

1 Introduction

- 1.1 The Grand Junction Regional Airport Authority (“Authority”) will adopt a Corporate Compliance Program to ensure that the Authority operates in full compliance with applicable laws. An important component of the program is a Code of Conduct (referred to as the “Code”), which sets out basic principles which the Authority’s directors, officers, and employees (referred to as “personnel”) must follow. The Code applies to all business operations and personnel. Non-personnel representatives of the Authority, such as sales agents or external advisors and consultants, should also be directed to conduct themselves in a manner consistent with this Code when they are acting on behalf of the Authority. If you have any questions about the Code or its applicability to a particular situation, please contact your supervisor, the Compliance Consultant or Compliance Officer.
- 1.2 The Corporate Compliance Program and this Code are not intended to and shall not be deemed or construed to provide any rights, contractual or otherwise, to any personnel or to any third parties.

2 Policy Statement

- 2.1 It is the policy of the Authority that it will comply with all applicable regulations and law, conduct business in an ethical manner, protect the public trust, and set the standard for professional conduct for its Directors, Officers and Employees. Directors, Officers and Employees shall be given a copy of this Code and review and attest to commitment to following this document on initial hire/affiliation and annually thereafter. Employment or affiliation is contingent on attesting to this commitment.

3 Standards of Conduct

- 3.1 Directors, Officers and Employees shall at all times observe and comply with ethical and professional standards and other obligations imposed by constitution, statute and other provision of law. The Authority will not condone behavior or activities of its Directors or employees that violate the law or participate in unethical business practices.

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- 3.2 Directors, Officers and Employees shall perform their duties conscientiously, honestly and in accordance with the best interests of the Airport.
 - 3.3 All business conduct shall meet or exceed the minimum standards required by law. Directors, Officers and Employees must ensure that their actions cannot be interpreted as being unethical or in contravention to laws and regulations governing the Airport. All personnel shall act in compliance with the requirements of applicable law and this Code and in a sound ethical manner when conducting business and operations. Achieving business results by illegal acts or unethical conduct is not acceptable.
 - 3.4 At no time shall personnel or any directors have any discussion with any prospective vendor, supplier, or contractor prior to or during a competitive research or bidding process other than in an open meeting and in accordance with government purchasing processes, where information is available to all prospective vendors et al.
 - 3.5 Uncertainty about the application or interpretation of any legal requirements should be referred to the employee's manager or the Authority's legal counsel or compliance officer as may be appropriate.
 - 3.6 All personnel are responsible for compliance. Each supervisor and manager is responsible for ensuring that the personnel within their supervision are acting ethically and in compliance with applicable law and the Code. All personnel are responsible for acquiring sufficient knowledge to recognize potential compliance issues applicable to their duties and for appropriately seeking advice regarding such issues.

4 Transparency

- 4.1 Directors, Officers and Employees shall conduct Airport business in an open and transparent manner.
- 4.2 The Authority shall make available for public review, as requested or required, all information to the maximum extent allowable by regulation or law.
- 4.3 Personnel shall be completely honest in all dealings with government agencies and representatives. No misrepresentations shall be made, and no false bills or requests for payment or other documents shall be submitted to government agencies or representatives. Personnel certifying the correctness of records submitted to

government agencies, including bills or requests for payment, shall have knowledge that the information is accurate and complete before giving such certification.

- 4.4 All of the Authority's business transactions shall be carried out in accordance with management's general or specific directives. All of the books and records shall be kept in accordance with generally accepted accounting standards or other applicable standards. All transactions, payments, receipts, accounts, and assets shall be completely and accurately recorded on the GJRA's books and records on a consistent basis. No payment shall be approved or made with the intention or understanding that it will be used for any purpose other than that described in the supporting documentation for the payment. All information recorded and submitted to other persons must not be used to mislead those who receive the information or to conceal anything that is improper.
- 4.5 Books and records shall be created, maintained, retained, or destroyed only in accordance with applicable statutes, law, and the Authority's records management policy.
- 4.6 The Authority shall make no payment to any vendor, contractor, et al, without certifying that the scope of work/services/supplies etc., have been received and is satisfactory, in accordance with the applicable agreement.

5 Conflicts of Interest

- 5.1 All Directors, Officers and Employees shall at all times conduct their affairs in such a manner as to avoid a conflict of interest. No Directors, Officers or Employees shall use their positions or confidential information gained in such work for personal gain or advantage.
- 5.2 Each calendar year during his/her term, each Director shall make a disclosure in writing to the Secretary of State, listing the amount of his/her financial interest, if any, the purpose and duration of his/her services rendered, if any, and the compensation received for the services or such other information as is necessary to describe his/her interest.
- 5.3 Each calendar year the Authority Board shall direct Compliance Management to survey personnel for conflicts and relationships. The Authority shall also conduct a survey of

its members for conflicts and relationships. These reports shall be reviewed by the Authority for appropriateness and management thereof.

