

ORANGE COUNTY INDUSTRIAL DEVELOPMENT AGENCY AND ORANGE COUNTY FUNDING CORPORATION CODE OF ETHICS¹

This Code of Ethics shall apply to all officers and employees of the Orange County Industrial Development Agency and Orange County Funding Corporation. These policies shall serve as a guide for official conduct and are intended to enhance the ethical and professional performance of the *Agencies* [Authority's]² directors and employees and to preserve public confidence in the *Agencies* [Authority's]³ mission. *This Code of Ethics is binding on members of the Board of the Orange County Industrial Development Agency (IDA) and Orange County Funding Corporation (OCFC) and also upon employees of either entity as well as Employees of Orange County who are otherwise performing duties for the IDA or OCFC. All such persons are required to sign this policy agreeing thereby to be bound by it as soon as possible upon the adoption of the same but in any even within thirty days of the same's being adopted or such person shall have been deemed to cease their position with the IDA and/or OCFC.*

Responsibility of Directors and Employees *and Others to Whom This Policy Applies*

1. Directors and employees *or other persons to whom this policy applies*⁴ shall perform their duties with transparency, without favor and refrain from engaging in outside matters of financial or personal interest, including other employment, that could impair independence of judgment, or prevent the proper exercise of one's official duties.
2. Directors and employees *or other persons to whom this policy applies* shall not directly or indirectly, make, advise, or assist any person to make any financial investment based upon information available through the director's or employee's official position that could create any conflict between their public duties and interests and their private interests.
3. Directors and employees *or other persons to whom this policy applies* shall not accept or receive any gift or gratuities where the circumstances would permit the inference that: (a) the gift is intended to influence the individual in the performance of official business or (b) the gift constitutes a tip, reward, or sign of appreciation for any official act by the individual. This prohibition extends to any form of financial payments, services, loans, travel reimbursement, entertainment, hospitality, thing or promise from any entity doing business with or before *one or both of the Agencies* [Authority].

¹ This document is adopted largely from the NYS Authorities Budget Office (ABO) Model Conflicts of Interest Policy as shown on the State ABO website on May 31, 2021 at 4:15 PM. Differences are described in footnote 2.

² Language in italics within this document is not from the ABO Model Conflicts of Interest Policy but is intended to be made more specific for Orange County. Likewise, language in brackets [] is not part of this policy but IS part of the State Model Conflicts of Interest Policy and is intended to show deletions. Deletions will be footnoted as well. The deletion, for example in this instance of the word "Authority's" is intended to simply clarify that this Code of Ethics does not apply to a singular Authority but to both the IDA and OCFC.

³ Throughout this document, the word "Authority" is replaced with Agency or Agencies in recognition of the fact that this policy applies to both the IDA and OCFC.

⁴ This policy also applies to consulting staff who are employed by the County but who are doing work for the IDA/OCFC via resolution of the IDA/OCFC in addition to actual Board Members and employees of the IDA/OCFC.

4. Directors and employees *or other persons to whom this policy applies* shall not use or attempt to use their official position with *one or both of the Agencies* [Authority] to secure unwarranted privileges for themselves, members of their family or others, including employment with *either or both of the Agencies* [Authority] or contracts for materials or services with the Agencies [Authority].
5. Directors and employees *or other persons to whom this policy applies* 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.
6. Directors and employees *or other persons to whom this policy applies* may not engage in any official transaction with an outside entity in which they have a direct or indirect financial interest that may reasonably conflict with the proper discharge of their official duties.
7. Directors and employees *or other persons to whom this policy applies* shall manage all matters within the scope of the *Agencies* [Authority's] mission independent of any other affiliations or employment. Directors, including ex officio board members, and employees *or other persons to whom this policy applies* employed by more than one government shall strive to fulfill their professional responsibility to the Authority without bias and shall support the Authority's mission to the fullest *consistent with any and all legal obligations*.
8. Directors and employees *or others to whom this policy applies* shall not use *Agency* [Authority] property, including equipment, telephones, vehicles, computers, or other resources, or disclose information acquired in the course of their official duties in a manner inconsistent with State or local law or policy and the Authority's mission and goals.
9. Directors and employees are prohibited from appearing or practicing before the *Agencies* [Authority] for two (2) years following employment with the Authority, consistent with the provisions of Public Officers Law. *Employees of the County of Orange who are assisting the IDA or OCFC due to their employment by Orange County government shall not appear or practice before the Agencies for two years from the cessation of having volunteered for or performed services for the Agencies.*

Implementation of Code of Ethics

This Code of Ethics shall be provided to all directors and employees *and others to whom this policy applies* upon commencement of employment or appointment and shall be reviewed annually by the Governance Committee *of each Agency*. The board may designate an Ethics Officer, who shall report to the board and shall have the following duties:

- Counsel in confidence Authority directors and employees who seek advice about ethical behavior.
- Receive and investigate complaints about possible ethics violations.
- Dismiss complaints found to be without substance.

- Prepare an investigative report of their findings for action by the Executive Director or the board.
- Record the receipt of gifts or gratuities of any kind received by a director or employee *or other person to whom this policy applies*, who shall notify the Ethics Officer within 48 hours of receipt of such gifts and gratuities.

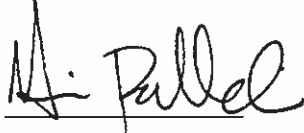
Penalties

In addition to any penalty contained in any other provision of law, an Authority director or employee *or other person to whom this policy applies* who knowingly and intentionally violates any of the provisions of this code may be removed in the manner provided for in law, rules or regulations.

Reporting Unethical Behavior

Employees and directors are required to report possible unethical behavior by a director or employee of the Authority to the Ethics Officer. Employees and directors may file ethics complaints anonymously and are protected from retaliation by the policies adopted by *one or both of the Agencies to whom this policy applies* [the Authority].

SIGNATURE BLOCK:



Signature

Giovanni Palladino O.C. IDA Board

Name and Position

9-21-22

Date