



# INDIANA DEPARTMENT OF TRANSPORTATION

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Room N758  
Indianapolis, Indiana 46204

PHONE: (855) 463-6848

Eric Holcomb, Governor  
Michael Smith, Commissioner

November 13, 2023

Katherine Noel, Chair  
Indiana State Ethics Commission  
315 West Ohio Street, Room 104  
Indianapolis, Indiana 46202

FILED

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INDIANA STATE  
ETHICS COMMISSION

## IC 4-2-6-11 Post-employment waiver

As the Appointing Authority of the Indiana Department of Transportation ("INDOT"), I am filing this waiver of the application of the Code of Ethics' post-employment restriction as it applies to Jeffrey D. Brooks in his post-employment with Interstate Business Solutions ("IBS").

I understand that I must file and present this waiver to the State Ethics Commission at their next available meeting. I further understand that this waiver is not final until approved by the State Ethics Commission. I hereby appoint Kate Shelby, Chief Legal Counsel and Deputy Commissioner, as the Appointing Authority solely for purposes of effectuating this waiver through the Commission's process.

Jeffrey Brooks, a twenty-year employee of INDOT, has accepted a role as President of IBS. After seeking an informal ethics opinion, INDOT is filing this waiver to address potential areas of applicability of post-employment restrictions.

This waiver is in regard to part of the "cooling off" period as indicated below. INDOT finds that IC 4-2-6-11(b)(3) does not apply because INDOT does not regulate IBS.

This waiver does not include a waiver from the particular matter restriction under IC 4-2-6-11(c) as it relates to the three IBS contracts described herein. To the extent that a particular matter restriction applies to Mr. Brooks and IBS's three contracts with INDOT, Mr. Brooks and INDOT have executed a screen, which was filed with the State Ethics Commission on November 1, 2023, and attached as Attachment A to this waiver. *See Attachment A, Section II.3.* This screen shall remain in effect and Mr. Brooks shall screen himself from three existing contracts involving INDOT while he is employed at IBS. Further, Mr. Brooks shall not disclose confidential information after he leaves state employment. *See Attachment A, Section II.4.* Mr. Brooks has indicated that IBS has employees who can effectuate the proper screen to ensure that Mr. Brooks abides by IC 4-2-6-11(b)(1) and (c). Mr. Brooks has received an informal advisory opinion from the Office of the Inspector General regarding these matters.

**A. This waiver is provided pursuant to IC 4-2-6-11(g) and specifically waives the application of**  
*(Please indicate the specific restriction in 42 IAC 1-5-14 (IC 4-2-6-11) you are waiving):*

IC 4-2-6-11(b)(1): 365 day required "cooling off" period before serving as a lobbyist.

- IC 4-2-6-11(b)(2): 365 day required “cooling off” period before receiving compensation from an employer for whom the state employee or special state appointee was engaged in the negotiation or administration of a contract and was in a position to make a discretionary decision affecting the outcome of such negotiation or administration.
- IC 4-2-6-11(b)(3): 365 day required “cooling off” period before receiving compensation from an employer for which the former state employee or special state appointee made a directly applicable regulatory or licensing decision.
- IC 4-2-6-11(c): Particular matter restriction prohibiting the former state employee or special state appointee from representing or assisting a person in a particular matter involving the state if the former state officer, employee, or special state appointee personally and substantially participated in the matter as a state worker. *(Please provide a brief description of the specific particular matter(s) to which this waiver applies below):*

**B. IC 4-2-6-11(g)(2) requires that an agency’s appointing authority, when authorizing a waiver of the application of the post-employment restrictions in IC 4-2-6-11(b)-(c), also include specific information supporting such authorization. Please provide the requested information in the following five (5) sections to fulfill this requirement.**

**1. Please explain whether the employee’s prior job duties involved substantial decision-making authority over policies, rules, or contracts:**

Jeffrey Brooks currently serves as Deputy Commissioner of Operations/Chief Operating Officer at INDOT. In his role, he oversees all six INDOT Districts, the State Operations Director (whom oversees Facilities, Maintenance, and other teams), and several other areas. Mr. Brooks has worked at INDOT for twenty (20) years, starting as an individual contributor after college and working his way up to the Executive Team.

INDOT is a large organization with a nested organizational structure. Much of INDOT’s work is completed through INDOT’s Districts, which are responsible for maintenance, among many other transportation operations. Each District is led by a District Deputy Commissioner. All District Deputy Commissioners are on the INDOT Executive Team and report to Mr. Brooks. Seven other Deputy Commissioners are on the Executive Team and report directly to the INDOT Commissioner. INDOT has a high volume of work to complete and engages in frequent usage of vendors. INDOT awards thousands of contracts each year to hundreds of vendors in order to execute its multi-billion-dollar transportation program.

