

BEFORE THE WASHINGTON STATE
EXECUTIVE ETHICS BOARD

In the Matter of:

Linda Womack

Respondent.

No. 2022-043

STIPULATED FACTS,
CONCLUSIONS OF LAW AND
AGREED ORDER

THIS STIPULATION is entered into by Respondent, Linda Womack and Board Staff of the WASHINGTON STATE EXECUTIVE ETHICS BOARD (Board) through KATE REYNOLDS, Executive Director, pursuant to chapter 42.52 RCW, chapter 34.05 RCW, and WAC 292-100-090(1). The following stipulated facts, conclusions of law, and agreed order will be binding upon the parties if fully executed, and if accepted by the Board without modification(s), and will not be binding if rejected by the Board, or if the Respondent does not accept the Board's proposed modification(s), if any, to the stipulation. This stipulation is based on the following:

A. STIPULATED FACTS

1. On November 22, 2022, the Executive Ethics Board (Board) received a complaint alleging that Linda Womack, Small Business & Community Support Managing Director (Managing Director) at the Department of Commerce (COM), Office of Economic Development and Competitiveness (OEDC) Division, may have violated the Ethics in Public Service Act by conducting activities incompatible with public duties and using state resources for private benefit or gain.

2. According to COM, Linda Womack was originally hired by COM on June 1, 2022 as the Small Business & Community Support Managing Director, which is the position they

presently hold. COM states that Linda Womack has no work schedule on file, but is currently set up in the timekeeping and payroll management system (HRMS) as Monday through Friday.

3. According to the complainant, Linda Womack formally sat on the Board of National Association of Minority Contractors (NAMC) and now sits on the Board of the Association of Women and Minority Businesses (AWMB). The complainant states that the founder of the AWMB has a master contract with DES and other board members would benefit from grants and other items from COM. Other Disadvantaged Business Enterprise Program (DBE) vendors/contractors feels there is a conflict and because of the relationship regarding special interest.

4. According to the complainant, Linda Womack has decision-making responsibilities regarding monies from COM. The complainant states that they have received several complaints from the vendor and contracting community who are afraid to speak out as they feel they will be blacklisted from future opportunities.

5. According to the complainant, part of the hesitancy of firms coming forward is the founder of AWMB was instrumental in the leadership of NAMC resigning and a lot of minority and women owned businesses left NAMC. They feel they have no choice but to attend the AWMB meetings due to state employees in key positions and prime contractors choosing to sit on the board.

6. On December 7, 2022, Board staff googled the website for AWMB.¹ The website identifies the Board Directors, which includes Linda Womack. Listed below Linda Womack's photograph is their name and job title with COM. When you click on the link (*WA Department of*

¹ The mission statement for AWMB states, in part "AWMB's mission is to increase the net worth of women and minority businesses while advocating with organizations we engage and do business with for diversity equity, inclusion and transparency."

Commerce) under Linda Womack, their name and title, it takes you to the COM Small Businesses Services website where Linda Womack works.

7. In a written response to Board staff, Linda Womack said that AWMB is an advocacy organization and provides information to women and minority owned contracting and supplier community on regulatory changes and or contracting opportunities around the State of Washington. They said they do not have direct authority to issue funding from COM to this or any other organization without a strict Request for Proposal (RFP) process. Linda Womack said that they manage programs and not procurement at COM.

8. According to Linda Womack, they were one of the founding board members of AWMB while they were employed with the City of Tacoma. Linda Womack said that they managed a federal program, (MBDA) Minority Business Development Agency-Washington Business Center. Linda Womack said that employment ended in June of 2020 and they are now employed at COM. Linda Womack said that they do not manage procurement at COM. They said that if a conflict arises, there are procedures in place as well as the opportunity to recuse themselves from the RFP process if and when AWMB applies for any funding opportunity with COM, which they have not done so far.

