***Professional Services Conflict of Interest (COI) Guidelines***

The nature of professional services agreements creates the potential for conflicts of interest (COI). The Idaho Transportation Department (Department) has developed these *Professional Services* *Conflict of Interest Guidelines* (COI Guidelines) and a disclosure process for management and evaluation of these conflicts and the appearance of conflicts. The COI Guidelines are intended to outline applicable regulations and consideration and describe the COI disclosure process. The purpose of the COI Guidelines is to clarify the Department’s policy on potential conflicts of interest that may arise when consultants, sub-consultants, contractors and subcontractors perform work for the Department relating to a potential project.

Discussion

Both state and federal regulations govern disclosure and management of conflicts of interest in highway contracting processes. (2 CFR 200.112 and 23 CFR 1.33)

The Department also has a Ethics, Conflict of Interest, and Personal Conduct policy regarding the actions of Department employees, which is explained in the Idaho Transportation Department Administrative Policy 5021.

Sections 40-116 of Idaho Code also applies to potential Department procurements for architectural or engineering professional services and requires that reasonable efforts be made to avoid, mitigate, or neutralize organizational conflicts of interest.

The Idaho Board of Licensure of Professional Engineers and Land Surveyors has a conflict of interest rule applicable to professionals licensed by the board, found in Idaho Administrative Code (IDAPA) 10.01.02 Subpart 008 Conflict of Interest.

*Conflict of Interest Disclosure Process*

A Proposer shall review the codes listed above and the Department’s Professional Services Agreement Procedures (PSAP) Manual, Section 120.1

The identification, assessment, and management of actual or potential conflicts of interest are a joint task between the Department and each Proposer. It requires both parties to work together in an atmosphere of candor and accountability. As the owner, the Department makes the final determination as to whether a conflict of interest exists and the adequacy of any COI management plan offered by each Proposer.

Any Proposer who believes a conflict may exist after reviewing these Guidelines and any additional information provided on the Department’s website may submit a COI Disclosure/ Determination Form. This form can be found on the Consultant Services Group page of the ITD Website

The Department’s COI determination is based on a number of factors such as:

* Situational Facts – description of the situation and all known facts specific to the actual or perceived COI
* Type of Work - specific product or service and contract(s) involved
* Architecture & Engineering Services - specific disciplines involved
* Relationship to management - specific interactions with Department decision-makers
* Public disclosure - timing and availability of product or service

*It is important to understand that the specific facts disclosed in any COI situation will be unique to that situation. Therefore, the decisions and conclusions reached in one situation may or may not be directly applicable to another. For example, the definition of “Low-Level Documents”**does not isolate an Entity producing them from a potential COI situation. The ultimate determination will take into account other factors including but not limited to those described above.*