

CLARK ATLANTA UNIVERSITY

Policy 2.2-Conflict of Interest and Commitment



CLARK ATLANTA UNIVERSITY		
POLICY/PROCEDURE	Subject: Conflict of Interest & Commitment	
Department: COMPLIANCE OFFICE RESEARCH AND SPONSORED PROGRAMS	Revised Date: 10/15/2021 8/20/15 10/21/2021	Issued By: Office of the President
	Effective Date:	
Distribution: All University and Student Employees, Grant and Vendor Sub-recipients, Subcontractors and Volunteers	Approved By:	No. of Pages: 11
Signature: <i>George T. Fudge</i>		Date: 11/08/2021

TABLE OF CONTENTS

1.0.	Policy Statement.....	1
2.0.	Procedure Narrative.....	1
3.0	Duty to Disclose	1
4.0	Conflict of Interest Guidelines	2
4.1.	University Administration	2
4.2.	Business Relationships	3
4.3.	Personal Gifts	3
4.4.	Personal Loans.....	3
4.5.	Use and Appropriation of CAU Assets	3
4.6.	Activities Related to Students.....	4
4.7.	Activities Related to Family Members.....	4
5.0	Conflict of Commitment Guidelines.....	4
6.0	Research Activities-Specific Guidelines.....	5
7.0	Faculty-Specific Guidelines	5
8.0	Staff-Specific Guidelines	6
9.0	Oversight, Enforcement and Reporting.....	6
10.0	Retention of Conflict of Interest and Commitment Records.....	7
11.0	Other Key Definitions	7
12.0	Entities Affected by This Policy	9

1.0. Policy Statement

All individual members of the Clark Atlanta University (CAU/University) community (including trustees, University officials, and all full-time, part-time, temporary, or adjunct faculty, staff and student employees of the University), and Volunteers must exercise the utmost integrity in fulfilling the education, research, and public service missions to which the University is dedicated. Per the University's bylaws, the University's core purpose includes offering academic instruction, granting degrees in such courses of study and in such curricula, and the sponsoring and undertaking of research and studies as the Board of Trustees shall determine are in the best interests of the University.

All CAU Employees and Volunteers must avoid any business or financial relationship, transaction, or event with an outside party or entity that may be viewed, internally or externally, as a conflict of interest or commitment that interferes with, or improperly influences the performance of, the Employee's duties and responsibilities to the University, unless such conflicts are disclosed, reviewed, and appropriately managed in accordance with this policy. All Employees and Volunteers are required to disclose such conflicts upon hire, annually and periodically when requested by the University, and have a continuing obligation to do so when information and circumstances described in previous disclosures have changed. Employees and Volunteers involved in sponsored research activities may be subject to additional or even alternative disclosure requirements under federal, state, and University policies governing conflicts of interests and/or commitments in research.

This policy establishes rules regarding the disclosure, review and monitoring of Conflicts of Interest (defined in Section 3.0 below) and Conflicts of Commitment (defined in Section 4.0 below), and is intended to supplement, but not replace, state and Federal laws governing conflicts of interest for nonprofit organizations. Failure to comply with the guidelines set forth in this policy shall result in disciplinary action up to and including termination (if an Employee) or removal from service to the University as a Volunteer.

2.0. Procedure Narrative

CAU will exercise oversight and care in identifying and eliminating or managing all Conflicts of Interest and Conflicts of Commitments (including Financial Conflicts of Interest in research). CAU will not accept or enter into agreements, contracts, gifts or purchases that create a Financial Conflict of Interest unless the conflict can be eliminated or appropriately managed through appropriate administrative oversight.

CAU will comply with all reporting responsibilities imposed by State and Federal laws or regulations with respect to Financial Interests that have been disclosed while protecting the personal privacy of Employees, except where disclosure is required by applicable law or this policy. If a Federal agency sponsor requires that it be notified of the existence of and/or the University's efforts to monitor and manage (if possible) an identified or disclosed Financial Conflict of Interest, then the University will comply with this reporting requirement, but it will maintain the specific fiscal details of the subject Financial Conflict of Interest as confidential to the extent allowed by applicable laws or regulations.

