

**RESOLUTION OF THE TOWN COUNCIL OF MOUNTAIN VILLAGE, COLORADO
AMENDING SECTION 1-2(L) OF THE AMENDED AND RESTATED CODE OF
ETHICS FOR THE TOWN OF MOUNTAIN VILLAGE, COLORADO**

RESOLUTION No. 2013-1121-15

WHEREAS, the Town of Mountain Village previously adopted a Code of Ethics for the Town of Mountain Village, as subsequently amended via Resolution No. 2007-0719-12.

WHEREAS, the Town of Mountain Village previously adopted an Amended and Restated Code of Ethics for the Town of Mountain Village via Resolution 2009-0319-03.

WHEREAS, the Town of Mountain Village previously adopted an Amended Section 1-2(L) of the Amended and Restated Code of Ethics for the Town of Mountain Village via Resolution 2012-0816-19.

WHEREAS, the Town of Mountain Village has determined that it is in the best interest of the Town of Mountain Village to amend and restate Section 1-2(L) of the Amended and Restated Code of Ethics for the Town of Mountain Village.

NOW THEREFORE, BE IT RESOLVED by the Town Council of the Town of Mountain Village:

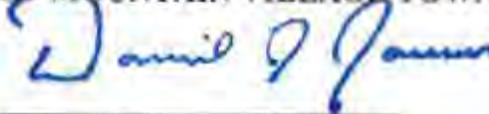
Section 1. Amendment to Section 1-2(L) of the Amended and Restated Town Code of Ethics.

Section 1-2(L) of the Amended and Restated Town Code of Ethics is hereby deleted in its entirety and is replaced with the following:

L. "Interested Party" means the applicant in a Quasi-Judicial matter; or any person who resides in or owns property that is contiguous, adjacent or diagonally adjoining the subject property; or any person who would be adversely affected by an official action in a manner different from the public generally; or who has a Financial or Business Interest in any official action pending before the Town.

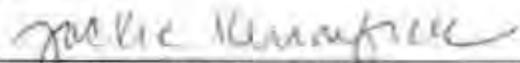
**ADOPTED THIS 21st DAY OF NOVEMBER, 2013, AT A REGULAR MEETING OF
THE TOWN OF MOUNTAIN VILLAGE TOWN COUNCIL.**

TOWN OF MOUNTAIN VILLAGE TOWN COUNCIL



By: _____
Dan Jansen, Mayor

ATTEST:

By: 
Jackie Kennefick, Town Clerk

APPROVED AS TO FORM:

By: 
James Mahoney, Assistant Town Attorney

TOWN OF MOUNTAIN VILLAGE

COLORADO

CODE OF ETHICS

TABLE OF CONTENTS:

§ 1-1 Purpose

§ 1-2 Definitions

§ 1-3 Guidelines of Ethical Conflict and for Avoiding Conflicts of Interest

§ 1-4 Restrictions and Rules of Conduct

§ 1-5 Disclosures

§ 1-6 Contracts and Employment with the Town

§ 1-7 Confidential Information

§ 1-8 Ex Parte Communications

§ 1-9 Ethics Commission (Establishment, Powers and Duties)

§ 1-10 Gifts (Repealed)

§ 1-11 Enforcement

§ 1-12 Appearance Before a Board or Council

§ 1-13 Penalties

§ 1-1 Purpose.

The Town Council recognizes the importance of promoting public confidence in the Town government and that those citizens who hold public office or are employed by the Town may have conflicts arise between their public duty and their personal and/or Financial or Business Interests. Therefore this Code of Ethics sets forth standards and guidelines of ethical conduct for Town officials and Employees who seek to maintain conformity with the provisions and intent of the Town Charter and Town Ordinances.

This Code of Ethics sets forth standards of ethical conduct, identifies mandatory disclosures, establishes an Ethics Commission and provides for sanctions, remedies and penalties for violations of this Code of Ethics.

