bryant Miller Olive, P.A. (hereinafter the "Firm") is currently representing The School Board of Broward County, Florida in certain labor and employment law matters.

The Firm has filed the attached conflict of interest waiver request seeking The School Board's waiver of any actual or potential conflicts of interest in its representation of J.P. Morgan Securities, LLC ("the Underwriter"). In its request, the Firm advises that it also represents the Underwriter in connection with the underwriting of the Board's Certificates of Participation, Series 2020A ("COPS") as Underwriter's counsel. Although the underwriting is unrelated to any labor work the Firm does for the Board and the Firm believes that the Underwriter and the Board's interests are generally aligned with regard to the COPS, consent is still required from both parties. The Firm represents that the Underwriter has given its consent.

The General Counsel's office has reviewed the request and has no objection to same. Furthermore, Rule 4-1.8(b) prohibits a lawyer from using any information relating to the representation of a client to the detriment of the client's interests without further informed consent by the client.

A Conflict of Waiver acknowledgment form is attached for execution by the Chair and the Superintendent should the waiver request be approved.

End of Document

Bryant Miller Olive

Attorneys at Law
SunTrust International Center
1 S.E. 3rd Avenue
Suite 2200
Miami, FL 33131
Tel 305.374.7349
Fax 305.374.0895

March 30, 2020

Ms. Barbara Myrick
General Counsel
The School Board of Broward County, Florida
600 S.E. Third Avenue, 11th Floor
Ft. Lauderdale, Florida 33301

Re: Certificates of Participation, Series 2020A Evidencing Undivided Proportionate Interests of the Owners Thereof in Basic Lease Payments to be made by The School Board of Broward County, Florida, as Lessee, Pursuant to a Master Lease Purchase Agreement with Broward School Board Leasing Corp., as Lessor

Dear Ms. Myrick:

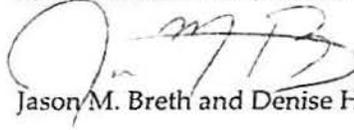
Bryant Miller Olive P.A. (the "Firm") is currently representing The School Board of Broward County, Florida (the "Board") as Cadre Counsel for certain labor and employment law matters. The Firm also represents J.P. Morgan Securities, LLC (the "Underwriter") as underwriter's counsel in connection with the underwriting of the above-captioned certificates of participation (the "COPs"). The representation of the Underwriter in the issuance of the COPs is limited to reviewing and commenting on the financing documents, including, but not limited to, the certificate purchase contract and the preliminary offering statement, and assisting with due diligence. The Firm's representation of the Underwriter in the issuance of the COPs is completely unrelated to the Firm's representation of the Board in any labor and employment matters.

Although we believe that the Underwriter and the Board's interests are generally aligned in the issuance of the COPs, such circumstances constitute a "technical" conflict of interest that requires consent from both clients. We are asking that the Board consent to the Firm's representation of the Underwriter in the COPs transaction. We reasonably believe that we will be able to represent the Board competently and diligently in the labor and employment matters without regard to our representation of the Underwriter in the unrelated COPs transaction.

Ms. Barbara Myrick
March 30, 2020
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We understand the Board to be a sophisticated client well-represented by its General Counsel's Office, which can fully advise the Board regarding this request. Therefore, we respectfully ask that the Board consent to this representation.

BRYANT MILLER OLIVE P.A.

A handwritten signature in black ink, appearing to be "JMB" and "DH", written over a horizontal line.

Jason M. Breth and Denise Heekin

CONFLICT WAIVER

THE SCHOOL BOARD OF BROWARD COUNTY, FLORIDA hereby consents and waives any potential conflict of interest with regard to the following matter:

Bryant Miller Olive P.A.'s representation of J.P. Morgan Securities, LLC (the "Underwriter") in the Underwriter's underwriting of The School Board's Certificates of Participation, Series 2020A.

(Corporate Seal)

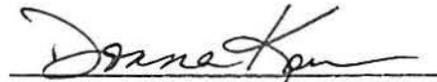
ATTEST:



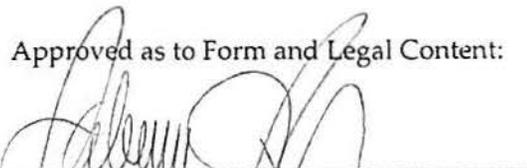
Robert W. Runcie, Superintendent
of Schools

THE SCHOOL BOARD OF BROWARD
COUNTY, FLORIDA

By:


Donna P. Korn, Chair

Approved as to Form and Legal Content:


Office of the General Counsel