

**TONI PRECKWINKLE**  
PRESIDENT, COOK COUNTY  
BOARD OF COMMISSIONERS



**BOARD OF ETHICS MEMBERS**  
ROSEANN OLIVER, CHAIR  
JUAN CALIXTO  
PASTOR SAMUEL E. HINKLE III  
ANNE I. SHAW  
MARIBETH VANDER WEELE

**MARYNIC U. FOSTER**  
EXECUTIVE DIRECTOR

## **COOK COUNTY BOARD OF ETHICS**

69 W. WASHINGTON STREET, SUITE 3040  
CHICAGO, ILLINOIS 60602  
312/603-4304 OFFICE  
312/603-3760 FAX 312/603-1011 TT/TDD

December 31, 2012

[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]

Re: 12 A 0013

Board Consideration Date: December 18, 2012

Section 2-577 Use or Disclosure of Confidential Information

Section 2-580 Post Employment Restrictions

Dear [REDACTED]:

This letter is in response to your request for an advisory opinion from the Cook County Board of Ethics ("Board").

### **FACTS**

[REDACTED] is currently employed as a Manager with the Cook County Department of Geographic Information Systems (GIS). He has been employed with the County since 1983. [REDACTED] is planning to retire from the County at the end of 2013 and is inquiring about post employment restrictions because he is considering obtaining employment with current Cook County vendors. According to [REDACTED], as part of his job duties as the Department of GIS Manager, he is involved in the posting of a Request for Proposal (RFP), and serves as a member of the evaluation committee when his department intends to contract for IT services. This evaluation committee reviews the vendor proposals and recommends one of the vendors for contract negotiation with the Cook County Office of Procurement. [REDACTED] is seeking clarification from the Board regarding Section 2-580, Post Employment Restrictions, which in pertinent part states, "Participated personally and substantially in the decision to award County contracts..." [REDACTED] is inquiring if the Ethics Ordinance considers his involvement in the evaluation committee of vendor proposals a substantial role in the contract award process, particularly since he is only one of several votes. [REDACTED] is also inquiring as to whether if he removes himself from the evaluation committee and only maintains an auxiliary role, would that relieve him of the restriction in the Ethics Ordinance.

**ISSUE**

Are there any limitations or prohibitions which would prevent Cook County Department of GIS Manager, [REDACTED] from being employed by a Cook County vendor following his retirement from Cook County?

**APPLICABLE SECTIONS OF THE ETHICS ORDINANCE**

Section 2-561- Definitions

Whenever used in this Ordinance, the following terms shall have the following meanings:

*Contract management authority* means personal involvement in or direct supervisory responsibility for the formation or execution of a County contract, including without limitation the preparation of specifications, evaluation of bids or proposals, negotiation of contract terms or supervision of performance.

*County* means the County of Cook and all government agencies of the County of Cook.

*Employee* means an individual by the County whether part-time or full-time or by a contract of employment. The term “employee” shall include individuals employed by County Officers as referenced in Article VII, Section 4 of the Illinois Constitution. The term “employee” shall not include judges of election.

*Person* means any individual, entity, corporation, partnership, firm, association, union, trust, estate, as well as any parent or subsidiary of any of the foregoing, and whether or not operated for profit.

Section 2-577 Use or Disclosure of Confidential Information

No official or employee shall use or disclose, other than:

- (1) In the performance of his or her official duties;
- (2) As may be required by law; or
- (3) As permitted in Section 2-584, confidential information gained in the course of or by reason of his position or employment. For purposes of this subsection, the term “confidential information” means any information that may not be obtained pursuant to the Illinois Freedom of Information Act, as amended.

Section 2-580 Post Employment Restrictions

- (b) No former official or employee shall assist or represent any person in any business transaction involving the County, if the official or employee participated personally and substantially in that transaction during his or her term of office or employment.
- (c) No former official or employee may, for a period of one year after the termination of his or her term of office or employment, knowingly accept employment or receive compensation or fees for services from an employer if the employee or official, during the year immediately preceding termination of County employment and on

behalf of the County, participated personally and substantially in the decision to award County contracts with a cumulative value of over \$25,000.00 to the person or entity, or its parent or subsidiary.

