

## Introduction

The Greater Cleveland Regional Transit Authority (GCRTA) Board of Trustees has adopted a Code of Ethics for all GCRTA employees, including Board Members, officers and employees.

This Code of Ethics affects each and every employee, as well as the Board of Trustees.

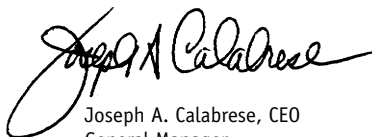
The Board adopted the Code for the following reasons:

- To increase public confidence in the integrity of GCRTA.
- To ensure that all Board Members and employees be independent and impartial, and give the appearance of being independent and impartial, in the performance of their job duties.
- To ensure that service to, and employment by, GCRTA is not used for private benefit.
- To demonstrate the high level of integrity of GCRTA officials, by establishing standards for ethical conduct.
- To eliminate conduct not consistent with good ethical practices, without creating unnecessary barriers to public service.

This pamphlet has been prepared to assist the reader in understanding what the GCRTA Code of Ethics means in actual practice. It paraphrases the Code of Ethics as passed by the Board of Trustees and provides comments and examples for clarification.

It is the responsibility of each and every employee to become familiar with their obligations under the Code of Ethics and comply with the applicable requirements. The GCRTA Legal Department, and the Ohio Ethics Commission, will assist anyone with questions they may have regarding their ethical obligation as a public servant. I urge you to read this booklet thoroughly, so that you may adhere to the required standards in performing your job duties and responsibilities.

Sincerely,



Joseph A. Calabrese, CEO  
General Manager  
Secretary-Treasurer

Resolution No. 1990-28  
Amended by Resolution No. 1999-146  
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# Code of Ethics for Trustees, Officers, and Employees of the Greater Cleveland Regional Transit Authority

## 1.0 Purpose and Scope

It is essential to the proper administration and operation of the Greater Cleveland Regional Transit Authority (GCRTA) that its Board of Trustees, Officers, and employees be and give the appearance of being independent and impartial; that service to and employment by the GCRTA not be used for private benefit; and that the public have confidence in the integrity of the GCRTA as a public agency.

In recognition of these goals, the GCRTA has adopted this Code of Ethics, which is applicable to all members of the Board of Trustees, Officers and employees of the GCRTA as defined herein.

The purpose of this Code is to establish standards of ethical conduct applicable to the GCRTA Board of Trustees, Officers and employees in the discharge of their official duties, by prescribing essential restrictions against conflicts of interest and other conduct not consistent with good ethical practices without creating unnecessary barriers to public service.

### Comment

Board Members and many employees are in positions where they have the authority to make recommendations, or influence decisions, which may have a direct effect on their private or personal interests. Board Members and employees may not use, or attempt to use, their position with GCRTA for personal gain or benefit. This Code of Ethics sets forth ethical standards that Board Members and employees must adhere to in performing public service.

## 2.0 Legal References

There are numerous federal and state laws, rules and regulations which govern the conduct of public officers and employees. It is required that all Board Members, Officers and employees comply with the applicable provisions of federal and state law, and all other applicable rules and regulations governing the conduct of public officials, including but not limited to the Ohio Ethics Law (Chapter 102 O.R.C.) and Offenses against Justice and Public Administration (Chapter 2921 O.R.C.). The standards in this Code shall not preclude other more stringent standards required by law. Nothing in the Code of Ethics shall be construed to limit full compliance with applicable federal and state laws and applicable rules and regulations governing the conduct of public officials now existing or hereinafter enacted.

Certain sections of this Code of Ethics are derived from provisions of state law governing public officials. References to state statutes are intended to advise GCRTA personnel of those statutes which may provide penalties in the event of violation. References to these statutes are not intended to incorporate them into this Code of Ethics. The criminal and civil penalties contained in these statutes and the procedural and evidentiary standards are considered to be independent of this Code of Ethics. Any penalty imposed under this Code is independent of any penalty that may be imposed under state law.

