

BIPARTISAN POLICY CENTER, INC.

CONFLICT OF INTEREST QUESTIONNAIRE

This Questionnaire should be completed only after a careful reading of BPC's Conflict of Interest Policy. Your response should cover the period from the day you became associated with the Bipartisan Policy Center (BPC), through the date you sign this form.

Name of individual board member, officer, or employee: _____

Address: _____

Positions held with BPC and starting dates for each position (month/year):

Do you receive compensation or expect to receive compensation from an entity that does business with BPC? ___ Yes ___ No

Do you receive compensation or expect to receive compensation from any organization (whether nonprofit or for profit) that may have an interest adverse to the interests of BPC?
___ Yes ___ No

If yes to either of the foregoing, please provide the following information:

<u>Business/Organization(s)</u>	<u>Position Held</u>	<u>Potential conflict</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

AFFIRMATION: I have read the Bipartisan Policy Center Conflict of Interest Policy dated November 7, 2013. I understand its provisions and I hereby affirm that, during the period indicated above, I have not, to the best of my knowledge and belief, been in a position of possible conflict of interest, except as indicated on this page.

SIGNATURE

DATE

BIPARTISAN POLICY CENTER, INC.
CONFLICT OF INTEREST POLICY

[1] Members of the Board of Directors and employees of Bipartisan Policy Center, Inc. (the “Corporation”) shall conduct their business, investment, and personal affairs in such manner as to avoid conflicts with their duties and responsibilities to the Corporation. This Conflict of Interest Policy (“Policy”) shall apply to any transaction or arrangement with an “interested person.” An “interested person” is a director, an officer, and executive director, a highly compensated employee, a substantial contributor, an advisor appointed by a donor to a specific project or fund, or a member of a committee with Board-delegated powers who has a direct or indirect “financial interest,” as defined in Section [3].

[2] It shall be the policy of the Corporation that:

- A. The Board shall require each interested person to disclose any financial interest in the Corporation, and all material facts relating thereto.
- B. As soon as is practicable after determining that a potential conflict of interest exists, the Board shall deliberate the matter, and the potentially interested person, after supplying such information as the Board shall request, shall recuse himself or herself.
- C. In the case of all compensation arrangements and all other financial arrangements where the Board determines that there is a conflict, the Board shall:
 1. Require that the interested person leave the meeting during the discussion of, and the vote on, the transaction or arrangement that may create the conflict of interest; and
 2. Enter into the transaction only if the Board determines, by a majority vote of the non-interested directors present, that the transaction or arrangement is in the Corporation’s best interests and for its own benefit; is fair and reasonable to the Corporation; and, after exercising due diligence, determines that the Corporation cannot obtain a more advantageous transaction or arrangement with reasonable efforts under the circumstances.
- D. The Minutes of the Board meetings and the meetings of any committee with Board-delegated powers shall include:
 1. The name of each person who discloses a financial interest, the nature of that financial interest, and whether the Board has determined that there is a conflict of interest;
 2. Copies of all documents describing the other alternatives to the proposed transaction, comparable salaries, and any other due diligence appropriate to the transaction; and
 3. The names of the persons who were present for discussions and votes relating to the transaction or arrangement and the content of those discussions, including any alternatives to the proposed transaction or arrangement, and a record of the vote.

- E. The Board shall ensure that this Policy is distributed to all interested persons, as defined in Part [1]. Each such person shall sign an annual statement, in the form attached hereto, that the person:
1. Received a copy of the Policy;
 2. Has read and understands the Policy;
 3. Agrees to comply with the Policy;
 4. Understands that the Policy applies to all committees and subcommittees having Board-delegated powers; and
 5. Understands that the Corporation is recognized by the IRS under Section 501(c)(3) of the Internal Revenue Code as a public foundation/charity and that in order to maintain its tax-exempt status, it must exclusively engage in activities which are directed towards the accomplishment of one or more of its tax-exempt purposes.

[3] Financial Interest Defined. A person has a financial interest if the person has, directly or indirectly, through business, investment or family:

- A. A compensation arrangement with the Corporation, either as a employee or an independent contractor;
- B. An ownership or investment interest, or an employment relationship or other compensation arrangement, in or with any entity or individual with which the Corporation has entered into a transaction or arrangement, or
- C. A Potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Corporation is negotiating a transaction or arrangement.

A compensation arrangement includes direct and indirect remuneration and gifts or favors which are substantial in nature.

Updated: November 7, 2013