

July 22, 2009

Opinion Number 191

In the Matter of Edelman Public Relations

Pursuant to due notice, the MARTA Board of Ethics met on July 20, 2009 to consider the request of Edelman Public Relations to render an opinion as to whether there would be a conflict of interest pursuant to the terms of MARTA's Code of Ethics that would prohibit MARTA from contracting with the firm.

Edelman Public Relations submitted a response to the Request for Proposals for the Development of a Strategic Communications and Advocacy Plan (RFP 17955) recently issued by MARTA. Edelman advised MARTA that Jennifer Babbit Bodner, a Senior Vice President with Edelman who leads several of its national consumer brands accounts, is the daughter of a member of MARTA's Board of Directors. Edelman advised MARTA that Ms. Bodner did not work on the MARTA RFP response and would not be involved in any work for MARTA if Edelman was awarded the contract. Edelman is a large, global communications company with more than 3,000 employees and has approximately 66 employees in the Atlanta office.

The Board considered Section 11 of the Code, "Contracts Involving Employees". Section 11 prohibits the Authority from entering into any contracts with a Board member, Officer or Employee, or with a business in which a Board member, Officer or Employee has an interest. Section 2 (11) of the Code provides that "Interest means any indirect or indirect pecuniary or material benefit held by or accruing to a Board member, Officer, or Employee as a result of a contract or transaction which is or may be the subject of an official act or actions by or with the Authority." Furthermore, Section 2 states that a person shall be deemed to have an interest in transactions involving any person in his immediate family. The definition of "immediate family is found in Section 2(10) and includes children.

Moreover, the commentary to Section 11 notes that the prohibited interest which creates a conflict need not be financial in nature, "a family relationship may be sufficient to establish such an interest."

Based on these definitions the Board found that it would be a conflict under the terms of the Code of Ethics for MARTA to contract with Edelman Public Relations.

The Board noted that the Code requires that even the appearance of a conflict should be avoided. The fact that Ms. Bodner did not participate in the preparation of the response to the RFP and would not be involved in the MARTA account would not cure the conflict.

The Board would like to note that it commends Edelman Public Relations for bringing this matter before the Board and thanks the firm for its cooperation and forthrightness.

Respectfully submitted,



David C. Powell, Chairman
MARTA Board of Ethics

ATTEST:



Elizabeth M. O'Neill

cc: Members, MARTA Board of Ethics