§ 1-2 Definitions

- A. *“Board”* means the Design Review Board and such other boards, commissions, committees or other authorities operating on behalf of the Town of Mountain Village as the Town Council may from time to time determine.
- B. *“Board Member”* means a member of any Board, including regular and alternate members, but does not include any full-time or part-time Town Employee.
- C. *“Business”* means any corporation, partnership, sole proprietorship, association, trust or foundation, or other individual or organization carrying on a Business, whether or not operated for profit.
- D. *“Compensation”* means any money, thing of value or Economic Benefit conferred on or received by any person in return for services rendered or to be rendered by himself or herself or another.
- E. *“Conflict of Interest”* means any Financial or Business Interest, direct or indirect, which may or which may reasonably be perceived by the public, to conflict with or influence the conduct of a Council Member, Board Member or Employee in performing his or her duty on the Board. A Conflict of Interest includes an existing conflict at the time, or a conflict that may arise after the fact.
- F. *“Contract”* means any arrangement or agreement pursuant to which any land, material, service, or other thing of value is to be furnished to the Town for a valuable consideration, to be paid by the Town, or sold or transferred by the Town.

- G. *“Economic Benefit”* means a gift of substantial value (\$100 or more per individual and \$500 or more cumulatively for the past twelve (12) months) or an economic benefit tantamount to a gift of substantial value and includes loans given at a rate of interest substantially lower than the commercial rate then currently prevailing for similar loans, and Compensation received for value of such services. The following shall not be considered gifts of substantial value or Economic Benefits tantamount to a gift of substantial value for purposes of this Chapter:
- (a.) A campaign contribution reported, as required; or
 - (b.) An occasional non-monetary gift, insignificant in value; or
 - (c.) A non-monetary award publicly presented by a non-profit/not for profit organization in recognition of public service; or
 - (d.) Payment of or reimbursement for actual and necessary expenditures for travel and subsistence for attendance at a convention or other meeting at which such public official or Employee is scheduled to participate; or
 - (e.) Reimbursement for or acceptance of an opportunity to participate in a social function, meeting or event on Town property, which is not extraordinary when viewed in light of the position held by such person; or
 - (f.) Payment of a salary or benefit from employment.
- H. *“Employee”* means any full time or part time paid Employee of the Town. While Employees are subject to this Code of Ethics, violation shall be addressed in accordance with the Town’s personnel policies.
- I. *“Ex Parte Communication”* means a written or oral communication to a Town Employee, Board Member or Council Member which takes place without notice to, or opportunity to lawfully participate by, members of the entire governing body or any subcommittee thereof, and at a time and place other than a public hearing, public meeting or publicly noticed work session.
- J. *“Family”* means any Council Member, Board Member or Employee’s parents, siblings, spouse and children and the spouse of any of them.
- K. *“Financial or Business Interest”* means an interest held by an individual and includes:

- (a.) An ownership interest in a Business; or
 - (b.) A creditor interest in an insolvent Business; or
 - (c.) An employment or prospective employment for which negotiations have begun; or
 - (d.) An ownership interest in real or personal property; or
 - (e.) A loan or any other debtor interest; or
 - (f.) A directorship or an officership in a Business.
- L. *"Interested Party"* means the applicant in a Quasi-Judicial matter; or any person who resides in or owns property that is contiguous, adjacent or diagonally adjoining the subject property; or any person who would be adversely affected by an official action in a manner different from the public generally; or who has a Financial or Business Interest in any official action pending before the Town.
- M. *"Official Act or Action"* means any vote, decision, recommendation, approval, disapproval or other action, including inaction, which involves the use of discretionary authority.
- N. *"Personal Interest"* means a close blood, Family or marital relationship, or any other close personal relationship which imparts the appearance, to a reasonable person, of undue partiality or undue influence.
- O. *"Quasi Judicial Action"* means those actions that occur when the following factors exist: a) state or local law requires advance public notice of a public hearing before the governing body at which parties and interested citizens have an opportunity to be heard, present evidence, and cross-examine others, and b) a state or local law requires the governing body take Official Action by determining or applying competent facts of the case as presented in the hearing, to certain criteria established by law. The following are identified by way of example only as *Quasi-Judicial Matters*: development applications including site-specific rezoning, subdivision plats, planned unit developments, certificates of appropriateness (but excluding general rezoning or Land Use Code text amendments), appeals to or from the Design Review Board, density transfer applications and applications to the liquor licensing authority.

