

**STATE OF RHODE ISLAND
BEFORE THE RHODE ISLAND ETHICS COMMISSION**

IN RE : GAYLE CORRIGAN COMPLAINT Nos. 2017-11 & 2018-5

DECISION AND ORDER OF THE ETHICS COMMISSION

This matter was adjudicated before the State of Rhode Island Ethics Commission (“Commission”) on March 2 and 12, 2021, pursuant to R.I. Gen. Laws §§ 36-14-13; 42-35-9, and Commission Regulation 520-RICR-00-00-3.22 - Hearing to Determine Violation of the Code of Ethics (1015). The following Commissioners were present for the entire adjudicative hearing and participated in the deliberations and rendering of this Decision and Order: Marisa A. Quinn, Chair; Kyle P. Palumbo, Secretary; M. Therese Antone; J. Douglas Bennett; and Timothy Murphy. Commissioner Robert A. Salk was present at the start of the hearing on March 2, but later had to leave the meeting as he was called away to his medical practice. Commissioner Salk did not thereafter participate in the hearings and did not participate in the Commission’s deliberations or voting.

Attorney Katherine D’Arezzo prosecuted the case on behalf of the People of the State of Rhode Island pursuant to 520-RICR-00-00-3.22(B) and 520-RICR-00-00-3.6(D). The Respondent appeared and was represented by attorney Richard E. Kirby. Herbert DeSimone, Jr. attended all proceedings as independent legal counsel for the Commission.

TRAVEL OF THE CASE

On December 15, 2017, William Higgins filed a Complaint with the Commission, (Complaint No. 2017-11), against the Respondent, Gayle Corrigan, in her capacity as the East Greenwich Town Manager (“Town Manager”), a municipal appointed position. The Complaint alleged that the Respondent violated the Code of Ethics by recommending to the East Greenwich Town Council (“Town Council”) that it hire the Respondent’s business associate, Linda Dykeman, at the Town Council’s June 26, 2017 meeting. It was alleged that subsequent to the Town Council’s approval, on or about June 30, 2017, the Respondent appointed Ms. Dykeman as the Town’s consolidated Finance Director/Business Manager, a position for which the Respondent was alleged to be her supervisor. The Complaint further alleged that the Respondent subsequently awarded Ms. Dykeman an annual salary of \$127,500, without Town Council approval as required under the East Greenwich Town Charter (“Charter”). Pursuant to Commission Regulation 520-RICR-00-00-3.8-Initial Determination of Complaint (1003), the Commission, on January 9, 2018, made an initial determination that the Complaint stated facts that, if true, were sufficient to constitute a knowing and willful violation of the Code of Ethics and authorized a full investigation.

Pursuant to R.I. Gen. Laws § 36-14-12(c)(4) and Commission Regulation 520-RICR-00-00-3.11 - Finding of Probable Cause (1006), the Commission conducted a probable cause hearing in this matter on September 11, 2018, at which time the Commission considered the Complaint, the prosecution's Investigative Report, the Respondent's Verified Answer and Amended Verified Answer, and the arguments of counsel. Respondent's then-counsel, attorney Christopher Gontarz, agreed that probable cause existed but reserved the right to later present evidence in mitigation at an adjudicative hearing. After hearing thereon, the Commission issued the following Order and Finding of Probable Cause:

1. That there exists probable cause to believe that, by recommending that the East Greenwich Town Council approve the appointment of her business associate, Linda Dykeman, as the consolidated Town Finance Director, and by appointing her to said position, the Respondent violated R.I. Gen. Laws §§ 36-14-5(a) and (d); and
2. That there exists probable cause to believe that, by supervising and directing her business associate, Linda Dykeman, in her employment as the consolidated Town Finance Director, the Respondent violated R.I. Gen. Laws § 36-14-5(a).

On April 9, 2018, Renu Englehart filed Complaint No. 2018-5 against the Respondent in her capacity as East Greenwich Town Manager, alleging that she failed to timely file a 2016 Financial Statement with the Ethics Commission, and failed to include therein that her company, Management Resource Partners, Inc., did business with the Central Coventry Fire District in excess of \$250. Pursuant to Commission Regulation 520-RICR-00-00-3.8 - Initial Determination of Complaint (1003), the Commission, on April 24, 2018, made an initial determination that the Complaint stated facts that, if true, were sufficient to constitute a knowing and willful violation of the Code of Ethics and authorized a full investigation.

Pursuant to R.I. Gen. Laws § 36-14-12(c)(4) and Commission Regulation 520-RICR-00-00-3.11 - Finding of Probable Cause (1006), the Commission conducted a probable cause hearing in this matter on October 16, 2018, at which time the Commission considered the Complaint, the prosecution's Investigative Report, Respondent's Answer, and the arguments of counsel. After hearing thereon, the Commission issued the following Order and Finding of Probable Cause:

1. That there exists probable cause to believe that the Respondent failed to timely file a 2016 Financial Statement, in violation of R.I. Gen. Laws § 36-14-16; and
2. That there exists probable cause to believe that the Respondent failed to timely disclose on her 2016 Financial Statement that her company, Management Resource Partners, Inc., did business with the Central Coventry Fire District, in violation of R.I. Gen. Laws § 36-14-16.