3.0 Duty to Disclose

Employees and Volunteers must disclose in advance all Significant Financial Interests, outside activities and Financial Interests that create or have the appearance of creating Conflicts of Interest or Conflicts of Commitment to the appropriate University compliance officials using the established disclosure processes, which may change from time to time. Such disclosures shall be sufficiently detailed and timely

as to allow accurate and objective evaluation prior to making commitments or initiating activities that create Conflicts of Interest or Conflicts of Commitment. The information must be accurate and not false, erroneous, misleading, or incomplete. Each Employee has an obligation to cooperate fully in the review of the pertinent facts and circumstances identified in the Employee's or Volunteer's disclosures. Individual schools and departments may implement more specific procedures and require additional information in furtherance of this policy.

Certain University activities, including activities involving sponsored research or the development and licensing of intellectual property under the auspices of the University, will involve more specific procedures with respect to Conflicts of Interest and Conflicts of Commitment either because of governmental requirements or corporate fiduciary duty.

Disclosures required by any governmental, accreditation, or other self-regulatory agency, such as the Public Health Service (PHS), the Food and Drug Administration (FDA), the National Science Foundation (NSF) or the Joint Commission on Accreditation of Healthcare Organizations regulations, should be made to the appropriate University official who oversees the University's research and sponsored program activities on the required forms before grant application submission. Additionally, disclosure should be made to publications and journal editors when research manuscripts are submitted and to the audience during any oral presentation of research if the presenter has a Conflict of Interest or Conflict of Commitment.

4.0 Conflict of Interest Guidelines

Conflicts of Interest (COI) can arise under many situations and refers to a situation in which financial or other personal considerations, circumstances, or relationships may compromise, may involve the potential for compromising, or may have the appearance of compromising an Employee's objectivity in fulfilling an Employee's Employment Responsibilities or a Volunteer's objectivity in completing permitted volunteer tasks. An Employee may have a Conflict of Interest when the Employee or Employee's Family Member(s) has/have a Financial Interest in an activity that may affect or have the appearance of affecting the Employee's ability to be objective in his or her decision making with respect to the Employee's Employment Responsibilities. Similarly, a Volunteer may have a Conflict of Interest when the Volunteer or Volunteer's Family Member(s) has/have a Financial Interest in an activity that may affect or have the appearance of affecting the Volunteer's ability to be objective in his or her decision making with respect to permitted volunteer tasks.

These guidelines set forth principles for members of the University community to follow with respect to Conflicts of Interest. Disclosure and approval are required before engaging in activities that are inconsistent with these guidelines.

4.1. University Administration

Employees with staff/administrative Employment Responsibilities and Volunteers must avoid relationships in which private and personal interests, including Financial Interests, interfere with or compromise the Employees' Employment Responsibilities or the Volunteer's permitted tasks, respectively. In particular, Employees who have Employment Responsibilities and Volunteers who have tasks involving the procurement, exchange, receipt of gifts, or sale of goods, services, or other assets; the negotiation, formation or signing of contracts or other commitments affecting the assets or interests of the University; the handling of confidential, privileged or proprietary University information; the provision of student patient care; the conduct of sponsored research and the handling of any research results or resulting transfer of technology; or the rendition of professional advice to the University must

be particularly conscious of potential Conflicts of Interest or the appearance of Conflicts of Interest.

4.2. Business Relationships

When Employees, Volunteers or their Family Members have Financial Interests in a business or are involved in a business as an owner, operator, or as an executive officer, they must be aware of the possibility that a Conflict of Interest may arise if the business has or is attempting to have a business relationship with CAU. This does not apply to the adoption of textbooks, software or other teaching aids written by faculty members or their Family Members for use in their own course of instruction.

4.3. Personal Gifts

CAU prohibits all Employees and Volunteers from soliciting or accepting any personal gifts or gratuities with a value in excess of \$100 from outside organizations, corporations, companies, partnerships or other entities that provide or are seeking to provide goods or services to CAU, unless such gifts or gratuities are disclosed to their supervisors and the University department responsible to identifying and monitoring Conflicts of Interest and are approved by the University prior to acceptance. Similarly, Employees and Volunteers may not accept gifts from outside organizations, corporations, companies, partnerships or other entities that provide or are seeking to provide goods or services to CAU such as tickets or invitations to dining events (i.e., galas, lunches, dinners, etc.), sporting events, golf outings, musical or theater presentations, etc., valued in excess of \$250 per attendee, unless such tickets or invitations are disclosed to their supervisors and the University department responsible to identifying and monitoring Conflicts of Interest and are approved by the University prior to acceptance.