9. In regards to their name and image being posted on the AWMB site, Linda Womack said that the founder of AWMB, Irene Reyes, asked if their name could still be listed there for marketing purposes. According to Linda Womack, the request by Irene Reyes came after they advised the AWMB board in an e-mail sometime in August that due to their new position and considerable time commitments, they would not be able to attend any meetings, as they would not have the time.

10. Linda Womack said they did not see an urgency to remove their name as it is an advocacy organization by nature, they held no contracts with COM, and it would be beneficial in their role to get information out to the minority and women owned organizations on any financing and or grant programs that would benefit the community.

11. Board staff contacted Irene Reyes and asked if Linda Womack had resigned from the AWMB Board. In an email response, Irene Reyes said that they had not received a formal resignation from Linda Womack.

12. Board staff asked COM if Linda Womack had notified them of outside activities while at COM. In a written response from COM, they said that “this employee, per our disclosure of outside employment and disclosure of outside board/volunteer or commission forms does not have any outside activity.”

13. Board staff advised COM what was observed on the AWMB website regarding Linda Womack. In an emailed response from COM, they stated that “Yes - we are aware and she has not been a part of that organization since she started at commerce. We or (Linda) should likely follow up with them to have that information updated.”

14. Board staff forwarded COM a copy of the email from Irene Reyes stating that they had not received a formal resignation from Linda Womack. In an emailed response COM said “Thank you, please keep me posted.”

15. Board staff requested a copy of Linda Womack’s work email history from COM and were provided with the emails in a PST format for the period of May 6, 2022 through December 2, 2022.²

² Board staff processed the PST file for Linda Womack on a Forensic Recovery of Evidence Device (FRED) using the Magnet Axion Digital Investigation Platform to acquire and analyze the PST file.

16. A review of those emails by Board staff found that between June 2, 2022 and December 1, 2022, Linda Womack sent or received approximately 274 emails from their work email address at COM from Irene Reyes' email addresses at Glovelady@excelsupplycompany.com and glovelady@awmb.com. The majority of the emails appear to be work related.

17. Board staff did note that between July 6, 2022 and November 18, 2022, there were approximately 68 emails that appear to be related to AWMB business and sent to a group email, which included Linda Womack's work email address. A large portion of those emails are regarding meetings including Zoom and Teams. The subject lines for the emails included: *AWMB Virtual Meetings*, *AWMB Marketing Committee recap*, *AWMB Schedule and Taking Points*, *Updated AWMB Letterhead Draft Please Review*, *AWMB Eventbrite*. Linda Womack responded approximately 16 times from their work email address. The following are examples of those emails.

18. On August 9, 2022 at 6:47 pm, Linda Womack responded to an email with the *subject line: RE: AWMB Letterhead Draft Please Review*. Linda Womack's response is a part of an email thread that was initiated by Irene Reyes on August 9, 2022 at 3:56 pm, and included an attached document with the AWMB letterhead and is appears to be an invitation to a September 14, 2022 Inaugural Virtual Meeting of the AWMB. Linda Womack's email response to Irene Reyes stated, in part:

This version is noted as 8-9. I changed the order so that it appears less self-promotion. Optics is everything.

Regards,

Linda

19. On August 9, 2022 at 8:50 pm, Linda Womack responded to an email with the *subject line: RE: AWMB Letterhead Draft Pleas Review*. Linda Womack's response is a part of an email thread that was initiated by Irene Reyes on August 9, 2022 at 3:56 pm. At 8:44 pm, Irene Reyes asked a question about the attached draft document. Linda Womack's email stated:

*Yes.. better,
Linda*

20. On August 26, 2022, Linda Womack responded to an email with the *subject line: "Accepted: Fwd: AWMB Marketing Committee Inaugural meeting and planning Gala*.

