The Nature Conservancy

CONFLICT OF INTEREST DISCLOSURE FORM

[Read and delete] The date in Section 1(a) is changed annually at the start of each fiscal year and the attached list of key employees and Board members is updated periodically. Please confirm that you have the most recent form, then DELETE this instruction before using the form. [Click here](https://connect.tnc.org/Departments/legal/legaltopics/Pages/Legal%20%20Resources%20for%20Clients%20%20Conflicts%20of%20Interest.aspx) to access this form in Spanish, Portuguese, Chinese, and Bahasa Indonesian.

It is the policy of The Nature Conservancy (“TNC”) to identify actual, potential or perceived conflicts of interest in any situation in which TNC has a significant business interest. To assist TNC in complying with this policy, we request that all individuals and/or organizations that will be involved in a proposed transaction with TNC complete this form.

**TRANSACTION** *(TNC staff complete transaction section)*

For **Real Estate transactions**, describe the property, its size and the type of deal (e.g., purchase or sale, gift, fee, easement, or other).

For **all other transactions**, describe the type of agreement (e.g., service contract, grant, etc.).

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\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

**Total dollar value of transaction**: $\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

**[For cashless barter transactions, provide the value of the benefits being provided each party.]**

**PARTIES**

Please check the box to indicate the type of party for which this form is being completed, list all individuals and/or

organizations that will be involved in this transaction, then complete the applicable section that follows. An

“organization” includes a for profit corporation, partnership, trust, estate, joint venture, limited liability corporation,

professional corporation or unincorporated entity of any kind, a foundation, public board, commission, and a 501(c)(3) or

other charitable organization.

|  |  |
| --- | --- |
|  | **Individuals (list all, then complete Section 1): \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_** |
|  | **For Profit Organizations (list all, then complete Section 2):\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_** |
|  | **Not for Profit Organizations (list all, then complete Section 3):\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_** |

**Note: Please refer to the attached list of TNC key employees and current and prior members of TNC’s Board of**

**Directors when completing the rest of this form.**

1. **INDIVIDUALS:**

**Please check all that apply and attach an explanation for any “Yes” answers.**

|  |  |  |
| --- | --- | --- |
|  | **Yes** | **No** |
| 1. Are you now, or have you been at any time since July 1, 2011, a **TNC “key employee”** or a **member of the TNC Board of Directors** as identified on the attached list? |  |  |
| 1. Are you now or have you been in the past 12 monthsa **TNC employee** (other than a key employee), a **Chapter Trustee** or member of a **Country Program Advisory Council**? |  |  |
| 1. Have you **contributed** **to TNC** U.S. $5 million or more during the current year, or U.S. $25 million or more, cumulatively, in this year and the prior five (5) years? |  |  |
| d. To your knowledge, are you a **Family Member** of any individual identified in paragraph a, b or c above? (For these purposes, the term “Family Member” includes the individual’s spouse, ancestors, brothers and sisters (whether whole or half-blood), children (whether natural or adopted), grandchildren, great-grandchildren, and spouses of brothers, sisters, children, grandchildren, and great-grandchildren; and any person with whom the covered person shares living quarters under circumstances that closely resemble a marital relationship or who is financially dependent upon the covered person.) |  |  |

1. **FOR PROFIT ORGANIZATIONS**:

**Please check all that apply and attach an explanation for any “Yes” answers.**

|  |  |  |
| --- | --- | --- |
|  | **Yes** | **No** |
| 1. Has the organization made total aggregate contributions to TNC (i) during the current year of U.S. $5 million or more, or (ii) during the current and last five (5) years of U.S. $25 million or more? |  |  |
| 1. Now or at the time of the proposed transaction, does or will any **TNC employee (includes former TNC employee who left within last year); member of TNC’s Board of Directors; or TNC Chapter Trustee or Advisory Council member (includes former ones who served within the last year)**, individually or collectively with other such persons (including **Family Members** of such persons; see Section 1(d) above for definition of Family Members), **own more than 35% of the stock or value of the organization** (directly or indirectly)**,** or have the legal or *de facto* **power to exercise a controlling influence over the organization’s management or policies**, e.g., as an officer, key management employee, board member or partner? |  |  |
| 1. Now, or at the time of the proposed transaction, have or will any members of **TNC’s current Executive Team or Board of Directors** (see attached list) serve as:  * an officer, director, trustee, key employee, or partner; or * if the entity is a limited liability corporation, a member; or * if the entity is a professional corporation, a shareholder? |  |  |

1. **NON PROFIT ORGANIZATIONS**

**Please check all that apply and attach an explanation for any “Yes” Answers.**

|  |  |  |
| --- | --- | --- |
|  | **Yes** | **No** |
| 1. Now or at the time of the proposed transaction, have or will any **TNC employee (includes former TNC employee who left within last year); member of TNC’s Board of Directors; Chapter Trustees, Country Program Council Advisors (includes former ones who served within the last year)**, or **Family Members** of any of these, individually or collectively, **have the ability to control management of the entity**? See Section 1(d) above for definition of Family Members. |  |  |

**Individuals who in the current fiscal year (FY16) are or during the preceding five fiscal years have been a Conservancy “key employee” or a member of the Board of Directors:**

**Key Employees**

**Current Executive Team**

Jim Asp

Justin Adams

David Banks

Charles Bedford

Giulio Boccaletti

Mark Burget

Maria Damanaki

Mario D’Amico

William Ginn

Wisla Heneghan

Steve Howell

Joe Keenan

Brian McPeek

Pascal Mittermaier

Glenn Prickett

Lois Quam

Aurelio Ramos

Lynn Scarlett

Heather Tallis

Mark Tercek

Michael Tetreault

Peter Wheeler

Janine Wilkin

Heather Wishik

**Other/Former Key Employees**

Karen Berky

Rebecca Bowen

John Cook

Addison Dana

Rebecca Girvin-Argon

Santiago Gowland

Katherine Imhoff

Lynne Hale

Peter Kareiva

Michelle Lakly

Russell Leiman

Robert McKim

Catherine Nardone

Craig Neyman

Karen Poiani

Geof Rochester

Angela Sosdian

Michael Sweeney

Philip Tabas

Elizabeth Ward

**Current Board of Directors (FY ‘16)**

David Blood

Shona L. Brown

Gretchen C. Daily

Steven A. Denning

Joseph H. Gleberman

William Frist

Jane Lubchenco

Jack Ma

Claudia Madrazo

Craig McCaw

Thomas J. Meredith

Thomas Middleton

Ana M. Parma

Stephen Polasky

James E. Rogers

Vincent Ryan

Brenda Shapiro

Mark Tercek

Thomas J. Tierney

Moses Tsang

Frances A. Ulmer

P. Roy Vagelos

Margaret C. Whitman

Ying Wu

**Prior Board Members (FYs ’11-’15)**

Teresa Beck

Gordon Crawford

Jeremy Grantham

Harry Groome

Frank E. Loy

Roger Milliken, Jr.

James C. Morgan

Roberto Hernández Ramirez

John P. Sall

Cristián Samper

Muneer A. Satter

Georgia Welles

Shirley Young

**SIGNATURES**

The undersigned certifies that the information in the disclosure form is true and correct to the best of his/her knowledge.

**Signatures for Organizations: Signatures for Individuals**

Name of Organization: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Signature: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Signature: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Printed name: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Printed name of person: \_\_\_\_\_\_\_\_\_\_\_\_\_\_ Date: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Title: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Signature: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Date: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Printed name: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_