

**STANDARDS OF CONDUCT FOR OFFICERS, DIRECTORS, POLICY COUNCIL
MEMBERS, EMPLOYEES, AGENTS, CONSULTANTS, EMPLOYMENT CONTRACTORS
AND VOLUNTEERS OF HINDS COUNTY HUMAN RESOURCE AGENCY**

I. Purpose

Hinds County Human Resource Agency (HCHRA) takes seriously its position of trust with its client families and the community. Thus, those involved with the agency have an equal responsibility to adhere to high ethical standards and serve as role models for all of its constituencies. HCHRA's officers, Governing Board, Policy Council, employees, agents, contractors and volunteers have a responsibility to the families and children we serve, federal and state governments, our funders and the entire community to conduct themselves prudently, responsibly with respect to HCHRA's charitable purposes and non-profit tax-exempt status and in the best interests of HCHRA's children and families.

These Standards of Conduct describe the behaviors or actions that HCHRA expects of every person associated with the Agency, whether temporarily or permanently, and are consistent with HCHRA's bylaws and federal, state and local laws. All officers, directors, policy council members, employees, agents, consultants, employment contractors and volunteers must comply with these Standards of Conduct, which are necessary in order to comply with HHS regulations found at 45 C.F.R. §74.42/ C.F.R. § 92.36(b)(3) and § 25-4 Mississippi State Code of 1972.

II. General Responsibilities

The Governing Board of HCHRA recognizes the vital importance of maintaining its reputation for integrity, assuring compliance with federal, state and local laws and regulations and fulfilling contractual obligations. Therefore, all officers, Directors, Policy Council members, employees, agents, consultants, contractors and volunteers are responsible for insuring that their conduct is consistent with these Standards of Conduct, with HCHRA policies and procedures, and with generally accepted standards of professionalism, courtesy and respect. Further, each must insure compliance with all they supervise.

III. Standards for Managing Conflicts of Interest

A. Definitions

1. Interest: An officer, director, policy council member, employee or agent of HCHRA has an "interest" in a given matter if he or she has directly or indirectly through a family member:
 - a. A business relationship (a current or foreseeable contractual, employment or other compensation arrangement) with HCHRA, or any person or entity involved with HCHRA, or any individual or entity that is in competition with HCHRA;
 - b. A financial relationship (controlling or sole ownership interest) with any entity with which HCHRA has or is negotiating to enter an agreement, or an entity that is a competitor or potential competitor;
 - c. A fiduciary relationship (director, trustee or officer) for any entity with which HCHRA has entered or is negotiating to enter a contractual arrangement; or an entity that is a competitor or potential competitor of the agency; or

- d. A personal relationship (based on family, friendship or romance) with any individual who has a business, financial or fiduciary relationship as defined above.

An interest in a company involving ownership of less than 5% of a company's shares will not be deemed an interest.

2. Conflicts of Interest: A conflict of interest arises whenever the interest of an officer, director, employee or agent competes with, or has the potential to compete with, the best interests of HCHRA. If, at any time a person with an Interest is in a position to control or influence the transaction or arrangement, a conflict of interest will be presumed.
3. Immediate Family Member: An immediate family member means a parent, sibling, child, grandparent, niece/nephew (along with in-laws of the same degree) and an individual with whom the person is involved in a long-term, committed, romantic relationship.

B. Ethics in Government

Please see Appendix A (Ethics in Government).

C. Affirmative Disclosure Requirements

It is the policy of HCHRA that all officers, directors, Policy Council members, employees, volunteers and agents disclose any interest, regardless of whether they think a Conflict of Interest actually exists.

1. Annual Disclosures: HCHRA requires that officers, directors, candidates for Governing Board membership, Policy Council members and candidates for membership, employees, volunteers and agents disclose in writing all interests noted in Section III which may create an actual or perceived conflict and provide a statement as to how such potential conflict should be mitigated or avoided.

