



Conflict of Interest Policy Version 2.0

Background: How the SPLC addresses Member Conflicts of Interest

As a nonprofit membership corporation operating for the public good, the SPLC has strict conflict of interest policies in place for all our governing boards and committees, including the Board of Directors.

To maintain public trust in our organization, achieve our mission of driving sustainability forward through procurement, and safeguard our reputation as impartial decisionmakers, SPLC also requires members to disclose and avoid conflicts of interest when participating in Guidance development or other member-driven decision-making or policy development bodies of the SPLC.

Every SPLC member actively involved in developing purchasing guidance or recommendations must agree to avoid or flag any conflict of interest (financial, business strategy, reputational or otherwise) that may arise out of their participation in a decision-making body of the SPLC.

Because those with potential conflicts may possess important insights that contribute to full understanding of a given area of work, SPLC member groups may proactively structure two tiers of participants depending on potential or perceived Conflict of Interest. In such instances, the group will enlist non-conflicted members as Voting members of a group and potentially conflicted members as non-voting Advisory participants.

If and when the leadership of a committee has reasonable cause to believe a member has failed to disclose actual or potential conflicts of interest, whether such conflict of interest is identified by the potentially conflicted party or another SPLC member or partner, the SPLC Board will investigate the possibility that such an undisclosed conflict of interest exists and has impacted development of guidance or other SPLC materials.

As part of that investigation, the Board shall inform the appropriate Member Representative(s) of the basis for such belief and afford them an opportunity to explain the alleged failure to disclose.

If, after hearing the Member Representative's response and after making further investigation as warranted by the circumstances, the Board determines the Member and/or its Member Representative(s) have failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action, including but not limited to:

- *Requiring the conflicted Member and/or Member Representative(s) to recuse themselves from participation in a group; or*
- *Requiring the conflicted Member and/or Member Representative(s) to participate as a non-voting Advisory Member Representative(s) of the group, able to provide information but not participate in group decision-making*

Notwithstanding the foregoing, if a Member Representative(s)'s failure to disclose an actual or possible conflict of interest is egregious or otherwise harmful to the SPLC or any other Member or the Member shows repeated, or egregious, disregard for this conflict-of-interest commitment, verified upon Board review, the Board may take action to invalidate the organization's membership (subject to Member Policies and Procedures terms and processes) and to deny the Member and all of its Member Representatives access to Member-only settings and materials. No refunds are available for the balance of any such terminated membership.

SPLC Member Conflict of Interest Policy

I understand that it is in the interest of the SPLC, all of its Members, and its Member Representatives to protect SPLC's property, information and the integrity of its guidance development and other advisory materials. Conflicts of interest can arise when an organization or its participating employees or those closely associated with them, are in a position to profit financially, reputationally or otherwise from SPLC's information, specific guidance development, and/or advisory material outcomes.

I agree to avoid conflicts of interest, identify potential conflicts of interest and notify SPLC when a potential conflict of interest arises.

I agree to identify any occasion where I or my organization would materially benefit from a specific outcome to a program or guidance development process that any of our employees participate in as part of our SPLC membership – and to notify SPLC staff of the potential conflict of interest (directly, or through a group leader.)

I understand that I or my colleagues may be asked to assume a non-voting role or recuse ourselves from a given process to avoid having a conflict of interest or the appearance of a conflict of interest impact its output or the perceived integrity of the process.

My consent to the SPLC Member Policies & Procedures Agreement conveys both my understanding of, and agreement to, this policy and my commitment to communicate its requirements to Member Representative(s) of my organization (i.e. Primary Contact, Billing Contact or any Additional Contacts) that will participate in SPLC guidance development, program(s), and/or any other activities during the term of our membership.