It is further recognized that certain professional employees of the GCRTA, including, but not limited to attorneys, accountants, architects and engineers, may be subject to codes of professional conduct as members of their respective professions. Nothing contained herein shall be construed to limit full compliance with those applicable Codes of Professional Conduct to GCRTA professional employees.

#### **Comment**

Board Members and employees are still required to comply with applicable provisions of federal and state laws governing their conduct. This includes criminal laws. Employees in certain professional capacities must also comply with the codes of conduct for their individual professions. In the event that those standards are more stringent than the GCRTA Code of Ethics, the Board Members and employees must comply with the more stringent law.

### **3.0 Avoidance of the Appearance of Impropriety**

All members of the Board of Trustees, Officers and employees should conduct their official duties with integrity and impartiality and in a manner that avoids even the appearance of impropriety or a conflict of interest between public duties and private interests.

No Board Member, Officer, or employee shall, by his conduct or participation in activities outside of his employment, give reasonable basis for the impression that any person can improperly influence him or unduly enjoy his favor in the performance of his official acts or actions, or that he is affected in the performance of his official acts or actions unduly by the kinship, rank, or association with any person.

#### **Comment**

This section is intended to emphasize, to Board Members, Officers and employees, how important it is to avoid even the appearance of impropriety in matters that may come before them, in their capacity with GCRTA. Public officials and employees owe a primary duty to the public they serve. They must always act in the best interest of the public, and not any special-interest groups, or for private gain. Board Members, Officers and employees must avoid any actions which may be viewed with suspicion by the public which they serve.

#### **Examples**

A Board Member who holds office in a local civic organization publicly states that he will use his position as a Board Member to secure free transportation to an event sponsored by his civic organization. This is improper conduct.

An employee uses his official position at GCRTA to endorse a computer software program that was developed and licensed by a computer software firm under license with the GCRTA. This endorsement gives the appearance of impropriety, and is prohibited.

A Board Member actively pursues the award of a contract to a company or firm that is owned or represented by a close friend or business associate of the Board Member. Such activity gives the appearance of impropriety.

### **4.0 Definitions**

As used in this Code, the singular includes the plural, and the plural includes the singular, words of one gender include the other gender, words in the present tense include the future. The following words or phrases shall be construed to have the following meaning, unless the context otherwise requires.

As used in this Code:

A. "Anything of value" means:

- (1) Money, bank bills or notes, United States treasury notes, and other bills, bonds, or notes issued by lawful authority and intended to pass and circulate as money;
- (2) Goods and chattels;

- (3) Promissory notes, bills of exchange, orders, drafts, warrants, checks, or bonds given for the payment of money;
- (4) Receipts given for the payment of money or other property;
- (5) Rights in action;
- (6) Things which savor of the realty and are, at the time they are taken, a part of the freehold, whether they are of the substance or produce thereof or affixed thereto, although there may be no interval between the severing and taking away;
- (7) Any interest in realty, including fee simple and partial interests, present and future, contingent or vested interests, beneficial interests, leasehold interests, and any other interest in realty;
- (8) Any promise of future employment;
- (9) Every other thing of value. (Ref: 1:03 O.R.C.; 102.01(G) ORC)

