

**RESOLUTION
No. 13-129**

**Wayne County Airport Authority Ethics Ordinance
(Proposed Revisions to Ethics Ordinance)
Control No. 1400013**

By Board Member Alfred Glancy

WHEREAS, the Wayne County Airport Authority, pursuant to the Michigan Public Airport Authority Act, being MCL 259.108 – 259.125c, operates and manages the Detroit Metropolitan Wayne County Airport and Willow Run Airport and is vested with the powers and authority to undertake such management and operation pursuant to the Aeronautics Code of the State of Michigan; and

WHEREAS, the Wayne County Airport Authority is governed by the Wayne County Airport Authority Board; and

WHEREAS, the Wayne County Airport Authority Board desires to approve an amended Wayne County Airport Authority Ethics Ordinance.

NOW THEREFORE, BE IT RESOLVED that the Wayne County Airport Authority Board hereby approves the attached Wayne County Airport Authority Ethics Ordinance, which shall entirely supersede any prior version thereof.

This Resolution was supported by Board Member Kevin McNamara and carried by the following vote:

AYES: Glancy, Hall, Jackson, McNamara, Zuckerman

NAYS: None

DATE: November 12, 2013

WAYNE COUNTY AIRPORT AUTHORITY

ETHICS ORDINANCE

September 13, 2002,

as amended March 23, 2006, March 25, 2010,

and November 12, 2013

**AN ORDINANCE TO AMEND AND RESTATE THE WAYNE COUNTY AIRPORT AUTHORITY
ETHICS ORDINANCE**

THE WAYNE COUNTY AIRPORT AUTHORITY ORDAINS:

The Wayne County Airport Authority Ethics Ordinance is hereby amended and restated as follows:

SECTION I. DEFINITIONS, AS USED IN THIS ORDINANCE.

- a. *Act* means 2002 PA 90, being Sections 108 - 125c of the Aeronautics Code of the State of Michigan, MCL §259.1, *et seq.*, as the same may be amended from time to time.
- b. *Authority* means the Wayne County Airport Authority as created pursuant to the Act.
- c. *Board* means the governing body of the Authority appointed pursuant to the Act.
- d. *Board Member(s)* means those individual(s) who are appointed to the Wayne County Airport Authority Board pursuant to Section 111 of the Act.
- e. *Business* when used in reference to a Board Member or Employee or to any member of the Board Member's or Employee's Immediate Family or Extended Family means a business to which any of the following applies:
 - (1) The Board Member or Employee or any member of the Board Member's or Employee's Immediate Family or Extended Family is a partner, director, manager, officer, trustee, employee or independent contractor (or equivalent) in relation to the business; or
 - (2) The Board Member or Employee or any of his or her Immediate Family or Extended Family, separately or together, is the beneficial owner of more than a five percent equity interest of the Business.
- f. *Chief Executive Officer* means the person appointed by the Board to hold such office pursuant to Section 111(8) of the Act.
- g. *Chief Financial Officer* means the person appointed by the Chief Executive Officer to hold such office pursuant to Section 111(9) of the Act.

- h. *Civil Aeronautics Enterprise* means any Business engaged in providing flight services to the public for the carrying of persons and/or property, or such other meaning as may be ascribed to such term under the Act or any judicial interpretation thereof.
- i. *Committee or Ethics Committee* means the Ethics Committee established by the Board to operate under the provisions of this Ordinance.
- j. *Compensation* means any money, property, thing of value or benefit conferred upon or received by any person in return for services rendered or to be rendered to himself or herself or any other party.
- k. *Conflict of Interest* is described in Section II.B and Section II.D hereof.
- l. *Consultant* means a person who gives professional advice or services regarding matters in the field of his or her special knowledge or training.
- m. *Disclosure Statements* means a statement as set forth in Section IV of this Ordinance, and as attached as Exhibit 1, to determine whether there has occurred or whether there is the potential for the occurrence of any transactions by the Authority that would create a Conflict of Interest involving a Board Member or Employee or the Authority.
- n. *Employee(s)* means Authority employees who are:
 - (1) the Chief Executive Officer, Chief Financial Officer, or Chief Operating Officer, or an Executive Vice President, Senior Vice President, Vice President, Director, Deputy Director, Assistant Director, Controller, Assistant Controller, Assistant General Counsel, or an at-will Manager, or
 - (2) otherwise in a position that is equivalent to an Assistant Director or above.
- o. *Extended Family* means a person who is related to a Board Member or Employee as a sibling of a spouse, spouse of a child, or spouse of a sibling.
- p. *Financial interest* means any interest in money, property or thing of value or benefit.
- q. *General Counsel* means the person appointed as such by the Chief Executive Officer, or, in the absence of such designation, the person having charge of all matters of a legal nature involving the Authority.
- r. *Immediate Family* means a person who is related to a Board Member or Employee as a spouse, child (whether by marriage, blood or adoption), parent or sibling.
- s. *Independent Counsel* means legal counsel licensed to practice in the State of Michigan who has not performed any legal services for Wayne County, Michigan or the Authority other than pursuant to this Ordinance during the one year period preceding the date of such Independent Counsel's retention by the Authority, and who agrees not to perform any other legal services other than pursuant to this Ordinance for Wayne County or the Authority during the period of such retention and for a period of one year following the termination of such retention.
- t. *Official Duties or Official Action* means a decision, recommendation, approval,

