

EFFECTIVE DATES

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Division I: General Provisions

Section 3.1.1 Title

3.1.1.1 The provisions of this Article shall be known and cited as the “**CFX Code of Ethics**”.

Section 3.1.2 Authority

3.1.2.1 This Article is adopted pursuant to the statutory authority granted to the Central Florida Expressway Authority (“**CFX**”) under Chapter 348, Part III, Florida Statutes, including [Sections 348.753\(6\)–\(15\), Florida Statutes](#), which establish ethical standards applicable to CFX’s Public Officers, employees, and Consultants.

3.1.2.2 CFX and its Public Officers, employees, and Consultants are subject to Part III of Chapter 112, Florida Statutes (“**Florida Code of Ethics**”). Pursuant to [Section 112.326, Florida Statutes](#), the Governing Board (“**Board**”) is authorized to adopt standards of conduct and disclosure requirements that are more stringent than those set forth in the Florida Code of Ethics, provided those standards do not conflict with applicable law.

Section 3.1.3 Statement of Policy

3.1.3.1 It is the policy of the Board that CFX shall conduct its business in accordance with the highest standards of ethics. In furtherance of this policy, the Board adopts this CFX Code of Ethics, which applies to all CFX Public Officers, employees, and Consultants in the performance of their duties and obligations to CFX.

3.1.3.2 This CFX Code of Ethics shall serve as the standard for official conduct and is intended to supplement, not replace, the Florida Code of Ethics and any other ethical requirements applicable to CFX’s Public Officers, employees, or Consultants.

3.1.3.3 If there is a conflict between the CFX Code of Ethics, the Florida Code of Ethics, or any other ethical requirements applicable to CFX’s Public Officers, employees, or Consultants, the provision that imposes the highest standard of conduct shall control.

3.1.3.4 The full text of this Article shall be posted on the CFX website.

Section 3.1.4 Definitions

3.1.4.1 Wherever used in this Article, the following terms shall have the following meanings indicated, unless the context provides otherwise, and such meanings will apply to both the singular and plural forms thereof:

- (A) “**Advisory Services**” shall mean “professional services”, as defined in [Section 287.055, Florida Statutes](#), and those services customarily rendered by attorneys, appraisers, certified public accountants, insurance or financial personnel, expert testimony services,

public relations firms, legislative advisors, or systems planning and management advisors.

- (B) **“Board Member”** shall mean a member of the Governing Board of CFX.
- (C) **“Business Associate”** shall be as defined in [Section 112.312\(4\), Florida Statutes](#). For ease of reference, “Business Associate” shall mean “. . . any person or entity engaged in carrying on a business enterprise with a public officer, public employee, or candidate as a partner, joint venturer, corporate shareholder where the shares of such corporation are not listed on any national or regional stock exchange, or co-owner of property”.
- (D) **“Committee Member”** shall mean a person appointed by a Board Member to serve on any committee established by the Board.
- (E) **“Consultant”** shall mean a person in a position to influence CFX’s decisions. Those who provide Advisory Services to CFX meet this definition. This definition specifically does not include contractors or vendors providing goods or services that are primarily the furnishing of commodities, materials, equipment, or services other than Advisory Services (e.g., construction, maintenance, landscaping, other operational services, etc.). The Ethics Officer shall be the final arbiter as to whether an individual meets this definition.
- (F) **“Ethics Officer”** shall mean CFX’s General Counsel as designated in [Section 348.753\(7\), Florida Statutes](#).
- (G) **“Public Officer”** shall be as defined in [Section 112.313\(1\), Florida Statutes](#). For the purposes of this Chapter, “Public Officer” shall mean all Board Members and Committee Members, but shall not include members of staff-created committees (e.g., procurement selection committees, etc.).
- (H) **“Registered Lobbyist”** shall:
 - (1) Have the same meaning as “lobbyist” provided in [Section 112.3148\(1\)\(b\), Florida Statutes](#). For ease of reference, it shall mean “. . . any natural person who, for compensation, seeks, or sought during the preceding 12 months, to influence the governmental decision making of a reporting individual or procurement employee or his or her agency or seeks, or sought during the preceding 12 months, to encourage the passage, defeat, or modification of any proposal or recommendation by the reporting individual or procurement employee or his or her agency”; and
 - (2) Include any person, individual, firm, association, joint venture, partnership, estate, trust, business trust, syndicate, fiduciary, corporation, and all other groups or combinations that are obligated to register as a lobbyist by any of the following public agencies: Brevard County, Lake County, Orange County, Osceola County, Seminole County, and the City of Orlando.
- (I) **“Relative”** shall be as defined in [Section 112.312\(21\), Florida Statutes](#). For ease of reference, “Relative” shall mean an individual who is related to the subject Public Officer, employee, or Consultant as father, mother, son, daughter, brother, sister, uncle, aunt, first cousin, nephew, niece, husband, wife, father-in-law, mother-in-law, son-in-law, daughter-in-law, brother-in-law, sister-in-law, stepfather, stepmother, stepson, stepdaughter, stepbrother, stepsister, half-brother, half-sister, grandparent, great grandparent, grandchild, great grandchild, step grandparent, step great grandparent,

step grandchild, step great grandchild, current or former legally recognized foster child or current or former legally recognized foster parent, person who is engaged to be married to the [subject Public Officer, employee, or Consultant] or who otherwise holds themselves out as or is generally known as the person whom the [subject Public Officer, employee, or Consultant] intends to marry or with whom the [subject Public Officer, employee, or Consultant] intends to form a household, or any other natural person having the same legal residence as the [subject Public Officer, employee, or Consultant].”

- (J) **“Reporting Individual”** shall mean any individual who is required to, in accordance with applicable Florida Law, annually file with the Florida Commission on Ethics either **Form 6: Full and Public Disclosure of Financial Interests**; or **Form 1: Statement of Financial Interests**.
- (K) **“Restricted Donor”** means any of the following persons or entities:
- (1) A political committee, as defined in [Section 106.011, Florida Statutes](#);
 - (2) A vendor doing business with CFX;
 - (3) A lobbyist, meaning any natural person who, for compensation, seeks, or has sought within the preceding 12 months, to directly or indirectly influence the governmental decision-making of a Reporting Individual or CFX, or to encourage the passage, defeat, or modification of any proposal or recommendation by a Reporting Individual or CFX; or
 - (4) The employer, principal, partner, or firm of a lobbyist described in the preceding subparagraph.

