



CONFLICT OF INTEREST DISCLOSURE and REQUEST FOR DETERMINATION

Contractor's Complete Name: _____

Under Section I.B. of the TRS Code of Ethics for Contractors ("Code"), a Contractor should promptly inform the Chief Compliance Officer by use of this TRS Form 541C if the Contractor either:

- has determined that it has a potential or actual conflict of interest; or
- is uncertain whether it has or would have a conflict of interest under a particular set of circumstances then existing or reasonably anticipated to occur.¹

A signed copy of this form may be emailed to the TRS Chief Compliance Officer or such other address as may be specified by TRS. If you have reason to believe that disclosure to the Chief Compliance Officer would be ineffective, your TRS Form 541C should be sent directly to the Executive Director.

Teacher Retirement System of Texas
Executive Director
1000 Red River Street Austin, Texas
78701- 2698

You must include all relevant facts and circumstances necessary for TRS to fully understand the details surrounding the potential or actual conflict of interest. If any information you provide below requires updating or amending, immediately inform the Chief Compliance Officer (or Executive Director, as applicable) and promptly provide the updated or amended information.

I. Conflict Determination

Describe fully the facts and circumstances that create the possible, potential or actual conflict of interest. Specify the interest or relationship that creates the conflict. Name all relevant parties. If there are non-confidential documents or related materials, attach those materials to your submission or provide website links to where those materials may be found.

As a reminder, Section I.A. of the Code provides that a conflict of interest exists when a Contractor has:

1. A relationship with any party to a transaction with TRS, or with an Employee or Trustee, other than a relationship necessary to the services that the Contractor performs for TRS, if a reasonable person could expect the relationship to diminish the Contractor's independence of judgment in the performance of the Contractor's responsibilities; or
2. A direct or indirect pecuniary interest in any party to a transaction with TRS if the transaction is connected with services the Contractor provides to TRS or to the Trustees in connection with the management or investment of TRS assets.

Enter a complete, reasonably detailed description of the facts and circumstances here.

¹ Contractors should complete TRS Form 541C in the same manner proscribed for addressing conflicts of interest when (1) reporting potential or actual violations of the Standards of Conduct in the Code, pursuant to Section II.J., or (2) using the Notice and Cure provisions in Section IV.B.2.

Provide your preliminary analysis of why you believe the situation may or may not be a conflict of interest under the definition of conflict in Section I.A. of the Code. Please address each element of the definition of conflict of interest as set forth in items 1. or 2. above, as applicable to your circumstances.

Enter your preliminary analysis here, explaining why there is or is not potential or actual conflict of interest.

II. Cure Determination

Provide your preliminary analysis of why you believe the conflict of interest has or may be cured. Use the factors outlined in Section II.D. of the Code, among others that you may consider relevant, to describe how and whether the conflict has been mitigated, controlled, or eliminated. In addition to the factors, your analysis should discuss, as applicable, the type of service underlying the conflict, the value of the service, any cost-benefit analysis that has been performed related to the service, and any restrictions on persons or activities in relation to the service or relationship underlying the conflict. If there are non-confidential documents or related materials, attach those materials to your submission or provide website links to where those materials may be found.

Enter your preliminary analysis here, explaining whether and how the conflict has or may be cured.

- ☐ I have withdrawn from participation in this matter pending further notification from TRS.
- ☐ I believe that I can effectively withdraw from participation in this matter.

Why or why not? _____

III. Reporting Obligations

A. Self-reporting by Covered Contractor

I have provided a copy of this disclosure statement to my supervisor, team leader or manager, or monitoring personnel. If "no," why not?

Please provide requested explanation, if applicable.

B. Reporting of Others

- ☐ I believe another individual or entity has a conflict of interest, as defined in the Code.
- ☐ I have knowledge that the other individual or entity has withdrawn from participation in the matters affected by the conflict of interest pending further notification from TRS.
- ☐ I have provided a copy of this TRS Form 541C to the TRS personnel who supervise or monitor the individual or entity that is the subject of this disclosure statement.

Please provide additional explanation regarding the known facts surrounding a potential conflict of interest by another individual or entity.

As, or on behalf of, the Contractor listed below, I certify that all of the information provided in this TRS Form 541C is accurate and complete.

Contractor

Signature

Printed Name

Title or Position of Individual Named Immediately Above

Phone Number and Email Address

Date

IV. Conflict Determination & Resolution (for TRS use only)

- ☐ No Conflict
 - ☐ Conflict
 - ☐ Conflict Upon Occurrence of Future Events

- ☐ Conflict Not Cured or Incurable
- ☐ Conflict Cured
- ☐ Conflict Cured with Conditions (see below)

Conditions Required as Part of Cure Determination:

Identify conditions required as part of the cure determination pursuant to Section

☐ Contract Continued

☐ Contract Terminated

Contract Termination Date _____

Reviewer Name: _____

Date: _____