

**ALBANY PINE BUSH PRESERVE COMMISSION (“Authority”)**  
**CONFLICT OF INTEREST POLICY (“Policy”)**  
(adopted 3/17/16)

*All board members and employees should be provided with this Policy upon commencement of employment or appointment and required to acknowledge that they have read, understand and are in compliance with the terms of the Policy. Board members and employees should review on an ongoing basis circumstances that constitute a conflict of interest or the appearance of a conflict of interest, abide by this Policy and seek guidance when necessary and appropriate.*

*This Policy is intended to supplement, but not replace, any applicable state and federal laws governing conflicts of interest applicable to public authorities.*

**I. CONFLICTS OF INTEREST**

**1. GENERALLY**

A conflict of interest is a situation in which the financial, familial, or personal interests of a board member or employee comes into actual or perceived conflict with their duties and responsibilities with the Authority. Perceived conflicts of interest are situations where there is the appearance that a board member or employee can personally benefit from actions or decisions made in their official capacity with the Authority, or where a board member or employee may be influenced to act in a manner that does not represent the best interests of the Authority. The perception of a conflict may occur if circumstances would suggest to a reasonable person that a board member or employee may have a conflict. The appearance of a conflict and an actual conflict should be treated in the same manner for the purposes of this Policy. Board members and employees must conduct themselves at all times in a manner that avoids any appearance that they can be improperly or unduly influenced, 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. While it is not possible to describe or anticipate all the circumstances that might involve a conflict of interest, a conflict of interest typically arises whenever a board member or employee has or will have:

- a financial, familial, or personal interest in any person, firm, corporation or association which has or will have a transaction, agreement or any other arrangement in which the Authority participates;
- the ability to use his/her position, confidential information, or the assets of the Authority, to his/her personal advantage;
- solicited or accepted a gift of any amount under circumstances in which it could reasonably be inferred that the gift was intended to influence him/her, or could reasonably be expected to influence him/her, in the performance of

his/her official duties with the Authority or was intended as a reward for any action on his/her part; and

- any other circumstance that may or appear to make it difficult for the board member or employee to exercise independent judgment and properly exercise his/her official duties.

## **2. OUTSIDE EMPLOYMENT AND/OR ACTIVITIES OF AUTHORITY’S BOARD MEMBERS OR EMPLOYEES**

No board member or employee may engage in outside employment or activities if such interferes with his/her ability to properly exercise his/her official duties with the Authority, including, but not limited to, performing activities for outside employment and/or activities: on the Authority’s property; on the Authority’s time; and/or using the Authority’s equipment, facility, personnel, or other personal property.

## **3. PROVISIONS APPLYING TO RELATIVES**

“Relatives” for the purpose of this Policy include a board member’s or employee’s spouse, children, parents, siblings, in-laws, and persons permanently living in the same domicile as the board member or employee.

Employment of relatives within the Authority is permitted provided that the relative receives no undue advantage or consideration by virtue of the relationship. Board members or employees may not intercede in, or attempt to influence decisions by the Authority, regarding employment, assignment, or promotion of relatives. Direct supervisor/subordinate relationships between relatives are not permitted.

If a relative of an Authority board member or employee is an officer, trustee, director, sole stockholder, majority stock holder, or employee of an entity, or where managerial or consultative service is rendered to an entity, which provides goods and/or services to the Authority, the Authority board member or employee shall alert his/her supervisor or the executive director (for employees) or the board chair or counsel (for board members) and follow their instruction as to how to proceed in regard to the board member or employee job responsibilities in dealing with that entity.

## **II. PROCEDURES**

### **1. ASSESSMENT OF WHETHER A CONFLICT OF INTEREST EXISTS AND DUTY TO DISCLOSE**

#### **A. Board member and employee assessment**

Board members and employees must assess whether an actual or potential conflict exists with their outside employment and activities.

- If it is determined that an actual conflict exists, the employment or activity may not be undertaken and must cease.
- If it is determined that an actual or potential conflict does exist, the board member or employee must obtain written approval from their supervisor or executive director (for employees) or the board chair or counsel (for board members) prior to accepting, continuing in, and/or participating in the employment or activity as provided for in Section II(1)(B) of this Policy.
- If no actual or potential conflict exists, the board member or employee may accept, continue in, and/or participate in the employment or activity.
- If the board member or employee is uncertain as to whether an actual or potential conflict of interest exists, Section II(1)(B) of this Policy shall be followed prior to accepting, continuing in, and/or participating in the employment or activity.

