



GUAM ETHICS COMMISSION

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May 7, 2026

FORMAL ADVISORY OPINION NO. AO-2026-002

IN RE REQUEST FOR ADVISORY OPINION REGARDING POST-EMPLOYMENT RESTRICTIONS AND PROPOSED EMPLOYMENT WITH A CONTRACTOR SERVING THE REQUESTER'S FORMER AGENCY

I. QUESTION PRESENTED

Whether a Government of Guam employee who plans to retire in 2026 may, shortly after separation from service, accept employment with a contractor currently performing under a contract with the employee's agency, where the employee's present duties include assisting agency end users in translating operational processes into technical terminology, facilitating process communications within the agency, and providing subject matter input, but where final decisions remain with agency leadership and the employee asserts that they do not possess direct or top-level authority over the contractor's actions.

II. BRIEF ANSWER

A former government employee is not categorically prohibited from accepting employment with a contractor that does business with the employee's former agency. However, such employment remains subject to significant statutory restrictions. Under **4 GCA § 15210**, a former employee may not disclose or use nonpublic information for personal benefit and may not, within twelve months after termination, assist another person or business, or act in a representative capacity for compensation, on matters involving official action by the particular agency with which the former employee actually served. Under **5 GCA § 5632**, a former employee may also be permanently barred from acting for a private party in the same particular matter in which the employee participated personally and substantially while in government service, may be subject to a one-year restriction as to matters within the employee's former official responsibility, and may not "sell" to Guam for ninety days following separation. Accordingly, the proposed

employment is not per se barred. Still, the permissibility of the proposed role depends upon the scope of the former employee's prior involvement and the nature of the duties to be performed after separation.

III. FACTS PRESENTED

The requester states that they plan to retire from government service in calendar year 2026 and seek private employment, in part, to obtain additional Social Security quarters. The contractor at issue is currently in the final year of a five-year contract with the requester's agency. According to the request, the contractor has expressed interest in retaining the requester as a subject-matter expert to assist in the completion of the project for the benefit of the government.

The requester represents that, in their present government position, they assist in facilitating internal processes within the Department of Administration by helping agency end users translate operational processes into technical terminology. The requester further states that each division and branch within the Department has its own subject matter experts who provide information and feedback for their respective modules; that communications are shared among end users and involve the Director and Deputy Director; that the requester does not have direct or top-level authority to affect the contractor's actions; and that final decisions remain with the Director of the Department of Administration. The anticipated private employment would begin only after final out-processing from both the Department of Administration and the Government of Guam Retirement Fund, with a proposed start date within approximately one month after completion of that process.

This opinion is based solely on the foregoing facts as presented. Any material variation in the requester's actual duties, supervisory authority, procurement involvement, access to confidential information, or the scope of the proposed private role may alter the analysis and the conclusions reached herein.

IV. JURISDICTION AND AUTHORITY

The Guam Ethics Commission is authorized to render advisory opinions pursuant to **4 GCA § 15401(a)(2)** regarding whether a given course of conduct constitutes or would constitute a violation of the Standards of Conduct Law, Chapter 15 of Title 4, Guam Code Annotated.

In addition, Article 11 of the Guam Procurement Law assigns ethics-related functions involving government employees to the Civil Service Commission. It authorizes written advisory opinions regarding proposed transactions under that Article. **5 GCA §§ 5675–5676.**

V. APPLICABLE LAW

Chapter 15 of Title 4 governs standards of conduct applicable to government officers and employees. **4 GCA § 15210(a)** prohibits a former employee from disclosing confidential or nonpublic information acquired by reason of government employment, or from using such information for personal gain or for the benefit of another. **4 GCA § 15210(b)** further prohibits a former employee, for a period of twelve months after termination, from assisting any person or

business or acting in a representative capacity for compensation on matters involving official action by the particular agency with which the former employee actually served.

Article 11 of Title 5 establishes ethics standards in public contracting. It declares that public employment is a public trust and that public employees must discharge their duties impartially to assure fair competitive access to procurement and maintain public confidence in the integrity of Guam's procurement system. **5 GCA §§ 5625–5626.**

For purposes of Article 11, “direct or indirect participation” is broadly defined to include involvement through decision, approval, disapproval, recommendation, preparation of any part of a purchase request, influencing specifications or procurement standards, rendering advice, investigation, auditing, or other advisory capacity. “Official responsibility” means direct administrative or operating authority, whether intermediate or final, either exercisable alone or with others, either personally or through subordinates, to approve, disapprove, or otherwise direct Guam action. **5 GCA § 5601(d), (h).**

With respect to former employees, **5 GCA § 5632(b)(1)** imposes a permanent disqualification where the former employee participated personally and substantially in a particular matter while in government service and later seeks to act as principal or agent for someone other than Guam in that same matter. **Section 5632(b)(2)** imposes a one-year restriction where the matter was within the former employee's official responsibility. **Section 5632(d)** further prohibits a former employee, for ninety days following cessation of employment, from engaging in selling or attempting to sell supplies, services other than personal services, or construction to Guam, while expressly providing that the section is not intended to preclude employment with private industry solely because the private employer is a contractor with Guam. **Section 5633** prohibits the use of confidential information for actual or anticipated personal gain.

VI. DISCUSSION

The threshold issue is whether Guam law imposes a blanket prohibition on the requester's acceptance of employment with a contractor that is currently performing work for the requester's former agency. It does not. Neither **4 GCA § 15210** nor **5 GCA § 5632** categorically bars a former government employee from accepting employment with a Guam contractor merely because the contractor has an existing contractual relationship with the government. To the contrary, **5 GCA § 5632(d)** expressly states that the ninety-day selling prohibition is not intended to preclude such employment solely on that basis.