21. On September 8, 2022, Linda Womack responded to an email with the *subject line: RE: Urgent AWMB Friday September 9th 12 noon Teams Meeting*. The email thread was initiated by Irene Reyes on September 7, 2022 and is in regards to the September 14, 2022 inaugural meeting. In the email, Irene Reyes asked someone to moderate the Q and A at the meeting. Linda Womack gave the following response:

Hi Irene,

I can moderate the Q&A.

Best regards,

Linda L. Womack | Managing Director...

22. On September 11, 2022, Linda Womack responded to an email with the *subject line: RE: AWMB Schedule and Talking Points-Meeting Monday at 3PM Zoom (Board Meeting Zoom)*. The email sent by Linda Womack was in response to an email sent from Irene Reyes on September 11, 2022, about the format for the upcoming meeting. In their email, Linda Womack

gave a detailed response. The subject appears to be in regards to questions for the upcoming meeting and states in part:³

Good morning Irene,

I updated how the question is asked to remove "I" and self-referenced.

Please view in purple⁴

Why I founded the Organization? Why I felt the need for this organization?

What makes us different from the other organizations; what is the vision of this organization

What Gaps have you noticed compared to other organizations and how it's complementary and not competing

My experience as a certified woman and minority owned company.

What challenges have you faced as a certified woman and minority owned company in WA...

23. Board staff contacted Linda Womack about the emails and in a written response Linda Womack said that it appears a substantial amount of the emails were for meeting reminder invites that is re-occurring. Linda Womack said that they were not able to attend many of them due to their new position at COM.

24. On September 12, 2022, Linda Womack responded to an email with the *subject line RE: AWMB Marketing Committee recap*. The email thread was initiated on September 9, 2022 and included Irene Reyes. The email thread appears to be in regards to an upcoming Zoom meeting. In their email, Linda Womack asked Irene Reyes about the Zoom link for the meeting.

25. According to Linda Womack, she started with COM on June 1, 2022. She said her job was to connect with small and minority owned businesses to apply for funding and capital

³ In their email, Linda Womack used the color purple for her changes. Board staff bolded the purple portions of the email.

⁴ Board staff changed Linda Womack's statements to bold.

access programs as well as technical assistance programs to obtain capital that COM offers. Linda Womack said that when she started with COM, she responded to questions to support the AMWB marketing committee. Linda Womack said that they notified the team in the August 2022 call that they will need to step away or re-join and sign documents as a COM representative. Linda Womack said that this never came to fruition due to their workload.

26. According to Linda Womack, they responded to emails asking them to present any new funding programs at COM that may benefit the small and minority business community during their monthly meetings. Linda Womack said they also served on the governors' sub-committee related to updating of contracting policies and answering remaining questions. Linda Womack said that this project has been completed and they are no longer on that committee. Linda Womack said that several e-mails in January through March were about the possibility of an event sponsorship for Contractor Day 2023 where US Department of Transportation (DOT) representatives would be present.

27. When asked if Irene Reyes' Excel Supply business had a contract with COM, Linda Womack said no. COM confirmed there were no contracts with this company. COM also confirmed there were no contracts with AWMB and that they had no information as to AWMB applying for funding from COM as this information is not retained.

28. Board staff inquired with COM, after recently reviewing the AWMB website and noting that Linda Womack is still listed as a director on the AWMB website with a COM link under their picture and COM job title, whether COM sees this as an agency policy concern. COM indicated that they did see this as a concern and it would be reviewed internally to ensure alignment with agency policy regarding disclosing volunteer work.

29. Board staff were provided with a copy of the policies COM included in their response. Under the policy for Disclosing Volunteer Work or Appointments to a Board or Committee it states the following:

Page 1 under Policy, Part B states: All current Department employees must disclose all board or committee appointments:

- Current employees who accept a new position (i.e. transfer or promotional appointment) within Commerce, which presents a potential conflict of interest with a previously approved board or committee appointment, must renew the approval within 30 days of the appointment.
- Prior to accepting a new position or appointment to a board or committee which presents a potential conflict of interest, current employees must submit the Disclosure of Appointment to a Board or Committee form.
- All changes to board or committee membership which present a potential conflict of interest must be reported within 30 days of the new appointment.

