



**BOARD OF ETHICS**  
SHELTON, CT  
REGULAR MEETING – MARCH 1, 2007

**MINUTES**

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**Call To Order/Pledge of Allegiance**

Chairman Maria Davis called the meeting of the Board of Ethics to order at 7:12 p.m. in Room 104 at Shelton City Hall. The Pledge of Allegiance was recited.

**Roll Call**

Maria Davis, Chairman – present  
Christine Robinson – present  
Byron Peterson – present

**Add to the Agenda Letter from Alderman John “Jack” Finn dated February 27, 2007**

Motion was made by Byron Peterson to add to the agenda as Item No. 3 a letter from Alderman John “Jack” Finn dated February 27, 2007. Christine Robinson seconded. Passed unanimously **3-0**.

**1. Accept the Minutes of the Regular Meeting of February 1, 2007**

Motion was made by Christine Robinson, seconded by Byron Peterson to accept the minutes of the Regular Meeting of February 1, 2007. Passed unanimously **3-0**.

Mr. Peterson asked the clerk if what she sent with the minutes was made part of the minutes (proposed ordinance)? The clerk responded no.

## **2. Continued Discussion of Proposed Ethics Ordinance**

Mrs. Robinson gave everyone a copy of a **Conflict of Interest Disclosure** for a non-profit. She said, keep in mind when you read through it, it references things attached, meaning if you have a relationship to the accounting firm, I took that stuff off. It's a general format of a conflict of interest statement. We can now compare it to the one from a profit organization. Maybe pick and choose to create our own. This was not available electronically.

Chairman Davis asked who is this going to apply to? The people that we thought were on the list, the initial list that got crossed out? Or are we talking every city employee? Mrs. Robinson said I don't think it should be every city employee, but probably every management city employee. People in the position of employment that would know that type of stuff. The manager of an office is going to know more of the internal operations of a company than his or her subordinates because those individuals are privy to things.

Chairman Davis said for example, let's go through Board of Education, teachers? Mrs. Robinson said I wouldn't say all teachers. I would think more administrative staff. Chairman Davis said I know there is administration and then there are teachers. Maybe if it fell under the teacher contract. I don't know if there are different contracts for teachers and administrators. I am just trying to get a grasp of which direction we are going, because I know we have limited it to a bunch of people. Mr. Peterson said, in my office it's just key executives, managers and supervisors, sales personnel and key financial people. Mrs. Robinson said in my work, it's considered the management comp/management group. That would be from supervisors/managers, vice presidents, directors, and certain people in financial departments and also some administrative support staff on the executive level. Mr. Peterson said we can spell it out that way. Keep that list and modify it and then spell out city employees.

Chairman Davis said when we look at what you guys have provided and then you look at the State, one is an annual statement of financial interest and the other is a disclosure statement, conflict of interest. They ask some of the same things, but some different things. I am just trying to figure out how far we are going, because what I am afraid of is if we reach out and do so many people (which I am not disagreeing with as I think it should be) is that when it gets to the Board of Aldermen, they are going to question who is going to do all this paperwork and then it's going to get axed out for the very reason of how are we going to manage it. Mr. Peterson said that is the biggest concern they probably have is who is going to manage it.

Chairman Davis said maybe we can come up with two things. In one sense say we limit it to these people, but then on another suggestion, we really feel that all these other people should be included and it should be a city-wide thing. I don't know how to get around that. Mr. Peterson said when we make the recommendation, we need to be definitive as to who it applies and make a recommendation on how it could be administered so they can at least grapple with that. Mrs. Robinson asked Mr. Peterson who is responsible in your organization to distribute this to the appropriate people? Mr. Peterson replied my staff. I have one assistant that does it worldwide. At worldwide, it goes to the local CEO's secretary and she handles it from each location. Mrs. Robinson commented so it's human resources department. Mr. Peterson said the package must be complete and all we have is the top sheet when it comes in. It simply says which ones have a conflict and lists the reasons. We have those on top and the rest we just file them by year and at the end of 7 years they are gone.

Mr. Peterson asked is there any one person(s) that assists the Mayor in the handling of all of the commissions? Mrs. Robinson asked is there a Human Resources Department? Mrs. Burke replied yes, we have a Human Resource department that is split up with two assistants. One handles all the benefits and the other assistant handles the posting of jobs, testing of jobs, etc. Mr. Peterson said theoretically they can handle the employees. Mrs. Burke said they have employee files. Mr. Peterson said the

question would be what would you do with the non-employees and chairpersons of different commissions and others we have identified? Mrs. Burke said some of it is Board of Aldermen and some of it is Mayor. Mrs. Robinson said the Board of Aldermen have to anticipate that they have to do this. Who is going to check theirs? The Mayor is supposed to do it. Mr. Peterson said maybe broken down by Mayor's appointees then this process would be handled by the person who handles the Mayor's administrative affairs. Those individuals who must meet Board of Aldermen approval, they must have someone to handle the process. That way you would have 3 individuals and the process would not be so cumbersome and when the auditor wants to come in, he only has to see three people. Mrs. Burke asked what about the Board of Education and their Personnel Department? Mr. Peterson said we can do that and that way it keeps the level of overwhelming low. They would have to be trained on what to handle.

Chairman Davis said this part of the issue is going to be a problem when it gets to the Board of Aldermen. We have some that are looking for strong ones and others who are opposed to it. Mrs. Robinson said because they feel that people are not going to come forward to participate in government affairs if this has to be done. Mr. Peterson said they are just catching up to what goes on in the industry both for non-profit and profit. If they seriously have issues and concerns about the area of ethics, then they have the responsibility and integrity to stand up and be counted or go behind their chairs and shrivel. I would have no problem in letting the public know that your people haven't got the courage to say we want a strong ethics program. Mrs. Robinson said if they are looking to tighten this up, it's a proven fact. There are 3 different organizations here: the government, a non-profit and a profit organization that are basically all doing the same thing.

Mr. Peterson said it can be a tool to assure the people that come on the boards that they are comfortable and confident that they understand what the issues could be. One thing they raise concern about is how people are going to know what is and isn't a conflict. Send this to all prospective candidates and ask them to read this before they accept to understand if they have any conflict(s) which they may have to deal with.

Chairman Davis asked Mr. Peterson how long has your company been filling it out? Mr. Peterson replied the program has been there since 1970's. Mrs. Robinson answered I don't know as I've only been with the organization for a couple of years. I've done it on hire and every year. Mr. Peterson said the National Opinion Survey started in 1953 and this came shortly afterwards only for the top executives, and then the Board of Directors decided to take it down lower and putting it in certain departments like with financial control, etc. Over the years they have taken it down lower and lower. When I came to the company 10 years ago I only had about 120 and now I have 445.

Mr. Peterson said what happened in the non-profit is that because of the directors and officers issue of liability, and some of the things that have happened, you've heard recently where people have absconded with the money and they had no recourse at times, they are very reluctant to publicly take anybody to trial. They try to work behind the scene. They started adding business people onto the committee and said maybe you better take something to protect you and then you would have protection that you were a politically approved person in addressing problems. That is how a lot of this got started.

Mrs. Robinson repeated that we should all take an opportunity to look at the disclosure statements on our own time and then try to come up with some ideas and go from there.

Chairman Davis passed out 2005 State Conflict of Interest Forms. She noted that she has the 2007 for Calendar Year 2006 and will e-mail it to Cyndee. It's a pdf file.

Mrs. Robinson said just looking at 1, 2 and 3 to keep it more like two and three. Mr. Peterson's and mine are very similar because it's a yes or no. If it's yes, then you need to attach details. They all cringed when they saw our original. Chairman Davis said then somehow we need to incorporate what we were asking for in here in a similar format that looks like that. Mrs. Robinson agreed a yes or no type of thing. Mr. Peterson said there is a section in here if you answer a question, then we can identify what we think might

be appropriate. Mr. Peterson said at his company they used to send this out in October. I had two locations; one in Spain and one in Italy who does not have an annual meeting until December so they all answered no. Mr. Peterson explained the problems his company incurred dealing with other countries. They operate on a calendar year so don't send out the conflict of interest until January.

Mrs. Robinson said if we are going to be successful in our pursuit of getting a conflict of interest statement incorporated into the processes of the city it needs to be simple. The Board agreed.

Chairman Davis asked the Board to **review 8.(b)** of the proposed ethics ordinance. Chairman Davis read the list of positions. She questioned who would be considered an Assistant Department Head? Mrs. Burke replied like Assistant Finance Director, Assistant Superintendent of Highways & Bridges, etc. Chairman Davis said there is no fire department listed here. Mrs. Burke said the Fire Marshal is considered a department head along with the Fire Chief and the Police Chief. Chairman Davis asked if there is a list anywhere?

Mrs. Burke said I can provide you with a list of department heads on the municipal side. I don't have anything for the Board of Education. There is the elected Board of Education Members and then there are the employees of the Board of Education. There is a Finance Director for the Board of Ed. Chairman Davis said like who is in charge of purchasing for the Board of Ed? Wouldn't we want to have someone who is in charge purchasing? They would have kind of the same type of people that would be right here in City Hall. Chairman Davis said I can probably find that information by going online with the school system. Mr. Peterson said to the clerk that you gave me a list a long time ago. Mrs. Burke said I gave you a list of who the Mayor appoints to Boards and Commissions.

Chairman Davis continued to review the list of 8.(b) Version 2-1-07. Chairman Davis asked if the Board of A & T is on this list? It is not. Mrs. Burke said the City Clerk is also a Department Head. Some of this is redundant. Mrs. Robinson said we can generalize it

and say all appointed and elected positions. That covers a lot, plus your department heads and assistant department heads. Mrs. Burke asked about consultants? Mrs. Robinson replied I don't know if you can do it for consultants. What about corporate counsel? They are just hired, right? Mr. Peterson said they are hired on the city's payroll, are the assistants also on the city payroll? The question about Attorney Sheehy is he is not an assistant, he is appointed by Corporation Counsel. You might want to say Corporation Counsel, Assistant Corporation Counsel and those attorneys appointed. We will have to word that in some way.

Mrs. Robinson reviews the list and the individuals are elected or appointed, except department heads who are hired. Chairman Davis said members of the Board of Education, the way it is worded is confusing. Mrs. Robinson said just say Board of Education. Never mind members. Instead of listing all of this, just generalize it. If you have an elected position, an appointed position or are a department head or assistant department head in the City of Shelton or the Board of Education or management of those. Mrs. Robinson continued to review the list. Mrs. Robinson asked who does the Board of Education employees get paid by? Mrs. Burke replied the City of Shelton.

Chairman Davis said so for the commissions, we are expanding it because you are including everyone that is appointed. I don't have a problem with that, but I think we should have some list on the side just to clarify. Mrs. Robinson said so the question that would have to be asked is, "are you elected, appointed, or are you a department head or an assistant supervisor paid by the City of Shelton?" Chairman Davis said I think we should look at what additional commissions we are including. Mr. Peterson said we can have a backup list of those covered under the Ethics Ordinance.

Mrs. Robinson said if the Aldermen want to make this tight or loose; do they want to make a stand and want everything above board and this is how we feel we want our city to be run? That's basically what it boils down to as to how tight you want it to be. We are only making the recommendation to be on the tighter side

because nobody should have anything to hide and shouldn't be concerned about any of this stuff. We will try to make it a simple yes and no type of thing. Some people are going to have a little bit more to write. Mr. Peterson said all they are going to have to do is check and then if yes, they are going to have to write.

Chairman Davis said I think we have to look at the Board of Education because you have teachers who are going to be head of a department. They are different from the city, because we said before no teachers. Let's say they are the head of the English Department and they are doing the curriculum for the English, do we want them to fill it out? There are so many employees in the Board of Ed, it may be very cumbersome. Mr. Peterson said they may have to negotiate with the union. Chairman Davis said I wonder if the union could say they don't need to fill it out because it's not in their contract. Mr. Peterson said you have to check it out because they may say that is changing the condition of employment. We can check that with Attorney Welch to see if he concurs about having employees who are covered under the union contract, would this be considered a change in the condition of employment? Chairman Davis said so if we couldn't do teachers, then we'd have to say non-union. Are there any others? Mrs. Burke replied Merit System. Mr. Peterson said I think if you basically are limiting it to those employees who have a supervisor/managerial responsibility that you can fill out on a separate list. You will have to ask our attorney for those who are union, will this be considered a change in employment and they may say yes. Chairman Davis said we need to find out if legally we have that right to ask them the question.

Chairman Davis said it will at least make it easier to list in the ordinance.

Chairman Davis noted we received copies of cases from Attorney Welch.

Mrs. Robinson said we've received from Alderman Finn definitions of **Probable Cause**. Mrs. Burke said for probable cause I used the definition give by Attorney Welch. Regarding the definition for **Due Process** I've left it blank.

Mr. Peterson refers to Page 12 of the minutes of February 1, 2007 where Attorney Welch said that “due process is a fair opportunity to be heard.” Mr. Peterson refers to Page 500, second column near the bottom of **Black’s Law Dictionary with Pronunciations – 6<sup>th</sup> Edition** where it talks about U.S., v. Smith, D.C. Iowa, 249, it says, “*Fundamental requisite of “due process” is the opportunity to be heard, to be aware that a matter is pending, to make an informed choice whether to acquiesce or contest, and to assert before the appropriate decision-making body the reasons for such choice.*” Mrs. Robinson said that is a short and sweet definition. Mr. Peterson said it covers everything. It’s very easy language.

Mrs. Robinson said let’s put in this definition under our proposed ordinance as the definition of Due Process. Chairman Davis agreed. Mr. Peterson said one of our priorities is that we want people to understand as much about the ordinance and this definition does that. Mrs. Robinson said this will go in our proposed ordinance as Section 2.(16).

The Board reviewed the definition of Probable Cause as recited by Attorney Welch in the minutes of February 1, 2007.

Mrs. Robinson refers to the definition of Probable Cause in the **Black’s Law Dictionary with Pronunciations – 6<sup>th</sup> Edition, Page 1201**. “*Probable cause, reasonable cause; having more evidence for than against.*” I sort of like that statement. “*A reasonable ground for belief in certain alleged facts.*” As compared to Attorney Welch’s definition that is a little more in legal terms.

Mrs. Robinson reads Attorney Welch’s suggestion of “is a bonafied belief in the existence of facts essential under the law for...” This is fine what we have here, but if you want to add, “having more evidence for than against.”

Mrs. Robinson suggests, “Probable Cause is having more evidence for than against. Is a bonafide belief...” Chairman Davis said if you read where he got it from, it was from a case. He is taking the exact words from a Supreme Court Case. I don’t think we should

change the words from the case. One or the other. Mrs. Robinson said we can either pick one or the other or we can just put, “Probable Cause; having more evidence for than against. It is a bonafied belief in the existence of facts...” and word it from there. This gives it a little bit more bite to it. Either way, I’m fine with it. Chairman Davis said I think we should leave it the way it is rather than adding something from somewhere else. Mrs. Robinson said that’s fine then, leave it the way it is.

Mr. Peterson said I have one or two corrections of the **proposed ordinance, Version 2-1-07. Page 3** on the bottom where it says “A significant financial Interest ...” Make the Interest a small “i.” **Page 4** it says “An Public Official or Public Employee.” The “An” should be changed to “A.” **Page 7 under Section (18)**, should we talk to Attorney Welch to find out what does the State and Federal law define as discrimination because they’ve change it as of last year to include more like marital status, sexual persuasion. Ask if there is anything else needed to comply with.

Mr. Peterson continues on **Page 8, Section 5.(a)(2)** where it says “During the investigation the respondent shall have the right to appear and be heard and to offer any information which may tend to clear **him** of probable cause to believe **he** has...” In other pages we’ve said ‘respondent’ so not sure if you want to change it there. The Board agreed to change him to respondent and he to respondent. Mr. Peterson said on **Page 9 in Section 5.(c)** the last two sentences “...respondent prevails in such action, **he** may be awarded...” Change to ‘the respondent.’

Mr. Peterson said we may have to worry about in the future is on **Page 11, Section 8.(a)** where it states “...shall file written disclosures of the interest with the City/Town Clerk, the Board of Ethics, the Board of Aldermen, and the Mayor as soon as **he** becomes aware of such interest.” Next time it should say he/she.

Mr. Peterson said there was one place in the proposed ordinance where it says “he/she/they.” That should be changed to he/she.

Mrs. Robinson refers to **Page 11, Section 8. Written disclosure of interest**; which is what we are doing now. This conflict of interest

disclosure statement, should the title stay conflict of interest disclosure statement? Chairman Davis said whatever we come up with the title of the document, we will change this accordingly. Mrs. Robinson said we have to decide what we are saying in Paragraph (a). Chairman Davis said this is different. Mrs. Robinson said we went through this before. There are two things. There is the written disclosure of interest when you realize that you are maybe in conflict, such as the letters Alderman Finn gives us. Then there is the Conflict of Interest Disclosure Statement. We need to add another section. Mr. Peterson said which would be the one that is crossed out right now (b). The Board agreed.

Chairman Davis said didn't Attorney Welch say we were trying to have people fill it out and we were kind of in that loophole? Alderman Finn sends us those letters each year. If he's not participating, then he really didn't need to send it to us and so he was going to make it that we should get it regardless if there is a conflict, whether you are showing up or not showing up. Mr. Peterson said it was specifically asked by Alderman Finn, "should I do it in the future" and the answer was yes. Mrs. Burke refers to **Page 15 of the minutes of February 1, 2007**. Chairman Davis said somehow we are going to have to make that clear in the ordinance. Mrs. Robinson reads the whole paragraph on Page 15 of the 2/1/07 minutes. **"You should disclose if you participate and you should disclose if you are not going to participate."**

Mr. Peterson said there is another reason why you want to do that. Suppose somebody doesn't come and we don't know why. They say by not coming you should know I have a conflict of interest and the issue comes up again in the middle of a meeting? Do they walk out and no one knows? The person can say this is a conflict of interest for me and I have to go. It would be on record already. He asked me that question when I did the training like four years ago and it was in that meeting. He's been sending the letters ever since.

Mrs. Robinson said we need to fix this area. Mr. Peterson agreed we need to pull this together.

**3. Accept Letter of Alderman John “Jack” Finn dated February 27, 2007**

Christine Robinson moved to accept the letter from Alderman John “Jack” Finn dated February 27, 2007 explaining his daughter is a Merit System Employee and his wife is employed by the Shelton Board of Education, and he will excuse himself from discussions and voting on these matters when they come before the Board of Aldermen. Byron Peterson seconded. Passed unanimously **3-0**.

Mr. Peterson said he covered himself more in this letter, which is good. This one basically said, for future reference my wife is employed so he doesn't need to notify us again unless she changes her position.

The letter is attached to the minutes.

**Adjournment**

Christine Robinson moved to adjourn the meeting. Byron Peterson seconded. Motion passed unanimously **3-0**.

The Regular Meeting of the Board of Ethics adjourned at 8:19 p.m.

Respectfully submitted,

Cyndee Burke, Clerk