disapproval or other action or failure to act, which involves the use of discretionary authority.

- u. *Open Meetings Act* means the Michigan Open Meetings Act MCL §15.261 et seq., as that Act may be amended from time to time.
- v. *Person* means any entity or individual.
- w. *Personal Interest* means an interest arising from blood or marriage relationships or any business association.
- x. *Substantial* shall mean considerable in quantity or significantly great.

SECTION II. A CODE OF ETHICS IS HEREBY PROMULGATED AS FOLLOWS:

A. GENERAL PROHIBITIONS SPECIFIC TO BOARD MEMBERS AND CERTAIN EMPLOYEES.

1. Board Members and certain Employees are public servants under Michigan's Contracts of Public Servants with Public Entities Act, being 1968 PA 317, MCL §15.321 *et seq.*, and are subject to any other applicable law with respect to Conflicts of Interest. Neither members of the Board, the Chief Executive Officer nor the Chief Financial Officer may be considered to have a Conflict of Interest under Michigan's Conflict of Interest Act, being 1968 PA 318, MCL §15.301 *et seq.*, in respect to any contract or subcontract involving any airport under the control of the Authority if the Board Member, the Chief Executive Officer or the Chief Financial Officer were considered a state officer under such Act.
2. Neither a Board Member or the Chief Executive Officer or the Chief Financial Officer, nor any member of the Immediate Family or Extended Family of a Board Member or the Chief Executive Officer or the Chief Financial Officer may, at the time of appointment of the Board Member or the hiring of the Chief Executive Officer or the Chief Financial Officer, be actively engaged or employed in any other Business, vocation, or employment of any Civil Aeronautics Enterprise connected with an airport under the control of the Authority.
3. Neither a Board Member or the Chief Executive Officer or the Chief Financial Officer, nor any member of the Immediate Family of a Board Member or the Chief Executive Officer or the Chief Financial Officer may have a professional or management employment relationship or consulting relationship with any Civil Aeronautics Enterprise connected with any airport under the control of the Authority.
4. Neither a Board Member or the Chief Executive Officer or the Chief Financial Officer, nor any member of the Immediate Family of a Board Member or the Chief Executive Officer or the Chief Financial Officer shall have a combined 5% or greater direct pecuniary interest in any Civil Aeronautics Enterprise connected with any airport under the control of the Authority. A Board

Member who, at any time during his or her term of service, becomes in violation of the foregoing shall have thirty (30) days to divest, or arrange for the divestment of, the interest that caused the violation.

5. All Board Members, the Chief Executive Officer, the Chief Financial Officer and all Employees shall comply with the provisions of the Act, as the Act may be amended from time to time. In the event of any conflict between this Ordinance and the requirements of the Act, the language and requirements of the Act shall control.

B. CONFLICT OF INTEREST -- GENERAL.

Unless otherwise permitted by the exceptions in subparagraph C – “EXCEPTIONS” below, a violation of any of the following shall constitute a Conflict of Interest:

1. No Board Member or Employee shall divulge to any unauthorized person, confidential information acquired in the course of employment in advance of the time prescribed for its authorized release to the public.
2. No Board Member or Employee shall represent his or her personal opinion as that of the Authority.
3. Every Board Member and Employee shall use personnel resources, property and funds under his or her official care and control solely in accordance with prescribed constitutional, statutory and regulatory procedures and not for personal gain or benefit.
4. No Board Member or Employee shall directly or indirectly, solicit or accept any gift or loan of money, goods, services or other thing of value for the benefit of any person or organization, which tends to influence the manner in which the Board Member or Employee or any other Board Member or Employee performs his or her Official Duties.

