

# ALBANY CSO POOL COMMUNITIES CORPORATION

## CODE OF ETHICS AND CONFLICT OF INTEREST POLICY Adopted by the Board of Directors June 11, 2015

### 1. Code of Ethics

A. No Director, officer, or employee of the Corporation should accept other employment which will impair his or her independence of judgment in the exercise of his or her official duties.

B. No Director, officer, or employee of the Corporation should accept employment or engage in any business or professional activity which will require him or her to disclose confidential information which he has gained by reason of his or her official position or authority.

C. No Director, officer, or employee of the Corporation should, directly or indirectly, solicit any gift or accept or receive any gift having a value of \$75 or more, whether in the form of money, services, loan, travel, entertainment, hospitality, thing or promise, or any other form, under circumstances in which it could reasonably be 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.

D. No Director, officer, or employee of the Corporation should disclose confidential information acquired by him or her in the course of his official duties nor use such information to further his personal interests.

E. No Director, officer, or employee of the Corporation should use or attempt to use his or her official position to secure unwarranted privileges or exemptions for himself or herself or others, including but not limited to, the misappropriation to himself, herself or to others of the property, services or other resources of the state for private business or other compensated non-governmental purposes.

F. No Director, officer, or employee of the Corporation should engage in any transaction as representative or agent of the state with any business entity in which he or she has a direct or indirect financial interest that might reasonably tend to conflict with the proper discharge of his official duties.

G. A Director, officer, or employee of the Corporation should not by his or her conduct give reasonable basis for the impression that any person can improperly influence him or unduly enjoy his favor in the performance of his or her official duties, or that he or she is affected by the kinship, rank, position or influence of any party or person.

H. A Director, officer, or employee of the Corporation should abstain from making personal investments in enterprises which he or she has reason to believe may be directly involved in decisions to be made by him or her or which will otherwise create substantial conflict between his or her duty in the public interest and his or her private interest.

# ALBANY CSO POOL COMMUNITIES CORPORATION

I. A Director, officer, or employee of the Corporation should endeavor to pursue a course of conduct which will not raise suspicion among the public that he or she is likely to be engaged in acts that are in violation of his or her trust.

J. No Director, officer, or employee of the Corporation employed on a full-time basis nor any firm or association of which such an officer or employee is a member nor corporation a substantial portion of the stock of which is owned or controlled directly or indirectly by such officer or employee, should sell goods or services to any person, firm, corporation or association which is licensed or whose rates are fixed by the state agency in which such officer or employee serves or is employed.

## 2. Conflicts of Interest

A. No Director, officer, or employee of the Corporation shall engage in any action, which constitutes, or reasonably gives the appearance of being, a conflict of interest with the performance of his/her official duties. Without limiting the generality of the definition of the term conflict of interest, a Director, officer, or employee of the Corporation shall be deemed to have a conflict of interest if:

1. The person willfully engages in any business activity or professional activity or has a financial or other private interest, direct or indirect, or incurs any obligation of any nature, which is in substantial conflict with the proper discharge of his/her official duties.

2. The person receives or has any financial interest in any sale of any service or property when such financial interest was received with the knowledge that the Corporation intended to finance such property or obtain such service.

3. The person uses or attempts to use his/her official position to secure unwarranted privileges or exemptions for himself/herself or others, including members of his/her family.

4. The person engages in or accepts private employment or engages in any business transaction or professional activity or makes any investment which will impair his/her independence of judgment in the exercise of his/her official duties or will interfere in any manner whatsoever with the discharge of his/her official duties.

5. The person directly or indirectly solicits any gift or accepts or receives any gift or favor, whether in the form of money, services, loan, travel, entertainment, hospitality, thing or promise, or any other form, from any person, firm, or corporation as an inducement or to effect improperly the performance of the official duties or decision of such committee member.

6. Any Director, officer, or employee of the Corporation knowingly has a financial or other private interest in any proposal or other matters coming before the

# ALBANY CSO POOL COMMUNITIES CORPORATION

Corporation and knowingly fails to disclose such interest and/or fails to abstain from voting and/or otherwise officially acting with regard thereto.

B. The foregoing acts are listed by the way of example and are by no means to be construed as all-inclusive. Every Director, officer, or employee of the Corporation shall endeavor to pursue a course of conduct which will not raise suspicion among the public that he/she is likely to be engaged in acts that are in violation of his/her trust.

C. If any Director or officer of the Corporation must recuse himself/herself from a decision of the Board or any matter before the Corporation, so as not to violate any of the enumerated conflicts of interest or for any other reason which may give rise to a conflict of interest not enumerated or give the appearance of conflict of interest or impropriety, said Director or officer of the Corporation shall recuse himself/herself by notifying the Board of Directors or the President of the Corporation.

### **3. Disclosure of Confidential Information**

A. No Director, officer, or employee shall disclose, without proper authority, confidential information concerning the property or affairs of the Corporation or persons or entities that have submitted bids or RFP responses to the Corporation, nor shall he/she use such information to advance the financial or other private interest of himself/herself or others.

B. No Director, officer, or employee shall accept employment or engage in any business or professional activity which will require him/her to disclose confidential information which he/she has gained by reason of his/her position or authority in the Corporation.