That said, the absence of a categorical bar does not end the inquiry. Guam's post-employment restrictions focus not only on whom the former employee works for, but also on what the former employee does after separation and how closely the proposed duties overlap with the employee's prior government work.

Under **4 GCA § 15210(b)**, the central restriction is that, for twelve months after termination, a former employee may not assist a person or business, or act in a representative capacity for compensation, on matters involving official action by the particular agency with which the employee actually served. This provision is broad. It is not limited to employees with final decision-making authority, nor to formal appearances. If the requester, after retirement, were to

advise the contractor on how to obtain action from the Department of Administration, communicate with Department personnel on the contractor's behalf, participate in meetings concerning the contract's implementation, prepare or shape submissions intended to secure agency action, or otherwise assist the contractor in connection with agency-facing matters, such conduct would likely implicate the twelve-month restriction.

The requester emphasizes that they lack direct or top-level authority over the contractor and that final decisions remain with the Director. Those facts are relevant, but they are not dispositive. The statute does not turn exclusively on final authority. Rather, the statute turns on whether the former employee is assisting a private party on matters involving official action by the same agency during the cooling-off period. Where, as here, the proposed employment appears tied to the same ongoing project being performed for the same agency, and where the proposed duties may involve subject matter expertise concerning that project, the risk of prohibited post-employment assistance is substantial.

The same concern arises under **5 GCA § 5632(b)(1)**. If the requester participated personally and substantially in the same particular matter while employed by the government, then the requester may not thereafter act as principal or agent for anyone other than Guam in connection with that matter. The statutory definition of direct or indirect participation is expansive and includes rendering advice and other advisory involvement. Thus, even where the requester lacked ultimate authority, substantive participation in the implementation, direction, issue resolution, evaluation, or administration of the same contract may suffice. If the requester's prior involvement was merely ministerial or administrative in the narrow sense, the permanent bar may not apply; however, if the requester's role included meaningful recommendations, process translation affecting contractor performance, or substantive input into implementation decisions, the permanent disqualification must be carefully considered.

In addition, **5 GCA § 5632(b)(2)** imposes a one-year restriction on acting as principal or agent in matters that were within the former employee's official responsibility. Although the requester states that final authority remained with the Director, the concept of official responsibility under the statute includes intermediate authority and authority exercised with others. Thus, even absent top-level authority, a matter may still have been within the requester's official responsibility if the requester had assigned authority over components of the project or responsibility to direct agency action within a defined operational sphere. On the facts submitted, the Commission cannot conclusively determine the full extent of the requester's official responsibility, but the description provided is sufficient to warrant caution.

The requester must also observe the ninety-day selling prohibition in **5 GCA § 5632(d)**. During the first ninety days after separation, the requester may not sign bids, proposals, or contracts; negotiate with Guam concerning contract terms or specifications; settle disputes concerning contract performance; or engage in liaison activity with a view toward consummating a sale to Guam. The requester may accept private employment during that period, but any role involving sales, negotiations, contract modifications, or agency-facing liaison work would be prohibited.

Finally, the requester remains permanently bound by the restrictions on nonpublic information. Under both **4 GCA § 15210(a)** and **5 GCA § 5633**, the requester may not disclose confidential

information obtained through government service or use such information for personal benefit or for the contractor's benefit. This prohibition applies regardless of the timing of the private employment and regardless of whether the information would help carry out the proposed SME role.

VII. HOLDING

Based upon the facts presented, the Commission concludes as follows:

1. The requester is **not categorically prohibited** from accepting employment with a contractor that is doing business with the requester's former agency.
2. The requester **may not**, for twelve months following separation from service, assist the contractor or act in a representative capacity for compensation on matters involving official action by the Department of Administration, to the extent prohibited by **4 GCA § 15210(b)**.
3. The requester is **permanently disqualified** from acting as principal or agent for the contractor in the same particular matter if the requester previously participated in that matter personally and substantially while employed by the government, as provided in **5 GCA § 5632(b)(1)**.
4. The requester is **subject to a one-year restriction** with respect to matters that were within the requester's official responsibility, as provided in **5 GCA § 5632(b)(2)**.
5. For ninety days following separation, the requester may not engage in "selling" to Guam within the meaning of **5 GCA § 5632(d)**.
6. The requester may not, at any time, disclose or use nonpublic information acquired through government service for personal benefit or for the benefit of the contractor. **4 GCA § 15210(a); 5 GCA § 5633**.

VIII. GUIDANCE

On the facts presented, the proposed employment is least likely to violate Guam law if the requester's role is limited to internal, non-agency-facing work and excludes any representation of, or compensated assistance to, the contractor in matters involving official action by the Department of Administration during the twelve months following separation. The requester should not communicate with the Department on the contractor's behalf, should not participate in contract negotiations, change discussions, claims, disputes, or performance-related advocacy, and should not perform work on the same particular matter to the extent barred by **5 GCA § 5632(b)**. The requester should also avoid using any confidential or nonpublic information acquired during government service.

IX. LIMITATION

This advisory opinion is limited strictly to the facts outlined in the request. It is not intended to approve conduct materially different from that described herein. Any change in the requester's prior duties, level of participation, official responsibility, or proposed post-employment activities may require a different result.

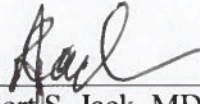
SO, ORDERED.

Dated: May 7, 2026.

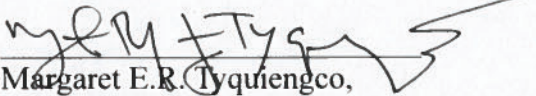
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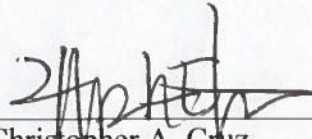
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