

WASHINGTON SUBURBAN SANITARY COMMISSION

CODE OF ETHICS

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WASHINGTON SUBURBAN SANITARY COMMISSION

Subject: RESOLUTION ESTABLISHING A NEW CODE OF ETHICS,
INCLUDING CONFLICTS OF INTERESTS, FINANCIAL
DISCLOSURE, LOBBYING DISCLOSURE, AND ETHICS IN PUBLIC
CONTRACTING

WHEREAS: State Law requires the Washington Suburban Sanitary Commission to adopt regulations for its employees concerning conflicts of interest and financial disclosure as well as lobbying before the Commission;

WHEREAS: The Commission adopted Resolution 82-723, Resolution 82-724, Resolution 83-779, and Resolution 96-1509 to implement those State requirements;

WHEREAS: The Commission desires to update those regulations and include provisions concerning ethics in public contracting.

NOW, THEREFORE, BE IT RESOLVED, that:

Section 1. The following regulations are hereby adopted:

CODE OF ETHICS

ARTICLE 1. GENERAL PROVISIONS

Section 1-1. Purpose and Scope.

The **Commissioners** and **employees** of the Washington Suburban Sanitary Commission are required to maintain the highest professional and ethical standards in the performance of their official duties. The purpose of the Code of Ethics is to identify those activities which shall be considered unethical for **employees** to engage in and which are therefore prohibited. The Code of Ethics also establishes an independent **Board** of Ethics to assist the agency in maintaining the desired ethical standards. To foster public confidence and assist in the administration of the conflict of **interest** provisions of the Code of Ethics, requirements are established for certain financial disclosure by **employees**. **Commissioners** are subject to the State Ethics Law under Md. Annotated Code, State Government Article, Title 15, and specific ethics provisions in Md. Annotated Code, Article 29, Title 12. **Commissioners** are subject to these regulations only as expressly provided herein. Registration and disclosure requirements are also established for **persons** or **entities lobbying WSSC** as required under State law.

Section 1-2. Policy.

- (a) The **Commissioners** and **employees** of the **WSSC** are responsible to all of the ratepayers of the Sanitary District and not to any favored segment or group. The business of the **WSSC** must be conducted in such an impartial manner that all **persons** understand that a **WSSC Commissioner** or **employee** cannot be improperly influenced. **WSSC Commissioners** and **employees** must avoid all situations where bias or the opportunity for personal gain could influence their decisions. **Commissioners** and **employees** must also avoid circumstances which suggest that favoritism or personal gain is a motivating factor in the performance of their official duties.
- (b) The standards of the Code of Ethics are intended to require **Commissioners** and **employees** to avoid activities which might result in the use and/or the appearance of use of their public **employment** for private gain or for providing favored treatment to any **person**, group, or organization and to maintain the highest level of public confidence in the integrity of **WSSC**.
- (c) **Employees** found to have violated this Code will be subject to disciplinary action up to and including release. **Commissioners** found to have violated the State Ethics Law, Article 29, or this Resolution, are subject to penalties as provided by law.

Section 1-3. Definitions.

In this Code of Ethics, unless the context clearly indicates otherwise, the following words or phrases have the meanings stated:

- (a) **Board** means the WSSC Board of Ethics.
- (b) **Business** means any for-profit or not-for profit enterprise, including a corporation, general or limited partnership, sole proprietorship, joint venture, association, firm, institute, trust, or foundation. **Business** does not include a governmental entity.
- (c) **Commission** means the Washington Suburban Sanitary Commission and **Commissioner** means a member of the **Commission** appointed under Article 29 of the Annotated Code of Maryland.
- (d) **Compensation** means any money or thing of value, regardless of form, including the sale or delivery of tangible or intangible property, that an **employer** pays or agrees to pay for services rendered.

- (e) **Doing business with WSSC** means:
- (1) being a party with **WSSC** to a transaction that is at least \$5,000, on a cumulative basis, during a **year** regardless of when the consideration is paid;
 - (2) negotiating a transaction with **WSSC** that is at least \$5,000, on a cumulative basis, during a **year** regardless of when the consideration is paid;
 - (3) submitting a bid or proposal to **WSSC** for a transaction that is at least \$5,000 during a **year** regardless of when the consideration is paid;
 - (4) being a regulated **lobbyist**; or
 - (5) being an **entity** regulated by **WSSC**.
- (f) **Employee** means any **person** employed by **WSSC** whether or not employed on a merit, non-merit, contract, temporary, permanent, or part-time basis.
- (g) **Employer** means any person who pays or agrees to pay **compensation** for services rendered.
- (h) **Employment** or **Employ** means engaging in an activity for **compensation**.
- (i) **Entity** means a **person** or government or instrumentality of a government.
- (j) **Financial Interest** means: (1) ownership of an **interest** as the result of which the owner has received within the past three years, is currently receiving, or in the future is entitled to receive, more than \$1,000 per year; or; (2) ownership of more than 3% of a **business entity** by an **employee**, or spouse or **significant other** of an **employee** or; (3) ownership of securities of any kind that represent, or are convertible into ownership of more than 3% of a **business entity** by an **employee**, or the spouse or **significant other** of an **employee**.
- (k) **Gift** means the transfer of anything of economic value, regardless of form, without an exchange of consideration of at least equal value. **Gift** does not include a transfer regulated by state or federal law governing political campaigns or elections.
- (l) **Honorarium** means the payment of money or anything of value for: (1) for speaking to, participating in, or attending a meeting or other function; or (2) writing an article that has been or is intended to be published. **Honorarium** does not include payment for writing a book that has been or is intended to be published.
- (m) **Immediate family** means an individual's spouse, **significant other**, and dependent children. A child is considered a dependent if the child is eligible to be claimed as dependent on a **person's** federal income tax filing.

- (n) **Interest** means any source of income or any other legal or equitable economic interest, whether or not subject to an encumbrance or a condition, which is owned or held, in whole or in part, jointly or severally, directly or indirectly. **Interest** does not include:
- (1) an interest in a time deposit or demand deposit in a financial institution;
 - (2) an interest in an insurance policy, endowment policy, or annuity contract under which an insurance company promises to pay a fixed number of dollars either in a lump sum or periodically for life or some other specified period;
 - (3) an interest in a mutual fund or exchange-traded fund(ETF);
 - (4) an interest held in the capacity of agent, custodian, fiduciary, personal representative, or trustee, unless the holder has an equitable interest in the subject matter; or
 - (5) an interest in a deferred compensation plan that:
 - (A) has more than 25 participants; and
 - (B) the Internal Revenue Service has determined qualifies as a trust under section 401, 457, and 501 of the Internal Revenue Code.
- (o) **Lobbying** means performing any act that requires registration under Article 6 of these regulations.
- (p) **Member of household** means: (1) if sharing an individual’s household, the individual’s spouse, **significant other**, child, ward, financially dependent parent, or other financially dependent relative; or (2) an individual’s spouse, child, ward, parent, or other relative whose financial affairs the individual has legal or actual control.
- (q) **Participate** means to contribute in any manner to a proceeding or recommendation or to the rendering of a determination, or to the approval or denial of an award, license, contract, or transaction, or failure to act with respect thereto when such failure to act is material.
- (r) **Person** means an individual, receiver, trustee, guardian, personal representative, fiduciary, representative of any kind and any partnership, firm, association, corporation, or other **entity**.
- (s) **Qualifying Relative** means a spouse, **significant other**, parent, child, brother, or sister.
- (t) **Significant Other** means an **employee’s** partner who is eligible for same sex marriage or civil union partner benefits from WSSC or an **employee’s** partner over the age of 18 years, of either sex, who with the **employee**
- (1) shares a close personal relationship and are responsible for each other’s welfare;

- (2) have shared the same legal residence for at least 12 months; and
 - (3) have a joint financial relationship such as a joint housing, lease mortgage or deed; joint ownership of a motor vehicle; joint checking or credit account; or designation of as a primary beneficiary on the **employee's** life insurance, retirement benefits, or residuary estate under a will.
- (u) **WSSC** means the Washington Suburban Sanitary Commission
- (v) **Year** means calendar year.

ARTICLE 2. ADMINISTRATION

Section 2-1. Board of Ethics – Creation.

