



CITY OF PHILADELPHIA

BOARD OF ETHICS
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Philadelphia Board of Ethics Non-Public General Counsel Opinion No. 2025-502

December 17, 2025

Re: Application of post-employment rules

Dear Requestor:

You have requested a non-public opinion explaining how City and State post-employment rules would apply to your new position with a private consulting firm. As explained below:

- For one year after leaving City service, you may not represent a third party (including your new employer) for pay in any matters involving your former governmental body.
- For two years after leaving City service, you may not become financially interested in any official action you took while working for the City.
- You are permanently prohibited from assisting any new employer on matters in which you participated while working for the City.

In addition, you must file a Statement of Financial Interest for 2025 by May 1, 2026.

I. Jurisdiction

The Board of Ethics administers, enforces, and interprets all Philadelphia Home Rule Charter and Code provisions pertaining to ethical matters, including the City's Ethics Code (Philadelphia Code Chapter 20-600) and certain provisions of the Home Rule Charter. Home Rule Charter Section 4-1100 and Code Chapter 20-600 authorize the Board to render advisory opinions concerning a City officer's proposed future conduct. [Board Regulation No. 4](#) describes the procedures related to seeking an advisory opinion and for requesting reconsideration or appeal to the Board of an advisory opinion issued by me.

Home Rule Charter Section 4-1100 also gives the Board “concurrent authority” with the Law Department to advise City officials on the application of State law. My guidance on State law, however, does not provide protection from possible enforcement by the State Ethics Commission. For guidance on the State Ethics Act that would provide such protection, you should contact either the State Ethics Commission or the City’s Law Department.

II. Background

You are a former City employee who worked for a City department within the Office of Transportation and Infrastructure Systems (“OTIS”). You recently resigned from your City role. Prior to departing the City, you accepted a job offer with a private consulting company. You started that role shortly after leaving the City. Your new employer may have projects with your former City department, but you will not be working on any City projects, nor will your salary be paid with City funds.

Prior to your departure from the City, my office provided informal advice on the application of the ethics rules during the job search process. You requested formal advice on how the post-employment rules may impact your new employment.

III. Relevant Law and Discussion

After you leave City employment, you are subject to post-employment restrictions of both the State Ethics Act and the City’s Ethics Code, as explained below.

A. State Ethics Act – One-year Post-Employment Restriction

Section 1103(g) of the State Ethics Act (“the Act”) prohibits a former public employee from being paid to represent someone before their “former governmental body.” The Act defines public employee as “any individual employed by the Commonwealth or a political subdivision who is responsible for taking or recommending official action of a non-ministerial nature with regard to: (1) contracting or procurement; (2) administering or monitoring grants or subsidies; (3) planning or zoning; (4) inspecting, licensing, regulating or auditing any person; or (5) any other activity where the official action has an economic impact of greater than a de minimis nature on the interests of any person.” 65 Pa. C.S. § 1102. This includes many, but not all individuals employed by the City. Based on the information you have provided, I believe you are a public employee for the purposes of the State Ethics Act.

The State Ethics Commission has opined that one’s governmental body is not limited to the particular department or subdivision where they had influence or control, but encompasses the entire body by which they were employed. *See* Advice of Counsel

No. 90-006. In your case, your former governmental body will include your former City department and may also include the entirety OTIS within which your former City department is housed. As a result, for one year after leaving City service, you may not represent anyone, including your new employer, before your former City department or possibly any other component of OTIS.

Under Section 1103(g), representation includes personal appearances, negotiations, lobbying, and proposals or correspondence signed by the former employee. This prohibition also extends to participation in phone calls and email exchanges with your former governmental body. However, it is our understanding that State law allows behind-the-scenes work such as research or drafting for documents that will ultimately be submitted to the former governmental body so long as your name is not on those submissions (and is otherwise permitted by the City rules).

Please keep in mind, however, that our advice on the State Ethics Act does not provide protection from possible enforcement by the State Ethics Commission. For definitive guidance on this question, you should contact either the Law Department or the State Ethics Commission. If you would like to do so, I can provide you with the appropriate contact information.

B. Code Section 20-607(3) – Two Year Post-Employment Restriction

Philadelphia Code Section 20-607(3) prohibits a City officer or employee from becoming financially interested in any official action taken “during [their] term of office or employment and until two (2) years have elapsed” after leaving City service. The Code defines official action as “an act or omission taken by an officer or employee in their official capacity that requires discretion and is not ministerial in nature.” Code § 20-601(17).

The application of this rule depends on the type of official actions you took as a City employee. At a minimum, for two years after leaving City service, you may not be paid with any funds from, or provide any services through, a contract that you helped award while working for the City. *See* Bd. Op. 2016-002. This rule has also been applied to prohibit a former City official from holding a paid role with a nonprofit they helped form while in their City role. *See* G.C. Op. 2021-503 at 4.

