

March 4, 2026, 5:30 pm
ETHICS REVIEW BOARD MEETING MINUTES

COMMITTEE MEMBERS PRESENT: Amy Hoeven, Melanie Potyondy, Julie Pignataro (remote)

STAFF PRESENT: Carrie Daggett, Jenny Lopez Filkins, Briana McCarten, Rupa Venkatesh, Anne Nelsen, Delynn Coldiron

Call Meeting to Order

Roll Call

Selection of Board Chairperson

Councilmember Melanie Potyondy moved and Councilmember Amy Hoeven seconded the motion to appoint Councilmember Julie Pignataro the Chairperson of the Ethics Review Board (the “Board”). The motion passed unanimously. Pignataro asked that another Board member take over the role in a year’s time.

Approval of September 30, 2025, Minutes

Hoeven moved and Potyondy seconded the motion to approve September 30, 2025, minutes. The motion passed unanimously.

Consideration of Councilmember Anne Nelsen’s request for an advisory opinion regarding possible conflicts of interest that may arise from her employment with [au]workshop

Senior Deputy City Attorney Jenny Lopez Filkins corrected one factual item on the Agenda Item Summary to state that Nelsen’s Tailwinds Park project was not contracted by BHA Designs but was contracted by Logan Simpson Designs.

Lopez Filkins presented two main conceptual questions regarding Nelsen’s financial interest in a sale to the City and regarding a financial or personal interest in Council decisions.

Lopez Filkins first presented two key conceptual questions to the Board:

- I. whether Councilmember Nelsen has a financial interest in a sale of services to the City;
- II. whether Councilmember Nelsen also has a financial or personal interest in Council decisions.

In consideration of conceptual question one, the Board considered whether the City Charter prohibition on Councilmembers having a financial interest in sales of services to

the City bar Nelsen from working on her employer's contracted work for the City.

The Board also discussed whether the City Charter prohibition on Councilmembers having a financial interest in sales of services to the City affect Nelsen as an employee of [au]workshop if she does not work on her employer's contracted work for the City.

Lopez Filkins presented the City Charter definition of "financial interest".

The Board and City Attorney Carrie Daggett discussed whether a councilmember working on a City subcontracted project constitutes a financial interest in a sale of services to the City.

In response to the Board members' questions, Nelsen clarified that:

- consultant work for City-contractors is a small portion of [au]workshop's (the "Company") projects;
- work is assigned based on availability and not based on the City-contractors' client;
- there are other employees who could be assigned City work;
- she is not a shareholder or owner of the Company;
- Councilmember Nelsen has spoken with her employer about not working on City projects;
- she is compensated the same amount regardless of whether her employer performs City work as a contractor;
- the City-contractors who utilize services of the Company choose various firms of the same type as the Company to perform City work and selections made are based on long-standing working relationships;
- the City-contractors who utilize the services of the Company also consult with other companies on City contracts;
- the Company's services are only used to work only on small aspects or projects within larger City projects;
- bonuses are not dependent on the success of the Company, though she would prefer to provide information from the Company's employee handbook to confirm and agreed to provide information to the Board before its next meeting;
- bonuses the Company gives its employees are given at the end of the year and consist of downtown gift cards; and
- the Company is part of the consultant team with respect to BHA.

Lopez Filkins stated that the City Attorney's Office (the "CAO") has not located any previous opinions or determinations that presented facts similar to Nelsen's circumstances that would be informative for the Board.

Daggett suggested that the Board consider the question of whether Councilmember Nelsen has a financial interest in a sale to the City prior to considering the question of whether Nelsen has a financial or personal interest in Council decisions. The conclusion about financial interest in the context of a sale to the City could inform the question about conflicts of interest in Council decisions.

Lopez Filkins explained the definition of financial interest and further explained that the definition does not include the interest a councilmember has as an employee of a business, in a decision of any public body, when the decision financially benefits or otherwise affects such business but entails no foreseeable and measurable benefit to the City councilmember.