- P. “*Town*” means the Town of Mountain Village, County of San Miguel, State of Colorado.
- Q. “*Town Council*” means the duly elected Town of Mountain Village Council.
- R. “*Council Member*” means a duly elected member of the Town of Mountain Village Council.

§ 1-3 Guidelines of Ethical Conflict and for Avoiding Conflicts of Interest

Council Members, Board Members and Employees are agents of public purpose who hold the office as a public trust for the benefit of the people and are bound by ethical constraints.

The following guidelines apply to all Council Members, Board Members and Employees and are intended to help guide and avoid any Conflicts of Interest or the appearance of a Conflict of Interest.

§ 1-3-1 Council Members, Board Members and Employees are bound to uphold the Constitution of the United States, the Constitution of the State of Colorado, the Town Charter and any rules, regulations, ordinances or resolutions of the Town.

§ 1-3-2 Council Members, Board Members and Employees should be aware of the will of the electorate, through the election process and through the Town Council meeting process.

§ 1-3-3 Council Members, Board Members and Employees shall avoid the receipt of any Compensation, gift, reward, gratuity, Economic Benefit or other item of value from a person if that person has or may have an interest in a matter pending before any Board. To this end, a Council Member, Board Member or Employee should be aware of his or her personal and Financial or Business Interests.

§ 1-3-4 Council Members, Board Members and Employees should disclose any potential Conflict of Interest and seek legal advise from the Town’s attorney as to whether the potential conflict is indeed a real Conflict of Interest.

§ 1-3-5 Council Members and Board Members shall not be an Employee of the Town. A violation of this § 1-3-5 shall constitute a permanent Conflict of Interest until the employment is terminated or the membership is vacated.

§ 1-4 Restrictions and Rules of Conduct

Violation of the following Restrictions and Rules of Conduct shall constitute a violation of the public trust and a breach of his or her fiduciary duties and shall subject

the Council Member, Board Member or Employee to the penalties of § 1-12 hereunder and any other penalties imposed by law.

§ 1-4-1 If a Council Member or Board Member votes on any matter where:

A. The Council Member or Board Member has a Conflict of Interest, a Financial or Business Interest, a Personal Interest, has, will or may receive an Economic Benefit from the matter or, is an Interested Party.

B. The Council Member or Board Member has been improperly influenced to the degree where it would impair a reasonable person from objectively voting on the matter.

C. The Council Member or Board Member is a member, Employee of or has a Business Interest in a firm which represents an applicant before the Board or Town Council.

D. The Council Member or Board Member asserts a claim contrary to the interests of the Town of Mountain Village in any court of law or other legal forum, including but not limited to mediation or arbitration. Furthermore, in this case, that person may not participate in any decision or determination on the matter and shall be excluded from any executive session on the matter. For purposes of this section, participate shall mean, participation as a Council or Board Member, but shall not exclude participation as a constituent.

E. The Council Member or Board Member accepts a fee or any other Compensation, except his or her official Compensation from the Town, for promoting or opposing the passage of legislation.

F. The Council Member or Board Member is employed, has a Business Interest in or is a board member, paid or volunteer, of any firm, organization, association or other entity directly impacted by or associated with the matter in question. Furthermore, in this case, that person may be excluded from any executive session related to the matter.

§1-4-2 If a Council Member, Board Member or Employee discloses or uses confidential information obtained in the course of his or her official business in order to further his or her personal or Financial or Business Interests, such an act shall constitute a violation of this Code of Ethics.

§1-4-3 While voting is prohibited under certain circumstances enumerated hereunder, each Council Member or Board Member present at an official public meeting shall vote except when prohibited by this Code of Ethics. The failure to disclose the general nature of the reason for which a Council Member or Board Member abstains from voting shall constitute a violation of this Code of Ethics.

