

GREENWICH BOARD OF ETHICS

Minutes of Regular Meeting on December 5th, 2017

Members Present: Paul de Bary, Chair, Robert Grele, Robert Sisca, Rev. Ian Jeremiah, Secretary

Members Absent: John Margenot

The meeting was called to order at 5:39 P.M. by the Chair, who noted that a quorum was present and that the agenda for the meeting had been provided to all the members, posted online and posted in Town Hall in accordance with Freedom of Information Act requirements.

Mr. de Bary had distributed a draft of the minutes of the Board's meeting on June 6th, 2017, as filed with the Town Clerk. The Board, in its September 12th, 2017 meeting had deferred taking action regarding the approval of said minutes. Further Mr. Grele had distributed a draft of the minutes of the Board's meeting on September 12th, 2017, as filed with the Town Clerk. The Chair asked if there were any comments on both of the minutes. After review, Mr. Sisca pointed out some minor typographical errors, after which, there were no further revisions requested to the draft minutes. Upon motion made by Mr. Grele and seconded by Mr. Sisca, the minutes of June 6th, 2017 and September 12th, 2017 meetings of the Board were approved as attached to these minutes with Rev. Jeremiah, who was absent from the June 6th, 2017 meeting, abstaining (Exhibits A and B).

The Chair then presented the Regular Meeting Schedule for 2018 for the Board of Ethics. He had submitted a draft of the schedule to the members and asked if there were comments. After review, and upon motion made by Mr. Grele and seconded by Rev. Jeremiah, the Regular Meeting Schedule for 2018 was unanimously approved as attached to these minutes (Exhibit C).

The next item on the agenda was the review of the Ethics Disclosure Forms filed by Town Officers. These had been summarized in the draft Annual Report which noted that there had been a decrease in the filing of reports by Town Officers. The members indicated that they felt the summary was accurate and that they had no further comments on the reports.

The next item on the agenda was the review of the Annual Report. The Chair shared a draft with members of the Board and they indicated agreement with the substance of the report.

The final item on the agenda was the Pending Advisory Opinion request by Commission on Aging. After review, it was unanimously agreed to work toward providing additional guidance in response to this request by the end of the fiscal year.

Following this, there was no further business before the Board and the meeting was adjourned by unanimous consent at 6:40 P.M.

Town of Greenwich

Board of Ethics

Regular Meeting Schedule for 2018

The Board of Ethics has adopted the following meeting schedule for its regular meetings during the 2018 Calendar Year:

February 9, 2018

April 24, 2018

June 5, 2018

September 11, 2018

December 11, 2018

Board of Ethics Meetings are usually held at 5:30 P.M. at Town Hall. For specific information concerning the location and time of each meeting, please consult the Town Facilities Calendar. Special and emergency meetings of the Board of Ethics may be scheduled upon notice to the Town Clerk, which will be posted in accordance with the requirements of the Connecticut Freedom of Information Act. That Act requires notices for special meeting to be filed with the Town Clerk and posted on the meeting page of the Board's web site at least 24 hours before the meeting, but does not require notice of emergency meetings where the emergency is justified. Agendas for regular and special meetings are also required to be filed in the office of the Town Clerk and posted on the Board's web site at least 24 hours in advance.

Any person who files a written request, and agrees to pay reasonable charges as described below, will be sent copies of notices of regular and special meetings at the time they are filed with the Town Clerk. Any such request must specify the e-mail or physical mailing address to which the copy of the notice is to be given and will be effective for the remainder of the calendar year from the date of filing. A renewal request may be filed during January of each year. The annual cost of this service will be: 1) for e-mail notification - \$25, or 2) for 1st class mail notification - \$50. Persons making such requests should enclose a valid check drawn on a solvent account and made payable to "Town of Greenwich" for the required amount with the request sent to the Town Clerk. The request should be mailed or delivered to the Town Clerk at Town Hall, 101 Field

Point Road - Greenwich, CT 06830. A copy of the request should be sent to the Secretary of the Board of Ethics at the same address.

GREENWICH BOARD OF ETHICS

Minutes of Regular Meeting on June 6th, 2017

Members Present: Paul de Bary, Chair and Acting Secretary, Robert Grele, Robert Sisca

Members Absent: Rev. Ian Jeremiah, John Margenot,

Others Present: Steven Katz

The meeting was called to order at 5:35 P.M. by the Chair, who noted that a quorum was present and that the agenda for the meeting had been provided to all the members, posted online and posted in Town Hall in accordance with Freedom of Information Act requirements. The Chair had distributed the minutes of Board's meeting on May 25th, 2016. Since these had been approved by the Board at that meeting, there was no need for further approval.

