

# RHODE ISLAND ETHICS COMMISSION

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## Advisory Opinion No.2026-6

Approved: March 24, 2025

**Re: Alexis Gorriarán**

### **QUESTION PRESENTED:**

The Petitioner, a member of the board of directors of the Providence Tourism Council, a municipal appointed position, requests an advisory opinion regarding whether he may accept an offer of employment by the board to become the council's executive director, provided that he resigns from membership on the board upon accepting the position.

### **RESPONSE:**

It is the opinion of the Rhode Island Ethics Commission that the Petitioner, a member of the board of directors of the Providence Tourism Council, a municipal appointed position, may accept an offer of employment by the board to become the council's executive director, provided that he resigns from membership on the board upon accepting the position. This opinion is based on a finding by the Ethics Commission that the facts as represented indicate that the denial of such employment would create a substantial hardship for the Providence Tourism Council.

The Petitioner is a member of the board of directors of the Convention Authority of the City of Providence, doing business as the Providence Tourism Council (PTC or council). He informs that the PTC was established by the Rhode Island General Assembly pursuant to 1980 Rhode Island Public Laws, Chapter 84 (the Act). The Petitioner states that an amendment to the Act in 1992 provided for a maximum of 11 members on the PTC, consisting of representatives from various Providence hotels and individuals appointed by the mayor of Providence.<sup>1</sup> The Petitioner further states that the PTC's bylaws describe the purpose of the PTC as follows: to promote, encourage, and create tourism activities in the

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<sup>1</sup> The Petitioner explains that the PTC is comprised of 11 members, five of which are permanent positions held by representatives of the original hotels identified in the Act and their successors. Five members are mayoral appointees, and the chair of the Providence/Warwick Convention Visitors Bureau fills an ex officio position. The non-permanent positions are for 3-year staggered terms. None of the PTC members are financially compensated for their service on the council.

City of Providence; to stimulate and increase Providence economic activity through various tourism-related initiatives; to administer the Providence regional tourism district pursuant to state law; and to coordinate tourism activities with other authorities, councils, and convention and visitors bureaus throughout the State of Rhode Island. The Petitioner has been a member of the PTC's board of directors since January 2012 and has served as its chair since September 2017. He states that through public relations, marketing, and events, the PTC works collaboratively with businesses, organizations, and individuals to build awareness of Providence as an arts and multicultural destination.

The Petitioner represents that the PTC has not had an executive director since 2010, and that the position is required by the council's bylaws. He explains that at a PTC meeting held last September, the board voted to appoint a personnel committee to advertise and screen for the position of executive director so that the personnel committee could then make a recommendation to the board about whom to offer the position.<sup>2</sup>

Ethics Commission staff spoke with the chair of the council's personnel committee regarding the advertisement of the executive director position and related issues.<sup>3</sup> The chair informed staff that the advertising of the executive director position took place continuously between November 2025 and January 2026 and was supplemented by postings on various social media channels, job boards, and the PTC website. The chair added that notice of the advertisement for an executive director was also shared through PTC member networks and Providence's Department of Arts, Culture, and Tourism. The chair stated that the personnel committee received a total of 62 applications, only 21 of which were deemed qualified for consideration by the committee. He stated that, nonetheless, the personnel committee ultimately reviewed all the applications. The chair explained that the personnel committee intended to interview five people, but determined that only four applicants merited an interview, including the Petitioner.<sup>4</sup> Notably, the chair

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<sup>2</sup> The Petitioner states that the PTC currently has a staff that consists of a program manager, an administrative assistant, and a controller, all of whom work part-time and none of whom applied for the position of executive director.

<sup>3</sup> The chair of the PTC's personnel committee submitted his own letter to the Ethics Commission requesting an advisory opinion and the application of a hardship exception that would allow the Petitioner to accept the position of executive director under the circumstances. It was explained to him, and to the council's attorney whose cover letter contained both the requests of the Petitioner and the personnel committee chair, that because the Petitioner is the individual upon whom an advisory opinion will be binding, the letter from the personnel committee chair would be regarded as supplementary information used to draft the advisory opinion for the Petitioner.

