

Board of Trustees Conflict of Interest Policy

Policy Name:	1007 Board of Trustees Conflict of Interest Policy
Issued:	September 19, 2011
Revision Date:	December 15, 2025
Responsible Office:	Office of the President

Section 1. Purpose. This policy is intended to ensure impartiality, integrity, and public trust in the governance of Mohawk Valley Community College (MVCC) by preventing actual, potential, or perceived conflicts of interest involving members of the Board of Trustees. Trustees are expected to exercise sound judgement and avoid conduct likely to raise suspicion. In matters of unusual complexity, Trustees may seek advice from the SUNY Office of Community Colleges, the College attorney, or the College’s sponsor.

Section 2. Supersedure. This policy is intended to supplement General Municipal Law Article 18 and the Ethics Law of the County of Oneida, and to address scenarios specific to a college setting. In the event of a conflict between this policy and General Municipal Law Article 18 and the Ethics Law of the County of Oneida, those laws will supersede this policy to the extent of the conflict.

Section 3. Definitions. When used in this policy and unless expressly stated or unless the context otherwise requires:

- A. “Conflict of Interest” means any situation in which a Trustee’s personal, financial, professional, or other interest could compromise or appear to compromise their judgment, influence decisions, or affect the performance of their duties.
- B. “Related Party” includes a Trustee’s spouse, domestic partner, minor child, dependent, or any person or entity with whom the Trustee shares a financial or personal interest.
- C. “Interest” means a direct or indirect pecuniary or material benefit accruing to a Trustee as the result of a contract with the College. A Trustee shall be deemed to have an Interest in the Contract of: (i) his or her Related Party, except a Contract of employment with the College, (ii) a firm, partnership or association of which such Trustee is a member or employee, (iii) a corporation of which such Trustee is an officer, director or employee and (iv) a corporation, any stock of which is owned or controlled directly or indirectly by such Trustee.
- D. “Perceived Conflict” means situations that may not involve financial gain but may erode public trust due to relationships, affiliations, or appearances. Even if no actual conflict exists, the perception of undue influence or bias may be damaging to the integrity of the Board’s decisions.
- E. “Trustee” shall mean a member of the Mohawk Valley Community College Board of Trustees.

Section 4. Prohibition of Conflicts of Interest.

- A. No Trustee shall have an Interest in any contract with the College when such Trustee has the power or duty to negotiate, prepare, authorize or approve the contract or authorize or approve payment thereunder; or audit bills or claims under the contract, or appoint an officer or employee who has any of the powers or duties described in the foregoing. Additionally, no Trustee shall have an interest in a bank or trust company designated as a depository, paying agent, registration agent or for investment of funds of the College.

- B. The prohibition set forth in Section 4(A) shall not prohibit contracts under the following circumstances, and for any additional circumstances set forth in General Municipal Law Section 802:
 - i. Employment Exception. A contract with a person, firm, corporation or association in which a Trustee has an interest which is prohibited solely by reason of employment as an officer or employee thereof, if the remuneration of such employment will not be directly affected as a result of such contract and the duties of such employment do not directly involve the procurement;

 - ii. Preexisting Relationship Exception. A contract in which a Trustee has an interest if such contract was entered into prior to the time he or she was appointed to service for the College, but this subparagraph shall in no event authorize a renewal of any such contract;

 - iii. De Minimis Stock Exception. A contract with a corporation in which a Trustee has an interest by reason of stockholdings when less than five per centum of the outstanding stock of the corporation is owned or controlled directly or indirectly by such Trustee; or

 - iv. De Minimis Value Exception. A contract in which the Trustee has an interest if the total consideration payable thereunder, when added to the aggregate amount of all consideration payable under contracts in which such person had an interest during the fiscal year, does not exceed the sum of seven hundred fifty dollars.

- C. No Trustee shall directly or indirectly receive any compensation, remuneration, or derive any profit by reason of their Board service, other than reimbursement by the College for expenses inherent to his or her service.

- D. Trustees must exercise their duties with undivided loyalty to the College's mission and refrain from participating in decisions where a conflict of interest exists.

