



INDIANA DEPARTMENT OF TRANSPORTATION

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Room N758
Indianapolis, Indiana 46204

PHONE: (855) 463-6848

Mike Braun, Governor
Lyndsay Quist, Commissioner

February 12, 2026

FILED

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

FEB 12 2026

INDIANA STATE
ETHICS COMMISSION

IC 4-2-6-11

Post-employment waiver – Matthew Rhoads

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 Matthew Rhoads ("Rhoads") in his post-employment with Egis BLN USA, Inc. ("Egis").

I understand I must file and present this waiver to the State Ethics Commission at its next available meeting. I further understand that this waiver is not final until approved by the State Ethics Commission.

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:

Rhoads has served as a Design Manager for the INDOT – Seymour District since April 2025. Rhoads previously served as a Design Engineer from March 2024, and a Project Manager from August 2021 to March 2024. In his role as a Project Manager, he was involved in scoring proposals and selection, including projects with Egis. In this role, Rhoads oversaw project with Egis providing professional services. He reviewed initial proposals for services and work hours. Negotiations were handled by INDOT Contracts. He never provided or reviewed counter offers or proposals.

Rhoads had interactions with Egis while at INDOT. As stated above, he oversaw projects where Egis provided professional services and was involved in scoring and selection of their proposals when he was a Project Manager. Rhoads has not had any interaction with Egis, nor has he been involved in scoring proposals since he left his role as a Project Manager in March 2024.

Additionally, Rhoads filed a notice of potential conflict and screening document regarding Egis on January 23, 2026, which has prohibited any contact or review of Egis's consulting work, from participating in any decision or vote, or any matter related to such decision or vote, in which Egis has a financial interest, and/or participating in any present or future contract or other matter involving Egis.

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

In his post-INDOT employment, Rhoads will serve as a Senior Project Manager for Egis, a firm that does business with INDOT. As a Senior Project Manager, he will be responsible for overseeing development and delivery of projects for a variety of DOT's, (including INDOT), municipalities and private entities. Rhoads will work on proposals for projects with INDOT and local public agencies (local governments).

Rhoads will have limited involvement in the contracting process for projects involving INDOT or any other agency. His involvement on any project, INDOT funded or local agency-funded transportation projects, would be to oversee the development and delivery on the project. He may also be preparing scope/fee proposals for new work, or for amendments on legacy projects. Mr. Rhoads understands he cannot perform any work on projects he was involved with while at INDOT.

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 possible to include matters where the agency has the discretion to make decisions based on the work of the employee:

Egis currently has at least seventeen (17) open contracts with INDOT state-wide. Rhoads anticipates that in his new position he will have contact with INDOT personnel but he expects that his interaction will be similar to the contact of other project engineers without an INDOT background.

Rhoads's role with Egis will include overseeing development and delivery of INDOT projects.

Rhoads and Egis understand that he cannot work on any project for Egis that he participated in while at INDOT.

His INDOT work for Egis on pending projects will be limited to projects outside the Seymour district and Seymour District projects that are awarded after his departure from INDOT.

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

Mr. Rhoads has 12 years of experience in the transportation engineering field, all with INDOT. Mr. Rhoads's knowledge and expertise in the transportation engineering and construction field would be beneficial to the public because he has a thorough knowledge of what INDOT expects in its construction projects and how to efficiently provide that quality of work. His knowledge will ensure INDOT's vision and priorities will continue to be implemented by its private sector partners.

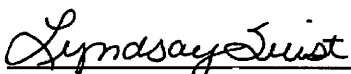
5. Please explain the extent of economic hardship to the employee if the request for a waiver is denied:

Within INDOT, there are few opportunities for advancement of position and salary for Mr. Rhoads. His experience is in the transportation engineering industry, and it is government that builds roads with the assistance of the private sector. Denying the post-employment waiver would require Mr. Rhoads to either remain at INDOT or enter a new field of engineering.

C. Signatures

1. Appointing Authority/state officer of the 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 who obtains the waiver before engaging in the conduct that would give rise to a violation.



Lyndsay Quist, Commissioner

INDIANA DEPARTMENT OF TRANSPORTATION

2/9/2026

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).



Chris Devlin, Ethics Officer

INDIANA DEPARTMENT OF TRANSPORTATION

2/12/2026

DATE

D. Approval by the State Ethics Commission

FOR OFFICE USE ONLY

Approved by State Ethics Commission



Katherine Noel, Chair, State Ethics Commission

2-12-26

Date

Mail to:

Office of Inspector General
315 West Ohio Street, Room 104
Indianapolis, IN 46202

OR

Email scanned copy to: info@ig.in.gov

Upon receipt you will be contacted with details regarding the presentation of this waiver to the State Ethics Commission.