Division II: CFX Ethics Requirements

Section 3.1.5 Adoption of Fla. Stat. §§ 348.753(6)-(15)

3.1.5.1 Subsections (6) through (15) of [Section 348.753, Florida Statutes](#), are hereby adopted and incorporated in their entirety as a material part of this Chapter. [Section 348.753\(8\), Florida Statutes](#), shall additionally be applicable to Committee Members.

Section 3.1.6 Post-Service Restrictions

3.1.6.1 **Two-Year “Representation” Restriction** [[Fla. Stat. § 348.753\(6\)\(a\)](#)]. Former Board Members and former Executive Directors are prohibited from personally representing another person or entity for compensation before CFX for two years after leaving the applicable position with CFX.

3.1.6.2 **Post-Service Contracting Restriction** [[Fla. Stat. § 348.753\(6\)\(b\)](#)]. After retirement or termination, former Board Members and former Executive Directors are prohibited from having an employment or contractual relationship with a business entity (other than an “agency” as defined in [Section 112.312, Florida Statutes](#)) in connection with a CFX contract if the individual personally and substantially participated in that contract while at CFX through decision, approval, disapproval, recommendation, rendering of advice, or investigation.

Section 3.1.7 Avoidance of Conflicting Relationships

- 3.1.7.1 **Ongoing Conflict-Avoidance** [[Fla. Stat. § 348.753\(8\)](#)]. Board Members, Committee Members, employees, and Consultants in positions that may influence CFX decisions are required to refrain from engaging in any relationship that may adversely affect their judgment in carrying out CFX business.
- 3.1.7.2 **Annual Attestation of Compliance.** As part of the annual disclosure filing required by [Section 348.753\(8\), Florida Statutes](#), and as further provided in **Section 3.1.8: Potential Conflict Disclosures** below, each CFX Public Officer, employee, and Consultant shall annually execute the CFX-provided Potential Conflict Disclosure Form and attest, in the manner provided therein, that they:
- (A) Are not engaged in any relationship prohibited by [Section 348.753\(8\), Florida Statutes](#); and
 - (B) Will not engage in any such prohibited relationship while serving as a Public Officer for CFX, while employed by CFX, or while providing services or otherwise under contract with CFX, as applicable.

Section 3.1.8 Potential Conflict Disclosures

- 3.1.8.1 **Potential Conflict Disclosures.** Florida law requires each Board Member, Committee Member, employee, and Consultant of CFX (each of which is a “**Disclosing Individual**”) to annually make the disclosures provided in [Section 348.753\(8\), Florida Statutes](#), using a Potential Conflict Disclosure Form as provided by CFX. For ease of reference, such requisite disclosures are as follows:
- (A) **Disclosure of Financial Benefit Relationships with Potential for Prohibited Conflict** [[Fla. Stat. § 348.753\(8\)\(a\)](#)]. Disclosure of any relationship that provides a current or future financial benefit to the Disclosing Individual, or to any Relative or Business Associate of the Disclosing Individual, when a reasonable person would conclude the relationship has the potential to create a prohibited conflict of interest.
 - (B) **Disclosure of Relatives Who Are Registered Lobbyists** [[Fla. Stat. § 348.753\(8\)\(b\)](#)]. Disclosure of the name of any Registered Lobbyist who is a Relative of the Disclosing Individual and the name of any and all clients of such Registered Lobbyist.
 - (C) **Disclosure of Real Property Interests Near Actual or Prospective CFX Roadway Projects** [[Fla. Stat. § 348.753\(8\)\(c\)](#)]. Disclosure of any and all interests in real property held by the Disclosing Individual, or held by any Relative, principal, client, or Business Associate of the Disclosing Individual, if the real property is located within or within one-half mile of any actual or prospective CFX roadway project.
- 3.1.8.2 **Actual or Prospective CFX Roadway Projects**
- (A) The Board finds that the purpose of [Section 348.753\(8\)\(c\), Florida Statutes](#), is to ensure that each Disclosing Individual identifies potential conflicts that could, because of the individual’s position of influence over CFX decisions, result in improper, undue, or unethical influence on those decisions.
 - (B) The Board further finds that such conflicts are of particular concern where CFX is considering or approving material project decisions that could affect corridor limits,

alignments, interchange locations or configurations, right-of-way needs, or other comparable project elements, or where decisions or recommendations by Disclosing Individuals could reasonably be influenced by real property interests held by the Disclosing Individual or any principal, client, or Business Associate of such Disclosing Individual.

- (C) Accordingly, the Board adopts the following definitions clarifying its understanding of **“Actual or Prospective CFX Roadway Project”** to advance that purpose while preserving CFX’s ability to conduct its day-to-day business operations effectively:
- (1) **“Actual CFX Roadway Project”** means a roadway project that has progressed beyond the project-specific planning phase and for which CFX has authorized or initiated right-of-way acquisition, design, construction, or other implementation activities.
 - (2) **“Prospective CFX Roadway Project”** means a roadway project for which project-specific planning has commenced, including, as applicable, a Concept, Feasibility, and Mobility (**“CF&M”**) study, or if not applicable, a Project Development and Environment (**“PD&E”**) study, or other similar project-specific planning activities; provided, however, that a project shall no longer be considered a Prospective CFX Roadway Project if:
 - (a) A determination of the Board is made that such CFX Roadway Project will no longer be advanced by CFX; or
 - (b) The significant passage of time, major design changes, or environmental changes have occurred such that, in the opinion of both the General Engineering Consultant (**“GEC”**) and CFX staff, the project’s CF&M study, PD&E study, or other project-specific planning activities would require re-evaluation for the roadway project to be advanced.
 - (3) By way of example, roadway projects, or segments thereof, within one or more of the following project phases meet the definition of “Actual or Prospective CFX Roadway Project” for these purposes: (a) planning; (b) environmental review; (c) project development; (d) design; (e) right-of-way acquisition (pre-acquisition); or (f) construction contract procurement.
 - (4) For purposes of this Article, “Actual or Prospective CFX Roadway Project” shall not generally include:
 - (a) Routine operations, maintenance, or asset-management activities (e.g., milling and resurfacing, sign replacement, etc.); or
 - (b) Roadway projects, or segments thereof, where both the notice to proceed has been issued for the construction phase, and all associated property interests have been acquired by CFX (see treatment of real property acquired but with valuation still outstanding below).

