ARTICLE 35. CONFLICTS OF INTEREST

A. The CONTRACTOR (CONSULTANT) has provided a form (Vendor Assurance of No Conflict of Interest or Detrimental Effect, attachment in the Request for Proposal), signed by an authorized executive or legal representative attesting that the CONTRACTOR’s (CONSULTANT’S) performance of the services does not and will not create a conflict of interest with, nor position the CONTRACTOR (CONSULTANT) to breach any other contract currently in force with the State of New York, that the CONTRACTOR (CONSULTANT) will not act in any manner that is detrimental to any STATE project on which the CONTRACTOR (CONSULTANT) is rendering services.

B. The CONTRACTOR (CONSULTANT) hereby reaffirms the attestations made in its proposal and covenants and represents that there is and shall be no actual or potential conflict of interest that could prevent the CONTRACTOR's (CONSULTANT’S) satisfactory or ethical performance of duties required to be performed pursuant to the terms of this AGREEMENT. The CONTRACTOR (CONSULTANT) shall have a duty to notify the STATE AGENCY immediately of any actual or potential conflicts of interest.

C. In conjunction with any subcontract under this AGREEMENT, the CONTRACTOR (CONSULTANT) shall obtain and deliver to the STATE AGENCY, prior to entering into a subcontract, a Vendor Assurance of No Conflict of Interest or Detrimental Effect form, signed by an authorized executive or legal representative of the subcontractor. The CONTRACTOR (CONSULTANT) shall also require in any subcontracting agreement that the subcontractor, in conjunction with any further subcontracting agreement, obtain and deliver to the STATE AGENCY a signed and completed Vendor Assurance of No Conflict of Interest or Detrimental Effect form for each of its subcontractors prior to entering into a subcontract.

D. The STATE AGENCY and the CONTRACTOR (CONSULTANT) recognize that conflicts may occur in the future because the CONTRACTOR (CONSULTANT) may have existing, or establish new, relationships. The STATE AGENCY will review the nature of any relationships and reserves the right to terminate this AGREEMENT for any reason, or for cause, if, in the judgment of the STATE AGENCY, a real or potential conflict of interest cannot be cured.