An adjudicative hearing was held on March 2 and 12, 2021. At the beginning of the adjudicative hearing the parties, through counsel, jointly moved to consolidate the two matters

for hearing, and the motion was granted by the Commission by a vote of 6-0. The Chair, as presiding officer, then read aloud the findings of probable cause, which were all denied by the Respondent. After the parties, through their counsel, gave their opening statements, a signed joint stipulation was presented, read into the record by the prosecutor, and was admitted into evidence as Exhibit J-1. Therein, the parties stipulated to the following facts and to the admission of the following documents as full exhibits:

STIPULATED FACTS

1. Since 2011, the Respondent has been the owner and sole officer of Management Resource Partners, Inc. ("MRP"), a domestic profit corporation located in Warwick, Rhode Island, which provides business consulting, management and professional temporary staffing services.
2. From January 11, 2017 to February 10, 2020, MRP utilized the d/b/a name Providence Analytics, Inc. ("Providence Analytics") in the operation of its consulting division, which offered business, non-profit and governmental consulting services.
3. On March 27, 2017, the East Greenwich Town Council ("Town Council"), voted unanimously at a public meeting to hire Providence Analytics to perform a review and analysis of the East Greenwich School Department's ("School Department") finances and aid addressing the School Department's budget and projected deficit.
4. Pursuant to its contract with the Town of East Greenwich ("Town"), Providence Analytics was to provide accounting and finance technical support, including organizational and operational review of the accounting, finance and administrative functions then in place at the School Department for the Town Council. Gail Wilcox, a Certified School Business Manager, and the East Greenwich School Department's Certified School Business Manager, had given her notice to leave her position. In addition, the School Department was under review by the Auditor General of Rhode Island ("Auditor General"), as required by law, as the School Department had projected a year-end deficit. The Respondent and Linda S. Dykeman, a Certified School Business Manager, were specified as the consultants to perform such services, each at an hourly rate of \$150, with a cap of \$5000. The Respondent and Town Council President Suzanne M. Cienki ("Council President Cienki") executed said contract on March 27, 2017 following the unanimous vote at the public Town Council meeting to do so.
5. On April 4, 2017, the Town subsequently issued a Request for Qualification ("RFQ"), seeking a consultant(s) to assist in creating, facilitating and analyzing a financial review of the School Department's finances. Although the Town had already hired Providence Analytics, the scope of required work was anticipated to exceed the threshold amount at which a public bidding process was required.
6. On April 24, 2017, the Town Council at a public meeting, following the unanimous vote to do so, awarded the bid to Providence Analytics, the sole bidder, in an amount not to exceed \$15,000. In its bid submission, Providence Analytics identified the Respondent

and Ms. Dykeman, a Certified School Business Manager, as the consultants performing services for the Town.

7. On May 15, 2017, at a joint meeting of the Town Council and the East Greenwich School Committee (“School Committee”), the Respondent and Ms. Dykeman gave a presentation, on behalf of Providence Analytics, regarding the independent budget analysis that they had prepared regarding School Department finances. As one of multiple recommendations to address the emerging deficit, they recommended further consolidation of administrative and operational services within the Town.
8. Providence Analytics submitted an invoice to Council President Cienki, dated May 15, 2017, in the amount of \$15,000, for its review of the School Department finances, associated analysis, and presentations.
9. On May 22, 2017, at a public meeting the Town Council unanimously voted to expand the scope of Providence Analytics’ work to include a review and analysis of the Town’s finances for a report to the Town Council and the School Committee as well as to work with the Auditor General on creating the School Department’s Corrective Action Plan as required by law, given the departure of Ms. Wilcox.
10. Prior to the conclusion of Providence Analytics’ consulting work for the Town, at a public meeting the School Committee hired Ms. Dykeman as the School Department’s Director of Administration, effective May 26, 2017. (A Director of Administration is a School Business Manager with the additional duties of supervising human resources, IT, and physical plant. Per Rhode Island legislation, every School Department must have a Certified School Business Manager in its employ). The position reported to the Superintendent of Schools. At the outset, Ms. Dykeman’s at-will employment was part-time, to average ten (10) hours weekly, with annual compensation of \$30,877 to be paid by the School Department.
11. At the June 5, 2017 joint public meeting of the Town Council and School Committee, the Respondent and Ms. Dykeman as Providence Analytics provided an independent review of the Town FY 2018 proposed budget and the School Department FY 2018 proposed budget. One of the multiple recommendations was the exploration of further opportunities for consolidation in the areas of finance, IT, human resources, purchasing, risk management, and benefits. A consolidation of these departments had been initiated years prior, however the full implementation of the consolidation plan never took place.
12. Given the upcoming Town and School joint meeting on June 6, 2017 with the Auditor General and need to have a budget in place by June for the July 1, 2017 start of fiscal year, the Town Council and School Committee directed the Respondent and Ms. Dykeman as Providence Analytics to develop a Corrective Action Plan including a FY 2018 Revised Budget that level funded the School Department and included consolidation of positions between the Town and Schools. As part of the Corrective Action Plan, based upon proposed consolidation of positions, certain School Department administrative salaries would be paid by the Town, allowing the School Department to spend its allocated funding on students and a new Director of Curriculum position. On June 8, 2017 the Respondent and Ms. Dykeman as Providence Analytics presented the

revised FY 2018 budget in line with the Corrective Action Plan as presented to the Auditor General at a public meeting to the Town Council. The Town Council publicly voted to adopt the budget as presented and issued a Press Release entitled “EG Residents to Receive Tax Relief for First Time in 30 Years.”