- 5.4 Any Director, who has a financial interest or property interest in any matter proposed or pending before the Authority Board shall disclose such interest to the Board at the meeting at which such proposed or pending matter is to be considered. Any such disclosure shall be reflected in the minutes of the meeting.
- 5.5 Any Director who has a personal or private interest in any matter proposed or pending before the Authority Board shall not vote on the matter and shall refrain from attempting to influence the decision of the other Directors,
- 5.6 Notwithstanding paragraph 5.4 above, a Director may vote if his participation is necessary to obtain a quorum or otherwise enable the Authority Board to act, and if disclosure has been made to the Board Secretary and the Colorado Secretary of State, by giving the information required in Section 3.2 above, and the Director makes a public disclosure on the record at the time of voting, as set forth in Section 5.3 above.
- 5.7 In the event it is not clear whether a conflict of interest exists, the Director or employee with the potential conflict shall disclose the circumstances to the Airport's designated Compliance Officer, of the Board Compliance Committee, who shall determine whether there exists a conflict of interest that is subject to this policy. The Authority Board may consult with the Authority's legal counsel if any question continues to exist regarding the potential conflict of interest.
- 5.8 Other than compensation from the Authority, personnel shall not have a financial or other personal interest in a transaction between the GJRA or any of its business units and a vendor, supplier, provider, or customer.
- 5.9 Directors and personnel shall not engage in any financial, business, or other activity which competes with the GJRA's business which may interfere or appear to interfere with the performance of their duties or that involve the use of GJRA property, facilities, or resources, except to the extent consistent with conflict of interest as described herein.

6 Gifts, Entertainment and Favors

- 6.1 Directors, Officers and Employees shall not accept a gift of substantial value or a substantial economic benefit tantamount to a gift of substantial value:
- 6.1.1 Which would tend improperly to influence a reasonable person in his position to depart from the faithful and impartial discharge of his public duties; or
- 6.1.2 Which he knows or which a reasonable person in his position should know under the circumstances is primarily for the purpose of rewarding him for official action he has taken.
- 6.2 No Directors, Officers and/or Employees shall accept or receive any money, forbearance, or forgiveness of indebtedness from any person, without such person receiving lawful consideration of equal or greater value in return from the Director, Officer or Employee who accepted or received the money, forbearance or forgiveness of indebtedness (see C.R.S §24-18-104).
- 6.3 No Director, Officer and/or Employee, either directly or indirectly as the beneficiary of a gift or thing of value given to such person's spouse or dependent child, shall solicit, accept or receive any gift or other thing of value having either a fair market value or aggregate actual cost greater than fifty dollars (\$50) in any calendar year, including, but not limited to, gifts, loans, rewards, promises or negotiation of future employment, favors or services, honoraria, travel, entertainment, or special discounts, from a person, without the person receiving lawful consideration of equal or greater value in return from the Director, Officer or Employee who solicited, accepted or received the gift or other thing of value (see C.R.S §24-18-104).
- 6.4 **Gifts between Employees.** Directors, Officers and Employees may contribute to, or give a gift to another employee as long as a personal friendship justifies the gift and the employee receiving the gift is not a direct supervisor of the employee(s) giving the gift.
- 6.4.1 The following exceptions apply to paragraph 6.3
- Food and refreshments intended to be shared with a group(s)
 - Airport sanctioned events where gift exchanges are customary (i.e. holiday parties)

- Special occasions such as weddings, child birth/adoption, illness, retirement or resignation.

6.5 **Awards and Honors.** Directors, Officers and Employees are permitted to accept an award, or other mark of recognition because of their official position within the following guidelines:

- Items of little intrinsic value, such as plaques, certificates and trophies which are intended solely for presentation.
- Non-Cash (or cash equivalent) Awards for public service or achievement of less than \$250 in value, provided the award or honor does not conflict with paragraph 6.1.
- Service awards and recognition through the Authority's Employee Recognition Program.
- Scholarships for the purposes of education and training.
- Honorary Degrees from an institution of higher education.

6.6 All gifts, entertainment and favors must be reported to the Authority's Compliance Officer for documentation and review as to compliance with this policy.

6.7 Directors, Officers and Employees shall not directly or indirectly authorize, pay, promise, deliver, or solicit any payment, gratuity, or favor for the purpose of influencing any political official or government employee in the discharge of that person's responsibilities. Personnel shall not entertain government personnel in connection with Authority business.

7 Kickbacks, Incentives and Bribes

7.1 Acceptance of kickbacks, incentives, bribes and other secret commissions from any vendor, or solicitation thereof, is strictly prohibited. Any breach of this rule may result in immediate termination and prosecution to the fullest extent of the law.

