

BOARD OF ETHICS  
PRINCE GEORGE'S COUNTY, MARYLAND

PRINCE GEORGE'S COUNTY,	:	FINDINGS OF FACT,
MARYLAND PUBLIC HEARING	:	CONCLUSION AND ORDER
PURSUANT TO ETHICS CODE 2-292(j) VIA	:	
MICROSOFT TEAM DUE TO COVID-19	:	
PANDEMIC ON JANUARY 28, 2021 AT	:	
5:00P.M.	:	
	:	
TO REVIEW THE PROPRIETY OF	:	
A TRANSACTION INVOLVING THE	:	
ACQUISITION OF REAL PROPERTY	:	CASE NO. 21-0247
BETWEEN THE COUNTY AND GREEN	:	
BRANCH MANAGEMENT GROUP OF	:	
WHICH HAS A MEMBER THAT IS	:	
REQUIRED TO FILE A DISCLOSURE	:	
STATEMENT PURSUANT TO SECTION	:	
2-294 OF THE ETHICS CODE	:	
	:	
	:	
	:	

---

This case came before the Board of Ethics for Prince George's County, Maryland (Board), in a public hearing on the 28th day of January 2021.

**FINDINGS OF FACT:**

Based upon all evidence, both real and testimonial, and reasonable inferences to be drawn therefrom, and in consideration of the sworn testimony and exhibits presented, the Board makes the following findings of fact:

1. FOUND this proceeding was held pursuant to Ethics Code 2-292(j) to review the propriety of a transaction involving the acquisition of real property between the County and Green Branch Management Group of which has a member that is required to file a financial disclosure statement pursuant to Section 2-294 of the Ethics Code.
  
2. FOUND there is a Land Disposition and Development Agreement between Prince

George's County Maryland, and Green Branch Management Group, Corp. The County is the owner of land located in Prince George's County adjacent to Collington Center Industrial Park and Green Branch Management Group plans to develop a multi-field sports complex with a program of development for an athletic complex that includes: 8-12 lighted, grass and/or synthetic turf fields, appropriate for lacrosse, soccer, football, rugby and field hockey, and other uses; sufficient parking spaces; and other site amenities at the Property.

3. FOUND Green Branch Management Group is organized exclusively for educational and charitable purposes and is an IRS recognized 501(c)(3) non-profit organization.

4. FOUND the loan that is expected to be obtained from WesBanco by Green Branch Management Group for the Project has gone through WesBanco's loan approval process similar to the process for other commercial loans. Mr. Graham is not involved in that loan approval process with WesBanco and Mr. Graham receives no benefit in connection with the loan to Green Branch Management Group.

5. FOUND Mr. Graham receives a flat fee every other month for his role on a Regional Advisory Board for WesBanco. Mr. Graham is not a fiduciary to WesBanco and he does not participate on the Loan Committee or any other Committees with WesBanco. Mr. Graham has no decision-making role in connection with WesBanco for loan approvals, or any other decision making for WesBanco.

6. FOUND no one from Mr. Graham's family is involved in this Project and no one from Mr. Graham's family will gain any type of benefit whatsoever from this Project. There is no financial benefit to Mr. Graham or to anyone in Mr. Graham's family in connection with this Project.

7. FOUND Thomas Graham is not compensated for his role as Chair of the Board of

Directors of Green Branch Management Group. Mr. Graham is not compensated at all for his involvement in this Project.

8. FOUND Amendment to Land Disposition and Development Agreement between the County and Green Branch Management Group provides Green Branch Management Group shall distribute twenty-five percent (25%) of the net revenues from the Project to recognized non-profit, tax-exempt entities agreed upon by the board appointees of the County Executive and County Council and approved by the Board of Directors of Developer during the first 5 years of occupancy under the Ground Lease provided such distribution will not jeopardize Developer's IRS Tax-Exempt status and such funds are not paid or returned to the County.

9. FOUND Thomas Graham under oath with Counsel Walter Green present testified that he will not gain any type of benefit or financial benefit from the transaction between Prince George's County Maryland, and Green Branch Management Group, Corp.

**CONCLUSION and ORDER WHEREFORE**, the Board of Ethics

1. **FINDS** a public hearing was held on January 28, 2021 by the Board of Ethics to review the propriety of the transaction involving the acquisition of real property between the County and Green Branch Management Group of which Thomas Graham, a member is required to file a financial disclosure statement pursuant to Section 2-294 of the Ethics Code.

2. **FINDS** that the transaction between the County and Green Branch Management Group, subject of the hearing on January 28, 2021 is in compliance with the provisions of Ethics Code 2-292(j) with the following stipulations stated below:

- a. Safeguards must be in place to ensure that any entity that Thomas Graham or his family is affiliated with will not be able to redeem any portion of the twenty-five percent (25%) net revenues from the project to be distributed to recognized non-

profit, tax-exempt entities agreed upon by the board appointees of the County Executive and County Council and approved by the Board of Directors of Developer during the first 5 years of occupancy under the Ground Lease.

b. Thomas Graham has a duty to disclose to the Board of Ethics any entities in which he or his family are directly or indirectly involved or participating in an advisory capacity that would potentially benefit from the distribution of the twenty-five percent (25%) net revenues from the Project.

3. **FINDS** that the Board of Ethics be notified immediately if at anytime circumstances change and Thomas Graham or any member of his family is to receive monies from this project.

1. **ORDERS** that the stipulations mentioned above are followed to prevent a conflict of interest from occurring and that Green Branch Management Group and Thomas Graham disclose the safeguards to be put in place to ensure that Thomas Graham or his family members will not receive any financial benefit from this Project.

Either party, aggrieved by or contesting the Board of Ethic's Orders, whether such decision is affirmative or negative in form, reserves the right to appeal that order to the Circuit Court for Prince George's County, Maryland within fifteen (15) business days from the date of this Findings of Facts, Conclusion, and Order. The provisions of the Maryland Rules pertaining to administrative appeals shall govern such an appeal. The decision of the Circuit Court for Prince George's County in all appeals of the Board of Ethics shall be final.

Board of Ethics  
Prince George's County, Maryland  
**Cassandra Burckhalter, Chairman**

Prepared by:

*Chelinda Bullock*

Administrator, Chelinda V. Bullock  
Office of Ethics and Accountability

CERTIFICATE OF SERVICE

I hereby certify that on this 26<sup>th</sup> day of February, a copy of  
the foregoing Findings of Fact, Conclusion and Order was mailed by regular mail to the following  
parties:

Walter W. Green, Esq.  
Green Law, PC  
7309 Baltimore Avenue, Suite 115  
College Park, MD 20740

Prince George's County, Maryland  
Sean Dixon, Deputy County Attorney  
Office of Law  
1301 McCormick Drive, Suite 4100  
Wayne Curry Building  
Largo, MD 20774

*Chelinda Bullock*

Chelinda V. Bullock, Administrator  
Office of Ethics and Accountability  
9201 Basil Court, Suite 155  
Largo, Maryland 20774