

APPENDIX A
POLICY ON INDIVIDUAL CONFLICT OF INTEREST

PREAMBLE

The University must pursue its mission in a manner that advances its goals, protects the integrity of all it does and maintains the confidence of all members of the University community, its affiliated institutions, granting agencies and its public and private sponsors, in an environment in which there is both increased attention to conflict of interest, including conflict of commitment issues, and an increase in potential conflict situations.

Fundamental to the effective and efficient operation of the University is trust: an assumption of personal integrity in every member of the University community underlies University policies and procedures, and those of granting agencies and the regulatory bodies who have oversight of many University based activities. The expectation is that all members of the University will conduct themselves in accordance with the trust and confidence that is reposed in them and with the highest integrity - and they accept that they will be held accountable where their actions do not measure up.

Conflict of interest may take various forms and may arise in various contexts. In essence a conflict of interest will exist whenever a member of the University community is in a position to influence the conduct of research, academic, human resource, business, financial, governance or other matters in ways that could lead to any form of personal gain for the member or a related party or give improper advantage to others to the detriment of the University or other members of the University community (**see ANNEX: RECOGNIZING CONFLICTS**).

The purposes of this Policy are to ensure that:

- all affairs of the University are conducted in a manner that is free of potential, actual and apparent conflict of interest and maintains the trust of the community in the University and its affiliated institutions;
- at all times all members of the University Community act with integrity and adhere to the highest ethical standards;
- the integrity and objectivity of all members is protected in the performance of their University obligations and functions;
- all members can identify potential, actual or apparent conflicts of interest; and
- all potential, actual and apparent conflicts of interest are properly managed in keeping with the law and best practices.

The Policy also recognizes that the existence of a conflict situation does not necessarily connote misconduct or preclude the involvement of a member in the situation in which the conflict has arisen – *provided* the conflict is recognized, disclosed, assessed and addressed. However, it must be recognized that not all conflicts of interest, even if disclosed in a timely manner, will be permitted.

This Policy applies to all members of the University community.

DEFINITIONS

1. For the purposes of this Policy:
 - 1.1 “Agency” includes a funding agency, granting council, foundation, organization or other entity, public or private, supporting in whole or in part, research and scholarly activities
 - 1.2 “Conflict of Commitment” means any situation in which a reasonably informed and well advised Person would conclude that a Member’s Non-University Activities interferes, or has the potential of interfering, with the Member’s responsibilities to the University and includes engaging in Non-University Activities during normal working hours at the University.

- 1.3** “Conflict of Interest” includes any situation in which
- (i) a Member or a Related Party has a personal interest, whether direct or indirect, of which the Member is, or should be, aware, and that in the opinion of a reasonably informed and well advised Person is sufficient to put into question either the independence, impartiality, and objectiveness that the Member is obliged to exercise in the performance of his or her duties or the ability of the Member to act in the best interests of the University (real Conflict of Interest); or
 - (ii) a Member or a Related Party appears, in the opinion of a reasonably informed and well advised Person, to have a personal interest, whether direct or indirect, that is sufficient to put into question the independence, impartiality, and objectiveness that the Member is obliged to exercise in the performance of his or her duties or the ability of the Member to act in the best interests of the University (apparent Conflict of Interest);
- 1.4** “Financial Interest” includes any interest, or the opportunity to acquire any interest, in any business or Person or anything else of value including remuneration (such as salary, consulting fees, retainers, honoraria, bonuses, gifts, speaker’s fees, advisory board remuneration, finders or recruitment fees), equity interests (such as stocks, stock options or other ownership interests), and intellectual property rights (such as patents, copyrights, royalties or other payments from such rights);
- 1.5** “Legal Person” includes corporations, associations, foundations, organizations, government agencies, and any other entity or body.
- 1.6** “Member,” subject to section 10, means any member of the McGill University community:
- (i) who is an employee of the University;
 - (ii) who holds office under the University Charter or Statutes or who serves on any body or committee of the University;
 - (iii) who holds office on the board of an institution affiliated with McGill University or who serves on a committee established by such board; or
 - (iv) who is an appointee (including a volunteer) of the University.
- 1.7** “New Member” means an individual who becomes a Member after the coming into effect of this Policy;
- 1.8** “Non-University Activities” means any activity or activities outside of the scope of a Member’s work for, or duties to, the University;
- 1.9** “Person” includes, where the context requires, both natural and Legal Persons.
- 1.10** “Related Party” includes:
- (i) a Member’s immediate family;
 - (ii) a Person living in the Member’s household;
 - (iii) a Person with whom a Member has, or had, a close or intimate personal relationship;
 - (iv) a Person with whom the Member shares, directly or indirectly, a financial or other interest; or
 - (v) a Person to whom the Member owes a financial or moral obligation.
- 1.11** “Reporting Officer” means:
- (i) for the Principal, the Chair of the Board of Governors;
 - (ii) for the Secretary-General, the Principal;
 - (iii) for the Provost, Deputy-Provost or a vice-principal, the Principal;
 - (iv) for an assistant or associate provost, the Provost;

