



# **Hallen Environmental Services, LLC.**

**4270 Austin Boulevard  
Island Park, New York 11558**

## **CONFLICT OF INTEREST PLAN**

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## INTRODUCTION

Hallen Environmental Services, LLC. (hereinafter referred to as HES) recognizes the need to identify and avoid any real, potential, or perceived organizational or personal conflict of interest that could have an impact on the integrity of work performed for clients. HES will monitor its business activities to prevent and/or avoid organizational or personal conflicts of interest in accordance with this plan.

HES, has established this Conflict of Interest Plan (hereinafter referred to as COI) to define procedures for the identification; avoidance; neutralization; or mitigation of COI; staff training; and enforcement of HES policies and procedures. The plan describes interactive databases and associated search procedures designed to detect and identify possible COI situations and thereby to ensure that its contracts with U.S, State or Local Government agencies or Commercial / Private Clients as required, either as a prime contractor or subcontractor, are in compliance with contract requirements.

HES's COI Plan is managed by the Contract Manager. The Contract Manager is responsible for maintaining the COI process and ensuring that all COI identified are properly documented, the COI data base is continually updated, and all other components of the HES COI Plan are functioning properly.

As part of our COI plan, HES warrants that, to the best of our knowledge and belief, there are no relevant facts or circumstances which could give rise to an organizational conflict of interest, as defined in the Federal Acquisition Regulations (FAR) Subpart 9.5, and that HES has disclosed all such relevant information. HES is not a potentially responsible party (PRP) at any sites. Also, HES is not presently involved in any related work for PRPs at any privately funded sites. Any affiliate laboratories or waste Transportation, Storage and Disposal facilities (TSDF's) associated with HES or any of our joint venture partners, team partners or subcontractors will be precluded from competing for such services.

Conflict of Interest Plan Approved by:

Shepard T Poole, Managing Member  
Hallen Environmental Services, LLC

Mike Hickey, Manager of Construction Operations  
Hallen Environmental Services, LLC

Adrian Gill, Director of Environmental Services  
Hallen Environmental Services, LLC

Joseph Bozzello, Contract Manager  
Hallen Environmental Services, LLC

## **A. DEFINITIONS**

### **1. Organizational Conflicts of Interest – General**

- a. Organizational COI refers to a circumstance where HES has interests (past or present) which may diminish its capacity to give impartial, technically sound, objective assistance or advice or that may otherwise result in a biased work product, or result in an unfair competitive advantage.
- b. An Organizational COI may result when factors create an actual or potential COI on a current contract, or when the nature of the work to be performed on the current contract creates an actual or potential COI on a future acquisition [FAR §9.502].
- c. Any previous, current, or future relationship with another organization, or financial interest in those organizations, that could compromise the integrity, including confidentiality, of the contract work may result in organizational COI.
- d. Working on projects for clients with conflicting objectives may result in organizational COI.
- e. Working on a particular project that could, without some restriction on future activities, result in an unfair competitive advantage to the contractor or impair the contractor's objectivity in performing the contract work may result in organizational COI.

### **2. Personal Conflicts of Interest**

- a. Personal COI refers to a situation that exists when an employee is unable to render impartial assistance or advice to a client or if the employee's objectivity in performing project work is or might be impaired.
- b. Personal COI may result from an employee's previous employment, work assignment, or other personal involvement that could compromise the integrity of the contract work.
- c. Personal COI may result from an employee's outside business interest, financial holdings, or the financial interests of the employee's immediate family that could put the employee in a position of personal gain.
- d. Personal COI may result from other activities or relationships with other persons that make a person unable or potentially unable to render impartial assistance or advice to the client, that impair that person's objectivity in performing the contract work, or that result in an unfair competitive advantage.

## **B. CORPORATE STRUCTURE**

HES, a Federal Small Business Administration (SBA) designated small business concern, performs a full range of environmental site work, remediation, clean construction and maintenance services for both government and industrial clients. Formed in 2006, HES is affiliated with Hallen Construction, Inc (hereinafter referred to as Hallen) that has been in existence for more than 79 years specializing in supplying utility installation, maintenance and repair services to major utility companies such as Con-Edison and Keyspan Energy.

Over the past ten years, Hallen has performed construction, industrial maintenance, environmental clean-up and site remediation work at numerous sites in New York and adjacent States. This experience and at numerous requests from Hallen's clients led to the formation of HES to provide a structured and dedicated environmental company to execute environmental related projects.

Through Hallen, HES has access and use of significant resources in experienced management, financial ability, over 90 hazardous waste operations trained and experienced craft labor of all categories and disciplines, a

significant equipment and vehicular fleet and materials procurement capability in addition to its own management and infrastructure. The HES operational organization chart is provided as Figure 4.