- (a) A **Board** of Ethics is established to assist **WSSC** in maintaining the highest level of professional and ethical conduct and public confidence in the integrity of the agency. The **Board** consists of 3 members appointed by the **Commission** on the basis of their professionalism, integrity and competence. The Montgomery County **Commissioners** shall nominate one member and the Prince George's County **Commissioners** shall nominate one member. The third member may be nominated by any member of the **Commission**. One member of the **Board** is designated by the **Commission** as Chairperson and serves in that capacity for 1 **year** or until a successor is appointed. The Commission may appoint an alternate member to the **Board**.
- (b) Except as initially required to provide for staggered terms, the term of each member is 3 **years**. Initial terms are as provided by the **Commission**. A **Board** member serves until the **Commission** appoints a successor unless the member resigns before a successor is confirmed.
- (c) The **Commission** may initiate the removal of a **Board** member for:
- (1) neglect of duty;
 - (2) misconduct in office;
 - (3) disability that renders the member unable to perform the duties of office; or
 - (4) violation of law.

- (d) The **Board** is delegated authority to:
- (1) respond to a request for advisory opinions as provided in Section 2-2;
 - (2) act on complaints and issue the final **Commission** decision on complaints filed under Section 2-4;
 - (3) respond to a request for waivers as provided in Section 2-3;
 - (4) maintain, as official custodian, forms and records filed under these regulations;
 - (5) prepare an annual report concerning activities as provided under Section 2-10;
 - (6) provide training to **persons** subject to the Code of Ethics;
 - (7) periodically review the adequacy of the Code of Ethics; and
 - (8) publish and make available to **persons** or **entities** subject to the Code of Ethics, information that explains the Code and the duties imposed by it.
- (e) The **Commission** may provide for compensation of **Board** members, including expenses, in the **WSSC** budget.
- (f) The Office of Internal Audit shall provide administrative staff support to the **Board**.

Section 2-1.1 Ethics Officer.

- (a) The Ethics Officer of the **WSSC** shall direct the Ethics Program of the **Commission** and manage all related program components and processes, including program compliance. The Ethics Officer is also responsible for promoting standards, ensuring the workforce is educated in the area of ethics and the **WSSC**'s Ethics Program, and responding to potential ethical violations in a timely manner.
- (b) The **Board** may delegate duties to the Ethics Officer as appropriate and/or necessary in accordance with applicable laws and **WSSC** rules and regulations.
- (c) The Ethics Officer shall report administratively to the Internal Audit Manager and functionally to the **Board**.

Section 2-2. Advisory Opinions.

- (a) Any **person** subject to the Code of Ethics may ask the **Board** for an advisory opinion on the meaning or application of this Code to that **person**. A supervisor may ask the **Board** for an advisory opinion about the meaning or application of this Code to the employment-related conduct of any **employee** supervised by the supervisor. In this section, "supervisor" means a **Commissioner**, the General Manager, Deputy General Manager, Team Chief, Head of a Staff Office, and Group Leaders. Supervisors below those levels shall make any requests through the appropriate Group Leader. Unless the subject of the opinion authorizes disclosure, the **Board** must keep the names of the requesting party and the subject of the opinion confidential.

- (b) A **Commissioner** may request an Advisory Opinion from the **Board** for a decision as to whether the **Commission** should enter into a professional services contract for legal services for a **Commissioner** in the event that the **Commission** rejects a contract for legal services for a **Commissioner** or fails to make a decision on the contract for legal services for a **Commissioner**, and the appeal of the **Commission's** decision concerning the contract for legal services has not been resolved as described in SP 11-02, Section V.B.3. The Advisory Opinion of the **Board** shall be binding on the **Commission** and shall be final.
- (c) The **Board** must publish each opinion when it is issued unless the **Board** finds that the privacy interest of an **employee** or other **person** clearly and substantially outweighs the public's needs to be informed about **Board** actions. The **Board** must take all reasonable steps consistent with making the opinion useful for public guidance to keep confidential the identity of any person who is affected by the opinion request.

Section 2-3. Waivers.

- (a) After receiving a written request, and to the extent allowed under these regulations, the **Board** may grant a waiver of the prohibitions of this Code if it finds that:
 - (1) the best **interests** of the **WSSC** or the public would be served by granting the waiver;
 - (2) the importance to the **WSSC** of a **Commissioner** or **employee** or class of **employees** performing official duties outweighs the actual or potential harm of any conflict of **interest**; and
 - (3) granting the waiver will not give a **Commissioner** or **employee** or class of **employees** an unfair economic advantage over other **Commissioners** or **employees** or members of the public.
- (b) After receiving a written request, the **Board** may waive the prohibitions of Section 3-2(b) and Section 3-3, pertaining to secondary employment and post-employment prohibitions, if it additionally finds that:
 - (1) the waiver is needed to ensure that competent services to **WSSC** or the public are timely and available;
 - (2) failing to grant the waiver may reduce the ability of **WSSC** to hire or retain highly qualified **employees**; or
 - (3) the proposed employment is not likely to create an actual conflict of **interest**.
- (c) The **Board** may impose appropriate conditions to fulfill the purposes of the Code of Ethics when it grants a waiver.

- (d) The **Board** must disclose to the public any waiver that it grants. If a request for a waiver is denied, the **Board** may publish its response as an advisory opinion under Section 2-2. The identity of any **Commissioner** or **employee** who applies for a waiver must be kept confidential until the waiver is granted. The **Board** may reveal the identity of any **Commissioner** or **employee** who applies for a waiver that is not granted if:
 - (1) the **Commissioner** or **employee** authorizes public disclosure; or
 - (2) the **Board** has reasonable cause to believe that the **Commissioner** or **employee** has engaged in the conduct for which the waiver was sought.
- (e) The **Board** must include the pertinent facts in each waiver.

Section 2-4. Complaint; Adjudicatory Hearing.

- (a)
 - (1) The **Commission** or the General Manager may file a confidential written complaint with the **Board**. A complaint may be based on concerns raised by an **employee** (including a supervisor to the extent provided in Section 2-2) in writing, and such **employee** shall be considered a complainant for purposes of this Article. An individual or **entity** outside **WSSC** may file a complaint directly with the **Board**. The complaint must allege facts that would support a reasonable person in concluding that a violation of this Code of Ethics occurred.
 - (2)
 - (A) The complaint must be filed within the later of 2 **years** after:
 - (i) the alleged violation; or
 - (ii) the complainant learned or should have learned of facts that would lead a reasonable person to conclude that a violation occurred.
 - (B) A complaint may not be filed more than 3 **years** after the alleged violation occurred.
 - (3) If the complaint does not allege facts sufficient to state a violation of the Code of Ethics, the **Board** may dismiss the complaint. The **Board** must inform the complainant of its decision to dismiss the complaint. The **Board** may inform the subject of the complaint that the complaint was filed and dismissed, but must not disclose the identity of the complainant.
- (b) The **Board** may file, on its own motion, a complaint, if the complaint is filed within the time limits established in subsection (a).
- (c) If, based on a complaint, the **Board** finds reasonable cause to believe that a violation of this Code of Ethics has occurred; the **Board** may refer the complaint to the General Counsel who shall assign a staff counsel to the **Board**. The staff counsel shall collect and refer to the **Board** evidence relating to each violation as alleged in the complaint.
- (d)
 - (1) Prior to submitting the evidence to the **Board**, the staff counsel shall notify the complainant and the respondent.

- (2) The **Board** shall dismiss the complaint in a signed order if:
 - (A) the respondent, within 15 days after receiving the notice, takes any action that may be available to cure each alleged violation; and
 - (B) it finds that dismissal is not contrary to the purposes of these regulations.
- (3) If the complaint is dismissed under this subsection, the **Board** shall promptly send a copy of the order to the complainant and the respondent.
- (e) If the **Board** determines that the evidence submitted by the staff counsel does not merit further proceedings, the **Board** shall:
 - (1) dismiss the complaint in a signed order; and
 - (2) promptly send a copy of the order to the complainant and the respondent.
- (f) Staff counsel may recommend to the Board a pre-hearing settlement of the complaint. Any such settlement shall be incorporated in a signed order of the Board.
- (g) If a complaint is not dismissed or settled under subsections (d), (e), or (f) of this section, the **Board** shall proceed to a hearing on the complaint. The hearing shall be held in accordance with **WSSC** procedures for contested cases. Proceedings before the **Board** shall be subject to the rules pertaining to ex parte communications set forth in Md. Ann. Code, State Government Article, §10-219. The respondent may be represented by counsel. The General Counsel may assign counsel to advise the Board, including outside counsel, if appropriate.
- (h) At the hearing, the staff counsel:
 - (1) shall present to the **Board** all available evidence relating to each alleged violation of the Code of Ethics; and
 - (2) may recommend any disposition of the complaint that appears appropriate to the staff counsel.

Section 2-5. Complaint Disposition.

