

CODE OF ETHICS

HAMILTON COUNTY INDUSTRIAL DEVELOPMENT AGENCY

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101 TITLE

Section 101 through 127 shall constitute the Code of Ethics of Hamilton County Industrial Development Agency (HCIDA) and may hereinafter be referred to and known as the "Code of Ethics".

102 DECLARATION OF POLICY

It is fundamental that the HCIDA provide fair, impartial, open and lawful administration of its responsibilities.. To accomplish this goal, it is necessary that the HCIDA, its members and employees:

- 102.1 Be impartial, independent and responsible to the public.
- 102.2 Observe in their official acts, the highest ethical standards and faithfully discharge the duties of their offices so that the public shall have the highest regard for the integrity of the HCIDA, and its members and employees.
- 102.3 Make decisions in the proper, open and nonsecrective manner.
- 102.4 Avoid conflicts of interest in their official acts. Although the assurance of ethical conduct will continue to rest primarily on the personal integrity of the members, officers and employees themselves, the establishment of the standards and guidelines set forth in this Code of Ethics is an additional step toward providing the highest caliber of administration for the HCIDA. For these reasons, a Code of Ethics is hereby established.

103 CONFLICT WITH OTHER PROVISIONS

In the event of any conflict between the provisions of this Code of Ethics and the provisions of the Laws of the State of New York, the stricter standard shall control. In any case in which it is unclear which is the stricter standard, the provisions of this Code of Ethics shall control.

104 DEFINITIONS

When used in this Code of Ethics, the following terms shall have the meanings indicated:

- 104.1 AGENCY - The Hamilton County Industrial Development Agency.
- 104.2 APPEAR AND APPEAR BEFORE - a representational communication in any form whether personally or through another person, relating to a business dealing.
- 104.3 BOARD OF ETHICS - the Hamilton County Board of Ethics

104.4 **BUSINESS DEALING:**

- 104.4.1 Having or providing any contract, service or work with the HCIDA.
- 104.4.2. Buying, selling, renting, leasing or otherwise acquiring from or dispensing to the HCIDA any good, services, or property; or
- 104.4.3 Applying for, petitioning, requesting or obtaining any no ministerial approval or any grant, loan, license or other privilege from the HCIDA.

104.5 **CONFIDENTIAL INFORMATION** - information intended by the HCIDA to be held in confidence and which is not subject to disclosure pursuant to Article 6 of the Public Officers Law (the Freedom of Information Law) or Article 7 of the Public Officers Law (the Open Meetings Law).

104.6 **DISCRETIONARY ACT OR DISCRETIONARY ACTION** - any action involving the exercise of judgment or discretion by an HCIDA member or employee, either individually or as a member of any agency, and includes, but is not limited to, negotiation, approval, advice, recommendation, authorization or audit.

104.7 **EXECUTIVE SESSION** - a meeting of the HCIDA not open to the general public.

104.8 **FAMILY MEMBER** - a spouse, child, step-child, brother, sister, parent, or dependent of an HCIDA member or employee.

104.9 **MINISTERIAL ACT** - an act performed in a prescribed manner where there is no exercise of judgment or discretion as to the propriety of the action.

104.10 **PARTICULAR MATTER** - any business dealing with the HCIDA, or any application for such business involving a discretionary act of an HCIDA member or employee, or any case, proceeding, determination, investigation, charge, accusation or arrest of any other matter involving a discretionary act of an HCIDA member or employee.

104.11 **PERSON** - includes association, partnerships, firms, corporations, governmental or other entities, as well as individuals.

104.12 **RECUSAL** - to refuse to act or to disqualify oneself from doing some act by reason of having an interest in or a prejudice in the particular matter.

104.13 **SPOUSE** - a husband or wife of the HCIDA member or employee, as well as a former spouse after legal separation or after dissolution of their marriage.

104.14 COUNTY - the County of Hamilton, and all departments and agencies thereof.

104.15 HCIDA MEMBER OR EMPLOYEE - any member, officer or employee of the HCIDA, whether paid or unpaid.

105 GENERAL PROHIBITION

105.1 Except as otherwise provided in this Code of Ethics, no HCIDA member or employee shall:

105.1.1 Act as an attorney, agent, broker, employee, consultant or representative for any person in connection with any business dealing that person has with the HCIDA, other than seeking or obtaining a ministerial act for such person.