HES technical capabilities and range of experience surpass those of our regional peers. HES is staffed with a full compliment of professional and support personnel qualified in the areas of Hazardous, Toxic and Radioactive Waste (HTRW), Utility and Civil Works and Construction. Services capabilities include environmental clean-up, spill response and remedial action, hazardous waste management, design/build construction, utility installation, maintenance and repair, and the transportation and disposal of hazardous wastes. HES has no ownership interest in Hallen or any other company.

HES frequently utilizes various independent subcontractors to compliment its services. The HES COI Plan applies to both government and industrial clients. No work is accepted from any client that conflicts with previous work performed subject to the contract terms employed, unless full disclosure of the conflict is provided to, and approval to accomplish the project is provided for by the client.

The Managing Member of HES has the ultimate responsibility and authority for COI. Recognizing the need to educate all HES staff in COI, he has directed the development of the HES Employee Code of Conduct orientation booklet that contains the HES policy statements regarding standards of conduct and conflict of interest. Staff may contact him directly to resolve any major ethics problems encountered in their work.

The HES Manager of Construction Operations and Director of Environmental Services both report to the Managing Member. Together, they are responsible for ensuring staff adherence to all administrative requirements. The Manager of Construction Operations is responsible for providing basic COI training to HES employees. The HES Contracts Manager ensures that all contractual obligations, including COI, are fulfilled, and that subcontracts have the appropriate COI contract flow-down provision requirements. The Contracts Manager also ensures that all project and proposal information needed for COI determinations is available in the HES database. Each of these positions has the necessary authority to take any action required to resolve operational problems encountered.

The systematic procedures of the COI Plan are applied to all appropriate contracts or client Task or Work orders for the purpose of identifying any existing or potential organizational and personal conflict of interest situation. The application of these COI procedures results in the identification of situations in which HES or its subcontractors have, or are currently performing, or anticipate performing (i.e., a proposal has been made and is current) work for public or industrial clients. These clients are identified as a real or potential adversary in a task order to HES from the government or contracted entity where these requirements apply. The procedures also flags cases where work has been or is being performed for the contracting entity that could impact work from private sector clients. Further, this system identifies instances of personal COI, potential conflict of interest on the part of employees who may be involved in a task in which they have a vested or monetary interest in the welfare of the company or client in question.

The Director of Environmental Services, Project Managers and Superintendents, in cooperation with HES's Contracts Manager, are responsible for implementing the conflict of interest system procedures prior to initiating the work of a task or work order. HES's Managing Member monitors all new work to ensure that proper procedures are followed.

### **C. SEARCHING AND IDENTIFYING CONFLICTS OF INTERESTS**

The COI search procedures consist of a thorough review of HES's industrial client database, government client database, and current (active) proposal files.

The following activities are performed prior to initiating work under a new task order:

- 1) HES's Director of Environmental Services, Project Managers and Superintendents, and Contract Manager will screen all new contracts or task/work orders and determine the need for a COI check. All Task orders for government clients that involve work with any specific site, plant, company, or industry, undergo conflict of interest screening.

- 2) All tasks for industrial clients undergo conflict of interest screening.
- 3) Identified tasks are checked against the appropriate databases (see Section E).
- 4) If there is no record of proposed, current, or prior work, this finding will be documented and placed in the project files. Work will then begin.

#### **D. DATA BASE**

HES maintains a database of past and current projects being performed for commercial and government clients, as well as a separate database of all outstanding proposals for future work. All completed work is kept in the database for a minimum of three (3) years. The HES database contains the following information:

- a. The name and address of each client (separate addresses for clients where work was performed at various locations);
- b. A description of the type(s) of work performed or to be performed, as well as any other pertinent information for each client or potential client;
- c. A list of past sites (if applicable) where work took place;
- d. A list of site names (if applicable) where work took place;
- e. Dollar amount of each project; and
- f. Listing of work HES may pursue in the future.

#### **E. PERSONAL CERTIFICATION**

Each employee, when hired, is given a copy of HES's COI Plan. The employee then signs a certification form that the COI Plan has been read and understood, and that any possible COI that may arise in the future will be reported promptly through the duration of employment. A copy of the certification form is attached as Figure 1.

The HES assigned task/work order Manager responsible for a specific task order must determine that none of the staff members assigned to perform the work has a personal conflict of interest. The personal conflict of interest form (Figure 2) must be completed by the manager and each staff member for each organization involved or identified in the task order, and placed in the project files. If there are any potential personal conflicts, the HES assigned task/work order Manager will decide whether the individual in question can work on the task until a determination is made by the Contracting Officer.

The following provisions with regard to employee personnel performing under Federal Government contracts shall apply until the earlier of the a) the termination date of the affected employee(s), or b) the expiration date of the subject contract:

1. HES will immediately notify the CLIENT Project Officer and the Contracting Officer of:
  - a. Any actual or potential personal conflict of interest with regard to any of its employees working on or having access to information regarding the subject contract task order, or;
  - b. Any such conflicts concerning subcontractor employees or consultants working on or having access to information regarding the subject contract or task order, when such conflicts have been reported to the HES.

