**ITP Form C**

**CONFLICT OF INTEREST DISCLOSURE STATEMENT**

**INSTRUCTIONS:**

* + 1. Submit one copy of ITP Form C completed by the Proposer. For the avoidance of doubt, only one copy is required despite a Proposer submitting Proposals for multiple NEVI Zones. Proposer should delete any bracketed and italicized text and replace with the information requested therein.
    2. The Proposer's Designated Representative must sign this ITP Form C on behalf of the Proposer where indicated.
    3. If the Proposer has no conflicts to disclose, the Proposer’s Designated Representative must sign a single copy of this form on behalf of the Proposer. If the Proposer has one or more conflicts to disclose, each entity with a conflict must prepare and sign a duplicated ITP Form C, which must also be signed by the Proposer’s Designated Representative.

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| **NAME OF PROPOSER:** [*Insert Name of Proposer*] |

Proposer’s attention is directed to 23 CFR Part 636 Subpart A and in particular to Subsection 636.116 regarding organizational conflicts of interest. Section 636.103 defines “organizational conflict of interest” as follows:

Organizational conflict of interest means that because of other activities or relationships with other persons, a person is unable or potentially unable to render impartial assistance or advice to the owner, or the person's objectivity in performing the contract work is or might be otherwise impaired, or a person has an unfair competitive advantage.

Proposer’s attention is also directed to ITP Section 1.6 and the laws, policies and matters referenced therein. Proposers are advised that in accordance with ITP Section 1.6, certain firms and individuals will not be allowed to participate on any Proposer’s team for the Project(s) because of their work with ADOT in connection with the Project procurement and document preparation.

1. **Disclosure Pursuant to 23 CFR 636.116(a)(2)(v), ADOT Conflict of Interest Policy and Arizona Laws**

In the space provided below, and on supplemental sheets as necessary, identify all relevant facts relating to past, present, or planned interest(s) of the Proposer’s team (including the Proposer, Developer, team members, proposed consultants and proposed subcontractors, and their respective chief executives, directors, and key project personnel) that may result, or could be viewed as, an organizational conflict of interest in connection with this RFP. Such disclosure is required for organizational conflicts of interest as defined or described in 23 CFR 636.103 and in the laws and other policies referenced in ITP Section 1.6.

Proposer must disclose (a) any current contractual relationships with ADOT, (b) any past, present, or planned contractual or employment relationships with any ADOT member, officer, or employee; and (c) any other circumstances that might be considered to create a financial interest in the Project Agreement(s) by any ADOT member, officer, or employee if Proposer is awarded a Project Agreement. Proposer should also disclose matters such as ownership of 10% or more of the stock of, or having directors in common with, any of the following ADOT consultants:

* Mayer Brown LLP
* Nossaman LLP
* HDR, Inc.
* KPMG LLC
* CDM Smith Inc.
* Sperry Capital Inc.
* Kenneth A. Smith Consulting LLC
* AECOM

Proposer must also disclose contractual relationships with any such ADOT consultant in the nature of a joint venture, as well as relationships wherein the consultant is a contractor or consultant (or subcontractor or subconsultant) to Proposer or a member of Proposer’s team. The foregoing is provided by way of example and shall not constitute a limitation on the disclosure obligations.

If (a) Proposer made a prior disclosure to ADOT regarding an actual, potential or perceived conflict of interest, (b) Proposer determines such disclosure met the foregoing disclosure requirements, and (c) ADOT issued an eligibility determination, then please state below (i) the circumstance, (ii) a certification that Proposer previously disclosed all required information and (iii) the date of ADOT’s letter or notice of the eligibility determination.

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1. **Explanation**

In the space provided below, and on supplemental sheets as necessary, identify steps that have been or will be taken to avoid, neutralize, or mitigate any organizational conflicts of interest described herein. If Proposer previously proposed, or if ADOT previously issued an eligibility determination specifying, steps to be taken to avoid, neutralize or mitigate an organizational conflict of interest, then please identify the correspondence or notice that set forth such steps and certify that they will be followed.

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1. **Certification**

The undersigned hereby certifies that, to the best of his or her knowledge and belief, no interest exists that is required to be disclosed in this Conflict of Interest Disclosure Statement, other than as disclosed above.

1. **Proposer’s Designated Representative**

Proposer’s Designated Representative

Title

Signature

Date: