

THE SOCIETY OF ACTUARIES

CONFLICT OF INTEREST POLICY

The Society of Actuaries (the “SOA”) is an educational, research and professional organization dedicated to serving the public and SOA members in the advancement of actuarial knowledge. The integrity of the SOA, and the activities it undertakes, depends on the avoidance of conflicts of interest, or even the appearance of such conflicts, by the individuals involved in its activities.

At the same time, the SOA recognizes that the elected and appointed leaders of the SOA, as well as other individuals acting on its behalf, also have significant professional, business and personal interests and relationships. Therefore, the SOA has determined that the most appropriate manner in which to address actual, potential or apparent conflicts of interest is initially through liberal disclosure of any relationship or interest which might be construed as resulting in such a conflict. **Disclosure under this Policy should not be construed as creating a presumption of impropriety or as automatically precluding someone from participating in an SOA activity or decision-making process.** Rather, a policy of disclosure reflects the SOA’s recognition of the many factors that can influence one’s judgment and a desire to make as much information as possible available to other participants in SOA-related matters.

The Basic Policy

Any individual involved in an SOA activity or decision-making process has an obligation to disclose any conflicting or potentially conflicting personal, professional or business interest he or she may have, directly or indirectly, with the affected activity or decision. Potentially conflicting interests may relate to the SOA’s programs and services (e.g., educational courses) or its operations (e.g., contracts with third parties).

In particular, participants in SOA-related activities must disclose the positions they hold or relationships they have with other organizations or entities that may conflict, directly or indirectly, with their SOA activities. They also have an obligation to disclose any material financial interest in, or other relationship with, an entity having a “commercial interest” in the activity or in the outcome or deliverable of the activity. A commercial interest may exist not only where the entity’s products or services are under consideration by the SOA, but also where the entity’s products or services are in competition or potential competition with those under consideration or where the entity’s products or services may be affected by the activity or outcome. By the disclosure of such interests, the Board of Directors or its designee(s) will be in a better position to determine whether the participant may have an interest in conflict with the interests of the SOA.

Although the SOA primarily is concerned with potential conflicts of interest involving individuals participating directly in SOA-related activities, participants also should disclose interests or relationships of individuals with whom they directly share income (e.g., spouse, domestic partner, minor children). In addition, participants should disclose interests or relationships held by others that may affect the participant’s

decision-making (e.g., business partner), but only to the extent they are aware of such information. Participants do not need to determine the nature of every interest held by a sibling, business partner, etc. if they have no independent knowledge of such interests.

Disclosure

The attached SOA Conflict of Interest Disclosure Form is considered a part of the Conflict of Interest Policy and must be submitted by any individual participating in an SOA activity, as determined by the Board of Directors. Initially, a participant's obligation to report actual, potential or apparent conflicts is discharged by completing the Disclosure Form. Participants remain under a *continuing obligation*, however, to report conflicts as they arise, including those that were not reported on the Disclosure Form, but which later become relevant to the SOA activity in which they are involved. The Board also may require regular reporting at the start of Board, committee, section council and other meetings.

Disclosure Forms will be kept on file at the SOA's office for a period of two (2) years, or one (1) year after the conclusion of the relevant activity or decision-making process, whichever is longer, unless otherwise determined by the Board.

Conflicts Administrator

The Board of Directors has designated the Executive Director as the SOA Conflicts Administrator. The Conflicts Administrator is responsible for receiving Disclosure Forms and, in consultation with legal counsel and/or the Leadership Team, assessing the significance of a given interest or relationship to the SOA and determining the appropriate action to be taken in response to participants' disclosures of actual, potential or apparent conflicts of interest. If the Conflicts Administrator has any existing or potential conflict of interest, he or she will disclose that conflict to the current President. The Conflicts Administrator may, in his or her reasonable discretion, appoint an appropriate staff designee to receive, review and maintain Disclosure Forms.

