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JUN 12 2025

INDIANA STATE  
ETHICS COMMISSION**Indiana Code § 4-2-6-11**  
**Post-Employment Waiver**

As the Appointing Authority of the Secretary of Commerce of the Indiana Economic Development Corporation (IEDC), I am filing this waiver of the application of certain post-employment restrictions of the Indiana Code of Ethics as they may apply to Robert Paglia, IEDC's Chief Operating Officer (hereinafter, "Paglia"), in his desired post-employment opportunity with Sondhi Solutions d/b/a Exos IT (hereinafter, "Sondhi").

I understand that I must file and present this waiver to the State Ethics Commission at its next available meeting. I further understand that this waiver is not final until and unless approved by the State Ethics Commission.

**A. This waiver is provided pursuant to IC § 4-2-6-11(g) and specifically waives the application of:**

**IC § 4-2-6-11(b)(2):** 365-day required "cooling off" period before receiving compensation from an employer for whom the state employee or special state appointee was engaged in the negotiation or administration of a contract and was in a position to make a discretionary decision affecting the outcome of such negotiation or administration.

**B. IC § 4-2-6-11(g)(2) requires that an agency's appointing authority, when authorizing a waiver of the application of the post-employment restrictions in IC § 4-2-6-11(b)-(c), also include specific information supporting such authorization. Please provide the requested information in the following five (5) sections to fulfill this requirement.**

**1. Please explain whether the employee's prior job duties involved substantial decision-making authority over policies, rules, or contracts:**

As the Chief Operating Officer at the IEDC, Paglia oversees multiple departments, including but not limited to finance, legal, human resources, and information technology. By statute, the IEDC administers a number of tax credit programs based on job growth and/or capital investment. The determination of whether to award a tax credit is outside the purview of the COO and handled by a different functional group at the IEDC that negotiates the final incentive offers. Upon issuance of a tax credit award to a company (commonly referred to as a "project"), the IEDC and company enter into a long-term tax credit agreement which frequently extends over ten (10) years or more.

The IEDC has a dedicated business unit within its legal group that manages day-to-day matters related to the contracting, reporting, compliance, and general administration of the tax credit agreements. The IEDC's team that handles administration of the tax credit agreements works with the General Counsel/Legal team in the rare instance that a compliance or contract matter cannot be resolved or requires further legal input. As a result, very few matters that involve the

tax credit agreement administration are elevated beyond the legal team, and Paglia's opportunity to participate in discretionary decisions relative to the administration of those tax credit agreements is rare. Accordingly, from October 2023 until January 2025, Paglia's primary interaction with the tax credit agreements was in his role as having delegated signature authority and signing the hundreds of agreements and amendments the IEDC executed.

Sondhi currently has four (4) projects that have active incentive agreements with the IEDC dating back to as early as 2014, of which two (2) were approved prior to Paglia's tenure at the IEDC. The most recent project's incentive agreement has not yet been finalized.

In June of 2024, the account manager responsible for administering Sondhi's tax incentive agreements identified a need to amend the agreements to update the company's project location and make an adjustment to their base employment headcount. Both of those changes are technical administrative adjustments of a nature which occur frequently during the life cycle of these long-term agreements and are at the discretion of the account manager. Paglia did sign the amendments for these adjustments, but they were just a few of the hundreds of tax credit amendments that Paglia signed. These amendments did not involve the negotiations of the agreement, but instead, an update of the company's basic information. Additionally, to the best of his knowledge, Paglia has had no specific matters presented to him regarding the tax credit agreements with Sondhi and therefore, has not made a discretionary decision about the administration of their agreements.

**2. Please describe the nature of the duties to be performed by the employee for the prospective employer:**

In connection with this potential post-employment opportunity with Sondhi, Paglia will serve as the Director of Governments Operations overseeing a team of thirty (30) technical resources providing Tier 1, 2 and 3 services for seventeen (17) different Indiana municipalities, cities and towns. This position will report to the CIO and Managing Director of Sondhi. In his role as Director, Paglia will perform the typical duties for that type of leadership position, including, but not limited to, being primarily responsible for assembling and leading the team working under his direction, managing those people, playing an instrumental role in setting goals and objectives for the Government Operations teams, evaluating, managing and optimizing the overall operations under his purview, and being accountable for the success thereof.

**3. Please explain whether the prospective employment is likely to involve substantial contact with the employee's former agency and the extent to which any such contact is likely to involve matters where the agency has the discretion to make decisions based on the work product of the employee:**

Because his prospective employment has no connection to any of the matters involving Sondhi with which he had any involvement while at IEDC, Paglia's prospective employment is will not involve contact with the IEDC. Furthermore, the prospective employment will primarily be

interfacing with local municipalities, so interaction with IEDC is not necessary. Paglia will have no contact with IEDC through this employment opportunity, on any matter.

