

MID ATLANTIC CLEAN HYDROGEN HUB, INC.

Conflicts of Interest Policy for Federal Grants

Article I Purpose

The purpose of this conflicts of interest policy (this “**Policy**”) is to ensure that the Mid Atlantic Clean Hydrogen Hub, Inc. (the “**Corporation**” or “**MACH2**”) is compliant with federal law governing personal and organizational conflicts of interest in the distribution of federal dollars. Premised on the Department of Energy Interim Conflict of Interest Policy (December 2021), this Policy is intended to supplement but not replace any applicable state and Federal laws governing conflicts of interest, individual and organizational, applicable to nonprofit and charitable organizations. This Policy shall apply to all of the Corporation’s Sub-recipients and Investigators and is available publicly at www.mach.com.

Article II Definitions

As used in this Policy, the following capitalized terms shall have the respective meanings set forth in this Article II:

1. **Award Allocation Committee** means the committee created by the Board of Directors of the Corporation to exercise the powers of the Board of Directors under this Policy concerning the oversight and allocation of a DOE Award or other Federal funds to Sub-recipients of the Corporation.
2. **Conflict Review Committee** means the committee created by the Board of Directors of the Corporation to exercise the powers of the Board of Directors under this Policy (including with respect to any particular matter hereunder). “Investigator” describes the persons to whom this Policy applies, while the “Conflict Review Committee” describes the persons responsible for reviewing, managing, and resolving potential conflicts of interest.
3. **Department of Energy** or “**DOE**” means the United States Department of Energy.
4. **DOE Award** means any Federal funding, grant or otherwise, awarded to the Corporation by the Department of Energy.
5. **Financial Conflict of Interest** or “**FCOI**” means a situation in which an Investigator or the Investigator’s spouse or dependent children has a Significant Financial Interest or financial relationship that could directly and significantly affect the design, conduct, reporting or funding of the Project.
6. **Investigator** means any 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. Investigators include, but are not limited to, Directors, Officers, and members of any committees of the Corporation. Subcontractors also have Investigators.

7. **Manage** means taking action to address a conflict of interest, whether FCOI, OCI, or otherwise, 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.

8. **Organizational Conflict of Interest** or “**OCI**” means a situation where, because of relationships with a parent company, affiliate company, subsidiary organization, an Investigator is unable or appears to be unable to render unbiased judgment on behalf of the Corporation, especially where such relationships create an unfair competitive advantage for any firm bidding on a procurement or other funding opportunity.

This Policy covers the following categories of OCIs:

(i) *Unequal Access to Information*: An offeror obtains, or is privy to, information that is not publicly available, which results in an unfair competitive advantage.

(ii) *Impaired Objectivity*: An Investigator with a Significant Financial Interest in an offeror evaluates the offeror or the offeror’s competitor for a sub-award or performance after receiving a sub-award.

(iii) *Biased Ground Rules*: A contractor has in some sense set the procurement ground rules for future contract requirements.

9. **Procurement** means a contract for goods or services for MACH2’s own use with a contractor with whom there is no Federal assistance relationship. See § 200.331 for characteristics of a contractor relationship under a procurement.

10. **Project** means the collective programming and operations of the Corporation.

11. **Significant Financial Interest** means a financial interest consisting of one or more of the following interests of an Investigator (and those of such Investigator’s spouse and dependent children) that reasonably appears to be related to such Investigator’s responsibilities to the Corporation:

(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 an Investigator (or such 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.

The term Significant Financial Interest does not include the following types of financial interests: salary, royalties, or other remuneration paid by the Corporation to an Investigator if such Investigator is currently employed or otherwise appointed by the Corporation, including intellectual property rights assigned to the Corporation and agreements to share in royalties related to such rights; any ownership interest in the Corporation held by the Investigator, if the Corporation 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.

12. Sub-recipient means a legal entity to which a sub-award of a DOE Award is made through the Corporation to use Federal funds to carry out the Projects and that have the characteristics described at 2 CFR § 200.331(a).

13. Unmanaged Conflict of Interest means a conflict of interest that has not yet been addressed by the Corporation pursuant to the procedures set forth in this Policy.

