



CONFLICT OF INTEREST POLICY FOR FEDERAL FINANCIAL ASSISTANCE AWARDS

I. PURPOSE

This Policy implements the Department of Energy (“DOE”) Interim Conflict of Interest Policy for Financial Assistance, Financial Assistance Letter 2022-02 dated Dec. 20, 2021 (“DOE Interim COI Policy”), which addresses both financial and organizational conflicts of interest. The DOE Interim COI Policy establishes a reasonable expectation that the design, conduct, and reporting of projects wholly or in part funded under DOE financial assistance awards (*e.g.*, a grant, cooperative agreement, or technology investment agreement) will be free from bias resulting from financial conflicts of interest or organizational conflicts of interest.

Consistent with the DOE Interim COI Policy, EQT Corporation (“EQT” or the “Company”) shall: (1) have in effect 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 from DOE; (2) shall promote and enforce Investigator compliance with DOE’s Interim Conflict of Interest (COI) Policy’s requirements including those pertaining to disclosure of significance financial interests; (3) manage financial conflicts of interest and provide initial and ongoing financial conflicts of interest reports to DOE; (4) make information available, promptly upon request, to DOE relating to any Investigator disclosure of financial interests and the Recipient’s review of, and response to, such disclosure, whether or not the disclosure resulted in the Recipient’s determination of a financial conflict of interest; and (5) fully comply with the requirements of the DOE Interim COI Policy.

EQT has prepared this Conflict of Interest (“COI”) Policy (the “Policy”) to identify, disclose and mitigate any potential, actual, or perceived financial or organizational COI that might arise from work on covered DOE financial assistance award.

II. APPLICABILITY

This Policy applies to:

- (1) The Company as a whole when EQT is applying for or receives a DOE financial assistance award.
- (2) Each Investigator (who is the principal Investigator (“PI”) and any other 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) who is planning to participate in or is participating in the Company’s project that is wholly funded or partially funded under the DOE financial assistance award.



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- (3) Each non-federal entity subrecipient that works on or supports the Company's DOE financial assistance award.

This Policy and the DOE Interim COI Policy do not apply to Office of Indian Energy and Phase I Small Business Innovation Research (SBIR)/Small Business Technology Transfer (STTR) applications and financial assistance awards.

III. DEFINITIONS

As used in this Policy:

Award, financial assistance award or Federal award means the same as the definition provided in 2 C.F.R. § 200.1 for Federal award.

Contracting Activity means an organizational element that has the authority to award and administer contracting and financial assistance instruments.

Disclosure of significant financial interests means an individual's disclosure of significant financial interests to a non-Federal entity.

DOE means the U.S. Department of Energy, the National Nuclear Security Administration (NNSA), and any components of the DOE to which the authority involved may be delegated.

DOE program office means the organizational unit of DOE, led by an officer of the Department who has been appointed by the President by and with the advice and consent of the Senate, that funds and/or manages the awards subject to this Policy. For purposes of this Policy, the term DOE program office includes the organization responsible for executing program management functions; the cognizant contracting activity; and the field elements in safety and health, administrative, management, and technical areas.

Financial conflict of interest (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 a project.

FCOI report means a non-Federal entity's report of a financial conflict of interest to the DOE program office.

Financial interest means anything of monetary value, whether or not the value is readily ascertainable.



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Institution of Higher Education means the same as the definition provided at 20 U.S.C. § 1001(a).

Investigator means the principal Investigator (PI) and any other 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. DOE program offices have the discretion to expand the definition to include also any person who participates in the purpose, design, conduct, or reporting of a project funded by DOE or proposed for funding by DOE. Such expansion will be specified in the applicable funding opportunity announcement and/or terms and conditions of the financial assistance award.

Investigator's responsibilities means an Investigator's professional responsibilities on behalf of the Company, and as defined by the Company in its policy on financial conflicts of interest, which may include: activities such as research, research consultation, teaching, professional practice, institutional committee memberships, and service on panels such as Institutional Review Boards or Data and Safety Monitoring Boards.

Manage means taking action to address a financial conflict of interest, 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.