- 4. Please explain whether the prospective employment may be beneficial to the state or the public, specifically stating how the intended employment is consistent with the public interest:**

Paglia has had a long career in Indiana's public sector where his impact has been significant. Prior to serving the IEDC, Paglia served as the Chief Administrative Officer for the Indiana Office of Technology and Technical Manager for the Indiana Public Retirement System. During Paglia's tenure with the IEDC, first as the Chief Administrative Officer and currently as the Chief Operating Officer, the state experienced record job and wage growth, as well as record capital investment. While serving at the IOT, the agency was recognized with dozens of awards for transparency and significant improvements in customer satisfaction, security, and service management. Paglia seeks to utilize his unique skills and expertise to continue to serve Hoosiers through this important position with Sondhi, a trusted full-service IT solutions partner. Paglia is uniquely situated to lead and further develop the synergy between Sondhi, a critical IT partner and Indiana business, and the local government. This is a unique opportunity to improve IT operations for towns, local municipalities and cities across the state by tapping into Paglia's broad experience in technology, security, best practices, and his deep understanding of government operations. It is in the best interest of the State and the public to allow Paglia this opportunity, so he can build on his experience and help the municipalities navigate the tech world.

- 5. Please explain the extent of economic hardship to the employee if the request for a waiver is denied:**

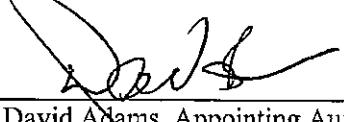
Paglia's extensive public-sector information technology and operations expertise make him uniquely qualified for this opportunity. Should this waiver be denied, it could have implications for Paglia's ability to secure employment with any of the thousands of companies the IEDC has tax incentive agreements within the state. A denial could require him to wait 365 days from his last day of employment with the State and forego a salary and positions with many Indiana employers that would allow him to use his significant background, skills, and experience to continue serving Hoosiers. To provide for his family, Paglia will have little choice but to take a position outside of the state of Indiana in order to continue his work, which would create a significant economic hardship.

We believe the above-referenced reasons weigh in favor of granting a waiver.

**C. Signatures**

**1. Appointing authority/state officer of agency:**

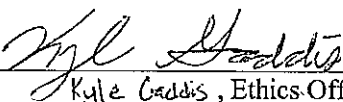
By signing below, I authorize the waiver of the above-specified post-employment restrictions pursuant to IC § 4-2-6-11(g)(1)(A). In addition, I acknowledge that this waiver is limited to an employee or special state appointee who obtains the waiver before engaging in the conduct that would give rise to a violation.

  
\_\_\_\_\_  
David Adams, Appointing Authority

4/5/25  
\_\_\_\_\_  
DATE

**2. Ethics Officer of agency**

By signing below I attest to the form of this waiver of the above-specified post-employment restrictions pursuant to IC § 4-2-6-11(g)(1)(B).

  
\_\_\_\_\_  
Kyle Caddis, Ethics Officer

6/5/25  
\_\_\_\_\_  
DATE

**D. Approval by State Ethics Commission**

**FOR OFFICE USE ONLY**

Approved by State Ethics Commission

  
\_\_\_\_\_  
Katherine Neel, Chair, State Ethics Commission

6-12-25  
\_\_\_\_\_  
Date

Mail to:

Office of Inspector General  
315 West Ohio Street, Room 104  
Indianapolis, IN 46202

OR

Email scanned copy to: [info@ig.in.gov](mailto:info@ig.in.gov)

*Upon receipt you will be contacted with details regarding the presentation of this waiver to the State Ethics Commission.*

To: *Kyle Gaddis*  
*VP & Counsel, Account Management*

From: David Adams  
*Secretary of Commerce*  
Indiana Economic Development Corporation

Effective Date: June 5, 2025

Subject: Ethics Officer Designation and Delegation of Authority

As the Appointing Authority for purposes of the state ethics laws and rules as defined by IC 4-2-6-1(a)(3), I hereby designate you as the Ethics Officer for the Indiana Economic Development Corporation. You are authorized to perform the duties and functions of the agency's Ethics Officer for purposes of Ind. Code 4-2-6 and 42 IAC.

Further, pursuant to 42 IAC 1-5-1(d), I (mark one)

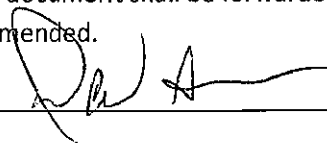
☒ do

☐ do not

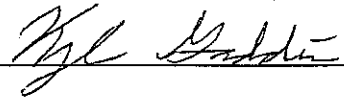
hereby delegate to you the authority to waive application of the Gift Rule. Any waiver of the Gift Rule must specifically comply with the waiver elements set forth in 42 IAC 1-5-1(c) and (d).

This designation and delegation is effective immediately and shall remain in effect until either revoked or amended by me or my successor.

Your below signature verifies your acknowledgement and receipt of this designation and delegation of authority. This document shall be forwarded to the Indiana State Ethics Commission where it shall remain on file until revoked or amended.



David Adams  
*Secretary of Commerce*



*Kyle Gaddis*  
*VP & Counsel, Account Management*

cc: State Ethics Commission Director  
State Ethics Commission  
Indiana State Library  
315 W. Ohio St., Room 104  
Indianapolis, IN 46202