

Code of Business Ethics

A Handbook for Working Partners of DASNY

Introduction

The Dormitory Authority of the State of New York (DASNY), a public-benefit corporation, expects its members, officers and employees and the many contractors, bankers, bond counsels, consultants and vendors with whom the Authority interacts -- its Working Partners -- to adhere to the highest ethical standards. DASNY, by mandate of its Board, has established a comprehensive corporate integrity program to ensure that DASNY members, officers and employees at all levels perform their official duties consistent with the requirements of the New York State Public Officers Law and other applicable laws, rules, and regulations and the policies of DASNY.

DASNY encourages and supports a fair, open and honest business relationship with its Working Partners based on quality, service and price. DASNY believes that this objective can be achieved only if working relationships between DASNY and its Working Partners are fair, open and honest and all participants adhere to ethical business practices.

To promote a working relationship with DASNY based on ethical business practices, our Working Partners are expected to:

- furnish all goods, materials and services to DASNY as contractually required and specified,
- submit complete and accurate reports to DASNY and its agents as required,
- not seek, solicit, demand or accept any information, verbal or written, from DASNY or its agents that provides an unfair advantage over a competitor,
- not engage in any activity or course of conduct that restricts open and fair competition on DASNY-related projects and transactions,
- not engage in any course of conduct with Authority employees or its agents that constitutes a conflict of interest, in fact or in appearance,
- not offer any gifts or gratuities to DASNY employees (including meals, tickets to special events or other items of value) or engage in other conduct that violates this Code of Business Ethics, law or regulation, and
- report to the Authority any activity by an Authority employee or Working Partner that is inconsistent with the Authority's Code of Business Ethics, law or regulation.

Ethics Programs

DASNY encourages its Working Partners to advance and support ethical business conduct and practices among their respective directors, officers and employees, preferably through the adoption of corporate ethics awareness training programs and written codes of conduct. In addition to

considering technical competence and financial stability, DASNY will consider the corporate integrity of all Working Partners prior to the awarding of contracts or issuance of purchase orders.

Conduct of Authority Members, Officers and Employees

DASNY employees are expected to conduct business with our Working Partners in a fair, consistent and professional manner. DASNY's Code of Business Ethics and Employee Conduct, titled *Serving Responsibly*, guides the manner in which DASNY employees are to interact with Working Partners. DASNY has also adopted a Code of Ethics to which the Board members must adhere. In addition, the New York State Public Officers Law sets forth standards governing the acceptance of gifts by public officers and conflicts of interest involving members, officers and employees of DASNY.

No Gifts to DASNY Employees

Working Partners should refrain from offering or giving anything of value to DASNY employees. A Working Partner shall not, under any circumstances, give cash (including gift certificates), in any amount to a DASNY employee. Section 73(5) of the Public Officers Law expressly prohibits any firm or its agents, either doing or seeking to do business with DASNY, from directly or indirectly offering or giving any gift having more than a nominal value to a DASNY employee under circumstances in which it:

- could be reasonably inferred the gift was intended to influence the employee in the performance of his or her official duties, or
- could reasonably be expected to influence the employee in the performance of his or her official duties, or
- was intended as a reward for the employee's official action.

Such prohibited gifts include, in addition to cash, a service, a loan, travel, lodging, meals, refreshments, entertainment, a discount, forbearance or a promise.

Because gifts from Working Partners can *per se* be inferred to be intended to influence or reward official action, gifts of greater than nominal value would be prohibited by Section 73(5). *See also State Ethics Commission Opinion 94-16.* Additionally, DASNY has adopted a "Zero Tolerance" policy with respect to the solicitation, acceptance or receipt of gifts from disqualified sources. Therefore, as stated above, Working Partners should not offer to DASNY employees gifts of *any* value.

Violations of the gift provisions of the Public Officers Law may be grounds for contract termination and/or referral for civil action or criminal prosecution.

Employing Relatives of DASNY Employees

Although Working Partners may employ relatives of DASNY employees, DASNY must be made aware of such circumstances as soon as possible, preferably in writing, to ensure a conflict of interest situation does not arise. DASNY reserves the right to request that its Working Partners modify the work assignment of a DASNY employee's relative where a conflict of interest, or the appearance thereof, is deemed to exist.

Hiring Former DASNY Employees

Our Working Partners may hire former DASNY employees. However, as a general rule, by law former employees of DASNY may neither appear nor practice before DASNY, nor receive compensation for services rendered on a matter before DASNY, for a period of two years following their separation from DASNY service. In addition, former DASNY employees are subject to a "lifetime bar" which prevents them from working on or receiving compensation for services regarding any transaction in which they personally participated or which was under their active consideration during their tenure with DASNY.

Questions

Questions relating to these guidelines should be directed to the responsible DASNY Project Manager or Program Director, Director of Procurement (518) 257-3162, Ethics Officer (518) 257-3120 or the Office of Internal Affairs at 1 (866) 750-7867. You may also contact DASNY's confidential toll-free Ethics Hotline at 1 (866) 750-7867. When in doubt, please seek guidance.