In 2018, as INDOT’s Statewide Maintenance Director, Mr. Brooks participated in the development of the specifications and securing the funding for INDOT’s urban litter removal contracts. The contracts were developed by the Capital Program Teams at the Districts and were let through INDOT’s Contracts Administration Division as maintenance contracts via INDOT’s competitive bidding process. The Contracts Administration Division reports to the Chief Legal Counsel. IBS received at least one of these contracts. Mr. Brooks did not participate in the review, scoring, or selection of IBS for the litter removal contracts. The Highway Maintenance Departments at each District in coordination with the Construction Departments at each District oversee these urban litter removal contracts. Within each District’s Highway Maintenance Department, there are Project Supervisors who report to either the Maintenance Engineer or the District Operations Manager, and these Project Supervisors are responsible for oversight of the contracts. Mr. Brooks has not had any involvement with the contracts since the development of the specifications prior to putting the contracts out for bid. Mr. Brooks did not participate in the subsequent renewals of any litter removal contracts because renewal decisions occurred at individual District levels. In his role as Statewide Maintenance Director, he participated in the budgeting process to ensure that each District was adequately funded in order to allow the District to renew or rebid the litter removal contracts. That budgeting process is not particular to vendors.

At this time, IBS holds three (3) active maintenance contracts with INDOT for litter removal. Mr. Brooks indicated that he has met with IBS representatives three (3) or four (4) times since becoming the Deputy Commissioner of Operations/Chief Operating Officer, and these meetings do not include the interactions he had with IBS to discuss his job opportunity. These meetings were at IBS's request and were client check-in meetings. Mr. Brooks also met with IBS for a client check-in in 2019 after IBS performed its first cycle of litter removal. Other INDOT employees were at all of these meetings.

**2. Please describe the nature of the duties to be performed by the employee for the prospective employer:**

Mr. Brooks will serve as President of IBS. Mr. Brooks will screen himself from IBS's contracts with INDOT and must abide by all post-employment restrictions except those waived herein. Please see Attachment A.

**3. Please explain whether the prospective employment is likely to involve substantial contact with the employee's former agency and the extent to which any such contact is likely to involve matters where the agency has the discretion to make decisions based on the work product of the employee:**

IBS currently has three contracts with INDOT. IBS is in the business of litter removal for a wide variety and number of organizations. Mr. Brooks will screen himself from IBS's contracts with INDOT. Mr. Brooks has indicated that IBS has employees who can effectuate the screen and keep Mr. Brooks separated from the contracts. Mr. Brooks has signed the attached screen (Attachment A).

**4. Please explain whether the prospective employment may be beneficial to the state or the public, specifically stating how the intended employment is consistent with the public interest:**

Mr. Brooks has served INDOT for twenty (20) years in a variety of roles. By working hard and dedicating his time and talents to INDOT, Mr. Brooks was involved in many projects and initiatives at the agency. Mr. Brooks was often called upon to take on extra work and assignments because of his track record of delivering great results when it counted most. As a result, it would be difficult to find an area of the agency that Mr. Brooks has not touched at INDOT. Given the nature of INDOT's work and its extensive use of vendor partners to accomplish its goals, it would be incredibly difficult for Mr. Brooks to find employment suitable to his skills that did not include an actual or perceived conflict or need for a waiver of post-employment restrictions. Mr. Brooks has accepted employment from a vendor with whom he has had very little interaction with, did not regulate, and to whom he did not award any contracts or directly bestow any benefit or government funding. To not award a waiver in this situation would mean that a waiver is not awardable to Mr. Brooks for work at any other company in the Indiana transportation industry and would trap Mr. Brooks in state employment for the remainder of his career. Trapping Mr. Brooks at INDOT is against public policy. Every citizen deserves to choose their own career path. Mr. Brooks has spent his entire career at INDOT, giving the State twenty (20) years of faithful service and donating thousands of extra hours to INDOT to ensure that the job always got done. INDOT will not be able to attract suitable talent to fill its many roles if the State is not able to allow someone who has done so much for the State to continue his career in the industry for another employer. For that reason, allowing Mr. Brooks to take a role at a company with whom he had minimal interaction as a State employee and that only has three contracts previously awarded and that can be screened from Mr. Brooks's management is consistent with the public interest.

**5. Please explain the extent of economic hardship to the employee if the request for a waiver is denied:**

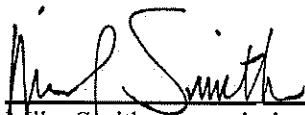
For all of the same reasons, keeping Mr. Brooks at INDOT by not awarding this waiver will create an economic hardship for Mr. Brooks. Mr. Brooks has spent his entire career at INDOT earning state wages. He has progressed to the highest role at INDOT that is not an appointed position. Mr. Brooks earns a salary that is, in some cases, \$30,000 lower than some of his direct reports. Mr. Brooks will not be able to continue to progress his career and his earnings further without seeking external employment. As explained above, Mr. Brooks has sought employment from one of the only vendors in the transportation industry with whom Mr. Brooks has had none to little involvement and to whom he did not award any contracts and for whom he did not oversee or sign any contracts. It would be

difficult to find another situation where Mr. Brooks could continue his career progression with as minimal impacts to the agency.