The Company's designated official ("Designated Official") means the individual designated by the Company with the authority and responsibility to act on behalf of EQT to ensure compliance with the DOE Interim COI Policy.

Organizational conflict of interest means a situation where because of relationships with a parent company, affiliate, or subsidiary organization, the Company is unable or appears to be unable to be impartial in conducting a procurement action involving a related organization. 2 C.F.R. § 200.318(c)(2).

Potential conflict of interest exists when an impartial observer reasonably believes that actual or apparent past, present, or currently planned interests could constitute a conflict of interest with a project funded under a DOE award.

Principal Investigator (PI) means a principal investigator of a project funded under a DOE financial assistance award; PI is included in the definitions of senior/key personnel and Investigator.

Project means the interdependent activities funded wholly or in part under the DOE financial assistance award. A project has a defined start and end point with objectives described in an application or in an approved scope that, when attained, signify completion and achievement of a



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specific goal, and creation of a unique product, service, or result. For awards that include recipient cost share as part of the approved budget, activities funded with that recipient cost share are included.

Recipient means an entity, usually but not limited to non-Federal entities, that receives a Federal award directly from a Federal awarding agency. The term recipient does not include subrecipients or individuals that are beneficiaries of the award.

Senior/key personnel means the PI; any other person who significantly influences the design, conduct, or reporting of a project funded under a DOE award; and any other person identified as senior/key personnel by the Company in the application for financial assistance, approved budget, progress report, or any other report submitted to the DOE by the Company under this Policy.

Significant financial interest means:

- (1) A financial interest consisting of one or more of the following interests of the Investigator (and those of the Investigator's spouse and dependent children) that are reasonably related to the DOE-funded project. This includes any financial or equity interest that could reasonably appear to be affected by the DOE-funded project or that might be perceived as influencing the design, conduct, or reporting of the DOE-funded project. This includes:
 - (a) 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, that reasonably could benefit from the outcomes of the DOE-funded project. 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;
 - (b) 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 the Investigator (or the Investigator's spouse or dependent children) holds any equity interest (*e.g.*, stock, stock option, or



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other ownership interest), that reasonably may stand to benefit from the DOE-funded project;

- (c) Intellectual property rights (e.g., patents, copyrights) and any related income, where the IP could reasonably be impacted by or benefit from the DOE-funded work.
- (2) 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; or a domestic research institute that is affiliated with a domestic Institution of Higher Education. Such disclosure will include, at a minimum, (a) the purpose of the trip, (b) the identity of the sponsor/organizer, (c) the destination, and (d) the duration. In accordance with this Policy, the Company will determine if further information is needed, including a determination or disclosure of monetary value, in order to determine whether the travel constitutes a financial conflict of interest with the project funded under the DOE award.
- (3) The term *significant financial interest* does not include the following types of financial interests: salary, royalties, or other remuneration paid by the Company to the Investigator if the Investigator is currently employed or otherwise appointed by the Company, including intellectual property rights assigned to the Company and agreements to share in royalties related to such rights; any ownership interest in the Company held by the Investigator; 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.



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Small Business Innovation Research (SBIR) Program and Small Business Technology Transfer (STTR) Program mean the extramural research programs for small businesses that are run by the DOE Office of Science and the Advanced Research Projects Agency-Energy and certain other Federal agencies under Public Law 97-219, the Small Business Innovation Development Act, as amended, and Public Law 102-564.

Subrecipient means an entity, usually but not limited to non-Federal entities, that receives a subaward from a pass-through entity to carry out part of a Federal award, but does not include an individual that is a beneficiary of such award. A subrecipient may also be a recipient of other Federal awards directly from a Federal awarding agency.

IV. INVESTIGATOR FINANCIAL CONFLICTS OF INTEREST (FCOI)

A. EQT Responsibilities

EQT commits to taking actions necessary to identify, mitigate, manage, resolve, and report possible, perceived, or actual financial conflicts of interest, including any financial conflicts of a EQT Investigator or a subrecipient Investigator. This includes the management of an identified financial conflict of interest, including the development and implementation of a management plan and, if necessary, a retrospective review and a mitigation report. Likewise, EQT commits to taking actions necessary to identify, mitigate, manage, resolve, and report possible, perceived, or actual organizational conflicts of interest.