13. On June 9, 2017, Providence Analytics submitted another invoice to the Town, in the amount of \$14,175, for its work on the Corrective Action Plan, the 2018 Town and School budgets, associated analyses, and meetings with the Auditor General, School Committee and Town Council.
14. Following the departure of Town Manager Thomas E. Coyle, III, the Town Council appointed the Respondent as the “Acting” East Greenwich Town Manager (“Town Manager”) at the June 19, 2017 Town Council meeting. The Town Council voted to remove “Acting” from the Respondent’s Town Manager designation at the July 24, 2017 joint Town Council and School Committee meeting, and the Respondent served in full capacity as Town Manager from said date to December 1, 2018. At this meeting the Town Council and School Committee discussed the consolidated Finance Director/Director of Administration position.
15. The Town Manager serves as the Town’s chief administrative officer and exercises the authority to appoint, suspend or remove any officer, including department heads and employees of the Town, except as otherwise provided by charter, law, or personnel ordinance. All such appointments, suspensions and removals by the Town Manager are subject to the approval of a majority of members of the Town Council.
16. At all times hereto relevant, the Respondent was a municipal appointed official subject to the Rhode Island Code of Ethics in Government.
17. On June 26, 2017, the Town Council, in Executive Session, voted 3-1 to approve a reorganization plan in line with the Corrective Action Plan and associated 2018 adopted budgets prepared by Providence Analytics. Said plans included, among other things, the following: creation of a consolidated Finance Director/Director of Administration position to be shared between the Town and the School Department. (The position required a Certified School Business Manager certificate from the Rhode Island Department of Education).
18. The Town has represented that it does not possess any audio or video recording of the Town Council’s June 26, 2017 Executive Session.
19. The consolidated Finance Director/Director of Administration position was not advertised or posted by either the Town or the School Department, as there was no requirement to do so.
20. On July 1, 2017, Ms. Dykeman began her employ in the newly created position of Town Finance Director/Director of Administration. In her capacity as Town Finance Director, Ms. Dykeman reported to the Respondent as Town Manager and to the Town Council. In her capacity as Business Manager for the School Department, Ms. Dykeman reported to the Superintendent of Schools and to the School Committee.

21. On July 9, 2017, the Town of East Greenwich issued payment of \$40,350 to Providence Analytics for its services. Of that total amount, \$15,000 was for work on School Department finances, \$14,175 was for its work on the Corrective Action Plan and 2018 Town and School Department budgets, and \$11,175 for Town Management services from June 19-30, 2017.
22. On July 11, 2017, the Respondent executed Ms. Dykeman's "Term Sheet for Employment as Director of Finance." Pursuant to same, Ms. Dykeman was an "at-will" employee, who also served as Town Treasurer. At the time Ms. Dykeman began her employ as the consolidated Town Finance Director/Director of Administration, she began to draft a job description for said position, as one did not exist, nor had the Town Council and School Committee entered a Memorandum of Agreement ("MOA") with respect to the specifics of the shared Town position. After a series of workshops between members of the Town Council, School Committee and their respective attorneys as well as several public joint meetings between the Town Council and School Committee, the MOA was ultimately executed on March 29, 2018.
23. As Town Manager, the Respondent shared administrative supervision over Ms. Dykeman in the performance of her duties as the Town Finance Director, such as the approval of vacation. The Superintendent of Schools shared administrative supervision over Ms. Dykeman in the performance of her Director of Administration duties for the School Department, such as the approval of vacation.
24. Ms. Dykeman served as the consolidated Town Finance Director/Director of Administration from July 2017 to November 2018.
25. During 2017, Ms. Dykeman provided professional services to MRP for which she received remuneration both as a consultant and an employee.
26. From March 15, 2017 through June 9, 2017, Ms. Dykeman performed consulting services for MRP. Ms. Dykeman received \$10,000 in miscellaneous income from MRP during 2017.
27. From April 2017 through March 2018, Ms. Dykeman provided services to MRP as an employee. On June 21, 2017, MRP began making gross weekly retainer payments of \$305.29 to Ms. Dykeman, the last of which was issued on April 4, 2018 related to independent audit work for the Central Coventry Fire District. In 2017, Ms. Dykeman received a total of \$16,791.22 in W-2 wage compensation from MRP.
28. During Ms. Dykeman's employment as the consolidated Town Finance Director/Director of Administration, the Respondent and Ms. Dykeman, along with Karen Cooper, were members of Lozen Associates, LLC ("Lozen Associates"), a Rhode Island Limited Liability corporation.
29. In March 2017, the Respondent, Ms. Dykeman, and Karen Cooper, cofounded Lozen Associates under its original name, PEOpeople, LLC. Lozen Associates operated as a consulting firm offering services to help small non-profits meet the demands of fundraising, marketing, finance, accounting and strategic planning. Lozen Associates was formed to provide pro-bono services to the John Hope Settlement House.