On page 2 under Policy, Part C states: Employees must disclose volunteer work

- Employees must disclose any volunteer work that may create an actual, potential, or appearance of a conflict of interest, use Commerce resources or create financial obligations for Commerce, interfere with the proper performance of assigned duties, and/or conflict with the code of ethics for state officers and employees per RCW 42.52.
- If the employee has any doubt as to whether their volunteer work might create an actual, potential, or appearance of conflict of interest, they must disclose the volunteer work.
- If the volunteer work is a minimal time commitment, and in no way related to Commerce's work, the employee should use their best judgement to determine if the work should be disclosed.

30. On March 29, 2023, Board staff were contacted by COM and advised that Linda Womack is no longer listed on AWMB's website as a member of the Board of Directors. Board staff visited the AWMB site and confirmed Linda Womack is no longer listed as a Director on the website.

B. CONCLUSIONS OF LAW

1. The Ethics in Public Service Act, Chapter 42.52 RCW, prohibits state employees from participating in activities incompatible with public duties. RCW 42.52.020, states:

(2) No state officer or state employee may have an interest, financial or otherwise, direct or indirect, or engage in a business or transaction or professional activity, or incur an obligation of any nature, that is in conflict with the proper discharge of the state officer's or state employee's official duties.

2. The Ethics in Public Service Act, Chapter 42.52 RCW, prohibits state employees from Use of persons, money or property for private gain. RCW 42.52.160 states:

(1) No state officer or state employee may employ or use any person, money, or property under the officers or employees official control or direction, or in his or her official custody, for the private benefit or gain of the officer, employee or another.

WAC 292-110-010 Use of state resources states, in part:

.....
(3) **Permitted personal use of state resources.** This subsection applies to any use of state resources not included in subsection (2) of this section.

(a) A state officer or employee's use of state resources is de minimis only if each of the following conditions are met:

- (i) There is little or no cost to the state;
- (ii) Any use is brief;
- (iii) Any use occurs infrequently;
- (iv) The use does not interfere with the performance of any state officer's or employee's official duties;
- (v) The use does not compromise the security or integrity of state property, information systems, or software;
- (vi) The use is not for the purpose of conducting an outside business, in furtherance of private employment, or to realize a private financial gain; and
- (vii) The use is not for supporting, promoting the interests of, or soliciting for an outside organization or group.

C. AGGRAVATING AND MITIGATING FACTORS

In determining the appropriateness of the civil penalty, the Board reviewed the criteria in WAC 292-120-030. In the matter at hand, it is an aggravating factor these types of violations significantly reduce the public respect and confidence in state government employees. In the matter at hand, there are no mitigating factors.

D. STIPULATION AND AGREED ORDER

1. Pursuant to chapter 42.52 RCW, the Executive Ethics Board has jurisdiction over Linda Womack and over the subject matter of this complaint.
2. Under RCW 34.05.060, the Board can establish procedures for attempting and executing informal settlement of matters in lieu of more formal proceedings under the Administrative Procedures Act, including adjudicative hearings. The Board has established such procedures under WAC 292-100-090.
3. Pursuant to WAC 292-100-090(1), the parties have the authority to resolve this matter under the terms contained herein, subject to Board approval.
4. Linda Womack agrees that if any or all of the alleged violations were proven at a hearing, the Board may impose sanctions, including a civil penalty under RCW 42.52.480(1)(b) of up to \$5,000, or the greater of three times the economic value of anything received or sought in violation of chapter 42.52 RCW, for each violation found. The Board may also order the payment of costs, including reasonable investigative costs, under RCW 42.52.480(1)(c).
5. Linda Womack further agrees that the evidence available to the Board is such that the Board may conclude they violated the Ethics in Public Service Act. Therefore, in the interest of seeking an informal and expeditious resolution of this matter, the parties agree to entry of the stipulated findings of fact, conclusions of law and agreed order.

