

NEW YORK STATE ENVIRONMENTAL FACILITIES CORPORATION

Code of Ethical Conduct For Board Members, Officers and Employees

I. Purpose

This Policy is intended to describe the implementation of Section 74 of the Public Officers Law (“POL”) and 19 NYCRR Section 932.5 which describes and requires standards of conduct for uncompensated and per diem directors, members and officers such as the Board members of the New York State Environmental Facilities Corporation (“EFC”). In addition, this Policy is intended to describe the implementation of the Public Authorities Accountability Act of 2005 as enacted in Chapter 766 of the Laws of 2005, as amended (the “Public Authorities Act”) as well as certain Executive Orders.

II. Background

Ethics regulations require a Code of Ethical Conduct for uncompensated and per diem board members (19 NYCRR 932.5). In addition, the Public Authorities Act requires a Code of Ethical Conduct for all Board Members, officers and employees of EFC. In accordance with these and other mandates, the following provisions apply to all EFC Board Members, officers and employees.

III. EFC Board Code of Ethical Conduct

Ethical Standards

No Board Member, officer 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 duties in the public interest to EFC.

No Board Member, officer or employee should accept other employment which will impair that individual’s independence of judgment in the exercise of his or her official duties to EFC.

No Board Member, officer or employee should accept employment or engage in any business or professional activity which will require that individual to disclose confidential information gained by reason of his or her official position or authority with EFC.

No Board Member, officer or employee should disclose confidential information acquired by that individual in the course of his or her official duties with EFC nor use such information to further personal interests.

No Board Member, officer or employee should use or attempt to use that individual's official position with EFC to secure unwarranted personal privileges or exemptions for the Member or others, including but not limited to, the misappropriation to himself, herself or to others of the property, services or other resources of EFC for private business or other compensated non-governmental purposes.

No Board Member, officer or employee should engage in any transaction as representative or agent of EFC with any business entity in which that individual has a direct or indirect financial interest that might reasonably tend to conflict with the proper discharge of his or her official duties with EFC.

No Board Member, officer or employee should by that individual's conduct give reasonable basis for the impression that any person can improperly influence him or her, or unduly enjoy his or her favor in the performance of his or her official duties to EFC, or that he or she is affected by the kinship, rank, position or influence of any party or person.

Board Members, officers and employees should abstain from making personal investments in enterprises which that individual 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 to EFC in the public interest and his or her private interest.

Board Members, officers and employees, should endeavor to pursue a course of conduct that 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 with EFC.

Outside Activity

State officers who are required to file annual statements of financial disclosure are prohibited from receiving compensation for appearing or rendering services against the interests of EFC in relation to any matter in the Court of Claims. [Public Officers Law §73(3)(b)]

Board Members, officers and employees who are required to file annual statements of financial disclosure are prohibited from serving as an officer of any political party or political organization or as a member of any political party committee including political party district leader or as a member of a national committee of a political party. [19 NYCRR Part 932.2]

No officer or employee employed on a full time basis, or any firm or association of which such officer or employee is a member, or any corporation, a substantial portion of the stock of which is owned or controlled directly or indirectly by such officer or employee, should sell goods or services to any person, firm, corporation or association which is licensed or whose rates are fixed by EFC.¹

¹ On April 10, 2006, NYS Ethics Commission staff confirmed that "rates" as contemplated by this subsection do not include interest rates set by EFC on EFC's financings.

Executive Orders

The provisions of the following Executive Orders shall apply as set forth therein to EFC Board members, officers and employees:

1. Governor Paterson's Executive Order No. 7, dated June 18, 2008, with regard to use of state property and prohibited campaign contributions to the Governor; and
2. Governor Cuomo's Executive Order No. 3, dated January 2, 2011, with regard to ethics training.

IV. Violations

In addition to any penalties imposed by an ethics regulatory entity, any Board Member, officer or employee who knowingly and intentionally violates any of the provisions of this policy may be suspended or removed from office or employment in the manner provided by law.

V. Legal Effect

This policy is not intended to set forth a fixed, general principle to be rigidly applied. Rather, its tenets are to be utilized solely as guidance and should be applied only after taking into account the specific facts and circumstances of each particular instance where an ethical question arises. This Code of Ethical Conduct may be amended by majority vote of the Board Members present at any meeting at which a quorum is in attendance. In addition, with respect to officers and employees of EFC, the provisions of this Code of Ethical Conduct shall be in addition to any existing policies, guidelines or rules of EFC.

EFC has reviewed and readopted this Code of Ethical Conduct, effective June 9, 2016.