- B. "Board Member" means a member of the Board of Trustees of the Greater Cleveland Regional Transit Authority.
- C. "Beneficial interest" means any ownership by the Board Member, Officer, or employee or a member of his immediate family or a business the Board Member, Officer or employee is associated with.
- D. "Benefit" means anything regarded as economic gain or economic advantage, including benefit to any other person in whose welfare the beneficiary is interested.
- E. "Business" includes, but is not limited to mean, any corporation, partnership, sole proprietorship, firm, enterprise, franchise association, organization, self-employed individual, consultant, holding company, joint stock company, receivership, trust, labor organization, union, or any legal entity organized for profit or non-profit.
- F. "Confidential Information" means any information concerning the GCRTA that is (1) not a matter of public knowledge (2) exempt from public inspection and copying and (3) legally required to be kept confidential by the GCRTA.
- G. "Compensation" means money, thing of value or financial benefit. It also means payment, in any form, of real or personal property conferred on or received by a person to whom this Code of Ethics is applicable, in return for services rendered or to be rendered by himself or another. (Ref: 102.01(A) ORC) Compensation does not include reimbursement for actual and necessary expenses incurred in the performance of official duties. (Ref: 102.01(A) ORC)
- H. "Contract" means any agreement with the GCRTA expressed or implied, executed or executory, oral or written for the purchase or acquisition of property or services by or for the use of the GCRTA or any agreement for the design, construction, alteration repair or maintenance of any GCRTA property or property interest. (Ref: 2921.42(E) ORC)
- I. "Employee" means any person holding a supervisory, managerial, administrative or professional position in the service of the GCRTA. Employee shall also mean any other person employed by the GCRTA whom the Board or the General Manager determines shall be subject to this Code of Ethics. The term "employee" does not include officers or employees of independent contractors used by the GCRTA.
- J. "Employment" means rendering of service for pay.
- K. "GCRTA" means the Greater Cleveland Regional Transit Authority.

- L. "Gift" means a voluntary transfer of real or personal property of any kind, or the voluntary rendition of services of any kind without consideration of equal or greater value, but not including:
- (1) Any symbolic presentation, the nature of which is not to financially benefit the recipient;
  - (2) Any reasonable hosting, including travel expenses, entertainment, meals or refreshments furnished in connection with appearances, ceremonies and occasions reasonably relating to official GCRTA business if furnished by the sponsor of such public event;
  - (3) Relatively inexpensive items of personal property of less than \$25 in value, such as a calendar, a box of candy or bouquet of flowers which are clearly being given as a simple act of human kindness, thoughtfulness and appreciation.
- M. "Immediate Family" shall mean grandparents, parents, spouse, children whether dependent or not, grandchildren, brothers and sisters and any person related by blood or marriage or any person residing in the same household. (Ref: 2921.42 ORC; 102.01(D) ORC)
- N. "Officer" means any person selected by or from the membership of the Board of Trustees as authorized by the GCRTA Bylaws. Officer also includes the General Manager and Secretary-Treasurer.
- O. "Official Act or Action" means any administrative, appointive or discretionary act of the GCRTA, its Board Members, Officers, or employees.
- P. "Participate" means to take part in official acts or actions or proceedings as a Board Member, Officer, or employee through vote, approval, disapproval, decision, recommendation, rendering advice, investigation or failure to act or perform a duty or other substantial exercise of administrative discretion.
- Q. "Person" means any individual, business, labor organization, representative, fiduciary, trust, or association, whether paid or unpaid and includes any Board Member, Officer or employee of the GCRTA.
- R. "Property" means any property, whether real or personal, tangible or intangible, and includes currency and commercial paper.

## 5.0 STANDARDS OF CONDUCT

### 5.1 Conflict of Interests - Disclosure Requirement

No member of the Board, Officer or employee of the GCRTA, whether paid or unpaid, shall engage in any business or transaction, or have a financial or personal interest, direct or indirect, which is incompatible with the proper discharge of his official duties in the public interest, or which would tend to impair his independence of judgment or action in the performance of his official duties, without first making a public disclosure thereof and then abstaining from voting thereon or from making a decision related thereto. Personal, as distinguished from financial interest, includes an interest arising from blood or marriage relationships, or close business or political association.

#### Comment

This section requires Board Members, Officers and employees to make a disclosure of business or financial transactions which are incompatible with their official duties. Only the nature of the interest must be disclosed. This section also covers personal interest. The burden of making such disclosure rests with the individuals concerned. Any Board Member, Officer or employee may request the Ohio Ethics Commission or the Deputy General Manager - Legal to render an advisory opinion as to whether this section warrants disclosure, in their own individual case.