In addition, as explained in Board Opinion 2021-001, a City employee “may not accept an offer of employment if it is connected to prior official action taken by that employee.” Bd. Op. 2021-001 at 3. The Board explained that “connected” meant that “the specific official action cannot be a substantial basis for the offer of employment.” *Id.* The

Board noted, however, that “the mere existence of a prior official action is not sufficient to preclude a subsequent offer of employment.”¹ *Id.*

Accordingly, if you took any official action during your time at your former City department that affected your new employer, including recommendations, negotiations or deliberations for contract, project, grant or other types of awards, you may not financially benefit from the resulting contract, program, or funding for the first two years following your separation from City service. This restriction would continue to apply to any future employer within that two-year period.

C. Code Section 20-603 – Permanent Post-Employment Restriction

Philadelphia Code Section 20-603 prohibits a former City officer or employee from assisting “another person, with or without compensation, in any transaction involving the City in which [the officer or employee] at any time participated during their City service or employment.” This Permanent Post-Employment Rule prohibits you from assisting any third party with any transactions in which you were personally involved while working for the City. As defined in the City Code, a transaction involving the City is:

Any proceeding, application, submission, request for a ruling, or other determination, contract, lease, claim, case, award, decision, decree, judgment or legislation including ordinances and resolutions or other particular matter which the City officer or employee in question believes, or has reason to believe (a) is or will be the subject of City action; or (b) is one to which the City is or will be a party; or (c) is one in which the City has a direct proprietary interest.

Code §20-601(27).

Participation includes any non-ministerial actions as part of the employee’s City duties. For example, an employee has participated in a transaction where they “made a recommendation, did some research, participated in a meeting, analyzed some data, drafted a document or the like.” G.C. Op. 2012-516 at 4; G.C. Op. 2021-503 at 5.

Prior General Counsels have advised that participation in City transactions does not include every aspect of a project or policy in which a former employee had some role. Rather, the relevant matter for purposes of Section 20-603 is “the particular issue or issues on which decisions were made by the City with the requestor’s involvement, not every issue related to that project that may arise after [the employee] separated from City service.” G.C. Op. 2012-516 at 4. For example, Section 20-603 did not bar a former City employee from assisting their new employer with its City contracts where those specific

¹ Board Opinion 2021-001 involved a current City employee, but I do not believe this aspect of its holding would be any different if applied to a former City employee.

agreements were not in place while the former employee was working for the City. G.C. Op. 2017-504 at 6.

The Ethics Code does not define “assist,” and the Board has not opined on what actions constitute assistance under Section 20-603. General Counsel Opinion 2021-503, however, advised that the former employee would be “assisting” their new employer if they took discretionary action specific to the matter in question. G.C. Op. 2021-503 at 6. For example, the General Counsel advised that “offering a recommendation about which City officers an employee of the [new employer] should talk to about a project or drafting a proposed scope of work for a project” would be “assisting” the new employer and therefore prohibited under Section 20-603. *Id.* Section 20-603 focuses on the subject matter of your post-employment activities. The same restrictions apply whether or not the City officials with whom you interact in your post City roles are colleagues from your former City department. Additionally, Section 20-603 only applies if you are assisting someone else.

Thus, whether Section 20-603 applies depends on whether (1) the appearances or interactions relate to City transactions in which you participated during your City service and (2) you are “assisting” someone else with such a transaction.²

In short, this rule prohibits you from working for your new employer on any specific matters you worked during your City tenure. For example, if you were supervising a specific project in your City role, you cannot work on that same project in any role you may take on in the future. Because, however, this rule is limited to specific transactions you worked on, it would not prohibit you from assisting your new employer (or anyone else) on matters you never worked on as a City employee even if the new project involved similar subject matter.

D. Statements of financial interest

You are required by the State Ethics Act to disclose certain financial information on a Statement of Financial Interests for each calendar year in which you were employed by the City. This means that you will need to submit disclosures for 2025 by May 1, 2026. You can find additional information about the required disclosures in the [State form instructions](#). Please reach out to my office with any questions about financial disclosure filing.

IV. Conclusion

As explained above, the post-employment rules do not preclude you from working for a private firm that does business with the City. Those rules do mean that you cannot:

² This rule does not apply to representing your own personal interests as a City resident.

- represent your new employer in its dealings with your former City department or other OTIS agencies until one year after the end of your City employment;
- acquire a financial interest in any official action you took while employed with the City until two years after the end of your City employment; and
- assist your new employer with any specific matters or projects you were involved in during your City employment.

Thank you for your concern about compliance with the City's Ethics Code and for seeking advice. Advisory opinions are fact-specific, and this Opinion is predicated on the facts you have provided. Requestors of advisory opinions are entitled to act in reasonable reliance on opinions issued to them and not be subject to penalties under the laws within the Board's jurisdiction unless they have omitted or misstated material facts in their requests. Code § 20-606(1)(d)(ii); Board Reg. 4 ¶ 4.12.

Since you requested a non-public opinion, the original Opinion will not be made public. As required by the City Code, a version of the Opinion that has been redacted to conceal facts that are reasonably likely to identify you is being made public. Please let me know if you have any questions.

BY THE PHILADELPHIA BOARD OF ETHICS

/s/ Jordana L. Greenwald
Jordana L. Greenwald
General Counsel

cc: Michael H. Reed, Esq., Chair
J. Shane Creamer, Jr., Esq., Executive Director