An Employee's or Volunteer's receipt of prizes or promotional gifts of nominal value such as pens, calendars and scratch pads; modest gifts of gratitude, condolences or in celebration of a retirement or a holiday; and non-extravagant dining events with vendors (i.e., events valued at less than \$250 per ticket); or gifts of perishable items given during the holidays such as hams, cookies, nuts, etc., is acceptable and does not need to be reported. Employees of and Volunteers in the University's purchasing office must adhere to the University's Purchasing Policy and Procedures on ethical conduct related to the receipt of gifts. Remedies to accepting a prohibited gift may include, without limitation, returning the gift to the donor, turning the gift over to the University, or delivering the gift to a charitable organization.

The solicitation or acceptance of personal gifts in cash or cash equivalents (other than gift cards that meet the \$250 amount threshold stated in this section), such as stocks or other forms of marketable securities, is never permissible.

4.4. Personal Loans

Employees or Volunteers in supervisory roles at the University shall not borrow money from, loan money to, or sign jointly a note of any Employee or Volunteer who is within his/her administrative or supervisory jurisdiction, nor shall Employees or Volunteers in supervisory roles sell any goods or services to any Employee or Volunteer who is within his/her administrative or supervisory jurisdiction. Additional prohibitions established under state and Federal laws and regulations relating to sponsored research-related activities may apply under this policy subsection, and all Employees and Volunteers shall be subject to those laws and regulations.

4.5. Use and Appropriation of CAU Assets

Where specific procedures regarding the disposition and control of CAU assets (i.e., any tangible or

intangible item that adds value to the University and increases the University's equity) do not exist, Employees and Volunteers are expected to safeguard CAU's interests in its tangible and intangible assets. Conduct constituting the misappropriation or unauthorized use of CAU assets in connection with any external activity is prohibited.

4.6. Activities Related to Students

Employees and Volunteers may not assign students, postdoctoral fellows or other trainees to CAU projects sponsored by any business if the Employee, Volunteer or a Family Member has a Significant Financial Interest in the business. An Employee or Volunteer also may not assign students or permit students to participate in any consulting relationship in which the Employee, Volunteer or a Family Member has a Significant Financial Interest. Deans and department chairs have the responsibility for protecting the interests of students, fellows and trainees who may be directly or indirectly involved in a Conflict of Interest situation.

4.7. Activities Related to Family Members

Employees and Volunteers (if applicable) shall not participate in the hiring process or any employment-related decisions pertaining to their Family Members. Likewise, no Employee or Volunteer may be in a position to supervise their Family Member as an employee of CAU or otherwise review or participate in reviewing or evaluating the Family Member's work as a CAU employee. Employees and Volunteers are prohibited from using a Family Member or volunteer who has not undergone appropriate University screening processes to perform any services for the University regardless of whether the Family Member or unscreened volunteer receives compensation for the rendering of the services.

5.0 Conflict of Commitment Guidelines

Conflict of Commitment (COC) refers to a type of Conflict of Interest that relates to an individual's distribution of time and effort between University employment (including faculty appointments) or volunteering and the individual's commitment to business activities or employment, professional activities, or personal activities outside of University employment. The latter may include such generally encouraged extensions of professional expertise such as professional consulting (i.e., External Professional Activities for Pay) or secondary employment activities. However, it is possible to have a Conflict of Commitment even if the Employee, like a Volunteer, does not receive compensation for the external activity. External activities may include employment outside CAU, involvement with professional societies, participation related to review panels, education meetings, community service, conferences, consulting, other professional activities, and business activities related to outside entities, including start-up companies. A Conflict of Commitment can arise when the pursuit of such outside activities involves an inordinate investment of time or is conducted at a time that interferes with an Employee's fulfillment of his/her Employment Responsibilities. Therefore, external opportunities that interfere with the responsibilities of the faculty/staff member to the department or major academic unit are impermissible and may be deemed a conflict of commitment.