## **DISCUSSION**

### **Permanent Restriction:**

Pursuant to Section 2-580(b) of the Ethics Ordinance, a former County employee is prohibited from assisting or representing any person in any business transaction involving the County, if the employee participated personally and substantially in that transaction during his or her term of employment. The purpose of this provision is to ensure that the fiduciary duty owed to the County by its employees in connection with business transactions is not compromised after they leave County service. The Post Employment restriction section of the Ethics Ordinance is also known as the “revolving door provision,” the only provision which specifically deals with a government official or employee once they leave government employment. Revolving door restrictions or limitations are important provisions in the Ethics Ordinance for two reasons: 1) post employment situations and the potential for conflict is very common; and 2) this common activity, more than any other, if left unaddressed, may send a message to citizens that individuals who run for office and/or go into government service, do so in order to win the “corporate lottery.” The intent behind post employment restrictions is to slow down the revolving door and curb undue influence or unfair advantage to employers that hire or might hire former government officials or employees, as full-time employees or as professionals.

*Person*, as defined by Section 2-561 of the Ordinance includes individuals, corporations, partnerships, associations, etc. The Board of Ethics has consistently interpreted “business transaction” to mean an individual contract, specific project or other transaction. This prohibition is permanent but applies only to the particular business transaction. Therefore, the prohibition does not itself bar the former employee from working for the “person” involved in the business transaction – it merely prohibits the former employee from ever doing any work on that particular transaction.

The question addressed in this opinion is whether [REDACTED] duties and responsibilities as the Manager of the Cook County Department of GIS involves him “personally and substantially” in County business transactions with County vendors. The Board has concluded in its prior opinions and decisions that the descriptive term “personally and substantially” refers to participation by an individual rather than a department that is greater than “nominal” but not necessarily “total and complete.” However, in all cases, personal and substantial participation must be determined based on a totality of facts and the particular circumstances of a given situation.

In this situation, the Board has determined that [REDACTED] is personally and substantially involved with the Cook County Department of GIS vendors during the schematic and design phases of the Department of GIS projects, and essentially takes over the role of the director of the department when needed. He is also involved with the evaluation committee that evaluates proposals from potential Department of GIS vendors. As a result, the Board concludes that [REDACTED]

██████████ participates personally and substantially in business transactions with the Cook County Department GIS vendors as an employee of the County.

Therefore, it is the determination of this Board that ██████████ is prohibited from working for any vendors of the Cook County Department of GIS if he was personally and substantially involved in business transactions with the Cook County Department GIS vendors as an employee of the County. The Board notes however, that the prohibition does not permanently bar ██████████ from working for any Cook County Department of GIS vendors; it merely prohibits him from ever doing work with those vendors on any Cook County Department of GIS projects. Any such employment in violation of the Ordinance could subject both the former employee and the new employer, to fines in accordance with Section 2-602 of the Ordinance and that any contract, negotiated, entered into, or performed in violation of the Ordinance, may potentially be voidable by the County, as set forth in Section 2-603 of the Ordinance.

**Temporary Restriction:**

Section 2-580(c) of the Ethics Ordinance prohibits a former County employee, for a period of one year after the termination of his or her term of employment, from knowingly accepting employment or receiving compensation or fees for services from an employer if the employee, during the year immediately preceding termination of County service, participated personally and substantially in the decision to award County contracts with a cumulative value over \$25,000 to the person, or its parent or subsidiary. The intent of Section 2-580(c) is to prohibit the real or perceived exchange of approval of County contracts for future employment opportunities.

In this case, the Board has determined that ██████████ participates personally and substantially in the decision to award County contracts with the Department of GIS. For a period of one year after the termination of his term of employment, if ██████████ knowingly accepts employment or receives compensation or fees for services from a vendor doing business with Cook County, and specifically, has a contract with the Cook County Department of GIS in excess of \$25,000 when ██████████ was an employee of the Cook County Department of GIS, he would be in violation of Section 2-580(c) of the Ethics Ordinance.

In connection with any post-employment restrictions set forth in Section 2-580, ██████████ remains bound by Section 2-577 of the Ordinance, which permanently prohibits County officials and employees from disclosing confidential information acquired during the course of their County service.

Please note that the determinations herein are based solely on the application of the Cook County Ethics Ordinance to the questions posed in this opinion. Other laws or rules also may apply to this situation.

We hope that this opinion addresses your concerns. The Board thanks you for your inquiry and commends you for your conscientiousness in seeking to uphold the guiding principles of the Ethics Ordinance. Under the rules and regulations of the Cook County Board of Ethics, all requests for reconsideration of this advisory opinion must be filed within 20 days of the date of this opinion. Please do not hesitate to contact our office if you have additional questions or require additional information.

12 A 0013

Page 5

Sincerely,  
THE COOK COUNTY BOARD OF ETHICS

A handwritten signature in black ink, appearing to read "Roseann Oliver". The signature is written in a cursive style with a large, stylized "O" at the end.

Roseann Oliver,  
Chairperson