- (a) After the **Board** considers all of the evidence presented at the hearing, it shall make written findings of fact and conclusions of law based on the record made at the hearing. A decision shall ordinarily be rendered within 60 days of the hearing.
- (b) If the **Board** determines that the respondent has not violated the Code of Ethics, the **Board** shall:
 - (1) dismiss the complaint in a signed order; and
 - (2) promptly send a copy of the order to the complainant and the respondent.
- (c) If the **Board** determines that the respondent has violated these regulations, the **Board** may:

- (1) issue an order of compliance directing the respondent to cease and desist from the violation;
 - (2) issue a reprimand; or
 - (3) recommend to the appropriate authority other appropriate discipline of the respondent, including censure or removal if that discipline is authorized by the **WSSC** Personnel Policy and Benefits Programs Manual or other **WSSC** regulations or procedures.
- (d) With respect to disciplinary action recommended under subsection (c)(3) above, the **Board** is not empowered to take direct administrative action, but an opinion of the **Board** may be utilized as the basis for an administrative action by the **Commission** or by the appropriate level of **WSSC** management.
- (e) If the respondent is a regulated **lobbyist**, for each report required under Article 6 that is filed late the respondent shall pay a fee of \$25 to **WSSC** for each late day, not to exceed a total of \$1,000.

Section 2-6. Judicial Review.

- (a) If a respondent is aggrieved by a final order of the **Board**, the respondent may seek judicial review as provided in Md. Ann. Code, State Government Article, Title 10, Subtitle 2 (Administrative Procedure Act – Contested Cases).
- (b) The **Commission** may seek judicial enforcement of the **Board's** orders.

Section 2-7. Confidentiality.

- (a) Except as provided in subsections (b) and (c) of this section, after a complaint is filed:
 - (1) the proceedings, meetings, and activities of the **Board** and its employees relating to the complaint are confidential; and
 - (2) information relating to the complaint, including the identity of the complainant and respondent, may not be disclosed by the:
 - (A) **Board**;
 - (B) the General Counsel's Office or Office of Internal Audit;
 - (C) complainant; or
 - (D) respondent.
- (b) Except as provided in subsection (c) of this section, the restrictions in subsection (a) of this section apply unless:
 - (1) the matter is referred for criminal prosecution under Section 2-8; or
 - (2) the **Board** finds a violation of these regulations.

- (c) (1) The **Board** may release any information at any time if the respondent agrees in writing to the release.
- (2) On request of the respondent, the **Board** at any time shall disclose the identity of the complainant to the respondent.

Section 2-8. Referral to Prosecuting Authority.

- (a) If the **Board**, while considering a complaint, finds that there are reasonable grounds to believe that the respondent may have committed a criminal offense, the **Board** promptly shall refer the matter to the General Counsel for review and submittal to the appropriate prosecuting authority, if appropriate.
- (b) The **Board** shall make available to the prosecuting authority all pertinent evidence under its control.

Section 2-9. Retention of Documents.

- (a) Any **person** that is required to file a report, statement, or record under this title shall retain each account, bill, receipt, book, paper, or other document necessary to complete and substantiate the report or statement.
- (b) The **person** shall retain the document for 3 **years** after:
 - (1) the date the report, statement, or record was filed; or
 - (2) if the report, statement, or record is not filed, the date the report, statement, or record was required to be filed.
- (c) On request by the **Board**, and after reasonable notice, the documents shall be available for inspection by the **Board**

Section 2-10. Annual Reporting.

- (a) On or before the 15th day of April of each **year**, the **Board** shall prepare in draft the report that is required to be filed by the **Commission** with the governing bodies of Montgomery and Prince George's Counties concerning conflicts of interest issues that arose and were under review or resolved within the previous **year**.
- (b) Unless prescribed by the State Ethics Commission, the form of annual report to the county governing bodies concerning conflicts of interest shall contain a case-by-case statement of the issue(s), the regulation(s) involved, the status of proceedings, and any final determination. A **Commission** approved report shall be provided to the governing bodies of Montgomery and Prince George's counties.
- (c) In addition to its report concerning conflicts of interest issues, the **Board** shall prepare in draft the annual report that is required to be filed by the **Commission** on **lobbying** before the **Commission**. A **Commission** approved report shall be provided to the governing bodies of Montgomery and Prince George's Counties.

Section 2-11. Entities Doing Business with WSSC – Listing.

The General Manager shall cause to have published annually an alphabetized list of non-government **entities doing business** with **WSSC** during the preceding **year** and make it available to individuals required to file financial disclosure statements under Article 5 of this Resolution. The list shall be available for public inspection by March 1 of each **year**.

Section 2-12. Ethics Training.

The Commission shall provide at least one hour of ethics training annually to all **employees**. The training shall be mandatory for all **employees**.

ARTICLE 3. CONFLICTS OF INTEREST

Section 3-1. Restrictions on Participation of Employees.

- (a) An **employee** may not **participate** in any **WSSC** matter, except to exercise a purely administrative or ministerial duty which does not affect the disposition or decision concerning that matter, if the **employee** or a **qualifying relative** has an **interest** in the matter, or the **employee** creates the appearance that he or she has an **interest** in the matter, or if any of the following is a party thereto:
- (1) A **business entity** in which the **employee** has a direct **financial interest** of which the **employee** may reasonably be expected to know;
 - (2) A **business entity** with which either the **employee** or a **qualifying relative** (if known to the **employee**) is an officer, director, trustee, or employee;
 - (3) A **business entity** with which either the **employee** or a **qualifying relative** (if known to the **employee**) has applied for **employment**, is negotiating employment, or has arranged prospective employment;
 - (4) A **business entity** which is a party to an existing contract with the **employee**, or which either knows is a party to a contract with a **qualifying relative**, if the contract could reasonably be expected to result in a conflict between the private interests and the official duties of the **employee**;
 - (5) A **business entity**, either engaged in a transaction with **WSSC** or subject to regulation by **WSSC**, in which a direct **financial interest** is owned by another **entity** in which the **employee** has a direct **financial interest** if the **employee** reasonably may be expected to know of both **financial interests**;
 - (6) A **business entity** which is a creditor or obligee of the **employee** or **qualifying relative** (if known by the **employee**) with respect to a thing of economic value and which, by reason thereof, is in a position to affect directly and substantially the **interest** of the **employee** or a **qualifying relative**.

- (b) An **employee** who otherwise would be disqualified from **participation** under subsection (a) of this section shall disclose the nature and circumstances of the conflict, and may **participate** or act, if:
 - (1) the disqualification would leave a body with less than a quorum capable of acting;
 - (2) the disqualified **employee** is required by law to act; or
 - (3) the disqualified **employee** is the only individual authorized to act.
- (c) Notwithstanding subsection (a), an **employee** may obtain a waiver from the **Board** to **participate** in an otherwise prohibited act or decision in accordance with Section 2-3.

Section 3-2. Restrictions on Other Employment and Financial Interests.

- (a) *General Restrictions.* An **employee** must not engage in outside **employment** if the hours of such **employment** conflict with the **employee**'s normal work shift at **WSSC** or where the outside **employment** is of such a nature which does or may create a conflict of interest or the appearance of a conflict of interest.
- (b) *Specific Restrictions.* Unless the **Board** grants a waiver under Section 2-3, or as permitted by an advisory opinion under Section 2-2, an **employee** must not:
 - (1) be **employed** by, or have a **financial interest** in any **business** that:
 - (A) is regulated by **WSSC**;
 - (B) negotiates or has entered into a contract with **WSSC**; or
 - (C) is a subcontractor for any **business** that has a contract with **WSSC**;
 - (2) hold any other **employment** relationship that would impair the impartiality and independence of judgment of the **employee**; or
 - (3) be **employed** by an **entity** that is a party to a contract that binds or purports to bind **WSSC** if the duties of the **employee** include matters substantially relating to or affecting the contract and the contract binds or purports to bind **WSSC** to pay more than \$1,000.
- (c) *Exceptions.* Subsections (a) and (b) do not apply to an:
 - (1) **employee** whose government duties are ministerial, if the **employment** does not create a conflict of interest or the appearance of a conflict of interest;
 - (2) **employment** that makes a conflict of interest or appearance of conflict interest remote as determined in accordance with the regulations of the State Ethics Commission (COMAR 19A.02.01) or other criteria established by the **Board**;
 - (3) **employee** exempted by **Board** under extraordinary circumstances to recruit, hire, or retain highly qualified or uniquely qualified individuals for public service or to assure the availability of competent services to the public; or

- (4) attorneys in the General Counsel’s Office providing *pro bono* representation in furtherance of the directives of the Court of Appeals.
- (d) *Prohibition Against Contingent Compensation.* An **employee** must not assist or represent a party for contingent **compensation** in a matter before or involving the **WSSC**.

Section 3-3. Employment Restriction – Former Commissioners and Employees.