More specifically, EQT shall:

- (1) Maintain, enforce and, as necessary, update this Policy on financial conflicts of interest so that it complies with the DOE Interim COI Policy and make this Policy available via a publicly accessible website.
- (2) Inform each Investigator of the Policy, the Investigator's responsibilities regarding disclosure of significant financial interests, and of DOE's Interim COI Policy; and require each Investigator to complete training regarding the same prior to engaging in projects related to any DOE financial assistance award and at least every four years, and immediately when any of the following circumstances apply:
 - (a) EQT revises this Policy or related procedures in any manner that affects the requirements of Investigators;
 - (b) An Investigator is new to EQT; or



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- (c) EQT finds that an Investigator is not in compliance with this Policy or a related management plan.
- (3) If EQT carries out the DOE award through or with the assistance of one or more subrecipient, take reasonable steps to ensure that each subrecipient Investigator complies with this Policy by:
 - (a) Incorporating as part of a written agreement with the subrecipient terms that establish whether the financial conflict of interest policy of EQT or that of the subrecipient will apply to the subrecipient's Investigators.
 - (i) If the subrecipient's Investigators must comply with the subrecipient's financial conflict of interest policy, the subrecipient shall certify as part of the agreement referenced above that its policy complies with the DOE Interim COI Policy and the subrecipient shall make such policy available via a publicly accessible website. If the subrecipient does not have any current presence on a publicly accessible website (and only in those cases), the subrecipient shall make its written policy available to any requestor within five business days of a request. If the subrecipient cannot provide such certification, the agreement shall state that subrecipient Investigators are subject to the financial conflict of interest policy of EQT for disclosing financial conflicts of interest;
 - (ii) Additionally, if the subrecipient's Investigators must comply with the subrecipient's financial conflict of interest policy, the agreement referenced above shall specify time period(s) for the subrecipient to report all identified financial conflicts of interest to EQT. Such time period(s) shall be sufficient to enable EQT to provide timely FCOI reports, as necessary, to DOE, as required by the DOE Interim COI Policy;
 - (iii) Alternatively, if the subrecipient's Investigators must comply with EQT's financial conflict of interest policy, the agreement referenced above shall specify time period(s) for the subrecipient to submit all Investigator disclosures of significant financial interests to EQT. Such time period(s) shall be sufficient to enable EQT to comply



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timely with its review, management, and reporting obligations under the DOE Interim COI Policy.

- (b) Providing FCOI reports to the DOE Program Office regarding all financial conflict of interest of all subrecipient Investigators consistent with this Policy, *i.e.*, prior to the expenditure of funds and within sixty (60) days of any subsequently identified FCOI.

B. Investigator Disclosures

Each Investigator who is planning to participate in a DOE award shall:

- (1) Disclose to the Company's Designated Official the Investigator's significant financial interests (and those of the Investigator's spouse and dependent children)
 - (a) no later than the time of application for a DOE award; or (b) prior to participating in a Project funded under a DOE award if the Company seeks to add an Investigator after the time of application.
- (2) Disclose the occurrence of any reimbursed or sponsored travel 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; or a domestic research institute that is affiliated with a domestic Institution of Higher Education. Such disclosure shall include, at a minimum, the purpose of the trip, the identity of the sponsor/organizer, the destination, and the duration.
- (3) Submit an updated disclosure of significant financial interests at least annually, in accordance with the specific time period prescribed by EQT's Designated Official, during the period of the award. Such disclosure shall include any information that was not disclosed initially, or in a subsequent disclosure of significant financial interests (*e.g.*, any financial conflict of interest identified on a DOE award that was transferred from another non-Federal entity) and shall include updated information regarding any previously disclosed significant financial interest (*e.g.*, the updated value of a previously disclosed equity interest).



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- (4) Submit an updated disclosure of significant financial interests within thirty (30) days of discovering or acquiring (*e.g.*, through purchase, marriage, or inheritance) a new significant financial interest.

