

Ethics and Conflicts of Interest

Policy Statement

EPRI ensures its reputation for independence, objectivity and integrity by maintaining the highest standards of business ethics. This includes compliance with the letter and spirit of applicable laws, EPRI's policies, avoiding conflicts of interest, participating in training on ethics and compliance issues, and reporting problems or ethical concerns so that they may be addressed.

This policy defines conflicts of interest and how to avoid them, as well as the mandatory conflict of interest disclosure all employees must make on an annual basis. Also, included are the standards for when employees may take on second jobs or consulting work outside of their regular EPRI employment.

Avoiding Conflict of Interest

Good business ethics requires that all employees avoid conflicts of interest. A conflict of interest may be actual or apparent. An actual conflict is a personal interest that is likely to cause an independent observer to conclude that an individual conducting EPRI business cannot make an unbiased decision, give EPRI unbiased advice, exercise independent judgment or be objective with respect to EPRI's technical results. An apparent conflict of interest occurs when personal interests are likely to cause an independent observer to question whether an individual conducting business on EPRI's behalf can do so fairly. Both actual and apparent conflicts must be avoided. The following standards will help do so.

1. No employee will use an EPRI position for the actual or apparent purpose of private gain or advantage for the employee or another person.
2. Each employee bears a personal responsibility to avoid actual or apparent misuse of his or her position and to avoid activities that could adversely affect public confidence and trust in EPRI's integrity, impair EPRI's assets, and/or create potential legal liability of EPRI, its employees, officers, and/or directors.
3. This standard of conduct includes, but is not limited to, actual, potential or apparent conflicts of interest in, or profit from:
 - organizations having business or contractual relationships with EPRI;
 - organizations with proposals pending for contracts or subcontracts with EPRI;
 - outside employment (see below for more details);
 - outside consulting by EPRI employees; and
 - misuse of confidential or proprietary information.
4. Employees have the primary responsibility to determine whether they are, or appear to be, in a position involving an actual or apparent conflict of interest between their duties at EPRI and any other interests or relationships they may have, particularly those involving family, business, personal or financial relationships.
5. Employees must disclose and remove themselves from situations when they, or EPRI management believes an actual, apparent or potential conflict of interest does or could exist.
6. If an employee has a business ethics concern that the employee is uncomfortable discussing with his or her manager, the employee may obtain advice and assistance from the Legal Department, or may report his or her concerns (anonymously, if that is preferred) to the Ethics and Compliance Helpline.

When employees find themselves in actual or apparent conflict of interest situations, EPRI management is committed to work with them for satisfactory resolution. Disclosure is not merely a requirement; it is also the best remedy.

Outside Employment/Activities

Employees may take on a second job or paid consulting work outside of EPRI, but advance, written approval from the employee's manager is needed. The manager must conclude that the work won't impact the employee's duties at EPRI or pose a conflict of interest. Approval will not be given if the second employer competes with EPRI, does business or is being considered for business with EPRI or conducts a business that has been developed by or for EPRI. An employee with an approved second job may not:

- conduct the second job during EPRI's normal business hours, or use EPRI office equipment, supplies and computer systems (including e-mail);
- use EPRI intellectual property (IP) or proprietary business information (e.g., EPRI reports, information about EPRI funders, mailing lists compiled by EPRI);
- involve other EPRI employees in the conduct of the outside business;
- charge outside business expense to EPRI;
- use EPRI vendors in the outside business;
- consult on subject matters within EPRI's expertise—such opportunities should be referred to the appropriate Sector Director or business unit Vice President for a determination of EPRI's interest in providing that service.

Managers must advise their Sector or business unit Vice President when approving an employee's outside work. Questions about possible conflicts of interest should be discussed with EPRI's Legal Department.

EPRI encourages employees to teach or write professionally, though requests for these jobs are to go through the same approval process as would any other request for outside work. (See EPRI's Honoraria policy.)

Annual Disclosure Statement

To support the Conflict of Interest policy and as a condition of continued employment, each EPRI employee is required once a year to complete and sign a Certificate of Compliance and Annual Disclosure of Financial Interests and Affiliations ("Annual Disclosure Statement"). New employees will be asked to sign the form before beginning work. All employees are notified each year of the obligation to update their disclosure statement.

Reference Information	
For Questions Contact:	Director, Legal Services
Responsible Organization:	Legal Department
Last Revision/Effective Date:	01/23/08

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