- (a) A former **employee** may not assist or represent a party in a case, contract, or other specific matter for **compensation** involving **WSSC** if the former **employee** **participated significantly** in the matter as an **employee**.
- (b) A former **Commissioner** or **employee** may not act as an agent or representative of any **person** or **entity** in a **business** transaction with **WSSC** within 12 months of their separation from **WSSC**. A **Commissioner** holding office or **employee** may not knowingly become involved in any **WSSC business** transaction with a former **Commissioner** or **employee** within 12 months from the date of the former **Commissioner’s** or **employee’s** separation from **WSSC**.
- (c) This subsection does not prohibit the **WSSC**, in its sole discretion from **employing** either a former **Commissioner** or **employee** or hiring an **entity employing** a former **Commissioner** or **employee** as a consultant or contractor provided that full disclosure to the **Commission** is made prior to such **employment**.
- (d) In this section, “*significant participation*” means making a decision, approval, disapproval, recommendation, rendering advice, investigation, or similar action taken as an **employee**. “Significant participation” ordinarily does not include program or budget preparation, review or adoption.

Section 3-4. Misuse of Prestige of Office; Harassment; Improper Influence.

- (a) An **employee** must not use the prestige of office for private gain or the gain of another, or create the appearance that the **employee** is utilizing the prestige of office for private gain or the gain of another. Performing usual and customary ratepayer or customer services, without additional **compensation**, is not prohibited by this subsection.
- (b) Unless expressly authorized by the General Manager, a **person** must not use an official **WSSC** title or insignia in connection with any private enterprise.
- (c) An **employee** must not use any **WSSC** facility, property, or work time for personal use or for the use of another person, unless the use is:
 - (1) generally available to the public; or
 - (2) authorized by a law, regulation, or administrative procedure;

- (d) (1) An **employee** must not appoint, hire, or advocate the advancement of a relative to a position that is under the jurisdiction or control of the **employee**.
- (d) (2) A relative of an **employee** must not be **employed** in a position if the employee would exercise jurisdiction or control over the position.
- (e) An **employee** must not intimidate, threaten, coerce or discriminate against any person for the purpose of interfering with that person’s freedom to engage in political activity.
- (f) A **person** must not influence or attempt to influence an **employee** to violate the Code of Ethics.
- (g) An **employee** may not attempt to influence a State or County official in the conduct of the official’s duties for a purpose contrary to the State Ethics Law or these regulations.
- (h) In this section, “relative” means spouse, **significant other**, parent, child, brother or sister, uncle or aunt, first cousin, nephew or niece, father-in-law or mother-in-law, son-in-law or daughter-in-law, brother-in-law or sister-in-law, step-parent or step-child, step-brother or step-sister, half-brother or half-sister, or grandparent or grandchild.

Section 3-5. Disclosure of Confidential Information.

Except when authorized by law, an **employee** or former **employee** must not disclose confidential information relating to or maintained by **WSSC** that is not available to the public. An **employee** or former **employee** must not use confidential information for personal gain or the gain of another. Unless expressly prohibited by law, an **employee** may disclose validly obtained confidential information to a **Commissioner** or **employee** if the other **Commissioner** or **employee** reasonably needs the information to carry out that **person’s** official duties. Confidential information includes information that is subject to mandatory or discretionary denial to requests from the public for disclosure under the Maryland Public Information Act or other information determined by **WSSC** by contractual agreement, standard operating procedure, or otherwise, to be confidential or proprietary in nature.

Section 3-6. Soliciting or Accepting Gifts.

- (a) Except as provided in subsection (b), an **employee** must not solicit a **gift** to the **employee** or another person or organization:
 - (1) from any **business** or individual who:
 - (A) is registered or must register as a **lobbyist**;
 - (B) **does business** with the **WSSC**; or
 - (C) is, or owns or operates a **business** that is, regulated by **WSSC**;

- (2) during official work hours, or at **WSSC**, or from any other **employee** who is supervised directly or indirectly by the **employee**, while wearing all or part of an official uniform of **WSSC**, or while otherwise identifiable as an **employee**;
 - (3) for the **employee's** own benefit, unless the General Manager approves the solicitation; or
 - (4) with the intent of affecting or offering to affect any action by the **WSSC**.
- (b) An **employee** may solicit a **gift**:
- (1) from **employees** during official work hours, for a charitable drive that is approved by the **Commission** or General Manager, when the solicitation is part of the **employee's** official duties;
 - (2) from any **person** to a charitable organization, as defined in the state law regulating public charities, if the **employee** does not solicit **gifts** from those **persons** who **do business** with or are regulated by **WSSC**, or from other **employees** who are supervised directly or indirectly by the **employee**;
 - (3) from any individual, during official work hours, while identifiable as an **employee**, or at **WSSC**, for the benefit of **WSSC** or a non-profit organization formally cooperating on a program with **WSSC** if the solicitation is authorized by the **Commission** or General Manager; or
 - (4) from other **employees** to express appropriate sentiment to a co-worker or relative of a co-worker regarding a personal event such as a birth, birthday, retirement, marriage, death, or similar occasion.
- (c) An **employee** must not knowingly accept a direct or indirect **gift** from any individual or organization that the **employee** knows or reasonably should know:
- (1) is registered, or must register, as a **lobbyist** on a matter that is or could be considered by **WSSC**;
 - (2) **does business** with **WSSC**;
 - (3) owns or operates a **business** that is regulated by **WSSC**; or
 - (4) has an identifiable economic or financial interest that is different from that of the general public, which the **employee** may substantially affect in performing the **employee's** official duties.
- (d) Notwithstanding the prohibitions of subsection (c), an **employee** may accept the following **gifts** unless the **gift** would tend to impair the impartiality and independent judgment of the **employee**, give the appearance of impairing the impartiality and independent judgment of the **employee**, or the **employee** has reason to believe that the gift is intended to impair the impartiality of the **employee**:
- (1) meals and beverages under \$50 received and consumed in the presence of the donor or sponsoring **entity** on an infrequent basis in connection with normal business discussions or, if \$50 or over, if disclosed on the **employee's** financial disclosure statement under Article 5;

- (2) ceremonial **gifts** or awards with a resale value of \$100 or less, if the **gift** or award commemorates an event or achievement associated with the **employee**;
 - (3) items of personal property, other than cash, of insignificant monetary value or trivial gifts of informational value;
 - (4) reasonable expenses for food, travel, lodging, and scheduled entertainment of the **employee**, given in return for the **employee**'s participation in a panel or speaking at a meeting;
 - (5) **gifts** of tickets or free admission valued under \$50 to an **employee** who must file a financial disclosure statement under Article 5, or if valued at \$50 or over, the **gift**:
 - (A) is a courtesy extended to the office;
 - (B) consists of tickets or free admission for the **employee** and not more than one guest to attend a charitable, cultural, civic, labor, trade, sports, or political event, including meals and beverages served at the event; and
 - (C) is disclosed on the financial disclosure statement;
 - (6) any item that is solely informational or of an advertising nature, including a book, report, periodical, or pamphlet, if the resale value of the item is \$50 or less;
 - (7) **gifts** from a relative; an **honorarium**, except as provided in subsection (e); or
 - (8) a specific **gift** or class of **gifts** which the **Board** exempts from this Section; after finding in writing that accepting the **gift** or class of **gifts** is not detrimental to the impartial conduct of the business of the **WSSC**.
- (e)
 - (1) Except as provided in paragraph (2) of this subsection, an **employee** may not accept an **honorarium** if the payer of the honorarium has an interest that may be substantially and materially affected, in a manner distinguishable from the public generally, by the performance of the individual's official duty; and the offering of the **honorarium** is in any way related to the individual's official position.
 - (2) An **employee** may accept an **honorarium** under this subsection if the **honorarium** is limited to reasonable expenses incurred for the employee's meals, travel, and lodging, and reasonable and verifiable expenses for care of a child or dependent adult or gifts that are otherwise permitted under paragraphs (2), (3), and (6) of subsection (d) of this section.
 - (f) Subsection (c) does not apply to unsolicited **gifts** to the **WSSC**.
 - (g) An **employee** who receives a **gift** that the **employee** must not accept under this Section must report the **gift** to the **Board**, and return the **gift** to the donor or transfer the **gift** to the **WSSC**.

Section 3-7. Conflict of Interest Statement.

Persons who are not required to file an annual financial disclosure statement pursuant to Section 5-1(a) of the Code shall be required to file an annual Conflict of Interest statement. The statement, which shall be filed by April 30th of each year, shall request, at a minimum, information regarding relatives employed by WSSC (as defined in Code Section 3-4(h)) and outside employment. The Conflict of Interest statement shall be prepared, dated, and signed under oath by the employee and submitted to the employee's supervisor, as designated by the General Manager, for review as to completeness and potential or existing conflicts of interests or appearance of conflicts of interest. Completed Conflict of Interest statements shall be maintained by the Human Resources Office.