### **Example**

A Board Member is requested to act on a resolution awarding a contract to a company that employs the Board Member. The Board Member should disclose his interest, and abstain from voting.

An employee in the Procurement Department has the responsibility to make a recommendation to award a contract, and one of the companies being considered is owned by his wife. The employee should notify his supervisor, and refrain from making a recommendation. The supervisor should delegate that responsibility to another employee.

## **5.2 Disclosure of Confidential Information**

No member of the Board of Trustees, Officer or employee of the GCRTA shall disclose or use, without appropriate authorization, any information acquired by him in the course of his official duties which is confidential because of statutory provisions, or which has been clearly designated to him as confidential when such confidential designation is warranted, because of the status of the proceedings or the circumstances under which the information was received and preserving its confidentiality is necessary to the proper conduct of Authority or government business. (Ref: 102.03(B) ORC).

### **Comment**

This section prohibits Board Members, Officers and employees from disclosing, or using for personal profit or gain, "inside" information, which that person has access to because of their relationship with the GCRTA. Release or use of such information, for private gain, undermines public confidence and respect for the GCRTA, since such information is entrusted to Board Members, Officers and employees as a result of their relationship with the GCRTA.

### **Examples**

An employee in the Planning Department purchases land with advanced, undisclosed knowledge of the route of a new transit line that, when completed, will substantially increase the value of the land. The employee's purchase of land based on "inside" information violates this section of the Ethics Code.

An employee in the Claims Department, without prior authorization, discloses information regarding the investigation of an RTA accident to an attorney representing a person claiming to have been injured in the accident. The employee violated this section, because information necessary to the conduct of GCRTA business was disclosed.

A Board Member, in order to gain a political or professional advantage for himself, discloses information obtained during confidential discussions or through confidential correspondence.

## **5.3 Gifts, Favors and Other Things of Value**

No Board Member, Officer or employee, shall use, or authorize the use, of his office or employment to secure anything of value or the offer or promise of anything of value that is of such a character as to manifest a substantial and improper influence on him with respect to his duties. (Ref: 102.03(D) ORC).

In addition, no Board Member, Officer or employee shall:

- A. Solicit, accept, or agree to accept, anything of value that is of such a character as to manifest a substantial and improper influence upon him with respect to his duties. (Ref: 102.03(E) ORC).
- B. Solicit, accept, or agree to accept, any benefit as consideration for the Board Member's, Officer's or employee's decision, opinion, recommendation, vote or other exercise of discretion as a public servant.
- C. Solicit, accept, or agree to accept, any benefit as consideration for a violation of a duty imposed by law on the Board Member, Officer or employee.

D. Solicit, accept, or agree to accept, any benefit from a person the Board Member, Officer or employee knows is interested in or likely to become interested in any GCRTA contract or transaction.

E. Use his or her official position or employment, or GCRTA's facilities, equipment or supplies for personal use or to obtain, or attempt to obtain, private gain or advantage.

#### **Comment**

This section prohibits Board Members, Officers and employees from soliciting or accepting money, goods, services, real estate interests, promises of future employment, etc., in cases where it could be reasonably inferred that the benefit(s) solicited was intended to influence a decision by that Board Member, Officer or employee. This section does not prohibit Board Members, Officers and employees from accepting relatively inexpensive items, such as calendars, pens and candy, which have a value of less than \$25, and are being given either as a promotional item, or out of kindness.

#### **Examples**

A Procurement Department employee, seeking employment for his spouse, asks the President of a company that has submitted a bid for a GCRTA contract to offer his spouse a job. Such a request for employment violates this section, because it can be inferred that this request was being made in return for a favorable recommendation by the GCRTA employee.

