

Chairperson Teager called the meeting to order at 6:00 P.M.

ROLL CALL:

Members Present	Michael Teager, Chairperson Amy Carpenter, Vice-Chairperson Teresa Funk Rodney Montgomery
Absent	Jon Minear, Deputy Town Attorney Amy Kobler, Town Clerk Tina Hawthorne, Town Attorney Lawrence Kavanaugh, Jr.

MINUTES TO BE APPROVED

Motion by Chairperson Teager, seconded by Ms. Funk, to approve Minutes of the August 4, 2021, meeting.

Ayes: All

Noes: None

Motion Carried

COMMUNICATIONS

Chairperson Teager stated he received a list, titled 2020 Payments to Vendors, from the Director of Finance Director. The report was itemized per each payment and not totaled for each vendor making it challenging to determine annual totals for the vendors. Chairperson Teager noted there were approximately 650 vendors on the list. Secretary Martin explained vendors in Munis are not immediately deleted and the new vendors being added are being assigned numbers 1400+.

Chairperson Teager noted that about 35 vendors exceed payments of \$100,000 per year; however, some of those are the fire districts and Erie County. Ms. Funk stated those would reflect the taxes collected by the town that get dispersed to the fire districts. Chairperson Teager stated the list would then be about 25 vendors exceeding \$100,000. Additionally, there are employees that received payments for various reasons which could also be removed from the list for providing disclosure statements.

Ms. Funk questioned how the Ethics Board would proceed with the list. Chairperson Teager stated in addition to all independent contractors required annual submission of the disclosure form, he would like to set threshold in the Ethics Code or in the form for vendors exceeding a set amount to submit the disclosure annually.

Chairperson Teager stated the next step is eliminating entities that would not be required to submit the disclosure form. Mr. Montgomery stated any unexpected changes to vendors should indicate the need for the disclosure form, but many vendors are determined by statewide bids/pricing. Ms. Carpenter would like the form to be a part of the bids submitted.

Ms. Funk questioned how the company American Rock Salt was chosen. The board does not have the answer and will need to investigate this and determine if this is an item that goes out for bid.

Ms. Funk stated the most important aspect is how the vendor is chosen because it is not always clear items and services were put out to bid. Chairperson Teager noted according to the procurement policy a bid isn't required when it's a professional service organization. Mr. Montgomery stated a professional company must use "PLLC."

An independent contractor would be anyone who makes a contract outside of the business entity. Professionals include teachers, attorneys, doctors, and accountants because they are required to be licensed.

Secretary Martin suggested the Ethics Board approach the Department Heads to provide background on their larger vendors/suppliers.

Ms. Carpenter stated the Ethics Board should be enhancing what the Town Board and Department Heads are doing, not getting in the way.

Chairperson Teager stated because there is a disclosure form as part of the Ethics Code, the question is what the best way is to capture the relevant people and not make it difficult to do. Mr. Montgomery suggested that the board complete the revisions to the form and then update the Ethics Code to indicate the parties responsible for distributing it. Ms. Funk questioned if this would be Department Heads, Mr. Montgomery said yes. This way the form would be at the beginning of the process.

Chairperson Teager stated the next step will be to reach out to the Department Heads. Mr. Montgomery suggested inviting the Town Board members and Department Heads to information gathering meetings. All members would like to gain a firsthand understanding of each department and how best to fit the disclosure form into their purchasing process.

Motion by Chairperson Teager, seconded by Ms. Carpenter, to change the October 6, 2021, Ethics Board meeting to a work session.

EXECUTIVE SESSION

Motion by Chairperson Teager, seconded by Ms. Carpenter, to enter executive session to review disclosure forms, as they pertain to past employment history, future employment plans, employment history of a corporation or limited liability company, and/or matters that may lead to the employment, demotion, discipline, suspension, dismissal, or removal of a particular person or business entity.

Ayes: All

Noes: None

Motion Carried


ADJOURNMENT

Motion by Chairperson Teager, seconded by Ms. Funk, to adjourn the meeting at 7:04 P.M.

Ayes: All

Noes: None

Motion Carried



Margaret A. Martin
Deputy Town Clerk/Secretary to the Ethics Board

TOWN OF WEST SENECA



ANNUAL STATEMENT OF DISCLOSURE FOR INDEPENDENT CONTRACTORS & VENDORS

FOR CALENDAR YEAR: _____

The purpose of this Annual Statement of Disclosure is to identify potential conflicts of interest before such conflicts occur. Completion of this form is required as per the Town of West Seneca's Ethics Code §13-5 C. In answering the questions on this Annual Statement of Disclosure, the following definitions are critical:

1. Interest, as used in this Annual Statement of Disclosure, is defined as follows:
 - A. Providing goods, influence, investment, property or service(s) to any person, business or entity for which compensation or benefit is expected or received; and
 - B. Holding ownership, title or right, individually¹ or with others, to real property, within the Town of West Seneca.
2. Contract, as used in this Annual Statement of Disclosure, shall be defined in accordance with the Standard English usage.

