

## **8.06 Standards of Conduct**

### Introduction.

Institutions today must operate with the highest standards of ethical conduct. Employees of the OBPA must conduct affairs on behalf of the OBPA with competence and integrity. The public expects OBPA employees to live by a set of standards which include honesty, fidelity, confidentiality, and fairness consistent with the Public Authority Accountability Act of 2005, Subsection 74 of the Public Officer's Law (Exhibit A), and provisions of the Office of State Inspector General (OSIG).

To assist you, this Code of Conduct has been prepared for you and adopted by its Board of Directors. This Code is distributed to and applies to all employees of the OBPA. It is designated to provide assistance in understanding the principles of conduct which must be adhered to in order to fulfill the legal, moral, and ethical obligations each person assumes as an employee and/or manager of the OBPA when working with customers, potential customers, and individuals associated in the business world. Read this Code of Conduct carefully and completely. If you do not understand any portion of it, please consult your supervisor or Human Resources immediately.

## **8.07 Conflicts of Interest**

It is the policy of the OBPA that all employees must avoid potential conflicts of interest. A potential conflict exists whenever an OBPA representative has an outside interest directly or indirectly which conflicts with the individual's duty to the OBPA or adversely affects the individual's judgment in the discharge of his/her responsibilities to or at the OBPA. The appearance of a conflict of interest may be just as damaging to the OBPA's reputation as a real conflict of interest and may be just as difficult to recognize. All OBPA representatives are expected to take an objective look at their actions and determine whether or not a reasonable, unbiased observer (a consumer, supplier, shareholder, acquaintance, or governmental official) would have any grounds to believe:

1. The confidential nature of account relationships has been breached
2. Fiduciary responsibilities are handled in a less than appropriate manner
3. Business is done with the OBPA on the basis of gift receiving or giving or to curry favor with special interest groups
4. The OBPA name is used by an OBPA representative to enhance his/her personal interests when dealing with others in their political, investment, or retail purchasing activities

Any transactions involving a member of the employee's family, or a close personal relationship which are not in the normal course of business must be referred to your supervisor or other OBPA official of senior rank. All such transactions must conform to OBPA policy and must be conducted on terms not more favorable than those extended to others.

In the event of a potential conflict of interest involving the Executive Director, its nature and extent shall be fully disclosed immediately to either the Chairperson or the Personnel Committee of the OBPA's Board of Directors.

Additionally, if any employee is unsure as to whether a potential conflict of interest exists due to inadvertent situations or actions caused by business or personal relationships with

customers, suppliers, business associates, or competitors of OBPA, that individual is to immediately disclose the circumstances to his/her supervisor.

In this regard, employees are prohibited from:

1. Self-dealing or otherwise trading on their positions with the OBPA; and/or
2. Accepting from someone, doing, or seeking to do business with the OBPA, a business opportunity not available to other persons or that is made available because of the employee's official position with the OBPA.

The Ogdensburg Bridge and Port Authority directors/officers and employees shall be governed and comply with Section 74 of the Public Officer's Law. A copy is attached as Exhibit A. Any employee who suspects a violation of Public Officer's Law Section 74 shall report the suspected violation to the Executive Director and the Chairperson of the Authority's Board. Any employee reporting a suspected violation of this policy shall not suffer any adverse consequences in his or her employment and shall be protected under Public Officer's Law Section 75-b. A copy is attached as Exhibit B.

### **8.08 Employment of Relatives**

The OBPA will not hire the relatives of the Executive Director and Board Members as full-time, permanent employees. For purposes of this section, "relatives" are defined as parents, spouses, children, brothers, sisters, in-laws, and cohabitants. Regarding other employees, the OBPA will not hire relatives into the same department.

If employees become related or otherwise involved, and if the relationship begins to compromise the managerial and/or auditing practices of the OBPA, one employee will be reassigned to another department. If no other position is available, the employee with the shorter length of services will be requested to resign.

