

THE SCHOOL DISTRICT OF PHILADELPHIA

SECTION: Board Bylaws
and Procedures

TITLE: Code of Ethics

ADOPTED: August 15, 2019

REVISED:

007 CODE OF ETHICS

Purpose

The Board of Education adopts this Code of Ethics which shall apply to members of the Board of Education of The School District of Philadelphia.

This Code is intended to instill public confidence that Board Members are performing their duties as governance officers of the District with integrity and in the best interests of the District. First and foremost, all actions taken by the Board must be designed to further the objective that every child in the City of Philadelphia has access to high-quality public schools, no matter where they live, or what they look like, or who they know.

To strengthen the public's trust in the integrity of the Board and its Board Members, this Code of Ethics imposes restrictions beyond those contained in the Pennsylvania Public Official and Employee Ethics Act ("Ethics Act"). [1]

Board Members shall sign an acknowledgment agreeing to maintain compliance with this Code. Copies of the signed acknowledgment shall be maintained in the offices of the Board.

Overarching Principles

- A. Board Members shall avoid impropriety and the appearance of impropriety and shall strictly adhere to standards and conduct that promote public confidence in the Board's governance of the District.
- B. Board Members shall uphold the integrity and independence of the Board and perform the duties of their office impartially and diligently.
- C. Board Members shall carry out the obligations of their position in a fair, impartial, and objective manner.
- D. Board Members shall not knowingly act in any way that creates an appearance of improper influence or potential conflict of interest that would violate the public's trust.
- E. Board Members shall not use or attempt to use their position as a Board Member to obtain unwarranted privileges or advantages for themselves or others.

Definitions

Terms used herein shall have the meanings provided in the Ethics Act, unless modified herein to render a requirement more stringent.

Board – The Board of Education of the School District of Philadelphia.

Board Member(s) – One or more members of the Board.

Business – A corporation, partnership, sole proprietorship, firm, enterprise, franchise, association, organization, self-employed individual, holding company, joint stock company, receivership, trust, or any legal entity organized for profit or not-for-profit.

Business with which someone is associated – Any business in which a Board Member or a member of the Board Member’s immediate family is a director, officer, owner, employee, or has a financial interest.

City – The City of Philadelphia.

Code – This Code of Ethics applicable to the Board.

Conflict or conflict of interest – Use by a Board Member of the authority of their office or any confidential information received through their holding public office for the private pecuniary benefit of themselves, a member of their immediate family or a business with which they or a member of their immediate family is associated. The term does not include an action having a de minimis economic impact or which affects to the same degree a class consisting of the general public or a subclass consisting of an industry, occupation or other group which includes the Board Member, a member of their immediate family or a business with which they or a member of their immediate family is associated.

De minimis economic impact – An economic consequence that has an insignificant effect.

District – The School District of Philadelphia.

Ethics Act – The Public Official and Employee Ethics Act, 65 Pa. C.S. §1101, *et seq.*

Financial interest – Any financial interest in a legal entity engaged in business for profit which comprises more than 5% of the equity of the business or more than 5% of the assets of the economic interest in indebtedness.

General Counsel – The General Counsel to the District and the Deputy General Counsel for Compliance and Ethics, or another attorney within the Office of General Counsel who has been designated, in writing, including electronic, by the General Counsel to carry out a particular duty or role.

Gift – Anything that is received without consideration of equal or greater value. “Gift” shall not include a commercially reasonable loan made in the ordinary course of business. The term shall

not include hospitality, transportation or lodging expenses received in connection with a Board Member's performance of their role as a Board Member.

Honorarium – Payment made in recognition of published works, appearances, speeches and presentations and which is not intended as consideration for the value of such services which are nonpublic occupational or professional in nature. The term does not include tokens presented or provided which are of de minimis economic impact.

Hospitality – Includes all of the following provided in connection with the Board Member's performance of their role as a Board Member:

- (1) Meals;
- (2) Beverages;
- (3) Entertainment

The term does not include gifts, transportation or lodging.

Immediate family member – A spouse, domestic partner, parent, sibling or child. Any relationship by marriage is treated the same as relationship by blood.

Impartiality – The condition of being without bias or prejudice in favor of, or against, particular parties or classes of parties, or their representatives, and of maintaining an open mind in considering issues that may come before the Board.

Independent contractor – A person who performs professional, scientific, technical, advisory or consulting services to the Board for a fee, honorarium, or similar compensation pursuant to a contract.

Inspector General – Office of the Inspector General for the School District of Philadelphia.

Person – A business, governmental body, individual, corporation, non-profit, union, association, firm, partnership, committee, club or other organization or group of persons.