§ 1-4-4 Council Members, Board Members and Employees are subject to the provisions of this Section 1-4 during the term of their membership on a Board or during an Employees' employment with the Town.

§ 1-5 Disclosures

Council Members, Board Members and Employees shall disclose any actual Conflict of Interest and are encouraged to disclose any potential Conflict of Interest so a determination may be made by the remaining Council Members or Board Members if an actual Conflict of Interest exists. Such disclosures should be made as soon as the Council Member, Board Member or Employee discovers any actual or potential Conflict of Interest. If a Council Member, Board Member or Employee is uncertain about whether an actual or potential Conflict of Interest exists, he or she may seek advice from the Town's legal counsel on whether there is an actual or potential Conflict of Interest. Failure to disclose any actual Conflict of Interest shall constitute a violation of this Code of Ethics.

§ 1-6 Contracts and Employment with the Town

§ 1-6-1 Council Members, Board Members and Employees are required to disclose any Financial or Business Interest in, any employment with any Business, or position on or with any board or association which is involved in any transaction or Contract with the Town. Such Council Member, Board Member or Employee shall abstain from discussing, influencing or voting on any such matter. Furthermore, such Council Member, Board Member or Employee shall be excluded from any executive session related to such matter. Failure to disclose such Interest or participation in the matter shall constitute a violation of this Code of Ethics.

§ 1-6-2 The Town recognizes that the work force in the region is limited, and on occasion, more than one close relative may work for the Town and even in the same department. In order to avoid any real or apparent Conflict of Interest, impropriety or favoritism, no person shall be permitted to be involved in the hiring, evaluation, salary adjustments, promotions, disciplinary decisions or other budgetary or financial decisions of a relative. For purposes of this Section, a relative shall mean spouses, parents, children, brothers and sisters, grandparents, grandchildren, in-laws or relatives living in the same household.

In the event a situation exists as of the date of adoption of this Code of Ethics, where a relative is in a supervisory role of another relative, these situations may continue with the direct involvement and supervision of the Department Director. The Department Director shall be solely responsible for the evaluation, salary adjustments, promotions, disciplinary decisions or other budgetary or financial decisions of the supervised relative.

§ 1-7 Confidential Information

It shall be a violation of this Code of Ethics for any Council Member, Board Member or Employee to use privileged or confidential information to advance his or her personal, Financial or Business Interest. Furthermore, no Council Member, Board Member or Employee shall disclose privileged or confidential information to a third party without authorization from the Mayor or the Town's attorney.

§ 1-8 Ex Parte Communications

§ 1-8-1 No Council Member or Board Member should engage in any Ex Parte Communication involving the subject matter of a Quasi-Judicial Action or matter pending before a Board or the Town Council, if such a communication is perceived or intended to influence the Council Member or Board Member's decision.

§ 1-8-2 Any Council Member or Board Member who receives or engages in any Ex Parte Communication shall disclose the time and nature of such communication to the Board or Town Council he or she sit on. Such Council Member or Board Member shall be deemed disqualified to participate or vote on the pending matter, unless the Council Member or Board Member can demonstrate to the satisfaction of a majority of the remaining Council Members or Board Members that he or she terminated the Ex Parte Communication as soon as possible and that such communication did not impair his or her objectivity and impartiality. In furtherance of this determination, the remaining Council Members or Board Members may question the subject Council Member or Board Member as to the particulars of such communication.

§ 1-8-3 It shall be a violation of this Code of Ethics for any Council Member or Board Member to fail to disclose an Ex Parte Communication.

§ 1-9 Ethics Commission (Establishment, Powers and Duties)

This Code of Ethics hereby establishes the "Ethics Commission" for the sole purpose of reviewing alleged violations of this Code of Ethics and determining the validity of the alleged violations. The Ethics Commission shall be comprised of three (3) members and two (2) alternates. The first member shall be a Council Member appointed by the Town Council, the second shall be a qualified elector appointed by the Town Council and the third member shall be a qualified elector, appointed by the Town Council. The first alternate shall be a Council Member appointed by the Town Council and the second alternate shall be a qualified elector appointed by the Town Council.