Section 5. Other Prohibited Conduct. Trustees shall not engage in any conduct that violates this policy, the Ethics Law of the County of Oneida, or Article 18 of the New York State General Municipal Law. Specifically, Trustees are prohibited from engaging in the following actions:

- A. No Trustee shall fail to promptly disclose a personal, financial, or professional interest in a matter under Board consideration, or fail to recuse themselves when required. (See Section 7)
- B. No Trustee shall disclose or use confidential, non-public information acquired through Board service for personal, professional, or financial benefit, or to benefit a related party. (See Section 8)
- C. No Trustee shall solicit or accept gifts, gratuities, or anything of value under circumstances in which it could reasonably be inferred that such gifts were intended to, or give the appearance of, influencing College decisions. Gifts of nominal value (under \$75) may be accepted only if unrelated to any matter before the Board and disclosed as appropriate. (See Section 9)
- D. No Trustee shall participate in the approval of any contract or transaction in which they or a related party hold an Interest, unless permitted under conflict procedures. Contracts entered into in violation of this policy may be void. (See Section 6)
- E. No Trustee shall retaliate against or attempt to discredit any individual who reports a suspected violation of this policy in good faith. No Trustee shall interfere with the reporting, investigation, or enforcement process. (See Section 9)

These prohibitions exist to safeguard the public trust, preserve the integrity of College governance, and ensure compliance with legal and ethical standards. Violations may result in censure, referral to the appointing authority, or other appropriate action as outlined in this policy.

Section 6. Void Contracts.

Any contract, agreement, or transaction entered into by or with the College that is made in violation of this policy, or in violation of applicable conflict of interest laws, shall be void to the extent permitted by law. This provision safeguards the integrity of the College's operations and ensures compliance with General Municipal Law 18 and the Ethics Law of the County of Oneida.

Section 7. Disclosure of Interests.

- A. Each Trustee shall annually complete the *Oneida County Financial Disclosure Statement* as required under the County of Oneida Ethics Law. This form requires disclosure of real estate holdings, outside employment, family financial interests, contractual arrangements, gifts, and political positions. These disclosures support the College's governance integrity and are maintained by the Secretary to the Board.

- B. Beyond the annual disclosure, each Trustee must promptly disclose any personal, financial, or professional interest in a matter under Board consideration. Such disclosure shall be made as soon as the Trustee becomes aware of the interest, and no later than two weeks after discovery of the conflict. The disclosure shall be made in writing to the Board Chair and the Secretary to the Board and shall be recorded in the meeting minutes.
 - i. If a conflict is disclosed or determined the Trustee shall recuse from all discussion and abstain from votes related to the matter and leave the room during any deliberation. If the matter is prohibited as set forth in Section 4, the Board may not approve the contract.
 - ii. The Board Chair or a designated Ethics Committee may determine whether a disclosed situation constitutes a conflict and what further actions, if any, are required. All disclosures shall be reviewed and managed in accordance with General Municipal Law Article 18 and the Ethics Law of the County of Oneida.
- C. The Secretary to the Board shall maintain all disclosure statements for at least seven years and restrict access to authorized reviewers. This policy shall be distributed to Trustees upon appointment and annually thereafter, with Trustees certifying in writing that they have read and agree to comply.

Section 8. Oversight and Enforcement. The Secretary to the Board shall maintain a register of annual and interim conflict disclosures. The Board Chair shall report annually to the Board on compliance. Non-compliance or failure to disclose may result in censure, removal from vote, or referral to the appointing authority.

Violations by Trustees may also be referred to the Ethics Board of the County of Oneida, consistent with applicable law. Trustees who report suspected violations of this policy in good faith shall not be subject to discipline, censure, or any form of retaliation. This protection applies regardless of whether the reported violation is ultimately substantiated.

Section 9. Policy Review. This policy shall be reviewed at least once every five years or more frequently as needed to reflect legal, regulatory, and institutional changes. Revisions shall be recommended by the Governance Personnel and approved by the full Board of Trustees.

Section 10. Revision History

Date	Revision Description	Revisions Made by:
12.15.25	Revisions include defining terms, clarifying real-time disclosure expectations, aligning with the Oneida County financial disclosure process, and introducing a more structured approach to recusal and oversight.	A. Dean County Attorney

