

RHODE ISLAND ETHICS COMMISSION

Advisory Opinion No. 2026-7

Approved: April 14, 2026

Re: Patrice Milos, Ph.D.

QUESTION PRESENTED:

The Petitioner requests an advisory opinion regarding whether, given her resignation as a member of the board of directors of the Rhode Island Life Science Hub, a state appointed position, she may accept and serve in the position of advisor to the Life Science Hub's interim president/CEO until a permanent president/CEO can be selected and confirmed by the Rhode Island Senate.

RESPONSE:

It is the opinion of the Rhode Island Ethics Commission that the Petitioner, a former member of the board of directors of the Rhode Island Life Science Hub, a state appointed position, may accept and serve in the position of advisor to the Life Science Hub's interim president/CEO until a permanent president can be selected and confirmed by the Rhode Island Senate, based upon the Ethics Commission's finding that, under the circumstances presented, disallowing the Petitioner's employment in the position would create a substantial hardship for the Life Science Hub.

In January 2024, the Petitioner was first appointed to the board of directors of the Rhode Island Life Science Hub (RILSH), a quasi-public state agency created through the 2023 passage of enabling legislation in the Rhode Island General Assembly known as the "Rhode Island Life Science Hub Act." See R.I. Gen. Laws § 23-99-1 *et seq.* (the Act). Pursuant to the Act, the RILSH was established to be the central and coordinating organization of life science initiatives on behalf of the state, and shall:

- (1) Facilitate the development of medical advances and scientific breakthroughs with companies that specialize in the fields of: medical devices, biomedical technology, medical therapeutic therapies, biogenetics, biomedical engineering, biopharmaceuticals, genomics, and life sciences; and
- (2) Through targeted investment of grants, tax credits, and incentives, fund and incubate Rhode Island-based life science companies that will promote

economic and workforce development within the state and that shall allow the state to successfully compete in the national and international life science industries.

R.I. Gen. Laws § 23-99-2. The RILSH is governed by a fifteen-member board of directors, seven of whom must possess specifically enumerated qualifications and are appointed by the governor, and eight of whom must hold enumerated leadership positions with Rhode Island government agencies, higher education institutions, and healthcare providers. R.I. Gen. Laws § 23-99-4(b). Board members are not compensated and serve a four-year term. §§ 23-99-4(d) and (f). Among the powers of the board of directors is the authority to hire, subject to the advice and consent of the Rhode Island Senate, a president who will serve as the RILSH's full-time chief executive officer (CEO), and to hire other employees. § 23-99-4(k). The Petitioner's appointment to the board of directors satisfied the Act's requirement that one director be a "member of a life science trade association." § 23-99-4(b).

In June 2024, the Petitioner requested and received an advisory opinion from the Ethics Commission, Advisory Opinion 2024-23, that permitted her to accept the paid role of the RILSH's interim president while the RILSH undertook a national search for a permanent president/CEO. Consistent with the parameters of that advisory opinion, the Petitioner resigned from the board and served as interim president until January 2025, at which time the newly hired president/CEO was confirmed by the Rhode Island Senate. The governor reappointed the Petitioner to the board in January 2025.

The Petitioner now advises that the president/CEO unexpectedly tendered his resignation on February 25, 2026, after completing the first year of an initial three-year employment agreement, leaving the RILSH in immediate need of seasoned leadership. The Petitioner informs that on March 9, 2026, the board voted to form a new executive search committee to seek a permanent president/CEO, with the intent of finding a satisfactory candidate in time for Senate approval in 2026. The board also approved the vice president's service as interim president to oversee the organization's daily operations during this time. Given the RILSH's present level of activity and current staff of two employees, the Petitioner states that the board decided to hire an experienced advisor to the interim president to assist with execution on planned strategic objectives outlined in the Act and to complete the grant review process and the Ocean State Lab Tenant evaluations, which require deep industry and business background.¹

¹ The Petitioner informs that the RILSH has awarded approximately \$20 million to 48 grant recipients, who must have their submissions evaluated against technical milestones to determine whether they are in compliance with the terms and conditions of their grants and whether they are entitled to receive the next grant payment, if applicable. Additionally, applicants for tenancy at the Ocean State Lab, wet and dry lab spaces built pursuant to a RILSH-issued RFP, undergo a technical evaluation process involving RILSH leadership.