Each disclosure and updated disclosure must be signed and dated by the Investigator and include a certification statement that reads:

“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.”

EQT may involve the Investigator in the Designated Official’s determination of whether a significant financial interest is related to the Project funded under the DOE award. Noncompliance with the disclosure requirements, or willful misrepresentation in such disclosures, may subject an Investigator to disciplinary action up to and including termination of employment. In addition, Investigators shall be aware that any false, fictitious, or fraudulent information, or the omission of any material fact, on a disclosure, report, or other record required under the DOE Interim COI Policy may be subject to criminal, civil, or administrative penalties for fraud, false statements, false claims or otherwise. (U.S. Code Title 18, Sections 287 and 1001; and Title 31, 3729-3730 and 3801-3812).

C. Management and Reporting of Financial Conflicts of Interest

1. Roles and Responsibilities

EQT has designated Chase Busch, Director of Compliance, as its official to solicit and review disclosures of significant financial interests from each Investigator who is planning to participate in, or is participating in, the Project funded under a DOE award, including disclosures of subrecipient Investigators. The Designated Official shall determine whether an Investigator’s significant financial interest is related to a Project funded under a DOE award and, if so related, whether the significant financial interest is a financial conflict of interest.



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An Investigator's significant financial interest is deemed related to a Project funded under a DOE financial assistance award when the Company, through its Designated Official, 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 Project, or is in an entity whose financial interest could be affected by the Project. The Company may involve the Investigator in the Designated official's determination of whether a significant financial interest is related to the Project funded under the DOE award.

A significant financial interest is deemed to be a financial conflict of interest when the Company, through the Designated Official, reasonably determines that an Investigator's significant financial interest could directly and significantly affect the purpose, design, conduct, or reporting of the Project funded under a DOE award.

The Designated Official will take such actions as necessary to manage financial conflicts of interest, including any financial conflicts of a subrecipient Investigator. Management of an identified financial conflict of interest includes development and implementation of a management plan and, if necessary, a retrospective review and a mitigation report. The Designated Official must review and manage any potential, perceived, or actual financial conflicts of interest and provide reports to DOE as required in DOE's Interim COI policy.

In addition, the Designated Official shall be responsible for the following activities:

- (1) Identifying any Company Project that is wholly funded or partially funded under the DOE financial assistance award;
- (2) Identifying any individual that qualifies as an Investigator under DOE's Interim COI Policy and this Policy;
- (3) Providing employee orientation and annual COI training and ensuring all training requirements for Project personnel are met;
- (4) Informing each Investigator of this Policy and the Investigator's requirement to complete to disclose his or her significant financial interests: (a) no later than the time of application for the DOE award; or (b) prior to participating in a Project funded under a DOE award;
- (5) Ensuring each Investigator has completed the requirement to disclose his or her significant financial interests: (a) no later than the time of application for the DOE award; or (b) prior to participating in a Project funded under a DOE award;



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- (6) Ensuring all Investigators submit an updated disclosure of significant financial interests at least annually during the period of the Project's award, which shall include: (a) any information that was not initially disclosed to the Company; (b) any information that was not disclosed to the Company in any subsequent disclosures; and (c) any update information regarding any previously disclosed significant financial interest (*e.g.*, the updated value of a previously disclosed equity interest);
- (7) Soliciting and reviewing Investigator disclosures (including those completed by subrecipient Investigators) to determine whether an Investigator's significant financial interest is related to a Project funded under a DOE award and, if so related, whether the significant financial interest is a financial conflict of interest;
- (8) Providing a report with recommended actions to the Company's President for his or her review, approval, and further action (if applicable);
- (9) Completing, prior to the Company's expenditure of any funds under a DOE award, the review of all Investigator disclosures of significant financial interests, determining whether any of the disclosures relate to the Project funded under the DOE award, determining whether a financial conflict of interest exists; and, if so, developing and implementing a management plan that shall specify the actions that have been, and shall be, taken to manage such financial conflict of interest;
- (10) Providing initial and ongoing financial conflict of interest ("FCOI") reports, which identify any unmanaged or unmanageable financial conflicts of interest, to DOE as required in DOE's Interim COI Policy;
- (11) Maintaining records relating to all Investigator disclosures of financial interests and the Company's review of and response to such disclosures (whether or not a disclosure resulted in EQT's determination of a financial conflict of interest) and all actions under this Policy or retrospective review, if applicable, for the time period specified in 2 C.F.R. § 200.334 or, where applicable, from other dates specified in the individual award terms and conditions; and,
- (12) Ensuring the requirements in this COI Policy flow down to any subrecipient non-Federal entities engaged over the course of the project;