Each member of the faculty/staff shall advise the department chair, dean or supervisor of any activities in which he/she engages which will or may result in rendering less than full-time service to CAU. The chair /VP of each major academic/business unit, after consultation with the appropriate dean and Provost/Vice President for Academic Affairs, and VP of Business unit shall approve such outside employment and commitments by the faculty/staff member and report this approval to the dean, the office of human resources, and Provost.

6.0 Research Activities-Specific Guidelines

Conflicts and Commitment and Financial Conflicts of Interest in sponsored research involves situations in which financial, professional, or other personal considerations may compromise, or have the appearance of compromising an individual's judgment in the conduct or reporting of sponsored research.

Except in limited cases explicitly identified in this policy, individual members of the CAU community may not review, approve or administratively control contracts, grants or other business relationships when such contract, grant or other business relationship pertains to sponsored research involving CAU and the business in which the individual or a family member has a Significant Financial Interest or when the individual or a family member is an employee of the business and directly involved with activities pertaining to the sponsored research. For activities conducted under the Small Business Technology Transfer (STTR) program, the Investigator may be employed with the small business concern (SBC) or the single, "partnering" non-profit research institution as long as the Investigator has a formal appointment with or commitment to the applicant SBC, which is characterized by an official relationship between the SBC and that individual. Such a relationship does not necessarily involve a salary or other form of remuneration. The primary employment of the Investigator must be with the SBC or CAU (where they are an Investigator) at the time of award and during the conduct of the proposed project.

Research activities involving U.S. Public Health Services projects, specifically related to Health and Human Services (HHS), National Institutes of Health (NIH), and National Science Foundation (NSF) projects, must adhere to disclosure requirements established under Federal regulations to ensure the integrity of University activities, including review and conduct of research involving human subjects, and the associated fiscal, contractual and procurement transactions.

7.0 Faculty-Specific Guidelines

Employment outside CAU or other activities conducted by a faculty member that could create a Conflict of Interest or Conflict of Commitment, or the appearance of a Conflict of Interest or Conflict of Commitment, should be disclosed as outlined in this policy and the faculty handbook, and should be of such nature as to improve effectiveness as a teacher or contribute to scholarly attainments or should in some manner serve the interests of the University or of the community. Such activities may consist of professional affiliations and activities traditionally undertaken by an Employee outside of the immediate University employment context that benefit the Employee's profession or professional reputation, the University's reputation or higher education in general. Such affiliations and activities, which may or may not entail the receipt of honoraria or the reimbursement of expenses, include membership in and service to professional associations and learned societies; membership on professional review or advisory panels; presentation of lectures, papers, concerts or exhibits; participation in seminars and conferences; reviewing or editing scholarly publications and books; and service to accreditation bodies. Such integral manifestations of one's membership in a profession are encouraged, as extensions of University employment, so long as they do not conflict or interfere with the timely and effective performance of the Employee's primary duties.

Such external employment or activities must not distract significantly from the faculty member's Employment Responsibilities and must not require such extensive absence as to cause the faculty member to neglect course obligations or become unavailable to students and colleagues. External employment and activities must be of such nature and conducted in such manner as will not bring discredit to the University and must not compromise any Intellectual Property Rights owned by the University.

8.0 Staff-Specific Guidelines

Employment outside CAU or other activities conducted by University full-time staff Employees that could create a Conflict of Interest or Conflict of Commitment, or the appearance of a Conflict of Interest or Conflict of Commitment, should be disclosed as outlined in this policy and the staff handbook, and discussed with the staff member's supervisor to ensure it will not create a such a conflict. Hourly paid staff, or part-time exempt staff, should also disclose and discuss with their supervisors' external obligations that may create a potential or actual Conflict of Interest or Conflict of Commitment.

Accordingly, external employment and other activities must be arranged so as not to interfere with a staff member's Employment Responsibilities. External employment and other activities must be of such a nature and conducted in such a manner as will not bring discredit to the University and must not compromise any Intellectual Property Rights owned by the University.