To ensure full disclosure, HCHRA requires that above persons annually complete a Disclosure Form, Addendum A. If an actual or potential conflict arises after signing, it is a requirement that it be promptly reported i.e. within no more than 24 hours of actual knowledge or when you should have known. Conflicts shall be reported in the following manner:

- a. Directors will fully disclose in writing to the Chairman of the Governing Board. If the Chairman has an interest, she/he will provide a written disclosure to the Vice Chairman, who will then report it to the Board.
- b. Policy Council members will report their interests in writing to the Chief Executive Officer.
- c. If the CEO has an interest (or potential interest) he will make his own disclosure in writing to the Chairman of the Governing Board, who will advise the Board of the disclosure.
- d. All others - employees, consultants, volunteers and agents - will disclose to the CEO or his designee.



D. Determining Whether a Conflict of Interest Exists

1. When a potential conflict of interest has been disclosed, the person to whom the conflict has been revealed shall follow the procedures outlined below:
 - a. Potential conflicts involving directors, officers, prospective directors/officers, or the CEO will be brought before the Governing Board for its review.
 - b. Conflicts involving all others will be reviewed by the Chief Executive Officer.
2. The potential or actual conflict will be handled in the following manner, after completion of Addendum C or D, as appropriate:
 - a. If the event consists of a business interest, the Governing Board or CEO, as applicable, will determine whether the individual stands to gain financially from a transaction, and if so, how extensively. It will then determine which course is in the best interest of HCHRA, and either approves or disapproves the action.
 - b. If an Interest is revealed to be small, the Governing Board or the CEO will determine which course of action will appropriately address and/or resolve the conflict.
 - c. Whenever there are found to be continuing or pervasive conflicts of interest, an individual will be required to withdraw from his/her position with HCHRA. The exception is when the individual, family member or business associate voluntarily vacates the outside position that produces the conflict.
3. If there is a potential conflict involving a director, officer or the CEO, the party with the Interest may appear before the Board to provide his/her position on the problem and respond to any questions the Governing Board may have. Following his/her presentation, the person will leave the meeting so that the Board can discuss and determine if a Conflict of Interest actually exists and how or if it can be mitigated.
4. For all others, the CEO will determine if a conflict exists and determine the appropriate action to take, and as necessary, report the conflict and action to the Governing Board.
5. Advisory opinions from the Mississippi Ethics Commission will be considered.

E. Failure to Disclose an Interest

1. If the Chief Executive Officer or Governing Board has valid reason to believe that an individual has failed to disclose an Interest, the person will be provided an opportunity to explain the omission to the Board or CEO, as applicable.
2. If it is determined that the alleged failure to disclose was factual, and, thus, a violation of established policy, appropriate corrective action shall immediately be taken, which may include removal of the individual from the selection, negotiation or administration of any contracts or grants to which HCHRA is a party, removal from the Governing Board or Policy Council or termination of other relationship with HCHRA.

F. Documentation: All actions taken under this policy will be well-documented.

IV. Other Prohibited Conduct

A. Compensation to Governing Board or Policy Council Members

It is the policy of the Hinds County Human Resource Agency not to compensate Directors or Policy Council members for their service, either by direct or indirect remuneration, gifts or favors that have substantial value. Compensation will not, however, include reimbursements for reasonable and actual expenses incurred as a result of their participation in Governing Board or Policy Council activities or in the performance of their duties provided those expenses are within limits of available funds and are consistent with any other requirements of HCHRA's travel and reimbursement policies.

B. Procurements

No officer, director, Policy Council member, employee or agent of HCHRA shall participate in the selection, award or administration of a contract supported by Federal funds if a real or apparent conflict of interest would be present.

C. Absolute Prohibition Against Certain Gifts and Gratuities

1. No officer, director, Policy Council member, employee, contractor or agent of HCHRA may solicit or accept for personal use gifts, gratuities, favors or anything of value from contractors or potential contractors or from parties or potential parties to sub-agreements (e.g., subcontracts and sub-grants).
2. As used in ¶ C-1 above, a gift is anything with a value of \$50 or more that is offered by or on behalf of a contractor or potential contractor for personal use. Promotional items that are of nominal value (such as pens, calendars, mugs and the like that are not easily resold) may be accepted. However, receiving gifts such as sporting goods, tickets, household furnishings, liquor, personal loans, jewelry or other valuables is strictly prohibited. Employees may accept modest meals from vendors as long as they are provided in the context of educational, informational or training sessions. Employees may accept contributions to HCHRA, such as the purchase of a table at a fundraising dinner, but the contribution must be promptly remitted to the finance office. (*Donations given to the Agency for Agency purposes are excluded.*)
3. Any person associated with the agency who is offered or receives a prohibited gift shall decline it or return it immediately and notify the Chief Executive Officer.
4. All employees who are engaged in the award and administration of contracts or other financial awards will sign agreements (Addendum D) that they will not solicit nor accept personal gratuities, favors or anything of substantial value, as described above, from either contractors or potential contractors.