- (v) for an assistant or associate vice-principal, that vice-principal to whom the Member reports;
- (vi) for the Director of Libraries, the Provost;
- (vii) for a dean, the Provost ;
- (viii) for an assistant or associate dean, the dean;
- (ix) for the chair of a department or director of a centre, institute or school, the dean;
- (x) for the director of an administrative unit, the Provost, Deputy-Provost or vice-principal responsible for that unit;
- (xi) for a Member of the academic staff of a faculty having departments, centres, institutes or schools, the chair of the department or the director of the centre, institute or school;
- (xii) for a Member of the academic staff of a faculty without departments, centres, institutes or schools, the dean;
- (xiii) for a Member of the librarian staff, the Director of Libraries;
- (xiv) for postdoctoral fellow, the supervisor of the postdoctoral fellow;
- (xv) for a graduate student, the student's supervisor or supervisory committee;
- (xvi) for any other Member, the holder of the office to whom the Member reports or who has supervisory responsibility over the Member;
- (xvii) for a Member of a committee other than a committee of the Board of Governors, the chair of the committee;
- (xviii) for the chair of a committee other than a committee of the Board of Governors, the individual or the chair of the body to which the committee reports;
- (xix) in the event that a Reporting Officer is also implicated in the Conflict of Interest situation, the first appropriate superior officer not so implicated.

1.12 "Reporting Officer's Superior" means the individual to whom the Reporting Officer would personally report a Conflict of Commitment or Conflict of Interest.

2. GENERAL DUTIES OF MEMBERS

2.1 A Member shall:

- (i) act responsibly, ethically and fairly with care, diligence, and loyalty and be accountable for his or her actions and decisions in the workplace;
- (ii) avoid all Conflicts of Commitment and Conflicts of Interest and arrange their personal affairs in a manner that will bear the closest public scrutiny;
- (iii) make full disclosure of all Conflicts of Commitment and Conflicts of Interest in writing as soon he or she is aware of them and resolve or manage them in the best interests of the University in accordance with this Policy;
- (iv) not use, for his or her personal benefit or advantage, or for the benefit or advantage of a Related Party, any information acquired in the exercise of his or her office that is not otherwise generally available to the public;
- (v) not make more than incidental use of any facilities, services or equipment for purposes other than those approved by the University;
- (vi) not act, after ceasing to be a Member, in such a manner as to take improper advantage of his or her prior association with the University.

3. CONFLICT OF INTEREST

3.1 A Member, immediately upon becoming aware of a Conflict of Interest, shall make full written disclosure of the conflict to:

- (i) his or her Reporting Officer in accordance with these provisions; and

- (ii) in the case of a Conflict of Interest situation arising in the context of research involving human subjects, to the Research Ethics Board in accordance with the *Policy on the Ethical Conduct of Research Involving Human Subjects*.

3.1.1 Full disclosure shall include disclosure of:

- (i) any Persons or group of Persons likely to benefit from the Conflict of Interest;
- (ii) any Persons or group of Persons whose interests may be adversely affected by the Conflict of Interest;
- (iii) the nature and/or value of any advantage or benefit, monetary or other, direct or indirect, that may be derived by the Member or a Related Party from the Conflict of Interest situation;
- (iv) any existing Financial Interest the Member or a Related Party may have in any entity involved in the Conflict of Interest situation;
- (v) the relationship the Member or a Related Party has with the Person which is the source of the Conflict of Interest situation including whether the Member or Related Party is an officer or director of, or consultant to, or serves on an advisory or other board external to the University or its affiliated institutions;
- (vi) any benefit that will be derived by the University from the situation; and
- (vii) other relevant information requested by the Reporting Officer or, where appropriate, a Research Ethics Board.

3.1.2 In addition to the requirements of sections 3.1 and 3.1.1, a disclosure of a Conflict of Interest by a Member pertaining to matters in his or her capacity as a Member of a University committee or board shall be recorded in the minutes of the body in question and the Member shall withdraw from the committee's or board's deliberations and abstain from voting on any resolutions pertaining to the matter in which the Member has a Conflict of Interest.

A Member may also be required to resign his or her membership on the committee or board.

3.2 If a Member is uncertain as to whether he or she is, or will be, in a Conflict of Interest with regard to some matter, such Member shall initiate discussions with his or her Reporting Officer or, where appropriate, a Research Ethics Board, to clarify the issue.