No Board Member or employee charged with purchasing material, supplies, or items; awarding public works contracts; hiring or contracting for any such services utilized by the Authority in the conduct of its business shall vote to accept the bid or authorize the hiring of or purchase from a relative. Additionally, Board members who possess knowledge of such a business relationship, or a prospect thereof, shall disclose same at the next regular monthly public session of the Board. The failure to provide such disclosure shall be grounds for termination of the contract or employment, as the case may be.

Board Members, supervisors, management team members, or employees of the Ogdensburg Bridge and Port Authority shall not accept any gifts whatsoever, regardless of their value.

### **8.09 Investments**

Employees shall not invest in OBPA's customer's business unless the interest is acquired through an organized exchange (an outside broker-dealer), and the OBPA has no access to confidential information (such as new product being developed, change of ownership, or a patent application in process).

## **8.10 Confidential Information and Personal Liability**

The protection of Confidential Information is essential to the OBPA business. Employees who improperly disclose Confidential Information will be subject to disciplinary action, up to and including termination of employment. In addition, the OBPA will consider all legal actions against an employee that are available.

Employees may not disclose, release, or make available without written authorization from the Executive Director any Confidential Information to any person, inside or outside the Authority, other than where necessary to otherwise carry out the assigned responsibilities of the job. Employees are also expected to continue to keep Confidential Information confidential after leaving employment with the Authority. Once again, employees who improperly disclose Confidential Information will be subject to disciplinary action, up to and including termination of employment.

All employees are prohibited from disclosing confidential information, data, or records pertaining to or concerning the affairs of the OBPA, its customers or potential customers, employees, and vendors outside the OBPA. Within the OBPA, disclosure of such information, data, or records is to be limited to a "need to know" basis to those OBPA representatives whose duties require and permit them to make accurate and informed decisions. Such individuals are responsible for maintaining confidentiality.

OBPA employees, directors, and their associates may be held personally liable for using confidential information (obtained while serving as a director or employee) for personal benefit. They may also be subject to governmental or OBPA administrative action. The OBPA's business and customer information and any related files are confidential and cannot be disclosed to unauthorized persons (including competitors) without permission.

For purposes of this policy, "Confidential Information" means all sensitive and proprietary information relating to the Authority and its affiliates including, but not limited to, information of a commercial or strategic nature (e.g., bid-related information, procurement strategies, bidding strategies, financial information, sales and marketing activity and plans, business plans, inventions, proprietary processes or methods of work, customer information, and proprietary information), disclosed to or known by you as a consequence of or through your employment with the Authority (including information conceived, originated, discovered or developed by you), which information is not otherwise generally known or is public knowledge.

## **8.11 Outside Employment**

Prior to accepting any other employment outside the Ogdensburg Bridge and Port Authority, all full-time employees shall discuss the prospective employment with that employee's supervisor and/or the Board of Directors in order to avoid a potential conflict with the employee's employment by the Authority.

Employees may have outside business interests and employment so long as such interests do not interfere with an employee's job performance at the OBPA. Although this policy does not prohibit dual employment, the OBPA does consider itself to be its employees' primary employer. Employees will not be granted paid or unpaid time off to work another job.

Employees may not perform any duties for another employer or pursue an outside

business interest while on the clock for the OBPA. Use of the OBPA equipment is prohibited for outside employment or interests unless approved by the Executive Director. Employees may not solicit for or promote outside employment or business interests while on the clock for the OBPA. Employees are prohibited from outside employment or business interests with any customer that does business with the OBPA or from benefiting in any way due to their affiliation with the OBPA. Employees may not work in a business that would be in direct competition with the OBPA.

Employees who observe any violations of this policy should report it to their Manager/ Supervisor or to the Executive Director.

Any employee who violates this policy may be subject to disciplinary action up to and including termination.

### **8.12 Outside Organization and Community Involvement**

It is the philosophy of the OBPA to encourage all employees to become actively involved in any and all community-related and civic-minded nonprofit organizations. This includes, but is not limited to, serving on the board of a school, hospital, or social organization; volunteering for community or civic-related events, etc., as long as the employee is not compensated for such activity or involvement and the event does not involve a potential conflict of interest. If in doubt, obtain prior approval from your supervisor.

