

**ESSEX COUNTY LAND BANK CORPORATION: EMPLOYEE AND ETHICS POLICY  
FRAMEWORK**

*(Adopted at the 2024 Annual Meeting by Unanimous Vote of the Board of Directors)*

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1. Purpose

This policy framework establishes the Essex County Land Bank Corporation's (the "Land Bank") baseline personnel and ethics policies pursuant to the New York State Public Authorities Law and Public Officers Law, recognizing that at this time the Land Bank operates under an Administrative Services Agreement with the North Country Rural Development Coalition, Inc. (NRDC) and has no direct employees.

All administrative, fiscal, and operational functions are performed by NRDC staff under this agreement, and all compensation, benefits, and travel reimbursements are administered in accordance with NRDC's internal policies and procedures.

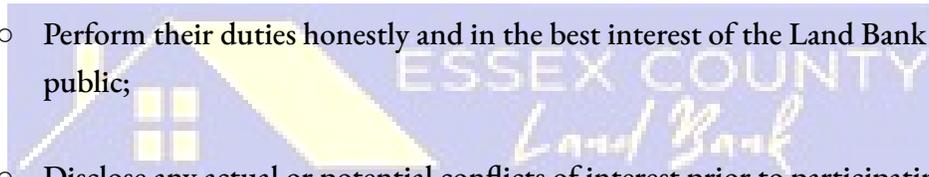
2. Salary and Compensation Policy

- The Land Bank currently has no paid employees.
- Administrative and professional services are provided through a Board-approved Administrative Services Agreement with NRDC.
- Under that agreement, the Land Bank pays an administrative fee to NRDC as reimbursement for staff time, management services, and operational support, as allowed under the terms of active grant programs.
- All payroll, benefits, and human resources administration for individuals performing Land Bank work are managed by NRDC.
- Any future direct employment by the Land Bank shall require a Board-adopted Salary and Compensation Policy consistent with New York State Public Authorities Law, including

annual disclosure in the Public Authorities Reporting Information System (PARIS).

### 3. Code of Ethics

- The Land Bank's Directors, Officers, and staff (including NRDC staff acting under contract) shall adhere to the ethical standards set forth in:
  - New York Public Officers Law, Article 18 (Conflicts of Interest);
  - Public Authorities Law § 2824 (Board duties and fiduciary responsibilities); and
  - NRDC's Code of Conduct and Conflict of Interest Policy, as incorporated by reference in the Administrative Services Agreement.
- Directors and Officers must:
  - Perform their duties honestly and in the best interest of the Land Bank and the public;
  - Disclose any actual or potential conflicts of interest prior to participating in deliberations or votes;
  - Refrain from using their position for personal gain or benefit; and
  - Comply with all disclosure, recusal, and reporting requirements.
- The Land Bank will maintain a Disclosure of Interest Form to be completed annually by all Board Members.



### 4. Personnel Policy

- The Land Bank does not currently employ personnel directly.

- All staffing, supervision, and human resources functions are managed through the Administrative Services Agreement with NRDC.
- NRDC's adopted Personnel Policy and Employee Handbook shall govern all staff assigned to Land Bank programs.
- Should the Land Bank hire direct employees in the future, a distinct Personnel Policy will be adopted by the Board.

#### 5. Investment Policy

- The Land Bank currently maintains no investments beyond its operating bank accounts.
- An Investment Policy will be developed and adopted prior to any future investment of reserve or grant funds in compliance with Public Authorities Law § 2925 and General Municipal Law § 11.



#### 6. Travel Policy

- The Land Bank does not maintain a separate travel policy at this time.
- All travel expenses incurred by NRDC staff performing Land Bank work are:
  - Paid by NRDC in accordance with its Travel and Reimbursement Policy;
  - Reimbursed to NRDC by the Land Bank upon submission of appropriate documentation, approvals, and grant compliance verification.
- The Land Bank reserves the right to adopt its own Travel Policy should it begin to employ personnel directly.

#### 7. Defense and Indemnification

- Pursuant to the Land Bank's Certificate of Incorporation and the Administrative Services Agreement, the Land Bank shall defend and indemnify its Officers, Directors, and agents to

the fullest extent permitted by law, including reasonable attorney's fees and costs, for actions taken in good faith within the scope of their official duties.

- NRDC staff performing services on behalf of the Land Bank shall likewise be covered under NRDC's insurance and indemnification provisions as specified in the Agreement.

## 8. Oversight and Review

- This Policy Framework shall be reviewed annually by the Board of Directors.
- Any additions, amendments, or adoption of new policies (e.g., Investment or Travel Policies) shall be approved by Board resolution and posted to the Land Bank's public website and the Authorities Budget Office (ABO) portal.

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Adopted at the 2024 Annual Meeting by Unanimous Vote of the Board of Directors  
Effective Period: 2024–2027