8 Use of Airport Assets and Funds

8.1 Directors, Officers and Employees who have access to Authority funds in any form shall follow prescribed procedures for the disposition of those funds as outlined by regulation, law and the Authority's Procurement Policy.

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- 8.2 Airport assets and funds are purposed for the use of the Airport and not for personal benefit.

9 Privacy and Confidentiality

- 9.1 Directors, Officers and Employees that have access to personal information or other information that is protected by regulation, law or attorney client privilege shall protect the privacy and confidentiality of that information.
- 9.2 Personnel shall maintain the confidentiality of the GJRA's business information and of information relating to the Authority's vendors, suppliers, providers, and customers. Personnel shall not use any such confidential or proprietary information except as is appropriate for business.

10 Sanctions

- 10.1 Employees alleged to have violated the terms of this Policy may be suspended without pay during the course of any investigation.
- 10.2 Employees found to have violated the terms of this Policy may be subject to disciplinary action, in accordance with the Employee Handbook, up to and including termination from employment.
- 10.3 Employees found to have knowledge of violations of this Policy and who knowingly fail to report the violation may be subject to disciplinary action up to and including termination from employment.
- 10.4 If a Director is found to have violated this Policy, the remaining Directors may request the removal of such Board member by the City of Grand Junction or County of Mesa, whichever was the appointing entity.

11 Reporting of Violations

- 11.1 Illegal acts or improper conduct may subject the Authority to severe civil and criminal penalties, including large fines and being barred from certain types of business. It is, therefore, very important that any illegal activity or violations of the Code be promptly brought to the Authority's attention. In many cases, if the Authority discovers and

reports illegal acts to the appropriate governmental authorities, the Authority may be subject to lesser penalties.

- 11.2 Any director, officer, or employee who believes or becomes aware of any violation of this Code or any illegal activity by a director, officer, or employee or another person acting on the Authority's behalf shall promptly report the violation or illegal activity in person, by phone, or in writing, to one of the following persons:
- a. Compliance Officer/Compliance Contractor
 - b. Airport Director
 - c. Confidential Compliance and Ethics Whistleblower Hotline at 1-844-GO-ETHIC
 - d. Any member of the Authority Board
 - e. Directly to the applicable government authority
- 11.3 It is a violation of this Code for personnel not to report a violation of the Code or any illegal activity. If you have a question about whether particular acts or conduct may be illegal or violate the Code, you should contact one of the persons listed above. It is a violation of this Code for personnel to whom a potential illegal act or violation of the Code is reported to not ensure that the illegal act or violation of the Code comes to the attention of those responsible for investigating such reports. If the illegal acts or conduct in violation of the Code involve a person whom such illegal acts or violations might otherwise be reported, the illegal acts or violation should be reported to another person to whom reporting is appropriate.
- 11.4 It is the Authority's policy to promptly investigate reports of illegal activity or violations of this Code. Personnel must cooperate with these investigations. You must not take any actions to prevent, hinder, or delay discovery and full investigation of illegal acts or violations of this Code. It is a violation of this Code for personnel to prevent, hinder, or delay discovery and full investigation of illegal acts or violations of this Code.
- 11.5 Personnel may report illegal acts or a violation of this Code anonymously. To the extent permitted by law, the Authority will take reasonable precautions to maintain the confidentiality of those individuals who report illegal activity or violations of this Code and of those individuals involved in the alleged improper activity, whether or not it turns out that the improper acts occurred. Failure to abide by this confidentiality obligation is a violation of this code.

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- 11.6 All personnel shall follow safe work practices and comply with all applicable safety standards and health regulations.
- 11.7 All personnel are responsible for ensuring that the work environment is free of discrimination or harassment due to age, race, gender, color, religion, national origin, disability, sexual orientation, gender identification, or covered veteran status. Any form of sexual harassment, including the creation of a hostile working environment, is completely prohibited.

12 Non Retaliation

- 12.1 No reprisals or disciplinary action will be taken or permitted against personnel for good faith reporting of, or cooperating in the investigation of, illegal acts or violations of this Code. It is a violation of this Code for personnel to punish or conduct reprisals in regard to personnel who have made a good faith report of, or cooperated in the investigation of, illegal acts or violations of this Code.
- 12.2 Personnel who violate the Code or commit illegal acts or improper conduct, however, are subject to discipline up to and including dismissal. Personnel who report their own illegal acts or improper conduct, however, will have such self-reporting taken into account in determine the appropriate disciplinary action.

13 Government Interview or Investigations

- 13.1 The Authority and its personnel shall cooperate fully and promptly with appropriate government investigations into possible civil and criminal violations of the law. It is important, however, that in this process the Authority is able to protect the legal rights of the Authority and its personnel. To accomplish these objectives, any governmental inquiries or requests for information, documents or interviews should be promptly referred to the General Counsel's office.
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13.3 Personnel who participate in government interviews shall give answers that are truthful, complete, and unambiguous.