### **8.13 Political Contributions and Holding Public Office**

No funds or assets of the OBPA shall be used to make an unlawful political contribution. For purposes of this section, the term "political contribution" shall be deemed to include not only the direct or indirect delivery of cash or property of OBPA to a political party, candidate, committee, or organization but also (1) the reimbursement by the OBPA to any employee or any other person for a political contribution made, or to be made, by such employee, or other person, or (2) the provision of services or of the use of property, or the making of a loan, to a political party, candidate, committee, or organization by OBPA. Purchases of tickets to political dinners or other similar event or advertisements in political publications are considered to be political contributions and are not reimbursable, consistent with the Public Authorities Law. Neither the OBPA, nor any persons acting on its behalf, shall not solicit, collect, or distribute political contributions from employees of the OBPA. No individual receiving payment from the OBPA, whether as compensation for services, or for other purposes whatsoever, shall be under any obligation of any kind to the OBPA to utilize any amount of such payment for the making of any political contribution and no employee of the OBPA or any other person acting on its behalf shall seek or create or enforce any such obligation. Nothing contained herein is intended in any way to discourage any employee of the OBPA from active personal involvement in the political process, including the making of personal political contributions, or otherwise to limit the rights and obligations of the OBPA's personnel as responsible citizens. Any employee who has or obtains knowledge of or information concerning any action prohibited by this section shall promptly notify his/her supervisor. The OBPA also encourage its employees to take an active role in the political process of its communities. However, an employee must obtain written approval from his/her supervisor prior to becoming a candidate for an elective office or accepting an appointed position, whether the employee shall be compensated for such participation or not. It is prohibited to use the OBPA name or reputation in connection with any political campaign. However, the employee may mention that he/she is an employee of the OBPA.

#### **8.14 False Statements and/or Omissions**

All employees of the OBPA are prohibited from making or causing to be made a materially false or misleading statement regarding the affairs of the OBPA or intentionally making false accusations against any employee of the OBPA which may cause harm to the accused's reputation. Additionally, OBPA representatives must not make any omission or cause another to make an omission in any record of the OBPA, financial or otherwise.

#### **8.15 Awareness of Questionable, Improper, or Illegal Conduct or Activity.**

It is the responsibility of each employee to report any questionable, improper, or illegal conduct violating this Code, and any State or Federal law or regulation. The procedure to report such violations or questionable activity is as follows:

- The Executive Director is to report to the Board of Directors or the Chairperson of the Board of Directors.
- Employees are to report to the Executive Director, any manager, any Human Resources representative, auditor, or the Office of State Inspector General.

Failure to do so may result in termination. This Code has been adopted under the premise than an individual with knowledge of questionable activity who fails to report such activity shall be deemed to be in violation of this policy.

#### **8.16 Complaint and Reporting Process**

If an act of an employee might be considered a breach of this Code or any State or Federal law or regulation, whether that act itself is immoral, unethical, or illegal, a written report of the alleged violation is to be submitted by the complainant to either the Board of Directors, the Executive Director, manager, Human Resources representative, or Office of State Inspector General as previously designated in this Code. The OBPA official to whom the written report is submitted containing an allegation against an employee shall either be responsible for the undertaking of an investigation or referring the matter to another appropriate OBPA official within the organization or Counsel or Office of the State Inspector General, with the assistance of any other individual deemed necessary, to ascertain the validity of the alleged violation. If it is determined that the alleged violation is indeed valid, the appropriate steps, as outlined in the OBPA policies under the section entitled, "Policies – Discipline Procedures," are to be followed. All communications regarding the alleged violation against an officer or employee of the OBPA, its investigation, and the result of such investigation are to be written and shall be placed in the employee's file.

#### **8.17 Penalties for Violations of Code and/or Regulations and Laws**

Any employee of the OBPA who compromises or violates the law or the high ethical standards contained in this Code may be subject to dismissal and criminal or civil proceedings to the fullest extent applicable laws permit.

In order to operate efficiently and provide a safe and productive work environment, the OBPA has adopted the following standards of conduct. In all instances, employees shall conduct themselves in a professional and ethical manner to fellow co-workers, customers, prospective customers, and the general public.

