

**RESOLUTION NO. 20-002**

**A RESOLUTION OF THE ARBORS OF ROCKWOOD  
COMMUNITY IMPROVEMENT DISTRICT TO ESTABLISH A  
PROCEDURE TO DISCLOSE POTENTIAL CONFLICTS OF  
INTEREST AND SUBSTANTIAL INTERESTS FOR CERTAIN  
DISTRICT OFFICIALS AND OFFICERS; AND AUTHORIZING  
CERTAIN ACTIONS IN CONNECTION THEREWITH**

**WHEREAS**, The Arbors of Rockwood Community Improvement District (the “**District**”) is a political subdivision of the State of Missouri and reasonably anticipates that in one or more fiscal years its annual operating budget may be in excess of one million dollars; and

**WHEREAS**, the Board of Directors of the District desires to provide a procedure to disclose potential conflicts of interest and substantial interests for certain of its officials and officers in order to comply with the requirements of state law regarding such disclosure.

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE ARBORS OF ROCKWOOD COMMUNITY IMPROVEMENT DISTRICT, AS FOLLOWS:**

**Section 1. Declaration of Policy.** The proper operation of a political subdivision requires that public officials and employees be independent, impartial and responsible to the people; that government decisions and policy be made in the proper channels of the governmental structure; that public officials and employees not use public office for personal gain; and that the public have confidence in the integrity of its government. In recognition of these goals, there is hereby established a procedure for disclosure by certain officials and employees of private financial or other interests in matters affecting the District.

**Section 2. Conflicts of Interests.** The Chair or any member of the District’s Board of Directors, who has a substantial personal or private interest, as defined by state law, in any resolution shall disclose on the records of the District’s Board of Directors the nature of his or her interest and shall abstain from voting on any matters relating to this interest.

**Section 3. Disclosure Reports.** Each person designated as a signatory on the “CID Special Assessment Account – The Arbors of Rockwood Community Improvement District”, maintained by Enterprise Bank & Trust, shall disclose the following information by May 1 if any such transactions were engaged in during the previous calendar year:

a. For such person, and all persons within the first degree of consanguinity or affinity of such person, the date and the identities of the parties to each transaction with a total value in excess of \$500, if any, that such person had with the political subdivision, other than compensation received as an employee or payment of any tax, fee or penalty due to the political subdivision, and other than transfers for no consideration to the political subdivision; and

b. The date and the identities of the parties to each transaction known to the person with a total value in excess of \$500, if any, that any business entity in which such person had a substantial interest, had with the political subdivision, other than payment of any tax, fee or penalty due to the political subdivision or transactions involving payment for providing utility service to the political subdivision, and other than transfers for no consideration to the political subdivision; and

c. The Executive Director shall disclose by May 1 for the previous calendar year the following information:

1) The name and address of each of the employers of such person from whom income of \$1,000 or more was received during the year covered by the statement; and

2) The name and address of each sole proprietorship that he or she owned; the name, address and the general nature of the business conducted of each general partnership and joint venture in which he or she was a partner or participant; the name and address of each partner or co-participant for each partnership or joint venture unless such names and addresses are filed by the partnership or joint venture with the secretary of state; the name, address and general nature of the business conducted of any closely held corporation or limited partnership in which the person owned ten percent or more of any class of the outstanding stock or limited partnership units; and the name of any publicly traded corporation or limited partnership that is listed on a regulated stock exchange or automated quotation system in which the person owned two percent or more of any class of outstanding stock, limited partnership units or other equity interests; and

3) The name and address of each corporation for which such person served in the capacity of a director, officer or receiver.

**Section 4. Filing of Reports.** The reports, in the form set forth on **Exhibit A**, attached hereto and incorporated herein by reference, shall be filed with the District's Secretary or Assistant Secretary and with the Missouri Ethics Commission. The reports shall be available for public inspection and copying during normal business hours.

**Section 5. When Filed.** The financial interest statements shall be filed at the following times, but no person is required to file more than one financial interest statement in any calendar year;

a. Each person appointed to office shall file the statement within 30 days of such appointment or employment; and

b. Every other person required to file a financial interest statement shall file the statement annually not later than May 1 and the statement shall cover the calendar year ending the immediately preceding December 31; provided, that any member of the Board of Directors may supplement the financial interest statement to report additional interests acquired after December 31 of the covered year until the date of filing of the financial interest statement.

**Section 6. Filing of Resolution.** The District's Secretary or Assistant Secretary shall send a certified copy of this ordinance to the Missouri Ethics Commission within ten days of its adoption.