Confidentiality

As a general matter, individual Disclosure Forms will be made available only to the Conflicts Administrator, not to SOA members or to others. However, the Disclosure Forms may be shared and/or information regarding the existence of individuals' interests or relationships may be disseminated, if necessary, to review and assess the conflict, determine whether further action is necessary, and inform other involved parties (e.g., at a meeting, at an educational session, in a footnote to an article in an SOA publication). The participant will be made aware if such information is to be disclosed beyond the Conflicts Administrator (or appropriate staff designee), Leadership Team, and legal counsel.

Implementation

In consultation with legal counsel and/or members of the Leadership Team, the Conflicts Administrator will determine, based on the Disclosure Form and other relevant information, when an individual engaged in, or about to engage in, an SOA-related activity or other matter under consideration has an actual, potential, or apparent conflict of interest requiring some response by the SOA. If the individual cannot otherwise resolve the conflict, the Leadership Team may require any action it deems appropriate, including, but not limited to, the following:

- (1) Disclosure of the interest to the other participants in the decision- or policy-making body (e.g., Board, committee, section council).
- (2) Written and, in some cases, oral disclosure of the interest (e.g., to an audience at an educational session).
- (3) Recusal from voting on a matter and limiting the individual's participation only to providing factual information benefiting the group discussion.
- (4) Complete recusal from a portion of a meeting or from other consideration of the subject matter.
- (5) Replacing the individual in the affected position or activity.

In most instances, disclosure of the conflicting or potentially conflicting interest will itself suffice to protect the SOA's interests. In other words, once a conflict is fully disclosed to the relevant parties, they generally will be able to evaluate the possible influence of the disclosed interest. In situations where disclosure does not adequately deal with actual or potential problems, however, additional steps as described above may be necessary.

All participants in SOA-related activities must comply with the SOA Conflict of Interest Policy. It is the responsibility of the Conflicts Administrator and disinterested members of the Leadership Team, in consultation with legal counsel, to interpret and apply this Policy.

Specific Applications of the Basic Policy

In general, participants should err on the side of disclosure if in doubt as to whether it is required under the Policy. Participants should bring any questions regarding specific applications of the Policy to the attention of the Conflicts Administrator. Examples of relationships or interests related to the SOA or the actuarial profession which should be disclosed include:

Business Interests

Any employment or consulting arrangements that are current, proposed, or occurred within the previous three (3) years, that reasonably involve the interests

of the SOA; and material honoraria or other payments for seminar presentations, speeches or appearances.

Financial Interests

Any material ownership interests in a company, the stock of which is not publicly traded; the existence of material ownership interests (including stock options but excluding indirect investments through mutual funds and the like) in companies that are publicly traded; and any other material ownership interests in an entity having a commercial interest in an activity or matter under consideration by the SOA.

Organizational Interests

All positions currently held or sought in the SOA (e.g., Board or committee member, section council member, course contributor, author); a current or proposed relationship with the SOA (e.g., service provider, paid consultant); and any leadership role in, or other relationship with, another commercial or volunteer organization or entity (e.g., board member, committee member, advisor) directly or indirectly related to the SOA or the actuarial profession.

A “material” interest is one which, in view of all relevant circumstances, is substantial enough that it would, or reasonably could, affect a participant’s judgment with respect to SOA activities or transactions in which he or she is involved.

THE SOCIETY OF ACTUARIES
Conflict of Interest Disclosure Form

I affirm that the following are all my (including anyone with whom I directly share income) material business, financial and organizational interests and affiliations which are or could be construed to be reasonably related to the interests, activities and programs of the Society of Actuaries:

(Please complete the following or attach substantially the same information in some other form (e.g. a vita). If you have no information to list, please note "None.")

1. Business Interests

2. Financial Interests

3. Organizational Interests and Affiliations/Positions

I represent that I have read, understand and agree to the terms of the SOA Conflict of Interest Policy. I further represent that, to the best of my knowledge and belief, the information reported above is complete and accurate, and I am not aware of any other personal or professional position(s) or interest(s) or activities in which I am, or am about to be, engaged that reasonably may be anticipated to conflict with the interests of the SOA.

Signature: _____

Date: _____

NAME: _____

PHONE NUMBER: _____

Please forward a copy of this Disclosure Form to the designee. Keep a copy for your records.