**REGIONAL TECHNICAL FORUM**

**CONFLICTS OF INTEREST POLICY**

**I. BACKGROUND**

The Regional Technical Forum (RTF), an advisory committee to the Northwest Power and Conservation Council (Council), wishes to maintain the highest integrity in all its operations, in part, by being aware of and managing properly all conflicts of interest and appearances of a conflict.

This Policy applies to RTF Voting Members, RTF staff and RTF Operations Subcommittee members (“Covered Party” or “Covered Parties”) and is designed to help identify and manage conflicts to promote accountability and transparency in RTF operations.

This Policy supplements, but does not replace, any federal or state laws governing conflicts of interest applicable to Covered Parties.

**II. POLICY**

It is the policy of the RTF that Covered Parties shall not participate in any RTF Transaction in which they have a financial interest. It is also the policy of the RTF that Covered Parties should not participate in any RTF Transaction in which there is an appearance of a conflict of interest.

Imputed financial interests. The financial interest of the following will be imputed to a Covered Party as if it were their own: spouse; domestic partner; immediate family; member of household; an organization or entity for which a covered party serves as officer, director, trustee, general partner or holds an ownership interest in; a person or organization with whom a Covered Party is negotiating for or has an arrangement concerning prospective employment.

**A. DEFINITIONS**

1. “Staff” includes Council staff and RTF contract staff.
2. Having a “financial interest” in a RTF Transaction means a person, organization or entity stands to gain or lose money or business as a direct result of the RTF transaction, no matter the amount.
3. “RTF Transaction” is:
   1. An RTF vote with respect to any of any of the following:
      * Costs and savings of conservation measures
      * Performance of renewable resources
      * Technical recommendations on standardized protocols for verification and evaluation of energy savings
      * Savings calculation methodologies
      * Measure technical specifications
      * Adoption of a published report, database, work plan, scope of work, finding, research recommendation or request for proposals
   2. An RTF discussion or vote on a contract for performance of services for the RTF.
   3. An RTF discussion or vote on contractor qualifications or review of proposals.
4. “Appearance of a conflict of interest” occurs when a Covered Party has a relationship to an RTF Transaction such that a reasonable person, fully apprised of all the relevant circumstances, could call into question their impartiality with respect to the transaction.

**B. EXCLUSIONS**

A conflict of interest does not arise solely by virtue of an existing employment or other business relationship with an entity that funds the RTF.

Covered Parties may work for utilities, regulate utilities, or make recommendations to utilities. Their participation in the ordinary course of RTF business may have a financial impact on utilities they work for, regulate or make recommendations to. So long as any financial impacts of an RTF Transaction accrue to utilities generally and not to the Covered Party specifically or to any interest imputed to the Covered Party, the Covered Party’s participation in the RTF Transaction will not constitute a conflict of interest under this Policy.

* This exclusion does not apply to situations where the RTF discusses a specific contract or proposal to enter into a contract with a utility. In that situation, a Covered Party who is employed by that utility may have an actual conflict or an appearance of conflict of interest.

**C. EXAMPLES**

The following examples are not exhaustive, but illustrate the application of this Policy.

A conflict of interest occurs when a Covered Party:

* Is a party to a contract with the RTF; or
* Has a financial interest in an entity that has or seeks a business relationship with the RTF; or
* Will receive incentive pay or a bonus as a result of his/her participation in a particular RTF Transaction.
* Accepts any gift or entertainment with a value over $50 from an individual or entity involved in a Transaction with the RTF.

An appearance of conflict of interest occurs when a Covered Party:

* + Has an employment relationship with an entity that has or seeks a business relationship with the RTF

**III. PROCEDURE**

1. **DISCLOSURE REQUIRED**
2. A Covered Party must disclose to Voting Members present at the meeting, the material facts pertaining to a conflict of interest or an appearance of a conflict **prior** to any discussion related to the RTF Transaction.
3. If a Covered Party is unclear whether a particular situation gives rise to a conflict of interest or constitutes an appearance of conflict of interest, the Covered Party must disclose the material facts of the situation to the RTF Chair or the Chair’s designee. The Chair or designee shall determine whether a conflict of interest or appearance of conflict of interest exists. The Chair may delegate this decision to a vote of the Members not involved in the potential conflict but only if the Covered Party consents to the disclosure of the material facts. If the Covered Party does not agree to such disclosure, the Chair or the Chair’s designee shall determine whether an actual conflict or appearance of conflict of interest exists.

1. **EFFECTS OF DISCLOSURE**
2. The material facts disclosed about the conflict of interest or appearance of conflict of interest shall be recorded in the meeting minutes.
3. Covered Parties with a conflict of interest must not participate in the RTF Transaction. Covered Parties with an appearance of conflict of interest should not participate in the RTF Transaction.
4. A Covered Party with a conflict of interest or with an appearance of a conflict of interest shall not attempt to exert his or her personal influence regarding the RTF Transaction at any time.
5. A Covered Party’s non-participation in a vote due to a conflict of interest or an appearance of a conflict of interest shall be reflected in the minutes of the meeting as an abstention.

**IV. REVIEW OF POLICY AND DISCLOSURE FORMS**

1. The RTF shall review this Policy no less than every five years, or as necessary.
2. Covered Parties shall review this Policy and acknowledge in writing that he or she has done so, when appointed and each year thereafter.
3. Covered Parties shall complete a disclosure form when appointed and each year thereafter identifying (i) their employer and position along with the employer and position held by any spouse, domestic partner, immediate family members, and member of household; (ii) any existing employment or business relationship with an organization or entity doing work for the RTF; and (iii) any RTF Transaction in which the Covered Party, a spouse, a domestic partner, immediate family member or member of household is involved in that could constitute or lead to a conflict of interest or an appearance of a conflict of interest.
   * 1. Such disclosure shall be confidential, and shall be made available only to the Council’s legal division to review and to the RTF Chair, as necessary, to implement this Policy.
     2. The legal division will work with the Covered Party to resolve any actual conflicts of interest and any appearances of a conflict of interest.
     3. The confidential nature of the disclosure shall not limit the recording in meeting minutes, of material facts pertaining to a conflict of interest or appearance of a conflict of interest pursuant to this Policy if it is determined that a conflict of interest or appearance of a conflict of interest exists.
     4. Covered Parties have an ongoing obligation throughout their term of service to keep their disclosure form current.