5. HCHRA will immediately terminate its relationship with any employee, director or Policy Council member and void the contract of any contractor or agent found to have either offered or accepted a bribe in order to secure funding or other benefits from the Agency.

D. No Retaliation

Please see the HCHRA's *Policy and Procedure on Disclosing, Addressing and Resolving Complaints, including investigations* for HCHRA policy prohibiting retaliation. That Policy and Procedure, including its record retention and whistleblower protection policies, is incorporated in its entirety by this reference.

E. Political Activities and Lobbying

1. Political Activities

- a. No employee, contractor or agent of HCHRA may engage in political campaign activities while at work and during regular business hours. No officer, director, Policy Council member, employee, contractor or agent may use HCHRA's name, facility or any resources in connection with political campaign activities—even on their time. Head Start employees are also covered employees under the Hatch Act and, therefore, may not run for partisan political office while employed in the Head Start program.
- b. No individual may engage in conduct that indicates that HCHRA supports or endorses any political party or candidate. No person will, in any manner, solicit financial assistance or subscription for any political party, candidate, publication or for any other political purpose from HCHRA employees or families/parents in the workplace or otherwise in an employment-related setting.
- c. This policy does not include the prohibition of non-partisan group activity such as conducting voter registration activities at Head Start centers. Also, this policy exempts employees who, working on their own behalf as individuals during non-work hours, engage in political campaign activities.

2. Lobbying

No lobbying activities will be conducted by officers, directors, Policy Council members, employees, contractors or agents, on behalf of HCHRA, without prior written approval of the Governing Board or the CEO. Use of grant funds for lobbying is strictly prohibited.

F. Nepotism

HCHRA conducts its activities free of family favoritism. This means that, among other things, HCHRA will not hire any family member of an employee or contractor if, in the position applied for, the applicant will supervise or be supervised by the related employee, either directly or indirectly. Additionally, HCHRA will not hire any Governing Board or Policy Council members or their immediate family members. Every applicant for employment at HCHRA must disclose any and all family and business relationships with employees, contractors, agents, officers and members of the Governing Board and Policy Council.

G. Harassment and Discrimination

HCHRA embraces the highest standard of ethics and integrity and those working with and/or on behalf of the agency are also expected to do. Thus, HCHRA requires that all individuals behave, at all times, in a professional and courteous manner, and respect and value all persons. Harassment, stereotyping or discrimination against families/parents, children, officers, Governing Board members, Policy Council members, employees, agents or contractors, on the basis of race, ethnicity, culture, national origin, religion, gender, sexual orientation, age, physical or mental disability, military status or any other characteristic that is protected by law, is unacceptable and will not be tolerated by HCHRA. Individuals who believe that they have been harassed or discriminated against should immediately report the offending behavior to their supervisor, the CEO or, if necessary, the Governing Board.

H. Disclosure of Confidential Information

The term, *confidential or proprietary information*, means any and all information—whether written, oral, electronic or audio taped, video-taped or computerized—relating to the business, operations and/or financial condition of HCHRA or the personal information of the children and families served by HCHRA. Confidential information also includes risk management, quality and/or liability issues, strategic planning, business decisions and employment matters. All confidential information, whether communicated at executive sessions of the Governing Board or Policy Council or at other meetings, is confidential and must not be: (1) disclosed outside of HCHRA without appropriate authorization from the Governing Board (for directors, other individuals who are authorized to be present at Board meetings, and officers) or from the CEO for Policy Council members; or (2) used for personal gain or for the benefit of a third party. In addition, all employees, consultants and volunteers will follow HCHRA’s confidentiality policies concerning children, families and other staff members.

I. Supervision of Children

No child will be left alone or unsupervised while under the care of employees, consultants and volunteers of HCHRA.