A construction company has submitted a bid on a GCRTA project. The President of the Company approaches a GCRTA Board Member, and promises that if his firm is the successful contract bidder, he will buy supplies from a firm owned by the Board Member. The Board Member promises to use his position to secure the contract for the construction company. The Board Member has violated this section of the code.

An employee has his lunch purchased by a firm doing business with or seeking to do business with the GCRTA. If this is done on a regular or frequent basis, such conduct is a violation of this section of the code. If it is an isolated or infrequent event, and was not solicited by the employee, then such conduct is not a violation, provided the employee's lunch is less than \$25.00.

### **5.4 Incompatible Employment**

A. No Board Member, Officer or employee shall engage in or accept private employment or render service for private interests when such employment or service is incompatible with the proper discharge of his official duties, or would tend to impair his independent judgment or action in the performance of his official duties.

B. No Board Member, Officer or employee shall represent private interests in any action or proceedings against the interest of the GCRTA, in any capacity, in matters in which the GCRTA is a party.

C. No present or former Board Member, Officer or employee shall during his public employment or service for twelve months thereafter, represent a client or act in representative capacity for any person on any matter in which he personally participated as a public official or employee through decision, approval, disapproval, recommendation, the rendering of advice, investigation, or other substantial exercise of legislative or administrative discretion. (Ref: 102.03(A) ORC).

#### **Comments**

Board Members, Officers and employees owe an undivided duty to the public that is served by GCRTA. Employees must be able to exercise independent and objective judgement when making discretionary decisions that affect the GCRTA. Board Members, Officers and employees cannot hold other employment that would affect their ability to make objective decisions on behalf of GCRTA. This section also prohibits present and former Board Members, Officers and employees from representing a private client in any matter in which they participated in an official capacity while employed at GCRTA. This restriction most often applies to professionals, such as attorneys, accountants and engineers, although it may apply to any employee.

### **Examples**

An employee responsible for the supervision and approval of repair work done for GCRTA by an outside company is employed as a consultant to that company. His employment with that company is in conflict with his employment at GCRTA.

A Board Member, who is also an attorney, represents a client who has sued GCRTA. The Board Member has violated this section of the Ethics Code.

## **5.5 Nepotism**

No Board Member, Officer or employee of the GCRTA, with the authority to directly appoint or hire GCRTA personnel, whether such authority is granted by statute or delegated by the Board to the General Manager, shall exercise that authority in favor of persons in the immediate family of any GCRTA Board Member, or of the Officer or employee exercising such authority.

This provision shall not apply to those persons appointed through competitive examination.

This provision shall not prevent the retention or advancement of any person who has been continuously employed in his position prior to the appointment of the Board Member, Officer or employee in the immediate family of such person; provided, however, that the Board Member, Officer or employee related to that person shall not participate in any deliberation, voting, or appointment process directly related to that person.

In order to avoid even the appearance of nepotism, no Board Member, Officer or employee shall conduct a performance evaluation of, or participate in disciplinary action for, a member of his immediate family. Any employee shall disclose such a conflict to the General Manager who will designate an appropriate person to conduct a fair and impartial evaluation.

### **Comment**

This section is intended to ensure that all persons stand on equal footing when applying for a job at GCRTA, and when they are evaluated by their supervisor.

### **Examples**

The General Manager directly appoints the daughter of a Board Member to a position at GCRTA. The General Manager has violated this section.

A supervisor is required to evaluate his son-in-law, who has achieved his position through competitive examination. The supervisor should inform the General Manager and have another person evaluate his son-in-law to avoid even the appearance that he gave his son-in-law favored treatment.

## **5.6 Financial Disclosure**

### Board Members

All Board Members shall file a financial disclosure statement with the Ohio Ethics Commission on a form to be provided by the Ethics Commission which complies with the requirements of the Ohio Ethics Law, (Chapter 102 O.R.C.). Board Members, who may also be elected officials legally required to file financial disclosure statements with the Ohio Ethics Commission, shall have met their obligations under this section when such disclosure statement has been filed, and shall not be required to file a duplicate statement.

