

## **Policy Decision 007: Conflict of Interest Policy**

Version 1.0

Adoption Date: August 19, 2025

Publication Date: August 26, 2025

Status: In effect

### ***Purpose, Background and Definitions***

The purpose of this policy is to implement appropriate safeguards to identify conflicts of interest and mitigate impacts to the SHAKEN ecosystem where such conflicts exist.<sup>1</sup>

The SHAKEN Framework is based on a set of foundational principles set forth in the 2018 Call Authentication Trust Anchor Working Group (CATA) report. One of these principles is that the program's STI Policy Administrator (STI-PA) "must be neutral and have no conflicts of interest such as common ownership or management with any STI-CA candidate that it evaluates."<sup>2</sup>

A conflict of interest exists for purposes of this policy if there is common ownership or management (as defined below) between the STI-PA and a Certificate Authority (STI-CA), service provider, or Resp Org that has been enrolled or has applied to become enrolled by the STI-PA (each, and the STI-PA, a "Participant"). Conflicts of interest may exist under this policy if there is common ownership or management between:

- A STI-CA and the STI-PA;
- A service provider and the STI-PA; or
- A Resp Org and the STI-PA.

Common ownership exists between any two persons or parties that are affiliates as that term is defined by the Communications Act.<sup>3</sup>

Common management exists if (a) any employee, owner, or director of a Participant (other than the STI-PA) also (1) serves in the management or Board of Directors of the STI-PA or (2) is directly involved in the STI-PA's provision of services, or (b) any employee, owner or director of the STI-PA or any of the STI-PA's affiliates serves as an employee, director, Managing Member, or General Partner of an STI-CA.

---

<sup>1</sup> This policy shall not be construed to waive any rights of the STI-GA or ATIS to prohibit conflicts of interest or to take other permitted actions with respect to any parties subject to a conflict of interest.

<sup>2</sup> See NANC CATA Report on Selection of Governance Authority, section 11.1 Future Considerations, at <https://docs.fcc.gov/public/attachments/DOC-350542A1.pdf>.

<sup>3</sup> Under the Communications Act, "The term 'affiliate' means a person that (directly or indirectly) owns or controls, is owned or controlled by, or is under common ownership or control with, another person. For purposes of this paragraph, the term 'own' means to own an equity interest (or the equivalent thereof) of more than 10 percent." 47 U.S.C. § 153(2).

***Conflict of Interest Policy***

This policy applies to all Participants and offers a framework to identify, disclose, and mitigate the potential impacts stemming from conflicts of interest.

1. Common management conflicts of interest are impermissible in all instances. In the event that a Participant discovers that a common management conflict of interest exists, the involved Participants must take immediate steps to terminate the cause of common management and, if such cause is not terminated within five business days of discovery, must notify the Director of STI-GA at sti-ga@atis.org. Participants must notify the STI-GA within fifteen (15) days of: (1) entering into a binding agreement that will, if consummated, result in a common ownership conflict of interest;<sup>4</sup> and (2) notification of this policy for common ownership conflicts existing prior to the adoption of this policy.
2. Participants with a common ownership conflict of interest ("Commonly Owned Participants") must treat all other unaffiliated Participants at parity with its Commonly Owned Participant with respect to all matters related to STI-PA services.
3. A Commonly Owned STI-CA Participant may not accept from the STI-PA or use any such information regarding STI-PA services except such information that the STI-PA has made available to all STI-CAs or that relates specifically to the STI-CA's existing customers.
4. On an annual basis, written attestations must be received from each STI-CA stating that it has not been unfairly advantaged by any Participant and confirming that there have been no changes with regard to its common ownership or common management of another Participant.
5. At its discretion, the STI-GA Board may seek information regarding potential conflicts of interest between or among Participants. For example, at the request of the STI-GA Board, a Commonly Owned Participant may be asked to attest that it has not received any preferential treatment or other advantage from the STI-PA related to the SHAKEN framework. Participants must provide all requested information in a timely manner. Existence of or failure to report such a conflict to the STI-GA or failure to comply with any requirement of this policy shall be grounds for the immediate suspension and the revocation of the Participant's authorization.

---

<sup>4</sup> Such notification may be delayed for unconsummated agreements for so long as the agreement is not otherwise disclosed to third parties except parties who are subject to a confidentiality agreement with respect to such information.