J. Methods of Child Guidance

Employees, consultants and volunteers will use positive methods of child guidance and will not engage in corporal punishment, emotional or physical abuse or humiliation. In addition, they will not employ methods of discipline that involve isolation, the use of food as punishment or reward, or the denial of basic needs.

V. Consultants and Employment Contractors’ Adherence to these Standards of Conduct

To ensure that consultants and employment contractors are complying with HCHRA's Standards of Conduct, Standards of Conduct clauses are a part of all agreements.

VI. Violations of Standards of Conduct

A. Reporting of Suspected Violations

All reporting of suspected violations of these standards of conduct should be completed by following HCHRA's *Policy and Procedure on Disclosing, Addressing and Resolving Complaints, Including Investigations*. **(Included elsewhere in this Manual; the provisions of which are required by the new Head Start Act.)** That Policy and Procedure, including its record retention and whistleblower protection policies, is incorporated in its entirety by reference herein.

B. Consequences of Violations

1. Officers, Directors and Policy Council Members Officers: Directors and Policy Council members who violate these standards may be, depending on the severity of the violation, subject to admonishment or removal from the Governing Board or Policy Council, in addition to legal penalties that may apply. HCHRA reserves the right to pursue whatever legal remedies may be available to address violations.
2. Employees, Contractors and Agents Employees: Contractors or agents of HCHRA who violate these standards may be, depending on the severity of the violation, subject to an oral admonishment, written reprimand, reassignment, demotion, suspension or separation, in addition to legal penalties that may apply.

All contracts shall provide for suspension or termination in the event a contractor violates these Standards of Conduct, as well as legal remedies that may apply.

3. Parents: HCHRA reserves the right to take action regarding parents or families who violate these Standards of Conduct, up to and including termination of their relationship with HCHRA.

Addendum A: Disclosure Form

**Disclosure Concerning Financial or Other Interests that
Create a Potential or Actual Conflict of Interest**

STATEMENT OF PURPOSE:

As an officer, director, Policy Council member, employee or agent of **Hinds County Human Resource Agency** (HCHRA), I understand that I owe certain duties to HCHRA including, but not limited to, a duty of loyalty to HCHRA. I understand that one aspect of fulfilling my duties to HCHRA is to avoid actual or potential Conflicts of Interest where my allegiance might be divided, or appear to be divided, between a position of responsibility to HCHRA and another professional, personal, business, or volunteer position or responsibility.

To help avoid actual or potential Conflicts of Interest, I am disclosing other responsibilities and affiliations that may create or appear to create a Conflict with regard to my duties to HCHRA. I invite any further inquiry by HCHRA that it deems appropriate.

AGREEMENT AND DISCLOSURE:

I have read and understand HCHRA’s Standards of Conduct and agree to comply with the terms of the policy. I understand the definition of Interests in Section III.A. of the Standards of Conduct, and agree to supplement this Disclosure Statement in the event that additional Interests or relationships arise.

1. Do you have, or have you had in the past 12 months, a financial or business relationship (*e.g.*, an actual or forthcoming compensation arrangement either by contract or employment) with: (1) HCHRA; (2) an entity with which HCHRA has entered (or is negotiating to enter) a contract, other transaction or arrangement (including delegate agencies); or (3) an entity that is a competitor or potential competitor of HCHRA? If so, please identify the entity and the relationship. Also, please identify any that you expect to have in the next 12 months.

2. Do you or an immediate family member (mother, father, sister, brother, child, grandparent, niece, nephew, aunt/uncle or equivalent in-law or an individual with whom you are involved in a long-term committed relationship) have (or have had in the past 12 months) a financial or investment interest (over 5% or an amount you think that is sufficient enough to influence your decision-making in: (1) An entity with which HCHRA has entered - or is negotiating to enter - a contract, other transaction or arrangement to procure goods or services, or (2) an entity that is a competitor or potential competitor of HCHRA? If so, please list the entity and ownership or controlling interest. Additionally, please identify any that you expect to have in the next 12 months.