105.1.2 Take or refrain from taking any discretionary action or agree to take or refrain from taking any discretionary action or induce or attempt to induce any other HCIDA member or employee to take or refrain from taking any discretionary action or any matter before the HCIDA when the HCIDA member or employee knows or has reason to know that taking such action or refraining from taking such action will financially benefit (or if the applicant is):

105.1.2.1 Himself or Herself

105.1.2.2 A family member

105.1.2.3 A partnership, an unincorporated association, a sole proprietorship, a limited liability company, a joint venture, a trust, or an estate of which the HDICA member or employee (or a family member of the HCIDA member or employee) is a member or employee in which he or she (or a family member) has a proprietary interest

105.1.2.4 A corporation of which the HCIDA member or employee (or a family member of the HCIDA member or employee) is an officer or director or which he or she (or a family member) legally or beneficially owns or controls more than five percent (5%) of the outstanding stock;

105.1.2.5 A person with whom the HCIDA member or employee (or his or her family member) has an employment, professional, business, or financial relationship; or

105.1.2.6 A person from whom the HCIDA member or employee (or his or her spouse) had received during the previous twenty-four (24) months a financial or material benefit having an aggregate value greater than One Thousand Dollars (\$1,000.00)

105.1.3 Appear as attorney or counsel or represent anyone against the interests of the HCIDA in any matter in which the HCIDA is a party or complainant, except as permitted in this Code of Ethics.

105.1.4 Use any confidential information acquired in the course of his or her official duties to financially benefit himself or herself or any other person and shall not (except where disclosure is required by law or is made pursuant to a New York State whistle blower statute) disclose (during his or her term of office or thereafter) any such confidential information to any person who is not a HCIDA member or employee unless such person is authorized to receive such information. However, nothing herein shall prohibit a HCIDA member or employee who is or was the subject of an ethics complaint or investigation from disclosing any information relating to such complaint, investigation or the disposition thereof.

105.1.5 No ex-HCIDA member or employee shall be entitled to have any business dealing, as defined by Section 104.4 of the Code of Ethics, with the HCIDA for a period of one (1) year from the date of separation of his or her appointment or employment with the HCIDA.

Nothing contained in this Code shall preclude a HCIDA member, employee or a family member as defined by Section 104.8 of the Code of Ethics from applying for an employment position, or being considered for advancement or promotion or to fill a vacancy, providing that such member, employee or family member is subject to the same selection process as a non-employee.

However, no such advancement, promotion or appointment to fill a vacancy shall violate any Federal or State statute or court decision.

105.1.6 Knowingly acquire, solicit, negotiate for or accept any interest, employment or other thing of value which would put him or her in violation of this Code of Ethics.

105.1.7 Induce or aid another HCIDA member or employee to violate any of the provisions of this Code of Ethics.

105.2 Except as provided in this Code of Ethics, no partnership, unincorporated association, sole proprietorship, limited liability company, joint venture, trust, or estate of which the HCIDA member or employee is a member or employee or in which he or she has a proprietary interest nor any corporation of which he or she is an officer or director or of which he or she legally or beneficially owns or controls more than five percent (5%) of the outstanding stock shall appear before the HCIDA. The

HCIDA member has the authority to review, approve, audit, or authorize any budget, bill, payment or claim of the HCIDA.

- 106.1 No HCIDA member or employee shall solicit, directly or indirectly, any gifts, or receive or accept any gift having the value of Seventy-five Dollars (\$75.00) or more, whether in the form of money, service, loan, travel, entertainment, hospitality, thing, or promise, or in any form under circumstances in which it could be reasonably inferred that the gift was intended to influence him or her, or could reasonably be expected to influence him or her, in the performance of his or her official duties or was intended as a reward for any official action on his or her part.
- 106.2 A gift shall include money, services, licenses, permits, contracts, authorizations, loans, travel, entertainment, hospitality, thing or any promise thereof, including any financial transaction on terms not available to the general public, but shall not include a campaign contribution authorized by law.
- 106.3 Notwithstanding anything to the contrary, nothing in this Code of Ethics shall be construed to prohibit a HCIDA member or employee from receiving:
 - 106.3.1 Gifts from another HCIDA member or employee having aggregate value of not more than Two Hundred Fifty Dollars (\$250.00) during any calendar year.
 - 106.3.2 Gifts accepted on behalf of the HCIDA and transferred to the HCIDA.
 - 106.3.3 Awards from charitable organizations having any value or hospitality from a charitable organization having an aggregate value of not more than Two Hundred Fifty Dollars (\$250.00) during any calendar year.
 - 106.3.4 Municipal services or benefits or the use of municipal facilities that are generally available on the same terms and conditions to residents of the County.
 - 106.3.5 Hospitality provided to a HDICA member or employee by another governmental entity having an aggregate value of not more than Two Hundred Fifty Dollars (\$250.00) during any calendar year.

