

BOARD APPROVED POLICY

Version: 3

Accepted by the Governance Committee, whose March 10, 2021 meeting minutes were approved by the full Board on April 1, 2021

Next Review: Annual
Owner: Governance Committee

Copies are for reference only. For current versions go to the intranet and click Policies and Procedures.

1.0 Policy

This Code of Ethics establishes guidelines for the ethical responsibility and accountability for all Covered Persons. Maintaining high ethical standards is of prime importance to RGRTA as doing so is central to obtaining and keeping public trust and confidence.

2.0 Purpose

The purpose of this Code of Ethics is to set out the standards by which RGRTA and its Covered Persons will be guided in the conduct of RGRTA business.

3.0 Scope

This Code applies to all Covered Persons as defined in Section 4.0 Definitions.

4.0 Definitions

- **Authority** and **RGRTA** each mean the Rochester Genesee Regional Transportation Authority, and its wholly controlled subsidiaries (RTS, RTS Access, RTS Genesee, RTS Livingston, RTS Ontario, RTS Orleans, RTS Seneca, RTS Wayne, and RTS Wyoming).
- **Board**—The governing authority for RGRTA.
- **Commissioners**—Individual members of the Board appointed pursuant to New York State Public Authorities Law Section 1299-dd.
- **Covered Person**—All officers, employees, agents and Commissioners of RGRTA and its subsidiaries, all spouses and children of RGRTA officers, employees, agents and Commissioners and any organization that employs or is about to employ any of these persons. All employees of the Genesee Transportation Council (GTC).
- **Ethics Officer**—The individual appointed by the Board to address issues and inquiries which arise under this Code.
- **Gift**—For purposes of this Code, gift is defined pursuant to New York State Legislative Law 1-A [Lobby Act, Section 1-c Definitions, term (j)] as amended from time to time, a copy of which is attached as Appendix A, and 19 NYCRR Parts 930-941.
- **Interest**—A material benefit, pecuniary or in any other form, direct or indirect, accruing to the Covered Person.

5.0 Considerations, Statutes, and Regulations

This Code does not supersede or preempt any other applicable policy, law, rule, or regulation, including laws of the United States and New York State, in particular New York State Public Officers Law Sections 73 and 74, and New York State Regulations 19 NYCRR Parts 930-941.

Covered Persons are advised to familiarize themselves with these applicable policies, laws rules and regulations.

6.0 Details

6.1. Standards of Conduct

6.1.A. Covered Persons Shall

1. At all times endeavor to act in a manner which inspires confidence in the public that they are worthy of the level of trust required of public servants.
2. Perform their duties to the best of their abilities and in furtherance of RGRTA's public purposes.
3. Seek the appropriate advice and counsel in a timely manner, pursuant to the process described in Section 6.3, whenever a question of conduct, potential conflict of interest, or regulation arises.
4. Maintain the confidentiality of all information that pertains to RGRTA except when authorized by RGRTA or required by law to make said information public.
5. Use RGRTA property and equipment only for permitted uses in keeping with RGRTA policy.
6. Comply with all applicable RGRTA policies.

6.1.B. Covered Persons Shall Not

1. While a Covered Person and for a period of two (2) years following such tenure, participate in or maintain any interest in RGRTA work, or in the selection, award, or administration of RGRTA contracts or in the proceeds thereof except to the extent such interest has been fully disclosed to and approved by the Board.
2. Solicit or accept any gift from contractors, potential contractors, parties to sub-agreements, or anyone else doing business with or potentially doing business with RGRTA under circumstances in which it could reasonably be inferred that the gift was intended to influence him, or could reasonably be expected to influence him, in the performance of his duties or was intended as a reward for official action on his part.
3. Have any interest or engage in any business or transaction or professional activity or incur any obligation of any nature in material conflict with the proper discharge of his duties to RGRTA.
4. Engage in any transaction as a representative of RGRTA with any business entity in which he has a financial interest except to the extent such engagement has been fully disclosed to and approved by the Board and is not prohibited by law or regulation.
5. Use confidential information acquired by him in the course of his RGRTA duties to further his personal interests.
6. Use or attempt to use his position at RGRTA to secure unwarranted privileges or exemptions for himself or others.
7. Make personal investments in enterprises which he has reason to believe may be directly involved in decisions to be made by him in connection with his duties on behalf of RGRTA or which will otherwise create conflict between his duty to RGRTA and his private interest unless such investments are fully disclosed to and approved by the Board.

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6.2. Commissioners

In addition to all other requirements of this Code, Commissioners shall annually disclose in writing to the Board Chair and to the Chief Executive Officer of RGRTA the names of entities other than RGRTA with which they are affiliated, such as on an employment or volunteer basis.