ARTICLE 4. ETHICS IN PUBLIC CONTRACTING

Section 4-1. Reporting of Suspected Collusive or Fraudulent Bidding or Negotiation.

- (a) *Notification to the General Counsel.* When for any reason, collusion or fraud is suspected among any bidders or offerors, a written notice of such suspicion must be transmitted by a **Commissioner** or **employee** to the General Counsel.
- (b) *Retention of all documents.* All documents involved in any procurement in which collusion is suspected must be retained until the General Counsel determines otherwise. All retained documents must be made available to the General Counsel or designee upon request.

Section 4-2. Illegal Gifts and Kickbacks.

- (a) *Gifts.* A bidder, offeror, or contractor must not make or offer to make a **gift** to a **Commissioner** or **employee** that the **Commissioner** or **employee** is prohibited from accepting under Article 3 or other law.
- (b) *Kickbacks.*
 - (1) In these regulations, a kickback means any money, fee, commission, credit, **gift**, or **compensation** of any kind which is provided directly or indirectly to a prime contractor, a prime contractor employee, a subcontractor, a subcontractor employee, a **Commissioner** or **employee**, or other **person** for the purpose of obtaining or rewarding favorable treatment in the award of a prime contract or a subcontract in connection with a contract awarded by **WSSC**.
 - (2) A **person** must not:
 - (A) provide, attempt to provide, or offer to provide a kickback;
 - (B) solicit, accept, or attempt to accept a kickback;

- (C) include, directly or indirectly, the amount of a kickback in the price charged by the subcontractor to the contractor, or by the prime contractor in the price charged by the prime contractor, to **WSSC**; or
 - (D) claim that the unlawfully induced contract or subcontract fulfills any legal, regulatory, or contractual requirement.
- (3) **WSSC** may offset the amount of a kickback from any sum owed to the prime contractor by **WSSC**.

Section 4-3. Ethics; Contractor Conduct.

- (a) During the conduct of a procurement, a bidder or offeror, or any officer, **employee**, representative, agent, or consultant of any bidder or offeror, may not knowingly:
- (1) make any offer or promise of future **employment** or business opportunity to, or engage in any discussion of future **employment** or business opportunity with, any **WSSC employee** or **Commissioner** involved in the procurement;
 - (2) offer, give, or promise to offer or give any money, gratuity, or other thing of value to any **WSSC employee** or **Commissioner** involved in the procurement; or
 - (3) solicit or obtain from any **employee** or **Commissioner** of **WSSC** before the award of a contract, any proprietary or source selection information regarding the procurement.
- (b) A contractor providing an analysis or recommendation to **WSSC** concerning a particular matter must not, without first obtaining the written consent of the General Manager, after comment from the **Board**:
- (1) assist:
 - (A) another party in the matter; or
 - (B) another **person** if the **person** has a direct and substantial **interest** in the matter; or
 - (2) seek or obtain an economic benefit from the matter in addition to payment to the contractor by **WSSC**.
- (c) A contractor must not use confidential information obtained in relation to performing a contract except as expressly authorized in the contract or by the General Manager.
- (d) In connection with a contract with **WSSC**, a **person** must not willfully:
- (1) falsify, conceal, or suppress a material fact by any scheme or device;
 - (2) make a false or fraudulent statement or representation of material fact; or
 - (3) use a false writing or document that contains a false or fraudulent statement or entry of a material fact.

- (e) A **person** may not aid or conspire with another **person** to commit an act under subsection (d).

Section 4-4. Participation in Procurement.

- (a) An individual or **entity** that employs an individual who assists **WSSC** in the drafting of specifications, an invitation for bids, a request for proposals for a procurement, or the selection or award made in response to an invitation for bids or a request for proposals may not:
 - (1) submit a bid or proposal for that procurement; or
 - (2) assist or represent another person, directly or indirectly, who is submitting a bid or proposal for that procurement.
- (b) For purposes of subsection (a) of this section, assisting in the drafting of specifications does not include:
 - (1) providing descriptive literature such as catalogue sheets, brochures, technical data sheets, or standard specification “samples”, whether requested by **WSSC** or provided on an unsolicited basis;
 - (2) submitting written comments on a specification prepared by **WSSC** or on a solicitation or bid or proposal when comments are solicited from two or more persons as part of a request for information or a pre-bid or pre-proposal process;
 - (3) providing specifications for a sole source procurement made in accordance with the Procurement Manual; or
 - (4) providing architectural and engineering services for programming, master planning, or other project planning services.

Section 4-5. Consultants-Conflicts of Interest Affidavit; Non-Conviction Affidavit.

- (a) Each invitation for bids or requests for proposals for a contract that will involve the selection of a consultant who is to assist **WSSC** in the formation, award, or execution of any **WSSC** contract shall require that a bidder or offeror provide **WSSC** with an affidavit that discloses any actual or potential conflict of interest of which the bidder or offeror knows, or reasonably can be expected to know.
- (b) Requirements for disclosure of conflicts of interests under this section shall be consistent with those applicable to State agency consultants under Md. Ann. Code, State Finance and Procurement Article, §13-212.

- (c) Except as may be provided in **WSSC** procurement regulations, each **person**, upon submitting a bid or proposal or other application for a contract with **WSSC** shall submit an affidavit of non-conviction (and related affirmation) in accordance with Md. Ann. Code, State Finance and Procurement Article §16-311. The affidavit additionally shall cover any convictions of making a payment of a gratuity to, or supplementing the salary of, a public official or similar offenses relating to public graft. The affidavit shall cover any conviction by any officer, director, partner, or **employee** of the **person** or, if the **person** is a **business**, the **business** itself. To the extent known, the affidavit shall also cover convictions of any officer, director, partner, employee of, and including a **business**, related by common ownership or management control, including subsidiaries, affiliates, or parent corporations.
- (d) Conviction, including an accepted plea of nolo contendere, of any of the offenses set forth in subsection (c) may be grounds for debarment or a determination by **WSSC** that a bidder or offeror is not responsible to perform the contract.
- (e) This section is not intended to preclude **WSSC** from imposing similar conflict of interest requirements as conditions in its other contracts.

Section 4-6. Disclosure of Procurement Information.

- (a) After a solicitation is issued and until a recommendation is made by a procurement officer or a project manager, the procurement officer, project manager or any other **WSSC employee** or **Commissioner** involved in the procurement may only disclose to a **person** outside **WSSC**:
 - (1) whether a decision has been made regarding the solicitation; and
 - (2) information that is available to the public under the Maryland Public Information Act.
- (b) After a solicitation is issued, a procurement officer or project manager shall record and include in the procurement file the following information from a source outside **WSSC**:
 - (1) the date and time of the inquiry or communication;
 - (2) the name and affiliation of the person making the inquiry or communication; and
 - (3) the substance and nature of the inquiry or communication.
- (c) After a recommendation is made by a procurement officer or project manager, but before final action on the procurement, a **WSSC employee** or **Commissioner** responsible for approving or recommending the contract award shall provide the procurement officer or project manager, for inclusion in the procurement file, a written summary of any inquiries or communications from a source outside **WSSC** in the manner provided in subsection (b) of this section.

- (d) This section is not intended to cover inquiries or communications in the course of activities clearly contemplated under **WSSC's** procurement procedures such as pre-bid conferences, proposal evaluation interviews, competitive or sole source negotiation, or the negotiation and execution of contracts.

Section 4-7. Prohibited Contingent Fees.

- (a) A **person** must not retain another to secure a contract from **WSSC** under an agreement that in exchange for the contract, the **person** will pay another a commission, percentage of the contract, or a contingent fee.
- (b) This section does not apply to:
 - (1) a bona fide **employee** or commercial selling agency retained by the **person** for the purpose of securing **business**; or
 - (2) an attorney rendering professional legal services consistent with applicable canons of ethics.

Section 4-8. Civil or Administrative Remedies Against Those Who Violate Ethical Standards.