The Company will certify, prior to award, that it:



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- (1) Has in effect 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 from DOE;
- (2) Shall promote and enforce Investigator compliance with this Policy's requirements including those pertaining to disclosure of significant financial interests;
- (3) Shall manage financial conflicts of interest and provide initial and ongoing FCOI reports to DOE consistent with this Policy;
- (4) Agrees to make information available, promptly upon request, to DOE relating to any Investigator disclosure of financial interests and the non-Federal entity's review of, and response to, such disclosure, whether or not the disclosure resulted in the non-Federal entity's determination of a financial conflict of interest; and,
- (5) Shall fully comply with the requirements of this Policy.

In addition, the Company shall establish adequate enforcement mechanisms and provide for employee sanctions or other administrative actions to ensure Investigator compliance as appropriate.

2. Management of Financial Conflicts of Interest

Prior to the Company's expenditure of any funds under a DOE award, the Designated Official shall: (1) review all Investigator disclosures of significant financial interests; (2) determine whether any of the disclosures relate to the Project funded under the DOE award; (3) determine whether a financial conflict of interest exists; and, if so, develop and implement a management plan that shall specify the actions that have been, and shall be, taken to manage such financial conflict of interest.

A nonexclusive list of conditions or restrictions, one or more of which might be imposed to manage a financial conflict of interest, includes:

- (1) Public disclosure of the financial conflict of interest (*e.g.*, when presenting or publishing the Project);
- (2) For projects involving human subjects, disclosure of financial conflicts of interest directly to participants;

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- (3) 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;
- (4) Modification of the Project plan;
- (5) Change of personnel or personnel responsibilities, or disqualification of personnel from participation in all or a portion of the Project;
- (6) Reduction or elimination of the financial interest (*e.g.*, sale or divestiture of an equity interest); or
- (7) Severance of relationship(s) that create financial conflicts of interest.

3. New or Supplemental Disclosures of a Significant Financial Interest

Whenever, in the course of an ongoing Project funded under a DOE award, an Investigator who is new to participating in the Project discloses a significant financial interest or an existing Investigator discloses a new significant financial interest to the Company, the Designated Official shall, within sixty (60) days: (1) review the disclosure; (2) determine whether it is related to the Project funded under the DOE award; (3) determine whether a financial conflict of interest exists; and, if so, implement, on at least an interim basis, a management plan that shall specify the actions that have been, and will be, taken to manage such financial conflict of interest. Depending on the nature of the significant financial interest, the Company may determine that additional interim measures are necessary with regard to the Investigator's participation in the Project funded under the DOE award between the date of disclosure and the completion of EQT's review.

4. Identification of a Significant Financial Interest that was not Timely Disclosed by an Investigator or Previously Reviewed by the Company

Whenever EQT identifies a significant financial interest that was not disclosed timely by an Investigator or, for whatever reason, was not previously reviewed by the Company during an ongoing Project funded under a DOE award (*e.g.*, was not timely reviewed or reported by a subrecipient), the Designated Official shall, within sixty (60) days: (1) review the significant financial interest; (2) determine whether it is related to the Project funded under a DOE award; (3) determine whether a financial conflict of interest exists; and, if so:

- (a) Implement, on at least an interim basis, a management plan that shall specify the actions that have been and will be taken to manage such financial conflict of interest going forward;

