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| **ATTACHMENT 4**  **CONTRACTOR/OFFEROR CONFLICT OF INTEREST**  **(OCT 2020)** | | |
| **(Contractor/Offeror)** – In accordance with Solicitation/Contract Attachment 3, Section 10, please include all of the following information contained herein (A. through D.) with your proposal submission or during contract performance, as required. (NOTE: A response must be provided even if no conflict exists). Because all of the information to be submitted cannot be contained in this template, a Table of Contents shall be provided with your submission. Use of this actual template is not required.  This template is provided as a sample of the type of information CMS requires for adequate analysis. If the contractor/offeror uses its own template or form, the offeror/contractor should ensure that, at a minimum, the information that would have otherwise been captured in this template is provided. | | |
| **NAME OF OFFEROR/CONTRACTOR/SUBCONTRACTOR:** | | **DATE SUBMITTED:** |
| **SUBMISSION TYPE:**  Initial Submission for Offerors (Solicitation) Revised Submission for Contractors (Post-award) | | |
| **SOLICITATION #: 230536** | **CONTRACT #:** | |
| 1. **DESCRIPTION OF CORPORATE AND ORGANIZATIONAL STRUCTURE:**   Contractors/Offerors shall provide:   1. High level organizational charts that show the complete corporate organizational structure of the Contractor/Offeror, to include parent and affiliated (as defined in FAR 2.101) organizations, as applicable; 2. Internal organization chart of the entity performing the work; and, 3. Narrative explanation of structure/ownership. | | |
| **B. DESCRIPTION OF ALL ACTUAL, POTENTIAL, AND/OR APPARENT COIs AND FINANCIAL INTERESTS/RELATIONSHIPS:**  Contractors/Offerors shall provide the following:   1. **COI OVERSIGHT PROCESS:** Describe the COI oversight process including, but not limited to, how the contractor identifies and resolves organizational and personal COIs (See Attachment 3, Section 10). 2. **DISCLOSURE OF CONTRACTS THAT COULD POSE AN ACTUAL, POTENTIAL, AND/OR APPARENT COI:**  Disclose all current/active and known future *non-foreign* contracts that give rise to an actual, potential, and/or apparent COI, for itself, its parent(s) and affiliate(s) (as defined in FAR 2.101*)*, including potential subcontracts. P**lease copy all lines below the header for each listed contract using the table below:**  |  |  |  |  |  |  |  | | --- | --- | --- | --- | --- | --- | --- | | **Prime Contractor or Subcontractor other Relationship?** | **Name of Customer with which you are under contract** | **Contract #** | **Period of Performance** | **Total Contract Value** | **\*COI**  **Actual,**  **Potential or**  **Apparent** | **\*\*Type of COI**  **UA, BG and/or IO**  **(See below)** | |  |  |  |  |  |  |  | | **Description of Supplies/Services:** | | | | | | | | **Explanation: Provide explaination as to why the contract is or is not a conflict and provide mitigation (see #4 below) as applicable** | | | | | | |   \* State whether any disclosed COI is:   * Actual, * Potential, and/or * Apparent COI   \*\* State whether the Actual, Potential or Apparent conflict is:   * UA – Unequal Access, * BG – Biased Ground Rules, or * IO – Impaired Objectivity.   (See Solicitation/Contract Attachment 3, Section 10 for definition of COI and explanation of UA, BG, IO)   1. **FINANCIAL INTERESTS/RELATIONSHIPS**: As defined in Attachment 3, Section 10, any organizational Financial Interests/Relationships that cause an actual, potential, and/or apparent UA, BG and/or IOconflict of interest shall be disclosed in sufficient detail for the Government’s independent analysis using the table below.  |  |  |  | | --- | --- | --- | | **Name of entity with which you have a Financial Interest / Relationship** | **\*COI**  **Actual, Potential or Apparent** | **\*\* Type of COI**  **UA, BG and/or IO** | | **Description of Financial Interest or Relationship:** | | | | **Explanation: Provide explaination as to why the relationship is or is not a conflict and provide mitigation (see #4 below) as applicable.** | | |   \* State whether any disclosed COI is:   * Actual, * Potential, and/or * Apparent COI   \*\* State whether the Actual, Potential or Apparent conflict is:   * UA – Unequal Access, * BG – Biased Ground Rules, or * IO – Impaired Objectivity.   (See Solicitation/Contract Section H.1 for definition of COI and explanation of UA, BG, IO)   1. **CONFLICT OF INTEREST MITIGATION (See Solicitation/Contract Attachment 3, Section 10.b for definition of “Mitigation”):** For each actual, potential, and/or apparent UA, BG and/or IOconflicts of interest identified in B.2. or B.3. above, provide a proposed mitigation plan for Contracting Officer consideration. The mitigation plan shall include the following, at a minimum: 2. Description of the COI including whether it is actual, potential or apparent; 3. Rationale for identification of one (1) or more of the three (3) types of COIs (UA, BG and/or IO); 4. Mitigation strategy for COI; 5. Time frames for resolving the COI; and 6. Plan for monitoring COIs. | | |
| **C. PERSONAL CONFLICTS OF INTEREST (PCI) - See Solicitation/Contract Attachment 3, Section 10.b for definition**   1. **PCI DISCLOSURES & ANALYSIS**: The Contractor/Offeror shall ensure that the organization has analyzed each PCI Financial Disclosure to determine whether actual, potential, and/or apparent PCIs exist. Information should be gathered and analyzed for all governing body members (e.g., board of directors, trustees, etc) and principals of the organization as defined by FAR 52.203-13 and for each manager and key personnel who would be, or are involved with the performance of the contract.   To assist in the identification and analysis, the offeror/contractor should consider the following, at a minimum, in determining if personal conflicts of interest are present. ***This information shall not be disclosed to the Government***.   * Assets, sources of income, outside positions, etc for self, spouse/domestic partner and/or any dependent; * Assets and healthcare related income arrangements or agreements to include healthcare related stock, bond, sector fund, employer or business fees, commissions, honoraria, real estate investment, for self, spouse/domestic partner and/or any dependent; * Liabilities for self, spouse/domestic partner and/or any dependent; * Non-employer healthcare travel-related reimbursements or gifts;  1. **Mitigation Plan**: In the event a PCI is identified, disclosure and mitigation shall be provided in B.4 above with the removal of individual names. | | |
| **D. SUBCONTRACTORS (Pre and Post award):**  The Prime Contractor/Offeror shall be responsible for conducting an analysis of each of its Subcontractors’ COI submissions in order to ensure that the Subcontractor can perform services conflict-free. The Prime Contractor/Offeror shall include each of its Subcontractors’ analysis with its proposal. ***The Prime Contractor shall not submit the underlying Attachment 4 Subcontractor disclosures to CMS.***  The Prime Contractor’s/Offeror’s analysis of each Subcontractor’s COI submission shall include:   * Whether the Subcontractor responded to all of the COI submission criteria stated herein; * A determination of whether an actual, potential and/or apparent UA, BG and/or IO COI has been, or must be, mitigated; * An analysis of each Subcontractor’s mitigation strategy; and, * If a COI must be mitigated, a recommendation to the Contracting Officer of the acceptability of the mitigation strategy. | | |