

CRG CONFLICT OF INTEREST POLICY

Centre for Genomic Regulation

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1 Introduction

1.1 Background

The Centre for Genomic Regulation (referred to as “CRG”) encourages members of its staff to engage in a wide variety of external activities related to the goals and interests of the institute, serving on scientific community boards, providing expert advice, professional practice, conducting outreach activities, international projects and collaborations with for profit companies, including via consultancy, research and development, intellectual property (IP) licensing and involvement in spin-off companies. Such activities are in the public interest and are also of benefit to the CRG and the individuals. On occasion, however, they may give rise to conflicts of interest, whether potential, or actual or perceived. All researchers and other staff are required to recognize and disclose activities that might give rise to conflicts of interest or to ensure that such conflicts are seen to be properly managed or avoided. If properly managed, activities can usually proceed as normal whilst at the same time upholding the person’s obligations to the CRG, meeting regulatory and other external requirements and protecting the integrity and reputation of the CRG and its members. By contrast, conflicts which are not managed effectively may jeopardize CRG’s public trust and may cause serious damage to the reputation of the CRG and of the individuals concerned.

1.2 Purpose

In line with the Conflict of Interest policies of several major external funders of the institute, the purpose of this Conflict of Interest Policy is to ensure that all activities of the CRG, including but not limited to external activities, shall be conducted in a manner that ensures that the professional and decision making of CRG members is not influenced by undue personal interests, and that the interests of the CRG are not compromised.

This Policy explains the relevant principles and rules for preventing or managing conflicts of interest and how such principles and rules are to be implemented.

1.3 Scope and applicability

This Policy applies to all CRG members, including employees, students and collaborators with a collaboration agreement with the CRG (referred to as “CRG members”).

This Policy enters into force as of 1st of March 2016.

1.4 Definitions

A Conflict of Interest: A Conflict of Interest may arise when a situation in which there is or may be perceived to be a divergence between the private interest or benefit of a person, family member¹, person with whom the person has a close personal relationship, or an outside party, and that person’s obligations to the CRG, such that an impartial observer might reasonably question whether related actions to be taken or decisions made by the person would be influenced by consideration of the person’s own interests. A Conflict of Interest is defined broadly: **actual** Conflicts of Interest (the CRG member faces a real, existing conflict); **potential** Conflicts of Interest (the CRG member is in or could be in a situation that may result in a conflict); and **perceived** Conflict of Interest (the CRG member is in or could be in a situation that may appear to be a conflict, even if this is not the case).

1. **Financial Conflict of Interest:** A financial Conflict of Interest is one where there is or appears to be an opportunity for personal financial gain, financial gain to family members or close relationships that

¹ Such family members include the spouse or civil partner and the parents, children, siblings, grandparents, grandchildren, aunts and uncles, nieces and nephews, cousins, great grandparents, and great grandchildren of the CRG member and his or her spouse, and the spouses of these relatives, as well adult interdependent partner or another individual to whom a CRG member is related by blood, marriage or adoption.

might affect that person's actions. Financial interests means anything of monetary value, for example payment for services, equity interests (e.g. stocks, stock options or other ownership interests) and/or intellectual property rights (e.g. patents, copyrights and royalties from such rights). The level of financial interest is not the determining factor as to whether a conflict should be disclosed.

The term financial interest does not include the following types of income:

- a) Salary, royalties, or other remuneration from the CRG,
- b) Income from seminars, conferences, lectures, or teaching engagements sponsored by public or non-profit entities or organizations and
- c) Income from service on advisory committees or review panels for public or non-profit entities or organizations²

2. **Non-financial Conflict of Interest:** Non-financial Conflict of Interest may include a benefit or advantage including, but not limited to direct or indirect enhancement of an individual or gain to family members or a person with whom the person has a close personal relationship.

Examples of financial and non-financial Conflict of Interests, are provided in Section 2.1. Furthermore, Appendix A provides a summary of the most frequent Conflicts of Interest that require special approval and actions required on how to manage them properly.

