



DATE: September 9, 2026

**ISSUE SUMMARY: ARC Standards of Ethical Conduct and Conflict of Interest Policy —
Revised Policy, First Read**

FROM: Eric D. Johnson, Chief Legal and External Affairs Officer

The Office of Legal and External Affairs presents for the Board's first read a revised ARC Standards of Ethical Conduct and Conflict of Interest Policy. The revision restates ARC's ethical standards in ARC's improved policy format and is intended to follow best practice, be legally sound, appropriately tailored to ARC's structure, and practical. Some key themes:

Scope. One policy covering both the Board and employees, with different processes for each.

Disclosure. Required disclosure when an actual, potential, or apparent conflict arises, supported by an annual acknowledgment. Members' separate legal obligations are unchanged.

Regional decisions. A Commission Member's relationship to an appointing jurisdiction does not by itself create a prohibited conflict where decisions follow established, objective processes.

Gifts and sponsorships. Restrictions are retained, and apply to ARC service rather than to a Member's separate office.

Guidance and reporting. The policy encourages disclosure and transparency. Items emphasized include a confidential ethics inbox, an initial assessment of reported concerns, protection for good-faith reliance on written guidance, and anti-retaliation protections.

The draft reflects comments from the Ethics Sub-Committee, and review and comments by the Governance Committee on August 12, 2026. Training, FAQs, examples, and an annual acknowledgment will follow adoption.

ACTION REQUIRED:

First read. No action is requested at this meeting.

The Board is asked to receive the revised policy, to provide comment and direction, and to note that a resolution adopting the revised policy is scheduled for consideration at the Board's October 14, 2026 meeting (draft attached). Written comments may be submitted to the Eric Johnson, Chief Legal Officer at ejohnson@atlantaregional.org through September 18, 2026.



A RESOLUTION ADOPTING THE REVISED ATLANTA REGIONAL COMMISSION STANDARDS OF ETHICAL CONDUCT AND CONFLICT OF INTEREST POLICY

WHEREAS, the Atlanta Regional Commission (“ARC”) is a regional commission and a metropolitan area planning and development commission organized under Georgia law, and in that capacity administers state and federal funds and supports planning decisions affecting communities throughout the Atlanta region;

WHEREAS, the Board recognizes that public confidence in ARC depends upon the integrity, impartiality, and transparency of its Commission Members and employees, and upon decisions that are, and appear to be, impartial;

WHEREAS, ARC’s existing standards of ethical conduct and conflict of interest provisions predate ARC’s current policy format and various provisions required review and updating;

WHEREAS, ARC is required to maintain written standards of conduct covering conflicts of interest for those engaged in the selection, award, and administration of contracts supported by federal funds;

WHEREAS, the Ethics Sub-Committee reviewed a revised draft policy at its public meeting on July 13, 2026 and provided direction to staff, and the revised draft was informed by consultation with ARC leadership and outside counsel;

WHEREAS, the revised draft policy was presented to the Governance Committee on August 12, 2026, and a comment period followed during which comments were received from Commission Members and incorporated into the draft as appropriate;

WHEREAS, the revised policy was circulated to all Commission Members in advance of, and presented to the Board for a first read at, its meeting on September 9, 2026, with a further opportunity for comment thereafter;

WHEREAS, the Board finds that adoption of the revised policy will strengthen ARC’s standards of ethical conduct, provide clearer guidance to Commission Members and employees, and further ARC’s commitment to integrity and the public trust;

NOW, THEREFORE, BE IT RESOLVED by the Board of the Atlanta Regional Commission that the Standards of Ethical Conduct and Conflict of Interest Policy, in the form attached to this resolution and incorporated herein by reference, is hereby adopted, effective upon adoption, and supersedes and replaces ARC’s prior standards of ethical conduct and conflict of interest provisions.

BE IT FURTHER RESOLVED, that the policy shall be made available to all Commission Members and employees upon adoption and to new Commission Members and employees upon appointment or hire, shall be maintained in a readily accessible electronic location, and shall be acknowledged by each Commission Member and employee annually in a form determined by the Chief Legal Officer;

BE IT FURTHER RESOLVED, that the Executive Director, in consultation with the Chief Legal Officer, is authorized and directed to implement the policy, including through training materials, frequently asked questions, hypotheticals, and other implementation guidance, which may be issued and updated from time to time without further action of the Board;

BE IT FURTHER RESOLVED, that the Chief Legal Officer is authorized to ensure implementation and application of the policy to accommodate any specific federal, state or local legal, regulatory or grant requirement so long as any effort is consistent with the policy;

BE IT FURTHER RESOLVED, that the Ethics Sub-Committee shall review implementation of the policy following its first year and to report to the Governance Committee on any areas warranting clarification or improvement, including the rate of completion of annual acknowledgments;

BE IT FURTHER RESOLVED, that nothing in the policy or in this resolution limits any obligation applicable to a Commission Member or employee under applicable federal, state, or local law, ARC's bylaws, or any separate ethics code to which the individual is subject.

I do hereby certify that the foregoing resolution was adopted by the Atlanta Regional Commission on October 14, 2026.

Charissa White, Manager of Board Affairs & Legal Clerk