Although she is unable to accept a full-time role at this time, the Petitioner represents that she can use her more than 30 years of management, scientific, and industry knowledge to assist the interim president run the RILSH until a permanent president/CEO can be hired and confirmed. The Petitioner advises that she possesses extensive experience in the life science field, having served as the chair of a life science trade association and as CEO of multiple biotech entities. She notes a long history of involvement in the life science ecosystem in the northeast region and states that she was the author of the 2019 RI BioHub report, which laid the foundation for the future of the RILSH. Since joining the RILSH board, the Petitioner states that she has served in roles such as corporate secretary, Summit Panel moderator, Investment Review Committee member, Lab RFP Review Committee member, interim president, and Scientific Advisory Board member.

The Petitioner affirms that she has the requisite experience and knowledge to fill the role of advisor to the interim president, as requested by the board, and has informed the board that she will not seek or accept the permanent president/CEO position. The Petitioner indicates that she does not wish to serve as a paid advisor after the permanent president/CEO has been hired and confirmed. The Petitioner informs that on March 9, 2026, the board approved an advisor contract with terms to be determined between the RILSH interim chair and the Petitioner, subject to the Petitioner receiving a favorable advisory opinion from the Ethics Commission.² If the Ethics Commission does not approve of the Petitioner's service as advisor, the contract will be revoked. The Petitioner notes that she has agreed to forego receipt of employee benefits. Since the RILSH desired that the Petitioner begin her interim role as soon as possible, and in order to mitigate impacts during the leadership transition period, the Petitioner resigned from the board on March 17, 2026, and commenced serving as an unpaid advisor.

The Ethics Commission received the instant request for an advisory opinion on March 19, 2026. Therein, the Petitioner seeks an opinion from the Ethics Commission that her acceptance of and service in the paid position of advisor to the RILSH's interim president would not contravene the Code of Ethics under the circumstances presented. In conjunction with the Petitioner's request, the Ethics Commission also received correspondence from the RILSH's interim chair, Rhode Island Secretary of Commerce Stefan Pryor, requesting a finding by the Ethics Commission that, based upon the circumstances presented, the inability of the Petitioner to serve as an advisor to the interim president would constitute a substantial hardship to the RILSH. Secretary Pryor represents that, due to the technical and industry specific nature of the RILSH's current workload and statutory obligations under its enabling act, the interim president needs the support of a veteran life science leader with deep scientific, industry, and management experience.

² The RILSH's legal counsel represented that the Petitioner did not participate in the board's decision-making relative to her hiring as an advisor.

The Code of Ethics prohibits an elected or appointed official from accepting any appointment or election that requires approval by the body of which she 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. The Ethics Commission has previously considered the following factors in making this determination: whether and to what extent the position being filled was adequately publicized or advertised; whether the position requires very specific and unique skills and qualifications; whether there are any other qualified candidates available to fill the position; whether the position has been vacant for a substantial period of time; whether the employment is a temporary measure or intended to be permanent; and whether and to what extent the public official being offered the employment has participated in the hiring process or decision-making.

The Petitioner's service as a paid advisor to the RILSH's interim president/CEO clearly implicates the provisions of Regulation 1.5.1. While serving as a state appointed official on the RILSH's board of directors, and in the one-year period following her severance from that position, the Petitioner is prohibited by the terms of Regulation 1.5.1 from accepting the board's offer of employment as a paid advisor to the interim president/CEO unless the Ethics Commission gives its approval pursuant to a finding that enforcement of Regulation 1.5.1 would result in a substantial hardship to the RILSH.