3. Do you have (or did you have in the past 12 months) a fiduciary relationship as a director, trustee or officer, with: (1) An entity with which HCHRA has entered (or is negotiating to enter) a contract, other transaction or arrangement (including delegate agencies); or (2) An entity that is a competitor or potential competitor of HCHRA? If so, please identify the entity and the fiduciary relationship. Also, please identify any that you expect to have in the next 12 months.

4. Do you have (or did you have in the past 12 months) a personal relationship with an individual who has a business, financial or fiduciary relationship with HCHRA? If so, please identify the person and the nature of the relationship. Also, identify any that you expect to have in the next 12 months.

5. Please suggest any means of mitigating any of the situations identified in Items 1 through 4 above.

6. If the above questions are not applicable, please disregard them and, instead, initial your agreement with the following statement:

I know of no professional, business, financial, fiduciary, personal or volunteer position or responsibility, including vendor situations, which might give rise to an actual or apparent conflict of interest or otherwise impair my ability to make decisions that are in the best interest of Hinds County Human Resource Agency.

_____ (Your Initials)

To the best of my knowledge and belief, I attest that all of the information contained herein is true and accurate.

Signature

Date

Position with HCHRA

Addendum B

Disclosure Concerning Potential or Actual Conflicts of Interest for Head Start Volunteers¹

1. Are there any business or personal relationships that you are aware of between you or your immediate family (parents, siblings, children, grandparents, nieces, nephews or in-laws) and HCHRA or organizations that do business with HCHRA?

Yes _____ No _____

If yes, please explain:

2. If the answer to question 1 is no, please initial this statement:

I know of no professional, business, financial, fiduciary, personal, or volunteer position or responsibility, including vendor situations, which might give rise to an actual or apparent conflict of interest or otherwise impair my ability to make decisions that are in the best interest of HCHRA.

_____ (Your Initials)

To the best of my knowledge and belief, I attest that all of the information contained herein is true and accurate.

Name (printed)

Date

Signature

¹ This form is not to be used by directors or members of the Policy Council

Addendum C

Conflicts of Interest Report for Governing Board Directors, Officers and Chief Executive Officer

To be completed when actual or potential conflict arises.

1. Name of director, officer, or chief executive officer:

2. Nature of interest of above named person and description of interest:

Business _____

Financial _____

Fiduciary _____

Personal _____

3. Is the nature of the relationship with an entity or individual identified one in which the above named will benefit financially, either directly or indirectly?

Yes No

If yes, to what extent? _____

4. Is the nature of the relationship that the above named has with an immediate family member one in which there is or will be a supervisory relationship, either directly or indirectly?

Yes No

If yes, please explain: _____

5. **For Board Members or Potential Board Members:** Is the person submitting the Disclosure someone who holds a position as a result of public election or political appointment, and such position carries with it a concurrent appointment to serve as a member of HCHRA's governing body?

Yes No Not applicable/Not board member

If yes, then is the nature of the relationship: (i) due to receipt of compensation for serving on the governing body or for providing services to HCHRA or (ii) due to HCHRA employment or employment of members of his/her immediate family by HCHRA?

Yes No

If yes, please describe whether the relationship falls into section (i) or section (ii) and explain.

If the answers to both questions in 5 above are yes, the individual is not prohibited from serving on the Board of HCHRA, and HCHRA shall report the conflict to the Secretary of the U.S. Department of Health and Human Services via the Regional Program Officer.

6. Summary of Board discussion of the issue, including position of the person with the conflict, director, officer or CEO position and alternatives. (The affected director, officer or CEO may make a presentation, answer questions, and then be excused for board deliberation.)

7. Board Decision: _____

RESOLVED:

____Yays ____Nays

Date: _____

Signature

Printed Name/Position on Governing Board

Addendum D

Potential Conflict of Interest Report: Policy Council Members, Employees, Agents, Consultants, Employment Contractors and Volunteers

1. Name/position of person with potential conflict:

2. Nature of interest and description:

Business _____

Financial _____

Fiduciary _____

Personal _____

3. Is the nature of the relationship that the person has with an entity or individual identified in question #2 one in which the person will benefit financially, either directly or indirectly?

Yes No

If yes, to what extent? _____

4. Is the nature of the relationship that the person has with an immediate family member in question #2 one in which there is or will be a supervisory relationship, either directly or indirectly?