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- (b) In addition, whenever a financial conflict of interest is not identified or managed in a timely manner, including failure by the Investigator to disclose a significant financial interest that is determined by EQT to constitute a financial conflict of interest; failure by EQT to review or manage such a financial conflict of interest; or failure by the Investigator to comply with a financial conflict of interest management plan, the Designated Official shall, within 120 days of EQT's determination of noncompliance, complete a retrospective review of the Investigator's activities and the Project funded under the DOE award 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 such Project.
- (c) The Company shall document the retrospective review, including, but not necessarily be limited to, all of the following key elements:
 - (i) DOE award number;
 - (ii) Project title;
 - (iii) PI or contact PI if a multiple PI model is used;
 - (iv) Name of the Investigator with the financial conflict of interest;
 - (v) Name of the entity with which the Investigator has a financial conflict of interest;
 - (vi) Reason(s) for the retrospective review;
 - (vii) Detailed methodology used for the retrospective review (*e.g.*, methodology of the review process, composition of the review panel, documents reviewed);
 - (viii) Findings of the review; and
 - (ix) Conclusions of the review.
- (d) Based on the results of the retrospective review, if appropriate, the Company shall update the previously submitted financial conflict of interest report, specifying the actions that will be taken to manage the financial conflict of interest going forward.



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- (e) If bias is found, EQT shall 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 described above, a description of the impact of the bias on the Project, and EQT'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, EQT will submit FCOI reports annually, as specified elsewhere in this Policy. DOE Program Offices may, by language in Funding Opportunity Announcements (FOAs) or by term and condition of award, require more frequent reporting for awards. Depending on the nature of the financial conflict of interest, EQT may determine that additional interim measures are necessary with regard to the Investigator's participation in the Project funded under the DOE award between the date that the conflict of interest or the Investigator's noncompliance is determined and the completion of the Company's retrospective review.

5. Monitoring Management Plan

Whenever EQT implements a management plan pursuant to this Policy, the Company shall monitor Investigator compliance with the management plan on an ongoing basis until the completion of the DOE award.

6. Public Accessibility to Information Concerning Significant Financial Interests

Prior to EQT's expenditure of any funds under a DOE award, the Company shall ensure public accessibility, via a publicly available website or written response to any requestor within five (5) business days of a request, of information concerning any significant financial interest disclosed to EQT that meets the following three criteria: (1) the significant financial interest is still held by the senior/key personnel as defined by this Policy; (2) the Company determined that the significant financial interest is related to the Project funded under the DOE award; and (3) the Company determined that the significant financial interest is a financial conflict of interest.

The following information, at a minimum, shall be provided: (a) the Investigator's name; (b) the Investigator's title and role with respect to the Project; (c) the name of the entity in which the significant financial interest is held; (d) the nature of the significant financial interest; and (e) the approximate dollar value of the significant financial interest (dollar ranges are permissible: \$0 -



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\$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.

If the Company uses a publicly accessible website for the purposes of this subsection, the information that the Company posts shall be updated at least annually. In addition, EQT shall update the website within sixty (60) days of its receipt or identification of information concerning any additional significant financial interest of the senior/key personnel for the Project funded under the DOE award that was not previously disclosed, or upon the disclosure of a significant financial interest of senior/key personnel new to the Project, if the Company determines that the significant financial interest is related to the Project and is a financial conflict of interest. The website shall note that the information provided is current as of the date listed and is subject to updates, on at least an annual basis and within sixty (60) days of the Company's identification of a new financial conflict of interest.

If the Company responds to written requests for purposes of this subsection, the Company will note in its written response that the information provided is current as of the date of the correspondence and is subject to updates, on at least an annual basis and within sixty (60) days of EQT's identification of a new financial conflict of interest, which should be requested subsequently by the requestor.

Information concerning the significant financial interests of an individual subject to these public information accessibility requirements shall remain available, for responses to written requests, or for posting to the Company's public website, as the case may be, for at least three (3) years from the date that the information was most recently updated.

7. Reporting of Financial Conflicts of Interest

Prior to EQT's expenditure of any funds under a DOE-funded Project, the Designated Official shall provide to the DOE Program Office a financial conflict of interest report regarding any Investigator's *unmanaged or unmanageable* significant financial interest found by EQT to be conflicting. DOE Program Offices may, by language in FOAs or term and condition of award, also require that the Company's financial conflict of interest report list any Investigator's significant financial interest found by EQT to be conflicting and addressed by a management plan in accordance with this Policy.