- (a) Violation of the provisions of this Article may result in the voiding by **WSSC** of the applicable contract, suspension, debarment, or a determination that a bidder or offeror is not responsible to perform a contract. Any civil and administrative remedies for violations of ethical standards which are codified elsewhere in law or regulation, or which are applicable by contract, are not impaired.
- (b) The value of anything received by any **person** for a violation of the ethical standards contained in this Article are recoverable from the **person** by **WSSC** by setoff, attachment, garnishment, or other appropriate legal action. A **person** who, for the purpose of defrauding **WSSC**, acts in collusion with another person in connection with procurement process is liable for damages equal to three times the value of the loss to **WSSC** that is attributable to the collusion under Md. Ann. Code, State Finance and Procurement Article §11-205.
- (c) If a **person** makes a kickback in connection with the award of a contract, subcontract or order, **WSSC** is entitled to presume conclusively that the amount of the kickback was included in the price of the contract, subcontract, or order and ultimately borne by **WSSC**. The amount of the kickback may be recovered from the:
 - (1) recipient; or
 - (2) **person** making the kickback.

Section 4-9. Penalties.

- (a) Any criminal penalties for violations of ethical standards codified elsewhere by law or regulation are not impaired.
- (b) Following a final criminal conviction of an **employee** for violation of a provision of this Article, **WSSC** must release the convicted **employee**. Pending completion of any criminal proceedings, the **WSSC** may suspend, with or without pay, the accused **employee**.

ARTICLE 5. FINANCIAL DISCLOSURE

Section 5-1. Who Must File Financial Disclosure Statements.

- (a) The following **persons** must file a financial disclosure statement under oath:
 - (1) All **persons** holding positions under the Executive Salary Schedule, merit and non-merit positions;
 - (2) All **persons** holding merit or non-merit positions on level of Grade 20 or above; and
 - (3) Other **persons** holding positions, designated by the General Manager, after review and recommendation by Team Chiefs and the heads of the staff offices, that are responsible, either as a decision-maker or an advisor to another making decisions, for :
 - (A) contracting or procurement, including the drafting of specifications and the negotiating or executing of contracts, and the approval of invoices for payment that exceed \$500;
 - (B) regulatory matters, including planning, sewer category classifications, development or permit review, and inspections; legal matters and the payment or settlement of claims;
 - (C) financial matters, including audit, benefits and retirement administration (including staff and members of the Retirement Plan Board of Trustees), and the administration of grants, subsidies or credits;
 - (D) land acquisition;
 - (E) law enforcement;
 - (F) controlling confidential information, including information technology systems; and
 - (G) other matters that would further the purposes of this Article.
- (b) Members of **WSSC** advisory boards or committees must file financial disclosure forms. However, the **Board** shall limit the information required on such forms to information concerning any financial interest or gift that may create a conflict of

interest between the board or committee member's personal interests and advisory duties.

Section 5-2. When to File.

- (a) Financial disclosure statements shall be filed on or before the 30th of April of each **year**. Statements due April 30th of each **year** shall be for the period commencing January 1st and ending December 31st of the preceding **year**.
- (b) A **person** who is appointed or hired on or after April 30th of any year to fill a position for which a disclosure statement is required shall file within 30 days of employment. The disclosure statement shall cover the previous **year** whether or not **employed** by **WSSC** during the previous **year**.
- (c) A **person** who leaves a position for which a disclosure statement is required shall file the statement within 60 days after leaving the position. The disclosure statement shall cover the **year** proceeding the **year** in which the **person** left the position, unless a disclosure statement covering that **year** has already been filed. In addition, the disclosure statement shall cover the portion of the current **year** in which the **person** held the position.

Section 5-3. Statement Contents.

- (a) Forms shall be developed by the Office of Internal Audit in consultation with the **Board**. Except as provided in subsections (b) and (d), or otherwise required by this Code, the disclosure statement to be filed by the **employee** shall be substantially similar to the form and content prescribed by the State Ethics Commission for State employees under Md. Ann. Code, State Government Article, §15-607.
- (b) References in the State Ethics Commission form to “business with the State” and “employment with the State” shall be deemed to mean “business with WSSC”, and “employed by WSSC”, respectively.
- (c) Attribution of **interests** for disclosure shall be as provided under Md. Ann. Code, State Government Article, §15-608. However, for purposes of this subsection, the **interests** of a **significant other** shall be attributed to an **employee** to the same extent required for a spouse.
- (d) The **Commission** may develop electronic forms, if secured, and at no cost to employees. It may also simplify State forms and, among other things, use ranges to reflect the dollar values of interests held by filers similar to those in use by the Montgomery County Government.

Section 5-4 Execution and Where to File; Use.

- (a) The financial disclosure statement shall be prepared, dated, and signed under oath by the maker and submitted to an **employee's** supervisor, as designated by the General Manager, for review as to completeness and potential or existing conflicts of interests or appearance of conflict of interest. The General Manager's financial disclosure statement shall be reviewed by the Internal Auditor. After review, all financial disclosure statements shall be delivered to the Office of Internal Audit by April 30th of the current year.
- (b) A financial disclosure statement is filed under oath if the person signs a declaration that the financial disclosure statement is made under the penalties of perjury.

Section 5-5. Financial Disclosure Statements as Public Records.

- (a) Once reviewed and transmitted to the Office of Internal Audit under Section 5-4, financial disclosure statements are public documents. These statements shall be made available by the Office of Internal Audit to the public for examination and copying, subject to a reasonable fee for the time and material. A financial disclosure statement is filed under oath if the person signs a declaration that the financial disclosure statement is made under the penalties of perjury.
- (b) Any **person** requesting to examine and/or copy a financial disclosure statement shall provide to the Office of Internal Audit that **person's** name, business address and home address and the name of the **employee** whose disclosure statement is to be examined and/or copied. The **person** shall also provide a driver's license or other government issued photo identification card, which may be copied by the Office of Internal Audit. In addition, the Office of Internal Audit may not release the requested financial disclosure statement until 24 hours after the request has been made, in order to allow time to attempt to transmit notification of the request to the **employee** prior to the release of the requested financial disclosure statement.

ARTICLE 6. LOBBYING DISCLOSURE

Section 6-1. Who Must Register as a Lobbyist; Exceptions.

- (a) Any individual or organization must register as a **lobbyist** if, during a **year**, that individual or organization communicates with a **Commissioner** or **employee** to influence executive or administrative action by **WSSC** and for those purposes:
 - (1) expends a cumulative amount of \$100 or more during a reporting period on **WSSC Commissioners** or **employees** for meals, beverages, special events or **gifts**;

- (2) is **compensated** \$2,500 or more in a reporting period, from all **lobbying** employers cumulatively, for all such communications, or incurs expenses of \$500 or more per **lobbying** employer (other than for personal travel or subsistence), to influence the development or adoption of **WSSC** regulations or policies or procedures, land acquisition or service extension decisions, or **WSSC** recommendations to county government or state government, including the General Assembly;
- (3) is **compensated** to influence **WSSC** on a procurement contract that exceeds \$100,000 or may be reasonably anticipated to exceed \$100,000, under circumstances set forth under subsection (b), unless the **person** is a bona fide salesperson or commercial selling agency employed or retained by the **employer**;
- (4) is **compensated** by a **business entity** to secure a grant, credit, or other subsidy from **WSSC** with a value of more than \$100,000 if the expense or **compensation** thresholds of paragraph (2) of this section are met, unless the **person** is a bona fide salesperson or commercial selling agent employed or retained by the **employer**; or
- (5) spends at least \$2,500 to provide **compensation** to one or more **entities** required to register under this subsection.

(b) Paragraph (a)(3) of this section applies to:

- (1) communications made prior to a formal solicitation being issued;
- (2) communications made after a solicitation is issued that are required to be included in the procurement file under Section 4-6 of these regulations; or
- (3) communications to a **Commissioner** on a procurement that is scheduled, or to be scheduled, for consideration on a **Commission** agenda, including testimony; and
- (4) expense or compensation thresholds stated in subsection (a)(2) are met.

(c) Subsection (a) does not apply to:

- (1) advising clients on proposed or pending **WSSC** regulations or policies without other attempt to influence the **Commission**, if the individual engages in no other acts in the reporting period that requires registration;
- (2) communicating with **WSSC** when requested by **WSSC**, without engaging in any other activity to influence administrative or executive action on the subject of the communication;
- (3) communicating with **WSSC** concerning the submission or interpretation of plans, drawings, blueprints or similar (non-policy) architectural, engineering, construction or maintenance requirements;
- (4) communicating with **WSSC** as an official act of an official or **employee** of the state, a political subdivision of the state, or the United States, and not on behalf of any other person or **business**;

- (5) actions of a publisher or working journalist in the ordinary course of disseminating news or making editorial comment to the general public, without engaging in other **lobbying** that would directly and specifically benefit the economic **interests** of a specific **person** or **business**; and
- (6) appearing before **WSSC** at the request of a **lobbyist** if the witness:
 - (A) takes no other action to influence administrative or executive action; and
 - (B) identifies himself or herself as testifying at the request of the **lobbyist**.
- (d) Except for the authorization required by Section 6-3, an individual or organization is exempt from the reporting requirements of this Article if the individual or organization:
 - (1) compensates one or more **lobbyists**;
 - (2) reasonably believes that each **lobbyist** will timely register and report all expenditures required to be reported; and
 - (3) engages in no other **lobbying**.
- (e) Notwithstanding subsection (b) of this section, if a **lobbyist** fails to report timely any information required under this Article, the **lobbyist's employer** is immediately subject to the reporting requirements of this Article.