§ 1-9-1 The initial term of the Council Member appointed to the Ethics Commission shall run from appointment until July 1st of 2009. The initial term of the first at large member appointed to the Ethics Commission shall run from appointment until July 1st of 2009. The initial term of the second at large member shall run from

appointment until July 1st of 2008. After the initial terms each member of the Ethics Commission shall serve two (2) year terms. At the first meeting of the Ethics Commission, they shall elect a chair and vice chair person from the members of the Ethics Commission.

§ 1-9-2 Two (2) members of the Ethics Commission shall constitute a quorum at meetings of the Ethics Commission. If a member of the Ethics Commission is not available to attend a meeting, then an alternate may serve in his or her place. The Ethics Commission shall meet on an as needed basis, when formal written complaints of a violation of the Code of Ethics have been presented to the Town. All Ethics Commission meetings shall be public meetings, noticed by posting at Town Hall at least forty-eight (48) hours prior to such meeting.

§ 1-9-3 Each member of the Ethics Commission or alternate serving in a member's place shall be entitled to one (1) vote. A vote of the majority of the members (or alternate serving in the member's place) of the Ethics Commission shall constitute an affirmative vote of the Ethics Commission for all matters including the enforcement of this Ethics Code and administering penalties.

§ 1-9-4 Upon the Town receiving a complaint alleging a violation of this Code of Ethics, the Town Council shall order the Ethics Commission to convene within thirty (30) days and hold a public hearing taking evidence from the person or group making the allegation and the person against whom the allegation is made. Upon completion of the Ethics Commission hearing, in the event the Ethics Commission determines by clear and convincing evidence that a violation of this Code of Ethics has occurred the Ethics Commission shall make a report to Town Council with its findings and recommended penalty (if the alleged violator is a Council or Board Member) to the Town Council. The Town Council shall then consider the findings of the Ethics Commission before imposing penalties in accordance with this Code of Ethics.

§ 1-11 Enforcement

The Town Council and Boards have the duty to bring a matter concerning an alleged violation to the Ethics Commission for investigation and appropriate action including levying penalties under this Code of Ethics.

§ 1-12 Appearance Before a Board or Council

No Council Member, Board Member or Employee shall represent any entity or individual in front of a Board on any matter where the Council Member, Board Member or Employee had previously discussed or considered the matter in his or her capacity as a Council Member Board Member or Employee for a period of three (3) months after such persons termination as a Council Member, Board Member or Employee.

§ 1-13 Penalties

§ 1-13-1 Council Members found to have violated any provision of this Code of Ethics by clear and convincing evidence, shall be subject to a public reprimand by the Town Council and may be subject to a censure if deemed appropriate by the Ethics Commission.

§ 1-13-2 Board Members found to have violated any provision of this Code of Ethics by clear and convincing evidence, shall be subject to a public reprimand by the Town Council and may be subject to a censure if deemed appropriate by the Ethics Commission. Furthermore, upon such a finding by the Ethics Commission, the Town Council shall have good cause to remove such Board Member from the Board he or she sits on.

§ 1-13-3 The penalties contained herein shall not limit the Town from bringing any action at law or equity, including civil or criminal action under federal, state or local law for violation of this Code of Ethics, a breach of public trust, a breach of fiduciary duty or any other related violation. The Town shall be entitled to its costs and expenses in pursuing such action including reasonable attorneys' fees.

EVENT TICKET POLICY

In the event the Town receives event or festival tickets for an event within the Town or the Town of Telluride, the Town Manager shall have the discretion to distribute such tickets to Employees if attendance at the event will be beneficial to the Town. Each Employee receiving tickets shall submit a report on the event to the Town Manager within two (2) weeks after the event. In no event shall event or festival tickets received by the Town be distributed to Council or Board Members. Notwithstanding the foregoing, for events held within the Town, the Town deems it desirable for Council Members to attend such events and may purchase tickets to such events for Council Members.