The **Conflict of Interest Committee** is in charge of investigating, monitoring and providing guidance for the disclosed Conflict of Interests of CRG members. Set-up by the Director or Managing Director whenever required by the procedure established in Section 2.2, the Committee is composed of Director and/or Managing Director, Head of TBDO, Head of HR, as well as two appropriate members with relevant expertise in the matter concerned (being one of them external, whenever appropriate) to be appointed adhoc.

2 Guiding principles

2.1 CRG members should understand when a Conflict of Interest may arise and avoid them, whenever possible

A Conflict of Interest situation may arise when personal considerations of a CRG member either influence or have the potential to compromise their professional judgement, decision making and actions at CRG. Members of the CRG, including faculty, researchers and staff acting on its behalf, should avoid or mitigate real or perceived conflicts of interest and ensure that their activities and interests do not conflict with their professional obligations to CRG. Avoiding a Conflict of Interest means that CRG members make decisions or act to ensure a Conflict of Interest does not occur, or does not have the potential to occur in the first place. CRG members should consult their direct supervisors or other superior if in doubt about what circumstances might create a Conflict of Interest.

Common examples of Conflict of Interest situations include:

- a) **Personal workplace relationships** (e.g. hiring or supervising a family member or closely related person)
- b) **Peer review evaluations** (e.g. having a significant collaborative, conflicting or ongoing mentor-mentee relationship with the principal investigator of the proposal)

² Nevertheless, CRG members will not enter into transactions, agreements or collaboration with countries, organizations, companies or individuals that openly do not respect the human rights chart of the United Nations.

- c) **External mandates** (e.g. serving as a member of an Advisory Board of a potential licensee, a spin-off, or a company with financial ties to the CRG)
- d) **Outside engagements, including employment** (accepting other employment that will impair his or her independence of judgment in the exercise of his or her duties or responsibilities at the CRG; or accepting other employment or engage in any business or professional activity that will require him or her to disclose confidential information gained by reason of his or her position or authority at the CRG; e.g. having a consulting arrangement with a potential licensee, spin-off or any type of appointment to a for-profit company)
- e) **Promoting personal financial interests** (using confidential information acquired in the course of his or her duties or responsibilities at the CRG to further his or her personal interests; e.g. holding equity interest or enjoying any other compensation arrangement or any type of contractual arrangement in a potential licensee, spin-off or receiving remuneration from such a potential licensee, spin-off or a company with financial ties to the CRG)
- f) **Relationships with external organizations in sales, supply or provision of goods/services** (e.g. staff involved in institute's supply or purchase decisions in relation to any external organizations in which they have a financial interest or in a way that have the capacity for personal gain)
- g) **Receiving fees and acting on behalf of companies** (e.g. accepting company gifts of various kinds, including meals, or acting as promotional speakers or writers on behalf of companies)

For clarification purposes, subject to a case-by-case analysis holding a participation above 10% of a company's share capital would be considered to hold a significant participation in the share capital of any entity (being a licensee or partner company, or any other) with which the CRG has a transaction or arrangement or with which the CRG is negotiating a transaction or arrangement.

2.2 CRG members must disclose and properly address Conflicts of Interest

It is the responsibility of each individual to recognize situations in which he or she has a Conflict of Interest, or might reasonably be seen by others to have a conflict, to disclose that conflict to the appropriate person and to take such further steps as may be appropriate, as set out in more detail under the procedure below. Transparency, in form of disclosure, helps to protect the integrity and reputation of the CRG and the CRG member.

There can be situations in which the appearance of Conflict of Interest is present even when no conflict actually exists. Thus, it is important for all CRG members when evaluating a potential Conflict of Interest to consider how it might be perceived by others. The duty to declare a possible conflict applies to the perception of the situation rather than the actual existence of a conflict. However, the duty is not infringed if the situation cannot reasonably be regarded as likely to give rise to a Conflict of Interest.