<sup>4</sup> The Petitioner states in his request letter that, if appointed executive director of the PTC, it is his clear intent to resign from his position as a member of the PTC's board of directors.

informed commission staff that because the Petitioner had expressed an interest in applying for the position, the Petitioner was not a member of the personnel committee, did not draft the advertisement for the position of executive director, had no access to the advertising materials, was unaware of the identity of the other candidates, and was excluded from all email and other communications between the personnel committee and the rest of the council's board members concerning the vacancy. The chair explained that it was not until after the personnel committee had interviewed the Petitioner that a member of the personnel committee who was reviewing the council's bylaws noted the reference to the Rhode Island Code of Ethics, from which he then discovered the revolving door provisions and brought them to the attention of the board.

The personnel committee chair explained that the PTC has been without an executive director since 2010 because plans at that time were to reorganize the council in light of the City of Providence's newly formed arts, culture, and tourism office. Those plans included the elimination of the council's executive director position. The chair added that, as a consequence of the onset of the COVID-19 pandemic in 2020, the PTC experienced a hiatus for the better part of almost three years in order to ensure that finances were sound. During that time, the PTC cut back on the issuance of grants and other activities, all with the intent of becoming reasonably certain that the hospitality industry would rebound before council activities resumed at full speed. The chair represented that the hospitality industry in Providence did rebound and, ultimately, in no small part because the functioning of the PTC became too heavily reliant upon the volunteer work of its members, the PTC decided that the organization could no longer function without an executive director.

The Petitioner represents that, in recent years, the other PTC board members have asked that he increase his responsibilities and the time he devotes to them in covering the needs of the PTC in a volunteer capacity. The Petitioner describes among those responsibilities working in close partnership with a number of city and state agencies including, but not limited to, the city's Department of Arts, Culture, and Tourism, local businesses, artists, and community and hospitality leaders. He represents that there have been significantly increasing requests from the city to grow the visibility of Providence on a national scale, along with producing a number of city-wide events such as the PVD Holiday Festival, New Year's Eve Celebration, expansion of the illuminate PVD program, programming at the downtown skating center, participation in the Life at Night Task Force, hosting media journalists to the city, and managing the PTC marketing, public relations, social media, and community grant program.

The personnel committee chair informed Ethics Commission staff that, as a result of its expanding operational needs and time sensitivity of upcoming programs, the board determined that it requires an executive director to fulfill the following core functional areas and responsibilities: strategic leadership and planning; program oversight, community engagement, and grantmaking; partnerships, stakeholder engagement, and

advocacy; marketing, social media, communications, and public relations; fundraising, finance, and administration; event planning and production; team leadership and culture; and place branding, cultural heritage tourism, life at night initiatives.

The personnel committee chair stated that, given the Petitioner's increased responsibilities on a volunteer basis in the absence of an executive director and the above-mentioned event requests by the city, without the imminent appointment of a qualified PTC executive director, one or more of those events might need to be eliminated. The chair added that, perhaps most importantly, preparations for the upcoming FIFA World Cup 2026, America250 (the nation's 250<sup>th</sup> anniversary celebration), and PVDFest at the end of September, for which major announcements have already been made, can no longer be carried by the Petitioner and the other PTC board members in a volunteer capacity. The chair explained that, without an executive director, the board would have to hire multiple professional vendors in order for the PTC to be able to see through all of the announced events planned for the city this year. He added that the board has established a deadline of March 30, 2026, to determine whether hiring vendors will be necessary.

The personnel committee chair emphasized that the other three candidates interviewed for the executive director position do not possess the qualifications necessary to perform the duties associated with that position. He explained that, even if one or more of the other candidates did possess the necessary qualifications, it would have taken several months for that person to get up to speed on the execution of those duties. The chair informed that, would that have been the case, the PTC would be asking that the Petitioner be hired as executive director on a temporary basis only, in order to help acclimate a new hire. The chair clarified that only the Petitioner demonstrated the ability to assume the duties and responsibilities of executive director. The chair informed that if the PTC's board does not receive a hardship exception that will allow it to hire the Petitioner as its executive director, the board will have no choice but to start the search again. He reiterates that this would be a substantial hardship to the PTC due to the extra expenses that would be incurred to hire various vendors to perform necessary tasks that board members can no longer perform, and due to the potentially necessary cancellation of events already advertised because of insufficient staffing. It is under this set of facts that the Petitioner seeks guidance from the Ethics Commission regarding whether he may accept an offer of employment by the board to become its executive director, provided that he resigns from membership on the board.

The Code of Ethics prohibits an elected or appointed official from accepting any appointment or election that requires approval by the body of which he is or was a member, to any position which carries with it any financial benefit or remuneration, until the expiration of one year following the termination of that person's membership in or on that body. 520-RICR-00-00-1.5.1 Employment from Own Board (36-14-5006) (Regulation 1.5.1). Under Regulation 1.5.1, the Ethics Commission may approve an exception to the prohibitions outlined therein, provided that the Ethics Commission is satisfied that denial

of such appointment or election would create a substantial hardship for the body, board, or municipality.

