

# RHODE ISLAND ETHICS COMMISSION

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## Advisory Opinion No. 2025-8

Approved: January 28, 2025

**Re: Carlos Zambrano**

### **QUESTION PRESENTED:**

The Petitioner, the Director of Information Technology for the City of East Providence, a municipal employee position, requests an advisory opinion regarding whether the Code of Ethics prohibits him from attending an out-of-state IT security summit, with all expenses paid by the summit's organizer through sponsorship from various companies, including CrowdStrike whose antivirus software program the City of East Providence purchases through a city vendor.

### **RESPONSE:**

It is the opinion of the Rhode Island Ethics Commission that the Petitioner, the Director of Information Technology for the City of East Providence, a municipal employee position, is not prohibited by the Code of Ethics from attending an out-of-state IT security summit, with all expenses paid by the summit's organizer through sponsorship from various companies, including CrowdStrike whose antivirus software program the City of East Providence purchases through a city vendor, given that neither the summit's organizer nor any of the sponsors are "interested persons" as to the Petitioner.

The Petitioner is employed by the City of East Providence as its Information Technology director. He states that he has served in that position since June 2024. The Petitioner identifies among his duties the following:

- managing and maintaining the IT budget;
- directing the everyday activities of the IT staff;
- overseeing cybersecurity efforts to safeguard the city;
- procuring and managing grants and awards related to technology;
- directing the repair, maintenance, and deployment of IT assets;
- identifying technology needs and recommending new technology adoption as needed;
- monitoring all technology asset usage and operation;

- evaluating IT compliance to current and future laws, regulations, and best practices; and
- coordinating with vendors and professional networks to evaluate and plan projects.

The Petitioner would like to attend the Midsize Enterprise IT Security Summit, a two-day, cyber security event to be held in March 2025, in Atlanta, Georgia. The summit is organized by The Channel Company and, according to its website, is dedicated to exploring ways to bolster IT security strategies with live keynotes and security briefings, interactive boardrooms and whiteboarding sessions, solution tracks, and networking events.<sup>1</sup> The Petitioner states that all of his expenses, including hotel stay, travel, meals, and participation in summit sessions, will be paid for by The Channel Company. The Channel Company is a global marketing firm focused on the technology industry, which the Petitioner describes as a hub for information and connection between IT vendors and end users. The Petitioner explains that, as the summit organizer, The Channel Company covers the expenses associated with attendance at the summit for everyone who meets certain qualifications and who, in turn, agrees to participate in all facets of the summit.<sup>2</sup> The Petitioner states that The Channel Company has no relationship with the City of East Providence and is not expected to have any future relationship with the city as the company does not provide any services or products that the city utilizes or expects to utilize.

The Petitioner represents that the summit has a number of different sponsors,<sup>3</sup> one of which is CrowdStrike. The Petitioner states that the City of East Providence utilizes CrowdStrike's antivirus software program, a product that is purchased by the city from the Center for Internet Security (CIS), one of the city's vendors.<sup>4</sup>

The Petitioner notes that he has attended the summit in the past, prior to his employment with the city. The Petitioner states that The Channel Company ordinarily organizes two different conferences: one dedicated to IT and the current one dedicated to cyber security.

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<sup>1</sup> See <https://event.thechannelco.com/mes-it-security/about> (last visited Jan. 13, 2025).

<sup>2</sup> See <https://event.thechannelco.com/mes-it-security/attend> (last visited Jan. 14, 2025).

<sup>3</sup> The following are the sponsors listed on the summit's website: CyberFOX, Horizon3.ai, JumpCloud, ThreatLocker, CrowdStrike, SEI, CompassMSP, Safetica, LBMC, and ProcureIT. See <https://event.thechannelco.com/mes-it-security/sponsors> (last visited Jan. 14, 2025).

<sup>4</sup> The Petitioner describes CIS as a non-profit entity that is a "trusted resource for cyber threat prevention, protection, response, and recovery for U.S. State, Local, Tribal, and Territorial government entities, and the Elections Infrastructure Information Sharing and Analysis Center."

The Petitioner explains that this summit will assist him in his duties with the city because the summit includes information about the most current trends in, and threats to, cyber security. The Petitioner represents that depending on the information presented at the summit, he could recommend in the future that the city use certain products sold by some of the sponsors of the summit, but this is currently just a hypothetical. Given this set of facts, the Petitioner seeks guidance from the Ethics Commission regarding whether he may attend the summit with all expenses paid by the organizer.

The Code of Ethics contains a “gift regulation” which provides that a public official shall not accept or receive any gift(s) or other thing(s) having either a fair market value or actual cost greater than \$25, but in no case having an aggregate fair market value or aggregate actual cost greater than \$75 in any calendar year. This includes, but is not limited to, the following: gifts, loans, rewards, promises of future employment, favors or services, gratuities or special discounts, from a single interested person, without the interested person receiving lawful consideration of equal or greater value in return. Commission Regulation 520-RICR-00-00-1.4.2(B) Gifts (36-14-5009) (Regulation 1.4.2). An “interested person” is defined as a person or a representative of a person or business “that has a direct financial interest in a decision that the person subject to the Code of Ethics is authorized to make, or participate in the making of, as part of his or her official duties.” Regulation 1.4.2(C).

