

Regional Office of Sustainable Tourism

Code of Ethics

The members of the Regional Office of Sustainable Tourism/Lake Placid CVB (ROOST) Board of Directors recognize our responsibility to the visitor and to fellow businesses to operate this business in a manner which reflects the highest standards of ethical conduct. In accepting the responsibility of Board Member, we subscribe to these standards of conduct: Honest Advertising, Ethical Selling Practices, Courteous and Efficient Services, Equal Treatment, Appropriate Attention to Customer Comments, Clean and Safe Facilities, Commitment to our Community's Quality of Living & Economic Development, Aspiration to treat all customers as we would like to be treated if we were buying and they were selling.

Conflict of Interest Policy

The purpose of the following policy and procedures is to prevent the personal interest of staff members, board members, and volunteers from interfering with the performance of their duties to ROOST, or result in personal financial, professional, or political gain on the part of such persons at the expense of ROOST or its Members, supporters, and other stakeholders.

Definitions: Conflict of Interest (also Conflict) means a conflict, or the appearance of a conflict, between the private interests and official responsibilities of a person in a position of trust. Persons in a position of trust include staff members, officers, and board members of ROOST. Board means the Board of Directors. Officer means an officer of the Board of Directors. Volunteer means a person -- other than a board member -- who does not receive compensation for services and expertise provided to ROOST and retains a significant independent decision-making authority to commit resources of the organization. Staff Member means a person who receives all or part of her/his income from the payroll of ROOST. Member means a Member of ROOST which is a Destination Marketing Organization which represents a multi-sector constituency with a diverse range of corporate identities. Supporter means corporations, foundations, individuals, governments, and other nonprofit organizations who contribute to ROOST.

POLICY AND PRACTICES

1.) Full disclosure, by notice in writing, shall be made by the interested parties to the full Board of Directors in all conflicts of interest, including but not limited to the following:

- ✓ A board member is related to another board member or staff member by blood, marriage or domestic partnership.
- ✓ A staff member in a supervisory capacity is related to another staff member whom she/he supervises.
- ✓ A board member or their organization stands to benefit from a ROOST transaction or staff member of such organization receives payment from ROOST for any subcontract, goods, or services other than as part of her/his regular job responsibilities or as reimbursement for reasonable expenses incurred as provided in the bylaws and board policy.
- ✓ A board member's organization receives grant funding from ROOST.
- ✓ A board member or staff member is a member of the governing body of a contributor to ROOST.
- ✓ A volunteer working on behalf of ROOST who meets any of the situations or criteria listed above.
- ✓ Accepting gifts, entertainment or other favors from individuals or entities can also result in a conflict or duality of interest when the party providing the gift/entertainment/favor does so under circumstances where it might be inferred that such action was intended to influence or possibly would influence the interested person in the

performance of his or her duties. This does not preclude the acceptance of items of nominal or insignificant value or entertainment of nominal or insignificant value which are not related to any particular transaction or activity of ROOST.

2.) Following full disclosure of a possible conflict of interest or any condition listed above, the Board of Directors shall determine whether a conflict of interest exists and, if so the Board shall vote to authorize or reject the transaction or take any other action deemed necessary to address the conflict and protect ROOST's best interests. Both votes shall be by a majority vote without counting the vote of any interested director, even if the disinterested directors are less than a quorum provided that at least one consenting director is disinterested.

3.) A Board member or Committee member who is formally considering employment with ROOST must take a temporary leave of absence until the position is filled. Such a leave will be taken within the Board member's elected term which will not be extended because of the leave. A Board member or Committee member who is formally considering employment with ROOST must submit a written request for a temporary leave of absence to the Secretary of the ROOST Board, c/o the Regional Office of Sustainable Tourism, 2608 Main Street, Lake Placid, NY 12946, indicating the time period of the leave. The Secretary of ROOST will inform the Chair of the Board of such a request. The Chair will bring the request to the Board for action. The request and any action taken shall be reflected in the official minutes of ROOST.

4.) An interested Board member, officer, or staff member shall not participate in any discussion or debate of the Board of Directors, or of any committee or subcommittee thereof in which the subject of discussion is a contract, transaction, or situation in which there may be a perceived or actual conflict of interest. However, they may be present to provide clarifying information in such a discussion or debate unless objected to by any present board or committee member.

5.) Anyone in a position to make decisions about spending ROOST's resources (i.e., transactions such as purchases contracts) – who also stands to benefit from that decision – has a duty to disclose that conflict as soon as it arises (or becomes apparent); s/he should not participate in any final decisions.

6.) A copy of this policy shall be given to all Board members, staff members, volunteers or other key stakeholders upon commencement of such person's relationship with ROOST or at the official adoption of stated policy. Each board member, officer, staff member, and volunteer shall sign and date the policy at the beginning of her/his term of service or employment and each year thereafter. Failure to sign does not nullify the policy.