Conflicts of Interest are expected to be disclosed following the steps below:

1. Disclosure should be made at the time the conflict first arises, or it is recognized that a conflict might be perceived.
2. The potential Conflict of Interest should be initially discussed with the direct supervisor or the next higher level of hierarchy, if the direct superior has an interest in the matter to be discussed and disclosed in writing using the "Conflict of Interest Disclosure Statement Forms" included in Annex 1.
3. Many situations will require nothing more than a declaration and a brief written record of that declaration. The supervisor is responsible for sending the record to HR, which must be kept in HR's records.

4. Some instances will however require further approval and need to be dealt with by agreeing how the conflict can be properly addressed. The actions adopted should be documented and copies provided to the relevant parties. A copy of the final plan must be held in the HR's records. One or more of the following strategies, among others but not limited to, may be appropriate to manage the Conflict of Interest:
 - a) not taking part in discussions of certain matters;
 - b) not taking part in decisions in relation to certain matters;
 - c) referring to others for certain matters for decision;
 - d) resolving not to act as a particular person's supervisor;
 - e) standing aside from any involvement in a particular project
5. Any unresolved matter shall be referred to the Conflict of Interest Committee following a due process and fair treatment of all parties involved.
6. Guidance on situations that are frequently encountered is set out at Appendix A.
7. For the sake of transparency the CRG legal representatives (Director and Managing Director) shall be required to submit an annual Conflict of Interest Disclosure Statement Form to HR using the template provided in Annex 1.

3. Implementation

3.1. Compliance

All CRG members are responsible for adhering to the principles and rules set out in this Policy. The CRG reserves the right to take appropriate action against any CRG member who does not comply with this Policy.

3.2. Responsibilities

All CRG members, and particularly supervisors and members of Human Resources Department (HR) and Technology and Business Development Office (TBDO), are responsible for ensuring that Conflicts of Interest are identified, disclosed and managed in strict confidence and in a rigorous and transparent way. HR and Selection Panel Chairs are specifically responsible for ensuring that conflicts of interest are disclosed by new hires during the hiring process.

3.3. Review of this Policy

This Policy will be reviewed every two years or whenever there is a change in relevant regulations or good practice.

Violations to the Policy may result in disciplinary sanctions as established by the CRG Internal Staff Regulations, as well as other kind of measures, like the loss and/or withdrawal of grant funding or support, ineligibility to submit grant applications to research sponsors or to participate or to continue participating in research on behalf of the CRG, and/or ineligibility to supervise the work of researchers in research projects, according to the nature and seriousness of Conflict of Interest.

Owner	Managing Director
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Related documents	Code of Conduct and Good Governance CRG internal procedure to comply with the conflict of interest policy applicable to NIH grants

Appendix A: Approvals and required actions for most frequent Conflicts of Interest

The general rule is to discuss the case with the direct supervisor or the next higher level of hierarchy, if the direct superior has an interest in the matter to be discussed and disclose the Conflict of Interest in writing using the “Conflict of Interest Disclosure Statement Forms” included in Annex 1.

The most frequent Conflicts of Interest with necessary approvals are outlined below:

Topic	Required approval	Required actions
<p>1. Recruiting and promotion of family members and/or with a close personal relationship CRG members involved in hiring or promoting a family member or a close personal relationship</p> <p>CRG members involved as panel member in a selection, or promotion process of a family member or a close personal relationship.</p>	<p>Head of HR</p> <p>Chair of Selection Panel</p>	<p>For recruiting or promotion procedures without a selection panel, the PI/Head of Unit/Head of Department shall declare the existence of the Conflict of Interest to the HR and Programme Coordinator, Head of Core Facilities or Managing Director, so that a plan can be agreed to manage or avoid the Conflict of Interest.</p> <p>For recruiting or promotion procedures with a selection panel, the PI/Head of Unit/Head of Department shall declare the existence of the Conflict of Interest to the Chair of Selection Panel, so that a plan can be agreed to manage or avoid the Conflict of Interest, which may include withdrawing from the panel.</p> <p>In both cases, one hierarchy level higher will be required if the Programme Coordinator, Head of Core Facilities or Managing Director are involved in the Conflict of Interest.</p>
<p>2. Conflict of Interests in CRG evaluations CRG members involved in CRG evaluations at CRG level have a conflict of interest in the following cases:</p> <ul style="list-style-type: none"> a) Have close family ties or personal relationship with the principal investigator of the proposal b) Were involved in the preparation of the proposal; c) Stand to benefit directly should the proposal be accepted or rejected; d) Have a significant collaborative, conflicting or ongoing mentor-mentee relationship with the principal investigator of the proposal; e) Are in any other situation that would compromise their ability to evaluate the proposal impartially. <p>The same applies to external members involved in peer review processes at CRG.</p>	<p>Chair of Evaluation Panel</p>	<p>When this type of conflict exists, CRG members or external members must inform the Chair of the Evaluation Panel and not influence the peer review evaluation of the proposal concerned. They should then neither assist in the individual assessment (usually remote), nor speak and vote in any Panel discussion related to this proposal. In such a case they have to leave the room when the Panel discusses the individual case of this proposal.</p> <p>External members involved in peer review processes at CRG are asked to complete a conflict of interest and confidentiality agreement.</p>

