

Legal Corner

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Board Member Conflicts of Interest with the Superintendent

The School Ethics Commission (SEC) recently published several Advisory Opinions, some of which contain facts that create a conflict of interest under the School Ethics Act,¹ (The Act) for board members vis-à-vis the district superintendent. This article will focus on two such opinions.

In A16-25,² the SEC examined whether Board Member A's personal relationship and subsequent engagement to marry the District's Business Administrator/Board Secretary (BA) presented a conflict of interest that required Board Member A to recuse himself or herself from discussing and voting on all budgetary and BA personnel matters. Specifically, Board member A and the BA informed the Board that they were engaged. Subsequently, Board member A abstained from voting on all personnel matters involving the BA. The Board also requested an SEC Advisory Opinion to determine whether Board member A's conflict required him or her to refrain from voting on the annual budget and Superintendent personnel matters, and whether this analysis would change after the couple got married.

The SEC concluded that Board member A must recuse himself or herself from all discussions and votes on the annual budget, as well as from any discussions or votes on personnel matters involving the entire chain of command of the BA, including subordinates and those who supervise the BA, such as the Superintendent.³

The SEC reasoned that though a fiancé does not meet the definition of "immediate family," a fiancé does meet the definition of an "other" under *N.J.S.A. 18A:12-24(b)*. This section prohibits officials from using their position to secure unwarranted advantages. The board member/BA relationship creates a "justifiable impression" among the public that the board member's objectivity and independence of judgment could be compromised.⁴ The SEC also noted that once the couple married, the BA would be an immediate family member and the board member would need to recuse under *N.J.S.A. 18A:12-24(b)* or (c).⁵

Accordingly, the SEC advised that Board Member A should avoid any discussions and votes on budgetary matters and on BA personnel matters, because Board Member A's participation in any of these matters would violate the Act.⁶

Occasionally, outside employment of a board member and their immediate family members can create a conflict of interest for that board member and the district superintendent. In A15-25,⁷ the SEC considered whether Board Member A, who also serves as a municipal Department Director, must recuse himself/herself from Superintendent personnel matters because several of the Superintendent's subordinates and/or their immediate family members are on the City Council that Board Member A reports to as a municipal employee.

Board Member A was appointed as a City Director by the Mayor. Accordingly, Board Member A sought an advisory opinion regarding potential conflicts of interest. Board Member A explained to the SEC that the District's Director of Operations, the Assistant Superintendent's husband, and the Board Counsel's father are all on the City Council. While Board Member A advised that he or she already recuses himself or herself from all matters involving the listed employees, Board Member A also wanted to know whether s/he must recuse from all matters involving the Superintendent, because ultimately all District employees report to the Superintendent.

The SEC advised Board Member A that s/he must recuse from all discussions and votes related to the Superintendent's employment, including evaluations and contract negotiations, and must continue to recuse from all such matters involving the Director of Operations, Assistant Superintendent, and Counsel.⁸

The SEC reasoned that under the Act, school officials must avoid conduct that creates even the appearance of a conflict of interest to protect public confidence. Because the Superintendent supervises employees who (or whose families) are on the City Council, the body that advises the Mayor, and who is Board Member A's supervisor, a "reciprocal relationship" exists. If Board Member A were to vote on the Superintendent's employment matters, it could lead the public to conclude that Board Member A's objectivity is impaired or that Board Member A is using his/her position to secure advantages for themselves or others.⁹

Appropriate board governance requires school officials, including school administrators, to identify potential conflicts of interest to ensure board integrity. If a potential conflict of interest is recognized, it is best to consult the board attorney.

¹ N.J.S.A. 18A:12-21 et seq.

² A16-25 (September 23, 2025).

³ *Id.* at 2-3.

⁴ *Id.* at 2.

⁵ *Id.*

⁶ *Id.*

⁷ A15-25 (September 23, 2025).

⁸ *Id.* at 2.

⁹ *Id.*