The Great Plains Institute for Sustainable Development, Inc.
Financial and Organizational Conflict of Interest (COI)
Policy and Management Plan

For the Department of Energy (DOE)-funded
Cooperative Agreement No. DE-EE0011076 under
International City/County Management Association (ICMA)
WindWise: Reducing Distributed Wind Soft Costs Through Designation
***and Technical Assistance* Award**

I. Introduction

The Great Plains Institute for Sustainable Development, Inc. (GPI), is providing this Financial and Organizational Conflict of Interest (FCOI) Policy and Management Plan to implement the Department of Energy (DOE) Interim Conflict of Interest Policy for Financial Assistance ("DOE Interim COI Policy") establishing standards that provide a reasonable expectation that the design, conduct, and reporting of projects wholly or in part funded under Department of Energy (DOE) financial assistance awards (e.g., a grant, cooperative agreement, or technology investment agreement) will be free from bias resulting from financial conflicts of interest or organizational conflicts of interest.

1. Responsibilities

This policy applies to all GPI employees regardless of department, job, or role when GPI is applying for or receives a DOE financial assistance award, as well as being a Subrecipients under such awards. Only Investigators, as that term is defined in this policy, are subject to requirements to disclose Significant Financial Interests (SFI). GPI designates the Chief Financial Officer as its Designated Company Official to solicit and review SFI disclosures from each Investigator who is planning to participate in, or is participating in, the Project funded under a DOE award, including disclosures of Subrecipient Investigators.

2. References

DOE Interim Conflict of Interest Policy for Financial Assistance, dated December 20, 2021
2 CFR part 910, Department of Energy (DOE) Financial Assistance Regulations
2 CFR part 200, e.g., 200.112, 200.318

3. Definitions

Award, financial assistance award or Federal award - means the same as the definition provided in 2 CFR 200.1 for Federal awards.

Contracting Activity- means an organizational element that has the authority to award and administer contracting and financial assistance instruments.

Disclosure of significant financial interests(SFI) means an individual's disclosure of significant financial interests to a non-Federal entity.

DOE- means the U.S. Department of Energy, the National Nuclear Security Administration (NNSA), and any components of the DOE to which the authority involved may be delegated.

DOE program office- means the organizational unit of DOE, led by an officer of the Department who has been appointed by the President by and with the advice and consent of the Senate, that funds and/or manages the awards subject to this Policy. For purposes of this Policy, the term DOE program office includes the organization responsible for executing program management functions; the cognizant contracting activity; and the field elements in safety and health, administrative, management, and technical areas.

Financial Conflict of Interest (FCOI) means a situation in which an Investigator or the Investigator's spouse, registered domestic partner or dependent children has a significant financial interest or financial relationship that could directly and significantly affect the design, conduct, reporting, or funding of a Project.

FCOI report- means a non-Federal entity's report of a financial conflict of interest to the DOE program office.

Financial interest - means anything of monetary value, whether or not the value is readily ascertainable.

Institution of Higher Education- means the same as the definition provided at 20 U.S.C. § 1001(a).

Investigator - the Principal Investigator (PI) and any other person, regardless of title or position, who is responsible for the purpose, design, conduct, or reporting of a Project funded by DOE or proposed for funding by DOE. DOE program offices have the discretion to expand the definition to also include any person who participates in the purpose, design, conduct, or reporting of a Project funded by DOE or proposed for funding by DOE. Such expansion will be specified in the applicable funding opportunity announcement and/or terms and conditions of the financial assistance award.

Investigator's non-Federal entity responsibilities- means an Investigator's professional responsibilities on behalf of the non-Federal entity, and as defined by the non-Federal entity in its policy on financial conflicts of interest, which may include: activities such as research, research consultation, teaching, professional practice, institutional committee memberships, and service on panels such as Institutional Review Boards or Data and Safety Monitoring Boards.

Manage- means taking action to address a financial conflict of interest, which can include mitigating or eliminating the conflict of interest, to ensure, to the extent possible, that the purpose, design, conduct, and reporting of a project will be free from bias.

Non-Federal entity- means a State, local government, Indian tribe, Institution of Higher Education, nonprofit organization, or for-profit organization that carries out a DOE award as a recipient or subrecipient.

Non-Federal entity's designated official - means the individual designated by the non-Federal entity with the authority and responsibility to act on behalf of the non-Federal entity to ensure compliance with the DOE Interim COI Policy.

Organizational conflict of interest- means a situation where because of relationships with a parent company, affiliate, or subsidiary organization, the non-Federal entity is unable or appears to be unable to be impartial in conducting a procurement action involving a related organization. 2 CFR 200.318(c)(2).

Potential conflict of interest- exists when an impartial observer reasonably believes that actual or apparent past, present, or currently planned interests could constitute a conflict of interest with a project funded under a DOE award.

