



Conflict of Interest Policy

Adopted the 25th day of July, 2019

The Board of Directors of the Elizabeth City – Pasquotank County Tourism Development Authority DBA Visit Elizabeth City (Authority) has adopted the following policy designed to avoid any possible conflict between the personal or professional interest of Directors and the interests of the Authority. This policy also applies to employees of the Authority.

Conflict of interest or the appearance of conflict of interest: All decisions, activities and affiliations are to be undertaken to serve the best interest of the Authority and the public good without the possibility of creating a hint of impropriety. In this regard, we are not meant to look after the best interests of any single person, stakeholder or constituent, but rather to fulfill the Authority's duties, mission and vision, a concept called "first loyalty" to the Authority.

The purpose of this policy is two-fold. First, the policy seeks to reflect the spirit of the Authority's commitment to promote the highest ethical standards in the destination management profession. Second, the policy seeks to ensure that decisions about Authority operations and the use or disposition of Authority resources / assets are made solely to advance or protect the Authority's best interests and are not influenced by any private profit motive or other personal or professional interest of the individuals affiliated with the Authority who take part in the decision. In addition to actual conflicts of interest, Directors and employees are also obligated to avoid actions that could be reasonably perceived or interpreted to conflict with the Authority's interest.

All Board members and employees shall comply with the requirements and prohibitions of N.C.G.S. §14-234. No member of the Board or employee of the Authority shall participate in the making, solicitation, negotiation, formation, recommendation, award, arbitration, modification, settlement or administration of any contract or grant funded in whole or in part by State funds or any dispute arising under such contract or grant when the Board member or employee stands to receive a direct benefit or indirect benefit from such contract or grant.

As used in this policy, a Board member or employee shall be deemed involved in making a contract if they participate in the development of specifications or terms or in the preparation or award of the contract.

A Board member or employee derives a direct benefit from a contract if the person or their spouse (i) has more than a ten percent (10%) ownership or other interest in an entity that is a party to the contract; (ii) derives any income or commission directly from the contract; or (iii) acquires property under the contract. A Board member or employee is not involved in making or administering a contract solely because of the performance of ministerial duties related to the contract.

No Board member or employee shall be deemed to benefit directly or indirectly from a contract or grant funded in whole or in part by State funds if he or she receives only the salary or stipend due to him or her in the normal course of employment with or service to the Authority.

Any Director or employee who may be involved in an Authority business transaction in which there is a possible conflict of interest with the Authority shall promptly notify the Executive Director. If the Executive Director may be involved in an Authority business transaction in which there is a possible conflict of interest with the Authority, the Executive Director shall promptly notify the Chair of the Authority's Board of Directors. The Director or employee shall refrain from voting on any such transaction or using personal influence in any way in the matter. Furthermore, the Director, or the Chair in the Director's absence shall disclose the potential conflict of interest to the Executive Director and to all other Directors before any vote on an Authority business transaction and such disclosure shall be recorded in the minutes of the meeting at which it is made. Any Authority business transaction which involves a potential conflict of interest with a member of the Board of Directors or employee shall have terms which are at least as fair and reasonable to the Authority as those which would otherwise be available to the Authority if it were dealing with an unrelated party.

Definitions

- A. ***“Involved in an Authority business transaction”*** means any of the following when the interests of the Authority are affected or may be affected: initiating, making the principal recommendation for, or approving a purchase or contract; recommending or selecting a vendor or contractor; drafting or negotiating the terms of such a transaction; or authorizing or making payments from Authority accounts. That language is intended to include not only transactions for the Authority's procurement of good and services, but also for the disposal of Authority property, and the provision of services or resources by the Authority.
- B. A ***“possible conflict of interest”*** exists (1) when an individual affiliated with the Authority is employed by, or contracted by, an organization which is doing business or is seeking to do business with the Authority, and such business will entail a payment of money or anything else of value; (2) when an individual affiliated with the Authority has an interest in an organization which is in competition with a firm seeking to do business with the Authority if the individual's position gives him or her access to proprietary or other privileged information which could benefit the firm in which he or she has an interest; or (3) when an individual is called upon to take action on behalf of the Authority or any third-party when such action may have a negative effect on or be otherwise adverse to the interests of the Authority.

In the event an Authority Director is unsure concerning a potential conflict of interest, such member is encouraged to consult with the Executive Director of the Authority, who may refer the matter to the County Attorney or seek outside counsel if needed to render an opinion.

Failure to comply with the provisions of this policy shall be subject to disciplinary action, suspension, or dismissal from employment or removal from the Authority Board.

It is understood that, pursuant to the enabling legislation creating the Authority, all Authority Board Directors serve at the pleasure of the Pasquotank County Board of Commissioners and the City of Elizabeth City City Council.



Conflict of Interest Policy Annual Statement

1. Name: _____ Date: _____

2. Position:

Are you a voting Director? **Yes No** Are you an Officer? **Yes No**

If you are an Officer, which Officer position do you hold: _____

3. I affirm the following:

- I have received a copy of the Elizabeth City – Pasquotank County Tourism Development Authority Conflict of Interest Policy. _____ (initial)
- I have read and understand the policy. _____ (initial)
- I agree to comply with the policy. _____ (initial)

4. Disclosures:

a. Do you have a financial interest (current or potential), including a compensation arrangement, as defined in the Conflict of Interest policy with the Authority? **Yes No**

i. If yes, please describe it: _____

ii. If yes, has the financial interest been disclosed, as provided in the Conflict of Interest policy? **Yes No**

b. In the past, have you had a financial interest, including a compensation arrangement, as defined in the Conflict of Interest policy with the Authority? **Yes No**

i. If yes, please describe it, including when (approximately):

ii. If yes, has the financial interest been disclosed, as provided in the Conflict of Interest Policy?

Yes No

5. I understand should a conflict of interest arise at any time; it is my duty to report said conflict to the Executive Director of the Authority or Chair of the Authority’s Board of Directors, as applicable.

_____ (initial)

Date: _____

Signature of Director

Date of Review by Visit Elizabeth City Chair: _____

Submitted to the Pasquotank County Commissioners: _____