Article III **Procedures**

1. Duty to Disclose

(i) **Investigators:** In connection with an actual or possible conflict of interest, each Investigator shall disclose any Significant Financial Interests he or she may have by using the form attached at **Appendix E** of this Policy. Each Investigator shall make such disclosure prior to or within 180 days of the Corporation accepting any DOE Award and yearly thereafter, and each Investigator must be given the opportunity to disclose all material facts to the Conflict Review Committee. An Investigator with a new conflict or potential conflict that arises after an initial DOE Award is granted to the Corporation shall make a new disclosure using the form attached at **Appendix E** within 30 days of learning of the circumstances giving rise to the new conflict or potential conflict. The Conflict Review Committee shall review all disclosed Significant Financial Interests to identify any potential conflicts and decide if a conflict of interest exists through the process documented below. The Conflict Review Committee shall also keep a list of parties in which Investigators have a Significant Financial Interest.

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

(as defined in 20 U.S.C. § 1001 (as may be amended from time to time)); or a domestic research institute that is affiliated with a domestic Institution of Higher Education. Such disclosures must include, at a minimum, the purpose of the trip, the identity of the sponsor/organizer, the destination, and the duration. Upon review, the Conflict Review Committee may determine whether supplemental information is needed, which such supplemental information may include a determination or disclosure of monetary value, in order to determine whether the travel constitutes an FCOI in connection with the Project.

(ii) **Sub-recipients:** This Policy reflects requirements for Federal recipients described in the Department of Energy Interim Conflict of Interest Policy.¹ Under those requirements, Investigators at all award levels are required to disclose Significant Financial Interests in a signed affidavit with substantially the same language as **Appendix E**. Each Sub-recipient shall (A) either (1) adopt a conflict of interest policy that captures the Federal requirements or (2) adopt the form of this Policy and certify compliance in a form with the same terms as **Appendix C**, and (B) post the adopted conflict of interest policy publicly on its website; each Sub-recipient shall also make all public disclosures required under DOE Interim Conflict of Interest Policy provisions governing the management and reporting of conflicts.

Each Sub-recipient shall submit an initial conflicts of interest report to the Corporation prior to using any Federal funds that may be awarded to it by the Corporation to carry out the Project; such reports must be substantially in the form of the Annual Conflict of Interest Report described in Section 5 below and provided to the Corporation in accordance with the requirements for reports in the Corporation's standard Federal sub-award terms. The deadline for this report is no later than 180 days before the conclusion of each budget period. The Conflict Review Committee shall review each Sub-recipient's initial conflict of interest report prior to approving the Sub-recipient to work on the Project and prior to submitting the Corporation's own Annual Conflict of Interest Reports to the DOE. The Corporation shall disclose the Sub-recipient conflict of interest reports along with its own Annual Conflict of Interest Report.

2. Determining Whether a Conflict of Interest Exists

(i) **Financial Conflict of Interest:** A FCOI exists when an Investigator's Significant Financial Interest is related to the Project. Not all Significant Financial Interests will amount to a conflict of interest. Following an Investigator's disclosure of a Significant Financial Interest in accordance with **Appendix E** the Conflict Review Committee shall review the nature of the Significant Financial Interest. An Investigator's Significant Financial Interest is related to the Project when the Conflict Review Committee reasonably determines that the Significant Financial Interest could be affected by the Project, could affect the Project, is in an entity whose financial interest could affect the purpose, design, conduct, or reporting of the Project or is in an entity whose financial interest could be affected by the Project.

The Conflict Review Committee shall review all disclosures submitted by the Investigators and, if further information is required regarding information made in a disclosure, the Conflict Review Committee may request a presentation in a meeting called by the Conflict Review Committee;

¹ available at <https://www.energy.gov/sites/default/files/2022-10/Department%20of%20Energy%20Interim%20Conflict%20of%20Interest%20Policy.pdf>

after the presentation, the Investigator shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

(ii) **Organizational Conflicts of Interest:** The Conflict Review Committee shall review all potential opportunities, procurements, solicitations, and/or statements of work (SOW) provided to offerors by MACH2 for potential Organizational Conflicts of Interest issues, whether before or after the Corporation has received a DOE Award. This review includes reviewing a list of entities in which Investigators have or may have a Significant Financial Interest in order to be walled off from actions and decisions involving those entities. This review is documented with the MACH2 OCI Screening Questionnaire, provided in **Appendix B**. The Conflict Review Committee shall review any referrals for alleged OCIs and decide the best method to Manage the OCI in a manner consistent with the terms of this Policy.