EQT shall provide, on request, financial conflict of interest reports and supporting documentation about any significant financial interest found by the Company to be conflicting, regardless of whether or not the conflict has been managed, mitigated, or eliminated. The Company is not



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required to submit a FCOI report to the DOE Program Office where a financial conflict of interest is identified and eliminated prior to the expenditure of DOE-awarded funds.

For any significant financial interest that EQT identifies as conflicting subsequent to its initial FCOI report during an ongoing project funded under a DOE award (*e.g.*, upon the participation of an Investigator who is new to the Project), the Designated Official shall:

- (1) **[Applicable when a DOE Program Office requires EQT to include only unmanaged or unmanageable Investigator financial conflict of interest in the FCOI report]** Provide to DOE within sixty (60) days, an FCOI report regarding the financial conflict of interest if the Designated Official determines that the FCOI is unmanageable. Where such FCOI report involves a significant financial interest that was not disclosed timely by an Investigator or, for whatever reason, was not previously reviewed or managed by the Company (*e.g.*, was not timely reviewed or reported by a subrecipient), the Company also is required to complete a retrospective review to determine whether any Project funded under a DOE award or portion thereof conducted prior to the identification of the financial conflict of interest was biased in the purpose, design, conduct, or reporting of such Project. Additionally, pursuant to Section IV.C.4., if bias is found, the Company is required to notify the DOE Program Office promptly and submit a mitigation report to the DOE Program Office.
- (2) **[Applicable when a DOE Program Office requires EQT to include all Investigator FCOIs – including managed and unmanaged/unmanageable FCOIs – in the FCOI Report]** Provide to DOE within sixty days, an FCOI report regarding the financial conflict of interest and ensure that the Company has implemented a management plan in accordance with this Policy. Pursuant to Section IV.C.4., where such FCOI report involves a significant financial interest that was not disclosed timely by an Investigator or, for whatever reason, was not previously reviewed or managed by EQT (*e.g.*, was not timely reviewed or reported by a subrecipient), the Company also is required to complete a retrospective review to determine whether any Project funded under a DOE award, or portion thereof, conducted prior to the identification and management of the financial conflict of interest was biased in the purpose, design, conduct, or reporting of such Project. Additionally, pursuant to Section IV.C.4., if bias is found, EQT is required to notify the DOE Program Office promptly and submit a mitigation report to the DOE Program Office.



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- (3) Any FCOI report required under subsections (1) or (2) of this section shall include sufficient information to enable DOE to understand the nature and extent of the financial conflict, and to assess the appropriateness of EQT's management plan. Elements of the FCOI report shall include, but are not necessarily limited to the following:
- (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 EQT's determination that there is a conflict with such project; and
 - (h) **[Applicable when a DOE Program Office requires EQT to include all Investigator FCOIs – including managed and unmanaged/unmanageable FCOIs – in the FCOI Report]** A description of the key elements of EQT's management plan, including:
 - (i) Role and principal duties of the conflicted Investigator in the Project;
 - (ii) Conditions of the management plan;



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- (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.
- (4) For any financial conflict of interest previously reported by EQT with regard to an ongoing Project funded under a DOE award, EQT's designated official will provide DOE with an annual FCOI report that addresses the status of the financial conflict of interest and, if applicable, any changes to the management plan for the duration of the DOE award.
- (5) In addition to the annual FCOI report, if and to the extent required by DOE, the Company shall routinely submit all or some Investigator disclosures of financial interests in these, or other, circumstances:
 - (a) As part of monitoring EQT's compliance with this Policy;
 - (b) Bankruptcy or other legal winding down;
 - (c) Acquisition of EQT by a foreign entity, where "acquisition" includes a foreign entity obtaining a controlling interest in the EQT; or
 - (d) As otherwise set forth in 2 C.F.R. part 200, as amended by 2 C.F.R. part 910.