107 **VOIDING CONFLICTS OF INTEREST AND APPEARANCES OF CONFLICTS**

A HCIDA member or employee shall not engage in any act which is in conflict or may reasonably appear to be in conflict with the performance of his or her official duties.

108 EXCLUSIONS FROM CODE OF ETHICS

Nothing in this Code of Ethics shall be construed to Prohibit (or require disclosure or recusal of) a HCIDA member or employee or prohibit a former HCIDA member or employee (or any entity described in Article 105.2 of this Code of Ethics):

- 108.1 From performing or seeking any ministerial act on behalf of himself or herself or any person.
- 108.2 From timely filling any claim, account, demand, or suit against the HCIDA on behalf of himself or herself or his or her spouse or child.
- 108.3 From participating in or advocating any public policy position in an official or legislative capacity.
- 108.4 From performing any action specifically authorized or required by local law, statute, rule, regulation or other law of the United States, the State of New York or the County of Hamilton or other governmental entity having jurisdiction over the County of Hamilton.

109 AVOIDANCE OF CONTRACTS ENTERED INTO IN VIOLATION OF CODE OF ETHICS

Any contract or agreement entered into by or with the HCIDA which resulted in or from a violation of this Code of Ethics shall be null and void and unenforceable unless such contract or agreement is ratified by the HCIDA at a public meeting.

110 TRANSACTIONAL DISCLOSURE AND RECUSAL

- 110.1 An HCIDA member or employee shall promptly recuse himself or herself from acting on a matter before the HCIDA the HCIDA member or employee knows or has reason to know that acting on the matter or failing to act on the matter will financially benefit (or where the applicant is) any of the persons listed in Article 105.1.2 of this Code of Ethics.
- 110.2 Whenever a HCIDA member or employee is required to recuse himself or herself under this Code of Ethics, the HCIDA member or employee shall state such information upon the public record of the board at a public meeting.

110.3 Nothing in this section shall be construed to require a HCIDA member or employee to recuse himself or herself or to file a disclosure statement in connection with any action excluded from this Code of Ethics pursuant to Article 108 or otherwise permitted by this Code of Ethics.

111 **MAINTENANCE OF DISCLOSURE STATEMENTS**

Transactional disclosure statements filed pursuant to Article 110 of this Code of Ethics shall be public records and shall be indexed and maintained on file in an appropriate manner.

112 **DISCLOSURE BY APPLICANTS**

112.1 For purposes of this section, the following terms shall have the meanings herein ascribed:

112.1.1 Applicant - any person making a submission and also the owner of real property that may be the subject of the submission.

112.1.2 Submission - any written application to the HCIDA or for a special permit, special exception or change of policy or any employment application or any written bid submitted to the County where the amount of the bid exceeds the statutory competitive bidding monetary threshold.

112.2 Any applicant who makes a submission to the HCIDA shall disclose in writing, as part of the submission:

112.2.1 The name of any HCIDA member submission or in the applicant; and

112.2.2 Also is required to take any discretionary action on the submission.

112.3 For purposes of this section, a HCIDA member or employee shall be deemed to have an interest in the submission or in the applicant when the HCIDA member or employee:

112.3.1 Is the applicant;

112.3.2 Is a family member of the applicant;

112.3.3 Is an officer or director of or legally or beneficially owns or controls more than five percent (5%) of the outstanding stock of the corporate applicant, or is an officer, employee, or a person having an interest in a partnership, limited liability company, limited liability partnership, limited partnership, joint venture, trust, or estate.

- 112.3.4 Has or, to the applicant's knowledge, intends to enter into an employment, professional, business or financial relationship with the applicant or any principal of the applicant;
- 112.3.5 Has received from the applicant, within the previous twenty-four (24) months, a financial or material benefit having an aggregate value greater than One Thousand Dollars (\$1,000.00); or
- 112.3.6 Will receive, pursuant to an agreement between the applicant and any person, a financial or material benefit if the County's disposition of the submission is favorable to the applicant.