The aforementioned items of value do not include (a) fees for speeches or published works on legislative subjects and, in connection therewith, reimbursement for expenses for actual expenditures for travel, and reasonable subsistence, for which no payment or reimbursement is made by the Authority, (b) invitations to such events as ground breakings, grand openings, charitable or civic events, or (c) inconsequential gifts from established friends.

5. No Board Member or Employee shall engage in a business transaction in which he or she may profit because of his or her official position or authority or benefit financially from confidential information which he or she has obtained or may obtain by reason of such position or authority.
6. No Board Member or Employee shall engage in or accept employment or render services for any private or public interest when that employment or service is incompatible or in conflict with the discharge of his or her Official Duties or when that employment may tend to impair his or her independence of judgment or action in the performance of his or her Official Duties.

7. No Board Member or Employee shall participate, as an agent or representative of the Authority, in the negotiation or execution of contracts, granting of subsidies, fixing of rates, issuance of permits or certificates, or other regulation or supervision, relating to any business entity in which he or she has, directly or indirectly, a financial or personal interest.
8. No Board Member or Employee shall use, or attempt to use, his or her official position to secure, request or grant unreasonably any special consideration, privilege, exemption, advantage, contract or preferential treatment for himself, herself, or others, beyond that which is available to every other citizen.
9. All Board Members and Employees shall avoid even the appearance of any impropriety or Conflict of Interest.

C. EXCEPTIONS.

The following are exceptions to the prohibitions and restrictions set forth in subparagraph B – “CONFLICT OF INTEREST -- GENERAL” above:

1. A Board Member or Employee may carry out any contract pursuant to which the Board Member or Employee directly or indirectly receives income or benefits in the form of Compensation for the performance of Official Duties.
2. A former Board Member or Employee may enter into a contract to represent or provide services to the Authority in any matter. This is distinguishable from Section II, subparagraph E below whereby a former Board Member or Employee is prohibited from engaging in the described Subsequent Conflict of Interest.
3. A Board Member or Employee may share, directly or indirectly, in the benefit of a lawful Authority action when the benefit to the Board Member or Employee is substantially the same as the benefit to the public at large or to members of the public to whom the benefit is provided in a nondiscriminatory manner.
4. A Board Member or Employee may take any action to approve the lawful payment of salaries, employee benefits, reimbursements of actual and necessary expenses, or other lawful payments which are authorized in accordance with Authority policies.
5. A Board Member or Employee may take any Official Action properly within the scope of his or her duties with respect to any proposal to enact or modify law, rules or regulations or public policy.
6. A Board Member or Employee may take any action permitted by Section 2a of Michigan’s Standards of Conduct for Public Officers and Employees Act, being Section 2a of 1973 PA 196, MCL §15.342a, as the same may be amended from time to time.
7. Actions which might otherwise be alleged to constitute a Conflict of Interest shall be deemed to comply with this Ordinance and not to be a Conflict of Interest if:

- a. before acting, the Board Member or Employee requested from the Committee and received a written opinion from Independent Counsel that the action does not constitute a Conflict of Interest; and
 - b. the material facts, as stated in the request for an opinion, are true and complete; and
 - c. the actions taken were consistent with the opinion.
8. The acceptance of any of the following benefits by a Board Member or Employee or a member of his or her Immediate Family or Extended Family is permitted:
- a. payment by the Authority of salaries, Compensation or employee benefits; or payment by an employer or business other than the Authority of salaries, Compensation, employee benefits or pursuant to a contract, when the payment is unrelated to a Board Member or Employee's status as a Board Member or Employee and is not made for the purpose of influencing, directly or indirectly, Official Action of a Board Member or Employee; or
 - b. fees, expenses, or income, including those resulting from outside employment, which are permitted and reported in accordance with the policies of the Authority; or
 - c. authorized reimbursement of actual and necessary expenses; or
 - d. campaign or political contributions which are made and reported in accordance with state law; or
 - e. hospitality extended for a purpose unrelated to the official business of the Authority; or
 - f. meals or refreshments furnished in connection with public events, appearances or ceremonies related to official Authority business, if furnished by the sponsor of such public event; or in connection with speaking engagements, teaching or rendering other public assistance to a non-profit organization or another governmental entity; this provision applies only if the Authority does not also pay the person for the same activity; or
 - g. awards publicly presented in recognition of public service; or
 - h. gifts or other tokens of recognition presented by representatives of governmental bodies or political subdivisions who are acting in their official capacities; or
 - i. anything of value, regardless of the value, when the thing of value is offered to the Authority, is accepted on behalf of the Authority, and is to remain the property of the Authority; or
 - j. loans which do not discriminate against or are in favor of an individual who is a Board Member, or Employee because of their status as a Board Member or Employee, if the lender is a regulated financial institution, the loan was made in the ordinary course of business, and the borrower reasonably believes that the

loan was made on substantially the same terms and those prevailing at the time for comparable transaction with other persons; or

