TOWN OF HAMBURG INDUSTRIAL DEVELOPMENT AGENCY AND HAMBURG NEW YORK LAND DEVELOMENT CORPORATION

CODE OF ETHICS AND CONFLICT OF INTEREST POLICY

Adopted: April 7, 2020, re-adopted as written June 16, 2021, re-adopted as written March 16, 2022, re-adopted as written April 19, 2023, re-adopted as written April 10, 2024, re-adopted as written March 12, 2025, re-adopted as written March 11, 2026

Statement of Purpose:

The Code of Ethics is a public statement by the Agency that sets clear expectations and principles to guide practice and inspire professional excellence. The Agency believes a commonly held set of principles can assist in the individual exercise of professional judgment. This Code speaks to the core values of public accountability and transparency. The purpose of having a code of ethics and practices is to protect the credibility of the Agency by ensuring high standards of honesty, integrity, and conduct of staff. To that end, this Code of Ethics attempts to accomplish this by articulating the ethical standards observed by the Agency in pursuing and implementing economic development initiatives, and setting rules and policies that prevent conflicts of interest.

Rule with respect to conflicts of interest:

No officer, member of the board or employee should 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 or her or her duties in the public interest.

Standards:

a. No officer, member of the board or employee should accept other employment which will impair his or her or her independence of judgment in the exercise of his or her or her official duties.

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

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

d. No officer, member of the board or employee should use or attempt to use his or her official position to secure unwarranted privileges or exemptions for himself, herself or others.

e. No officer, member of the board or employee should engage in any transaction as representative or agent of the Agency 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 or her official duties.

f. An officer, member of the board or employee should not by his or her conduct give reasonable basis for the impression that any person can improperly influence him or her, unduly enjoy his or her 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.

g. An officer or employee 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.

h. An officer or employee should endeavor to pursue a course of conflict 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.

i. No officer or employee 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, member of the board or employee, should sell goods or services to any person, firm, corporation or association which receive financial assistance from the Agency.

j. If an officer or employee shall have a financial interest, direct or indirect, having a value of ten thousand dollars or more in any activity which is the subject of an Agency Project (as such term is defined in Article 18-A of the General Municipal Law, he or she must file with Agency a written statement that he or she has such a financial interest in such activity which statement shall be open to public inspection.

k. No officer, member of the board or employee of shall accept or arrange for any loan or extension of credit from the Agency or any affiliate of the Agency.

<u>Gifts:</u>

Pursuant to and in accordance with Section 805-a of the General Municipal Law, no member, director , officer or employee of the Agency shall directly or indirectly, solicit any gift, or accept or receive any gift having a value of seventy-five dollars or more under circumstances in which it would be reasonably be inferred that the gift was intended to influence such individual, or could reasonably be expected to influence such individual, in the performance of the individual's official duties or was intended as a reward for any official action on the individual's part. Inferences that gifts having a value of less than seventy-five dollars can influence or reward members, directors officers or employees of the Agency is deemed to be unreasonable.

Procedures for Disclosing a Conflict of Interest:

The Agency has determined that the Conflicts of Interest Provisions as set forth in Section 801 of the General Municipal Law shall be applicable to the members and officers of the Agency. All members, directors, officers or employees of the Agency shall adhere to the following procedures:

a. All members, directors, officers or employees shall examine their specific facts and circumstances giving rise to the question of a conflict in order to determine:

    1. Whether such member, director, officer or employee can personally benefit from the actions or decisions made in their official capacity (Actual Conflict);or

    2. Whether a member, director, officer or employee is influenced to act in a manner that does not represent the best interests of the Agency (Actual Conflict);or

    3. Whether a reasonable person would conclude that such member, director, officer or employee may have a conflict (Perceived Conflict). In determining whether a reasonable person would conclude that there is a conflict, such member, director, officer or employee must assess the materiality within the context of the specific facts and circumstances. Provided that the event giving rise to the question of a conflict is material within the context of the specific facts and circumstances, then it would be reasonable for a person to conclude that there may be a conflict.

b. All Actual and Perceived conflicts of interest shall be disclosed in writing to the Executive Director as soon as practicable after learning of the Actual or Perceived conflict of interest. The written disclosure must (i) identify the matter before the agency, (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, director's officer's or employee's interest in such matter. In addition, in the event a member of the board of directors of the Agency has a conflict, he or she shall verbally disclose the conflict during a public session of a board meeting at which the matter creating the conflict appears on the agenda. Such verbal disclosure shall be recorded in the minutes of the meeting and be made part of the public record.

c. The member, director, officer or employee with conflict of interest shall recuse themselves and refrain in participating in all discussions or decisions on the matter creating the conflict, he or she shall, in addition to the foregoing, abstain from voting on such matter creating the conflict.

d. The member, director, officer or employee with the conflict of interest shall refrain from directly or indirectly attempting to influence the discussions, decisions, deliberations or vote on the matter giving rise to such conflict.

Violations:

In addition to any penalty contained in any other provision of law any such officer, member of the board or employee who shall knowingly and intentionally violate any of the provisions of this Code of Ethics may be fined, suspended or removed from office or employment in the manner provided by law.