Transportation or Lodging expenses – Payment/reimbursement for transportation or lodging that is received in connection with a Board Member's performance of their role as a Board Member. This does not include payments or reimbursements made by the School District.

Requirements and Restrictions

The restrictions stated herein align with, or are in addition to, those restrictions set forth in the Ethics Act, and shall be considered at least as, or more restrictive than the Ethics Act. The requirements and restrictions set forth in the Ethics Act apply to Board Members, even if not included within this Code. In the event of any conflict between this Code and the Ethics Act, the more restrictive provision shall apply.

- A. Board Members shall not engage in conduct that constitutes a conflict of interest.
- B. Board Members shall maintain impartiality and integrity in the conduct of the business of the District.
- C. Board Members shall abstain from recommending, participating in or attempting to influence any District action or decision in which they have a personal, family or financial interest that is different from the general public. For purposes of this provision, “participating” includes discussion and deliberation on a matter that is the subject of a vote, but does not include being present at a public meeting during discussions by others in the Board Members’ presence.
- D. Board Members shall abstain from voting in a hearing, proceeding, or other matter where voting would result in a conflict of interest or in which their impartiality, independence, or integrity may be reasonably questioned.
- E. Board Members must disclose the existence of any financial interest or potential or actual conflict of interest of the Board Member or their immediate family member or business with which they or their immediate family are associated to the General Counsel as soon as practicable after the Board Member becomes aware of such interest or potential or actual conflict. If disclosure and/or abstention are deemed to be required, the General Counsel shall advise the Board Member and the Board, through its President (or Vice President if the interest or conflict involves the President) and/or Chief of Staff, of such advice. The General Counsel shall have the discretion to notify the Board President and/or Chief of Staff of a determination that disclosure and/or abstention are not required.
- F. Board Members who have reason to believe their impartiality, independence or integrity might reasonably be questioned, shall report their underlying concern to the General Counsel to determine if there is a need for disclosure and/or abstention of the Board Member from a particular matter. If disclosure and/or abstention are deemed to be required, the General Counsel shall advise the Board Member and the Board, through its President (or Vice President if the concern involves the President) and/or Chief of Staff, of such advice. The General Counsel shall have the discretion to notify the Board President and/or Chief of Staff of a determination that disclosure and/or abstention are not required.
- G. If disclosure and/or abstention are deemed to be required, the Board Members who are required to abstain from participating and/or voting shall, prior to a vote being taken, publicly announce and disclose the nature of their interest in a written memorandum filed with the person responsible for recording the minutes at which a vote is taken, which writing shall be considered a public record. [2]
- H. Board Members shall not accept an honorarium relating to their roles as Board Members. This means receiving payment when invited to appear and talk about subjects related to their work because of their identities as Board Members, or payment for other services

that appear unrelated to Board service but are out of proportion to the market value of such services. [2]

- I. Board Members, their immediate family members, and businesses with which they or their immediate family members are associated shall not enter into any contract valued at \$1,000 or more with the District or any subcontract valued at \$1,000 or more with any person awarded a contract with the District, unless the contract has been awarded through an open and public process, including prior public notice and subsequent public disclosure of all proposals considered and contracts awarded. In such case, the Board Member shall not have any supervisory or overall responsibility for the implementation or administration of the contract. [2]
- J. Board Members shall not solicit or accept anything of monetary value, including a gift, loan, political contribution, reward or promise of future employment, based on any understanding of the Board Member that the vote, official action or judgment of the Board Member would be influenced thereby. A Board Member shall report to the General Counsel all such offers from any person if the Board Member reasonably believes the offer was designed to influence the Board or could appear to be so designed. [2]
- K. Board Members shall not solicit, request from, suggest to, or recommend to any contractor, subcontractor, or consultant actively bidding or soliciting for a contract with the School District the appointment or employment of any individual in any capacity by the contractor, subcontractor or consultant. Unless with the prior disclosure to and consultation with the General Counsel, Board Members shall not solicit, request from, suggest to, or recommend to any current Board contractor, subcontractor, or consultant the appointment or employment of any individual in any capacity by the contractor, subcontractor, or consultant. The requirements in this subsection survive until one year after completion of a Board Member's service on the Board.
- L. Board Members shall not be employees of the District or of a charter school that enrolls students who are residents of the City or of a charter management organization that manages a charter school that enrolls students who are residents of the City. Board Members shall disclose if any immediate family members are employees of the District or of such a charter school or charter management organization to the General Counsel. The General Counsel will determine if public disclosure of the family employment and recusal from participating or voting is required.
- M. Board Members shall not have an ownership interest in, or serve on a board of trustees or directors of, a charter school or charter school management organization operating or with a direct or indirect presence in Pennsylvania. Board Members shall disclose if any immediate family members have an ownership interest in, or serve on the board of trustees or directors of, a charter school or charter school management organization operating or with a direct or indirect presence in Pennsylvania to the General Counsel. The General Counsel will determine if public disclosure of the interest and recusal from participating or voting is required.