2. HES will notify each Project Officer and Contracting Officer prior to incurring costs for that employee's work when an employee may have a personal conflict of interest. In the event that the personal conflict of interest does not become known until after performance on the contract begins, HES will immediately notify the Contracting Office of the personal conflict of interest. HES will continue performance of work until notified by the Contracting Officer of the appropriate action to be taken.
3. HES will insert in any subcontract or consultant agreement placed hereunder, except for subcontracts or consultant agreements for well drilling, fence erecting, plumbing, utility hookups, security guard services, or electrical services, COI provisions which shall conform substantially to HES's prime contract with CLIENT, unless otherwise authorized by the Contracting Officer.

#### **F. TASK ORDER NOTIFICATION AND CERTIFICATION**

When the COI Plan review process is completed, the HES assigned Manager prepares a statement (Figure 3) disclosing any potential organization or personal conflicts associated with the task order. The statement is submitted within twenty (20) days of receipt of the CLIENT task order. If there are no such potential conflicts discovered, the statement shall state that a conflict of interest review was carried out in accordance with the HES COI Plan and no potential conflict was uncovered. A certification, that these records exist is submitted to the appropriate client Contract Officer by HES's Contract Manager. If HES is a subcontractor, the statement is submitted to the prime contractor. Some contracts require individual statements concerning personnel and organizational conflicts.

During the course of on-site work the assigned Manager is responsible for keeping track of changes that might require disclosure. For each task order there must be a certification of the status of conflict of interest review with any new disclosures explained. The certification is to be in writing and submitted to the client Contract Officer or prime contractor as appropriate.

#### **G. ANNUAL CERTIFICATION**

At the end of each year, HES's Contract Manager shall review all work performed to ensure no conflicts have arisen. A statement is then sent to the CLIENT Contracting Officer or prime contractor, if required, certifying no conflicts have arisen in the past year and that no current conflicts are present. Any new disclosures are explained in the statement.

#### **H. NOTIFICATION AND DOCUMENTATION**

The HES Contracts Manager is the responsible official for making COI determinations within the company. Completion of all COI Plan procedures must be documented by HES's Contracts Manager or his designee as part of HES's overall quality management program. Notes and names of contacts are maintained with the project file to document the review. In situations where a potential conflict of interest is discovered, a description of the details will be included in the file with the specific actions instituted to mitigate the potential conflict.

Prior to commencement of any work, HES shall notify the CLIENT Contracting Officer immediately that, to the best of its knowledge and belief, no actual or potential conflict of interest exists or to identify to the Contracting Officer any actual or potential conflict of interest the firm may have. In emergency situations, however, work may begin but verbal notification shall be made immediately; written notification shall be made within five (5) working days. Work already started will not cease without first consulting the CLIENT Contracting Officer to review the actual or potential conflict.

If there is a record of proposed, current, or prior work, but the work is not with the same corporate division, and is not the same area (e.g., hazardous waste-related) this finding will be documented in a memo to the project

file and to the HES assigned Manager. The HES assigned Manager will notify the client's Contracting Officer that a proposed, existing, or prior contractual relationship with the subject client has been identified, but that no conflict of interest is evident. The ultimate decision will be made by the client's Contracting Officer. If approved by the client, the HES assigned Manager will authorize work to begin.

If an actual or potential organizational conflict of interest is identified during performance, the Director of Environmental Services will immediately make a full disclosure in writing to the Contracting Officer. This disclosure will include a description of actions, which HES has taken or proposes to take, after consultation with the Contracting Officer, to avoid, mitigate, or neutralize the actual or potential conflict of interest. HES will continue performance until notified by the Contracting Officer of any contrary action to be taken.

## **I. TRAINING**

All HES employees shall receive basic training in COI requirements and shall receive awareness training, at least, on an annual schedule. This training ensures that employees are well versed in COI awareness and issues. This training includes the process of determining when a conflict exists and the appropriate measures to be taken if a potential conflict is identified.

All new employees shall be provided with a copy of HES's COI Plan and given instruction of any developments, which may have occurred since the COI Plan's last revision.

All employees shall be informed that HES's COI Plan is available for review. Employees shall be given the location of the COI Plan and encouraged to review the Plan. Employees shall be further encouraged to meet with the proper HES management personnel should a question regarding the COI Plan arise.

## **J. SUBCONTRACTORS AND/OR TEAMING PARTNERS COI PLANS**

HES will insert the prime contract requirements for a Conflict of Interest Plan in each subcontract, joint venture, or consultant agreement placed hereunder unless otherwise authorized by the Contracting Officer.