Principal Investigator (PI) - a principal investigator of a Project funded under a DOE financial assistance award.

Project – means the interdependent activities funded wholly or in part under the DOE financial assistance award. A project has a defined start and end point with objectives described in an application or in an approved scope that, when attained, signify completion and achievement of a specific goal, and creation of a unique product, service, or result. For awards that include recipient cost share as part of the approved budget, activities funded with that recipient cost share are included.

Recipient- means an entity, usually but not limited to non-Federal entities, that receives a Federal award directly from a Federal awarding agency. The term recipient does not include subrecipients or individuals that are beneficiaries of the award.

Senior/key personnel- means the PI; any other person who significantly influences the design, conduct, or reporting of a project funded under a DOE award; and any other person identified as senior/key personnel by the non-Federal entity in the application for financial assistance, approved budget, progress report, or any other report submitted to the DOE by the non-Federal entity under this Policy.

Significant Financial Interest (SFI) –

(1) a financial interest consisting of one or more of the following interests of the Investigator (and those of the Investigator's spouse and dependent children) that reasonably appears to be related to the Investigator's non-Federal entity responsibilities:

i) With regard to any foreign or domestic publicly traded entity, a significant financial interest exists if the value of any remuneration received from the entity in the twelve months preceding the disclosure and the value of any equity interest in the entity as of the date of disclosure, when aggregated, exceeds $5,000. For purposes of this definition, remuneration includes salary and any payment for services not otherwise identified as salary (e.g., consulting fees, honoraria, paid authorship); equity interest includes any stock, stock option, or other ownership interest, as determined through reference to public prices or other reasonable measures of fair market value;

(ii) With regard to any foreign or domestic non-publicly traded entity, a significant financial interest exists if the value of any remuneration, not otherwise disclosed as current, pending, or other support, received from the entity in the twelve months preceding the disclosure, when aggregated, exceeds $5,000, or when the Investigator (or the Investigator's spouse or dependent children) holds any equity interest (e.g., stock, stock option, or other ownership interest);

(iii) Intellectual property rights and interests (e.g., patents, copyrights), upon receipt of income related to such rights and interests.

(2) Investigators also must disclose the occurrence of any reimbursed or sponsored travel (i.e., that which is paid on behalf of the Investigator and not reimbursed to the Investigator so that the exact monetary value may not be readily available) related to their institutional responsibilities that is not otherwise disclosed in current and pending or other support disclosures, provided that this disclosure requirement does not apply to travel that is reimbursed or sponsored by a Federal, state, or local government agency of the United States; a domestic Institution of Higher Education; or a domestic research institute that is affiliated with a domestic Institution of Higher Education.

(3) The term significant financial interest does not include the following types of financial interests: salary, royalties, or other remuneration paid by the Company or Subrecipient of the DOE award to the Investigator if the Investigator is currently employed or otherwise appointed by the Company or Subrecipient, including

intellectual property rights assigned to the Company or Subrecipient and agreements to share in royalties related to such rights; any ownership interest in the Company or Subrecipient held by the Investigator, if the Company or Subrecipient is a commercial or for-profit organization; income from investment vehicles, such as mutual funds and retirement accounts, as long as the Investigator does not directly control the investment decisions made in these vehicles; income from seminars, lectures, or teaching engagements sponsored by a Federal, state, or local government agency of the United States, a domestic Institution of Higher Education, or a domestic research institute that is affiliated with a domestic Institution of Higher Education; or income from service on advisory committees or review panels for a Federal, state, or local government agency of the United States, a domestic Institution of Higher Education, or a domestic research institute that is affiliated with a domestic Institution of Higher Education.

Subrecipient - an entity that receives a subaward from a pass-through entity to carry out part of a Federal award but does not include an individual that is a beneficiary of such award. A Subrecipient may also be a recipient of other Federal awards directly from a Federal awarding agency.

II. GPI Acknowledgment

GPI acknowledges that under the interim COI policy, each non-Federal entity must have an up-to-date, written, and enforced administrative process to identify and manage conflicts of interest with respect to all projects for which financial assistance funding is sought or received from DOE. At a minimum, the non-Federal entity's policy must address financial and organizational conflicts of interest.

GPI acknowledges that the interim COI policy is applicable to each non-Federal entity that applies for or that receives a DOE financial assistance award. Through the implementation of the interim COI policy by the non-Federal entity, the interim COI policy is also applicable to each investigator who is planning to participate in or is participating in a project funded under a DOE financial assistance award. GPI acknowledges that the non-Federal entity must require all investigators to disclose significant financial interests. The non-Federal entity's designated official must review and manage any financial conflicts of interest and provide reports to DOE as required in the interim COI policy. Investigators on a project funded by a DOE award are required to update the disclosures at least annually, in accordance with the specific time period prescribed by the non-Federal entity, during the period of the award and also within thirty days of discovering or acquiring (e.g., through purchase, marriage, or inheritance) a new significant financial interest.

