

PHILADELPHIA PARKING AUTHORITY

CONFLICT OF INTEREST POLICY

1. Purpose.

- (a) The purpose of this policy is to provide employees and Board Members of the Philadelphia Parking Authority (“Authority”) with additional guidance intended to ensure that official business is conducted in a fair, honest and transparent manner.
- (b) It is important that we recognize and understand that while acting as Authority employees and Board Members our objective must be to benefit the public good through the advancement of the best interest of the Authority. No other goal should steer our decision making or conduct.
- (c) This policy is not intended to replace requirements created by the Pennsylvania Public Official and Employee Ethics Act, 65 Pa. C.S. § 1101 *et seq.* (the “Ethics Act”) or the Authority’s Employee Manual.

2. Definitions.

- (a) “Board Member.” An individual appointed to the governing board of the Authority.
- (b) “Conflict or Conflict of Interest.” Use by an Authority Board Member or employee of the Authority of their office or employment or any confidential information received through the holding of public office or employment for the private pecuniary benefit of a covered person. It shall be a conflict of interest for any Authority employee, regardless of rank or position, to be a party to a contract with the Authority directly or through an organization in which the employee holds a financial interest.

Note: “pecuniary interest” does not include something with a *de minimis* economic impact or which affects to the same degree all or a large portion of Authority employees, the general public or a subclass consisting of an industry, occupation or other group which includes a covered person.

- (c) “Covered person.” Shall include the following:

1. a Board Member or employee;
2. the immediate family of the Board Member or employee; or
3. a business or legal entity with which the Board Member or employee or a member of their immediate family has a financial interest.

- (d) “Employee.” Unless clearly provided otherwise, any individual employed by the Authority who is responsible for taking or recommending action on behalf of the Authority involving the exercise of personal judgment with regard to:

1. contracting or procurement, including participation as a member of a procurement review committee, quote or contract solicitation duties in the Authority’s Procurement Department, and the administration of contracts or leases;

2. policies or practices related to regulation of any person, the issuance of violation notices or citations;
3. dismissal or cancelation of a violation notice or citation or release of a vehicle from impoundment;
4. any other activity where the official action has an economic impact of greater than a *de minimis* nature on the interests of any person.

(e) “Financial interest.” Any financial interest in a legal entity engaged in business for profit which comprises more than 5% of the equity of the business or more than 5% of the assets of the economic interest in indebtedness.

(f) “Immediate family.” A parent, spouse, child, brother or sister.

3. Conflict of interest. No covered person shall engage in conduct that constitutes a conflict of interest.

4. Disclosure.

(a) **Employees.** In the event the continued performance of an employee’s duties would create a conflict of interest, where such a conflict has already been created, the employee shall make an immediate and full disclosure of all relevant facts to the employee’s supervisor by using the conflict of interest disclosure form attached to this policy.

(b) **Notice process.** Upon receipt of a conflict disclosure, the supervisor shall take immediate action to end or prevent any conflict of interest and deliver the employee’s conflict disclosure to the next higher level of management in his or her chain of command.

(c) **Dissemination of disclosure.** A supervising employee who receives a disclosure as provided in subsection (b) shall deliver it to the next highest level of management until a copy is delivered to the Executive Director.

(d) **Additional disclosure.** An Authority employee shall also disclose the existence of a personal relationship or a past business or professional association with an individual or business or legal entity that would otherwise require disclosure as a conflict if that individual or entity were an immediate family member. (The purpose of this requirement is to prevent personal or professional relationships (even from the past) from impacting or appearing to impact the judgement of employees.).

(e) **Waiver.** The Executive Director and Board Chair may jointly grant a written waiver to an employee who makes a disclosure pursuant to subsection (d), if it is determined that the disclosed relationship is sufficiently remote such so as not to interfere with the performance of the employee’s official duties in the best interest of the Authority. The Executive Director shall retain records of all such waivers.

(f) **Board Members.** In the event the continued performance of a Board Member’s duties would create a conflict of interest or where such a conflict has already been created, the Board Member shall make an immediate and full written disclosure of all relevant facts to the Board Chair and Board Secretary and shall:

1. refrain from participating in any deliberations related to the subject matter of the disclosure;
2. abstain from voting on or lobbying on behalf of any matter related to the subject matter of the disclosure; and
3. at the request of the Chairman, or ranking Member having no conflict of interest in the subject matter of the disclosure, leave the meeting room during the Board's deliberation and vote regarding any matter related to the subject matter of the disclosure.

5. Representation of interests.

(a) No employee or Board Member may represent or act as agent for a third party, whether for compensation or not, in a transaction or dispute involving the Authority. Nothing in this policy shall be interpreted to interfere with an employee's right to participate in any act, representation or function in furtherance of employee collective bargaining.

(b) No employee or Board Member shall engage in any employment, consulting, advisory or similar activity which is in conflict with the interests of the Authority or relies upon the knowledge or information derived from employment or service with the Authority.