- N. Board Members shall not directly or indirectly act as a broker or agent who procures, or receives any compensation in connection with the procurement of bonds for the District.
- O. Board Members shall not, during service on the Board or thereafter, reveal, use, or permit the use of any confidential information, in whole or in part, without proper legal authorization by the General Counsel. Information received or otherwise accessed by a Board Member by virtue of the Board Member's service on the Board shall be considered confidential information unless such information is otherwise publicly accessible or the President of the Board or the General Counsel authorizes disclosure or release of such information.
- P. Board Members shall not use or attempt to use their position on the Board to obtain privileges or advantages for themselves or others. This would include, but is not limited to, placements at any school or program.
- Q. Board Members may not represent any individual (including themselves or immediate family members) or other person for promised or actual compensation, or in anticipation of any other financial benefit, in any matter before the Board or the District for one year after leaving the Board, including returning as an independent contractor. [2]
- R. The Board values the diverse backgrounds and experiences of its Board Members and the benefit of diversity of thought and approach its Board Members bring to governance of the District and engagement with the community. The Board recognizes that a Board Member's experience is an asset to the Board and may be a reason that Board Member was nominated and appointed to the Board, and that such experience may be a direct result of or related to a Board Member's professional background and livelihood. The Board believes candidates should not be dissuaded from considering service on the Board. Accordingly, Board Members who have been associated with a business that is doing business with the District or with District students, families, or staff at the time of their appointment to the Board must disclose the nature of the business association to the Board, and unless by majority vote the Board disapproves, may continue with such business association so long as the Board Member remains compliant with the Ethics Act and other applicable laws, as well as Paragraph I above and other provisions of this Code.
- S. Board Members shall not themselves, nor permit any business with which they are associated to, trade on status as a Board Member or a connection to the Board. However, Board membership may be included as an item in an official bio, resume, or curricula vitae so long as doing so does not violate any provision of the Ethics Act.
- T. Board Members shall be bound by the following rules concerning gifts:
 - a. Board Members shall not solicit or accept a gift of any value from any person or entity that does business with the District or seeks to do business with the District. Board Members shall not solicit or accept a gift whose value exceeds \$100 from

any other person or entity without disclosure to and written permission of the General Counsel, unless an exception in paragraph (d) below applies. Board Members may refer a person offering a gift to Policy 702, “Gifts, Grants, and Donations.”

- b. Board Members shall not accept or receive a gift of any value if they believe that the gift is being made to influence their votes, official actions, or judgments relating to any matter that is or is likely to come before the Board.
- c. Board Members shall not accept gifts through another person on the same terms as if the gift had been made directly to a Board Member.
- d. Unless as otherwise prohibited by the Ethics Act, the prohibitions and approval requirements set forth in this section concerning gifts shall not apply to:
 - 1. Gifts from immediate family members, or other close relatives, friends, or business associates when the circumstances (ex., birthday, engagement, marriage, birth of a child, retirement) and size of the gift make clear that the motivation for the gift is based on a purely personal or family relationship and not intended to influence the Board Member’s vote or official action. For the purposes of this paragraph, the terms "friend" or “business associate” shall not include a registered lobbyist or an employee of a registered lobbyist.
 - 2. A plaque or memento of a de minimis economic impact offered as a token of esteem or appreciation on the occasion of a public appearance, speech, or the like attended by Board Members in their official capacity as Board Members. This paragraph does not include an honorarium.
 - 3. Gifts resulting solely from the Board Members’ membership in a bona fide charitable, professional, educational, labor, or trade organization when generally made available to the same class of members of such entities and not intended to influence the Board Member’s vote or official action as a Board Member.
- U. Board members shall not solicit or accept payment for Hospitality, Transportation or Lodging or reimbursement of Hospitality, Transportation or Lodging expenses whose value exceeds \$100 from any person or entity without disclosure to and written permission of the General Counsel.
- V. Board Members shall not, while a Member, seek, hold, or accept a position as any other public official within the Commonwealth of Pennsylvania or of any county, city or other political subdivision thereof, or as any federal official, or as an official or committee member of a political party, a political campaign, or a partisan political club. A Board Member must first resign from the Board before seeking or accepting any such position.