- k. complimentary copies of trade publications; or
- l. reasonable Compensation for a published work which did not involve the use of the Authority's time, equipment, facilities, supplies, staff or other resources, if the payment is arranged or paid by the publisher of the work; or
- m. reasonable Compensation for a published work which did involve the use of the Authority's time, equipment, facilities, supplies, staff or other resources, if the payment of the Compensation to the Board Member or Employee is lawfully authorized by a representative of the Authority who is empowered to authorize such Compensation; or
- n. anything of value, if the payment, gift, or other transfer of value is unrelated to and does not arise from the recipient's holding or having held a position with the Authority, and if the activity or occasion for which it is given does not involve the use of the Authority's time, equipment, facilities, supplies, staff or other resources in any manner or degree which is not available to the general public.
- o. a Board Member or Employee may accept from persons known to such a Board Member or Employee to be a current or prospective vendor, contractor, concessionaire or tenant of an airport under the control of the Authority, or any of their agents, non-cash gifts, entertainment and other favors of nominal value, not to exceed \$50 per occurrence or \$250 in the aggregate per calendar year. Business entertainment must be legal, reasonable, infrequent and justifiable. The value of gifts given to a Board Member or Employee's Immediate Family or guest shall be attributed to the Board Member or Employee for the purpose of determining whether the limit has been exceeded, unless an independent Business, family, or social relationship exists between the donor and the Immediate Family Member or guest. Each Board Member or Employee shall maintain a personal log of benefits received pursuant to this Section during each calendar year, and shall retain the log for a period of at least one year after the end of the applicable calendar year. The log shall record the date of the receipt of each benefit received pursuant to this Section during the applicable calendar year, the nature and unreimbursed amount of the benefit, and the identity of the person providing the benefit. The log shall be produced for examination at the request of the Chief Executive Officer, through the Internal Auditor of the Authority or otherwise, or the Committee. The Chief Executive Officer may, in his or her discretion, impose requirements on Employees which are stricter than the requirements of this Section.

D. DETERMINATION OF CONFLICT OF INTEREST.

A Conflict of Interest exists if:

1. A Board Member or Employee, including members of his or her Immediate Family or Extended Family, has any financial or personal interest, in the outcome of a matter currently before that Board Member or Employee, or is associated as owner, member, partner, officer, employee, broker or stockholder in an enterprise that will

be affected by the outcome of such matter, and such interest is or may be adverse to the public interest in the proper performance of said Board Member's or Employee's governmental duties, or;

2. A Board Member or Employee has reason to believe or expect that he or she, or any member of his or her Immediate Family or Extended Family, or any Business with respect to such Board Member or Employee, will derive a direct monetary gain or suffer a direct monetary loss, as the case may be, by reason of his or her Official Duties or Official Action, or;
3. A Board Member or Employee has any other prohibited interest as defined by Michigan statutes relating to Conflicts of Interest.

E SUBSEQUENT CONFLICT OF INTEREST

No former Board Member or Employee may, during the 12 months following the date on which he or she ceases to be a Board Member or Employee, for Compensation, on behalf of any person or entity other than a governmental entity, appear before the Authority or negotiate with any Board Member or Employee on behalf of another person or entity in relation to any matter in which such former Board Member or Employee participated during his/her period of Authority service; or engage in any activity which is perceived to be primarily for the purpose of influencing any Board Member or Employee or the manner in which a Board Member or Employee performs or refrains from performing an Official Action.

F. FULL DISCLOSURE.

1. Responsibility to Disclose.

It shall be the responsibility of the Board Member or Employee to disclose the full nature and extent of his or her direct or indirect financial or Personal Interest in a matter before him or her.

No Board Member or Employee shall participate, as an agent or representative of the Authority, in approving, disapproving, voting, abstaining from voting, recommending or otherwise acting upon any matter in which he or she has directly or indirectly a financial or Personal Interest. The Board Member or Employee shall, in such circumstances, recuse himself or herself from the matter before him or her.