Some University departments such as Public Safety may require employees to obtain preapproval by the Director or Unit Head before beginning outside employment. In no case is a full-time or part-time staff/administrative employee permitted to perform duties for another employer (including self-employment) during his/her normal working hours at CAU.

9.0 Oversight, Enforcement and Reporting

The appropriate University officials will review all disclosures made pursuant to this policy to determine whether a Conflict of Interest or Conflict of Commitment exists and what conditions or restrictions, if any, should be imposed in order to manage, reduce or eliminate the Conflict of Interest or Conflict of Commitment.

The appropriate compliance official(s) or committee is responsible for overseeing the implementation of this policy. They will review all violations of this policy, including: (a) failure to comply with the disclosure process (by refusal to respond, by deliberately responding with incomplete, inaccurate, or misleading information, or otherwise); (b) failure to remedy conflicts of interest or commitment; and (c) failure to comply with a prescribed management or monitoring plan.

Penalties for deliberate violations of this policy will be addressed in accordance with applicable employee disciplinary policies and procedures. Possible penalties include reimbursement to the University for misused resources; formal admonition; inclusion in an Employee's file of a letter from their Dean or supervisor indicating that the individual's good standing has been called into question; ineligibility to participate in grant applications or work with graduate students; performance improvement counseling, up to and including dismissal from employment consistent with the applicable University policies or handbook.

Any Employee may report a situation involving a Conflict of Interest or Conflict of Commitment or a violation of this policy to:

- (1) an appropriate University official, who shall forward the report to the University's compliance team;
- (2) an appropriate University compliance official;
- (3) the anonymous Compliance Hotline at 404-589-8006;
- (4) the designated compliance email address at compliance@cau.edu; or
- (5) The Office of General Counsel at (404) 880-8051.

General questions about the policy or disclosure requirements and process should be directed to the Office

of the General Counsel at (404) 880-8051. The University will make every effort to protect anyone who reports a violation from retaliation.

10.0 Retention of Conflict of Interest and Commitment Records

With few exceptions, all Conflict of Interest and Conflict of Commitment disclosures shall be maintained in an Employee's file indefinitely. All Conflict of Interest and Conflict of Commitment records for grants and cooperative agreements for at least three (3) years from the date of submission of the final expenditures report or, where applicable, from other dates specified in 45 C.F.R. 74.53 (b) for different situations. For research contracts, CAU is required to keep such records for three (3) years after final payment or where applicable, for the other time periods specified in 48 CFR part 4, subpart 4.7.

11.0 Other Key Definitions

Compliance Committee: The University's Compliance Committee membership consists of appointments made by the University President and as may change from time to time. Representatives may include, but not be limited to, individuals from the following University offices, departments or functions: Office of the Provost; Office of Finance; Office of General Counsel; a representative from the University's audit function; a faculty member representative; Chief of Staff; Office of Research and Sponsored Programs; and one or more school Dean.

Employee: refers to any person – full-time and part-time faculty, staff, student and administrative personnel – who is employed (i.e., receives wages or salary) by the University.

Employment Responsibilities: Refers to the essential duties, responsibilities and functions of the Employee's position and, depending on the position, may consist of the Employee's Institutional Responsibilities, assigned teaching, scholarship, research, institutional service requirements, and other assigned employment duties.

External Professional Activities for Pay: Activities that are (i) not included within an Employee's Employment Responsibilities; (ii) performed for any entity, public or private, other than the University; (iii) undertaken for compensation; **and** (iv) based upon the professional knowledge, experience, and abilities of the Employee.

Family or Family Member: Defined to include the spouse, domestic partner, children (including stepchildren), parents, siblings, grandparents, grandchildren, father-in-law and mother-in-law or any other in-law of an Employee or Volunteer.

Financial Interest: Anything of monetary value or profit, regardless of whether the value is readily ascertainable. Examples of Financial Interests include:

- Salary or other payments for services from entities other than the University (including fees, paid authorship, honoraria, "gifts," or other "in kind" compensation whether for consulting, membership on a board of directors or advisory board, or any other purpose such as partial, interim, or milestone payments);
- Equity or other ownership interest in a publicly or non-publicly traded entities (e.g., stock, stock options, or other ownership interest); or
- Intellectual Property Rights and interests upon receipt of income related to such rights and interest, held by the Employee, Volunteer or Family Members. Income from investment

vehicles, such as mutual funds or retirement accounts, in which the Employee, Volunteer or Family Member do not directly control the investment decisions, and intellectual property rights assigned to the Institution and agreements to share in royalties related to such rights are excluded from the definition of Financial Interest.