3.3 Subject to section 3.5, the Reporting Officer, after reviewing the Member's disclosure, may determine:

- (i) the proposed Conflict of Interest is permissible if appropriately managed; or
- (ii) the proposed Conflict of Interest is not permissible.

3.3.1 In making the determination under section 3.3 the Reporting Officer shall be guided by whether, if the Conflict of Interest is permitted:

- (i) there will be a significant benefit to the University despite the Conflict of Interest;
- (ii) the interests of the University can be adequately protected;
- (iii) the interests of other Persons affected by the Conflict of Interest can be adequately protected;
- (iv) the Conflict of Interest can be effectively managed;
- (v) the degree to which the proposed Conflict of Interest may compromise the Member's judgment in fulfilling his or her obligations and duties to the University;
- (vi) a reasonably informed and well advised Person would view the Conflict of Interest as appropriate.

3.3.2 The decision of the Reporting Officer shall be recorded in writing and include:

- (i) his or her determination as to the existence of a Conflict of Interest together with supporting reasons ;
- (ii) whether the Member is permitted to engage in the Conflict of Interest;
- (iii) the period for which permission is effective;

- (iv) the conditions, if any, under which permission is granted, which conditions shall as a minimum require:
 - (a) disclosure of the Conflict of Interest to any and all other Persons who would be affected by it; and
 - (b) that the Member promptly report any change in circumstances that may change the nature or scope of the Conflict of Interest or affect its management; and
 - (v) where appropriate, the mechanism to be used to monitor the Conflict of Interest.
- 3.3.3** The Reporting Officer shall forward a copy of his or her determination to the Member, the Reporting Officer's Superior and, in research related matters, to the Office of the Vice-Principal (Research and International Relations) within ten (10) working days of receipt of the Member's disclosure or within ten (10) working days of receipt of the additional information requested pursuant to section 3.1.1(vi).
- 3.4.1** If a Member is of the opinion that permission to engage in the Conflict of Interest has been unreasonably withheld by the Reporting Officer he or she may, within fifteen (15) working days of receipt of the Reporting Officer's determination, request a review of the Reporting Officer's determination by the Reporting Officer's Superior.
- 3.4.2** If the Reporting Officer's Superior is of the opinion that permission has unreasonably been granted or withheld, after consulting with the Member and the Reporting Officer, he or she may revoke or vary the Reporting Officer's determination in writing with accompanying reasons.
- 3.4.3** The Reporting Officer's Superior shall forward a copy of his or her determination to the Member, the Reporting Officer and, in research related matters, to the Office of the Vice-Principal (Research and International Relations) within fifteen (15) working days of receipt of the Reporting Officer's determination or a Member's request for a review of that determination, as appropriate.
- 3.5** Notwithstanding sections 3.3 through 3.4.3, where a Research Ethics Board has been seised of a Conflict of Interest situation the matter shall be dealt with in accordance with the provisions the *Policy on the Ethical Conduct of Research Involving Human Subjects*.
In addition to any filing requirements contained in the *Policy on the Ethical Conduct of Research Involving Human Subjects*, a copy of the decision of the Research Ethics Board's and, where appropriate, of the decision of the Research Ethics Appeals Committee shall be filed with the relevant chair and dean and the Office of the Vice-Principal (Research and International Relations).
- 4.** CONFLICT OF COMMITMENT CONCERNING ADMINISTRATIVE AND SUPPORT STAFF
- 4.1** A Member of the administrative or support staff shall not engage in Conflict of Commitment without the prior written approval of his or her Reporting Officer following full written disclosure in accordance with the provisions of section 4.
- 4.2** The disclosure called for by section 4.1 shall include, as appropriate:
- (i) a full description of the proposed Non-University Activity giving rise to the Conflict of Commitment,
 - (ii) the name of the Person on whose behalf the Non-University Activity would be undertaken;
 - (iii) the economic or other interest or relationship, direct or indirect, the Member or a Related Party may have in the Person on whose behalf the activity would be undertaken;
 - (iv) an estimate of the time required for the Non-University Activities, and the period during which it will be undertaken;

- (v) a statement as to whether the Non-University Activity will require the Member to be absent from the University and an estimate of the periods of absence;
- (vi) a statement as to whether the Non-University Activity is to be remunerated;
- (vii) an estimate of the impact of the Non-University Activity on the Member's duties and responsibilities to the University;
- (viii) a statement as to the benefit likely to ensue to the University if the Member is permitted to engage in the Non-University Activity;
- (ix) a description of any other Non-University Activities that have been approved within the last two years; and
- (ix) any additional information the Reporting Officer deems relevant.