6. Gifts and favors.

(a) For purposes of this section, the following terms shall apply (this section is intended to be read consistently with the Authority's Employee Manual):

"Gift" shall mean any conveyance of anything of value, including a gift, gratuity, favor, entertainment, invitation, food, drink, or loan, unless consideration of equal or greater value is conveyed in return. The term shall not include a political contribution otherwise reported as required by law, or a commercially reasonable loan made in the ordinary course of business.

"Person" shall mean a natural person or a business, governmental body, corporation, union, association, firm, partnership, committee, club or other organization or group of persons or agents thereof.

(b) The Ethics Act prohibits Board Members or Authority employees from seeking or accepting anything of value for themselves, their immediate family or a business in which they hold a financial interest with the understanding that the thing of value will influence the Board Member or employee's Authority related duties.

(c) In addition to the limitations of the Ethics Act, Board Members and Authority employees may not seek or accept a gift from the following sources under any circumstances:

1. a person doing business, or seeking to do business, with the Authority;
2. a person whose operations or activities are regulated, inspected, or subject to enforcement by the Authority.

3. a person engaged, either as principal, attorney, or hearing officer in proceedings before any government agency, department, office, board, commission or in court proceedings in which the Authority is a party.

4. a person seeking official action or assistance from the Authority.

5. a person who may be substantially affected by the performance or nonperformance of the Authority employee's official duties.

(d) Exceptions - The prohibitions under this section shall not apply to:

1. the acceptance of food and refreshment of nominal value on infrequent occasions in the ordinary course of a work related meeting if offered to all participants at the meeting.

2. a voluntary gift of nominal value or donation in a nominal amount made by one co-worker to another on a special occasion such as marriage, illness, retirement or a holiday on which the exchange of gifts is customary.

3. a plaque, memento or gift of nominal value offered as a token of esteem or appreciation on the occasion of a public appearance, visit, speech or the like.

4. promotional offer of discounted goods, services, food, drink or entertainment when offered to all or at least a large portion of Authority employees.

7. Misuse of information.

No employee or Board Member may for his or her own personal gain or for the gain of others, use any information obtained as a result of employment or service with the Authority and not available to the public at large or divulge that information in advance of the time prescribed for its authorized release.

8. Statements of financial interest.

The following Authority employees shall complete and file statements of financial interest pursuant to the Ethics Act ("Financial Disclosure") (Board Members are required to complete and file the Financial Disclosure pursuant to the Ethics Act):

1. employees holding the position of deputy manager or above;

2. employees who regularly perform work to procure goods and services on behalf of the Authority or who regularly participate in the operation of Authority administered vehicle auctions;

3. employees who regularly participate in the review of requests for cancelation or adjudication of violation notices or hold power to authorize the release of vehicles from impoundment; or

4. any employee designated by the Authority's Board Chair or Executive Director to hold discretionary powers which may affect the outcome of an Authority decision in relation to a person or business.

9. Filing procedure.

- (a) Each completed original Financial Disclosure shall be filed with the Authority's Human Resources Department on or before May 1 of each year and shall be maintained as part of the employee's Human Resources file.
- (b) In the event an employee is required to file the Financial Disclosure directly with the Pennsylvania Ethics Commission, a copy shall be filed as provided in subsection (a).
- (c) The Human Resources Department shall forward copies of the Financial Disclosure to the Executive Director and the Deputy Executive Director in the disclosing employee's chain of command.
- (d) Copies of the Financial Disclosure of each employee holding the position of Deputy Executive Director or higher shall be forwarded to the Chair of the Authority's Human Resources Committee for review.
- (e) If an employee's Financial Disclosure is not filed or is not in compliance with the disclosure requirements of this policy or the Ethics Act, or if an actual or potential conflict of interest is believed to exist, the matter will be referred to the Executive Director or the Authority's Human Resources Committee, as necessary, for resolution.

10. Training.

The Authority shall provide ethics training to employees required to file a Financial Disclosure as part of its regular Employee Manual training process. A copy of this policy shall be reissued to each employee upon retraining.

11. Procurement review panels.

- (a) Each member of a panel of employees assembled with the intent to develop guidelines for the procurement of any product or service on the Authority's behalf or to review such a procurement shall be re-issued a copy of this policy. The signed acknowledgement of receipt of this policy by every member of the panel shall be obtained at that time and be maintained as part of the procurement file related to that panel.
- (b) A member of a procurement review panel will be disqualified as conflicted if he or she has been employed by a bidder or offeror subject to review by that panel within the preceding two years. This conflict cannot be waived.

12. Enforcement.

Employees who fail to comply with these provisions shall be subjected to disciplinary action including, but not limited to, reprimands, suspensions and termination.

13. Record of receipt.

- (a) The Human Resources Department shall distribute this policy to each covered employee after approval by the Board. The policy may be distributed by email, but the acknowledgement required by subsection (b) must be signed in ink.
- (b) Each employee shall acknowledge receipt of this policy by signing the form attached as Exhibit “A”. The acknowledgement form shall be maintained by the Human Resources Department.
- (c) The Chair of the Board’s Human Resources Committee shall make certain that each Board Member has received a copy of this policy and provides written acknowledgement of receipt.