(iii) **Conflicts involving the allocation of a DOE Award to a Sub-recipient:** The Award Allocation Committee shall be the sole recipient of disclosures made to the Corporation concerning the allocation of the DOE Award to the Sub-recipients. The Award Allocation Committee shall take appropriate actions to ensure such information is not disclosed to any Investigator not serving on the Award Allocation Committee.

An Investigator has a conflict of interest with respect to a Sub-recipient when such Investigator

(A)(1) has a Significant Financial Interest in the Sub-recipient; *or*

(2) has current employer-employee or principal-agent relationship with the Sub-recipient; *and*

(B)(1) is a compensated officer or an employee of the Corporation;

(2) is an independent contractor who received more than \$10,000 from the Corporation; *and*

(3) either the Director or the Director's family has been involved in a transaction or transactions with the Corporation or a parent company, affiliate company, subsidiary organization of the Corporation.

Regardless of whether a conflict of interest exists, any Investigator with a Significant Financial Interest pertaining to a Sub-recipient shall not (A) serve on the Award Allocation Committee or communicate with members of the Award Allocation Committee about the actual or anticipated allocation of awards of Federal funds to Sub-recipients; (B) be involved in any pre- or post-award procurement action involving such Sub-recipient; (C) serve on the Conflict Review Committee, or (D) access procurement-sensitive data, such as proposal or bid source selection information, access of which is restricted to the Award Allocation Committee.

The Award Allocation Committee will be governed by its own charter; provided, *however*, that if the terms of the Award Allocation Committee's charter conflict with the terms of this Policy, the terms of this Policy shall prevail.

3. Procedures for Addressing a Conflict of Interest

(a) For any identified conflicts of interest, the Conflict Review Committee shall first Manage the conflict through a developed conflict management plan. The Conflict Review Committee shall consult the guidance and fill out the plan form at **Appendix D** (for OCIs, use **Appendix B**). This plan shall specify the actions that have been and shall be taken to Manage the financial conflict. For OCIs, the management plan shall detail options such as avoidance, neutralization, or mitigation of the OCI; a management plan for OCIs may involve removing the conflicted Investigator from exercising any procurement review or administrative function. For disclosures where it is determined no plan is necessary, the Conflict Review Committee shall:

(a) document that no concern exists.

(b) If concerns persist, and subsequent management of the conflict is required, the Board of Directors, or Conflict Review Committee, shall determine whether the Corporation can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to an FCOI or OCI.

(c) If a more advantageous transaction or arrangement is not reasonably possible under circumstances producing an FCOI or OCI, the Conflict Review Committee shall determine by a majority vote of the disinterested members thereof whether the transaction or arrangement is in the Corporation's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, it shall make its decision as to whether the Corporation should enter into the transaction or arrangement. The Conflict Review Committee's minutes shall document all voting members of the Conflict Review Committee and whether there are any absent members.

4. Violations of the Conflict of Interest Policy

(a) If the Conflict Review Committee has reasonable cause to believe an Investigator has failed to disclose actual or possible conflicts of interest, it shall inform that person of the basis for such belief and afford such Investigator an opportunity to explain the alleged failure to disclose. If the Conflict Review Committee determines such Investigator has failed to disclose an actual or possible conflict of interest, the Corporation will review the circumstances of the failure to disclose and may take disciplinary action. For Sub-recipients who fail to make disclosures, the Corporation reserves the right to require additional, and more stringent, oversight and reporting requirements and exercising available rights under the sub-award.

(b) Within sixty days of learning that an Investigator did not properly disclose a Significant Financial Interest, the Conflict Review Committee shall (i) review the Significant Financial Interest; (ii) determine whether such Significant Financial Interest is related to the Project; and (iii) determine whether such Significant Financial Interest creates a Financial Conflict of Interest. If the Conflict Review Committee determines that a Financial Conflict of Interest exists, it shall follow the procedures for the development of a management plan outlined in this Policy. In addition, whenever a Financial Conflict of Interest is not identified or managed in a timely manner, including an Investigator's failure to disclose a Significant Financial Interest that is subsequently determined by the Conflict Review Committee to constitute a Financial Conflict of Interest, failure by the Conflict Review Committee to review or Manage such a Financial Conflict of Interest, or failure by an Investigator to comply with management plan implemented

to address such a Financial Conflict of Interest, MACH2 shall, within 120 days of its determination of noncompliance, complete a retrospective review of the Investigator's activities and the 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 the Project. This review shall be documented and must include the following:

- (1) DOE award number;
- (2) Project title;
- (3) PI or contact PI if a multiple PI model is used;
- (4) Name of the Investigator with the FCOI;
- (5) Name of the entity with which the Investigator has a Financial Conflict of Interest;
- (6) Reason(s) for the retrospective review;
- (7) Detailed methodology used for the retrospective review (e.g., methodology of the review process, composition of the review panel, documents reviewed);
- (8) Findings of the review; and
- (9) Conclusions of the review.

Based on the results of the retrospective review, if appropriate, the Conflict Review Committee shall update the Corporation's previously submitted Annual Conflict of Interest Report, specifying the actions that will be taken to Manage the Financial Conflict of Interest going forward. Depending on the nature of the Financial Conflict of Interest, the Conflict Review Committee may determine that additional interim measures are necessary with regard to the Investigator's participation in the Project between the date that the conflict of interest or the Investigator's noncompliance is determined and the completion of MACH2's retrospective review.

If bias is found, MACH2 is required to notify the DOE program office promptly and submit a mitigation report to the DOE program office. The mitigation report must include, at a minimum, the key elements documented in the retrospective review above, a description of the impact of the bias on the Project, and MACH2's plan of action or actions taken to eliminate or mitigate the effect of the bias (e.g., impact on the Project; extent of harm done, including any qualitative and quantitative data to support any actual or future harm; analysis of whether the Project is salvageable). Thereafter, MACH2 will submit FCOI reports annually, as specified elsewhere in this Policy.

5. Annual Conflict of Interest Reports

The Conflict Review Committee shall oversee the creation of a conflict of interest report that tracks unmanaged and unmanageable Financial Conflicts of Interest and Organizational Conflicts of Interest. This report must be produced to the DOE yearly. The report shall be updated within thirty days of discovering or acquiring (e.g., through purchase, marriage, or inheritance) a new Significant Financial Interest. It shall also include any managed or unmanaged conflicts of Sub-recipients. The report shall include the following information:

- (a) DOE Award number;
- (b) PI or Contact PI if a multiple PI model is used;
- (c) Name of the Investigator with the Financial Conflict of Interest;
- (d) Name of the entity with which the Investigator has a Financial Conflict of Interest;
- (e) Nature of any applicable financial interest (e.g., equity, consulting fee, travel reimbursement, honorarium) and/or applicable external relationships or activities;
- (f) Value of any applicable financial interest (dollar ranges are permissible: \$0-\$4,999; \$5,000-\$9,999; \$10,000-\$19,999; amounts between \$20,000-\$100,000 by increments of \$20,000; amounts above \$100,000 by increments of \$50,000), or a statement that the interest is one whose value cannot be readily determined through reference to public prices or other reasonable measures of fair market value;
- (g) A description of how the financial interest relates to the Project funded under a DOE Award and the basis for MACH2's determination that there is a conflict with such Project; and
- (h) A description of the key elements of MACH2's management plan, including:
 - i. Role and principal duties of the conflicted Investigator in the project;
 - ii. Conditions of the management plan;
 - iii. How the management plan is designed to safeguard objectivity in the project;
 - iv. Confirmation of the Investigator's agreement to the management plan;
 - v. How the management plan will be monitored to ensure Investigator compliance; and
 - vi. Other information as needed.

The report shall also address the status of the Financial Conflict of Interest and, if applicable, any changes to the management plan during any period in which the Corporation is using funds resulting from a DOE Award. It shall also specify whether the financial conflict is still being managed or if it remains unmanaged/unmanageable. Alternatively, the annual FCOI report shall explain why the financial conflict no longer exists. MACH2 shall provide annual FCOI reports to DOE for the duration of the Project period (including extensions with or without funds) in the time and manner required by term and condition of award. The certification at **Appendix C** shall be submitted to the DOE prior to award.

