

**POLICIES**

**Issued:** March 30, 2017

**Responsible Official:** General Counsel

**Responsible Office:** Office of Legal Affairs

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**Policy Statement**

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It is the policy of Austin Peay State University that the Board of Trustees and employees undertake their responsibilities on the University's behalf with diligence and professionalism and to comply with the highest standards of honesty, integrity, and fairness. This includes, but is not limited to, being respectful of the rights of others and forthright in all dealings with members of the University community as well as third parties; protecting the privacy of confidential information; and compliance with all applicable laws, rules, and regulations. University representatives should not place their personal interests above the best interests of the University; even the appearance of impropriety must be avoided.

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**Purpose**

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The purpose of this policy is to establish ethical standards for members of the APSU Board of Trustees.

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**Procedures**

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**Preamble**

**A. Public Trust**

1. The APSU Board of Trustees is charged by statute with governance of the University. (T.C.A. § 49-8-203)
2. To ensure effectiveness, the Trustees must adhere to the strictest of ethical standards.

**B. Time Commitment**

1. In undertaking the duties of the office, a Trustee shall make the necessary commitment of time and diligence to carry out the Trustee's public governance responsibilities.
2. A Trustee must regularly attend and actively participate in board and committee meetings and special assignments.

**C. Trustee Authority**

1. Individual members of the Board enjoy equal rights with all other members:
  - a. The right to vote,
  - b. The right to participate fully in all considerations before the Board,
  - c. The right to enter motions and to submit recommendations, and
  - d. All rights and privileges afforded the Board by law and regulation when sitting in deliberative session.
2. As individuals, when not participating in meetings of the Board or any of its duly constituted committees, members enjoy the same rights and privileges of any citizen of the State of Tennessee as pertains to the governance, control, and management of institutions under the Board.
3. As individuals, members shall not speak for the Board unless so specifically authorized by the Board.

**Code of Ethics Policy**

**A. Conflict of Interest**

1. A conflict of interest occurs when the personal interests, financial or otherwise, of a Trustee actually or potentially diverge from the Trustee's obligations as a Board member.
  - a. It is a conflict of interest for any person or any company with whom such person is an officer, a director, or an equity owner of greater than 1% interest to bid on any contract for products or services for a governmental entity if such person or a relative (spouse, parent, sibling, child) is a member of the board having responsibility for letting or approving such contract. (T.C.A. § 12-4-106(b))

- b. Each Trustee will abide by APSU Conflicts of Interest Policy 1:001 as amended from time to time.
- c. A Trustee shall not use the authority, title, or prestige of the office to solicit or otherwise obtain a private financial, social, or political benefit for the Trustee or any other person which would be inconsistent with the public interest.
- d. A Trustee shall abstain from any deliberations or vote on a matter which the Trustee identifies as a conflict of interest.

**B. Gifts and Expenses**

- 1. No Trustee shall accept or receive, directly or indirectly, from any person, firm, or corporation to whom any contract for the purchase of materials, goods, supplies, equipment or services for the Board or the University may be awarded any money or anything of value or any promise, obligation, or contract for future awards or employment. (T.C.A. § 12-4-106(a))
- 2. Trustees serve without compensation. However, they are entitled to receive reimbursement for expenses incurred while representing the Board in their official capacity.

**C. Financial Disclosure**

- 1. Each Trustee shall, upon appointment to office and annually each January thereafter, file the financial interest disclosure form in Policy 1:001 with the Secretary of the Board.

**Compliance**

**A. Disclosure Requirements**

- 1. Persons who believe that a conflict of interest may exist either personally or with respect to another person covered by the ethics policy shall make a written disclosure of the facts and circumstances surrounding the situation.
- 2. For members of the Board, disclosure should be made to the Secretary of the Board (APSU Policy 1:001, Section VII)

**B. Review of Disclosures**

- 1. Disclosures made under Section II by or about a member of the Board of Trustees shall be evaluated by the Board or a duly appointed committee thereof. A member of the Board making a self-disclosure shall not be entitled to vote regarding the disposition of the disclosure. (APSU Policy 1:001, Section X)

C. Hearing

1. An appointed Board member accused of a material violation of this Code of Ethics is entitled to a due process contested case hearing in accordance with the Uniform Administrative Procedures Act, T.C.A. § 4-5-101, *et seq.* (T.C.A. § 49-8-204(c)).

D. Removal

1. Upon a finding in a contested case hearing that an appointed Board member materially violated the Code of Ethics, the appointed Board member may be removed from the Board by a two-thirds (2/3) vote of the Board membership. (T.C.A. § 49-8-204 (b))

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**Links**

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**APSU Policy 1:001**

<https://www.apsu.edu/policy/conflict-interest-1001>

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**Revision Dates**

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APSU Policy 1:002 – Issued: March 30, 2017

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**Subject Areas:**

| Academic | Finance | General                             | Human Resources | Information Technology | Student Affairs |
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**Approved**

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President: signature on file

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