

2008 AMICUS COMMITTEE CONFLICT OF INTEREST GUIDELINES

1. Promptly upon learning of any request for *amicus* support from a party in interest to an action, or any *sua sponte* proposal for *amicus* participation from a member of the Committee on Legislative Oversight & Amicus Briefs (the "Committee") or from a member of the Board of Directors (the "Board"), each member of the Committee shall undertake reasonable steps to determine whether any conflict of interest may disqualify such member from participating in the Committee's consideration of and voting on whether the Association should participate as an *amicus* in such action.

2. Each Committee member shall report in writing or by email to the Committee Chair, with copies to the Board Liaison and the Executive Director of the Association, whether the Committee member or the member's firm or corporate employer (i) currently represents a party in interest in any matter; or (ii) prosecuted a patent, trademark, copyright or other form of intellectual property at issue in the action under consideration.

3. A Committee member who is recused shall neither participate in the discussion of such action, nor vote on any proposition affecting the nature or filing of any *amicus* brief on behalf of the Association in such action; shall not actively seek to influence the vote of any other Committee or Board member; and shall not participate in or contribute to the preparation of any *amicus* brief intended for filing in such action on behalf of the Association.

4. A Committee member *shall* be recused if such member or such member's law firm or corporate employer (a) represents a party in the specific matter under consideration, or (b) is a party to the specific matter under consideration.

5. A Committee member *shall consider* recusal if:

(a) Such member or any one associated with the member in a firm currently represents any party to the action being considered in any other matter;

(b) Such member's employer or any affiliated company or organization is related to any party to the action being considered as a parent, affiliate, or subsidiary company or as a party to a joint venture with such party;

(c) Such member or any one associated with the member in a firm prosecuted a patent, trademark, copyright or other form of intellectual property at issue in the action under consideration;

(d) Such member or any one associated with the member in a firm has been engaged to prepare another *amicus* brief in the same action on behalf of any entity other than a bar association;

(e) Such member is requested by another Committee member to consider if recusal is warranted, or

(f) Any other facts are known to such member which might, in the judgment of such member, create a conflict of interest, an appearance of a conflict of interest, or in any other way adversely affect the credibility of the Association.

6. In any situation contemplated by Paragraph 5, the Committee member may in such member's discretion be recused voluntarily. If such member elects not to be recused voluntarily, and if such refusal is challenged by another Committee member, the Committee Chair and Board Liaison shall promptly make a determination:

(a) That no further action is required, in which case the Committee Chair shall prepare a brief statement of the reasons for such determination and submit a copy thereof to the Executive Director; or

(b) That the matter should be referred to the Board for determination by a majority vote (excluding those recused and those under consideration for recusal) of whether such Committee member should be recused.

7. Any disclosures to the Committee or Board required by these Guidelines shall only be made to the extent permitted consistent with the Committee member's professional responsibility to any client. If the Committee member concludes that no disclosure is permissible consistent with the member's professional responsibilities, then the member shall be recused.

8. If any Committee member learns at any time before an *amicus* brief is filed that such member should have been recused, such Board member shall promptly so advise the Committee Chair who shall determine whether or not any additional action is necessary.

9. That the outcome of a particular action that is being considered for *amicus* briefing may impact clients of a member of the Committee, will not, without more, present a conflict of interest which disqualifies the Committee

member from participating in discussions of the action and voting on submission of an *amicus* brief.

10. All discussions and voting on *amicus* matters by the Committee and Board shall be maintained in confidence.