Nelsen clarified that the Company's contracts are either based on an agreement not to exceed a certain number of billable hours or based on a fixed fee for a project. Nelsen's compensation does not change based on the type of contract or work order.

Nelsen clarified for the Board that the Company's employees record the hours they spend on each project and that employees' compensation does not change based on recorded hours or projects. The Board discussed whether such an arrangement is a foreseeable and measurable benefit to Nelsen.

The Board discussed that the practice of Councilmember Nelsen declining to work on City-contracted projects would reduce the risk of a violation of the Charter prohibition on sales to the City and the appearance of a conflict. Hoeven presented the idea that the City's contracts help the Company meet its financial goals and that Nelsen receives the same compensation regardless of whether the Company continues to work on City projects. Pignataro suggested that by working on City projects, Nelsen is doing work for the City because Nelsen's work affects a product that the City receives. Pignataro discussed that issues of potential financial interest always involve a level of risk for a Council or Board member. Pignataro and Potyondy both expressed that they would decline to do work on City projects due to the appearance of a financial interest.

Daggett offered to draft an opinion that recognizes and outlines the reasons for the difficulty of reaching a definite conclusion. The Board was in favor of this approach.

Daggett and Lopez Filkins confirmed that the City has a fair purchasing process for choosing its contractors that includes specific, business-related criteria.

The Board then moved on to the second conceptual question noted and considered whether Nelsen has a financial or personal interest in Council decisions.

Daggett informed the Board that there have been complaints before the Board regarding Councilmembers' financial interest in the Hughes Stadium project based on their employment with CSU, which was the owner of the Hughes property. The Complaints tasked the Board with considering if the Councilmembers' decisions on Council matters would be influenced by their employer's preference. Those decisions focused more on whether there was a personal interest as opposed to a financial interest. Pignataro recalled that one of the Councilmembers employed by CSU would recuse themselves on any Hughes Stadium issues before Council to avoid the appearance of any conflict even though the Board determined that she did not have a financial or personal interest in the decisions.

Daggett offered to make a note in the opinion that Nelsen will provide additional information about the bonus structure at the Company. The Board declined Nelsen's offer to provide a statement from the Company confirming that Nelsen will not receive a benefit from the Company based on her decisions as a Councilmember.

Nelsen clarified that BHA and LSD subcontracts with multiple different architecture firms on its City projects.

The Board reiterated its request that the City Attorney's Office draft an opinion based on the information it has gathered and perspectives shared during the meeting.

Daggett stated that the definition of personal interest is very different from the definition of financial interest in that personal interest focuses on a direct benefit or detriment to the Councilmember that would be different in kind from that experienced by the general public.

Daggett stated that the Board does not need to consider whether Nelsen has a personal interest with respect to her circumstances in order to draft the opinion.

Daggett and Lopez Filkins presented state law provisions for the Board to consider. State law provides that a local government official shall not perform an official act directly and substantially affecting its economic benefit to a business in which they either have a substantial interest or is engaged as a consultant. It further requires an official to disclose any interest and recuse themselves from the decision. Daggett stated that the CAO's opinion will include an analysis of relevant state law.

The Board decided to move its March 31, 2026, 5:00 p.m. meeting to 2:30 p.m. on the same day. The CAO will have materials to the City Manager's Office on or before March 26, 2026. Nelsen confirmed that she will provide the Board with information by March 23, 2026.

The Board then moved on to Agenda Item F regarding Nick Armstrong's request that the Board provide an advisory opinion about various circumstances when board or commission members may have a personal interest in a decision before a board or commission.

Daggett noted that the Board could consider making changes to the City Code that provide some guidance on this topic to board and commission members.

Pignataro asked if the Board would like to consider such changes and they expressed support, as did she.

Pignataro suggested the Board not address Armstrong's request at its next meeting and make it a work item for a future meeting. The Board will discuss scheduling a follow-up meeting at its March 31, 2026, meeting.

Other Business

The Board did not discuss any other business.

Adjournment

The meeting adjourned by unanimous consent at 7:26 p.m.

Minutes approved by the Chair and a vote of the Board on April 13, 2026.