30. During 2017, the Respondent and Ms. Dykeman made capital contributions of \$6000 and \$4000, respectively, to Lozen Associates. Each suffered a loss of \$1063 during that same period.
31. From 2017 through February 14, 2018, the Respondent served as Lozen Associates' registered agent. Thereafter, the Respondent served as Lozen Associates' registered agent from December 4, 2018 through said entity's dissolution on July 24, 2020.
32. In March 2016, the Central Coventry Fire District ("CCFD"), a "municipal agency" as that term is defined in R.I. Gen. Laws § 36-14-2(8)(ii), contracted with MRP for the provision of its District Manager services and other administrative services.
33. Pursuant to its March 19, 2016 engagement agreement, ("Agreement"), MRP assigned a District Manager, specified by name as the Respondent, to the CCFD for the provision of its services. Under the terms of the Agreement, all individuals assigned to the CCFD remained employees of MRP and were not CCFD employees.
34. During each of calendar years 2016 and 2017, MRP received in excess of \$250 from the CCFD.
35. On January 2, 2018, the East Greenwich Town Clerk notified the Ethics Commission of the Respondent's appointment as Town Manager. On January 9, 2018, Commission staff forwarded a blank 2016 Financial Disclosure Statement ("2016 Statement") to the Respondent.
36. On February 16, 2018, the Commission received the Respondent's 2016 Statement, thirty-eight (38) days after the mailing of same. The 2016 Statement was signed and notarized on January 26, 2018, seventeen (17) days after the mailing of the same.
37. On her 2016 Statement, the Respondent failed to disclose that MRP did business in excess of \$250 with the CCFD. The Respondent provided a response of "N/A" to Question No. 12 on her 2016 Statement. "N/A" signified "Not Applicable".
38. Subsequent to the filing of Complaint No. 2018-5 on April 9, 2018, the Respondent filed an amended 2016 Statement with the Ethics Commission, on May 18, 2018, in which she disclosed that MRP provided "contractual managerial and administrative functions/services" in excess of \$250 to the CCFD from March 2016 through December 31, 2016.
39. On her 2017 Statement, the Respondent disclosed that MRP provided "contractual managerial and administrative functions/services" in excess of \$250 to the CCFD January 1, 2017 to December 31, 2017.

PROSECUTION'S EXHIBITS

- 1) March 2017 Agreement between Providence Analytics and Town of East Greenwich.
- 2) April 2017 Town of East Greenwich Request for Qualification, including Providence Analytics' Bid Submission.
- 3) East Greenwich Town Charter.
- 4) East Greenwich Town Council Meeting Minutes:
 - a. June 5, 2017.
 - b. June 19, 2017.
 - c. June 26, 2017.
 - d. July 24, 2017, including One Town Status Report presented at meeting.
 - e. November 20, 2017.
- 5) Term sheet of employment for Gayle Corrigan.
- 6) Term sheet of employment for Linda Dykeman.
- 7) Excerpted Transcript of Testimony of Gayle Corrigan, September 21 and 22, 2017, in EAST GREENWICH FIREFIGHTERS ASS'N v. CORRIGAN, R.I. 2017 WL 5501547 (2017).
- 8) Gayle Corrigan's 2016 Financial Statement, including Instruction Sheet and Amendment thereto.
- 9) CCFD Governance Documents :
 - a. Charter.
 - b. Bylaws(adopted October 4, 2011)
 - c. Revised bylaws (adopted September 18, 2017).
- 10) March 19, 2016 Engagement Agreement between MRP and CCFD, with Addenda and Amendments thereto.
- 11) Respondent Gayle Corrigan's Verified Answer and Amended Verified Answer.
- 12) March 2018 Memorandum of Agreement between East Greenwich Town Council and East Greenwich School Committee.
- 13) Town of East Greenwich Draft Finance Director Job Description.

During the adjudicative hearing in her case-in-chief, the prosecutor introduced the following additional exhibits, which were admitted as full exhibits without objection:

- 14) 2016 Online Filing Instruction Letter addressed to Gayle Corrigan.
- 15) Deposition Transcript of Linda Dykeman, July 23, 2018.

RESPONDENT'S EXHIBITS

- A) Auditor General of RI Information for Municipalities and associated Rhode Island General Law Sections.
- B) Revised FY2018 Budget-Revised Salaries Transferred To Town Net of Curriculum Director.
- C) PEOPeople, LLC Engagement Agreement with John Hope Settlement House.
- D) Linda S. Dykeman School Business Manager Certificate #66049 and renewal.
- E) Draft Finance Director Job Description by Linda S. Dykeman.
- F) East Greenwich Town Council Press Release issued June 8, 2017 entitled "EG Residents to Receive Tax Relief for First Time in 30 Years."

The Prosecution presented its case by referring to the above exhibits and by calling three witnesses: Former East Greenwich Town Council President, Suzanne M. Cienki; the Respondent, Gayle Corrigan; and Michelle Berg, the Ethics Commission's Financial Disclosure Officer. The Respondent's counsel cross-examined all three witnesses and, at the conclusion of the Prosecution's case, moved that the Respondent be granted judgment as a matter of law as to all of the counts pursuant to Rule 52 of the Superior Court Rules of Civil Procedure. In so moving, Respondent's counsel indicated that the Commission could defer ruling on the motion until the close of all the evidence. The Commission's legal counsel stated that the Superior Court Rules of Civil Procedure do not apply to these proceedings, which instead are governed by R.I. Gen. Laws § 36-14-13, the Commission's regulations, and the Administrative Procedures Act. The Commission then voted 5-0 to defer consideration of the motion until the close of all the evidence.