The Board then had a wide-ranging discussion with Mr. Katz concerning the issues that he and Mrs. Burns had raised in their request for an advisory opinion on behalf of the Commission on Aging. The Chair also reported that he had had a conversation with Mrs. Burns earlier in the day concerning any other issues that might need to be addressed and the timetable for the opinion. Of particular concern to her was the need for the Commission to establish an Advisory Council in connection with the AARP/World Health Organization Livable Communities initiative and whether members of the Advisory Council would be Town Officers subject to the Code of Ethics. The Chair indicated that whether persons other than those nominated by the Selectmen and appointed by the RTM were Town Officers is a question that the Board has not been asked to address before, and Mr. Greeley pointed out that the definition of Town Officer in the Code of Ethics included agents and consultants of the Town.

In the interest of assisting the Commission in the formation of the Advisory Council, Mr. Katz offered to discuss the issue with Mrs. Burns and work on the preparation of a separate request with regard to the status of council members as Town Officers. The members of the Board indicated that they would make an effort to deal with that request during the first few weeks of July and Mr. Greeley and Mr. Sisca agreed to serve as a working group for that request.

The Chair also indicated that Mrs. Burns had asked whether members of the Board could attend the Commission meeting on June 21st. Mr. Greeley agreed to accompany Mr. de Bary to the meeting.

Following this discussion, there was no further business before the Board and the meeting was adjourned by unanimous consent at 7:23 P.M. No votes were taken at the meeting.

DRAFT

GREENWICH BOARD OF ETHICS

Minutes of Regular Meeting on September 12, 2017

Members Present: Robert Sisca, John Margenot, Rev. Ian Jeremiah, Robert F. Grele

Members Absent: Paul de Bary

Others Present: Steven Katz

The meeting was called to order at 5:35P.M. by Mr. Grele, who served as the Chairman of the Meeting in the absence of Mr. de Bary. Mr. Grele noted that a quorum was present and that the agenda for the meeting had been provided to all the members, posted online and posted in Town Hall in accordance with Freedom of Information Act requirements.

The Board deferred taking action regarding the approval of the minutes of the last regular meeting of the Board.

The Board then discussed the request by the Commission on Aging for an advisory opinion regarding the Commission's establishment of an advisory committee in connection with the AARP/World Health Organization Livable Communities initiative and, specifically, whether members of such an advisory committee or related sub-committees would be Town Officers subject to the Code of Ethics.

The Board then considered a draft of an advisory opinion (Advisory Opinion No. 2017-04), and reviewed with Mr. Katz the proposed "Statement of Facts" portion of the draft opinion. Mr. Katz suggested a few revisions to include the reference to subcommittees which might be set up by the advisory committee. Upon motion made by Mr. Sisca and seconded by Mr. Margenot, the Board Voted (4-0) to adopt the following resolution:

RESOLVED, that the Board adopt the draft of the Advisory Opinion which had been presented at the meeting, with certain amendments which are shown on the copy of which is attached hereto as Exhibit A (deletions are in brackets [], and additions are in *italics*).

A copy of Advisory Opinion No. 2017-04 as amended and in its final form, as adopted by the Board, is attached hereto as Exhibit B.

There being no further business before the Board, the meeting was adjourned by unanimous consent at 5:59 P.M.

Exhibit A

Draft Advisory Opinion No. 2017-04

Date: September 12, 2017

Topics: Town Officers; Advisory Boards and Committees

Code Sections: Sections 2(a) (3), Section 5

Statement of Facts:

The Commission on Aging is participating in a program established by the American Association of Retired Persons (AARP) under the auspices of the World Health Organization. This program is identified as the Age Friendly Communities Program and its purpose is to serve as a catalyst to educate, encourage, promote, and recognize improvements that make cities, towns, and counties more supportive not only of their older residents but for residents of all ages. Under the program, the Commission has applied to have Greenwich designated as the first Connecticut community to join the Program's Network of Age-Friendly Communities.

As part of the first phase of the program, the Commission is collecting data for a baseline assessment of age-friendliness of the Community. This will serve as a basis for a three-year action plan to be recommended to the Town for implementation. The program requirements stipulate that an advisory committee *and possible subcommittees* be established to assist the Commission in making the assessment and developing the action plan. The advisory panel is required to include representatives of Town Government as well as major non-profit and private institutional service providers and constituent groups. It is the clear intention of the program that persons with personal interests, including economic interests, in the development plan be included in the advisory committee.

In order to properly advise members of the advisory committee *and any subcommittees which may be established* of their responsibilities under the program, the Commission has requested the Board to issue an advisory opinion with respect to the application of the Code of Ethics to the members of the advisory committee *and any such subcommittees*.

Question Presented:

Will members of the advisory committee *and any subcommittees* be Town Officers for purposes of the Code of Ethics?

Discussion and Conclusions:

This request concerns the definition of Town Officer Section 2 (a) (3) of the Code of Ethics, which reads as follows:

“Town officer shall mean and include any official, employee, agent, consultant or member, elected or appointed, of any board, department, commission, committee, legislative body or other agency of the town.”

It must be noted that the definition of Town Officer contained in Section 2 of the Code was intended to apply only for purposes of the Code and was not intended to apply for purposes of other Town Classifications. This is made clear by the RTM’s specific inclusion of consultants and agents in addition to officials, employees and other elected and appointed officials. In this regard, the Board must consider whether the advisory committee is a committee or other agency “of the Town”.