C. Signatures

1. Appointing authority/state officer of agency

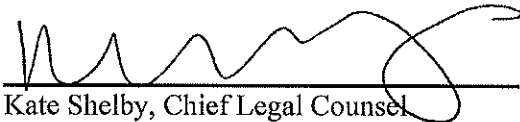
By signing below I authorize the waiver of the above-specified post-employment restrictions pursuant to IC 4-2-6-11(g)(1)(A). In addition, I acknowledge that this waiver is limited to an employee or special state appointee who obtains the waiver before engaging in the conduct that would give rise to a violation.

  
\_\_\_\_\_  
Mike Smith, Commissioner

11/13/2023  
\_\_\_\_\_  
DATE

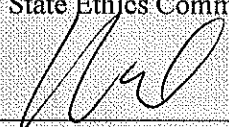
2. Ethics Officer of agency

By signing below I attest to the form of this waiver of the above-specified post-employment restrictions pursuant to IC 4-2-6-11(g)(1)(B).

  
\_\_\_\_\_  
Kate Shelby, Chief Legal Counsel

11/13/2023  
\_\_\_\_\_  
DATE

D. Approval by State Ethics Commission

<b>FOR OFFICE USE ONLY</b>	
Approved by State Ethics Commission	
 _____ Katherine Noel, Chair, State Ethics Commission	<u>11-16-23</u> _____ Date

## CONFLICT OF INTEREST SCREEN

October 31, 2023

### I. RECITALS

WHEREAS, Jeffrey Brooks is the Deputy Commissioner and Chief Operation Officer for the Indiana Department of Transportation ("INDOT" or "Department"); and

WHEREAS, Jeffrey Brooks is considering potential employment with Interstate Business Solutions, a litter collection company, and

WHEREAS, Interstate Business Solutions has business relationship with INDOT, including active contracts; and

WHEREAS, as Deputy Commissioner for INDOT, it is possible that Jeffrey Brooks could possibly participate in matters in which Interstate Business Solutions has an interest as part of his regular duties; and

WHEREAS, Jeffrey Brooks's employment negotiations with Interstate Business Solutions created a potential decision and voting conflict of interest under IC 4-2-6-9 requiring disclosure and a formal screen; and

WHEREAS, pending final decision by the State Ethics Commission, Jeffrey Brooks is subject to the particular matter restriction (IC 4-2-6-11(a)) and cannot assist future employers, including Interstate Business Solutions, with any matter he personally and substantially participated in for INDOT; and

WHEREAS, Jeffrey Brooks may have obtained confidential information in the course of his employment with INDOT and has an affirmative duty to protect such information from disclosure and to refrain from relying on such information for the benefit of himself or future employers.

NOW THEREFORE, Jeffrey Brooks, Deputy Commissioner and Chief Operations Officer for INDOT, for his remaining tenure with INDOT, or until he discontinues employment negotiations with Interstate Business Solutions, agrees to in all ways follow, adhere to, and satisfy the terms of the following Conflict of Interest Screen. Jeffrey Brooks must adhere to terms three (3) and four (4) regarding the particular matter restriction and confidential information in perpetuity.

### II. CONFLICT OF INTEREST SCREEN

1. Jeffrey Brooks shall not participate in any decision or vote, or any matter related to such decision or vote, in which Interstate Business Solutions has a financial interest.
2. Jeffrey Brooks is screened from participating in any present or future contract or other matter involving Interstate Business Solutions.
3. Jeffrey Brooks shall not assist any future employers, including Interstate Business Solutions, with any matter he personally and substantially participated in while employed by INDOT. This restriction applies in

perpetuity, for the life of the particular matter.

4. Pursuant to his duty under Ind. Code §5-14-3-10, Jeffrey Brooks shall not disclose or otherwise rely upon information classified as confidential under Ind. Code §5-14-3-4. This restriction applies in perpetuity, so long as the subject information is deemed confidential.

### III. EMPLOYEE AFFIRMATION

I have read and understand the terms of the foregoing Conflict of Interest Screen, and will in all ways follow, adhere to, and satisfy the above stated restrictions on my participation in any decision or vote in which Interstate Business Solutions has a financial interest. I understand that the first two (2) terms of this screen terminate upon my leaving the Department or the discontinuation of negotiations with Interstate Business Solutions, whichever occurs first. I further understand that terms three (3) and four (4) regarding particular matters and confidential information respectively, apply in perpetuity, for the life of each matter and so long as the subject information is deemed confidential. I have shared and discussed this Conflict of Interest Screen and its requirements with my supervisor, the Commissioner Michael J. Smith, for INDOT.

Executed and agreed this 31st day of October 2023, by:

 10/31/2023

Jeffrey Brooks, Deputy Commissioner and Chief Operations Officer  
Indiana Department of Transportation