3.1.8.3 **Provision of Supporting Information by the Executive Director** [\[Fla. Stat. § 348.753\(8\)\(c\)\]](#)

- (A) Together with the requisite Potential Conflict Disclosure Forms, the Executive Director must provide corridor map(s) and a property ownership list reflecting the ownership of all real property within the disclosure area for each Actual or Prospective CFX Roadway Project, or an alignment map with a list of associated owners, to each Disclosing Individual. The Executive Director may delegate this responsibility.

- (B) **Methodology for Establishing Disclosure Areas.** The following will be used to establish the disclosure areas for each Actual or Prospective CFX Roadway Project required to be included in the supporting information provided by or on behalf of the Executive Director:
- (1) **For roadway projects, or segments thereof, involving new corridors, extensions of existing corridors, or new interchanges on existing corridors:**
 - (a) If CFX is conducting an ongoing CF&M study for a roadway project, the applicable disclosure area shall include all real property located within or within one-half mile of the applicable study area.
 - (b) If CFX is conducting an ongoing PD&E study for a roadway project, the applicable disclosure area shall include all real property located within or within one-half mile of the applicable study area.
 - (c) If a PD&E study has been approved for a roadway project, the applicable disclosure area shall include all real property located within or within one-half mile of the centerline of the Preferred Alternative recommended in that PD&E study.
 - (2) **For roadway projects, or segments thereof, involving capacity improvements for an existing roadway:** The disclosure area shall include all real property located within or within one-half mile of the centerline of the existing roadway nearest to any potential right-of-way acquisitions as identified in the applicable ongoing or approved PD&E study.
 - (3) **For roadway projects, or segments thereof, where both the notice to proceed has been issued for the construction phase and all associated property interests have been acquired by CFX:** The disclosure area shall include only the real property for which the valuation phase of acquisition is still outstanding.
- (C) **Generation of Disclosure Area Lists.** The GEC shall annually generate and provide the disclosure area deliverables for the upcoming annual disclosure to both the Ethics Officer and the Executive Director (or their designees). For each applicable disclosure area, such deliverables shall include, at a minimum:
- (1) One corridor map; and
 - (2) One property ownership list reflecting the ownership of all real property within that disclosure area.

3.1.8.4 Filing Requirement

- (A) **Board Members, Committee Members, and Employees.** Board Members, Committee Members, and employees are required to complete and file the requisite form:
- (1) Upon appointment or hire;
 - (2) Whenever a change in circumstances triggers a disclosure obligation; and
 - (3) As an annual filing due July 1 of each year. For the annual filing only, there will be a grace period provided until September 1.

(B) **Consultants**

- (1) Consultants are required to complete and file the requisite form:
 - (a) Prior to the execution of an agreement or the provision of services to CFX;
 - (b) Whenever a change in circumstances triggers a disclosure obligation; and
 - (c) As an annual filing due July 1 of each year. For the annual filing only, there will be a grace period provided until September 1.
- (2) Consultants shall be responsible for ensuring that all required disclosures are timely made.
- (3) Where a Consultant provides services to CFX through an agreement between CFX and an entity or firm, that entity or firm shall be responsible for ensuring that all required disclosures are timely made by each Consultant providing services to CFX under that agreement. Failure by that entity or firm to ensure timely disclosure by such Consultants may result in withholding of payment, suspension of work, termination of the contract, or other remedies available to CFX under the applicable agreement.
- (4) Disclosure of a conflict using this form does not satisfy, and does not replace, a Consultant's obligation to separately request a conflict waiver pursuant to **Section 3.1.10: Conflicts of Interest** below.

Section 3.1.9 Review of Disclosure Forms

3.1.9.1 **Review of Disclosure Forms** [[Fla. Stat. § 348.753\(9\)](#)]. Potential Conflict Disclosure Forms must be reviewed by the Ethics Officer; provided, however, that the Ethics Officer's Potential Conflict Disclosure Form must instead be reviewed by the Executive Director.

3.1.9.2 **Standard of Review**

- (A) The Ethics Officer shall review each Potential Conflict Disclosure Form to confirm that it has been submitted in a timely manner and in the required format. The Ethics Officer's review shall be administrative in nature only and shall not include approving the substance of any disclosure, validating its accuracy, or independently investigating the truthfulness or completeness of any information submitted in such form.
- (B) The obligation to provide complete and truthful disclosures shall remain solely with the disclosing individual at all times, and no action or inaction by the Ethics Officer shall relieve the disclosing individual of such obligation, in whole or in part.
- (C) The above standard of review shall apply equally to the Executive Director when reviewing the Ethics Officer's Potential Conflict Disclosure Form.

Section 3.1.10 Conflicts of Interest

3.1.10.1 **Conflict of Interest Process** [[Fla. Stat. § 348.753\(10\)](#)]. CFX's requisite conflict of interest process is outlined below.

