

# Conflict of Interest Policy

*Excerpted from the Foundation for Food & Agriculture Research By-laws*

**Covered Person** means any Member of the Board, officer, employee, contractor, agent, fellow, trainee or member of an advisory committee of the Foundation.

## ARTICLE VIII: CONFLICTS OF INTEREST

### Section 1. General Policy.

(a) No Covered Person shall participate personally and substantially in, or take any action on or participate in the consideration or determination of any Foundation matter, including a decision to award a grant or a contract, that would directly or predictably affect any financial interest of him or herself, his or her spouse, minor child, general partner, non-federal organization in which he or she is serving as an officer, director, trustee, general partner or employee, or any person or nonfederal organization with whom he or she is negotiating or has any arrangement concerning potential employment, or has a financial interest other than a *de minimis* ownership interest.

(b) The Board on the basis of facts and circumstances shall determine whether the ownership interest of a Covered Person is considered to *be de minimis*.

(c) Nothing herein shall be construed as preventing any individual or entity from disclosing to the Foundation and its officers, directors, employees, and agents such information as may be necessary or desirable for the Foundation to determine the facts concerning any matter involving a potential conflict of interest of a Covered Person and to decide whether recusal is warranted.

(d) The Board may develop and adopt additional policies and procedures, whether incorporated into these By-laws or not, in order to resolve potential conflicts of interest and to preserve the integrity of the operations of the Foundation.

## Section 2. Responsibilities of Covered Persons.

In addition to actual conflicts of interest, Covered Persons are obliged to avoid actions that could be perceived or interpreted to be in conflict with the Foundation's best interests.

Covered Persons shall disclose their financial interest in entities doing business with the Foundation and refrain from participating in decisions affecting transactions between the Foundation and those other entities without approval by the Board.

## Section 3. Interactions with the Department.

Congress created the Foundation to support the mission of the Department by identifying, funding, and supporting projects and programs that will help agricultural research activities focused on addressing key problems of national and international significance. The Foundation will not participate in Department regulatory matters nor will it offer advice to the Department on policy matters. In addition, to support its independence and to maximize its scientific impact, the Foundation shall implement specific guidelines and procedures that identify and avoid potential bias and appearances of such bias and that provide a transparent process for individual and institutional decisions.

## Section 4. Recusal.

If it has been determined by the Foundation's legal counsel, or by the Chair of the Governance Committee following the Foundation's conflict of interest policies and ethics standards, that recusal is necessary, the recused Member of the Board shall not participate in any discussions or votes regarding the matter or matters on which he or she has been recused. Among other things, a recused Member of the Board shall not participate in discussions or votes regarding whether a particular project should be undertaken by the Foundation or to whom a project grant or contract funded by the Foundation may be awarded. Recusal of a Member of the Board shall not affect the determination of a quorum for purposes of conducting the business of the Board or a Committee of the Board, except as provided for in Section 10 of Article V of these By-laws.

## Section 5. Oversight Responsibilities.

The Chair of the Board shall be responsible for the application of the Foundation's conflicts of interest policies and procedures to Members of the Board, committee members, advisory committee members, and the Executive Director. The Executive Director shall be

responsible for the application and interpretation of this policy as it relates to all other Covered Persons.

## Section 6. Development of Specific Conflicts Policies.

The Foundation shall, as appropriate, develop conflicts of interest policies and procedures specific to an individual project and/or consortium developed to carry out the goals of the Foundation.

## Section 7. Violations of Conflicts of Interest Policy.

If the Board has reason to believe that any Covered Person has failed to disclose a conflict, it shall inform the Covered Person of the basis for such belief and afford the Covered Person an opportunity to explain the alleged failure to disclose. If, after hearing the response of such person and making further investigations as may be warranted, the Board determines that the Covered Person has knowingly or intentionally failed to disclose a conflict of interest it shall take appropriate action, up to and including termination of the Covered Person, or, in the case of a Member of the Board, removal.