The following list is not all inclusive but, rather, is intended to illustrate types of conduct

that are unacceptable.

- Insubordination
- Absenteeism or tardiness
- Careless or poor work performance
- Violation of any safety policy or procedure
- Theft, misappropriation, or deliberate destruction of the OBPA or a customer's property, equipment, or vehicles
- Falsification of employment application, personnel records, time records, or other OBPA business records
- Sleeping on the job
- Using company time to conduct personal business
- Harassment of other employees or customers
- Reporting to work under the influence of illegal drugs or alcohol
- Threats or acts of workplace violence
- Possession of firearms, fireworks, explosives, or any other weapon while on OBPA property or while on the job
- Breach of confidentiality
- Violation of any the OBPA policy or procedure

### **8.18 Whistleblower Policy for The Authority**

Section 1. Every member of the Board (the "Board") of the Ogdensburg Bridge and Port Authority ("Authority") and all officers and employees thereof, in the performance of their duties shall conduct themselves with honesty and integrity and observe the highest ethical standards of business and personal ethics as set forth in the Code of Ethics of the Authority (the "Code").

Section 2. Each member, officer, or employee is responsible to report any violation of the Code (whether suspected or known) to the Authority's Compliance Officer or Executive Director. Reports of violations will be kept confidential to the extent possible. No individual, regardless of their position with the Authority will be subject to any retaliation for making a good faith claim, and any employee who chooses to retaliate against someone who has reported a violation shall be subject to disciplinary action in accordance with the Authority's Disciplinary Policy, which may include termination of employment. Regardless, any claim of retaliation will be taken and treated seriously, irrespective of the outcome of the initial complaint and will be treated as a separate offense.

Section 3. The Compliance Officer is responsible for immediately forwarding claims to the Executive Director for investigating and handling the claim in a timely manner.

Section 4. The Executive Director will report all findings to the appropriate Committee of the Board. This policy is not intended to exclude or limit in any manner an individual's existing rights and protection under Federal and State law.

Section 5. Notice of Employee Rights, Protections, and Obligations under Labor Law Section 740 is on the New York & Federal Labor Law Poster.

## **8.19 Alcohol and Drug Testing Policy**

The Drug-Free Workplace Policy prohibits unauthorized or unlawful manufacture, distribution, dispensing, possession, or use of a controlled substance or alcohol at all OBPA facilities and property. It further states that all employees must notify the Executive Director and/or Deputy Executive Director/CFO in writing of any criminal drug or alcohol conviction for a violation occurring in the workplace.

Drivers will report all motor vehicle accidents regardless of the severity to the corporate office immediately or as soon as the driver is able. A determination will be made after the notification and accident investigation, as to when and whether the driver will be able to resume driving duties. NO driver involved in a motor vehicle accident is to resume driving duties without prior authorization of the corporate office.

Employees in violation of DOT guidelines may be disciplined or terminated.

Failure to comply with the above policy may lead to disciplinary action including termination.

The full Drug-Free Workplace Policy is posted in each facility.

It is the policy of the OBPA to comply with the Drug-Free Workplace Act of 1988 and the OBPA is committed to providing employees with a work environment that is free of the problems associated with the use and possession of illegal drugs and alcohol.

“Illegal drugs” include all controlled substances under federal or state law not prescribed for current personal treatment by a licensed medical professional, and all other substances not prescribed for the employee by a licensed medical professional, the use of which is capable of creating adverse effects on a person’s physical, emotional or mental state, including, but not limited to, all types of narcotics, hallucinogens, depressants and stimulants.

All employees are prohibited from using, selling, purchasing, dispensing, distributing, possessing, or manufacturing alcohol or illegal drugs, or attempting to do any such act, on Authority property, including in Authority vehicles, or during working hours, and from reporting to work or performing any work with alcohol or illegal drugs in their system. If you are taking a prescription or over-the-counter medication which impacts your ability to safely perform your job duties, you should provide your Manager/Supervisor with a note from your health care provider specifying any work restrictions.

