

Scandal in the Spotlight: When Leadership Fails the Company Code

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In my years as a commercial litigator, I have seen several boardroom implosions, but few begin with a Coldplay concert and end with the resignation of the CEO. The now-infamous “kiss cam” moment at Gillette Stadium between Astronomer’s CEO, Andy Byron, and his Chief People Officer, Kristin Cabot, was more than just a passing moment of virality. It was an object lesson on how public conduct can trigger private consequences at the intersection of fiduciary duties, employment contracts, and corporate governance.

On July 16, 2025, Byron and Cabot, were caught on camera in a moment of intimate embrace. It seems innocent enough except, they were both married to other people. Their instinctive panicked reaction, as their image was broadcast to more than 50,000 fans was a dead giveaway of illicit conduct and the catalyst for instant virality. One of the concert goers captured the moment and uploaded it to her TikTok account. Within hours, the post had gathered 125 million views. In the following days, Byron was placed on leave, Cabot followed, and Astronomer’s board launched a formal investigation.

From a legal standpoint, this incident raises several red flags, including a potential breach of fiduciary duty. As the CEO, Byron is a fiduciary and obligated to always act in Astronomer’s best interest. If Byron’s relationship with Cabot influenced hiring decisions, compensation, or internal investigations, then shareholders have a good-faith basis to allege that Byron breached that fiduciary duty.

Another apparent issue is a serious conflict of interest involving Cabot. At its core, a conflict of interest arises when an individual’s personal interest interferes or appears to interfere with their professional obligation. Cabot’s relationship with Byron triggers scrutiny across several areas of corporate risk. As the head of Human Resources, she may have had oversight over such policies on interoffice romantic relationships, a policy that she herself has violated. Additionally, as head of Human Resources, Cabot may have had influence over executive compensation, promotions, or performance evaluations, while engaged in a romantic relationship with an executive. Overall, her behavior does not look good, even if no policies were breached. Conflict of interest is about perception and accountability.

Finally, Byron’s conduct raises serious concern about a breach of his employment contract. Many executive employment agreements contain “morality clauses” that allow termination for conduct that brings disrepute to the company. Morality clauses set behavioral expectations for executives who are seen as the face and embodiment of the company. Morality clauses often cover off-duty conduct that could reflect poorly on a company’s brand. A viral cheating scandal arguably qualifies as one. If Byron’s contract contains a morality clause, then the scandal will qualify as a breach event.

The board’s swift action, by placing both parties on leave and appointing an interim CEO, suggests it is trying to mitigate reputational and legal exposure. Upon a formal internal investigation, on July 19, 2025, Byron resigned from his position as CEO. Astronomer’s actions following the scandal show a commitment to leader accountability and upholding the company’s

best interests.

As for Cabot, her continued employment, although on leave, has sparked debate. Terminating an employee in Cabot's position for "ugly headlines" is not always legally sound. Internal investigations must be thorough, and any termination must be substantiated by documented violations, not just public embarrassment.

Overall, this is an important lesson for executives: your personal conduct can have unintended consequences. Executives should be mindful that they represent the image of their companies. And for companies, this is a reminder to revisit employment agreements, update ethics policies, and ensure your crisis response plan does not rely on hope and a hip social media intern.