2. Disclosure of Conflict of Interest and Disqualification.

- a. Any Board Member or Employee who has a Conflict of Interest in any matter that requires Official Action shall disclose such fact to the Secretary of the Committee in writing or on the appropriate record prior to discussion or action thereon and shall refrain from participating in any discussion voting or action thereon, as follows, provided that such exceptions shall be observed as are permitted by law:

- i. the Chief Executive Officer and/or the Chief Financial Officer shall publicly disclose any Conflict of Interest and the nature and extent of such interest

- on the record at a regular or special meeting of the Authority Board as soon as the actual or potential conflict is known to the Chief Executive Officer and/or Chief Financial Officer. Such public disclosure shall be made prior to any discussion, deliberation, action or vote on the matter whereby he or she has the potential conflict;
- ii. a member of the Board, or any Board Committee shall publicly disclose any Conflict of Interest and the nature and extent of such interest on the records of said Board or Committee as soon as the actual or potential conflict is known or becomes known to the Board Member. Such public disclosure shall be made prior to any discussion, deliberation, action or vote on the matter whereby he or she has the potential conflict;
 - iii. an Employee who has a financial or other interest in a matter requiring Official Action or involving the Authority or the Board or any Board Committee and who participates in discussion with, or gives an official opinion to the Board or Committee relating to such matter, shall publicly disclose on the records of the Board or such Committee, as the case may be, any Conflict of Interest and the nature and extent of such interest. Such public disclosure shall be made prior to any discussion, deliberation, action or vote on the matter whereby he or she has the potential conflict;
 - iv. if any Conflict of Interest involves the General Counsel, any Assistant General Counsel, or any attorney who is responsible for performing any functions on behalf of the Committee or the Board, and cannot be resolved by the General Counsel's office internally by screening or some other method, the attorney shall disclose the interest, or the nature of the conflict, to the Committee pursuant to Section IIF below. The Committee may determine to engage the services of Independent Counsel to represent it with respect to such matter upon such terms and conditions as it may approve in accordance with the policies of the Board;
 - v. otherwise, any Board Member or Employee shall address such a disclosure to the supervisory head of his or her division or department and shall address such a disclosure to the general public.
- b. If a Board Member or Employee who has a Conflict of Interest, in any matter requiring Authority action or consideration, and who publicly discloses that conflict on the appropriate records but who refuses to refrain from discussion, deliberation or voting thereon, the matter under consideration shall be immediately referred to the Committee for a final determination as to the conflict in question and whether the Board Member or Employee must refrain from discussion, deliberation, action or voting thereon.
 - c. All Board Members and Employees, as of December 31 of any year, are required to file a Disclosure Statement as set forth in Section IV. The Disclosure Statement shall be filed no later than the following March 15, and shall be current as of the December 31 preceding the date of filing.
 - d. Any Board Member or Employee who was not a Board Member or Employee at the time the filing was required for the current year shall file the required

Disclosure Statement within twenty-one (21) days following the date he or she first became a Board Member or Employee. The Disclosure Statement shall be current as of the date the Board Member or Employee became a Board Member or Employee.

- e. Any candidate for appointment or hiring to an Authority employment position designated as requiring the filing of a Disclosure Statement shall file the Statement within fourteen (14) days of the date the candidate is informed on behalf of the Authority that he or she is being nominated or considered for appointment or hiring, or by such earlier date as may reasonably be necessary under the circumstances of the person's potential appointment or hiring, unless the candidate has previously filed a Disclosure Statement which is current for that year. The information on the Disclosure Statement shall be as of the latest practicable date. Following the receipt of a candidate's Disclosure Statement, the Secretary of the Board shall forward copies of the Disclosure Statement to the appropriate person(s) responsible for such candidate's appointment or hiring.
- f. Every Board Member or Employee who is required to file a Disclosure Statement shall amend the Disclosure Statement from time to time as necessary to ensure the continued accuracy thereof. Each such amendment shall be made within thirty days following any occurrence which causes the Disclosure Statement to be materially inaccurate.

SECTION III. VIOLATION, ENFORCEMENT AND ADVISORY OPINIONS.

