

ORGANIZATIONAL CONFLICTS OF INTEREST DISCLOSURE OR REPRESENTATION (3-95)

(a) It is DOE policy to avoid situations which place an offeror in a position where its judgment may be biased due to any past, present, or currently planned interest, financial or otherwise, that the offeror may have which relates to the work to be performed pursuant to this solicitation or where the offeror's performance of such work may provide it with an unfair competitive advantage. (As used herein, "offeror" means the proposer or any of its affiliates or proposed consultants or subcontractors of any tier.) Therefore:

(1) As required by Section 401 of Pub. L. No. 95-39 [42 U.S.C. 5918(a)] and Section 10 of Pub. L. No. 95-70 [15 U.S.C. 789(a)], the offeror shall provide a statement that describes in a concise manner all relevant facts concerning any past, present, or currently planned interest (financial, contractual, organizational, or otherwise) relating to the work described in the statement of work of this solicitation. The offeror may also provide relevant facts that show how its organizational structure and/or management systems limit its knowledge of affiliates or other divisions or sections of the proposing entity and how that structure or system would avoid or mitigate such an organizational conflict.

(2) The proposing entity shall assure that any consultants and subcontractors identified in its proposal, which will perform services similar to those to be performed by the proposer (i.e., evaluation services or activities, or technical consulting and management support services), submit the same information as required by paragraph (a)(1) of this clause, either as part of the proposing entity's proposal or directly to the Company prior to the time and date set for receipt of proposals, with identification of the solicitation and the offeror's proposal to which it relates.

(3) The proposing entity shall also assure that each of the chief officers or directors, if any, who will be directly involved in the actual performance of the subcontract, submit such information.

(4) The proposing entity shall promptly provide to the Company information concerning any changes, including additions, in its relevant facts reported under paragraph (a)(1) of this clause, that occur between the submission of its proposal and the award of the subcontract or the time that the proposer is notified that it is no longer under consideration for award.

(b) In the absence of any relevant interests referred to above, the offeror, or others specified above, shall submit a statement certifying that to its best knowledge and belief no relevant facts exist which relate to the work to be performed.

(c) If the proposing entity has submitted a Securities and Exchange Commission Form 10k to that agency, it shall include a copy of the form and a list of all attachments as part of its business management proposal (or cost proposal if no business management proposal is required).

(d) The Company or DOE will review the statement submitted and may require the submission of additional relevant information. All such information, and any other

relevant information known to the Company or DOE, will be used to determine whether an award to the offeror may create an organizational conflict of interest with respect to the offeror's (1) being able to render impartial, technically sound, and objective assistance or advice or (2) being given an unfair competitive advantage. If such a conflict of interest is found to exist, the Company or DOE, at their sole discretion, may (1) impose appropriate conditions that avoid such conflict, (2) disqualify the offeror, or (3) determine that it is otherwise in the best interests of the United States for the Company to subcontract with the offeror in face of an organizational conflict after including appropriate conditions mitigating such conflict.

(e) The refusal to provide the disclosure or representation and any additional information as required shall result in disqualification of the offeror for award. The nondisclosure or misrepresentation of any relevant interest may also result in the disqualification of the offeror for award; or if such nondisclosure or misrepresentation is discovered after award, the resulting subcontract may be terminated for default. The offeror may also be disqualified from subsequent related DOE contracts or Company subcontracts and be subject to such other remedial action as may be permitted or provided by law or in the resulting subcontract. The attention of the offeror in complying with this provision is directed to 18 USC 1001.

(f) Depending on the nature of the subcontract activities, the offeror may, because of possible organizational conflicts of interest, propose to exclude specific kinds of work from the statement of work contained in a solicitation for a negotiated procurement, unless the solicitation specifically prohibits such exclusion. Any such proposed exclusion by an offeror shall be considered by the Company or DOE in the evaluation of proposals; and if the proposed excluded work is considered to be an essential or integral part of the required work, the proposal may be rejected as unacceptable.

(g) No award shall be made until the disclosure or representation has been evaluated by the Company or DOE. Failure to provide the disclosure or representation will be deemed to be a minor informality, and the offeror shall be required to promptly correct the omission.