Section 6-2. How and When to Register as a Lobbyist.

- (a) Every person required to register with the **Board** under Section 6-1 must disclose the following information on a form provided by the **Board**:
 - (1) the **lobbyist's** name and permanent address;
 - (2) the name and permanent address of any person who will lobby on behalf of the **lobbyist**;
 - (3) the name, address, and nature of **business** of any person who compensates the **lobbyist**; and
 - (4) the identification, by formal designation if known, of each matter on which the **lobbyist** expects to lobby or **employs** someone to lobby.
- (b) This form must be filed not later than 5 days after an individual or organization first meets the requirements for registration under this Article.
- (c) A **lobbyist** must register separately for each **employer**.
- (d) Each registration, if applicable, shall include the authorization required under Section 6-3.
- (e) Each registration form shall be accompanied by a fee of \$20 or other amount specified in the **WSSC** schedule of fees and charges.

- (f) Each **lobbyist** may file a notice of termination within 30 days after:
 - (1) stopping any **lobbying** activity; and
 - (2) filing the reports required under this Article.

Section 6-3. Authority to Lobby.

- (a) An **entity** that engages a **lobbyist** for the purpose of **lobbying** shall provide a signed authorization for the regulated **person** to act. If the **entity** is a corporation, an authorized officer or agent, other than the **lobbyist** shall sign the authorization.
- (b) The authorization to act required by subsection (a) of this section shall include the name and address of the **lobbyist**, the period during which the **lobbyist** is authorized to act (subject to subsequent modification), and the subject matter on which the **lobbyist** represents the **entity**.

Section 6-4. Compensation Must Not be Contingent.

Any person must not pay another person **compensation** that depends on or varies with the success or defeat of any administrative or executive action by **WSSC**.

Section 6-5. Reports by Lobbyists to the Board.

- (a) Each registered **lobbyist** must file with the **Board**, under oath:
 - (1) a report covering the period from January through June 30, filed by July 31; and
 - (2) a report covering the period from July 1 through December 31, filed by January 31.
- (b) If the **lobbyist** is not an individual, an authorized officer or agent of the **lobbyist** must sign the form. Each **lobbyist** must file a separate report for each individual or organization that compensates the **lobbyist**.
- (c) Each report must include:
 - (1) a complete and current statement of the information required under Section 6-2 for registration;
 - (2) disclosure regarding compensation, gifts, expenses, gifts, fees, and other costs related to lobbying efforts to the extent authorized under Md. Ann., Code, State Government Article, §§ 15-704 and 15-705; and
 - (3) disclosure of business transactions that an individual **lobbyist** has with a **Commissioner** or General Manager to the extent authorized under Md. Ann. Code, State Government Article, §15-706.

- (d) Forms shall be substantially similar to those used by the State Ethics Commission and shall use the same method of allocating costs required by that agency.

Section 6-6. Public Inspection of Lobbyist Registration Documents.

- (a) The **Board** must maintain all required documents under this Article and make them available to the public for inspection and copying.
- (b) The **Board** may establish procedures for inspection. The Board may charge fees for copying as specified in the **WSSC** schedule of fees and charges.

Section 2. Except for Section 2-1, pertaining to the appointment of the Board of Ethics, Section 1 of this Resolution shall be effective on November 1, 2003. On that date, Commission Resolution 82-723, Resolution 82-724, Resolution 83-779, and Resolution 96-1509 are repealed. Any inconsistent provisions in the WSSC Personnel Policy and Benefits Programs Manual shall also be superseded on November 1, 2003.

Section 3. The General Counsel, after consultation with the General Manager, is delegated authority to recodify, renumber, or otherwise make technical corrections to the text of this Resolution. Provisions related to Ethics in Public Contracts may be transferred to, or otherwise appear in, procedures related to WSSC procurement.

Section 4. The General Manager shall take all necessary administrative action necessary to implement this Resolution. The General Manager and Internal Auditor are delegated authority to adopt guidelines, not inconsistent with this Resolution, necessary for proper implementation of Section 1.

Section 5. Notice of this Resolution shall be published in a newspaper circulated in both Prince George's and Montgomery Counties on or before July 1, 2003. Except as otherwise provided in Section 2, this Resolution shall be effective 30 days from the date of publication.

A True Copy.

Attest:

_____ *signed/*
Secretary

RESOLUTION NO. 2006-1747
ADOPTED: January 18, 2006

WASHINGTON SUBURBAN SANITARY COMMISSION

SUBJECT: RESOLUTION AMENDING SECTION 5-5(b) OF THE CODE OF ETHICS

WHEREAS: The Commission adopted Resolution No. 2003-1669 on June 11, 2003 which established a new WSSC Code of Ethics; and

WHEREAS: The Commission desires to amend Section 5-5(b) of the Code of Ethics.

NOW, THEREFORE, BE IT RESOLVED, that the following amendment to Section 5-5(b) of the WSSC Code of Ethics is hereby adopted;

Section 5-5. Financial Disclosure Statements as Public Records.

(b) Any **person** requesting to examine and/or copy a financial disclosure statement shall provide to the Office of Internal Audit that **person's** name, business address and home address and the name of the **employee** whose disclosure statement is to be examined and/or copied. The **person** shall also provide a driver's license or other government issued photo identification card, which may be copied by the Office of Internal Audit. In addition, the Office of Internal Audit may not release the requested financial disclosure statement until 24 hours after the request has been made, in order to allow time to attempt to transmit notification of the request to the **employee** prior to the release of the requested financial disclosure statement.

AND BE IT FURTHER RESOLVED, that notice of this amendment be published in at least one newspaper published in Montgomery and Prince George's Counties on or before the 1st day of February, 2006; and

BE IT FURTHER RESOLVED, that the above amendment to Section 5-5(b) of the Code of Ethics shall take effect on the 3rd day of March, 2006; and

BE IT FURTHER RESOLVED, that the above amendment to Section 5-5(b) of the Code of Ethics shall, upon effect, apply to all requests to examine and/or copy financial disclosure statements of WSSC employees;

AND BE IT FURTHER RESOLVED that a copy of this Resolution shall be appended to the WSSC Code of Ethics.

Attest:

 /signed/
Corporate Secretary

RESOLUTION NO.: 2007-1779
ADOPTED: June 20, 2007

WASHINGTON SUBURBAN SANITARY COMMISSION

SUBJECT: RESOLUTION AMENDING CERTAIN SECTIONS OF THE CODE OF ETHICS

WHEREAS: The Commission adopted Resolution No. 2003-1669 on June 11, 2003, which established a Code of Ethics; and

WHEREAS: The Commission desires to amend certain sections of the Code of Ethics.

NOW, THEREFORE, BE IT RESOLVED, that the attached amendments to Sections 2-5(e), 3-1(a), 3-4(a), 3-6(b) and 5-2(c) of the Code of Ethics are hereby adopted.

AND BE IT FURTHER RESOLVED, that notice of these amendments be published in at least one newspaper published in Montgomery and Prince George's Counties on or before the 1st day of July, 2007; and

BE IT FURTHER RESOLVED, that the amendments to Sections 2-5(e), 3-1(a), 3-4(a), 3-6(b) and 5-2(c) of the Code of Ethics shall take effect on the 1st day of August, 2007; and

AND BE IT FURTHER RESOLVED that a copy of this Resolution shall be appended to the WSSC Code of Ethics.

Attest:



Corporate Secretary

RESOLUTION NO.: 2010-1842
ADOPTED: November 18, 2009

WASHINGTON SUBURBAN SANITARY COMMISSION

SUBJECT: RESOLUTION ADDING SECTION 3-7 TO THE CODE OF ETHICS

WHEREAS: The Commission adopted Resolution No. 2003-1669 on June 11, 2003, which established a Code of Ethics; and

WHEREAS: The Commission desires to amend the Code of Ethics by adding Section 3-7 to the Code of Ethics, which will require those employees who are not required to file an annual Financial Disclosure Statement pursuant to Article 5 to file an annual Conflict of Interest Statement.