6. Linda Womack waives the opportunity for a hearing, contingent upon acceptance of this stipulation by the Board, or their acceptance of any modification(s) proposed by the Board, pursuant to the provisions of WAC 292-100-090(2).

7. If the Board accepts this stipulation, the Board agrees to release and discharge from all further ethics proceedings under chapter 42.52 RCW for any allegations arising out of the facts in this matter, subject to payment of the full amount of the civil penalty due and owing, any other costs imposed, and compliance with all other terms and conditions of the stipulation. Linda Womack in turn agrees to release and discharge the Board, its officers, agents and employees from all claims, damages, and causes of action arising out of this complaint and this stipulation.

8. If the Board accepts this stipulation, it does not purport to settle any other claims between Linda Womack and the Washington State Executive Ethics Board, the State of Washington, or other third party, which may be filed in the future. No other claims of alleged violations are pending against Linda Womack at this time.

9. If the Board accepts this stipulation, it is enforceable under RCW 34.05.578 and any other applicable statutes or rules.

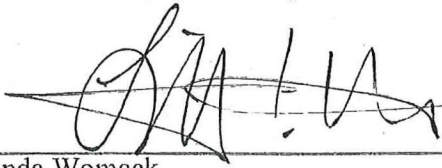
10. If the Board rejects this stipulation, or if Linda Womack does not accept the Board's proposed modification(s), if any, this matter will be scheduled for an administrative hearing before the Board. If an administrative hearing is scheduled before the Board, waives any objection to participation by any Board member at the hearing to whom this stipulation was presented for approval under WAC 292-100-090(2). Further, Linda Womack understands and agrees that this stipulation as well as information obtained during any settlement discussions between the parties shall not be admitted into evidence during the administrative hearing, unless otherwise agreed by the parties.

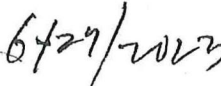
11. Linda Womack agrees to pay a civil penalty in the amount of five hundred dollars (\$500) associated with violations of RCW 42.52. The Board agrees to suspend one hundred dollars (\$100) on the condition that Linda Womack complies with all terms and conditions of this Stipulation and Order and commits no further violations of RCW 42.52 for a period of two years from the date this agreement is executed

12. The civil penalty in the amount four hundred dollars (\$400) is payable in full to the Washington State Executive Ethics Board within forty-five (45) days after this stipulation is signed and accepted by the Board, or as otherwise agreed to by the parties.

I. CERTIFICATION

I, Linda Womack, hereby certify that I have read this stipulation in its entirety, that my counsel of record, if any, has fully explained the legal significance and consequence of it. I further certify that I fully understand and agree to all of it, and that it may be presented to the Board without my appearance. I knowingly and voluntarily waive my right to a hearing in this matter and if the Board accepts the stipulation, I understand that I will receive a signed copy.


Linda Womack
Respondent


Date

Presented by:


KATE REYNOLDS
Executive Director


Date

II. ORDER

Having reviewed the proposed stipulation, WE, THE STATE OF WASHINGTON EXECUTIVE ETHICS BOARD, pursuant to WAC 292-100-090, HEREBY ORDER that the Stipulation is

✓

ACCEPTED in its entirety;

REJECTED in its entirety;

MODIFIED. This stipulation will become the order of the Board if the Respondent approves* the following modification(s):

DATED this 14th day of July 2023.

Approved via Zoom
Jan Jutte, Chair

Approved via Zoom
Kelli Hooke, Vice Chair

AB
Earl Key, Member

Shirley Battan
Shirley Battan, Member

Approved via Zoom
Megan Abel, Member

* I, Linda Womack, accept/do not accept (circle one) the proposed modification(s).

Linda Womack, Respondent Date