3.1.10.2 **Material Conflicts of Interest.** The following conflicts shall be considered “**material conflict(s)**” and, unless otherwise expressly provided in this **Section 3.1.10: Conflicts of Interest**, may only be waived by the Board to the extent permitted by law:

(A) **Roadway Planning and Design Conflicts.** A material conflict shall exist when both of the following conditions are met:

- (1) The Consultant, or any of the Consultant’s Relatives, principals, clients, or Business Associates, has any interest in real property located within a particular disclosure area (however, see exception for Public Agencies below); and
- (2) Within that same disclosure area, the Consultant provides services to CFX related to the evaluation, selection, recommendation, refinement, or approval of roadway project elements, including without limitation:
 - (a) The planning, design, or siting of corridor limits, alignments, interchange locations/configurations, right-of-way needs, including the siting of ancillary facilities (e.g., stormwater ponds, etc.); and/or
 - (b) Conducting or advising on a CF&M study or PD&E study (or comparable planning/environmental study) that evaluates, selects, recommends, or refines alternative alignments or a Preferred Alternative.

(B) **Representation, Expert Testimony, and Advisory Services Conflicts**

- (1) A Consultant’s representation of, provision of expert testimony for, or provision of Advisory Services to another party shall generally not be considered a material conflict so long as such representation, expert testimony, or Advisory Services are not related to any matter or interest that is, becomes, or could reasonably foreseeably become adverse to the interests of CFX.
- (2) A material conflict exists when:
 - (a) A Consultant is a party, or represents, provides expert testimony for, or otherwise provides Advisory Services to another party in connection with:
 1. Any CFX roadway project (however, see exception for Public Agencies below); or
 2. Any judicial, administrative, other proceeding, or matter in which CFX is a party or has an interest that is, becomes, or could reasonably foreseeably become adverse to that party’s interest; or
 - (b) A relationship exists as to a certain matter that provides a current or future financial benefit to the Consultant, or to any Relative or Business Associate of the Consultant, that a reasonable person would conclude has the potential to create a conflict of interest arising from the position the Consultant holds to influence the decisions of CFX.

3.1.10.3 **Conflicts Prohibited by Law.** Any conflict of interest that is prohibited under applicable law (including any applicable federal or state statute, rule, or regulation) is a prohibited conflict for purposes of this **Section 3.1.10: Conflicts of Interest** and may only be waived by the Board solely to the extent a waiver is expressly permitted by such law.

3.1.10.4 Imputation of Conflicts of Interest

- (A) If any individual associated with the Consultant's principal, firm, or entity would have a material conflict under **Subsection 3.1.10.2** above, then the Consultant and all individuals associated with that principal, firm, or entity are prohibited from undertaking, continuing, or performing the services or activities that give rise to the material conflict without waiver of such imputed material conflict.
- (B) The Board delegates to the Ethics Officer, with the concurrence of the Executive Director, the discretionary authority to waive an imputed material conflict of interest as to either **Subsections 3.1.10.2(A)** or **3.1.10.2(B)** when both of the following conditions are satisfied:
 - (1) The material conflict is imputed solely by virtue of the Consultant's association within a shared principal, firm, or entity, and the matter, project, interest, or engagement giving rise to the imputed conflict is wholly and distinctly different from the services the Consultant is providing to CFX and would not reasonably be expected to impair or prejudice CFX's interests; and
 - (2) The Consultant provides written assurances that internal measures have been adopted and implemented in good faith to prevent the sharing or disclosure of any CFX-related information to any person or group within the principal, firm, or entity involved in the matter giving rise to the imputed material conflict, and to prevent any such person or group from participating in, influencing, or having access to the Consultant's work for CFX, and that such measures will be continuously maintained for the full duration of the imputed material conflict.

3.1.10.5 Public Agencies

- (A) A Consultant's representation of, or relationship with, an "**Agency**", as defined in [Section 112.312\(2\), Florida Statutes](#) (i.e., another Florida public agency), will not generally be considered a material conflict, regardless of whether such representation or relationship is related to a CFX roadway project.
- (B) However, if a judicial, administrative, or other proceeding or matter arises in which CFX is a party or has an interest that is, becomes, or could reasonably foreseeably become adverse to another Agency's interest, the Consultant's representation of, provision of expert testimony for, or provision of Advisory Services to that Agency in connection with such proceeding or matter shall constitute a material conflict.

3.1.10.6 Waiver Requirements

- (A) It is the responsibility of each Consultant to know when a waiver of conflict is required. Disclosure of a conflict under **Section 3.1.8: Potential Conflict Disclosures** does not satisfy, and does not replace, a Consultant's obligation to separately request a conflict waiver under this **Section 3.1.10**.
- (B) The Board hereby delegates to the Ethics Officer, with the concurrence of the Executive Director, the discretionary authority to waive any conflict that is not identified as a "material conflict" in this **Section 3.1.10**.
- (C) Conflict waivers granted on or after June 11, 2026, whether by the Board or by both the Ethics Officer and Executive Director pursuant to delegated authority, shall include language substantially consistent with the following, as may be modified by the Ethics

Officer to reflect the specific facts and circumstances of the waiver, provided that such modifications do not materially diminish the protections set forth herein:

“This waiver is effective only to the extent and manner permitted by applicable law and is limited to the specific facts and engagement described herein and shall not apply to any other matter or circumstances.

This waiver does not, and is not intended to, waive any conflict that is nonwaivable under applicable law or under any applicable professional rules, ethics requirements, or licensing requirements governing [Consultant Name] or any of their principals, owners, officers, directors, managers, employees, or agents. CFX makes no representation or determination that the conflict identified in this waiver is waivable under applicable law or any such professional or licensing requirements.

The responsibility for identifying, evaluating, and complying with all applicable laws, ethical standards, and professional/licensing requirements to which [Consultant Name] is bound remains solely with [Consultant Name], and nothing in this waiver shall relieve [Consultant Name] of those obligations.”

- (D) Nothing in this **Section 3.1.10** shall be construed to create any right or entitlement to a conflict waiver by any person or entity. Any waiver decision by either the Ethics Officer or the Board shall be discretionary to the fullest extent permitted by law.

3.1.10.7 **Subconsultants**

- (A) Consultants shall be responsible for ensuring that the provisions of this **Section 3.1.10** are passed down to all subconsultants. Where a subconsultant provides services to CFX through an agreement between CFX and an entity or firm, that entity or firm shall be responsible for ensuring that these provisions are passed down to such subconsultant.
- (B) CFX shall at all times have the right to require the removal or substitution of any such subconsultant from providing services to CFX if CFX determines that such subconsultant is in violation of any provision of this **Section 3.1.10**, and such removal or substitution shall be at the Consultant’s sole cost and expense.