Financial Conflict(s) of Interest: Refers to situations where an Employee's or Volunteer's Financial Interest (including an Investigator's Significant Financial Interest, where applicable) directly or indirectly compromises, or could appear to compromise, his or her judgment or ability to carry out the Institutional Responsibilities associated with the Employees' appointment or employment at the University or the Volunteer's permitted tasks. A Financial Conflict of Interest may take many forms, but generally arises when an Employee or Volunteer in a relationship with an outside person or organization is in a position to influence the University's business, research or decisions in ways that could lead directly or indirectly to financial gain for the Employee, Volunteer or their Family Members or could give an improper pecuniary advantage to others to the detriment of the University.

When applied to an Investigator, Financial Conflicts of Interest occur in situations in which such Investigator's Financial Interest (including Significant Financial Interest) compromises, or could appear to compromise, his or her professional judgment regarding the design, conduct or reporting of research or if such Financial Interest could directly and significantly affect the design, conduct or reporting of research. The bias such conflicts may conceivably impart not only affects collection, analysis and interpretation of data, but also the hiring of staff, procurement of materials, sharing of results, choice of protocol, involvement of human participants and the use of statistical methods.

Financial Conflicts of Interest also include the use of University facilities, personnel, equipment, information technology resources, confidential, privileged or proprietary information or other resources for purposes that could lead directly or indirectly to financial gain for the Employee, Volunteer and/or Family Members.

Institutional Responsibilities: An Employee, Volunteer or Investigator's professional responsibilities on behalf of CAU, including, but not limited to, activities such as research, research consultation, teaching, professional practice, institutional committee memberships and service on panels such as institutional review boards or data and safety monitoring boards.

Intellectual Property Rights: Any interest in intellectual property, including, but not limited to, patents, copyrights, licenses, royalties from such rights, agreements to share royalties and similar interests.

Investigator: A project director, a principal investigator of a research project and any other person, regardless of title or position, who has responsibility for the design, conduct or reporting of research or project results at or involving CAU, including Employees, sub-grantees, contractors, subcontractors, collaborators and consultants. In general, any individual specifically named in a proposal and any individual whose resume or curriculum vitae is appended to a proposal is an Investigator for the purposes of this policy.

Significant Financial Interest(s): A direct or indirect Financial Interest held by an Investigator and/or an Investigator's dependent that reasonably appears to be related to the Investigator's Institutional Responsibilities and that consists of one or more of the following:

- Remuneration (including salary, consulting fees, honoraria, paid authorship, and travel reimbursement) received from a publicly traded company during the twelve-month period preceding the date on which an Investigator is making a disclosure, and/or an equity Interest

held in such publicly traded company, if the aggregate value of such remuneration, plus the value of the equity Interest as of the date of disclosure, exceeds \$5,000;

- Remuneration (including, but not limited to, salary, consulting fees, honoraria and paid authorship) received from a non-publicly traded company during the twelve-month period preceding the date on which an Investigator is making a disclosure, if the remuneration exceeds \$5,000;
- Any equity interest in a non-publicly traded company or business, regardless of value; and
- Any Intellectual Property Rights, regardless of value; and
- Remuneration received from a government agency.

Significant Financial Interest(s) do not include: an Employee's salary or royalties received from the University and/or CAU Institutional Advancement and University Relations; income from seminars, lectures or teaching engagements sponsored by a Federal, state or local government agency or an institution of higher education, or income from service on panels for a Federal, state or local government agency or institution of higher education.

Volunteer(s): refers to any person (other than a member of CAU's board of trustees) who freely offers to perform services or undertake a task for CAU without compensation. Such individuals may include volunteer coaching or band staff, event ushers, etc.

12.0 Entities Affected by This Policy

This policy applies to all Employees (including Investigators) Volunteers, as well as sub-recipients and subcontractors.