### Employees

The General Manager/Secretary-Treasurer shall file a Financial Disclosure Statement with the Director of Internal Audit, a copy of which shall be provided to the President of the Board of Trustees.

The following employees shall file a Financial Disclosure Statement with the General Manager/Secretary-Treasurer: the Deputy General Managers, Executive Directors and Department Heads who

report to the General Manager/Secretary-Treasurer, the Director of Internal Audit, and any other employee whose job duties the General Manager determines from time to time should require the filing of a Financial Disclosure Statement, to avoid the appearance of impropriety.

Employees who fail to file the required financial disclosure statement shall be subject to disciplinary action.

#### Financial Disclosure Statement

The Financial Disclosure Statement required by GCRTA employees shall be on a form to be provided that contains the following information:

- (1) The name of the individual filing, his or her spouse and dependent children, and the names under which the individual does business;
- (2) Identification of all sources of income over (or more than) \$500, and a description of the services for which the income was received;
- (3) Identification of investments of over (or more than) \$5,000, or businesses in which the individual holds an office or has a fiduciary relationship;
- (4) A list of real estate interests owned by the individual located in Cuyahoga County (not including personal residence or real estate used primarily for personal recreation);
- (5) The name and instrument of debt on all debts in excess of \$5,000 owed by the reporting individual, as well as the name and instrument of debt on all debts in excess of \$5,000 owed to the reporting individual, but only if the creditor or debtor, respectively, or any guarantor of the debt, has done work for, or business with, GCRTA in the preceding calendar year. Debt instruments issued by financial institutions whose normal business includes the making of loans of the kind received by the reporting individual and which are made at the prevailing rate of interest and other terms and conditions standard for such loans at the time the debt was contracted, need not be disclosed. Debt instruments issued by publicly held corporations, and purchased by the reporting individual on the open market at the price available to the public need not be disclosed.
- (6) A list of all sources of gifts worth more than \$500 received during the preceding year, excluding gifts received from parents or grandparents, and distributions from a trust established by a spouse or ancestor.

#### Filing of Financial Disclosure Statements

All Board Members shall certify to the General Manager/Secretary-Treasurer by March 1 of each year whether they have filed the required Financial Disclosure Statement with the Ohio Ethics Commission.

The Financial Disclosure Statement required by GCRTA employees shall be filed in the following manner:

- (1) The statement shall be notarized and filed with the General Manager/Secretary-Treasurer no later than March 1 of each year.
- (2) The statement shall be on a form provided by the General Manager/Secretary-Treasurer and is to be filed by each and every employee listed herein pursuant to this section, whether or not any gifts, salaries, wages or commissions are in fact received and accepted. In the event that no gifts, salaries, wages or commissions are in fact received or accepted that would be reportable, the statement shall so state.
- (3) The notarized statement shall remain in the General Manager/Secretary-Treasurer's office as a matter of public record for five years.

### **Comment**

The purpose of this section is to deter improper and unethical conduct by requiring all Board Members, and designated employees, to file a financial disclosure statement. Filing these statements will enhance the integrity and public confidence in RTA as a whole, and provide a tool to monitor potential conflicts of interest. Board Members will file their disclosure statement with the Ohio Ethics Commission. Employees will file their disclosure statements with the General Manager/Secretary-Treasurer, in accordance with administrative policies and procedures established by the General Manager/Secretary-Treasurer.

## **6.0 ETHICS ADVISORY OPINIONS**

Board Members, Officers or employees seeking further interpretation of this Code of Ethics, as it applies to specific factual situations, may seek advisory opinions from the Ohio Ethics Commission or from the Deputy General Manager - Legal for the GCRTA. The Deputy General Manager - Legal may, at his discretion, submit any question presented to him to the Ohio Ethics Commission.