Section 3.1.11 Board and Committee Membership Restrictions

3.1.11.1 **Board Membership Restrictions** [\[Fla. Stat. § 348.753\(11\)\]](#). CFX employees and Consultants may not serve on the Board while employed by, or under contract with, CFX.

3.1.11.2 **Committee Membership Restrictions**. The Board further prohibits CFX employees and Consultants from serving on any committee established by the Board while employed by, or under contract with, CFX.

Section 3.1.12 Biennial Review and Board Approval

3.1.12.1 **Biennial Review and Board Approval** [\[Fla. Stat. § 348.753\(12\)\]](#). The Ethics Officer must review and update the Code of Ethics policy and present it for Board approval at least once every two years.

Section 3.1.13 Ethics Training Requirements

3.1.13.1 Employee Ethics Training [\[Fla. Stat. § 348.753\(13\)\]](#)

- (A) Employees must be adequately informed and trained on the Code of Ethics and must participate in ongoing ethics education.
- (B) Such trainings shall occur at the time of hiring and again following the Board’s biennial review and approval required by [Section 348.753\(12\), Florida Statutes](#), regardless of whether any changes to the CFX Code of Ethics have been adopted.

3.1.13.2 Public Officers. All new Public Officers shall be provided training on the CFX Code of Ethics.

Section 3.1.14 Florida Code of Ethics

3.1.14.1 Supplemental Effect [\[Fla. Stat. §§ 348.753\(14\)\]](#). The requirements of Subsections (6) through (13) of [Section 348.753, Florida Statutes](#), shall be in addition to the applicable requirements of Chapter 112, Florida Statutes.

Section 3.1.15 Violations of CFX’s Statutory Ethics Provisions

3.1.15.1 Penalties [\[Fla. Stat. § 348.753\(15\)\]](#). Violations of Subsections (6), (8), and (11) of [Section 348.753, Florida Statutes](#), relating to post-service restrictions, conflicts, and Board membership restrictions respectively, are punishable in accordance with [Section 112.317, Florida Statutes](#), and include those penalties detailed in **Section 3.1.26: Violations** below.

Section 3.1.16 Financial Disclosure for Committee Members

3.1.16.1 Committee Members shall be considered “**local officers**” in accordance with [Section 112.3145\(1\)\(a\)2.f., Florida Statutes](#), and therefore are required to file **Form 1: Statement of Financial Interest** in accordance with Section 112.3145(2)(b), Florida Statutes.

3.1.16.2 Committee Members are required to file Form 1 electronically with the Florida Commission on Ethics annually by July 1 of each year. A grace period is in effect until September 1.

Section 3.1.17 Political Activity

3.1.17.1 The Board hereby adopts [Section 104.31, Florida Statutes](#), as may be amended from time to time, and hereby makes it applicable to CFX and incorporates it herein as though fully set forth in this CFX Code of Ethics.

3.1.17.2 More specifically, no Public Officer or employee of CFX shall use their official authority or influence for the purpose of:

- (A) Interfering with an election or a nomination of office or coercing or influencing another person’s vote or affecting the result thereof.
- (B) Directly or indirectly coercing or attempting to coerce, command, or advise any other officer or employee to pay, lend, or contribute any part of his or her salary, or any money, or anything else of value to any party, committee, organization, agency, or person for political purposes. (Nothing in this paragraph prohibits an employee from suggesting to

another employee in a noncoercive manner that they may voluntarily contribute to a fund which is administered by a party, committee, organization, agency, person, labor union or other employee organization for political purposes).

- (C) Directly or indirectly coercing or attempting to coerce, command, or advise any such other officer or employee as to where they might purchase commodities or interfering in any other way with the personal right of such other officer or employee.

3.1.17.3 The provisions of [Section 104.31, Florida Statutes](#), shall not be construed so as to prevent any person from becoming a candidate for and actively campaigning for any elective office in this state. All such persons shall retain the right to vote as they may choose and to express their opinions on all political subjects and candidates. For more information, see [Section 104.31, Florida Statutes](#).

Division III: Florida Code of Ethics Requirements

Section 3.1.18 Financial Disclosure Forms

3.1.18.1 **Form 1: Statement of Financial Interest** shall be filed electronically with the Florida Commission on Ethics in accordance with [Section 112.3145\(2\)\(b\), Florida Statutes](#), each year and as otherwise provided by law, by the following individuals:

- (A) CFX's Executive Director and Chief Financial Officer;
- (B) Any CFX employee/purchasing agent having the authority to make, on behalf of CFX, a purchase exceeding the threshold amount provided for in [Section 287.017, Florida Statutes](#), for CATEGORY TWO (which, at the time of adoption of this provision, is \$35,000.00);
- (C) Any other individuals as required by applicable Florida law or elsewhere in this CFX Code of Ethics; and
- (D) Committee Members, as provided in **Section 3.1.16: Financial Disclosure for Committee Members** above.

3.1.18.2 Board Members are required to file **Form 6: Full and Public Disclosure of Financial Interests** electronically with the Florida Commission on Ethics in accordance with [Section 112.3144\(1\)\(b\), Florida Statutes](#), each year and as otherwise provided by law.

3.1.18.3 Any individual hereunder required to file either a Form 1 or a Form 6 must annually do so by July 1 of each year. A grace period is in effect until September 1.

Section 3.1.19 Unauthorized Compensation

3.1.19.1 For the purposes of this Section and **Section 3.1.20: Disclosure or Use of Certain Information**, the term "**attorney of CFX**" shall have the same meaning as "local government attorney" as provided in [Section 112.313\(16\), Florida Statutes](#).

