



STATE OF CONNECTICUT  
STATE ETHICS COMMISSION

ADVISORY OPINION NUMBER 85-1

State University Board of Trustees Contracting  
with a Trustee's Firm

A member of the Board of Trustees of the University of Connecticut who is appointed to the Board by the Governor is a part owner of a professional corporation engaged in the practice of a specialized field of medicine. The University enters into personal services agreements for various kinds of specialized medical services, and has asked the Trustee's corporation to provide the care in which the corporation specializes. The Board of Trustees must approve such personal services agreements. Subdivision 10a-104(a)(1), General Statutes. The Trustee would not participate in the vote on the approval of the contract between the University and his corporation.

Members of the Board of Trustees receive no compensation, but are reimbursed for their necessary expenses. They have authority to expend State funds and to exercise the power of the State. Sections 10a-104 et seq., General Statutes. Those appointed to the Board by the Governor are, therefore, public officials (subsection 1-79(j), General Statutes), subject to the Code of Ethics for Public Officials (Chapter 10, Part I, General Statutes).

If the Trustee takes action in accordance with section 1-86, General Statutes--which means avoiding any action, including voting, as a member of the Board of Trustees with regard to a contract with his professional corporation--he will escape violation of most of the Code provisions which are applicable to the situation. He will not take any action which will have a financial impact on him or his corporation. Subsection 1-84(a), 1-84(c), General Statutes. His judgment as a trustee should not be impaired should his corporation end up providing the services. Subsection 1-84(b), *id.* It will be easier for him to avoid using, even inadvertently, confidential information acquired as a member of the Board of Trustees. Subsections 1-84(b), 1-84(c), General Statutes.

The only other provision of the Code apparently applicable to the situation is subsection 1-84(i). Since the Trustee is a part owner of the medical services corporation, it is a "business with which he is associated". Subsection 1-79(a), *id.* With exceptions which are not pertinent here, no business with which a public official is associated may enter into a contract with the State, valued at \$100 or more, "unless the contract has been awarded through an open and public process, including prior public offer and subsequent public disclosure

of all proposals considered and the contract awarded". Subsection 1-84(i), id. In this case that means that all, or a significant number, of those capable and available to provide the specialized medical services needed must be permitted to compete for the contract. The proposals considered and the contract awarded must be open to the public. See Ethics Commission Advisory Opinion No. 84-7, 45 Conn. L.J. No. 44, p. 7D (May 1, 1984).

(The qualified exception to subsection 1-84(i) for those, like the Trustee, appointed to the Executive Branch of State government who receive no compensation except reimbursement of necessary expenses does not apply in this case. The Trustee "has authority or control over the subject matter of the contract". Subsection 1-84(i), id.)

By order of the Commission,

A handwritten signature in cursive script, appearing to read "R.W. MacGy", is written over a horizontal line.

Dated March 4, 1985