



Agora Cyber Charter School shall not enter into a contract with (1) A Board Member; (2) A member of the Board Member's immediate family; or (3) Any business with which the Board Member or employee or a member of the immediate family is associated, unless the contract, including but not limited to professional service contracts involving professional expertise, has been awarded through Charter School's procurement process as detailed in the Purchases Subject to Bid Policy. "Immediate family," for purposes of this policy, is defined to mean a parent, spouse, child, brother or sister.

No individual shall serve as a voting member of the Board of Trustees if the individual or family member receives compensation from, or is employed by, or is a member of, the local Board of School Directors and/or employees/consultants of the Pennsylvania Department of Education who participated in the initial review, approval, oversight, evaluation or renewal process of the Charter School.

No Board Member or employee shall:

- A. Engage in conduct that constitutes a conflict of interest, which shall be defined as use by a Board Member or employee of authority of the office or employment of any confidential information received through the position for the private pecuniary benefit of oneself, a member of the immediate family, or a business with which the Board Member or employee or a member of the immediate family is associated.
- B. Engage, or have any interest, financial or otherwise, directly or indirectly, in any business, transaction or professional activity, which conflicts with or impairs the proper discharge of official duties, or which could bring disfavor or disrespect upon the Charter School.
- C. Accept an honorarium, which represents a payment in recognition of published works, appearances, speeches, and presentations and which is not intended as consideration of the value of such services that are non-public, occupational or professional in nature.
- D. Recommend or otherwise participate in the decision to make any contract of any value between the Charter School, any school or Student Activity Fund, and any business or entity in which the Board Member or employee or a member of the immediate family, has a personal or financial interest or act to implement or administer any such contract.

- E. No Board Member or employee may participate in the selection, award, or administration of the contract, regardless of the value of the contract, if there is a real or perceived conflict of interest. Such a conflict of interest arises when the employee or Board Member, any member of the immediate family, a partner, or an organization which employs or is about to employ any of the parties indicated herein, has a financial or other interest in or a tangible personal benefit from a firm considered for a contract.
- F. A Board Member or employee shall report the nature of the interest in a potential Charter School contract to the superior. A Board Member must recuse themselves from participating in discussions, deliberations, and or/voting in the contracting process in the event of a conflict of interest. A memorandum from the Board member detailing the reasons for the conflict must be signed and appended to the Board Minutes for every meeting where the conflict issue is present. Where a Board Member or employee or a member of the immediate family has a personal or financial interest in a contract, the Board Member shall disclose it publicly and abstain from voting on the contract. Formal approval of the contract by a majority of all members of the Board of Trustees, other than the abstaining member, shall be required. The foregoing would apply to any business in which the Board Member's or employee's spouse, or child is associated. If the Board is unable to take any action on a matter before it because the number of members of the body required to abstain from voting makes the majority or other legally required vote of approval unattainable, then such members shall be permitted to vote if public disclosures are made.
- G. Advertise business or professional activities on the Charter School property or use work hours, property or services to perform or promote personal or commercial enterprises or to campaign or raise money for any candidates for political office.
- H. Use confidential information and information concerning but not limited to legal issues, real estate, personnel matters of the Charter School or its employees to advance the financial or other private interests of the Board Member, employee or others; nor shall Board Members and employees disclose confidential information except as directed by the Board of Trustees or a court of law. Nothing in this provision shall be interpreted as prohibiting the practice of "whistle-blowing."

For purposes of this policy, "confidential information" means any non-public information, whether written, oral, electronic, or in any other form, that is acquired by a Board Member, officer, or employee through their official role with the Charter School and that is not generally available to the public. This includes, but is not limited to:

- Student records and personally identifiable information protected under FERPA;
- Personnel records and employment-related data;

- Financial and operational data not publicly disclosed;
- Proprietary information, including instructional materials, assessments, and curriculum;
- Legal documents, internal communications, and information discussed in executive sessions;
- Information concerning prospective decisions, plans, or transactions of the School.

Confidential information may not be disclosed to any unauthorized person or used for personal gain or the benefit of any third party.

- I. Accept anything of value including, but not limited to, a gift, loan, political contribution, reward, promise of future employment, favor, gratuity, entertainment, transportation or lodging based on any implied or actual understanding that the judgment of the Board Member or public employee would be influenced thereby. The officers, employees, and agents of the Charter School may neither solicit nor accept gratuities, favors, or anything of monetary value from contractors or parties to subcontracts, unless the gift is an unsolicited item of nominal value. Example gifts of nominal value are t-shirts, calendars, pencils, branded inexpensive pens and other inexpensive promotional items. Examples of gifts of more than nominal value may include, but are not limited to, money, service, loan, travel, lodging, meals, refreshments, entertainment, discount, or promise to do or not do something having a monetary value.
- J. Solicit directly from other Board Members or employees, students or their parents, anything of value for the Board Member's or employee's personal benefit.
- K. Purchase property of any kind from the Charter School, either directly or indirectly, except in a manner approved by the Board for the particular sale involved, unless (1) there is an open and public bid process, including public notice and subsequent public disclosures of all bids considered and contracts awarded, and (2) the Board Member or employee did not act in an official capacity in connection with the sale, and (3) the Board Member or employee was not privy to non-public information received in the course of the office or employment.
- L. Participate in the review and approval of publications or materials for Charter School purchase if the Board Member or employee is the author/editor of or has any financial interest in the sale of such publications or materials.
- M. Tutor or counsel as a private enterprise, for compensation, pupils assigned to any class or course of the Charter School to which the employee is assigned. Employees may tutor or counsel pupils enrolled in other schools unless such private enterprise conflicts with or impairs the proper discharge of official duties for the Charter School.
- N. Refer a Charter School parent or student to a service, service provider or product in return for anything of value. Employees making referrals as part of their official duties shall make referrals to more than one provider, and where possible make the referral to three providers, where the service or