3.1.19.2 In accordance with [Section 112.313\(4\), Florida Statutes](#), no Public Officer, employee, or attorney of CFX, or their spouse or minor child shall, at any time, accept any compensation, payment, or thing of value when such Public Officer, employee, or attorney of CFX knows, or, with the exercise of reasonable care, should know, that it was given to influence a vote or other

action in which the Public Officer, employee, or attorney of CFX was expected to participate in their official capacity.

Section 3.1.20 Disclosure or Use of Certain Information

3.1.20.1 A current or former Public Officer, employee, or attorney of CFX may not disclose or use information not available to members of the general public and gained by reason of their official position, except for information relating exclusively to CFX practices, for their personal gain or benefit or for the personal gain or benefit of any other person or business entity.

Section 3.1.21 Honoraria and Honoraria Disclosure Requirements

3.1.21.1 What is an “Honorarium”?

(A) **Definition of “Honorarium”** means a payment of money or anything of value, given directly or indirectly to a Reporting Individual (or to another person on the Reporting Individual’s behalf), in exchange for a speech, address, oral presentation, or a writing (other than a book) that is published or intended to be published.

(B) **Exceptions.** The term does not include:

- (1) Ordinary compensation or salary received for performing official public duties;
- (2) Payment for services related to outside employment unrelated to the Reporting Individual’s public position;
- (3) Campaign contributions properly reported under applicable election laws; or
- (4) Actual and reasonable transportation, lodging, event or meeting registration fees, and food and beverage expenses related to an honorarium event, which are subject to separate disclosure requirements.

3.1.21.2 **Prohibition on Soliciting Honoraria** [[Fla. Stat. § 112.3149](#)]. Reporting Individuals are prohibited from soliciting an honorarium related to their public office or official duties.

3.1.21.3 **Prohibition on Accepting Honoraria from Restricted Donors.** Reporting Individuals are prohibited from knowingly accepting an honorarium from a Restricted Donor, including any payment made in exchange for a speech, oral presentation, writing, or similar activity.

3.1.21.4 **Permitted Honorarium-Related Expenses.** Notwithstanding the prohibition on accepting honoraria, a Restricted Donor may provide a Reporting Individual and the Reporting Individual’s spouse with actual and reasonable transportation, lodging, event or meeting registration fees, and food and beverage expenses, provided such expenses are directly related to an event at which the Reporting Individual delivers a speech, presentation, or writing. Any such expenses must be disclosed in accordance with **Subsection 3.1.21.5** below.

3.1.21.5 Disclosure Requirements

(A) Reporting Individuals are required, when applicable, to complete and file [Form 10: Annual Disclosure of Gifts from Governmental Entities and Direct Support Organizations and Honorarium Event Related Expenses](#), as required by Florida law. Form 10 shall be used to report any honorarium-related expenses permitted under this Section.

- (B) A Restricted Donor that provides honorarium event-related expenses under this Section is required to furnish the Reporting Individual with a written statement detailing such expenses within 60 days after the honorarium event.

Section 3.1.22 Gifts and Gift Disclosure Requirements

3.1.22.1 **Anti-Bribery Rule** [\[Fla. Stat. § 112.313\(2\)\]](#). No Board Member, Committee Member, or Employee may ask for or accept any Gift (as defined in **Subsection 3.1.22.2** below) or other thing of value if it is offered or given with the understanding that it is meant to influence how that person votes, acts in an official capacity, or exercises their judgment.

3.1.22.2 **What is a “Gift”?** [\[Fla. Stat. § 112.312\(a\)\]](#)

(A) **Definition of “Gift”.** A “Gift,” for government ethics and legally required financial disclosure purposes, means anything of value that is accepted by a Board Member, Committee Member, or Employee (or accepted by someone else on that person’s behalf), or that is paid or given for that person’s benefit (directly or indirectly, including through another person or entity). It is considered a Gift if the recipient does not give something of equal or greater value in return within 90 days. Examples include:

- (1) Real property;
- (2) The use of real property;
- (3) Tangible or intangible personal property;
- (4) The use of tangible or intangible personal property;
- (5) A below-market deal on a loan, debt, goods, or services is a “Gift” if the person receives a better rate or terms than what is normally offered and the discount is not something that is broadly available – either as an official government rate for similarly situated public officials/employees, or as a standard discount available to the general public based on things like occupation, affiliation, age, religion, sex, or national origin;
- (6) Forgiveness of an indebtedness;
- (7) Transportation, other than that provided to a public officer or employee by an agency in relation to officially approved governmental business, lodging, or parking;
- (8) Food or beverage;
- (9) Membership dues;
- (10) Entrance fees, admission fees, or tickets to events, performances, or facilities;
- (11) Plants, flowers, or floral arrangements;
- (12) Services provided by persons pursuant to a professional license or certificate;
- (13) Other personal services for which a fee is normally charged by the person providing the services; and
- (14) Any other similar service or thing having an attributable value not otherwise excepted below.

- (B) **Exceptions** [\[Fla. Stat. § 112.312\(b\)\]](#). The following are not considered “Gifts” under Florida law:
- (1) Salaries, benefits, and other employment expenses, including those related to service as an officer or director of a corporation or organization;
 - (2) Properly reported political contributions or expenditures;
 - (3) Volunteer campaign services;
 - (4) Contributions or expenditures by political parties or affiliated party committees;
 - (5) Honoraria or event-related expenses paid to the recipient or their spouse;
 - (6) Plaques, trophies or similar items in recognition of service;
 - (7) Honorary membership in a service or fraternal organization;
 - (8) Use of public property made available by a government agency for a public purpose;
 - (9) Transportation provided by an agency in relation to government business; and
 - (10) Items provided (directly or indirectly) by a state, regional, or national organization whose main purpose is to support government professionals – by promoting the exchange of ideas or professional development – and whose membership is mostly elected or appointed public officials or government staff, when the item is provided to:
 - (a) A member of that organization; or
 - (b) An official or staff member of a government agency that is a member of that organization.

3.1.22.3 **Gift Disclosure Forms (Reporting Individuals)** [\[Fla. Stat. § 112.3148\]](#).