<p>3. Financial interest in a Company involved in a biomedical or clinical research CRG members who have a financial interest in a company that may reasonably appear to be affected by the results of their biomedical or clinical research.</p>	Head of TBDO Director and Managing Director	CRG members who have a financial interest in a company that may reasonably appear to be affected by the results of a proposed biomedical or clinical research must disclose that interest and put to the direct supervisor and Head of TBDO, Managing Director and Director for review/approval a Conflict of Interest plan/approach designed to protect the integrity of the research and the reputation of the researcher(s), their research group(s) and the CRG.
<p>4. Spin-off and licensees of Research Institute IP CRG members who have a financial interest or other personal interest in a spin-off or in an organization to which the Research Institute has licensed or is seeking to license Research Institute IP, wishing to:</p> <ul style="list-style-type: none"> a) be involved in the negotiation of any contract between the Research Institute and such spin-offs or IP licensees; or b) undertake a consultancy for that spin-off or organization. 	Head of TBDO and Director	<p>They should normally play no executive role in any decisions made between the CRG and such spin-offs or IP licensees. If it is believed that there are exceptional circumstances to argue for such involvement, prior permission must be sought from the Head of TBDO, Programme Coordinator and then from the Director. The proposed Conflict of Interest plan/approach to be put to the Coordinator and then Head of TBDO and Director must aim to protect the reputation of the academic(s), their research group(s) and the CRG and ensure compliance with company law; and</p> <p>If they wish to undertake a consultancy for that spin-off, they must seek prior permission from the Programme Coordinator, Head of TBDO and Director. The proposed Conflict of Interest plan/approach to be put to the Coordinator and then the Head of TBDO and Director must aim to protect the reputation of the researchers(s), their research group(s) and the CRG and ensure compliance with company law.</p> <p><u>Specific duties for a Spin-off:</u> In addition, a CRG member involved in a Spin-off company will:</p> <ul style="list-style-type: none"> (a) Not be able to continue working in the field of Research directly related to the subject matter of the license to that Spin-off company, unless a formal agreement between CRG and such Spin-off company is in place that regulates the collaboration or services provided by CRG to that Spin-off company. (b) Be required to submit a completed "Conflict Avoidance Statement" to the Head of the TBDO in a form similar to the one presented in annex 2. <p>Through this Conflict Avoidance Statement, the Researcher commits himself or herself to certain actions to minimize and manage any potential Conflict of Interest. In the case of a group leader, the Conflict Avoidance Statement will be signed by the individual and countersigned by his/her Programme Coordinator and the CRG Director. When the group leader is also a Programme Coordinator, only he/she and the Director will sign. If the Researcher is any other Researcher, he/she, his/her group leader, the Programme Coordinator and the Director will sign.</p>