6.3. Resolution Process

1. A Covered Person who desires to inquire about the applicability of this Code shall do so by contacting the Ethics Officer.
2. The Ethics Officer may require the Covered Person to submit the inquiry in writing.
3. Within a reasonable period of time, the Ethics Officer shall issue an advisory opinion to the Covered Person except in cases covered by number 5.
4. The Ethics Officer shall provide a copy of any such opinions to the Board Chairman and the Chief Executive Officer of RGRTA.
5. Any advisory opinions issued by the Ethics Officer shall be made a part of the record at the next Board meeting with appropriate redactions to avoid unwarranted invasions of privacy and to encourage compliance with this Code.
6. In connection with a potential conflict of interest, the Ethics Officer shall not issue an opinion but rather refer the matter to the Board. The Board shall decide whether a conflict exists and, if so, what action will be taken. If the question involves a Board member or a member of his family, he shall not participate in the decision-making.
7. The minutes of the Board and all committees with Board-delegated powers shall contain:
 - a. The names of the persons who disclosed or otherwise were found to have an actual or potential conflict of interest, the nature of the interest, any action taken by the Board to determine whether a conflict exists, the decision on the issue and a description of how the conflict was addressed.
 - b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement and a record of any votes taken in connection with the proceeding.

7.0 Conditions

In addition to any penalty contained in any other provisions of law, any Covered Person who knowingly and intentionally violates any provision of this Code may be subject to disciplinary action, suspended, terminated, or removed from office in the manner provided by contract, law or established policies and practices, as applicable.

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APPENDIX A

Legislative Law Article 1-A “Lobby Act”

New York State Joint Commission on Public Ethics

The definition below is an excerpt from Legislative Law Article 1-A. The complete article is available online at <http://jcope.ny.gov/about/lob/LEGISLATIVE%20LAW%20ARTICLE%201a.pdf>.

§1-c. Definitions

- (j) The term "**gift**" shall mean anything of more than nominal value given to a public official in any form including, but not limited to money, service, loan, travel, lodging, meals, refreshments, entertainment, discount, forbearance, or promise, having a monetary value. The following are excluded from the definition of a gift:
 - (i) complimentary attendance, including food and beverage, at bona fide charitable or political events;
 - (ii) complimentary attendance, food and beverage offered by the sponsor of a widely attended event. The term "widely attended event" shall mean an event: (A) which at least twenty-five individuals other than members, officers, or employees from the governmental entity in which the public official serves attend or were, in good faith, invited to attend, and (B) which is related to the attendee's duties or responsibilities or which allows the public official to perform a ceremonial function appropriate to his or her position. For the purposes of this exclusion, a public official's duties or responsibilities shall include but not be limited to either (1) attending an event or a meeting at which a speaker or attendee addresses an issue of public interest or concern as a significant activity at such event or meeting; or (2) for elected public officials, or their staff attending with or on behalf of such elected officials, attending an event or a meeting at which more than one-half of the attendees, or persons invited in good faith to attend, are residents of the county, district or jurisdiction from which the elected public official was elected;
 - (iii) awards, plaques, and other ceremonial items which are publicly presented, or intended to be publicly presented, in recognition of public service, provided that the item or items are of the type customarily bestowed at such or similar ceremonies and are otherwise reasonable under the circumstances, and further provided that the functionality of such items shall not determine whether such items are permitted under this paragraph;
 - (iv) an honorary degree bestowed upon a public official by a public or private college or university;
 - (v) promotional items having no substantial resale value such as pens, mugs, calendars, hats, and t-shirts which bear an organization's name, logo, or message in a manner which promotes the organization's cause;
 - (vi) goods and services, or discounts for goods and services, offered to the general public or a segment of the general public defined on a basis other than status as a public official and offered on the same terms and conditions as the goods or services are offered to the general public or segment thereof;
 - (vii) gifts from a family member, member of the same household, or person with a personal relationship with the public official, including invitations to attend personal or family social events, when the circumstances establish that it is the family, household, or personal relationship that is the primary motivating factor; in determining motivation, the following factors shall be among those considered: (A) the history and nature of the relationship between the donor and the recipient, including whether or not items have previously been exchanged; (B) whether the item was purchased by the donor; and (C) whether or not the donor at the same time gave similar items to other public officials; the transfer shall not be considered to be motivated by a family, household, or personal relationship if the donor seeks to charge or deduct the value of such item as a business expense or seeks reimbursement from a client;
 - (viii) contributions reportable under article fourteen of the election law, including contributions made in violation of that article of the election law;

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- (ix) travel reimbursement or payment for transportation, meals and accommodations for an attendee, panelist or speaker at an informational event or informational meeting when such reimbursement or payment is made by a governmental entity or by an in-state accredited public or private institution of higher education that hosts the event on its campus, provided, however, that the public official may only accept lodging from an institution of higher education: (A) at a location on or within close proximity to the host campus; and (B) for the night preceding and the nights of the days on which the attendee, panelist or speaker actually attends the event or meeting;
- (x) provision of local transportation to inspect or tour facilities, operations or property located in New York state, provided, however, that such inspection or tour is related to the individual's official duties or responsibilities and that payment or reimbursement for expenses for lodging or travel expenses to and from the locality where such facilities, operations or property are located shall be considered to be gifts unless otherwise permitted under this subdivision;
- (xi) meals or refreshments when participating in a professional or educational program and the meals or refreshments are provided to all participants; and
- (xii) food or beverage valued at fifteen dollars or less.



ROCHESTER
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ANNUAL CODE OF ETHICS CERTIFICATION

I have received a copy of the RGRTA Code of Ethics, Version 3, and have read and understood its requirements. I will comply with this Code.

Signature

Printed Name

Date