A. Ethics Committee.

- 1. The Board shall appoint an Ethics Committee, as follows:
 - a. There is created an Ethics Committee of the Board, consisting of three (3) members of the Board.
 - b. The members of the Committee shall be selected by the Board; provided that at least two (2) of the members shall have been appointed to the Board by different appointing entities.
 - c. The Committee shall select its own presiding officer and secretary from among its members.
 - d. A Committee member shall hold office until the earlier of his or her resignation or change in Board Committee assignment.
 - e. The Committee's meetings shall be open to the public, and public notice of such meetings shall be given, if required by applicable law or the Board so directs.
 - f. The Board shall provide such staff support for the Committee as the Board determines to be necessary for the Committee to fulfill its duties.

2. The Board must appoint any replacement Committee members. Upon a vacancy on the Committee, the Chair of the Board may recommend a replacement Committee member to fill that vacancy.
3. The Committee shall establish such procedures it deems necessary or appropriate to perform its functions as set forth in this Ordinance.
4. The Committee may determine to engage the services of Independent Counsel to represent it with respect to such matters and upon such terms and conditions as it may approve in accordance with the policies of the Board.

B. Functions of the Ethics Committee.

When there is a question or a complaint as to the applicability of any provision of this Ordinance to a particular situation, that question or complaint shall be directed to the Committee. It shall then be the function of the Committee to conduct hearings and/or recommend that Independent Counsel issue an advisory opinion, as applicable.

After receiving a disclosure or complaint as to any provision of this Ordinance, the Secretary of the Committee shall promptly forward copies of the disclosure made pursuant to Section II.F. to the Board Member or Employee which may act on the matter, any person who is named in the disclosure as having or potentially having a Conflict of Interest, and if applicable, to any Independent Counsel which has been retained with respect to such matter.

1. Hearings.

The Ethics Committee shall follow the following hearing procedure:

- a. the Committee shall, within seven (7) days after any matter is brought to its attention, set a date certain for hearing said matter; and
- b. the Committee shall, at least twenty-eight (28) days before the hearing date, send notice of such hearing, accompanied by a copy of the complaint of the alleged breach of this Ordinance, to any person requested to appear before them, by certified mail, return receipt requested, to addressee only; and
- c. Any person requested to appear before the Committee hearing may request one extension for a period not to exceed twenty-eight (28) days. Extensions thereafter will be granted only under extreme circumstances; and
- d. Any person requested to appear before the Committee hearing may be accompanied by his or her attorney; and
- e. all hearings at which any person shall be requested to appear shall be subject to the Open Meetings Act; and
- f. all findings of Committee hearings shall be published in permanent form and communicated to the Authority and the public, subject to the requirements of the Open Meetings Act; and

- g. the Committee shall advise the Board of any reports it has received of any ethical violations of this Ordinance and may cause Independent Counsel to review such matter. Upon completion of its review, Independent Counsel shall report its findings to the Committee for its determination. The Committee shall thereupon advise the Board of its recommendation with respect to such matter. The Board shall thereupon take such action as it deems necessary and appropriate in accordance with this Ordinance and applicable law.

2. Additional Duties of the Committee.

The Committee shall, in addition to its other duties:

- a. at the first meeting of the Board occurring after receipt of the report of Independent Counsel regarding its review of the Disclosure Statements each year, cause each Independent Counsel retained during the preceding year to submit an annual report to the Board concerning its actions in the preceding year; the report shall contain a summary of its review of the Disclosure Statements and the opinions issued by such Independent Counsel, with any alterations in the summaries necessary to prevent disclosure of any confidential information pertaining to any Person if the disclosure could lead to the disclosure of the identity of a Person who is entitled to confidentiality; and
- b. recommend any actions regarding the Authority's policies and practices which the Committee believes would or could enhance the ethical environment in which a Board Member or Employee works; and
- c. recommend forms for use under this Ordinance; and
- d. the Committee may refer a matter to Independent Counsel for review and consideration. Upon completion of its review and consideration, Independent Counsel shall report its findings to the Committee for its determination. The Committee shall thereupon advise the Board of its recommendation with respect to such matter.

3. Advisory Opinions.

All advisory opinions so issued shall also be published in permanent form and communicated to the Authority and the public, subject to the requirements of the Open Meetings Act. After the Committees' advisory opinions and/or hearing findings have been published:

- a. the Board shall be responsible for imposing any sanction for a violation of this Ordinance on one of the Board Members, or Employee or any person appointed by the Authority to any Board or Committee; and
- b. if it becomes necessary to seek the removal of a Board Member or Employee after the Committees' advisory opinion and/or hearing findings,

the Board shall follow the requirements for removal of a public official in accordance with the laws of the State of Michigan, provided that in all cases, removal of a Board Member is subject to the provisions of the Act, which require that a Board Member only may be removed by his or her appointing entity for cause; and

- c. the Chief Executive Officer shall be responsible for imposing any discipline for a violation of this Ordinance on any Employee.