The legislative aim of the “revolving door” provisions of the Code of Ethics is to ensure that public officials and employees “adhere to the highest standard of ethical conduct, . . . avoid the appearance of impropriety and not use their position for private gain or advantage.” See R.I. Const., art. III, sec. 7. “The integrity of our government officials is quintessential to our system of representation.” In re Advisory Opinion From the Governor, 633 A.2d 664, 671 (R.I. 1993). In general, “the purpose of revolving-door provisions is to prevent ‘government employees from unfairly profiting from or otherwise trading upon the contacts, associations and special knowledge that they acquired’” during their tenure as public servants. Id. (quoting Forti v. New York State Ethics Commission, 75 N.Y.2d 596, 605, 554 N.E.2d 876, 878, 555 N.Y.S.2d 235, 237 (1990)).

There is no definition of “substantial hardship” in the Code of Ethics. Therefore, the Ethics Commission determines whether a substantial hardship exists on a case-by-case basis considering the totality of the circumstances presented and has, in the past considered the following factors: whether, after publicly advertising the position, there was a complete absence of applicants or a lack of qualified candidates to fill the position; whether the position required very specific and unique skills and qualifications; whether the board member had been involved in the hiring process or in the drafting of the request for proposals; whether the position had been vacant for a substantial period of time; and whether the employment was a temporary measure or was intended to be permanent. The key issue, however, in determining whether a hardship to a government body exists is not whether the subject candidate is the most qualified candidate among all applicants but, rather, whether other qualified candidates are currently available or may become available through additional advertisement of the posting.

In Advisory Opinion 2023-41, the Ethics Commission opined that a member of the Tiverton Wastewater District Board of Directors was not prohibited from accepting an offer of employment by that board to become the executive director of the Tiverton Wastewater District, provided that he resigned from the board of directors upon accepting the position. There, the Ethics Commission found that the facts as represented indicated that denial of such employment would have created a substantial hardship for the Tiverton Wastewater District. Those facts included the following: (1) after the departure of the last executive director, an offer of employment was made to the sole candidate produced following the board’s outreach to the program coordinator of the Rhode Island Department of Environmental Management’s Wastewater Leadership Boot Camp who rejected the offer because of the lengthy commute it would entail, notwithstanding a proposal by the board of a hybrid work schedule; (2) the board’s advertisement of the executive director position with the Providence Journal, on Indeed.com, and on the district’s website produced 15 applicants, only one of whom met the minimum requirements for the interview but, following that interview, the three interviewers unanimously concluded that

the candidate was unqualified for the role of executive director; (3) the board's efforts to fill the executive director position with the assistance of the League of Cities and Towns and three local and regional clean water groups produced not a single applicant; (4) the executive director position had been vacant for three months which, in consideration of a looming deadline for the completion of a major project within the wastewater district, was substantial; and (5) following a three-month search, the petitioner was the only qualified candidate for the executive director position and, by necessity, had become uniquely familiar with the responsibilities of the executive director, having stepped in on a number of occasions to exercise those responsibilities.

Also, in Advisory Opinion 2014-18, the Ethics Commission opined that a member of the Rhode Island Fire Safety Code Board of Appeal and Review (Fire Safety Code Board) was not prohibited by the Code of Ethics from accepting an appointment to serve as the executive director of the Fire Safety Code Board, based upon a finding of substantial hardship to the Fire Safety Code Board, because: (1) the petitioner was the only qualified candidate; (2) the Fire Safety Code Board had a three-person staff, the executive director position had been vacant for six months, and the deputy director position would have been vacant by the end of the month; (3) the petitioner was uniquely familiar with the responsibilities of the executive director which would ensure the continued functioning of the Fire Safety Code Board, given the timing of the vacancies; (4) the petitioner had no involvement in the hiring process, which was conducted through an open and public process; (5) the petitioner would resign from his position on the Fire Safety Code Board; (6) the Fire Safety Code Board was required to hire someone who met the qualifications set forth in the job specification for the classified position of executive director; and (7) the Fire Code was a particularly complex and voluminous set of statutes, rules and regulations that since 2003 had been expanded to apply to both new construction and pre-existing structures.

