

GOVERNMENT OF THE DISTRICT OF COLUMBIA  
BOARD OF ETHICS AND GOVERNMENT ACCOUNTABILITY



Office of Government Ethics

**VIA EMAIL TO:**

August 13, 2014

Kaya Henderson  
Chancellor, D.C. Public Schools  
[kaya.henderson@dc.gov](mailto:kaya.henderson@dc.gov)

Dear Chancellor Henderson:

This responds to your request for advice concerning whether you may, consistent with your ethical obligations as a District government employee, serve on the Board of Directors of Georgetown University, your *alma mater*. Based upon my telephone conversation with you today and the information your staff has provided in several related emails, I conclude that your service on the Board is permissible.

I understand that you will be serving on the Board without compensation and in your personal capacity. I also understand that D.C. Public Schools (“DCPS”) currently has two contracts with Georgetown. The one is Contract GAGA-2012-C-0099 (Street Law Services), which requires Georgetown to select, train, and supervise law students or equally qualified individuals to teach pre-law classes to high school students. Learning objectives for the students are to be developed to correspond directly to DCPS content standards and Common Core State Standards for Reading and Writing in Social Studies. The other is Contract GAGA-2013-C-0009 (Executive Master’s Leadership Program), which requires Georgetown to offer an Executive Master’s Leadership Degree Program to DCPS principals. The program is to integrate practical management skills and advanced leadership theory to enable participants to effect change at their respective schools and to help achieve DCPS’s 5-year Capital Commitment Goals. The principals are selected on an annual basis by DCPS to participate in the program, at the successful conclusion of which they earn a Master’s in Leadership degree at a deeply subsidized cost to them.

Within certain limitations, District government employees<sup>1</sup> can have an outside job or pursue other outside activities. One of those limitations is, generally, refraining from “engag[ing] in any outside employment or other activity incompatible with the full and proper discharge of [the

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<sup>1</sup> As Chancellor, you are a District government employee, and, as such, you are subject to the Board of Ethics and Government Accountability Establishment and Comprehensive Ethics Reform Amendment Act of 2011 (“Ethics Act”), effective April 27, 2012 (D.C. Law 19-124; D.C. Official Code § 1-1161.01 *et seq.*), and Chapter 18, Title 6B of the D.C. Municipal Regulations (“DCMR”).

employee's] duties and responsibilities." 6B DCMR § 1807.1. More specifically, an employee may not engage "in any outside employment, private business activity, or other interest that is reasonably likely to interfere with the employee's ability to perform his or her job, or which may impair the efficient operation of the District government." 6B DCMR § 1807.1(a). Here, your service on the Board would be part-time, and I otherwise find nothing to suggest that that service would conflict significantly with the performance of your duties<sup>2</sup> or impair the efficient operation of DCPS.

Another specific limitation is avoiding "serving (with or without compensation) as an officer or director of an outside entity if there is any likelihood that such entity might be involved in an official government action or decision taken or recommended by the employee." 6B DCMR § 1807.1(d). Here, I understand that several steps have been, or will be, taken in an effort to resolve any concerns about conflicts of interest. First, Georgetown has been advised that you will recuse yourself from discussing or voting on any DCPS-related matters while serving on the Board. Second, you will, as Chancellor, recuse yourself from discussing or voting on any Georgetown-related matters during your Board tenure. Those matters include the two existing contracts, for which a separate contract administrator will be appointed (without input from you) to monitor contract performance. In addition, with respect to the Executive Master's Leadership Program contract, in particular, you will not be involved in the selection of the principals who will be candidates for program admission. The DCPS General Counsel will ensure that these measures are enforced.

You also should keep in mind two other DCMR provisions while serving on the Board. The first is 6B DCMR § 1807.1(f), which prohibits a District government employee from "[d]ivulging any official government information to any unauthorized person or in advance of the time prescribed for its authorized issuance, or otherwise making use of or permitting others to make use of information not available to the general public[.]"

The second is 6B DCMR § 1803.2(a), which prohibits a government employee from accepting a gift from a prohibited source. Even though you will not have a role in either of the two existing contracts noted above or in any others entered into with Georgetown during your Board service, the University still will be considered a "prohibited source," as that term is defined in both the Ethics Act and the DCMR.<sup>3</sup> This is important because it means that you cannot accept gifts or anything of value from Georgetown for your service or otherwise as long as you are DCPS Chancellor.

In sum, I conclude that your service on the Georgetown Board of Directors is permissible.

Please be advised that this advice is provided to you pursuant to section 219 of the Ethics Act (D.C. Official Code § 1-1162.19), which empowers me to provide such guidance. As a result, no enforcement action for violation of the District's Code of Conduct may be taken against you in

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<sup>2</sup> See D.C. Official Code § 38-174(c) (setting out Chancellor's duties).

<sup>3</sup> See, e.g., 6B DCMR § 1803.4(b)(2) (defining "prohibited source" as any person or entity who "[d]oes business or seeks to do business with the employee's agency").

Chancellor Kaya Henderson  
August 13, 2014  
Advisory Opinion

this context, provided that you (and others for you) have made full and accurate disclosure of all relevant circumstances and information in seeking this advisory opinion.

You also are advised that the Ethics Act requires this opinion to be published in the *D.C. Register* within 30 days of its issuance, but that your identity will not be disclosed unless you consent to such disclosure in writing. We encourage individuals to so consent in the interest of greater government transparency. Please, then, let me know your wishes about disclosure.

Please let me know if you have any questions or wish to discuss this matter further. I may be reached at 202-481-3411, or by email at [darrin.sobin@dc.gov](mailto:darrin.sobin@dc.gov).

Sincerely,



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DARRIN P. SOBIN  
Director of Government Ethics  
Board of Ethics and Government Accountability

cc: Robert Utiger, General Counsel, D.C. Public Schools

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