<p>5. Student/postdoc receiving support from a company in which his or her supervisor has a financial interest If a student/postdoc were to receive support from a company in which the proposed academic supervisor has a financial interest, or where the results arising from, or IP generated in the course of, the research project are related to the activities of a company in which the proposed supervisor has a financial interest</p>	<p>Head of TBDO Programme Coordinator (or the Director in case the Programme Coordinator is involved)</p>	<p>To preserve the integrity of the research the student/postdoc and researcher must disclose the conflict to both the Coordinator and the Head of TBDO for review/approval of a Conflict of Interest plan/approach.</p>
<p>6. Sale, supply or purchase of goods or services CRG members involved in CRG’s supply or purchase decisions in relation to any external organization in which they have a financial interest or in any way have the capacity for personal gain</p>	<p>Managing Director</p>	<p>The person shall disclose, in writing to his/her direct supervisor or next level or hierarchy, the nature of the transaction, the potential conflict and the method proposed to manage the conflict. The person and his/her supervisor must formulate a proposed plan/approach that protects the CRG and ensures compliance with the law and the integrity of the transaction(s) and public procurement regulations and the individuals involved; and the supervisor must then seek approval of that plan from the Managing Director.</p>
<p>7. Acceptance of gifts Acceptance of gifts from organizations that provide supplies, goods or services to CRG</p>	<p>Head of Finance</p>	<p>The acceptance of significant material gifts by an employee of the CRG from anyone doing business with, or soliciting business from, the CRG is not permitted. The only exceptions to this are minor gifts and token courtesies that do not place, or do not have the appearance of placing, the recipient under any obligation when making decisions on the CRG’s behalf. In no event should an employee accept a gift or hospitality on the understanding that his/her position will be used to influence a decision. Employees shall disclose to their supervisor and Head of Finance the offer or receipt of such gifts.</p>
<p>8. Requirements of funding bodies</p>	<p>Head of Grants Office</p>	<p>Researchers need to be aware of and comply with specific Conflict of Interest requirements from funding agencies. For NIH projects, please refer to the Conflict of Interest Procedure for NIH grants. For further guidance please refer to the Head of the Grants Office.</p>

Annex 1: Conflict of Interest Disclosure Statement Form

To whom it may concern:

I, the undersigned [name], ID: [number], [title] at the Center for Genomic Regulation Foundation (CRG), hereby declare the following interests in these companies/organizations to the CRG.

Company/Organization	Organization Information (Address, NIF, etc.)	Kind of participation (Shares, stock options, SAB member, etc.)

I also hereby agree to report any amendments to the information given in the above list (e.g. contribution changes in type or amount) at such time.

In witness thereof, I sign this declaration in Barcelona, [day] the [month], 20xx.

Yours Faithfully,

[Name/Signature]

Annex 2: Conflict Avoidance Statement

“...Because of the license (“the License”) granted by the CRG to [name of Spin-off company] (hereinafter “the Company”) and my involvement in such Company as [Researcher’s link to the Company], I acknowledge the potential for a possible Conflict of Interest between the performance of my research at the CRG and my personal interests and/or contractual or other obligations towards that Company. Therefore, I will not:

1. involve students or post-doctoral fellows at the CRG in research and development projects for the Company without the prior approval of my Programme coordinator, the Head of TBDO, the CRG Director and Managing Director, and if required the Graduate Committee;
2. take decisions or carry out actions or omissions that may restrict or delay the access of CRG to information which contains an improvement to the current state of the art, or that may provide a benefit to the Company, apart from those stipulated in the collaboration or similar agreement between CRG and the Company;
3. change, adversely affect, or modify the scope or direction of my research at CRG, or that of other Researchers to the benefit of the Company, apart from those stipulated in the collaboration or similar agreement between CRG and the Company.

In addition, and in order to avoid the appearance of a conflict, I will attempt to, and adopt measures to differentiate clearly between the intellectual directions of my research at CRG, and my contributions to the Company. To that end, I will report annually (i) to my Programme coordinator, ii) the Director, (iii) HR, and (iv) the TBDO the general nature of my activities on behalf of the Company and how those differ from my research at CRG.

Finally, I understand that the CRG Policies may require me to disclose my involvement in the Spin-off company, in any publications, or public statement that I make concerning research results related directly or indirectly to the license granted to the Spin-off company.”