

**CODE OF ETHICS**  
**OF**  
**THE SENECA COUNTY ECONOMIC DEVELOPMENT CORPORATION**

The members of the board (the "Board") of THE SENECA COUNTY ECONOMIC DEVELOPMENT CORPORATION (the "Corporation"), a duly established public benefit corporation of the State of New York (the "State"), along with the officers and staff of the Corporation, shall comply with and adhere to the provisions of Article 18 of the General Municipal Law of the State.

Further, no director, officer, or employee of the Corporation shall (1) accept other employment which will impair his or her independence of judgment in the exercise of his or her official duties; (2) accept employment or engage in any business or professional activity which will require him or her to disclose confidential information which he or she has gained by reason of his or her official position of authority; (3) disclose confidential information acquired by him or her in the course of his or her official duties nor use such information to further his or her personal interests; (4) use or attempt to use his or her official position to secure unwarranted privileges or exemptions for himself, herself or others; (5) engage in any transaction as a representative or agent of Corporation with any business entity in which he or she has a direct or indirect financial interest that might reasonably tend to conflict with proper discharge of his or her official duties; (6) by his or her conduct, give reasonable basis for the impression that any person can improperly influence him or her or unduly enjoy his or her favor in the performance of his or her official duties, or that he or she is affected by the kinship, rank, position or influence of any party or person; (7) make direct or indirect investments in enterprises which he or she has reason to believe may be directly involved in decisions to be made by him or her or which will otherwise create substantial conflict between his or her duty in the public interest and his or her private interest; (8) accept gifts of more than a nominal value so as to avoid the perception that such gift was given to influence the performance of his or her duties; (9) request or accept a personal loan or extension of credit directly or indirectly from the Corporation and (10) endeavor to pursue a course of conduct which will not raise suspicion among the public that he or she is likely to be engaged in acts that are in violation of his or her trust.

Further, the Corporation has adopted the use of the Annual Financial Disclosure Form which shall be completed by each director, officer and employee of the Corporation on or near the date of the annual meeting of the Corporation. Such forms to be filed with the appropriate Seneca County office.

Further, the Corporation has adopted the use of the Certification of No Conflict of Interest Form which shall be completed by each director, officer and employee of the Corporation on or near the date of the annual meeting of the Corporation. Such forms to be filed with the appropriate Seneca County office.

Approved and adopted this 27<sup>th</sup> day of April, 2009