GPI acknowledges that the interim COI policy requires the non-Federal entity to provide DOE with ongoing financial conflict of interest (FCOI) reports, which identify any unmanaged or unmanageable financial conflicts of interest. DOE has discretion to require that the FCOI report also includes managed financial conflicts of interest, and the requirement to do so will be specified in the applicable Funding Opportunity Announcement and/or terms and conditions of the financial assistance award. In addition to the standard FCOI report, DOE may require a non-Federal entity to routinely submit all or some investigator disclosures of significant financial interests.

GPI acknowledges that in addition to the FCOI requirements, non-Federal entities must also address organizational conflicts of interest in accordance with the interim COI policy. Further, the recipient non-Federal entity must flow down the requirements of the interim COI policy to any subrecipient non-Federal entities.

GPI acknowledges that the Non-Federal entities and individuals receiving DOE financial assistance awards will have one hundred and eighty (180) days from the effective date of the Financial Assistance Letter (FAL) to come into full compliance with this interim COI policy, with extensions of time available from the DOE program office through the cognizant Contracting Activity.

III. Financial and Organizational Conflict of Interest (COI) Policy and Management Plan

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POLICY

In alignment with Code of Federal Regulations (CFR) and Department of Energy (DOE) policy, The Great Plains Institute for Sustainable Development, Inc., referred to as 'the Recipient' or 'GPI', has established a Policy and related Management Plan to ensure that decisions related to the awarded funds remain free of undisclosed financial and organizational conflicts of interest.

GPI will disclose to DOE any identified actual or potential organizational conflicts of interest involving its parent, subsidiary, or affiliate organizations. In addition, GPI maintains and enforces a financial conflict of interest policy in compliance with the DOE Interim Financial Conflict of Interest Policy. This policy is available via a publicly accessible website at www.betterenergy.org. GPI will make information available, upon request, to DOE relating to any Investigator disclosure of FCOI and GPI's review of, and response to, such disclosures, whether or not the disclosure resulted in the GPI's determination of an FCOI.

MANAGEMENT PLAN

1. Investigator Training

GPI requires each Investigator to complete training prior to engaging in Projects relating to any DOE financial assistance award and at least every four (4) years, and immediately when any of the following circumstances apply:

1. Updates to this policy that affect the requirements of Investigators;
2. An Investigator is new to the Project; or
3. When GPI finds that an Investigator is not in compliance with this policy or a related FCOI Management Plan.

2. Complete and Review SFI Disclosures

The GPI Designated Official will:

- Identify employees who are participating or planning to participate in the DOE award.
- Identify those employees who qualify as an Investigator.
- Inform each Investigator of the Company's FCOI Policy and the DOE Interim COI Policy.
- Request that each Investigator completes, signs, and dates the SFI Disclosure form.

The Investigator(s) will:

- Review this policy and related forms.
- Complete the SFI Disclosure form.
- Return the completed, signed, and dated SFI Disclosure form to the GPI Designated Official.

The GPI Designated Official will:

- Review completed forms and determine if an FCOI exists.
- Request further information regarding the disclosed circumstances, including travel, if needed to determine whether the travel constitutes an FCOI.
- If an FCOI exists, prepare an FCOI Management Plan.

3. Updated SFI Disclosures

The Investigator(s) will:

- Update the SFI Disclosure form annually, during the period of the award.
- Include any information that was not disclosed initially and any updated information regarding previously disclosed SFI (e.g., updated value of a previously disclosed equity interest).
- Submit an updated SFI Disclosure form within 30 days of discovering or acquiring (e.g., through purchase, marriage, or inheritance) a new SFI.
- Sign and date each SFI Disclosure form.

The GPI Designated Official will:

- Review each updated SFI Disclosure form within 60 days of receiving the SFI Disclosure form to determine if an FCOI exists.
- If an FCOI exists, prepare an FCOI Management Plan pursuant to section 4.

Noncompliance with the disclosure requirements, or willful misrepresentation in such disclosures, may subject an Investigator to disciplinary action up to and including termination of employment. In addition, Investigators shall be aware that any false, fictitious, or fraudulent information, or the omission of any material fact, on a disclosure, report, or other record required under the DOE Interim COI Policy may be subject to criminal, civil, or administrative penalties for fraud, false statements, false claims or otherwise. (U.S. Code Title 18, Sections 287 and 1001; and Title 31, 3729-3730 and 3801-3812).

