

Amended Los Angeles – San Diego – San Luis Obispo Rail Corridor Agency Code of Conduct

1. **Values.** The Los Angeles-San Diego-San Luis Obispo Corridor Rail Agency (Agency) is a public joint powers agency that shall conduct its business with integrity in an honest and ethical manner. For purposes of this Code of Conduct, "Agency employees" shall mean and include employees of the Agency, employees of the Managing Agency, agents of the Agency, and, except where specifically excluded herein, members of the Board of Directors. Agency employees shall comply with the letter and spirit of this policy and the law. Any attempt to evade or circumvent any requirements of this policy or of any rules or laws applicable to the Agency and its employees is improper.
2. **Business Conduct.** Agency employees shall conduct the Agency's business in compliance with the law, regulations, Agency policies, and good judgment based on the Agency's values and goals. Agency employees shall avoid speech or behavior that is likely to create an appearance of impropriety.
3. **Professionalism.** It is up to each Agency employee to maintain a professional, safe, and productive work environment. Agency employees shall treat each other professionally and with courtesy at all times. Differences of opinion on work issues should be expressed in a constructive manner that promotes sharing of ideas and effective teamwork to resolve problems to meet the challenges of the Agency.
4. **Nondiscrimination.** No person shall be discriminated against in employment because of race, color, creed, religion, sex, ancestry, age, national origin, marital status, sexual orientation, veteran status, physical or mental disability or any other status protected by applicable federal or state statutes, except where a bonafide occupational qualification applies.
5. **Workplace Harassment.**
 - A. No Agency employee or person associated with the Agency shall engage in sexual harassment. Sexual harassment includes any sexual advances or requests for sexual favors which are unwelcome or where submission to or rejection of such conduct is used as the basis for employment or business decisions. Sexual harassment also includes verbal, visual and/or physical conduct of a sexual nature, which creates an intimidating, hostile or offensive working environment.
 - B. No Agency employee or person associated with the Agency shall engage in harassment based on race, color, creed, religion, sex, ancestry, age, national origin, marital status, physical or mental disability or any other status protected by applicable federal or state statutes. Harassment

includes verbal, visual and/or physical conduct. Such conduct constitutes harassment when the submission to the conduct is made an explicit or implicit condition of employment, submission to or rejection of the conduct is used as the basis for an employment decision, or the harassment interferes with an employee's work performance or creates an intimidating hostile or offensive work environment.

6. **Relationships with Contractors.** Agency business shall be conducted in a manner above reproach, with impartiality, and without bias. Particularly in relationships with contractors and potential contractors, Agency employees must avoid any actual or appearance of conflict of interest or impropriety.
7. **Use of Agency Assets.**
 - A. Agency employees shall not use any Agency assets for personal gain or for any purpose other than Agency business. Agency assets include, but are not limited to, time, facilities, equipment, stationery, records, mailing lists, supplies, badges, vehicles, prestige or influence. For the purposes of this Code of Conduct, members of the Board of Directors shall not be considered in violation by the use of their inherent prestige or influence gained as a member of the Board of Directors in the pursuit of elected office.
 - B. Agency telephones, computers, e-mail and internet access are provided for the purpose of conducting Agency business. Subject to the restrictions in this section and if permitted by the employee's supervisor, some occasional and limited personal use is allowed so long as it does not interfere with the performance of the employee's Agency duties and does not result in any additional expense to the Agency. However, Agency telephones, computers, e-mail or internet access shall not be used for e-mail chain letters, for religious or political advocacy, for excessive personal communications, for personal financial gain, to seek outside employment, for any purpose that could reasonably be viewed as abusive, harassing, hostile or intimidating to Agency customers or employees, to access entertainment or sexually explicit sites, or for any use otherwise prohibited by law. The Agency reserves the right to monitor and review all records of usage by Agency employees of any Agency assets. No use of Agency telephones, computers, e-mail or internet access, or use of any other Agency asset shall be private to the employee, and no Agency employee shall be given any basis for an expectation of privacy in any such use.
8. **Confidential Information.** Agency employees shall maintain the confidentiality of any confidential information relating to contracts, construction, procurement, litigation strategy, personnel files, Agency employee medical information, or other proprietary information to which they have access through their employment or involvement with the Agency. Such confidentiality shall be maintained during

and after employment with the Agency. Agency employees shall not use confidential information for any purpose other than in the performance of their job for the benefit of the Agency. Confidential information shall only be disclosed to authorized persons.

9. **Gifts.**

- A. Agency employees or immediate family members shall neither solicit nor accept gifts, gratuities, favors or anything of monetary value, except unsolicited items of nominal intrinsic value, from any Agency contractor, subcontractor, bidder or proposer for an Agency contract which is federally funded. A bidder/proposer is a party which has submitted a bid or proposal for an active procurement which has not been awarded or otherwise concluded.
- B. Designated Agency employees may not accept gifts totaling more than \$440, or such amount allowed pursuant to Government Code Sections 89502 and 89503 as adjusted biennially, in a calendar year from a single source other than one identified in paragraph A above. Designated employees must report such gifts totaling fifty dollars (\$50) or more from a single source, in a calendar year on their annual Statements of Economic Interests according to state law.
- C. For purposes of this Code, a gift shall have the meaning it is defined to have in the California Political Reform Act and the regulations issued pursuant to the Act.