Article IV **Records of Proceedings and Recordkeeping**

The minutes of any meetings called by the Conflict Review Committee shall contain:

(i) the names of the persons who disclosed or otherwise were found to have a financial interest or other personal interest in connection with an actual or possible conflict of interest, the nature of the interest, any action taken to determine whether a conflict of interest was present, and the Conflict Review Committee's decision as to whether a conflict of interest in fact existed; and

(ii) the names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

MACH2 shall retain all records relating to any and all disclosures of financial interests and its review of, and response to, such disclosures (whether or not a disclosure resulted in MACH2's determination of a Financial Conflict of Interest) and all actions under MACH2's Policy or retrospective review, if applicable, for the time required for records retention under 2 CFR 200.334.

Article V **Annual Statements**

Each Investigator of the Corporation and each Sub-recipient shall annually sign a statement substantially in the form set forth at **Appendix A**, which affirms that such Investigator or Sub-recipient:

- (i) has received a copy of this Policy;
- (ii) has read and understands this Policy;
- (iii) has agreed to comply with this Policy; and

(iv) understands that the Corporation is charitable and, in order to maintain its Federal tax exemption, it must engage primarily in activities that accomplish one or more of its tax-exempt purposes.

The Corporation shall submit the separate certification at **Appendix C** to the DOE along with the Corporation's Annual Conflicts of Interest Report.

Appendix A

MID ATLANTIC CLEAN HYDROGEN HUB, INC.

Disclosure Statement

I am an Investigator with the Mid Atlantic Clean Hydrogen Hub, Inc. (the "Corporation") and this will serve to confirm that I:

- A. have received a copy of the Corporation's Conflicts of Interest Policy;
- B. have read and understand the Policy;
- C. have agreed to comply with the Policy;
- D. have disclosed below all known conflicts of interest in accordance with the Policy; and
- E. understand that the Corporation is a charitable and tax-exempt organization, and that, in order to maintain its federal tax exemption, it must engage primarily in activities that accomplish one or more of its tax-exempt purposes.

Date: _____

Signature

Print name

Print title(s)

APPENDIX B

MACH2'S OCI SCREENING QUESTIONNAIRE

1. Is an offeror or potential offeror listed on the list of entities in which an Investigator has a Significant Financial Interest?
2. Is the Investigator on the Award Allocation Committee?
3. Did any other offeror or Investigator have any involvement in setting up the ground rules for the solicitation (ex., shaping the requirements, writing portions of the SOW, etc.)?
4. Did any offeror have access to nonpublic information in the performance of any of our contracts that gives them an unfair competitive advantage for this solicitation?
5. Are there are anticipated/planned pursuits for which there is a risk we would be excluded from award due to conflict arising from our use of any offeror on this procurement?
6. Could our work on this contract result in any impaired objectivity (i.e., would we be in a position where we might be evaluating our own work or establishing rules/criteria that affect us on other contracts or the Corporation)?
7. Are there portions of the RFP, Statement Work, or any other element of the procurement file indicating the potential for a conflict, such as work involving the evaluation of other contractors, drafting requirements, or any other concerns? If so, put the language indicating an OCI concern in bold.

Using the sample below as a guide, please complete the following matrix and indicate that you reviewed the questions and either: confirmed no OCI concerns; identified possible OCI risk that requires further discussion or mitigation; or, are unsure and require additional assistance in making a determination. Please also consider the bold, “flag” words listed above and, in your description of the SOW, bold any of those words.

Potential Awardee:

<i>Offeror(s):</i>	
<i>Address and Website:</i>	
<i>Relationship with MACH2 Investigator, if any:</i>	
<i>Nature and Value of Procurement</i>	

Value and basis of award

OCI Review

- No OCI concern(s)
- Possible OCI risk
- Unsure/Require additional assistance

Explanation (include category of possible OCI):

Mitigation Plan

APPENDIX C

Certification

MACH2 certifies that the following statements are currently true, were true prior to or within 180 days of receiving a DOE Award, and will be included in all reports provided to the Department of Energy:

(i) Each of MACH2 and its Sub-recipients 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 the from DOE;

(ii) Each of MACH2 and its Sub-recipients shall promote and enforce Investigator compliance with the Conflict of Interest Policy’s requirements including those pertaining to disclosure of Significant Financial Interests;

(iii) Each of MACH2 and its Sub-recipients shall Manage their respective Financial Conflicts of Interest and provide initial and ongoing FCOI reports to the DOE consistent with the MACH2 Conflict of Interest Policy;

(iv) Each of MACH2 and its Sub-recipients agree to make information available, promptly upon request, to the DOE relating to any Investigator disclosure of financial interests and MACH2’s review of, and response to, such disclosure, whether or not the disclosure resulted in MACH2’s determination of a Financial Conflict of Interest or Organizational Conflict of Interest; and

(v) Each of MACH2 and its Sub-recipients shall fully comply with the requirements of the MACH2 Conflict of Interest Policy.