HES will monitor all subcontractors to ensure that all subcontractors are complying with the COI provisions in their contracts. Each subcontractor will be required to identify a contracting official who will be responsible for providing COI certifications to HES for each applicable task order, utilizing forms equivalent to COI Certification documents provided herein. HES's Contract Office will include this requirement in each subcontract and require return of certifications within five (5) business days. HES will also monitor possible COI of team subcontractors during work should a situation arise where a possible COI may be present, which includes submission of limitation of future contracting reports.

Figure 1. Example Employee Certification Form

# Hallen Environmental Services, LLC.

## EMPLOYEE CONFLICT OF INTEREST CERTIFICATION

By signing this Certification, I certify that I have been given a copy of HES's Conflict of Interest Plan. I further certify that I have read the COI Plan and that I understand the information contained in the COI Plan.

As stated in the COI Plan, I certify that I will immediately disclose any potential Conflicts of Interest that may arise during my employment to the HES Contract Manager made aware to me at the time I was given the COI Plan.

I further certify that I will read any and all updates and/or revisions to the current COI Plan, and if I have any questions regarding an update or revision I will address them to the HES Contract Manager.

\_\_\_\_\_  
Name (Please Print)

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Date

\_\_\_\_\_  
HES Task/Work/Project Manager

\_\_\_\_\_  
Date

## Figure 2. Personal Conflict of Interest Form

### STATEMENT OF PERSONAL CONFLICT OF INTEREST

#### Instructions

Read all six questions carefully before completing this form. Answer question 6 first. If the answer to question 6 is "no", then sign and date the form and return it to the HES Contracts Manager. If the answer to question 6 is "yes", then complete the remainder of the questions, sign and date the form, and return it to the HES Contract Manager.

1. Do you own stock, bonds, and/or other financial interest in \_\_\_\_\_ exceeding 5% of the ownership of the company? Yes  No  (company name)

2. Do you own stock, bonds, and/or other financial interest in one or more direct competitors of \_\_\_\_\_ exceeding 5% of the ownership of the company? Yes  No

3. Have you been an employee or consultant to \_\_\_\_\_? Yes  No  If yes, describe: (company name)

(a) Former relationship:\* \_\_\_\_\_

(b) Current relationship:\*\* \_\_\_\_\_

4. Are there any members of your immediate family who are employed by \_\_\_\_\_? Yes  No  If yes, list below:

Name	Relationship	Title at (Co. name)
_____	_____	_____
_____	_____	_____

5. Are there any other personal circumstances which you believe may constitute conflict of interest or the appearance of a conflict of interest relative to work which you may be asked to perform involving \_\_\_\_\_? Yes  No  If yes, please explain below. (company name)

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

6. In your opinion, do any of the above statements constitute a personal conflict of interest? Yes  No

Signed: \_\_\_\_\_ Date: \_\_\_\_\_

\_\_\_\_\_ (print name)

Note: If during the course of performance of work under this contract your response to any of the above statements becomes invalid, you must notify the Project Manager of such changes.

\* Description should include: your former title(s), brief statement of your responsibilities, and any other pertinent information.

\*\* Description should include: nature of engagement(s), your responsibilities, and any pertinent information.

HESCOI form

**Figure 3. Certification Documents**

<b>CONFLICT OF INTEREST CERTIFICATION</b>	
CLIENT Contract No. _____ Option Period ( Date – Date ) _____ Contractor: _____	
Hallen Environmental Services, LLC.	
T.O./ W.O. Title: _____	CLIENT T.O. No.: _____
<p><b>ORGANIZATIONAL CONFLICT OF INTEREST:</b></p> <p><input checked="" type="checkbox"/> To the best of our knowledge and belief, no actual or potential organizational conflicts of interest exists.</p> <p style="text-align: center;">OR</p> <p><input type="checkbox"/> To the best of our knowledge and belief, all actual or potential organizational conflicts of interest have been reported to the CLIENT Contracting Officer on the attachment to this certification.</p> <p><b>PERSONNEL CONFLICTS OF INTEREST:</b></p> <p><input checked="" type="checkbox"/> Personnel who perform work under this task order or relating to the task order, have been informed of their obligation to report personal and organizational conflicts of interest to HES’s assigned Manager. Attached is a letter detailing any personal conflicts of interest, if applicable.</p> <p><b>FUTURE CONFLICT OF INTEREST:</b></p> <p><input checked="" type="checkbox"/> This certifies that HES recognizes its continuing obligation to identify and report to the CLIENT Contracting Officer any actual or potential conflicts of interest arising during performance of this task order.</p> <p><b><u>AUTHORIZED REPRESENTATIVE</u></b></p> <p>BY: _____</p> <p>NAME: <u>Shepard T Poole</u></p> <p>TITLE: <u>Managing Member – Hallen Environmental Services, LLC.</u>      DATE: _____</p>	