The Respondent then presented her case by referring to the above exhibits and calling two witnesses: David D'Agostino, Esq. and Linda Dykeman. The Prosecution cross-examined both witnesses. The Respondent did not recall Suzanne M. Cienki or Gayle Corrigan as her counsel had already fully examined them to her satisfaction during the course of the Prosecution's case. The parties had agreed to proceed in such a manner in the interests of time and efficiency, and the Respondent's counsel was granted substantial latitude in his examination of the prosecution's witnesses.

DELIBERATIONS

At the conclusion of the Respondent's case the parties, through counsel, gave their closing arguments, as well as their arguments as to Respondent's motion for judgment as a matter of law. The Commission then voted 5-0 to go into executive session to deliberate. The only persons present for deliberations were the five Commissioners who had attended all of the adjudicative hearings and their independent legal counsel. The Commission's legal counsel did not participate in the deliberations beyond answering the following legal questions which were posed by members of the Commission :

Question #1: What is the standard to be applied when ruling on the Respondent's Rule 52 motion?

Answer : The Superior Court Rules of Civil Procedure ("Super.R.Civ.P.") apply to civil matters pending before the Superior Court. Under Super.R.Civ.P. 52, if during a trial a party has been fully heard on an issue and there is no legally sufficient evidentiary basis to find for the party on that issue, the Court may determine that issue against that party and may grant the motion for judgment as a matter of law. The motion fails if the non-moving party has presented legally sufficient evidence as to all elements as to each count which is the subject of the motion.

Question #2: Please describe the knowing and willful standard.

Answer: The Ethics Commission must find that there has been a knowing and willful violation of the Code of Ethics by a preponderance of the evidence in order to sustain a violation and impose a penalty.

It may be said that to act either knowingly or willfully is to act voluntarily and intentionally, and not because of mistake or accident or other innocent reason. A knowing and willful violation does not need to be motivated by a wrongful or evil purpose, or a specific intent to violate the Code of Ethics, but rather requires only a specific intent to perform the act itself, that is, the act or omission constituting a violation of the Code of Ethics must have been deliberate, as contrasted with an act that is the result of mistake, inadvertence, or accident.

The Rhode Island Supreme Court has adopted a two-prong approach in order to determine what constitutes a knowing and willful violation. The analysis focuses on the reasonableness of the violation. Accordingly, if the violation is reasonable and made in good faith, it must be shown that the official either knew or showed reckless disregard for the question of whether the act or omission was prohibited by the Code of Ethics. Conversely, if the violation is unreasonable, it must be shown that the official was cognizant of an appreciable possibility that she might be subject to the applicable provisions of the Code of Ethics and she failed to take any steps reasonably calculated to resolve the doubt.

Question #3:

Please describe the preponderance of the evidence standard.

Answer:

Proof by a preponderance of the evidence means that a factfinder must believe the facts asserted by the proponent are more probably true than false. The burden of showing something by a preponderance of the evidence simply requires the trier of fact to believe that the existence of a fact is more probable than its non-existence.

Proof by a fair preponderance of the evidence means proof by the greater weight of the evidence. That is to say, by such evidence as when weighed with evidence offered to oppose it has more convincing power in the minds of the

factfinders. Taking into account the lady of justice holding the scales in her hand, proof by a fair preponderance of the evidence is such proof as will tip the scale perceptibly in the mind's eye of the court.

The weight of the evidence is to be determined by the touchstone of credibility rather than by the number of witnesses. There is no measure of the weight of the evidence other than the feeling of probability which it engenders.

After deliberating on the evidence presented, the Commission voted 5-0 to return to open session. Having returned to open session, the Commission first addressed the Respondent's motion for judgment as a matter of law. The Commission separately voted 5-0 to deny Respondent's motions as to Counts 1 and 2 in the matter captioned as Complaint No. 2017-11, and as to Counts 1 and 2 in the matter captioned as Complaint No. 2018-5. The Commission then made the following votes:

As to Complaint No. 2017-11:

Count 1. The Commission voted 2-3 to find that the Prosecution has established by a preponderance of the evidence that the Respondent, Gayle Corrigan, the then Town Manager of the Town of East Greenwich, committed a knowing and willful violation of the Rhode Island Code of Ethics, specifically R.I. Gen. Laws §§ 36-14-5 (a) and (d), by recommending that the East Greenwich Town Council approve the appointment of her business associate, Linda Dykeman, as the consolidated Town Finance Director, and appointing her to said position. Therefore, Count 1 was dismissed with prejudice.

Count 2. The Commission voted 5-0 to find that the Prosecution has established by a preponderance of the evidence that the Respondent, Gayle Corrigan, the then Town Manager of the Town of East Greenwich, committed a knowing and willful violation of the Rhode Island Code of Ethics, specifically R.I. Gen. Laws § 36-14-5(a), by supervising and directing her business associate, Linda Dykeman, in her employment as the consolidated Town Finance Director. The Commission then voted 3-2 to impose a civil penalty in the amount of Three Thousand (\$3,000) Dollars.

