



**Austin Transit Partnership Board of Directors Resolution**

**Meeting Date: 7/17/2024**

**ATP-2024-012**

**Approval of Changes to ATP Ethics,  
Conflicts, and Nondisclosure Policy**

**Subject:** Approval of a resolution adopting amendments to the Austin Transit Partnership Ethics, Conflicts, and Nondisclosure Policy.

**Fiscal Impact:** No fiscal impact.

**Responsible Department:** Legal.

**Executive Summary:** The ATP Board approved the original *Ethics, Conflicts, and Nondisclosure Policy* on April 21, 2021, to govern the administration and operation of the Austin Transit Partnership's Board of Directors, officers, committee members, and employees (the "Policy"). Staff proposes the following changes to the Policy to increase transparency, follow best business practices, and align more closely with statutory requirements:

- **Financial Disclosures.** Staff proposes to add a "*Financial Disclosure*" section to the current Policy. Financial disclosures would include disclosing past and current employment interests, financial interests, loans, and interests in real property. These financial disclosures would be mandatory for ATP board members, officers, committee members, ATP employees who work in the Procurement Department, and ATP Senior Management Team (Executive Director, Executive Vice Presidents, and Senior Vice Presidents). Financial disclosures would be required to be re-affirmed or updated on an annual basis.
- **Former employee restrictions.** Staff proposes to add a prohibition on former ATP employees, Board, and committee members participating in situations where they have a conflict for up to one year after their employment or appointment ends.
- **Miscellaneous changes.** The changes clarify that the Policy is not an employment contract, clarify that the General Counsel and Executive Director may act as a potential investigator of violations of the Policy, clarify what constitutes non-public information, add a penalties section, and makes other legal, grammatical, and formatting edits.

The financial disclosures discussed above are considered best practice and are consistent with the policies of transit agencies nationwide such as DART (Dallas), MARTA (Atlanta), MTA (NYC), CTA (Chicago), and WMATA (Washington, DC).

Additionally, Section 4 of the Federal Transit Administration (FTA) Master Agreement, which ATP will be required to affirm annually upon receiving federal funds, requires federal funding recipients to maintain written standards of conduct which govern the performance of the recipient's employees and Board members that are engaged in or otherwise involved in the award or administration of sub-agreements, leases, third-party contracts, or other arrangements supported with federal assistance. The areas that must be covered in the written standards include conflicts of interests and gifts, and the policy must

provide for penalties, sanctions, or disciplinary actions for violations of the standards. The individuals required to be covered by the policy include officers, employees, board members, and agents engaged in the selection, award, or administration of third-party agreements.

**Procurement Summary:** Does not apply.

**Disadvantaged Business Enterprise Program Summary:** Does not apply.



RESOLUTION OF THE AUSTIN TRANSIT PARTNERSHIP  
BOARD OF DIRECTORS

STATE OF TEXAS  
COUNTY OF TRAVIS

Resolution ID: ATP-2024-012

*Approval of Changes to ATP Ethics,  
Conflicts, and Nondisclosure Policy*

**WHEREAS**, the Austin Transit Partnership ("ATP") Board of Directors (the "Board") recognizes the need to establish a policy to govern Board Members, officers, committee members, and employees, as it works to guide and support ATP in achieving the ethical performance of the mission of ATP and the detection and prevention of conflicts of interest against and within ATP; and

**WHEREAS**, the ATP Board approved the original *Ethics, Conflicts, and Nondisclosure Policy* on April 21, 2021 to govern the administration and operation of the Austin Transit Partnership's Board of Directors, officers, committee members, and employees (the "Policy"); and

**WHEREAS**, Section 4 of the FTA Master Agreement, which ATP will be required to affirm annually upon receiving federal funds, requires federal funding recipients to maintain written standards of conduct which govern the performance of the recipient's employees and Board members that are engaged in or otherwise involved in the award or administration of sub-agreements, leases, third party contracts, or other arrangements supported with federal assistance; and

**WHEREAS**, ATP staff propose changes to the Policy in order to increase transparency, follow best business practices, and align more closely with current statutory requirements; and

**WHEREAS**, the Board proposes to make proposed changes to the Policy by adopting the changes set forth in Exhibit A;

**NOW, THEREFORE, BE IT RESOLVED** by the Board of Directors of ATP that the Ethics, Conflicts, and Nondisclosure Policy attached hereto as Exhibit A to this resolution is hereby adopted, as amended.

DocuSigned by:  
*Brandon Carr*  
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**Brandon Carr**  
Secretary of the Board

7/19/2024 | 11:14 AM PDT

**Date**

**EXHIBIT A**