SECTION IV. AFFIDAVIT AND DISCLOSURE STATEMENT

Immediately following an election, employment or appointment of a Board Member or Employee, the Secretary of the Board shall provide the individual with an Affidavit and Disclosure Statement form as described in Section IV. A. below and attached to this Ordinance. Within twenty (20) days after any change in the facts set forth in the Board Member's or Employee's previously filed Affidavit and Disclosure Statement, all Board Members or Employees shall file with the Secretary of the Board an Affidavit and Disclosure Statement including the following:

A. DISCLOSURE STATEMENT CONTENTS.

The Disclosure Statement shall contain the following information, which shall be provided on the basis of the reporting Board Member's or Employee's actual knowledge:

1. The name, address and type of every Business with respect to the reporting Board Member or Employee, and of the members of the Board Member or Employee's Immediate Family and the nature of the association with the Business, except that no identification need be made of any of the following for purposes of this subsection:
 - a. the Authority; or
 - b. any organization which is organized and operated primarily to influence voting at an election including support for or opposition to an individual's present or future candidacy or to a present or future referendum; or
 - c. any nonprofit organization which is formed exclusively for religious purposes and any nonprofit community service organization.
2. The name of any Business required to be identified in subsection (i) above and from which income in excess of \$100 was derived by the reporting Board Member or Employee or any member of the Board Member or Employee's Immediate Family or any Business with respect to the Board Member or Employee or a member of his or her Immediate Family during the preceding year, excluding dividends, interest, or anything of pecuniary value reported under this Ordinance or under state law.
3. The name of any Business required to be identified in subsection (i) above in which the reporting Board Member or Employee or any member of the Board Member's or Employee's Immediate Family or any Business with respect to the Board Member or Employee or a member of his or her Immediate Family, severally or in the aggregate, is the beneficial owner of more than a five percent equity interest.

4. The name of any creditor to whom the reporting Board Member or Employee of the Board Member's or Employee's Immediate Family or any Business with respect to the Board Member or Employee or a member of his or her Immediate Family, severally or in the aggregate, owes \$500 or more; provided, however, that no disclosure needs to be made with respect to a loan which is not in default.
5. The name of any unit of government, other than the Authority, which employed the reporting Board Member or Employee during the preceding calendar year.
6. The identity of each payer not required to be identified pursuant to subsection (i) from which the reporting Board Member or Employee or any member of his or her Immediate Family or any Business with respect to the Board Member or Employee or a member of his or her Immediate Family received \$100 or more in income for the preceding taxable year of such Person, except that if the reporting Board Member or Employee identifies the general nature of the Business in which he or she or any member of the reporting Board Member or Employee's Immediate Family or any Business with respect to the reporting Board Member or Employee or a member of his or her Immediate Family is engaged, then no identification need be made of a decedent's estate or an individual, not acting as a representative of a Business. In addition, no identification need be made of payers from which only dividends or interest, or anything of pecuniary value reported under this Ordinance or under state law, were received.
7. The name of the top twenty-five Persons, in terms of the dollar amount of business done with the Authority during the preceding year, as shown on the certified list prepared by the Chief Financial Officer for such year, from which such reporting Board Member or Employee or any member of the Board member's or Employee's Immediate Family or any Business with respect to the Board Member or Employee or a member of his or her Immediate Family has received any benefit severally or in the aggregate having a total value of \$100 or more during the preceding year.
8. The name of any Person or Business that the reporting Board Member or Employee has actual knowledge has done business with the Authority during the preceding year and which is not shown on the certified list prepared by the Chief Financial Officer for such year from whom the reporting Board Member or Employee or any member of the Board Member's or Employee's Immediate Family or any Business with respect to the Authority Board Member or Employee or a member of his or her Immediate Family received during the preceding calendar year any benefit having an aggregate value in excess of \$100.
9. The Board may, in its discretion, require such additional information as it may deem necessary in order to effectuate the purposes of this Ordinance. Such additional information may be requested by the Board from an individual reporting Board Member or Employee or from categories of Board Member or Employees as the Board determines in its sole discretion.
10. Income from, and financial investments in, policies of insurance, deposits in accounts from commercial or savings banks, savings and loan associations, or credit unions, and the ownership of less than five percent of the outstanding shares of stock in a publicly held corporation shall not be required to be included on a Disclosure Statement.