**Section 7. District Officers to Execute Resolution.** The Chair or Vice Chair of the Board of Directors of the District is hereby authorized and directed to execute this Resolution for and on behalf of and as the act and deed of the District and the Secretary or Assistant Secretary of the District's Board of Directors is hereby authorized and directed to attest to this Resolution.

**Section 8. Further Authority.** All actions heretofore taken by the authorized officials, officers, representatives, agents and employees of the District in connection with the transactions contemplated by this Resolution are hereby confirmed and approved, and the District shall, and the officials, officers, representatives, agents and employees of the District are hereby authorized and directed to, take such further action, and execute and deliver such other documents and instruments as may be necessary or desirable to carry out and comply with the intent of this Resolution.

**Section 9. Severability.** The sections, paragraphs, sentences, clauses and phrases of this Resolution shall be severable. In the event that any such section, paragraph, sentence, clause or phrase of this Resolution is found by a court of competent jurisdiction to be invalid, the remaining portions of this Resolution are valid, unless the court finds the valid portions of this Resolution are so essential to and inseparably connected with and dependent upon the void portion that it cannot be presumed that the District has enacted the valid portions without the void ones, or unless the court finds that the valid portions, standing alone, are incomplete and are incapable of being executed in accordance with the legislative intent.

**Section 10. Governing Law.** This Resolution shall be governed exclusively by and construed in accordance with the applicable laws of the State of Missouri.

**Section 11. Effective Date.** This Resolution shall take effect and be in full force upon its passage by the District's Board of Directors.

*(The remainder of this page is intentionally left blank.)*

Passed this 24<sup>th</sup> day of June, 2020.

I, the undersigned, Chair of The Arbors of Rockwood Community Improvement District, hereby certify that the foregoing Resolution was duly adopted by the Board of Directors of the District at a meeting held, after proper notice, on June 24, 2020.



**THE ARBORS OF ROCKWOOD  
COMMUNITY IMPROVEMENT DISTRICT**

  
\_\_\_\_\_  
Chair, Board of Directors

WITNESS my hand and official seal this 24<sup>th</sup> day of June, 2020.

ATTEST:

  
\_\_\_\_\_  
Assistant Secretary, Board of Directors

**EXHIBIT A**

**FORM OF FINANCIAL DISCLOSURE STATEMENT FOR POLITICAL SUBDIVISIONS**

(Attached hereto.)



MISSOURI ETHICS COMMISSION  
**FINANCIAL DISCLOSURE STATEMENT  
 FOR POLITICAL SUBDIVISIONS**

1. TIME PERIOD COVERED BY THIS STATEMENT FROM _____ THROUGH _____	2. TYPE OF STATEMENT <input checked="" type="checkbox"/> NEW <input type="checkbox"/> AMENDED
---	---

3. NAME  ADDRESS	4. SPOUSE'S NAME
6. POLITICAL SUBDIVISION	5. DEPENDENT CHILDREN
	7. TITLE

(NOTE: The following information is required from each elected official, chief administrative officer, chief purchasing officer, full-time general counsel and officials or employees authorized by the governing body of the political subdivision to promulgate or vote on rules and regulations.)

8. List transactions you, your spouse, children or parents had with the political subdivision listed in item 6 (other than compensation received as an employee, for payment of taxes, fees or penalties, or transfers for no consideration) valued at more than \$500.

DATE	PARTIES TO THE TRANSACTION

9. List transactions which any business entity in which you, your spouse or children, hold a substantial interest (ownership of 10% of the business entity, or interest valued at \$10,000 or more, or from which a salary, gratuity or other compensation of \$5,000 or more is paid per calendar year) had with the political subdivision listed in item 6 valued at more than \$500. Do not include payment of taxes, fees or penalties due to the political subdivision or transactions involving payment for providing utility service to the political subdivision, or transfers for no consideration.

DATE	PARTIES TO THE TRANSACTION

**FILING INFORMATION**  
 This form is to be filed with the Missouri Ethics Commission and with the governing body of the political subdivision listed in item 6 above. The clerk of such governing body shall maintain such disclosure reports available for public inspection and copying during normal business hours.  
 If additional space is needed, attach additional pages.  
 Missouri Ethics Commission  
 P.O. Box 1370  
 Jefferson City, MO 65102

10. COMPLETE AND SIGN THIS SECTION

CHECK ONE:

I certify that I have disclosed all interests concerning the required financial information.

OR

I certify that I have disclosed all interests concerning the required financial information and further certify that my spouse has refused or failed to provide information concerning his or her financial interests and that I have no knowledge of such interests.

\_\_\_\_\_  
 FILER'S SIGNATURE