product is not unique. For example, Charter School counselors shall refer parents or students to more than one counselor or provider of medical services where comparably qualified persons are available.

- O. A Board Member who knowingly violates the Conflict-of-Interest provisions shall be subject to penalties imposed by the State Ethics Commission and any contract made in violation of the prohibitions could be rendered voidable.
- P. A Board Member is not eligible for compensation for their service on the Charter School Board.
- Q. A Board Member will be automatically disqualified for further service and immediately removed from the Board if they have been convicted of a felony, an infamous crime, an offense pertaining to fraud, theft or mismanagement of public funds, any offense pertaining to the Board Member's official capacity, or any crime of moral turpitude.
- R. Upon separation from Charter School service or employment, represent any individual or business entity on any matter before the Charter School for a period of one year after such separation.

## **Administration**

### **Statement of Financial Interest**

In accordance with Pennsylvania's Public Official and Employee Ethics Law, the Charter School requires each Board Member file a statement of financial interests for the preceding calendar year with the State Ethics Commission, the Pennsylvania Department of Education and the Charter School, not later than May 1 of each year that members hold the position and of the year after a member leaves the position.

An individual who serves as an administrator for the Charter School is a public employee for purposes of the Ethics Act and shall file a statement of financial interests for the preceding calendar year with the Board not later than May 1 of each year that the individual holds the position and of the year after the individual no longer holds the position.

As a condition of eligibility, any individual who is nominated, appointed, or considered for election as a member of the Board of Trustees, or who is under consideration for initial employment as an administrator of the Charter School, shall submit a completed statement of financial interests for the preceding calendar year to the Secretary of the Board of Trustees prior to election or appointment to the Board or prior to the approval of employment as an administrator. This requirement is intended to ensure full transparency and facilitate the Board's compliance review in accordance with the Public Official and Employee Ethics Law, 65 Pa.C.S. §1101 et seq.

Failure to submit the required Statement of Financial Interests prior to election or employment may result in

ineligibility for service or employment.

The Board of Trustees may require any employee whose duties require the exercise of discretion or judgment to file a Statement of Financial Interest.

### **Conflict of Interest Resolution**

In the event that a question of conflict of interest or the appearance of conflict of interest arises, a current or prospective Board Member or employee must apprise the superior and the Board President who will investigate and report the fact of the inquiry and results of the investigation to the Chief Human Resources Officer, CEO, and the Finance Committee of the Board of Trustees for resolution. A Board Member having a conflict question shall take it to the President of the Board of Trustees who, if the president cannot resolve it, with counsel, will refer the question to the Finance Committee of the Board of Trustees for resolution. The investigation may include, but are not limited to, the following measures: whether the relationship was disclosed to the relevant parties; whether any employees or Board Members with a conflict of interest were excluded from the selection and award process; whether a competitive bid or quote was considered; and whether the contract being considered is in the best interests of the Charter School. Investigations shall comply with all applicable state and federal rules and regulations.

All violations of the foregoing policy are subject to appropriate censure or disciplinary action, including termination of employment and any penalties as prescribed by law.

Any contract or subcontract made in violation of this policy shall be voidable by the Board of Trustees and subject to termination for the Board's convenience.

### **Federal Awards**

As a recipient of Federal awards, Charter School shall disclose in writing any potential conflict of interest to the Federal agency or pass-through entity in accordance with the established Federal agency policies which includes:

- Standards of Conduct – (covering conflicts of interest when governing the actions of its employees engaged in the selection award and
- administration of contracts)
- Organizational Conflicts- {relationships with a parent company, affiliate, or subsidiary organization, the non-Federal entity is unable or
- appears to be unable to be impartial in conducting a procurement action involving a related organization)

- Disciplinary Actions- {actions taken against an individual who violates the standards of conduct)
- Mandatory Disclosure- (potential conflict disclosed in writing)

**TO THE EXTENT THAT ANYTHING IN THIS POLICY COULD BE CONSTRUED TO CONFLICT WITH THE CHARTER OR APPLICABLE STATE AND/OR FEDERAL LAWS, THE APPLICABLE STATE AND/OR FEDERAL LAWS AND/OR CHARTER CONTROL.**

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ADOPTED this day \_\_\_\_\_ of \_\_\_\_\_, 2025

\_\_\_\_\_  
President

\_\_\_\_\_  
Secretary