Failure to file the required Disclosure Statement within the required period after having received the notice shall constitute a violation of this Ordinance, and shall be reported in writing to the Board by the Secretary of the Board, and may constitute grounds for removal of such person from his or her position with the Authority; provided, however, that Board Members may only be removed in accordance with the Act.

B. AFFIDAVIT.

The Disclosure Statement shall also contain the following statement for the Board Member or Employee to acknowledge:

An Affidavit in which the Board Member or Employee states: "I have read and I understand the Ethics Ordinance of the Wayne County Airport Authority and, to the best of my knowledge, I am not in conflict with its provisions."

C. DISCLOSURE STATEMENT: REVIEW.

As soon as practicable after the receipt of the required Disclosure Statements each year, the Committee shall cause Independent Counsel to review such Disclosure Statements to determine whether there has occurred or whether there is the potential for the occurrence of any transactions by the Authority that would create a Conflict of Interest involving a Board Member or Employee or the Authority. Upon completion of its review, Independent Counsel shall report its findings to the Committee and shall provide the Committee with a summary pursuant to Section III B2a above.

Wayne County Airport Authority
2018 Disclosure Statement

Your Name:								
Home Address:								
Authority Position:								
List yourself if you are employed by any Business other than the Authority AND list each Immediate Family Member that is currently employed, whether or not they do business with the Authority (i.e., spouse, parent, sibling, child (whether by marriage, blood or adoption))	Relationship to you (i.e., spouse, parent, sibling, child (whether by marriage, blood or adoption))	Business Name	Business Address	Type of Business (i.e., automotive, government, marketing)	Job Title	Has this Business done Business with the Authority in preceding year? (If yes, please describe person's involvement in decision making between the Authority and Business AND if they received more than \$100 (including gifts with a value of \$100 or more))	Does this person have ownership interest in Business?	Please identify the name of any creditor who has given you, or your immediate family member, a personal loan of \$500 or more, but only if the loan is in default. You do not need to disclose a loan from a regulated financial institution.
<i>EXAMPLE - John Doe</i>	<i>Brother</i>	<i>Ford Motor Company</i>	<i>1212 Smith Hwy, Detroit, MI</i>	<i>Automotive</i>	<i>Engineer</i>	<i>Yes, None, Salary</i>	<i>No</i>	<i>N/A</i>
<i>EXAMPLE - Pam Smith</i>	<i>Mother</i>	<i>ABC Warehouse</i>	<i>4242 Johnson, Houston, TX</i>	<i>Furniture</i>	<i>Sales clerk</i>	<i>No</i>	<i>Yes</i>	<i>N/A</i>

Wayne County Airport Authority
2018 Disclosure Statement

List yourself if you are employed by any Business other than the Authority AND list each Immediate Family Member that is currently employed, whether or not they do business with the Authority <small>(i.e., spouse, parent, sibling, child (whether by marriage, blood or adoption))</small>	Relationship to you <small>(i.e., spouse, parent, sibling, child (whether by marriage, blood or adoption))</small>	Business Name	Business Address	Type of Business <small>(i.e., automotive, government, marketing)</small>	Job Title	Has this Business done Business with the Authority in preceding year? <small>(If yes, please describe person's involvement in decision making between the Authority and Business AND if they received more than \$100 (including gifts with a value of \$100 or more))</small>	Does this person have ownership interest in Business?	Please identify the name of any creditor who has given you, or your immediate family member, a personal loan of \$500 or more, but only if the loan is in default. You do not need to disclose a loan from a regulated financial institution.
<p><i>Please note that in addition to completing this Disclosure Statement, Board Members/Employees have other affirmative disclosure obligations prescribed by the Ethics Ordinance. The Ethics Ordinance also requires every person who is required to file a Disclosure Statement to amend the Disclosure Statement from time to time as necessary to ensure the continued accuracy of the Disclosure Statement. The Authority recommends that each Board Member/Employee review his or her obligations and duties under, and the conduct that is prohibited by, the Ethics Ordinance.</i></p>								
<p><i>By typing your name or signing below, you are signifying that you have read and understand the Ethics Ordinance of the Wayne County Airport Authority and, to the best of your knowledge, you are not in conflict with it's provisions.</i></p>								
Date	Board Member/Employee							