

CODE OF ETHICS POLICY

Policy Statement

The Authority Board recognizes that there are certain standards of ethical conduct for Board Members and Employees that must be observed to maintain a high degree of moral conduct and public confidence. Therefore, the Board adopts the following guidelines:

Definitions

For the purpose of the Authority's Code of Ethics, the following terms shall have the meanings indicated:

- **Board Member** - will mean and refer to all members of the Authority Board of Directors.
- **Employee** - will mean and refer to an employee of the Authority.
- **Conflict of Interest** - will mean a situation in which a direct or indirect financial (monetary or material), familial, or personal interest of the Board Member or Employee comes into actual or perceived conflict with their duties and responsibilities with the Authority, unless the context otherwise requires.

Standards of Ethical Conduct

Board Members and Employees must conduct themselves at all times in a manner that avoids any actual improper or undue influence, or even the appearance that they can be improperly or unduly influenced, or that they could be affected by the position of or relationship with any other party, or that they are acting in violation of their public trust.

Board Members and Employees shall use the resources, property and funds of the Authority judiciously and in the best interest of the Authority. Board Members and Employees shall exercise good faith in all transactions, and shall not use Authority assets or resources, their positions with the Authority, or knowledge gained as a result of their positions for their personal benefit or for the private pecuniary benefit of any other person or organization. The interests of the Authority must be the first priority in all decisions and actions they undertake in connection with the Authority.

- **Gifts** - Board Members and Employees may not directly or indirectly solicit any gift or accept or receive any gift, whether in the form of money, services, loan, travel, entertainment, hospitality, promise or any other form. Awards and plaques which are publicly presented in recognition of service, unsolicited advertising material of low value such as pens, note pads, calendars, and meals and refreshments at a job related professional or educational conference or program are not prohibited by this section.
- **Private Employment** - An Employee may not engage in, solicit, negotiate for, or promise to accept private employment, or render services for private interests, when such employment or service creates a conflict with or impairs the proper discharge of official duties.
- **Confidential Information** - Board Members and Employees may not disclose confidential information acquired in the course of official duties or use such information to further personal interest.
- **Personal or Private Gain** - No Board Member or Employee shall use his or her position or official powers and duties to secure a financial or material benefit for himself or herself, a relative, or any private organization in which he or she is deemed to have an interest.

Disclosure of Interest - Whenever a matter requiring the exercise of discretion comes before a Board Member or Employee, and disposition of the matter could result in a direct or indirect financial or material benefit to himself or herself, a relative, or any private organization in which he or she is deemed to have an interest, the Board Member or employee shall disclose in writing the nature such interest.

No Board Member or Employee may participate in a decision, including discussing the matter and voting on it, when he or she knows or has reason to know the action could confer a direct or indirect material benefit on himself or herself, a relative, or any private organization in which he or she has an interest.

Penalties for Offenses

Any Employee who shall knowingly violate any of the provisions of this Code of Ethics may be disciplined, up to and including suspension or termination of employment; and in the manner provided for in law, rules or regulations, as appropriate.

Any Board Member who knowingly violates any of the provisions of this Code of Ethics may be removed from office, in accordance with the Authority Bylaws or in any manner provided by law.

Conflicts Involving Former Board Members or Employees

All solicitations for bids and requests for proposals for goods or services shall contain a provision requiring the entity submitting the bid or proposal to disclose the name, job title and duties of any former Authority Employee or Board Member. In the event that the Authority becomes aware that any contractor or vendor offering or soliciting business from the Authority has a former Authority Employee or former Authority Board Member in their employ who was an Authority Employee or Authority Board Member within the past three (3) years, the Authority, through the Authority representative communicating with such contractor or vendor, shall procure the employee's name, job title and duties. Any such submission tendered shall be reviewed to determine whether a conflict of interest exists and each such submission shall be brought to the attention of the Finance Committee for review and approval.

Procedure for Reporting

An Employee can report any suspected conflict of interest or unethical behavior to his or her immediate Supervisor at any time. If an Employee would feel more comfortable anonymously reporting the instance, Employees are encouraged to write a description of the activity with enough details for management to proceed with an investigation. The anonymous note can be discretely left with an immediate supervisor or HR Coordinator. If an immediate supervisor is involved in the suspected actions, the Employee can report such action directly to the Executive Director or Chairman of the Authority Board.

Duty to Disclose: All reports of suspected conflict of interest or unethical behavior will be forwarded directly to the Executive Director, Chairman of the Authority Board and the Authority's Governance Committee who will have an investigation performed which gathers all the facts and may include observation of suspected activity to determine whether activity is in fact a violation of Authority policy. All material facts shall then be disclosed in good faith and included in the official record of the proceedings of the Authority.

This **Code of Ethics Policy** is meant to supplement, not replace, any applicable federal, state or local laws governing ethical conduct or conflicts of interest applicable to public authorities and not for profit corporations.