As to Complaint No. 2018-5:

Count 1. The Commission voted 5-0 to find that the Prosecution has established by a preponderance of the evidence that the Respondent, Gayle Corrigan, the then Town Manager of the Town of East Greenwich, committed a knowing and willful violation of the Rhode Island Code of Ethics, specifically R.I. Gen. Laws § 36-14-16, by failing to timely file a 2016 Financial Statement. The Commission then voted 4-1 to impose a civil penalty in the amount of One (\$1.00) Dollar.

Count 2. The Commission voted 5-0 to find that the Prosecution has established by a preponderance of the evidence that the Respondent, Gayle Corrigan, the then Town Manager of the Town of East Greenwich, committed a knowing and willful violation of the Rhode Island Code of Ethics, specifically R.I. Gen. Laws § 36-14-16, by failing to timely disclose on her 2016 Financial Statement that her company, Management Resource Partners, Inc., did business with

the Central Coventry Fire District. The Commission then voted 5-0 to impose a civil penalty in the amount of Two Hundred Fifty (\$250) Dollars.

FINDINGS OF FACT

The aforementioned violations and civil penalties are supported by the following findings of facts, adopted by the Ethics Commission in consideration of the stipulated facts, exhibits and testimony:

1. Since 2011, the Respondent has been the owner and sole officer of Management Resources Partners, Inc. (MRP), a domestic for-profit corporation located in Warwick, Rhode Island, which provides business consulting, management and professional temporary staffing services. From January 11, 2017 to February 10, 2020, MRP utilized the d/b/a name Providence Analytics Inc. ("Providence Analytics") in the operation of its consulting division, which offered business, non-profit and governmental consulting services.
2. In March 2016, the Central Coventry Fire District ("CCFD"), a "municipal agency" as that term is defined in R.I. Gen. Laws § 36-14-2(8)(ii), contracted with MRP for the provision of its District Manager services and other administrative services.
3. Pursuant to its March 19, 2016 Engagement Agreement, ("Agreement"), MRP assigned a District Manager, specified by name as the Respondent, to the CCFD for the provision of its services. Under the terms of the Agreement, all individuals assigned to the CCFD remained employees of MRP and were not CCFD employees.
4. During each of calendar years 2016 and 2017, MRP received in excess of Two Hundred Fifty (\$250) Dollars from the CCFD. In 2016, MRP billed CCFD in excess of Two Hundred Thousand (\$200,000) Dollars.
5. During 2017, Linda Dykeman provided professional services to MRP for which she received remuneration both as a consultant and an employee.
6. From March 15, 2017 through June 9, 2017, Ms. Dykeman performed consulting services for MRP, and she received Ten Thousand (\$10,000) Dollars in miscellaneous income from MRP during 2017.
7. From April 2017 through March 2018, Ms. Dykeman provided services to MRP as an employee. On June 21, 2017, MRP began making gross weekly retainer payments of Three Hundred Five Dollars and Twenty-Nine Cents (\$305.29) to Ms. Dykeman, the last of which was issued on April 4, 2018 related to independent audit work for the Central Coventry Fire District. In 2017, Ms. Dykeman received a total of Sixteen Thousand Seven Hundred Ninety-One Dollars and Twenty-Two Cents (\$16,791.22) in W-2 wage compensation from MRP.
8. In March 2017, the Respondent, Ms. Dykeman and Karen Cooper co-founded Lozen Associates, LLC under its original name, PEOpeople, LLC. Lozen Associates operated as a consulting firm offering services to help small non-profits meet the demands of

fundraising, marketing, finance, accounting and strategic planning. Lozen Associates was formed to provide pro-bono services to the John Hope Settlement House.

9. During 2017, the Respondent and Ms. Dykeman were members of, and made capital contributions of Six Thousand (\$6,000) and Four Thousand (\$4,000) Dollars, respectively, to Lozen Associates. Each suffered a loss of One Thousand Sixty-Three (\$1,063) during that same period.
10. From 2017 through February 14, 2018, the Respondent served as the registered agent of Lozen Associates. Thereafter, the Respondent served as registered agent from December 4, 2018 through the entity's dissolution on July 24, 2020.
11. On March 27, 2017, Providence Analytics was engaged on a contract basis by the East Greenwich Town Council to perform an analysis of the finances of the East Greenwich School Department ("School Department"). The scope of the engagement was later expanded to include an analysis of the Town's finances. Both the Respondent and Ms. Dykeman, a Certified School Business Manager, were designated as the consultants to perform the services, and they made presentations at joint meetings of the School Committee and Town Council. Providence Analytics submitted invoices to, and was paid by, the Town for its consulting services.
12. Prior to the conclusion of Providence Analytics' consulting work for the Town, the School Committee hired Ms. Dykeman as the School Department's Director of Administration, effective May 26, 2017. The position reported to the Superintendent of Schools, was at will and part time, with an annual compensation of Thirty Thousand Eight Hundred Seventy-Seven (\$30,877) Dollars to be paid by the School Department.
13. On June 19, 2017 the Respondent was appointed as the Acting Town Manager of the Town of East Greenwich ("Town") by the East Greenwich Town Council ("Town Council"). The Town Council voted to remove "Acting" from the Respondent's Town Manager designation on July 24, 2017, and the Respondent served in full capacity as Town Manager from said date to December 1, 2018.
14. The Town Manager serves as the Town's chief administrative officer and exercises the authority to appoint, suspend or remove any officer, including department heads and employees of the Town, except as otherwise provided by the Town Charter ("Charter"), law or personnel ordinance. All such appointments, suspensions and removals by the Town Manager are subject to the approval of a majority of members of the Town Council.
15. At all times relevant hereto, the Respondent was a municipal appointed official subject to the Rhode Island Code of Ethics.
16. On June 26, 2017, the Town Council approved a reorganization plan that had been proposed by Providence Analytics, including the creation of a consolidated Town Finance Director/Director of Administration position to be shared between the Town and the School Department.