Notwithstanding the foregoing, a Board Member who held a position that would otherwise be precluded under this provision at the time they became a Board Member may complete their term so long as doing so is permissible under the Ethics Act and the Public School Code, but, with the exception of Board Members appointed prior to the date of adoption of this ~~policy~~ Code, may not seek, accept, or hold a subsequent term or office while a Board Member. This exemption for Board Members appointed prior to the date of adoption of this ~~policy~~ Code does not exempt the Board Member from complying with any other provisions of this Code.

- W. Board Members may not use their Board position, authority, influence, title or status for any political purpose, including requesting or suggesting that another Board Member or District employee participate in political activity.
- X. Board Members may not be involved in any manner in the collection, receipt, or solicitation of contributions or anything of value intended for a political purpose.
- Y. Board Members may not engage in political activity by using Board or District resources, including campaigning for or endorsing candidates on District property. [3]

Annual Financial Disclosure Statement

- A. On an annual basis, Board Members must file the Statement of Financial Interests required by section 1104 of the Ethics Act for the preceding calendar year on or before May 1 of each year in which they hold a position on the Board and of the year after they leave such a position. If May 1 is not a business day, annual Statement of Financial Interests must be filed on or before the next business day. [4]
- B. The annual Statement of Financial Interests shall be submitted to the District's Office of Talent with a copy retained by the Office of General Counsel.
- C. General Counsel will provide a copy of the annual Statement of Financial Interests of each Board Member to the City's Records Department in accordance with the deadlines specified in Paragraph A of this section of the Code.
- D. Annual Statements of Financial Interests filed by Board Members shall be open to inspection by the public at the City's Records Department and at the District's Office of Talent during normal business hours in accordance with the Ethics Act. [4]
- E. As required by the Ethics Act, Board Members must disclose the name and address of the source and the amount of any gift or gifts valued in the aggregate at \$250 or more and the circumstances of each gift (or such other amount as dictated by the Ethics Act). This paragraph does not apply to a gift or gifts received from a spouse, parent, parent by marriage, sibling, child, grandchild, other family member or friend when the

circumstances make it clear that the motivation for the action was a personal or family relationship. However, for the purposes of this paragraph, the term “friend” shall not include a registered lobbyist or an employee of a registered lobbyist. [5]

- F. As required by the Ethics Act, Board Members must disclose the name and address of the source and the amount of any payment for or reimbursement of actual expenses for transportation and lodging or hospitality received in connection with Board membership where such actual expenses for transportation and lodging or hospitality exceed \$650 in an aggregate amount per year (or such other amount as dictated by the Ethics Act). This paragraph shall not apply to expenses reimbursed by a governmental body or to expenses reimbursed by an organization or association of public officials or employees of political subdivisions which the Board Member serves in an official capacity. [5]
- G. As required by the Ethics Act, Board Members must disclose any office, directorship or employment of any nature whatsoever in any business entity, including a not-for-profit, and any financial interest in any legal entity engaged in business for profit. [5]

Violations

- A. Board Members who have knowledge of a violation of, or a good faith reason to believe that they or other Board Members may have violated this Code or the Ethics Act shall notify the General Counsel within 72 hours or sooner, if necessary, before any Board action involving the subject of the violation or possible violation is taken.
- B. Board Members shall disclose to the General Counsel any official allegation that they or any other Board Members have committed a felony, misdemeanor, or summary criminal offense, other than a traffic violation, while a Board Member, in any domestic or foreign jurisdiction.
- C. General Counsel will notify the Board President and Vice President if a Board Member takes action that is, or is alleged to be, in violation of this Code, the Ethics Act, or any other law, other than a traffic violation. The Board President will determine if the action or alleged action could be considered an action that could lead the Mayor to consider removing the Board member from office and, if so, notify the Mayor of said action. If the Board President is the individual accused of the violation or alleged violation, the Vice President shall make the determination regarding notice to the Mayor.
- D. Board Members shall immediately resign from the Board if indicted of a felony in any domestic or foreign jurisdiction while serving on the Board.

Advice and Guidance

- A. Board Members should seek advice from the General Counsel when they have questions or concerns regarding their obligations under, or the applicability or meaning of, any provision of this Code or the Ethics Act.

- B. Board Members shall cooperate with the State Ethics Commission, the General Counsel, the Inspector General and any other appropriate authority as directed by the General Counsel in all matters relating to the operation and enforcement of this Code and the Ethics Act.

Legal References:

- 1. 65 Pa. C.S. §§ 1101, *et seq.*
- 2. 65 Pa. C.S. §§ 1103
- 3. Policy 320 - Freedom of Speech and Political Activities
- 4. 65 Pa. C.S. §§ 1104
- 5. 65 Pa. C.S. §§ 1105