B. Obtaining approval where an actual or potential conflict exists or there is uncertainty

*Request for Approval:* Where the board member or employee has made a determination that an actual or potential conflict of interest exists, or the board member or employee is uncertain as to whether an actual or potential conflict of interest exists, the board member or employee must obtain written approval from their supervisor or executive director (for employees) or the board chair or counsel (for board members) prior to accepting, continuing in, and/or participating in the employment or activity. The board member or employee shall make a written request for approval, including: the name and address of the employer or organization; all material facts related to the outside employment or activity; the hours and duration of the employment or activity; the remuneration or benefits expected, if any; the nature of any interest the board member or employee has in the outside employment or activity due to their employment with the Authority; and the nature of the possible conflict. Such written disclosure shall be made part of the official record of the proceedings of the Authority.

*Determination on Request:* The supervisor or executive director (for employees) or the board chair or counsel (for board members) will review the request for approval, make a determination as to whether there is an actual or potential conflict of interest, and will notify the board member or employee of their determination in writing within 30 calendar days. The supervisor, executive director and board chair should seek guidance from counsel or New York State agencies, such as the Authorities Budget Office, State Inspector General, or the Joint Commission on Public Ethics (JCOPE) as needed.

C. Appealing a Determination on Request

If the supervisor or executive director (for employees) or the board chair or counsel (for board members) denies approval for the outside employment or activity, the board

member or employee may appeal to the Governance Committee and Ethics Officer. To appeal, the board member or employee shall:

- submit<sup>1</sup>, within 30 calendar days of receipt of the denial and prior to accepting, continuing in, and/or participating in the employment or activity, the appeal to the Governance Committee and Ethics Officer at the following address: Albany Pine Bush Preserve Commission, 195 New Karner Road, Albany, New York 12205;
- set forth in the appeal with specificity the board member's or employee's disagreement with the denial; and
- set forth in the appeal whether the board member or employee would like a personal meeting to discuss the appeal prior to a determination being made by the Governance Committee and Ethics Officer. If the appeal does not address a meeting, it will be deemed that the board member or employee is not requesting a personal meeting.

If a personal meeting is requested by the board member or employee, the meeting will be scheduled within two weeks of receipt by the Authority of the appeal.

If a personal meeting is held, the Governance Committee and Ethics Officer shall issue a written decision on the appeal within 30 calendar days of the meeting.

If no personal meeting is requested by the board member or employee, the Governance Committee and Ethics Officer shall issue a written decision on the appeal within 30 calendar days of receipt of the appeal.

In reviewing the appeal, the Governance Committee and Ethics Officer should seek guidance from counsel or New York State agencies, such as the Authorities Budget Office, State Inspector General, or the Joint Commission on Public Ethics (JCOPE) as needed.

## 2. **RECUSAL AND ABSTENTION**

No board member or employee may participate in any decision or take any official action with respect to any matter requiring the exercise of discretion, including discussing the matter and voting, when he/she knows or has reason to know that the action could confer a direct or indirect financial or material benefit on him/herself, a relative, or any organization in which he/she is deemed to have an interest. Board members and employees must recuse themselves from deliberations, votes, or internal discussion on matters relating to any organization, entity or individual where their impartiality in the deliberation or vote might be reasonably questioned, and are prohibited from attempting

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<sup>1</sup> "Submit" means to personally delivery, electronically deliver, or mail so that the appeal is received by the Governance Committee and Ethics Officer no later than 30 calendar days from the date of the Authority's denial of the request for approval.

to influence other board members or employees in the deliberation and voting on the matter.

**3. ANNUAL CERTIFICATIONS**

All Authority board members and employees shall sign an annual certification declaring any actual or perceived conflicts of interest or affirming that none exist.

**4. RECORDS OF CONFLICTS OF INTEREST**

The minutes of the Authority's meetings during which a perceived or actual conflict of interest is disclosed or discussed shall reflect the name of the interested person, the nature of the conflict, and a description of how the conflict was resolved.

**5. REPORTING OF VIOLATIONS**

Board members and employees should promptly report any violations of this Policy to his/her supervisor, or to the Authority's ethics officer, general counsel, or human resources representative in accordance with the Authority's Whistleblower Policy and Procedures.

**6. PENALTIES**

Any board member or employee that fails to comply with this Policy may be penalized in the manner provided for in law, rules or regulations.