Because the Petitioner is being offered items (hotel stay, travel, meals, and summit sessions) that are valued well in excess of twenty-five dollars (\$25), the key issue in determining whether Regulation 1.4.2 will prohibit his acceptance of the offered items is whether either the offering organization, The Channel Company, or the sponsoring businesses, including CrowdStrike, are “interested persons” with respect to the Petitioner. If so, then the Petitioner will be prohibited by the Code of Ethics from accepting travel-related reimbursements and other things of value. If not, then the Petitioner will be permitted to decide whether or not to accept them.

The Ethics Commission has, in prior advisory opinions, identified vendors and businesses doing business with public officials who possess decision-making authority over them as interested persons. *See, e.g.*, A.O. 2013-4 (opining that ProvPort, a non-profit corporation that operated the Port of Providence (Port) pursuant to an agreement with the City of Providence was an “interested person” as to the director of Economic Development for the city because the director was personally involved in renegotiating ProvPort’s lease with the city, and supervised the agency which had the authority to approve or reject ProvPort’s budget); A.O. 2012-3 (opining that vendors and businesses that did business with the City of Pawtucket were “interested persons” as to the various city officials who may have made decisions regarding those businesses, including the director of Administration and the director of Economic Development).

In contrast, in Advisory Opinion 2015-29, the Ethics Commission opined that the University of New Haven was not an “interested person” as to the commissioner of the Department of Public Safety and superintendent of the Rhode Island State Police because the university did not have an interest in any decision that the petitioner was authorized to make in his public capacity, did not have any current business relationship with the Department of Public Safety, and any future business dealings were hypothetical. See also A.O. 2015-13 (opining that a member of the Cranston City Council could accept a gift of cuff links, with a presumed value of more than \$25, which belonged to a former city council member and were given by that former city council member’s daughter, because the donor, a resident of Warwick who had no business relationship-with the City of Cranston, was not an “interested person” as to the petitioner); A.O. 2004-7 (opining that a Providence City Council member could accept an invitation to travel to Taiwan as part of a sister city relationship between the cities of Providence and Kaoshiung, including the provision of round trip coach airfare, accommodations, meals, and local transportation, because the Kaoshiung government was not an “interested person” as to the petitioner, especially absent an express representation that the city council would be considering a matter financially impacting the foreign government).

Here, the facts represented by the Petitioner do not indicate that The Channel Company has an interest in any decision that the Petitioner is authorized to make as a director of IT for the city. The Petitioner states that The Channel Company does not have any current business relationship, nor is it expected to have such a relationship, with the city because the company does not provide any services or products that the city utilizes or expects to utilize. These facts as represented indicate that The Channel Company is not an “interested person” as to the Petitioner.

The Petitioner states that the city utilizes the CrowdStrike antivirus program purchased from the city’s vendor, CIS, but that CrowdStrike is not a vendor to the city. Rather, the Petitioner states that the city purchased a CrowdStrike product from a city vendor, CIS. Relying on these representations, we conclude that CrowdStrike is not an interested person as to the Petitioner.

Finally, the Petitioner represents that none of the other sponsors of the summit have a business relationship with the city and that any potential future business dealings with any of the sponsors based on the presentations at the summit are hypothetical. Therefore, the summit’s other sponsors are also not “interested persons” as to the Petitioner.

In summary, neither the organizer of the summit, who has offered to cover the Petitioner’s expenses associated with attending the summit, nor any of the summit sponsors are “interested persons” with respect to the Petitioner. Accordingly, based on the Petitioner’s representations, and review of the relevant provisions of the Code of Ethics and prior advisory opinions issued, it is the opinion of the Ethics Commission that the Petitioner is not prohibited by the Code of Ethics from attending the cyber security summit with all

expenses paid by the organizer of the event, The Channel Company, through sponsorship by various companies, including CrowdStrike.<sup>5</sup>

**This Advisory Opinion is strictly limited to the facts stated herein and relates only to the application of the Rhode Island Code of Ethics. Under the Code of Ethics, advisory opinions are based on the representations made by, or on behalf of, a public official or employee and are not adversarial or investigative proceedings. Finally, this Commission offers no opinion on the effect that any other statute, regulation, ordinance, constitutional provision, charter provision, or canon of professional ethics may have on this situation.**

Code Citations:

520-RICR-00-00-1.4.2 Gifts (36-14-5009)

Related Advisory Opinions:

A.O. 2015-29

A.O. 2015-13

A.O. 2013-4

A.O. 2012-3

A.O. 2004-7

Keywords:

Gifts

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<sup>5</sup> The Petitioner also serves as a member of the City of Cranston Zoning Board of Review and, therefore, is required to file a yearly financial statement with the Rhode Island Ethics Commission. Accordingly, if the Petitioner attends the summit with all expenses paid by The Channel Company as described herein, he will be required to disclose the details of his out-of-state travel on his yearly financial statement for calendar year 2025.