V. ORGANIZATIONAL CONFLICT OF INTEREST (OCOI)

The Company is committed to effectively identifying, preventing, and/or mitigating any situation that may give rise to an actual or potential organizational conflict of interest in DOE financial assistance awards. EQT shall disclose in writing any actual or potential organizational conflict of interest to the DOE Program Office. As detailed in Federal Acquisition Regulation ("FAR") Subpart 9.5, there are three broad categories of organizational conflicts of interest:

- (1) **Biased ground rules:** Consists of situations in which a firm, as part of its performance of a government contract, has in some sense set the ground rules for



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another government contract by, for example, writing the statement of work or the specifications. In these “biased ground rules” cases, the primary concern is that the firm could skew the competition, whether intentionally or not, in favor of itself. See FAR 9.505–1; FAR 9.505–2. These situations may also involve a concern that the firm, by virtue of its special knowledge of the agency’s future requirements, would have an unfair advantage in the competition for those requirements.

- (2) **Impaired objectivity:** Consists of cases where a firm’s work under one government contract could entail its evaluating itself, either through an assessment of performance under another contract or an evaluation of proposals. See FAR 9.505–3. In these “impaired objectivity” cases, the concern is that the firm’s ability to render impartial advice to the government could appear to be undermined by its relationship with the entity whose work product is being evaluated. See *id.*
- (3) **Unequal access to information:** Consists of situations in which a firm has access to nonpublic information as part of its performance of a government contract and where that information may provide the firm a competitive advantage in a later competition for a government contract. See FAR 9.505–4.

EQT shall provide the disclosure to DOE in an application for financial assistance or prior to engaging in a procurement or transaction using DOE funds with a parent, affiliate, or subsidiary organization. The elements of the disclosure shall include, but are not limited to the following:

- (1) The name, address, and website (as applicable) of the entity that presents a potential or actual organizational conflict of interest;
- (2) The relationship between EQT and the entity at issue;
- (3) The nature of the anticipated procurement or other transaction with the parent, affiliate, or subsidiary organization; the anticipated value of the procurement or other transaction; and the basis for making the procurement or other transaction with a parent, affiliate, or subsidiary organization;
- (4) The basis for EQT’s determination regarding the existence of an organizational conflict of interest; and
- (5) How EQT will avoid, neutralize, or mitigate the organizational conflict of interest.

If the effects of the actual or potential organizational conflict of interest cannot be avoided, neutralized, or mitigated, the anticipated procurement or other transaction using DOE funds may



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not be made. Where there is an organizational conflict of interest that cannot be avoided, neutralized, or mitigated, EQT must procure goods and services from other sources when using DOE funds.

VI. VIOLATIONS AND REMEDIES

A. Violations by Investigators

When faced with an actual or potential conflict of interest, employees and/or Investigators will make full disclosure to the Designated Official in accordance with this Policy and withdraw from discussions and decisions.

The failure of an Investigator to comply with this Policy may result in disciplinary actions. Traditional responses to misconduct typically progress from counseling to warnings in the form of oral or written reprimands, to suspensions with or without pay, and finally to dismissal. A breach of these conflict of interest rules may, in an extreme case, such as intentional misconduct, constitute a repudiation of the employment contract resulting in immediate termination.

In addition, if the failure of an Investigator to comply with this Policy or a management plan appears to have biased the purpose, design, conduct, or reporting of the Project funded under a DOE award, EQT shall promptly notify the DOE of the failure to comply and of the corrective action taken or to be taken. Where DOE refers the matter to the Company for further action, EQT shall incorporate any directions or recommended actions on how to maintain appropriate objectivity in the Project funded under the DOE award. This may require, for example, that the Company enforce any applicable corrective actions prior to a DOE award or when the transfer of a DOE award involves such an Investigator.

B. Violations by the Company

If EQT fails to disclose an organizational conflict of interest to DOE prior to engaging in a procurement or transaction using DOE funds with a parent, affiliate, or subsidiary organization, EQT recognizes that the costs of such procurement or transaction may be disallowed. Further, if the organizational conflict of interest is not avoided, neutralized, or managed, EQT recognizes that DOE may determine that imposition of specific award conditions under 2 C.F.R. § 200.208 and/or 2 C.F.R. § 200.339 is necessary and EQT will comply with such conditions.