However, the Deputy General Manager - Legal shall under no circumstances owe a professional duty to the individual Board Member, Officer, or employee seeking such an opinion. The issuance of advisory opinions shall not establish an attorney-client relationship between the Deputy General Manager - Legal and the GCRTA Board Member, Officer, or employee with regard to the subject matter of the request.

All GCRTA Board Members, Officers and employees fall within the substantive conflict of interest provisions of Chapter 102 and Sections 2921.42 and 2921.43 of the Ohio Revised Code, and are subject to investigation by the Ohio Ethics Commission for alleged violations of these provisions. All Board Members, Officers and employees are encouraged to contact the Ohio Ethics Commission concerning the applicability of these sections of the Ohio Revised Code.

### **Comment**

The Ohio Ethics Commission issues advisory opinions in response to questions related to conflicts of interest or financial disclosure.

Advisory opinions serve to interpret the law, and may be especially useful to public servants who are considering an activity which they suspect may involve a conflict of interest.

The opinion, if it approves of the activity, provides the official or employee, and other public officials similarly situated, with immunity from prosecution. If the opinion finds the activity would be prohibited, the public servant would be in violation of the law if he proceeded, and therefore should avoid the activity.

Requests should be sent to:  
Ohio Ethics Commission  
150 East Broad St.  
Columbus, Ohio 43215  
Phone: 1-614-466-7090

The Deputy General Manager-Legal will also respond to requests for assistance from Board Members, Officers and employees, regarding ethical questions if requested, however, that opinion would not provide the Board member, Officer or employee with immunity from any criminal prosecution.

## **7.0 VIOLATION OF THE CODE OF ETHICS**

### **7.1 Board Members and Officers**

Any person who has any information that indicates a Board Member may have violated provisions of the Ohio Ethics Law should provide that information to the Ohio Ethics Commission who may conduct a confidential investigation to determine whether there is misconduct that falls within the jurisdiction of the Ohio Ethics Law. The Ohio Ethics Commission may conduct an appropriate investigation and proceed as it is required to do by law or take any other action it feels appropriate.

### **7.2 Employees**

The General Manager/Secretary-Treasurer or other authorized GCRTA official may impose such sanctions and penalties against an employee who is found to have violated this Code as may be appropriate, including official reprimand, suspension or dismissal from employment. All disciplinary action shall be consistent with the GCRTA Personnel policies and procedures.

### **7.3 Contractors**

Any business contracting with GCRTA which offers, confers or agrees to confer any benefit as consideration for a Board Member's, Officer's or employee's decision, opinion, recommendation, vote or other exercise of discretion as a public servant or in exchange for the Board Member's, Officer's or employee's having exercised his official powers or performed his official duties or which participates in the violation of any provision of this Code may have its existing GCRTA contracts terminated and may be excluded from future business with GCRTA for a period of time determined by the GCRTA Board of Trustees. These determinations shall be made by the Board of Trustees of GCRTA or its designee in accordance with procedural requirements governing the suspension and debarment of contractors. All bid documents and contracts issued by the GCRTA shall contain a provision advising a prospective bidder and contractor of this section.

## **8.0 EFFECTIVE DATE**

The effective date of this Code of Ethics shall be the date of adoption by the Board of Trustees.

The propriety of any official act or action taken by a transaction involving any Board Member, Officer or employee prior to the effective date of this Code shall not be affected by the enactment of this Code.

## **9.0 AMENDMENTS AND PERIODIC REVIEW**

### **9.1 Periodic Review**

This Code will not be subject to any scheduled review but shall remain in full force and effect until modified or amended by the Board of Trustees.

### **9.2 Amendments**

Any amendment or revision to this Code must be approved by the Board of Trustees. Consideration of an amendment or revision may be initiated by any Board Member, the General Manager/Secretary-Treasurer or the Director of Internal Audit.