

## **Addison County Communications Union District/Maple Broadband Conflict of Interest Policy – DRAFT**

1. **Authority.** Under the authority granted in 30 VSA §3054(a.19) the Governing Board of the Addison County Communications Union District (Maple Broadband) hereby adopts the following policy concerning conflicts of interest.
  
2. **Purpose.** The purpose of this policy is to ensure that Maple Broadband conducts its business in the best interests of the Addison County Communication Union District member communities and customers, and the public trust in Maple Broadband is preserved. No delegate, alternate, official, or employee (Member) of Maple Broadband may participate so as to gain a financial advantage from his or her work for Maple Broadband. It is also the intent of this policy to ensure that all decisions made by Maple Broadband Members must be based on the best interest of Maple Broadband and/or the municipality which he or she represents.
  
3. **Application.** This policy applies to all duly appointed Members of Maple Broadband, and its committees.
  
4. **Definitions.** For the purposes of this policy, the following definitions shall apply:
  - a. **Conflict of interest** means any of the following:
    - i. A real or seeming incompatibility between a Member’s private interests and their public or fiduciary interests to Maple Broadband or municipality they serve. A conflict of interest arises when there is a direct or indirect personal or financial interest of a Member or a person or group closely tied with the Member including their spouse, household member, child, stepchild, parent, grandparent, grandchild, sibling, aunt or uncle, brother- or sister-in-law, business associate, or employer or employee in the outcome of an official act or action, or any other matter pending before the Member or before Maple Broadband. A conflict of interest may take any of the four following forms:
      1. A direct financial conflict of interest arises when a Member acts on a matter that has a direct financial impact on that Member.
      2. An indirect financial conflict of interest arises when a Member acts on a matter that has a financial impact on a person or group closely tied to the Member.
      3. A direct personal conflict of interest arises when a Member acts on a matter that has a direct impact on the Member in a non-financial way but is of significant importance to the Member.
      4. An indirect personal conflict of interest arises when a Member acts on a matter in which the Member’s judgment may be affected because of a familial or personal relationship or membership in some organization and a desire to help that person or organization further its own interest.

**b. Member**

- i. Delegate/Alternate means a person duly appointed by their municipality to Maple Broadband.
- ii. Official means a non-voting person appointed by the Executive Committee or Governing Board to a position on Maple Broadband or its committees.
- iii. Employee means a person employed by Maple Broadband for hire.

5. **Disclosure.** A Member who has reason to believe that they have or may have an appearance of a conflict of interest, but believes that they are able to act fairly, objectively and in the public interest in spite of the appearance of a conflict of interest shall at the earliest opportunity, prior to participating in any official action on the matter, disclose to Maple Broadband at a meeting concerning the matter, the nature of the potential conflict of interest and why they believe that they are able to act in the matter fairly, objectively and in the public interest. Upon disclosure, they shall request that Maple Broadband determine whether a conflict of interest exists. Maple Broadband shall resolve the question by a majority vote of the Governing Board. If the Governing Board concludes that the Member has a conflict, Maple Broadband shall exclude that the Member from participation, voting or taking action on the subject matter in their capacity as a Maple Broadband member. The member shall retain all rights as a citizen and may participate as a member of the general public.

**6. Disqualification.**

- a. A Member shall disclose and not participate in any official action if they have a conflict of interest in the matter under consideration.
- b. A Member shall not personally, or through any member of their household, business associate, employer or employee, represent, appear for, or negotiate in a private capacity on behalf of any person or organization in a cause, proceeding, application or other matter pending before Maple Broadband in which the Member holds office or is employed.
- c. Members shall not accept gifts or other offerings for personal gain by virtue of their position.
- d. In the event a Member is uncertain whether they or any other Member have a conflict of interest in any matter, they may notify the Chair, prior to action taken by Maple Broadband, request disclosure of the potential conflict and request the Governing Board determine whether a conflict of interest exists as to another Member or themselves. The Governing Board shall resolve the question by a majority vote. If the Governing Board concludes that a Member has a conflict, Maple Broadband shall exclude that Member from participating, voting or taking action on the subject matter in their capacity as Member. They

shall retain all rights as a citizen and may participate as a member of the general public.

7. **Recusal.** A Member shall recuse themselves from any matter in which they have a conflict of interest, pursuant to the following:
  - a. Any Member may request that another Member recuse themselves due to a conflict of interest. Such request shall not constitute a requirement that the member recuse themselves; If the member refuses to recuse themselves and the issue of conflict remains, the Governing Board shall make the decision regarding whether an actual conflict exists using the process outlined in Section 6D above.
  - b. A Member who has recused themselves from a proceeding shall not participate as a Member while that proceeding is pending; they shall retain all rights as a private citizen and may participate as a member of the general public.

**8. Agreement:** By signing this document:

- a. I agree to abide by the Maple Broadband – Conflict of Interest Policy and any subsequent changes Maple Broadband makes to that policy.
- b. I agree in accordance with Section 5, I have an affirmative duty to disclose any conflict of interest, or appearance of any conflict of interest.
- c. I agree in accordance with Section 7, that I will recuse myself from any matters where it has been determined I have a conflict of interest.

\_\_\_\_\_  
Signature

Mm/dd/yyyy  
Date

Name (Print)

This document outlines the Conflict of Interest Policy for Maple Broadband, establishing guidelines to ensure decisions are made in the best interests of the district and public trust is maintained.

### **Purpose and Scope**

- The policy aims to prevent conflicts that could influence or appear to influence the conduct of delegates, alternates, officials, and employees of Maple Broadband, ensuring integrity and impartiality in decision-making.

### **Authority and Application**

- Adopted under Vermont law (30 VSA §3054(a.19)), it applies to all appointed representatives and staff involved with Maple Broadband and its committees.

### **Definitions**

- Conflict of interest includes any real or perceived incompatibility between personal or financial interests and official duties, encompassing direct or indirect financial and personal conflicts, familial or organizational relationships that could influence judgment.
- Key roles include delegates (appointed by municipalities), officials (non-voting appointees), and employees (hired staff).

### **Disclosure and Resolution**

- Individuals must disclose potential conflicts promptly before participating in related matters. Maple Broadband reviews disclosures via majority vote and may exclude conflicted persons from participation or voting, while preserving their rights as citizens.
- If uncertain about a conflict, members can request disclosure and a governing board decision. Conflicted members must recuse themselves from relevant proceedings and refrain from private negotiations or accepting gifts related to their official role.

### **Recusal and Ethical Conduct**

- Members are expected to recuse themselves when conflicts exist, either voluntarily or upon request, and may be asked to step aside by others. They retain rights as private citizens but must abstain from official participation in conflicted matters.

### **Agreement**

- Signatories commit to abide by the policy, disclose conflicts proactively, and recuse themselves when conflicts are identified, ensuring transparency and integrity in Maple Broadband's operations.