10. **Conflicts of Interest.**

- A. A conflict of interest, or at least an appearance of impropriety, exists when the interests, investments, outside employment or personal enterprises of the employee or a member of his or her immediate family could compromise the employee's duty of loyalty, or otherwise conflict with, or appear to conflict with his or her job performance, objectivity, impartiality or ability to make fair business decisions in the best interest of the Agency. A conflict of interest may arise in any situation in which an Agency employee is in a position where he or she could use his or her contacts or position in the agency to advance the private business or financial interests of the employee or his or her immediate family, whether or not at the expense of the Agency. An Agency employee may also have a conflict of interest if called upon to make a decision concerning a person or entity that the employee worked for during the previous twelve months.
- B. An Agency employee who has a conflict of interest shall not participate in the making of any decision or contract in which the Agency employee has a financial interest. Any Agency employee with such a conflict of interest must disqualify himself or herself from making, participating in the making,

or in any way attempting to use his or her official position to influence the Agency decision in which he or she knows, or has reason to know, that he or she has a financial interest. An Agency employee should also disqualify himself or herself from participating in an Agency decision where the Agency employee does not have a disqualifying financial interest, but where the making of the decision will have some other significant effect on the employee, a member of his or her immediate family.

- C. Any Agency employee who may have a conflict of interest as described in paragraphs A or B relative to a prospective contractor, subcontractor, bidder or contract, or any other Agency decision or issue, at the earliest possible time, must advise his or her supervisor or the General Counsel of the possible conflict of interest.
- D. Upon request, the General Counsel shall advise an Agency employee and his or her supervisor regarding whether it is appropriate for the Agency employee to participate in a decision involving a possible conflict of interest.

11. **Incompatible Activities.** No Agency employee shall engage in any outside activity that is inconsistent, incompatible, or that interferes with his or her ability to efficiently and effectively carry out his or her Agency duties. Incompatible activities include, but are not limited to, any of the following:

- A. The use for private gain or advantage of the employee's Agency time, facilities, equipment or supplies; or the badge, uniform, prestige or influence of the employee's Agency employment. For the purposes of this Code of Conduct, members of the Board of Directors shall not be considered to be engaging in incompatible activities by the use of their inherent prestige or influence gained as a member of the Board of Directors in the pursuit of elected office;
- B. Receipt or acceptance by the employee of any money or other consideration from anyone other than the Agency for the performance of an act which the employee, if not performing such act, would be required or expected to render in the regular course or hours of Agency employment or as a part of the employee's duties;
- C. Excluding members of the Board of Directors, time demands from outside activities that would interfere with the ability of the Agency employee to devote his or her full work time, attention, and efforts to his or her Agency duties.

12. **Duty to Report.** Each Agency employee is obligated to report to his or her supervisor, the Managing Director or the General Counsel any facts made known to the employee which show that an Agency contractor or Agency employee has

engaged in business practices regarding an Agency matter which appear to be unethical, or which may violate this policy or any applicable state or federal law.

13. **Whistleblower Protection.** The Agency is committed to fair treatment of all its employees and recognizes its responsibility under state and federal law to protect from punishment and harassment any person who reports a potential ethics issue, whether or not the allegation is found to have merit. The report may be made anonymously. The Agency shall not take any action or threaten any action against any Agency employee as a reprisal for making a report under section 12 above, unless the report was made or the information was disclosed with the knowledge that it was false or with willful disregard for its truth or falsity.
14. **Compliance and Enforcement.**
 - A. All Agency employees have a responsibility to conduct the Agency's business in compliance with this policy. The General Counsel shall investigate alleged violations of this policy. In the event the General Counsel determines that a violation has occurred then the General Counsel's findings shall be reported to the Managing Director who shall take such action, which may include notification to the Board of Directors, as is appropriate under the circumstances. Any violation of a provision of this policy which is based upon a state or federal law may also be enforced by any appropriate enforcement agency.
 - B. A violation of this policy by an Agency employee may result in the imposition of discipline, up to and including, where appropriate dismissal. The appropriate discipline will be determined by the employee's supervisor in consultation with the Managing Director. The discipline imposed will depend upon the severity of the violation and may be progressive unless the violation is determined to be so serious as to warrant more severe action initially. The imposition of discipline by the Agency for a violation of this policy, which such violation is also a violation of state or federal law, shall not affect the ability of any appropriate prosecutorial agency to seek the imposition of any penalty allowed by law for such a violation.
15. **Acknowledgement of Receipt of Code of Conduct.** Each new Agency employee shall receive a copy of this policy upon commencement of employment or involvement with the Agency and shall sign an acknowledgment of receipt. Thereafter, the employee shall receive a copy of this policy once every two (2) years and the employee shall sign an acknowledgment of receipt.
16. **Administration of Code of Conduct.** The General Counsel shall be responsible for the administration of this Code of Conduct and maintenance of employee acknowledgements of receipt.