Date: _____

Signature

Print name

Print title(s)

APPENDIX D

Conflict Management Plan

The Conflict Review Committee shall attach the Named Party's Conflict of Interest Form to this plan. This plan describes the means that MACH2 will use to Manage any potential Financial Conflict of Interest. The management of Organizational Conflicts of Interests is outlined in Appendix B of the Corporation's Conflict of Interest Policy.

A nonexclusive list of conditions or restrictions, one or more of which might be imposed to Manage a Financial Conflict of Interest or Organizational Conflict of Interest, includes:

- (i) Public disclosure of the Financial Conflict of Interest (e.g., when presenting or publishing the project);
- (ii) For projects involving human subjects, disclosure of Financial Conflicts of Interest directly to participants;
- (iii) 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 Financial Conflict of Interest;
- (iv) Modification of the project plan;
- (v) Change of personnel or personnel responsibilities, or disqualification of personnel from participation in all or a portion of the project;
- (vi) Reduction or elimination of the financial interest (e.g., sale of an equity interest); or
- (vii) Severance of relationship(s) that create Financial Conflicts of Interest.
- (viii) Recusal of Director, Officer, or Member of Committee of the Corporation from the matter(s) affected by the conflict.

Name of Interested Party: _____

Management Plan detail

APPENDIX E

Disclosure of Significant Financial Interest

Please check the boxes below, where applicable. If you cannot check a box and believe you have a significant financial conflict, please describe it on the next page of this form. Please also sign and date the form.

- I am not a Director, Officer, or Member of a Committee of the Corporation.
- I am a Director, Officer, or Member of a Committee of the Corporation, and I do not have an employer-employee or principal agent relationship with an entity receiving federal funds through the Corporation or an ownership or investment interest in the entity.
- In the twelve months preceding this disclosure, you have not received in excess of \$5,000 in payment from, or equity interest in, a foreign or domestic **publicly traded entity**. Payment 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.
- In the twelve months preceding this disclosure, you have not received in excess of \$5,000 in payment from, or equity interest in, a foreign or domestic **non-publicly traded entity**. Payment 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. For non-publicly traded entities, if you have already disclosed the payment or pending payment, do not check the box.
- You have not received any income related to intellectual property rights and interests (e.g., patents and copyrights)
- You have not received reimbursement or sponsorship for travel (i.e., that which is paid on your behalf and not reimbursed to you so that the exact monetary value may not be readily available) related to their institutional responsibilities. Do not check this box if you have already disclosed this as current or pending. This disclosure requirement also 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.
- If you have received reimbursement or sponsorship for travel, please fill out the following:

Identity of the sponsor/organizer:

Trip Destination and Duration:

Describe the purpose of the trip:

Monetary Value of Trip:

- If you did not check any boxes above, please describe the nature of your Significant Financial Interest below:

Note: There is no requirement to disclose the following: salary, royalties, or other remuneration paid by MACH2 to the Investigator, including intellectual property rights assigned to MACH2 and agreements to share in royalties related to such rights; any ownership interest in MACH2; income from investment vehicles, such as mutual funds and retirement accounts, as long as you do 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.

Certification

I understand that this Disclosure is required to obtain funding from the U.S. Government. I, [Full Name and Title], certify to the best of my knowledge and belief that the information contained in this Disclosure Statement is true, complete, and accurate. I understand that any false, fictitious, or fraudulent information, misrepresentations, half-truths, or omissions of any material fact, may subject me to criminal, civil or administrative penalties for fraud, false statements, false claims, or otherwise. (18 U.S.C. §§ 1001 and 287, and 31 U.S.C. 3729-3730 and 3801-3812). I further understand and agree that (1) the statements and representations made herein are material to U.S. Government's funding decision, and (2) I have a responsibility to update the disclosures during the period of performance of the award should circumstances change which impact the responses provided above.

Date: _____

Signature

Print name

Print title(s)