In Advisory Opinion 2026-6, the Ethics Commission opined that a substantial hardship existed to permit a member of the Providence Tourism Council's (PTC) Board of Directors to be hired as the PTC's executive director, provided that he resigned from the board upon

accepting the position. Factors considered by the Ethics Commission in making that determination included that: 1) the PTC had been without an executive director since 2010; 2) during the vacancy, the petitioner had assumed increased responsibilities on a volunteer basis; 3) after extensive advertising, the PTC's personnel committee determined that only four applicants merited interviews; 4) the petitioner was the only applicant interviewed who possessed the requisite qualifications to perform the duties of the position; 5) significant scheduled events and programs might be eliminated without imminent appointment of a qualified executive director; and 6) the petitioner did not participate in the hiring process. See also A.O. 2014-18 (opining that a member of Rhode Island Fire Safety Code Board of Appeal and Review could be hired as its executive director, based on finding of substantial hardship, because the position had been vacant for six months and required unique skills and qualifications, public advertisement had produced no other qualified candidates, and the petitioner was not involved in the hiring process); A.O. 95-118 (opining that a member of the Rhode Island Commission on Women could temporarily serve as the commission's interim executive director, based upon the following representations: 1) the petitioner was uniquely familiar with the work of the commission and its office procedures; 2) the commission had been without a full-time executive director for over six months; 3) the petitioner would resign from her position on the commission; 4) the petitioner would serve as interim executive director temporarily while the commission completed its search for a permanent replacement; and 5) there would be an open and public hiring process for the permanent executive director position).

Here, the facts presented are nearly identical to those considered in Advisory Opinion 2024-23, in which the Ethics Commission allowed the instant Petitioner to accept and serve in the paid position of interim president of the RILSH until a permanent president/CEO could be found and confirmed by the Rhode Island Senate based upon a finding that disallowing such employment under the circumstances presented would create a substantial hardship for the RILSH. Both the Petitioner and RILSH, through its interim chair, have offered numerous circumstances that are supportive of a finding of substantial hardship. The president/CEO position requires an individual with specialized skills, possessing both life sciences expertise and extensive managerial experience. The original president/CEO unexpectedly resigned after completing the first year of an initial three-year employment agreement. Upon the RILSH's selection and hiring of a qualified candidate, the permanent position is subject to senate confirmation, which is anticipated to occur in 2026. The RILSH currently has a staff of two, and its interim president requires immediate assistance to oversee its ongoing, mandated initiatives. Given her background and experience, which includes prior service as the interim president, the Petitioner is uniquely qualified to serve as advisor to the current interim president, and she did not participate in the board of directors' decision to hire herself as an advisor. The Petitioner's role as advisor is temporary in nature, and the Petitioner will not seek or accept the position of permanent president/CEO.

Having considered the circumstances represented by the Petitioner and the RILSH interim chair, as well as our previous advisory opinions applying Regulation 1.5.1, it is the opinion of the Ethics Commission that the Petitioner may accept and serve in the position of advisor to the interim president of the RILSH, a paid position, until a permanent president/CEO can be found and confirmed by the Rhode Island Senate. This opinion is based on a finding by the Ethics Commission that the denial of the Petitioner's services on a temporary basis would create a substantial hardship for the RILSH.

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 From the Governor, 633 A.2d 644, 671 (R.I. 1993).

§ 23-99-1

§ 23-99-2

§ 23-99-4

Related Advisory Opinions:

A.O. 2026-6

A.O. 2024-23

A.O. 2023-41

A.O. 2016-43

A.O. 2014-18

A.O. 2012-31

A.O. 2010-26

A.O. 2010-24

A.O. 2006-1

A.O. 2004-36

A.O. 2001-53

A.O. 2000-32

A.O. 95-118

Keywords:

Hardship Exception

Revolving Door