By way of a third example, in Advisory Opinion 2012-31, the Ethics Commission opined that a South Kingstown Historic District Commission (HDC) member could be hired by the Town of South Kingstown to create a guide-book for homeowners in the town's historic districts, based upon a finding of substantial hardship to the town and the HDC, because: (1) the town had publicly advertised the position through its normal public bid procedures, in addition to specifically contacting five local qualified historic preservation planners identified by the Rhode Island Historical Preservation and Heritage Commission; (2) the petitioner was the only applicant; (3) only a small number of firms and individuals in the region possessed the qualifications required to complete this project; (4) the contract was limited to a six-month duration; and (5) the project was funded by grant money, which was only available until August 2013, leaving no time to re-issue the request for proposals.

There have also been occasions where the Ethics Commission determined that circumstances were such that a hardship was not justified. For example, in Advisory Opinion 2016-43, the Ethics Commission opined that a member of the North Smithfield

Planning Board was prohibited from accepting, if offered, employment as the town planner while he sat on the planning board, and for one year thereafter. There, the petitioner presented no evidence that the town would suffer a substantial hardship if unable to hire the petitioner for the position of town planner. See also A.O. 2010-24 (opining that a member of the Coventry Housing Authority Board of Commissioners was prohibited from accepting employment from the housing authority as its maintenance director while serving on the board and for one year thereafter).

The facts as represented by the instant Petitioner and the personnel committee's chair clearly implicate the provisions of Regulation 1.5.1. At issue is whether prohibiting the Petitioner from accepting the position of the PTC's executive director following his resignation from membership on the PTC's board would result in a substantial hardship to the council. The extensive advertising of the executive director position that took place continuously between November 2025 and January 2026 produced 62 applications, only 21 of which were deemed qualified for consideration by the committee. That notwithstanding, the personnel committee ultimately reviewed all the applications. The chair explained that because the committee was unable to come up with five people to interview, as was their original intent, the committee ultimately selected four people to interview, one of whom was the Petitioner. Notably, the Petitioner was not a member of the personnel committee, did not draft the advertisement, had no access to the advertising materials, was unaware of the identity of the other candidates, and was excluded from all email and other communications between the committee and the council concerning the vacancy.

That the PTC has been without an executive director since 2010 for reasons ranging from plans at the time for the reorganization of the council to the onset of the COVID-19 pandemic does nothing to diminish the PTC's immediate need to appoint an executive director to manage and move forward numerous and significant events and programs currently underway. The facts as represented demonstrate that without the imminent appointment of a qualified PTC executive director, one or more of the events identified herein might be eliminated. Further, preparations for the upcoming FIFA World Cup, America250, and PVDFest, for which major announcements have already been made, can no longer be carried by the Petitioner and the other PTC board members in a volunteer capacity, given the time commitments attached to these events. Also, the representations of the Petitioner and personnel committee chair indicate that if the PTC does not receive a hardship exception that will allow the council to hire the Petitioner as executive director, the PTC will have no choice but to start the search again at great expense to the city if, in the meantime, it is forced to hire numerous professionals in the private sector in order to avoid canceling programs and events which have already been advertised. Based on the facts as represented, the applicable provisions of the Code of Ethics, and prior advisory opinions issued, the Ethics Commission is satisfied that the inability of the PTC board to select the Petitioner as its next executive director would result in a substantial hardship to the council. Accordingly, it is the opinion of the Ethics Commission that the Petitioner may

accept an offer of employment by the PTC to become its executive director, provided that he resigns from membership on the board upon accepting the position.

**This Advisory Opinion is strictly limited to the facts stated herein and relates only to the application of the Rhode Island Code of Ethics. An advisory opinion rendered by the Commission, until amended or revoked by a majority vote of the Commission, is binding on the Commission in any subsequent proceedings concerning the person who requested the opinion and who acted in reliance on it in good faith, unless material facts were omitted or misstated by the person in the request for the opinion. 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, agency policy, ordinance, constitutional provision, charter provision, or canon of judicial or professional ethics may have on this situation.**

Code Citations:

520-RICR-00-00-1.5.1 Employment from Own Board (36-14-5006)

Constitutional Authority

R.I. Const., art III, sec. 7

Other Related Authority:

In re Advisory Opinion From the Governor, 633 A.2d 664 (R.I. 1993)

Related Advisory Opinions:

A.O. 2023-41

A.O. 2016-43

A.O. 2014-18

A.O. 2012-31

A.O. 2010-24

Keywords:

Employment from Own Board

Hardship Exception

Revolving Door