What constitutes a committee *or subcommittee* or other agency of the Town has rarely been specifically [been] addressed by the Board. Certainly, the fact that the members of the committee are to be selected by members of a commission that act as part of a Town department suggest that the committee will be a Town Committee. It is also clear that the Committee has been designed to speak for the Town, although not necessarily the Town government. However, most of the committees and agencies of the Town that the Board deals with appoint members under a process that is more formal, involving nominations by the Selectmen and approvals by the RTM. Other less formal committees have established from time to time, but the application of the Code to such committees has never been the subject of a complaint or a request for an advisory Opinion of the Board.

In this case the Board believes that the advisory committee established by the Commission on Aging should be [consider] *considered* a committee of the Town because it is being created by a Town department as part of a formal effort to obtain consultative advice. The intention of the RTM to include consultants within the purview of the Code is clear. Whether they serve on a paid or unpaid basis seems immaterial.

Although the recommendations of the advisory committee *and any subcommittees* will not be directly translated into Town policies, the formal structure of the program ensures that the recommendations of the committee will have a formal role in the development of an action plan for the Town. The Board of Ethics has been consistent in considering formal advisory matters to be covered by the Code of Ethics.

In Advisory Opinion 98-02, a member of the Historic District Commission served as an architectural consultant for a real estate company and was asked to appear on a client’s behalf before the Commission regarding an application for a designation as an Historic Overlay Zone in connection with the renovation of a building owned by the client. The member did not appear before the commission as a registered agent for the company, but provided detail to the Commission as to architectural detail and historical background. The Commission didn’t itself approve the designation, but served in an advisory capacity to the Planning and Zoning Commission.

While the Board encouraged the member in Advisory Opinion 98-02 to give the Commission the benefit of the member’s professional expertise, it found it acceptable only to the extent that the member was “recused from participation in review of the application and all discussion and votes

thereon by the Commission.” Specifically, the Board found no reason to distinguish the situation from other Town actions simply because the Commission’s recommendations were only made in an advisory capacity to the Planning and Zoning Commission:

“In this case, the action to be taken by the Town is the recommendation of the Historical Commission, not the designation by the Planning and Zoning Commission.”

Similarly, in Statement 95-01, the Board considered whether a favor received by a Town Officer who was not “directly in the decision-making chain with regard to the duties to be performed” could result in a violation of the Code and commented that it could be considered a gift or favor for purposes of the Code. It is also noted that Connecticut Freedom of Information Commission recently confirmed its 1988 decision that Greenwich Emergency Medical Services was covered by the State Freedom of Information act because it had been created by Town action and was supported by Town funds. This is consistent with the Board’s decision in Advisory Opinion 96-01.

Accordingly, the Board finds that members of the advisory committee being established by the Commission on Aging as part of its Age-Friendly Communities initiative will be subject to the Code of Ethics. The Commission should inform the members of the committee that they are subject to provisions of the Code with regard to gifts, favors and financial interests, including the reporting requirements of Section 5 of the Code.

The Board recognizes that the nature of the committee is such that members will in many cases be selected because of their interest in the matters being dealt with by the Committee. This is not entirely unusual for Town committees and is a reason for persons to serve, not to avoid service, as the Board has stressed on many occasions. The Board has addressed issues related to this on previous occasions and expects to address these issues further when it responds to other questions raised in the Commission’s request, which are currently under advisement.

See Related: A98-02, S95-01, A96-01

Exhibit B

Advisory Opinion No. 2017-04

Date: September 12, 2017

Topics: Town Officers; Advisory Boards and Committees

Code Sections: Sections 2(a) (3), Section 5

Statement of Facts:

The Commission on Aging is participating in a program established by the American Association of Retired Persons (AARP) under the auspices of the World Health Organization. This program is identified as the Age Friendly Communities Program and its purpose is to serve as a catalyst to educate, encourage, promote, and recognize improvements that make cities, towns, and counties more supportive not only of their older residents but for residents of all ages. Under the program, the Commission has applied to have Greenwich designated as the first Connecticut community to join the Program's Network of Age-Friendly Communities.

As part of the first phase of the program, the Commission is collecting data for a baseline assessment of age-friendliness of the Community. This will serve as a basis for a three-year action plan to be recommended to the Town for implementation. The program requirements stipulate that an advisory committee and possible subcommittees be established to assist the Commission in making the assessment and developing the action plan. The advisory panel is required to include representatives of Town Government as well as major non-profit and private institutional service providers and constituent groups. It is the clear intention of the program that persons with personal interests, including economic interests, in the development plan be included in the advisory committee.

In order to properly advise members of the advisory committee and any subcommittees which may be established of their responsibilities under the program, the Commission has requested the Board to issue an advisory opinion with respect to the application of the Code of Ethics to the members of the advisory committee and any such subcommittees.

Question Presented:

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Discussion and Conclusions:

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See Related: A98-02, S95-01, A96-01