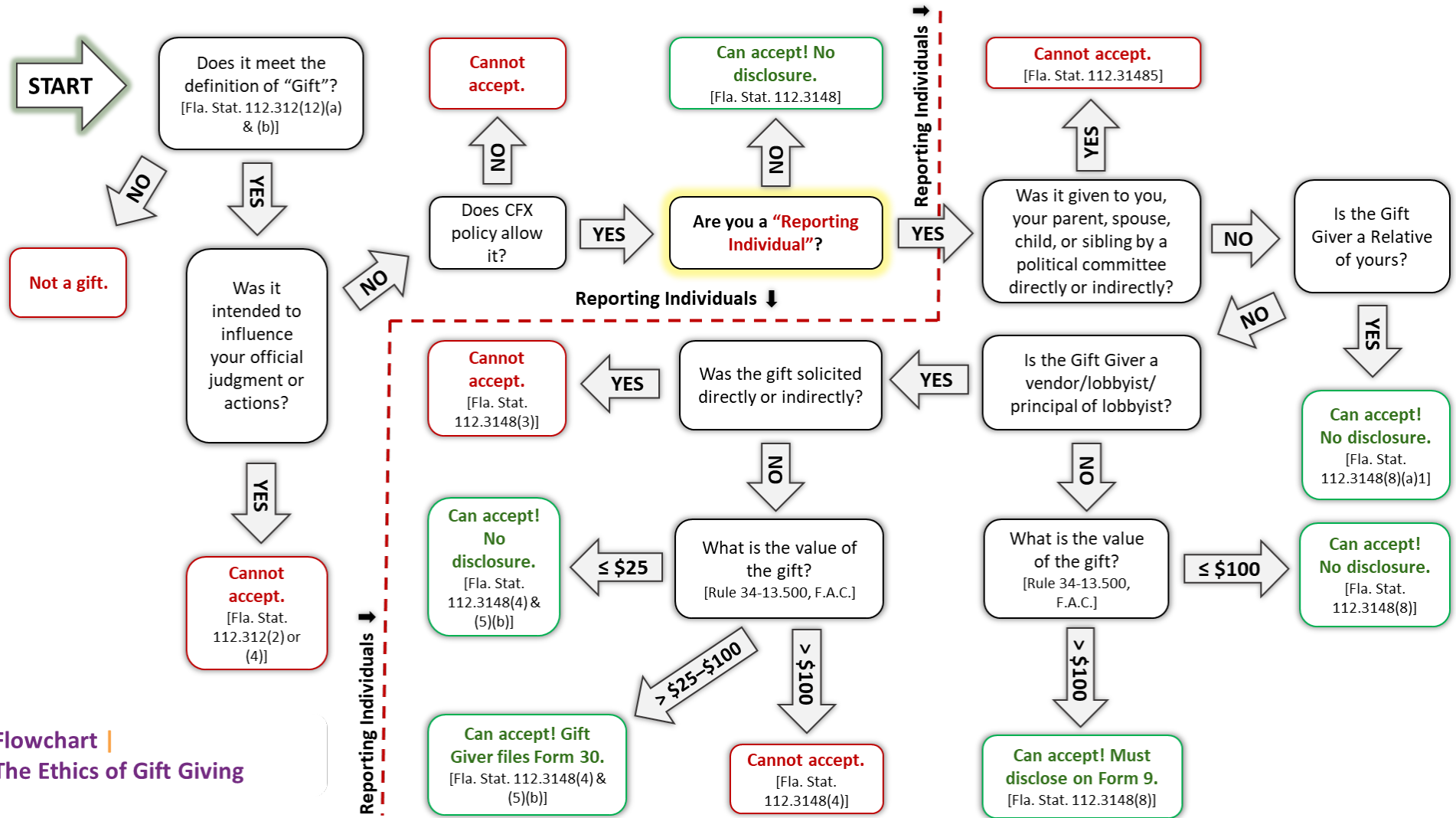
- (A) Reporting Individuals are prohibited from:
- (1) Soliciting any Gift from a Restricted Donor where the Gift is for the personal benefit of the Reporting Individual, another Reporting Individual, or any member of the Reporting Individual’s immediate family (i.e., a parent, spouse, child, or sibling).
 - (2) Knowingly accepting, directly or indirectly, a Gift from a Restricted Donor, or on behalf of a Restricted Donor, if the Reporting Individual knows or reasonably should know that the Gift has a value in excess of \$100; however, such a Gift may be accepted on behalf of a governmental entity or a charitable organization. If a Gift is accepted on behalf of a governmental entity or charitable organization, the Reporting Individual shall not retain custody of the Gift for any period longer than reasonably necessary to arrange for the transfer of custody and ownership of the Gift.
- (B) In accordance with [Section 112.3148\(8\), Florida Statutes](#), each Reporting Individual is required to file [Form 9: Quarterly Gift Disclosure \(Gifts Over \\$100\)](#) no later than the last day of each calendar quarter (March 31, June 30, September 30, or December 31) for the preceding calendar quarter, listing any Gifts believed to exceed \$100 in value that were accepted by the Reporting Individual and for which compensation was not

provided to the donor within 90 days of receipt to reduce the value to \$100 or less, except for the following:

- (1) Gifts from Relatives;
 - (2) Gifts which the Reporting Individual is prohibited from accepting under [Section 112.313\(4\), Florida Statutes](#), and/or [Section 112.3148\(4\), Florida Statutes](#); and
 - (3) Gifts that instead need to be disclosed using [Form 10](#), as discussed in **Section 3.1.21: Honoraria** above.
- (C) There is no requirement to file [Form 9](#) unless there is an applicable gift to report within the preceding quarter.
- (D) There are various exceptions and other considerations regarding gifts for Reporting Individuals, which are generally detailed in the **Gift Analysis Flowchart** found in **Subsection 3.1.22.4** below, which is provided for ease of reference only. Reporting Individuals are responsible for reviewing and complying with the applicable statutes.