7.) This policy and disclosure form must be filed annually by all specified parties.

Regional Office of Sustainable Tourism Conflict of Interest Disclosure Form

I. IDENTIFICATION

Name: _____

II. DEFINITIONS

Family Members Identification: Names/Relationship: (members of your immediate household, such as spouse, domestic partner, children, parents, siblings, including step-relatives and in-laws, as well as any other household member)

Connections: financial and/or contractual interests, arrangements, affiliations, or significant interests of any kind. When asked to identify "Person(s) with Connection," identify the person with whom you have the relationship, such as "sister," "spouse," or "self." When asked to identify the "Connection with..." indicate the position or job function that you have with the entity you have identified. (Connections also include other relationships that could be viewed or interpreted as a possible conflict of interest, such as a close personal relationship with a vendor or competitor.)

Financial Interest: includes, but not limited to, employment, loans, ownership, consulting, or other contractual arrangements whether written or unwritten.

Affiliations: include position as officer, employee (including self-employment), board member, partner, agent, consultant, contractor or subcontractor, member of a governing body, member of an advisory board, or other descriptions as a representative of an entity.

III. CONFLICT OF INTEREST DISCLOSURE STATEMENT

The following is a full, complete and accurate disclosure of connections that I, or any of my family members, have (has) had with any entity or individual listed below during the past 12 months. Continuation of answers to be placed at the bottom and/or back of this document.

1. I have ___do not have ___connections with a provider or suppliers of goods and services to the Regional Office of Sustainable Tourism (ROOST) or its members, such as providers/suppliers of:

- Office supplies and equipment
- Software
- Consultants
- Joint Ventures
- Working for a provider, groups or supplier
- Working on a subsidiary of supplier/provider
- Other vendor (type) affiliations that have a financial interest with ROOST, myself, or my family members.

If you indicated yes above, list all connections described as follows: (separate multiple entries with a semi-colon ;):

Name of Supplier/Provider(s): _____

Person(s) with Connection: _____

Connection with Supplier/Provider(s): _____

2. I have ___do not have___connections to other individuals, businesses, groups, or organizations that may compete for services, information, or other products supplied by ROOST.

If you indicated yes above, list all connections described as follows: (separate multiple entries with a semi-colon ;):

Name of individuals, business, groups or organization(s): _____

Person(s) with Connection: _____

Connection with those individuals, businesses, groups, or organization(s): _____

3. I have ___do not have___connections with individuals, businesses, groups, or other organizations that have provided either myself or family members with gifts (such as cash, entertainment, favors, presents, etc) from those individuals, businesses, groups or other entities seeking to do business or compete with ROOST.

If you indicated yes above, list all connections described as follows: (separate multiple entries with a semi-colon ;):

Name of individuals, businesses, groups or organization(s): _____

Person(s) with Connection: _____

Connection with those individuals, businesses, groups, or organization(s): _____

4. I have ___do not have___other employment, contractual obligations, or agreements to provider services, products or information to other individuals, businesses, groups, or other organizations, either full time or part-time.

Name of employer(s), individual(s), group(s), and/or other organization(s): _____

Type(s) of obligation(s): _____

Job Title(s): _____

5. My job(s), obligation(s), agreement(s) does ___does not___compete for services, information or products from the ROOST.

If you indicated yes above, describe all agreements, contractual obligations and/or job descriptions: (separate multiple entries with a semi-colon ;):

6. I, any of my subordinates, and/or family members' have ___have not___ been involved in any business decisions, evaluations, contracts, recommendations, or transactions for ROOST regarding any of the entities identified in any of the previous questions.

If you indicated involvement in such business decisions, etc., describe the transaction and your level of involvement or the level of involvement for your subordinate(s) or your family member(s).

7. I have ___do not have___ confidential or proprietary materials and/or documents of a former client, business, organization or employer (including self-employment) that may perform the same services, productions, job or require similar information in which ROOST performs, supplies or maintains propriety information concerning.

If you indicated that you have or maintain records or materials as mentioned above, describe those materials and records.

8. I have ___do not have___ other connections, relationships, or situations which could be viewed as a possible conflict of interest; e.g., professional, business, charitable, civic, political, or fraternal organization outside ROOST.

If you indicated that you may have a connection, relationship or situation which may appear to be a conflict of interest of or to ROOST, please describe:

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IV. ACKNOWLEDGEMENT STATEMENT

I have carefully read this entire Disclosure Statement and all my responses are complete, true and accurate.

I have been informed and am familiar with the Regional Office of Sustainable Tourism Code of Conduct. I understand that I have a continuing obligation to contact any board member if I have a question about this disclosure, potential ethical situations, and/or potential conflict of interest situations that I may be involved in or know about.

I understand that the information provided will be on a **Need-To-Know** basis only with the Board of Directors, members, officers and employees. I understand that this Disclosure Statement will be held in a secure file in ROOST's offices during my tenure as a Board member.

Signature:

Date:
