

Resolution #16-2026 – Approving Village of Middleburgh Conflict of Interest Policy

Offered by _____, who offered its adoption.

Seconded by _____.

1. Purpose

The purpose of this policy is to assist the Village of Middleburgh Board of Trustees to effectively identify, disclose, and manage any actual, potential or perceived conflicts of interest in order to protect the integrity of the Village of Middleburgh and to manage risk.

2. Objective

The Village of Middleburgh Board of Trustees and Mayor (called the “board” in this policy) aims to ensure that board members are aware of their obligations to disclose any conflicts of interest that they may have, and to comply with this policy to ensure they effectively manage those conflicts of interest as representatives of the Village of Middleburgh.

3. Scope

This policy applies to the Village of Middleburgh Board of Trustees.

4. Definition of conflicts of interests

A conflict of interest occurs when a person’s personal interests conflict with their responsibility to act in the best interests of the municipality. Personal interests include direct interests as well as those of family, friends, or other organizations a person may be involved with or have an interest in (for example: as a shareholder). It also includes a conflict between a board member’s duty to the Village of Middleburgh and another duty that the board member has (for example: to a local charity). A conflict of interest may be actual, potential, or perceived and may be financial or non-financial.

These situations present the risk that a person will make a decision based on, or affected by, these influences, rather than in the best interests of the organization and must be managed accordingly.

5. Policy

This policy has been developed because conflicts of interest commonly arise, and do not need to present a problem to the municipality if they are openly and effectively managed. It is the policy of the Village of Middleburgh as well as a responsibility of the Board, that ethical, legal, financial or other conflicts of interest be avoided and that any such conflicts (where they do arise) do not conflict with their obligations to the Village of Middleburgh and its residents.

The Village of Middleburgh will manage conflicts of interest by requiring board members to:

- (1.) Avoid conflicts of interest where possible; (2.) Identify and disclose any conflicts of interest; (3.) Carefully manage any conflicts of interest; (4.) Recuse themselves from any votes involving conflicts of interest; and (5.) Follow this policy and respond to any breaches.

5.1 Responsibility of the Board

The board is responsible for:

- (1.) Establishing a system for identifying, disclosing, and managing conflicts of interest across the organization; (2.) Monitoring compliance with this policy; and (3.) Reviewing this policy on an annual basis to ensure that the policy is operating effectively.

The municipality must ensure that its board members are aware of the ACNC governance standards, particularly governance standard 5, and that they disclose any actual or perceived material conflicts of interests as required.

5.2 Identification and disclosure of conflicts of interest

Once an actual, potential, or perceived conflict of interest is identified, it must be disclosed publicly with the Board of Trustees.

Confidentiality of disclosures

The information disclosed in such a policy shall be accessible to all Village officials upon request

6.1 Conflicts of interest of board members

Once the conflict of interest has been appropriately disclosed, the board (excluding the board member disclosing and any other conflict board member) may recommend whether or not those conflicted board members should:

- Vote on the matter; (2.) Participate in any debate; or, (3.) Be present during either.

In exceptional circumstances, such as where a conflict is very significant or likely to prevent a board member from regularly participating in discussions, it may be worth the board considering whether it is appropriate for them to recommend that the person conflicted resign from the board.

6.2 What should be considered when deciding what recommendation to make

- (1.) In deciding what approach to take, the board will consider whether the conflict needs to be avoided or simply documented; (2.) Whether the conflict will realistically impair the disclosing person's capacity to impartially participate in decision-making; (3.) Alternative options to avoid the conflict; (4.) The municipality's objects and resources; and (5.) The possibility of creating an appearance of improper conduct that might impair confidence in, or the reputation of, the organization.

The approval of any recommendation requires the agreement of at least a majority of the board (excluding any conflicted board member(s)) who are present and voting at the meeting. The recommendation and result of the voting will be recorded in the Minutes of the meeting.

7. Compliance with this policy

If the board has a reason to believe that a person subject to the policy has failed to comply with it, it will investigate the circumstances. If it is found that this person has failed to disclose a conflict of interest, the board may take actions against them, including publicly disclosing their conflict of interest and referring the matter to the Village of Middleburgh Ethics Committee for further investigation. If a person suspects that a board member has failed to disclose a conflict of interest, they must discuss with the person in question or notify the board.

Contacts

For questions about this policy, please contact the Village Board of Trustees or the Village Mayor by mail: Village of Middleburgh, P.O. Box 789, Middleburgh, NY, 12122; or via phone: 518-827-5143.

Roll Call Vote:

Mayor Timothy Knight	___ Yes ___ No ___ Absent
Trustee Sheryl Adams	___ Yes ___ No ___ Absent
Trustee Amanda Fernandez	___ Yes ___ No ___ Absent
Trustee Robert Tinker	___ Yes ___ No ___ Absent
Trustee Kevin Young	___ Yes ___ No ___ Absent
Date: October 5, 2026	

Rebecca Kelley, Village Clerk