

ALBANY CONVENTION CENTER AUTHORITY
BOARD MEMBER CODE OF ETHICS

It is the policy of the Albany Convention Center Authority (“ACCA”) to have its Members of the Board (“Members”) govern themselves in an ethical manner consistent with section 74 of the NYS Public Officers Law. This Code of Ethics applies to every Member of the ACCA and shall serve as a guide for official conduct. This Policy is intended to enhance the ethical and professional performance of the ACCA’s Members and to preserve public confidence in the ACCA’s mission.

I. Conflicts of Interest

A conflict of interest is a situation in which the financial, familial, or personal interests of a Member come into “actual” or “perceived” conflict with their duties and responsibilities with the ACCA. “Perceived” conflicts of interest are situations where there is the appearance that a Member can personally benefit from actions or decisions made in their official capacity, or where a Member may be influenced to act in a manner that does not represent the best interests of the ACCA. The perception of a conflict may occur if circumstances would suggest to a reasonable person that a Member may have a conflict. “Actual” conflicts of interest are situations where a Member can personally benefit from actions or decisions made in their official capacity, or where a Member is influenced to act in a manner that does not represent the best interests of the ACCA. Perceived and Actual conflicts of interest should be treated in the same manner for purposes of this Policy.

Rule with respect to conflicts of interest: No Member shall have any interest, financial or otherwise, direct or indirect, or engage in any business or transaction or professional activity or incur any obligation of any nature, which is in substantial conflict with the proper discharge of his duties in the public interest.

II. Standards of Conduct

- a. Members shall not accept other employment which will impair their independence of judgment in the exercise of their official duties.
- b. Members shall not accept employment or engage in any business or professional activity which will require them to disclose confidential information which they have gained by reason of their official position or authority.
- c. Members shall disclose confidential information acquired by them in the course of their official duties nor use such information to further their personal interests.
- d. Members shall not use or attempt to use his or her official position to secure unwarranted privileges or exemptions for themselves or others, including but not limited to, the misappropriation to themselves or to others of the property, services or other resources of the ACCA for private business or other compensated non-governmental purposes.

e. Members shall not engage in any transaction as representative or agent of the ACCA with any business entity in which they have a direct or indirect financial interest that might reasonably tend to conflict with the proper discharge of their official duties.

f. Members shall not by their conduct give reasonable basis for the impression that any person can improperly influence them or unduly enjoy their favor in the performance of their official duties, or that they are affected by the kinship, rank, position or influence of any party or person.

g. Members shall abstain from making personal investments in enterprises which they have reason to believe may be directly involved in decisions to be made by them or which will otherwise create substantial conflict between their duty in the public interest and their private interest.

h. Members shall endeavor to pursue a course of conduct which will not raise suspicion among the public that they are likely to be engaged in acts that are in violation of their trust.

- Due to the nature of the board being comprised of volunteer Members, the outside employment of the Members shall not be deemed to be in conflict with the proper discharge of their duties in the public interest provided that the Members comply with the other requirements of this Policy.

III. Procedures for Disclosure of Conflicts of Interest

1. All Actual and Perceived conflicts of interest shall be disclosed in writing to the Ethics Officer as soon as practicable after learning of the actual or perceived conflict of interest. The written disclosure must (i) identify the matter before the ACCA, (ii) identify the Standard of Conduct in question and (iii) contain sufficient facts and circumstances in order to accurately convey the extent of the Member's interest in such matter.

2. The disclosure of the Actual or Perceived conflict of interest shall be recorded in the minutes of a board meeting at which the matter creating the conflict appears on the agenda. If the Member only becomes aware of such Actual or Perceived conflict during the course of a meeting of the Board, the Member shall inform the Board at such time.

3. The Member with the Actual or Perceived conflict of interest shall refrain from participating in discussions or decisions on the matter creating the conflict.

4. The Member with the Actual or Perceived conflict of interest shall refrain from directly or indirectly attempting to influence the discussions, decisions, deliberations or vote by the Board on the matter giving rise to such conflict.

IV. Ethics Officer

The Board shall designate an Ethics Officer of the ACCA. The Ethics Officer shall report to the Board. The Ethics Officer shall have the powers and duties set forth below, and such other powers and duties as may be prescribed by the Board:

1. Advise in confidence each director, officer or employee of the ACCA who seeks guidance regarding ethical behavior.
2. Receive and record disclosures of conflicts of interest in the record of the ACCA.
3. Receive and investigate complaints about possible violations of this Code of Ethics.
4. Dismiss complaints found to be without substance.
5. Prepare investigative reports of his or her findings to be submitted for action by the Board.
6. Seek consultation and guidance from counsel to the ACCA, the governance committee or any appropriate NYS agency such as the Authorities Budget Office and Joint Commission of Public Ethics.

V. Reporting Violations

In accordance with Title 12 of Article 9 of the Public Authorities Law, the Agency adopted a Whistleblower Policy to afford certain protections to individuals who, in good faith, report violations of the Code of Ethics or other instances of potential wrongdoing within the ACCA. This Whistleblower Policy provides ACCA board members, officers, and employees with a confidential means to report credible allegations of misconduct, wrongdoing, or unethical behavior and to protect those individuals, when acting in good faith, from personal or professional retaliation. The Whistleblower Policy is provided to all directors, officers, and employees of the Agency.

VI. Penalties

Any Member that fails to comply with this Policy may be penalized in a manner provided for in law.