

ADOPTED – 6/11/15

RECEIVERSHIP TRANSITION ADVISORY BOARD  
FOR  
THE CITY OF FLINT

Policy No. 2015-1

**Standards of Conduct, Conflicts of Interest, and Ethics Policy**

This Standards of Conduct, Conflict of Interest, and Ethics Policy (this "Policy") for the members of the Receivership Transition Advisory Board is designed to maintain the standards of conduct of the Board, and to assure compliance with applicable law.

The Board is committed to conducting its business in accordance with the highest ethical standards. It is the policy of the Board to conduct its business fairly, ethically, and in compliance with applicable law.

This Policy requires not only the avoidance of misconduct, but also the avoidance of acts or omissions by a Board member that give the appearance of misconduct or impropriety, as well as the obligation to report misconduct. Board members shall not enter into any activity or incur any expense or liability which would compromise the Board's commitment to these high standards.

**I. Disclosure of Substantial Financial Interests.** All Board members must disclose any relevant substantial financial interests held that could create the appearance of impropriety. This must be done at any point during a member's term, at the next scheduled meeting of the Board, after an apparent conflict arises.

**II. Conflicts of Interest.** A Board member's duty to the Board demands avoiding and disclosing actual and apparent conflicts of interest. A conflict of interest exists where the interests or benefits of a Board member or any of his or her affiliates conflicts with the interests or benefits of the Board or the City. A Board member also has a conflict of interest if, in the course of performing his or her duties for the Board, such Board member's judgment and discretion is or may be influenced by considerations of personal gain or benefit, or gain or benefit to a third party other than the Board or the City.

A. A Board member shall not engage in any conduct that constitutes a conflict of interest and shall immediately advise the Board in writing of any incident or circumstance that may present the existence of a conflict of interest. The Board shall immediately notify in writing the State Treasurer and the Mayor of any potential conflicts of interest.

B. A Board member with a conflict of interest related to any matter before the Board shall disclose the conflict of interest before the Board takes any action with respect to such matter, which disclosure shall become a part of the record of the Board's official proceedings. The Board member shall refrain from doing all of the following with respect to the matter that is the basis of the conflict of interest:

1. Voting in the Board's proceedings related to the matter.
2. Participating in the Board's discussion of and deliberation on the matter.
3. Discussing the matter with any other Board member.

C. A Board member shall not directly or indirectly through an affiliate:

1. Do business with the City.
2. Have any contracts with the City.
3. Respond to any request for proposals of the City.
4. Seek any no-bid contracts (pending or future) of the City or
5. Have any affiliates who are officers or employees of the City.

D. Board members shall not have or acquire financial interest in any property or asset owned by the City, or have an interest in any provider of goods and services to the City, unless such interest comes through ownership of publicly traded shares constituting not more than 1.0 percent ownership in such provider.

**III. Confidential Information.** During and after a Board member's service with the Board, members shall not knowingly disclose to third parties, or appropriate for their own use or the use of others, any confidential information obtained during his or her service with the Board.

**IV. Fair Dealing.** The Board is committed to conducting its business fairly and in accordance with the highest ethical standards. No Board member shall:

- a. Use unfair techniques, such as misrepresentation of material facts or improper concealment of information, to gain an advantage;
- b. Offer or accept a bribe, kickback or improper favor in order to secure a business advantage;
- c. Knowingly use his or her official position, in violation of applicable law, to improperly influence a decision of the Board, the Mayor, the Council or any other employees of the City; and
- d. Attempt to influence any decision to fill a City employment position with an immediate family member.

**V. Reporting of Illegal or Unethical Behavior and Violations of this Code.** A Board member shall report promptly any actual, attempted, or apparent violation of this Policy. If a violation is observed or reported, or is indicated by records or other information of which a Board member becomes aware, then the matter shall be immediately reported to the State Treasurer and Mayor. In no event shall the Board take or threaten any action against another Board member for making

a complaint or disclosing information in good faith concerning an actual, attempted, or apparent violation of this Policy.

**VI. Definitions.** As used in this Policy:

a. "Affiliate" means a person who directly or indirectly owns or controls, is owned or controlled by, or is under common ownership or control with, another person.

b. "Confidential information" means any information concerning the Board's and the City's assets, employees, property, affairs, customers, service providers, processes, technology, data, financial information and any other information or data concerning the operation of the Board or the City that is not public information.

c. "Immediate family member" means a person's spouse, child, sibling, or parent (including step-children, stepsiblings, stepparents, and adoptive relationships) or a relative of any degree residing in the same household as that person.

d. "Substantial financial interest" means an interest that will result in an immediate or future financial gain.

Date: 6/11/15  
Flint, Michigan