

# **REGIONAL TECHNICAL FORUM**

## **CONFLICTS OF INTEREST POLICY**

### **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 Conflicts of Interest Policy (Policy) is designed to help RTF Board Members (Members) and staff identify situations that present conflicts or potential conflicts of interest and to provide the RTF with a procedure to manage conflicts to promote the goals of accountability and transparency in RTF operations. This Policy supplements, but does not replace, any federal, state, or municipal laws otherwise governing conflicts of interest applicable to Members and staff.

### **POLICY**

It is the policy of the RTF that no Member or staff shall participate in any RTF Transaction that may reasonably be expected to result in a financial benefit to the Member or staff or the immediate family of either or to an entity in which the Member or staff or the immediate family of either holds a 25 percent or greater interest. It is a further element of this Policy that Members and staff shall avoid an Appearance of a Conflict of Interest.

### **1. DEFINITIONS**

- a. A “Member” is a voting member appointed to the RTF by the Council.
- b. “Staff” are both RTF staff and Council staff when performing work for the RTF.
- c. “Immediate Family” includes a Member’s or staff’s spouse and dependent children.
- d. A “Financial Interest” is a financial interest with respect to a Transaction in which the RTF is involved or that affects the RTF.
- e. A “Transaction” is:
  - i. an RTF determination of:
    - costs and savings of conservation measures,
    - the performance of renewable resources,
    - technical recommendations on standardized protocols for verification and evaluation of energy savings,
    - savings calculation methodologies,

- measure technical specifications,
  - service provider qualifications, and/or
- ii. an RTF adoption of a published report, database, scope of work, finding, research recommendations or request for proposals, and/or
  - iii. an RTF negotiation and entering into any contract for performance of services or any other business relationship to which the RTF is a party.
- f. A “Conflict of Interest” occurs when a Member or staff has a Financial Interest in a Transaction that involves or otherwise affects the RTF.
  - g. An “Appearance of a Conflict of Interest” occurs when a Member or staff has a relationship to a Transaction in which the RTF is involved, or that otherwise affects the RTF, such that a reasonable person, fully apprised of all the relevant circumstances, could call into question the Member’s or staff’s impartiality with respect to the Transaction.

## **2. EXCLUSIONS**

- a. A Conflict of Interest does not occur when a Member or staff is simply an employee of an entity that funds the RTF.
- b. Some Members work for utilities, regulate utilities, or make recommendations to utilities. These Members’ decisions in the ordinary course of RTF business may have indirect financial impacts that affect all the utilities across the region. For example, such impacts routinely arise when the RTF makes recommendations that affect the claims of all utilities regarding energy savings or renewable resource production. These claims may, in turn, affect the financial performance of the utilities and their employees. So long as such impacts affect all employer entities alike, such impacts do not give rise to a Conflict or Appearance of a Conflict under this policy.

## **3. EXAMPLES**

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

- a. A Conflict of Interest occurs when a Member or staff:
  - is a party to a contract with the RTF; and/or
  - has a Financial Interest in an entity that is engaging in a Transaction with the RTF.
- b. A Conflict of Interest occurs when a Member or staff accepts any gift or entertainment with a value over \$50 from an individual or entity involved in a Transaction with the RTF.

## **4. PROCEDURES**

- a. Prior to RTF action on a Transaction, a Member or staff having a Conflict of Interest shall disclose all material facts pertaining to the Conflict of Interest. These

facts shall be recorded in the minutes of the meeting.

- b. A Member or staff who has a Conflict of Interest shall not participate in or hear the RTF discussion of the Transaction. The Member or staff shall not attempt to exert his or her personal influence regarding the Transaction at any time.
- c. A Member who has a Conflict of Interest shall not be counted for purposes of determining a quorum with respect to a vote regarding the Transaction, and shall not vote on the Transaction or be present when the vote is taken. Such person's ineligibility to vote shall be reflected in the minutes of the meeting.
- d. If it is unclear whether a Conflict of Interest exists, the Member or staff shall disclose all material facts pertaining to the potential Conflict of Interest to the RTF Chair or the Chair's designee. The Chair shall have the sole authority to determine whether a Conflict of Interest exists, or may delegate this decision to a vote of the Members not involved in the potential Conflict of Interest.
- e. Because it will not always be clear whether a Conflict of Interest exists, any situation that creates the Appearance of a Conflict of Interest should be disclosed pursuant to the procedures outlined in this section.
- f. A Member or staff shall disclose any situation under which he or she may be entitled to incentive pay as a result of RTF-recommended programs or policies.

## 5. REVIEW

- a. Each Member and all staff shall review this Policy and acknowledge in writing that he or she has done so, both when appointed and annually.
- b. The RTF shall review this Policy annually.
- c. Each Member and all staff shall complete a disclosure form annually, identifying any position he or she holds or that a member of his or her Immediate Family holds, or any Transaction in which he or she, or a member of his or her Immediate Family is involved, that could constitute or lead to a Conflict of Interest. Such disclosure shall be confidential, and shall be made available only to the Council's General Counsel for his or her review and to the RTF Chair as necessary to implement this Policy. The General Counsel will work with the relevant Member and staff to resolve any actual Conflicts of Interest and any Appearances of a Conflict of Interest. This confidentiality provision shall not limit the recording in meeting minutes, pursuant to Section 3a, above, of material facts pertaining to an actual Conflict of Interest.



By: \_\_\_\_\_

Tom Eckman, Chair

May 4, 2010

**REGIONAL TECHNICAL FORUM: DISCLOSURE FORM**

Name: \_\_\_\_\_

Position with the RTF: \_\_\_\_\_

I certify that I have reviewed and agree to abide by the RTF Conflicts of Interest Policy, and understand the defined terms used in this disclosure form.

Please describe below any position you hold, paid or unpaid, or that one of your Immediate Family members holds, that could constitute or lead to a Conflict of Interest:

- 1. \_\_\_\_\_
- 2. \_\_\_\_\_
- 3. \_\_\_\_\_

Please describe below any Transactions in which you or one of your Immediate Family members has a Financial Interest that could constitute or lead to a Conflict of Interest:

- 1. \_\_\_\_\_
- 2. \_\_\_\_\_
- 3. \_\_\_\_\_

Please identify fellow Members or staff with whom you have a family or business relationship:

Family relationship(s): \_\_\_\_\_

Business relationship(s): \_\_\_\_\_

I certify that the above information is true and complete to the best of my knowledge.

Signature: \_\_\_\_\_

Date: \_\_\_\_\_