

Section 2

Board of Trustees for Fort Lewis College

Code of Ethics, Conflicts of Interest, and Board Confidentiality

CODE OF ETHICS

Each member, employee and appointee of the Board is a public official or employee of the State of Colorado and shall abide by the Governor's Executive Order regarding Executive Department Code of Ethics as currently issued or as it may be amended or reissued in the future. (See Section 13 Appendix A for the Executive Order.) In addition, each employee and appointee of the Board shall:

1. Recognize that personal gains from public service are limited to respect, recognition, salary, and normal employee benefits; and
2. Comply with all federal and state laws and regulations applicable to their duties and the College and all policies and regulations of the Board and the College.

CONFLICTS OF INTEREST

In addition to the provisions of §§ 24-18-101, *et seq.*, and -201, *et seq.*, C.R.S., all employees and appointees of the Board shall comply with the following:

1. **As used in this Policy, the following terms mean:**
 - A. "College Officers" means the Fort Lewis College President, Vice Presidents, and persons with similar titles or responsibilities.
 - B. "Academic/Administrative Staff" mean professional and administrative personnel, other than academic faculty with administrative duties, subject to types of appointments that are primarily associated with higher education institutions or their administrations. Persons whose duties include both academic and administrative responsibilities shall be considered "Academic/Administrative Staff" to the extent of their administrative appointment.
 - C. "Faculty" means all persons whose duties are primarily academic in nature, including teaching, research or public service. Persons whose duties include both academic and administrative responsibilities, shall be considered "Faculty" hereunder to the extent of their academic appointment.
 - D. "Contracting Personnel" means any individual (including state classified personnel) who engages in policy or rule-making, negotiating, reviewing, approving and/or signing contracts for the purchase of goods or services on behalf of the Board.
 - E. "Immediate Family" means spouse and dependents for tax purposes.
 - F. "Affiliation" means that a person covered by the conflict of interest policy is deemed to be affiliated with a nongovernmental organization if he/she or a member of his/her

immediate family: (1) is an officer, director, trustee, partner, agent, or employee of such non-governmental organization; (2) is either the actual or beneficial owner of more than 5% of the stock or controlling interest of such non-governmental organization; or (3) has any other direct or indirect dealings with such non-governmental organizations from which he/she knowingly is materially benefited. For purposes of this subparagraph, it shall be presumed that a person is "materially benefited" if he/she receives, directly or indirectly, cash or other property (exclusive of dividends and interest) in excess of \$10,000.00 in any year in the aggregate in connection with such affiliation.

2. Declaration of Board Policy

Under state law, holding a position of employment or appointment by the Board is a public trust, and employees and appointees of the Board owe a fiduciary duty to the people of the state. (See § 24-18-103, C.R.S.) The Board finds that any effort to realize personal gain through official conduct other than as compensation set through established processes, disclosure of confidential information, or the advancement of interests that compete, are adverse to, or appear to be in conflict with the interests of the Board and the College, is a violation of that trust and duty. All decisions of employees and appointees of the Board must be made solely on the basis of a desire to promote the best interests of the Board and the College.

3. Definition of Conflict of Interest

A conflict of interest exists when an employee or appointee of the Board has or represents interests that may compete with or be adverse to those of the Board and the College. A conflict of interest exists not only when there is any benefit, direct or indirect, received by an individual or those with whom such person has an "Affiliation" in connection with the acts of the Board and the College, but also when the Board or College interests are, or could be, adversely affected by a conflict of interest or perception or appearance of a conflict.

4. Disclosure of Potential Conflicts

A. By August 30 of each year, the following individuals shall file a disclosure statement (see Section 13 Appendix B for the Disclosure Statement Form) with the Secretary of the Board indicating all their Affiliations that reasonably could give rise to an actual or apparent conflict of interest.

- (1) College Officers and Chief Purchasing Officers, or equivalent, of the College; and
- (2) Such other Academic/Administrative Staff and Faculty as the Secretary and/or the College President shall designate who, because of their respective duties and responsibilities, should provide a continuing and/or annual disclosure of such outside relationships and/or business Affiliations to the Board.

Those required to file such disclosures shall immediately notify the Secretary of any material change in the information submitted in their annual disclosure statement.

- B. It is recommended that all employees and appointees of the Board follow the voluntary disclosure provisions of § 24-18-110, C.R.S., when appropriate. (See Section 13 Appendix B for the Disclosure Statement Form. See Section 13 Appendix C for Statutory Sources.)

BOARD CONFIDENTIALITY

Each Board member owes a fiduciary duty to the Board and the College. Matters discussed in Executive Session are confidential and shall not be discussed outside of the Executive Session. Any matter discussed with the College's attorneys is privileged. Only the Board, by affirmative action, may waive that privilege. Board members shall also maintain all confidences required under federal and state law.