4. Subrecipient Conflict Of Interest (COI)

GPI will take reasonable steps to ensure that each Subrecipient complies with this policy by:
(1) Incorporating, as part of the Subaward to the Subrecipient, the DOE Special Terms and Conditions which include both the Financial and Organizational Conflict of Interest from Prime Award.

a. If the Subrecipient's Investigators must comply with their own policy, the Subrecipient must certify as part of the agreement referenced above that their policy complies with this DOE Interim COI Policy and the Subrecipient will make such policy available via a publicly accessible website. If the Subrecipient does not have any current presence on a publicly accessible website (and only in those cases), the Subrecipient shall make its written policy available to any requestor within 5 business days of a request.

b. If the Subrecipient's Investigators must comply with their own policy, the agreement referenced above will specify time period(s) for the Subrecipient to report all identified FCOI to GPI as Prime Recipient. Such time period(s) will be sufficient to enable GPI, the Prime Recipient, to provide timely FCOI reports, as necessary, to DOE.

c. If the Subrecipient's Investigators must comply with GPI's FCOI policy, the agreement referenced above will specify time period(s) for the Subrecipient to submit all Investigator disclosures of SFI to GPI, the Prime Recipient. Such time period(s) will be sufficient to enable GPI, the Prime Recipient, to comply with its review, management, and reporting obligations under this DOE Interim COI Policy.

(2) Providing FCOI reports to the DOE program office regarding all FCOI of all Subrecipient Investigators consistent with this policy.

5. Address Financial Conflict of Interest (FCOI)

An Investigator's Significant Financial Interest (SFI) is related to a Project funded under a DOE award when the GPI Designated Official reasonably determines that the SFI could be affected by the Project, could affect the Project, is in an entity whose financial interest could affect the Project, or is in an entity whose financial interest could be affected by the Project. GPI may involve the Investigator in the GPI Designated Official's

determination of whether the SFI is related to the Project funded under the DOE award. A FCOI exists when the GPI Designated Official reasonably determines that the SFI could directly and significantly affect the purpose, design, conduct, or reporting of the Project funded under a DOE award.

In the event the GPI Designated Official determines that the SFI constitutes an FCOI, the GPI Designated Official will:

- Specify the actions that will be taken to manage the FCOI.
- Provide initial and ongoing FCOI reports to the DOE program office regarding any Investigator's unmanaged or unmanageable SFI prior to GPI's expenditure of any Project funds.
- If required by language in a Funding Opportunity Announcement or terms and conditions of award, provide an FCOI report that lists an Investigator's SFI found to be conflicting and addressed by an FCOI Management Plan in accordance with this policy.
- Monitor Investigator compliance with the FCOI Management Plan on an ongoing basis until the completion of the DOE award.

A nonexclusive list of conditions or restrictions, one or more of which might be imposed to manage an FCOI includes:

a. Public disclosure of the FCOI (e.g., when presenting or publishing the Project);
b. For Projects involving human subjects, disclosure of the FCOI directly to participants;
c. Appointment of an independent monitor or oversight committee capable of taking measures to protect the purpose, design, conduct, and reporting of the Project against bias resulting from the FCOI;
d. Modification of the Project plan;
e. Change of personnel or personnel responsibilities, or disqualification of personnel from participation in all or a portion of the Project;
f. Reduction or elimination of the financial interest (e.g., sale of an equity interest); or
g. Severance of relationship(s) that creates an FCOI.

If GPI identifies an SFI that was not disclosed timely by an Investigator or, for whatever reason, was not previously reviewed by the GPI Designated Official during an ongoing Project (e.g., was not timely reviewed or reported by a Subrecipient), the GPI Designated Official will, within 60 days of identifying the SFI:

- Review the SFI to determine whether it is related to the Project funded under a DOE award.
- Determine whether an FCOI exists; and, if so:

  a. Implement, on at least an interim basis, a management plan that will specify the actions that will be taken to manage FCOI going forward.
  b. Within 120 days of noncompliance, complete a retrospective review of the Investigator's activities and the DOE Project to determine whether any Project activity, or portion thereof, conducted during the time period of the noncompliance, was biased in the purpose, design, conduct, or reporting of such Project.
  c. Document the retrospective review and include:
    - DOE award number;
    - Project title;
    - PI or contact PI if a multiple PI model is used;
    - Name of the Investigator with the FCOI;
    - Name of the entity with which the Investigator has the FCOI;
    - Reason(s) for the retrospective review;
    - Detailed methodology used for the retrospective review (e.g., methodology of the review process, composition of the review panel, documents reviewed);
    - Findings of the review; and - Conclusions of the review.
- Provide reports to the DOE program office as required.

6. Recordkeeping

The GPI Designated Official will maintain records relating to all Subrecipient and Investigator disclosures of financial and organizational conflicts of interest and the review of and response to such disclosures (whether or not a disclosure resulted in the determination of a COI and/or FCOI) and all actions under GPI's policy or retrospective reviews, if applicable, for the time period specified in 2 CFR 200.334 or, where applicable, from other dates specified in the individual award terms and conditions.