Yes No

If yes, please explain: _____

5. Summary of decision made by the CEO, action and rationale:

Date: _____

Signature/President & Chief Executive Officer

Printed Name/President & Chief Executive Officer

Addendum E

**Statement of Employees Engaged in the Award and Administration of Contracts
Regarding Non-Solicitation or Acceptance of Personal Gratuities, Favors or
Anything of Significant Monetary Value**

I, _____, an employee of Hinds County Human Resource Agency (HCHRA), engaged in the award and administration of contracts or other financial awards, do hereby sign this statement that I have read and will abide by HCHRA's Standards of Conduct. Further, I will not solicit or accept personal gratuities, favors or anything of significant monetary value, as defined by HCHRA's Standards of Conduct, from contractors or potential contractors.

Date

Signature of Employee

Printed Name of Employee

Addendum F

Contractual Provisions for Consultant and Employment Contract Agreements to Comply with Standards of Conduct

Compliance with Standards of Conduct

Contractor attests that s/he will comply with HCHRA's Standards of Conduct, which are attached as part of this agreement. Contractor is not required to make annual disclosure, but is required to act in the best interests of HCHRA in carrying out the responsibilities of this agreement and to adhere to all other aspects relating to Standards of Conduct. Any violation of these standards will be construed as a material breach of this agreement, resulting in immediate termination of the contract.

Compliance with Confidentiality Policy

Confidential Information: Confidential information means any/all information - whether written, oral, electronic or via audiotape, videotape, computer storage devices, etc. - relating to the operations or financial condition of HCHRA or personal information of the children and families that HCHRA serves. Confidential information also includes the risk management, quality and/or liability issues, strategic planning, business decisions and employment matters. Contractor agrees to adhere to this policy.

Non-Disclosure Policy: Contractor agrees hold in strict confidence all confidential information acquired as a result of this agreement. In addition to contractor not disclosing, all agents or employees of contractor will be prohibited from disclosing any confidential information to a third party for any reason, other than in connection to providing services to HCHRA. Further, any confidential documents obtained from HCHRA will be returned to the agency when the work is finished and/or the agreement terminates.

Scope: The above does not apply to confidential information already in possession of Contractor or to information that is currently available to the public.

Remedies: Both parties agree that the remedies outlined in this section are reasonable and are necessary protections of the interests of both. Both parties agree that disclosure of confidential information furnished by HCHRA without its written consent will cause irrevocable harm to the agency. Each party has the right to seek legal recourse to prevent any disclosure or threatened disclosure of confidential information, which is in violation of this contract. The right to injunctive relief may be in addition to other legal penalties that each party is entitled to pursue in the event of a violation of this agreement.

**RESOLUTION OF THE POLICY COUNCIL OF HINDS COUNTY
HUMAN RESOURCE AGENCY
REGARDING STANDARDS OF CONDUCT**

WHEREAS, Hinds County Human Resource Agency (HCHRA) requires a comprehensive Standards of Conduct policy and procedure to ensure that individuals working for or on behalf of the agency understand and embrace the practices and behaviors to which they will be held;

WHEREAS, HCHRA further recognizes that under the Head Start Act, the Governing Board must establish, adopt and periodically update written standards of conduct that establish standards and formal procedures for “disclosing, addressing and resolving any conflict of interest, and any appearance of a conflict of interest, by members of the Board, officers and employees of the Head Start agency, and consultants and agents who provide services to or furnish goods to the Head Start agency” as well as “disclosing, addressing and resolving complaints, including investigations, when appropriate” pursuant to Section 642(c)(1)(E)(iv)(X), as amended in 2007; and

WHEREAS, HCHRA additionally recognizes that the Policy Council must approve and submit to the Governing Board its decisions about Standards of Conduct, including for volunteers, as per Section 642(c)(2)(D)(vi) of the Head Start Act, as amended in 2007;

NOW, THEREFORE, BE IT RESOLVED, the HCHRA Policy Council has reviewed and discussed and by a majority vote, does now hereby approve and submit to the Governing Board the HCHRA Standards of Conduct.

This Resolution shall be effective as of this 19th day of January 2011.

Policy Council Chairman

Date

Policy Council Secretary

Date