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3.1.22.4 Gift Analysis Flowchart



Flowchart | The Ethics of Gift Giving

Section 3.1.23 Public Officer Voting Requirements

3.1.23.1 Definitions

- (A) **“Relative*”** shall, solely for purposes of this **Section 3.1.23: Public Officer Voting Requirements**, have the same meaning as in [Section 112.3143\(1\)\(c\), Florida Statutes](#). More specifically, “Relative*” shall include a Public Officer’s father, mother, son, daughter, husband, wife, brother, sister, father-in-law, mother-in-law, son-in-law, or daughter-in-law.
- (B) **“Special private gain or loss”** shall be as defined in [Section 112.3143\(1\), Florida Statutes](#). More specifically, “special private gain or loss” shall mean an economic benefit or harm that would inure to the Public Officer, their Relative*, Business Associate, or principal.
 - (1) There is a limited exception when the measure in question affects a class that includes the Public Officer, their Relative*, Business Associate, or principal, in which case, at least the following factors must be considered when determining whether a special private gain or loss exists:
 - (a) The size of the class affected by the vote;
 - (b) The nature of the interests involved;
 - (c) The degree to which the interests of all members of the class are affected by the vote; and
 - (d) The degree to which the Public Officer, their Relative*, Business Associate, or principal receives a greater benefit or harm when compared to other members of the class.
 - (2) The degree to which there is uncertainty at the time of the vote as to whether there would be any economic benefit or harm to the Public Officer, their Relative*, Business Associate, or principal and, if so, the nature or degree of the economic benefit or harm must also be considered.

3.1.23.2 Voting Conflicts of Interest [\[Fla. Stat. § 112.3143\(3\)\(a\)\]](#). Public Officers shall be deemed to have a **“Voting Conflict of Interest”**, and shall therefore be prohibited from voting in an official capacity on any measure before their public deliberative body, when:

- (A) Such vote would result in a special private gain or loss to such Public Officer; or
- (B) Such Public Officer knows such vote would result in a special private gain or loss to their Relative*, Business Associate, or any principal by which they are retained or the parent or subsidiary of any such principal, unless such principal is a state or local public agency.

3.1.23.3 Voting Conflict Disclosures. When a Public Officer has a Voting Conflict of Interest, the Public Officer is required to abstain from voting on such measure and to disclose the conflict as follows:

- (A) Prior to the vote being taken, the Public Officer shall publicly state at the applicable meeting the nature of their interest in the measure; and

- (B) Within 15 days after the vote occurs, the Public Officer shall complete a written disclosure detailing the nature of such interest by filing [Form 8B: Memorandum of Voting Conflict for County, Municipal, and other Local Public Officers](#) with the clerk of the public deliberative body. Such disclosure shall become a public record and shall be incorporated into the applicable meeting's minutes.

3.1.23.4 Requirement to Vote [[Fla. Stat. § 286.012](#)]

- (A) Public Officers present at a meeting of their public deliberative body at which an official decision, ruling, or other official act is to be taken or adopted are required by [Section 286.012, Florida Statutes](#), to vote on each such measure and may not abstain.
- (B) Notwithstanding the preceding subparagraph, a Public Officer may abstain from voting on a measure before their public deliberative body only when there is or appears to be a possible Voting Conflict of Interest under Florida's Code of Ethics or under any additional or more stringent standards of conduct, including the CFX Code of Ethics.

Division IV: Limitations and Guidance

Section 3.1.24 Limitations of Ethics Policy

- 3.1.24.1 This Article is intended to provide a high-level summary of certain ethics requirements applicable to CFX's Public Officers, employees, and Consultants. It does not include all requirements imposed by Florida law or other applicable authorities. Each CFX Public Officer, employee, and Consultant is responsible for reviewing and complying with all applicable statutes, rules, and regulations, as such requirements may be amended from time to time.
- 3.1.24.2 While this Article addresses certain provisions of the Florida Code of Ethics as they apply to CFX's Public Officers, employees, and Consultants, it should not be considered a substitute for reviewing the Florida Code of Ethics. Nothing in this Article is intended to relieve any person from their individual responsibility and obligations to:
 - (A) Review, understand, and comply with all applicable provisions of the Florida Code of Ethics; or
 - (B) Comply with any other ethical requirements to which they are bound (e.g., applicable local government policies, professional licensing requirements, etc.).

Section 3.1.25 Ethics Officer Guidance

- 3.1.25.1 Any Public Officer or employee who is in doubt regarding the applicability of this CFX Code of Ethics may seek written guidance from the Ethics Officer concerning the applicability of this CFX Code of Ethics or any provision herein.
- 3.1.25.2 The foregoing notwithstanding, any guidance provided by the Ethics Officer to a Public Officer as to any specific statutory or regulatory conflict of interest or public ethics requirement may be relied upon by such Public Officer only to the extent applicable to the specific CFX-office they hold.

- 3.1.25.3 Public Officers holding multiple public offices must seek guidance regarding the applicability of statutory or regulatory conflict of interest and/or public ethics requirements from the Florida Commission on Ethics.

Section 3.1.26 Violations

- 3.1.26.1 **Penalties.** The penalties for violating Florida's ethics requirements may be found in [Section 112.317, Florida Statutes](#), and [Section 112.3173, Florida Statutes](#), and include without limitation: removal from office; public censure; demotion; partial forfeiture of salary; salary level reduction; a civil penalty not to exceed \$20,000.00; restitution of any pecuniary benefits received because of the violation committed; criminal conviction (including felony conviction); and forfeiture of retirement benefits.

3.1.26.2 Reporting Violations

- (A) Any individual who suspects that an ethics violation has occurred should promptly file an ethics complaint with the Florida Commission on Ethics. Information as to how to file an ethics complaint can be found here: <https://ethics.state.fl.us/>
- (B) CFX shall additionally establish and maintain a system of accepting reports of violations of this CFX Code of Ethics, as well as any suspected unethical, unsafe, or illegal acts or behavior, which shall be administered by a third-party vendor. There shall be an option that any such violation report may be filed anonymously. All Public Officers, employees, and Consultants of CFX shall be conspicuously provided information regarding how to use the anonymous reporting system without fear of retaliation.

END OF ARTICLE 1