Further prohibited is the use, sale, possession, distribution, dispensation, formulation, manufacture, or transfer of illegal drugs on non-working time to the extent such use impairs an employee’s ability to perform his/her job or affects the reputation of the OBPA to the general public or threatens its integrity.

The OBPA reserves the right to search the Authority’s premises and property, including work areas and vehicles on the Authority’s property, at any time.

Additionally, any employee who tests positive for alcohol and/or drugs and is required to receive treatment is subject to all costs associated with this treatment, first through employee health insurance coverage, then personally.

Violations of this policy will result in disciplinary action, up to and including termination from employment. Although any violation of this policy will subject an employee to disciplinary action, up to and including termination, the following are examples of incidents which may warrant immediate termination:

- A. Use or being under the influence of alcohol and/or intoxicants, illegal drugs or controlled substances during work hours or while on the job at the premises of the Authority or its customers;
- B. Failure to notify the Authority of any incident involving an alleged moving violation or conviction which is alcohol or drug related; or
- C. Sale or purchase, or attempted sale or purchase, possession or transfer of intoxicants or illegal drugs or controlled substances during work hours, or while on the job at the premises of the Authority or its customers.

### **8.20 Absence from Work/Tardiness Policies**

Management employees shall each maintain a "Time and Accrual Record," noting the time worked and explanation/deduction for absences which shall be approved by the Executive Director. The Executive Director's timecard shall be approved by the Chief Financial Officer or the Deputy Executive Director. The standard workday shall be eight hours, excluding the noon half hour lunch period, with a five-day workweek also standard.

Time will be recorded for work beyond the standard eight-hour day; however, no payment will be made for such time. Management employees may be required to work over the regular eight-hour day to meet workload and schedule demands.

In order to maintain a productive work environment, employees are expected to work all scheduled work hours and to keep unscheduled absences to a minimum. Poor attendance, tardiness, and early departures place a burden on the OBPA's other employees, and its customers.

**Leaving the Premises** – An employee must obtain prior approval from the employee's Manager/Supervisor to leave premises during working hours due to a non-work-related reason and will not be paid for this time unless the employee uses benefit time. An employee who leaves premises during the workday due to business reasons must notify the employee's Manager/Supervisor in accordance with this policy.

**Disciplinary Action** – Violations of this policy may result in disciplinary action, up to and including termination. Further, any employee who falsifies the reason for absence, who has a record of excessive absences or early departures, or who develops a pattern of absenteeism, may be subject to disciplinary action, up to and including termination.

### **8.21 Smoking and Use of Tobacco**

New York State Public Health Law, Article 13-E, prohibits smoking in places of employment and public buildings. All of the Ogdensburg Bridge & Port Authority buildings are places of employment and/or public buildings. Therefore, all of the Authority's buildings are non-

smoking facilities. Smoking is also prohibited within 100 feet of the entrances to Authority buildings and in Authority-owned vehicles. No smoking signs will be prominently posted and maintained on Authority buildings in accordance with Public Health Law.

This policy also applies to all vaping devices and electronic cigarettes.

## **8.22 Ethics Policy**

Employees are expected to follow all the OBPA Code of Ethics and to uphold the highest standards of conduct as defined in its mission. Employees are to follow all state and federal laws while in performance of their official duties. Employees are expected to be forthcoming and truthful in all dealings with coworkers and its customers. Employees are expected to exercise the proper care with all of the OBPA property and equipment and to ensure it can be accounted for at all times.

Employees who become aware of any violation of this policy including but not limited to, illegal behavior, theft, dishonesty, mistreatment of employees, are expected to report this to their Manager/Supervisor or to the Executive Director. Employees who violate this policy may be subject to discipline, up to and including termination. The OBPA has a strict no retaliation policy protecting employees who undertake their duty to report any incidents which may be reasonably interpreted as violations of this policy. However, if the OBPA discovers that an employee makes a report which is not in good faith with malicious intent towards a fellow employee, this may be grounds for disciplinary action, up to and including termination.

***Reviewed & Approved at October 7, 2021 Board Meeting***