17. Shortly after being appointed as Acting Town Manager, the Respondent was instructed by several Town Council members, including Council President Cienki, to recommend to the Town Council the appointment of Linda Dykeman to the new consolidated Town Finance Director/Director of Administration position then being considered. The Town Council was impressed with Ms. Dykeman's work, she was already working as the Director of Administration for the School Department and held the required School Business Manager certificate, and several members made it clear to Respondent that they wanted to hire Ms. Dykeman.
18. Under the Charter, only the Town Manager could bring Ms. Dykeman's name to the Town Council for its consideration. While the Charter provides that the Town Manager appoints subject to the approval of the Town Council, several members including President Cienki made it clear that they wanted Ms. Dykeman. Later in her tenure, the Town Council declined to approve a different appointment made by the Respondent.
19. On June 26, 2017, while serving as Acting Town Manager, Respondent, pursuant to the above referenced authority and instructions, appointed Linda Dykeman to the position of consolidated Town Finance Director/Director of Administration, which appointment was approved by the Town Council at its public meeting that night. Ms. Dykeman began her employment in said position on July 1, 2017.
20. Ms. Dykeman's employment as consolidated Town Finance Director/Director of Administration was at-will and she was subject to removal at the discretion of the Respondent as Town Manager, with the approval of the Town Council.
21. In her position as the consolidated Town Finance Director/Director of Administration, Ms. Dykeman reported to and received assignments and responsibilities from both the Town Manager and the Superintendent of Schools.
22. Respondent was at all times Ms. Dykeman's immediate supervisor, and approved her requests for vacation, sick time and time off while she was the consolidated Finance Director/Director of Administration.
23. The Ethics Commission did not find the testimony of Linda Dykeman, as to her lack of supervision by the Respondent as Town Manager, to be credible in light of Ms. Dykeman's prior, contradictory, sworn testimony at deposition, and in consideration of the clear language of the admitted exhibits including the East Greenwich Town Charter, the Term Sheet of Employment for Linda Dykeman, the written draft job description for the Finance Director position, and the March 2018 Memorandum of Agreement between the Town Council and the School Committee.
24. No alternate supervisory chain of command was proposed or implemented by the Respondent, and no guidance or request for an advisory opinion from the Ethics Commission was sought.
25. On January 2, 2018, the East Greenwich Town Clerk notified the Ethics Commission of the Respondent's appointment as Town Manager. On January 9, 2018, Commission Financial Disclosure Officer Michelle Berg mailed a blank 2016 Financial Disclosure

Statement with hard copy instructions, and an online filing instructions letter, to the Respondent.

26. Although the Respondent testified that she only received a copy of the blank 2016 Financial Disclosure Statement with no accompanying hard copy instructions or online filing instructions letter, the Commission finds this testimony to not be credible in light of the credible testimony of the Commission's Financial Disclosure Officer, Michelle Berg. Ms. Berg testified that she personally mailed a blank 2016 Financial Disclosure Statement, along with hard copy instructions and an online filing instructions letter, to the Respondent, and further explained that these were mailed in a window envelope which utilized the Respondent's printed mailing address from the enclosed online filing instructions letter (Prosecution's Exhibit 14). Therefore, the mail could not have been delivered to the Respondent if the online filing instructions letter had not been included and visible through the envelope's address window.
27. After receiving the aforementioned mailing from the Ethics Commission, the Respondent specifically considered the question of whether or not she was required to disclose that her business, MRP, did business in excess of \$250 with CCFD in 2016. The Respondent testified that she discussed this very issue with two of the East Greenwich Solicitors at the time, David D'Agostino and the late David Abbott. Attorney D'Agostino testified that he did not recall that specific conversation, that it is not his normal practice to advise public officials as to how to answer questions on the Financial Disclosure Statement, and that on his own Financial Disclosure Statement he does, in fact, disclose that his law firm receives income from the CCFD due to his service as the CCFD's legal counsel. Attorney D'Agostino further testified that if the Respondent had asked whether she should list the CCFD on her Financial Disclosure Statement, he would probably have told her to list it, or would have told her to ask the Ethics Commission. The Commission found attorney D'Agostino's testimony to be very credible. The Respondent did not seek any advice or clarification from the Ethics Commission as to whether she should disclose the fact that her company, MRP, did business with the CCFD, although she testified that her signature on the 2016 statement acknowledged her understanding that she could seek guidance from the Ethics Commission if she had any questions about her filing requirements.
28. On February 16, 2018, the Commission received the Respondent's completed 2016 Financial Disclosure Statement, thirty-eight (38) days after the mailing of same to Respondent.
29. Although MRP billed the CCFD for over \$200,000 in 2016, on her 2016 Financial Disclosure Statement the Respondent failed to disclose that MRP did business in excess of \$250 with the CCFD in 2016.
30. Subsequent to the filing of Complaint No. 2018-5 on April 9, 2018, the Respondent filed with the Ethics Commission an amended 2016 Financial Disclosure Statement, on May 18, 2018, in which she disclosed that MRP did business in excess of \$250 with the CCFD in 2016.