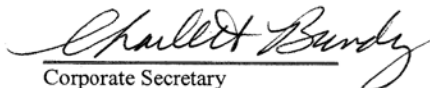
NOW, THEREFORE, BE IT RESOLVED, that the amendment to the Code of Ethics (Attached hereto as Exhibit 1) is hereby adopted.

AND BE IT FURTHER RESOLVED, that notice of this amendment is to be published in at least one newspaper published in Montgomery and Prince George's Counties on or before the 1st day of November 2009; and

BE IT FURTHER RESOLVED, that the amendment to the Code of Ethics shall take effect on the 1st day of December 2009; and

AND BE IT FURTHER RESOLVED that a copy of this Resolution (and Exhibit 1) shall be appended to the WSSC Code of Ethics.

Attest:


Corporate Secretary

RESOLUTION NO.: 2011-1901
ADOPTED: January 19, 2011

WASHINGTON SUBURBAN SANITARY COMMISSION

SUBJECT: RESOLUTION ADDING SECTION 2-12 TO THE CODE OF ETHICS

WHEREAS: The Commission adopted Resolution No. 2003-1669 on June 11, 2003, which established a Code of Ethics; and

WHEREAS: The Commission desires to amend the Code of Ethics by adding Section 2-12 to the Code of Ethics, which will require all employees to complete at least one hour of ethics training annually.

NOW, THEREFORE, BE IT RESOLVED, that the amendment to the Code of Ethics (Attached hereto as Exhibit 1) is hereby adopted.

AND BE IT FURTHER RESOLVED, that notice of this amendment is to be published in at least one newspaper published in Montgomery and Prince George's Counties on or before the 1st day of February 2011; and

BE IT FURTHER RESOLVED, that the amendment to the Code of Ethics shall take effect on the 3rd day of March 2011; and

AND BE IT FURTHER RESOLVED that a copy of this Resolution (and Exhibit 1) shall be appended to the WSSC Code of Ethics.

Attest:


Corporate Secretary

RESOLUTION NO.: 2011-1925
ADOPTED: June 15, 2011

WASHINGTON SUBURBAN SANITARY COMMISSION

SUBJECT: RESOLUTION AMENDING DEFINITION OF "SIGNIFICANT OTHER" IN SECTION 1-3 OF THE CODE OF ETHICS

WHEREAS: The Commission adopted Resolution No. 2003-1669 on June 11, 2003, which established a Code of Ethics; and

WHEREAS: The Commission desires to amend the definition of "significant other" in Section 1-3 of the Code of Ethics to recognize that a domestic partner of a WSSC employee who is eligible for domestic partner benefits qualifies as a "significant other" under the Code of Ethics.

NOW, THEREFORE, BE IT RESOLVED, that an amendment to the definition of "significant other" in Section 1-3 of the Code of Ethics is hereby adopted and the definition of "significant other" in Section 1-3 shall now read as follows:

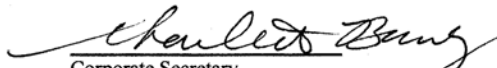
- (t) **Significant Other** means an **employee's** partner who is eligible for same sex marriage or civil union partner benefits from WSSC or an **employee's** partner over the age of 18 years, of either sex, who with the **employee**:
- (1) shares a close personal relationship and are responsible for each other's welfare;
 - (2) have shared the same legal residence for at least 12 months; and
 - (3) have a joint financial relationship such as a joint housing, lease mortgage or deed; joint ownership of a motor vehicle; joint checking or credit account; or designation of as a primary beneficiary on the **employee's** life insurance, retirement benefits, or residuary estate under a will.

AND BE IT FURTHER RESOLVED, that notice of this amendment is to be published in at least one newspaper published in Montgomery and Prince George's Counties on or before the 15th day of July, 2011; and

BE IT FURTHER RESOLVED, that the amendment to the definition of "significant other" in Section 1-3 of the Code of Ethics shall take effect on the 15th day of August, 2011; and

AND BE IT FURTHER RESOLVED that a copy of this Resolution shall be appended to the WSSC Code of Ethics.

Attest:


Corporate Secretary

WASHINGTON SUBURBAN SANITARY COMMISSION

SUBJECT: RESOLUTION AMENDING SECTION 2-2 OF THE CODE OF ETHICS TO RECOGNIZE THE ROLE OF THE BOARD OF ETHICS IN RESOLVING APPEALS RELATED TO OUTSIDE COUNSEL EXPENSES OF COMMISSIONERS

WHEREAS: The Commission adopted SP No. GOV 11-02, Procedure for Obtaining Payment Of, Or Reimbursement For, Outside Legal Expenses of an Incumbent or Former Commissioner on June 15, 2011; and

WHEREAS: SP No. GOV 11-02 requires the Board of Ethics, in certain specific circumstances, to issue an Advisory Opinion as to whether the Commission should enter into a professional services contract for legal services; and

WHEREAS: The Commission desires to amend Section 2-2 of the Code of Ethics to authorize the Board of Ethics to issue a binding Advisory Opinion with regard to the professional services contract for legal services as set forth in SP No. GOV 11-02.

NOW, THEREFORE, BE IT RESOLVED, that an amendment to Section 2-2 of the Code of Ethics is hereby adopted and that Section 2-2 shall now read as follows:

(b) *A Commissioner may request an Advisory Opinion from the Board for a decision as to whether the Commission should enter into a professional services contract for legal services for a Commissioner where the appeal of the Commission's decision concerning the contract for legal services has not been resolved as described in WSSC Standard Procedure GOV 11-02, Section V.B.3. The Advisory Opinion of the Board shall be binding on the Commission and shall be final.*

(c)[b] The **Board** must publish each opinion when it is issued unless the **Board** finds that the privacy interest of an **employee** or other **person** clearly and substantially outweighs the public's needs to be informed about **Board** actions. The **Board** must take all reasonable steps consistent with making the opinion useful for public guidance to keep confidential the identity of any person who is affected by the opinion request.

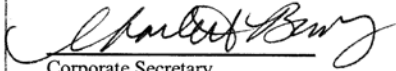
AND BE IT FURTHER RESOLVED, that notice of this amendment is to be published in at least one newspaper published in Montgomery and Prince George's Counties on or before the 15th day of December 2011; and

BE IT FURTHER RESOLVED, that the amendment to Section 2-2 of the Code of Ethics shall take effect on the 15th day of January 2012; and

RESOLUTION NO.: 2012-1942
ADOPTED: November 16, 2011
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AND BE IT FURTHER RESOLVED that a copy of this Resolution shall be appended to the WSSC Code of Ethics.

Attest:


Corporate Secretary

WASHINGTON SUBURBAN SANITARY COMMISSION

- SUBJECT: RESOLUTION AMENDING ARTICLE 2 OF THE CODE OF ETHICS TO ADD SECTION 2-1.1 SETTING FORTH THE DUTIES OF THE ETHICS OFFICER
- WHEREAS: The Board of Ethics was created by the Commission as described in the WSSC Code of Ethics, by Resolution No.: 2003-1669, adopted June 11, 2003; and
- WHEREAS: The Board of Ethics was established to assist WSSC in maintaining the highest level of professional and ethical conduct and public confidence in the integrity of the agency; and
- WHEREAS: The position of Ethics Officer was established by the Commission to direct the Ethics Program of the WSSC and manage all related program components and processes, including program compliance; and
- WHEREAS: The Commission desires to amend Article 2 of the Code of Ethics to add Section 2-1.1 to set forth the duties of the Ethics Officer and other related matters.

NOW, THEREFORE, BE IT RESOLVED, that an amendment to Article 2 of the Code of Ethics is hereby adopted and that Section 2-1.1 shall be added to read as follows:

Section 2-1.1 Ethics Officer.

- (a) The Ethics Officer of the WSSC shall direct the Ethics Program of the Commission and manage all related program components and processes, including program compliance. The Ethics Officer is also responsible for promoting standards, ensuring the workforce is educated in the area of ethics and the WSSC's Ethics Program, and responding to potential ethical violations in a timely manner.*
- (b) The Board may delegate duties to the Ethics Officer as appropriate and/or necessary in accordance with applicable laws and WSSC rules and regulations.*
- (c) The Ethics Officer shall report administratively to the Internal Audit Manager and functionally to the Board.*

AND BE IT FURTHER RESOLVED, that notice of this amendment is to be published in at least one newspaper published in Montgomery and Prince George's Counties on or before the 15th day of December 2011; and

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ADOPTED: November 16, 2011
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BE IT FURTHER RESOLVED, that the amendment to Section 2-1 of the Code of Ethics shall take effect on the 15th day of January 2012; and

AND BE IT FURTHER RESOLVED that a copy of this Resolution shall be appended to the WSSC Code of Ethics.

Attest:


Corporate Secretary