INSTRUCTIONS:

All individuals who have an ownership interest in a business entity, including, but not limited to, a corporation, limited liability company, partnership, sole proprietorship, or any other business entity organized under the laws of New York State, or authorized to do business in New York State, shall complete this form prior to signing a contract or entering into an arrangement with the Town to provide goods or services.

For independent contractors, subsequent disclosures are to be completed annually. For vendors, subsequent disclosures are to be completed at the time of contract renewal unless the contract results in revenues of \$xxxxx/yr., in which case disclosures are to be completed annually.

FILL OUT COMPLETELY:

BUSINESS ENTITY NAME: _____

BUSINESS ENTITY ADDRESS: _____ NY
(Street Address) (Town) (Zip Code)

¹ For the purpose of this section an individual shall be deemed to have an ownership interest when he or she individually maintains any ownership interest in real property, or (a) is an officer or director of a business entity that owns any interest in real property or (b) owns or controls stock of a corporate or business entity that owns any interest in real property, or (c) is a member of a partnership or limited liability company, which maintains any ownership interest in real property.

TYPE OF ENTITY (select one):

Corporation
 LLC

LLP
 Partnership

Sole proprietor

YOUR NAME:

(Last) (First) (Middle initial)

ADDRESS: _____ NY _____
(Street Address) (Town) (Zip Code)

PHONE: _____ EMAIL: _____

POSITION HELD*: Check all below that apply to you

(*Skip if a sole proprietor.)

Officer

Manager

Sales Rep./Employee

Director

Member

Shareholder

Other

OWNERSHIP INTEREST (yes or no; if yes, what percentage)²: _____

COMPENSATION INTEREST (yes or no)³: _____

TOWN DEPARTMENT YOU PRIMARILY SERVE: _____

Please list any real property in the Town of West Seneca where you, as an individual⁴, own or hold any ownership interest⁵:

² Ownership Interest, includes, but is not limited to, the ownership of stock, membership units, silent partner, an ownership of a right to vote, or any other ownership interest, monetary or nonmonetary where one would receive a benefit from such business.

³ Compensation Interest, includes, but is not limited to, one's compensation, monetary or nonmonetary, being contingent, in whole or in part (e.g., commission, bonus, etc.), upon executing a business arrangement with the Town.

⁴ For the purpose of this section an individual shall be deemed to have an ownership interest when he or she individually maintains any ownership interest in real property, or (a) is an officer or director of a business entity that owns any interest in real property or (b) owns or controls stock of a corporate or business entity that owns any interest in real property, or (c) is a member of a partnership or limited liability company, which maintains any ownership interest in real property.

⁵ See footnote 2 above.

Please list any relatives employed by the Town of West Seneca or appointed to serve on a committee in the Town of West Seneca:

Relative Name	Relationship	Position Held

Relative – A spouse, parent, stepparent, sibling, step-sibling, sibling’s spouse, child, stepchild, uncle, aunt, nephew, niece or household member of a Town official, officer or employee and individuals having any of these relationships to the spouse of the Town official, officer or employee.

Please answer the following questions.

1. Have you, your spouse/partner or relatives had any pecuniary interest in any business or entity doing business with the Town currently or within the past twelve (12) months?

Yes: _____ No: _____

2. Have you, your spouse/partner or relatives had any pecuniary interest in any contract made or executed by the Town of West Seneca within the past twelve (12) months?

Yes: _____ No: _____

If you answered yes to either of these 2 questions, describe the nature of the interest. Please attach an additional page if necessary.

List any position held in any other business, association or not-for-profit organization held by you, your spouse/partner or relatives that has or could in the future transact business with the Town of West Seneca.

Business Name	Person Name	Nature of Business

During the current year, if there are any changes in your answers to anything on this form, you must file an amended Annual Statement of Disclosure with the Town Clerk within thirty (30) days of such change.

I HEREBY CERTIFY THAT THE INFORMATION I HAVE PROVIDED IN THIS ANNUAL STATEMENT OF DISCLOSURE IS TRUE, CORRECT, AND COMPLETE. I HAVE REVIEWED THE CURRENT CODE OF ETHICS FOR THE TOWN OF WEST SENECA.

(Signature)

Date: _____

(Print Name)

(Return this form to the Town Clerk)

Current Language:

§ 13-5. Disclosure Statements

[...]

C. Any independent contractors hired by the Town to perform any work for the Town shall be required to file annual disclosure statements by March 31 of each year in a form set forth in Exhibit "B" attached hereto.

Proposed Starting Point for Revision:

C. Any **independent contractor hired by, or vendor entering into a contract with**, the Town to perform any work for the Town shall be required to file annual disclosure statements by March 31 of each year in a form set forth in Exhibit "B" attached hereto.

Exceptions for completing the annual disclosure form are as follows:

- (1) The vendor is a sole source provider (e.g., utility provider)**
- (2) The contract does not exceed \$____ for the [year/duration/etc.?]**
- (3)**

Proposed Definitions to Add to WS Ethics Code § 13-2. Definitions and word usage.:

INDEPENDENT CONTRACTOR – A person or entity performing work for the Town as a contractor and receiving nonemployee compensation.

VENDOR – A person or entity selling goods or services to the Town under the terms of a contract.