CONCLUSIONS OF LAW

1. As the Acting Town Manager and then Town Manager of the Town of East Greenwich during 2017, the Respondent was a municipal appointed official subject to the Code of Ethics pursuant to R.I. Gen. Laws § 36-14-4 and R.I. Constitution, Art. III, Sec. 8, and was required to timely file a Financial Disclosure Statement with the Ethics Commission for calendar year 2016 within thirty (30) days after the date of her appointment as Town manager, pursuant to R.I. Gen. Laws § 36-14-16(b).
2. The respondent did commit a knowing and willful violation of R.I. Gen. Laws § 36-14-16 by failing to timely file a 2016 Financial Disclosure Statement, as the Commission did not receive her 2016 Financial Disclosure Statement until February 16, 2018, which was nearly eight months after her initial appointment as Acting Town Manager, nearly seven months after her appointment as Town Manager, and thirty-eight (38) days after the Ethics Commission mailed her a blank copy of the form along with directions and instructions for filing.
3. Pursuant to R.I. Gen. Laws § 36-14-17(b)(1), and Commission Regulations 520 RICR - 00-00-4.4 Occupational Income (36-14-17001) and 520 RICR-00-00-4.9 Doing Business with a State or Municipal Agency (36-14-17006), the Respondent was required to disclose on her 2016 Financial Disclosure Statement that her company, Management Resource Partners, Inc., did business with the Central Coventry Fire District.
4. The Respondent's omission on her Financial Disclosure Statement of her company's receipt of over Two Hundred Fifty (\$250) from the Central Coventry Fire District was deliberate.
5. The Respondent did commit a knowing and willful violation of R.I. Gen. Laws § 36-14-16 by omitting and failing to timely disclose on her 2016 Financial Disclosure Statement that her company, Management Resource Partners, Inc. did business with the Central Coventry Fire District in excess of \$250.
6. At all times material hereto, the Respondent and Linda Dykeman were business associates as that term is defined in R.I. Gen. Laws § 36-14-2(3) due to Ms. Dykeman's work for Management Resource Partners, Inc. as both an employee and a consultant, and as a result of the Respondent's and Ms. Dykeman's co-founding of, and their membership in and capital contributions to, Lozen Associates, LLC.
7. The Respondent did not commit a knowing and willful violation of R.I. Gen. Laws §§ 36-14-5(a) and (d) by recommending that the East Greenwich Town Council approve the appointment of her business associate, Linda Dykeman, as the consolidated Town Finance Director/Director of Administration, as she was instructed to do so by the

President and several members of the Town Council, and there was no alternate way outlined in the Town Charter to bring forward Ms. Dykeman's name to the Town Council.

8. The Respondent did commit a knowing and willful violation of R.I. Gen. Laws § 36-14-5(a) by supervising and directing her business associate, Linda Dykeman, in her employment as the consolidated Town Finance Director/Director of Administration, as Ms. Dykeman reported to the Respondent, was supervised by her, and received assignments and responsibilities from her.

WHEREFORE, it is hereby:

ORDERED, ADJUDGED AND DECREED

As to Complaint No.2017-11:

1. That the Respondent, Gayle Corrigan, did not commit a knowing and willful violation of R.I. Gen. Laws §§ 36-14-5(a) and (d) by recommending that the East Greenwich Town Council approve the appointment of her business associate, Linda Dykeman, as the consolidated Town Finance Director/Director of Administration, and appointing her to said position. Therefore, Count 1 is dismissed with prejudice.
2. That the Respondent, Gayle Corrigan, did commit a knowing and willful violation of R.I. Gen. Laws § 36-14-5(a) by supervising and directing her business associate, Linda Dykeman, in her employment as the consolidated Town Finance Director/Director of Administration. The Commission hereby imposes a civil penalty in the amount of Three Thousand (\$3,000) Dollars.

As to Complaint No. 2018-5:

1. That the Respondent, Gayle Corrigan, did commit a knowing and willful violation of R.I. Gen. Laws §36-14-16 by failing to timely file a 2016 Financial Disclosure Statement. The Commission hereby imposes a civil penalty of One (\$1.00) Dollar.
2. That the Respondent did commit a knowing and willful violation of R.I. Gen. Laws § 36-14-16 by omitting and failing to timely disclose on her 2016 Financial Disclosure Statement that her company, Management Resources Partners, Inc., did business with the Central Coventry Fire District in excess of \$250. The Commission hereby imposes a civil penalty of Two Hundred Fifty (\$250) Dollars.

Marisa A. Quinn, Chair

Dated: April 30, 2021