4.3.1 In determining whether permission should exceptionally be granted to a Member of the administrative or support staff to engage in a Conflict of Commitment, the Reporting Officer shall be guided by

- (i) the relationship and relevance of the Non-University Activities proposed to the Member's area of specialization;
- (ii) the likelihood that the proposed Conflict of Commitment will adversely affect the Member's duties to the University;
- (iii) the likelihood that the proposed Conflict of Commitment will be of over-all benefit to the Member's duties and to the University;
- (iv) any other Conflict of Commitment in which the Member is engaged;
- (v) whether the Conflict of Commitment would be viewed as being appropriate to a reasonably informed and well advised Person.

4.3.2 Where the Reporting Officer determines that a Member of the administrative or support staff should exceptionally be granted permission to engage in a Conflict of Commitment the permission shall be recorded in writing and include:

- (i) the conditions, if any, under which permission is granted;
- (ii) the mechanism to be used to monitor the Conflict of Commitment;
- (iii) the period for which permission is effective;
- (iv) a requirement that the Member promptly report any change in circumstances that may effect the scope of the Member's commitment to the Non-University Activity involved or the management of the Conflict of Commitment.

4.3.3 The Reporting Officer shall provide a copy of the written permission to the Member and to the Reporting Officer's Superior within ten (10) working days of receipt of the Member's disclosure.

4.4 If the Reporting Officer's Superior is of the opinion that permission has unreasonably been granted or withheld, after consulting with the Reporting Officer, he or she may revoke or vary the Reporting Officer's determination in writing with accompanying reasons.

4.4.1 The Reporting Officer's Superior shall forward a copy of his or her determination under section 4.4 to the Member and the Reporting Officer within fifteen (15) working days of receipt of the Reporting Officer's determination.

5. CONFLICT OF COMMITMENT CONCERNING ACADEMIC AND LIBRARIAN STAFF

5.1 A Member of the academic and librarian staff, as respectively defined in the *Regulations Relating to the Employment of Academic Staff* and the *Regulations Relating to the Employment of Librarian Staff* shall make full disclosure of all proposed Non-University Activity in accordance with the provisions of the *Policy on Conflict of Commitment & Consulting for Academic and Librarian Staff*.

6. CONFIDENTIALITY OF INFORMATION

- 6.1** Except as required by law, any confidential information disclosed by a Member pursuant to this Policy shall be available only to those Persons who have a legitimate need to know, and to any Agency where disclosure is required to ensure compliance with the rules of that Agency.

7. RESPONSIBILITY OF REPORTING OFFICERS

- 7.1** It is the responsibility of a Reporting Officer:
- (i) to ensure that those who report to them are aware of the provisions of this Policy;
 - (ii) to implement this Policy by promptly initiating remedial or disciplinary action as appropriate on becoming aware of an undisclosed Conflict of Interest or Conflict of Commitment affecting a Member.

8. RESPONSIBILITY OF NEW MEMBERS

- 8.1** A New Member shall disclose all Conflicts of Interest and Conflicts of Commitment to his or her Reporting Officer as required by this Policy or, where appropriate, by the *Policy on Conflict of Commitment & Consulting for Academic and Librarian Staff*, at the earlier of:
- (i) sixty (60) days following his or her becoming a Member; or
 - (ii) the first meeting of the board, committee or organization to which the Member has been elected or appointed.

9. CESSATION OF MEMBERSHIP

- 9.1** A Member, upon ceasing to be a Member:
- (i) shall respect the confidentiality of all information received in the performance of his or her duties, as well as the confidentiality of the deliberations of any University board or committee or body on which the Member has served in any capacity;
 - (ii) shall not make use of any University information that is not generally available to the public, in order to derive there from a benefit or advantage of the Member, a Related Party or his or her employer;
 - (iii) for a period of one year, shall not give advice nor act in the name of or on behalf of any third party in negotiations with or in regard to contracts with the University.

10. BOARD OF GOVERNORS

- 10.1** This Policy does not apply to Members serving on the Board of Governors or its committees of the Board of Governors in so far as they are engaged in the official business of the Board of Governors. Such Members shall comply with the *Code of Ethics and Professional Conduct for Governors of McGill University and Trustees of the Royal Institution for the Advancement of Learning*.

11. FAILURE TO COMPLY WITH POLICY

- 11.1** The failure of a Member who knows, or who should reasonably know, that he or she is in a Conflict of Commitment or Conflict of Interest, to comply with the provisions of this Policy constitutes a disciplinary offence under the regulations, policies, code or collective agreement to which the Respondent is subject.

12. Review of Policy

12.1 The operation of this Policy shall be reviewed at the end of its third year of operation by a working group comprised of:

- (i) one representative of each of the following sectors approved by Senate Nominating Committee: academic staff, support staff, administrative staff, trades and services staff, teaching assistants, undergraduate students, graduate students and post-doctoral fellows; and
- (ii) one representative from each of the Office of the Provost, the Office of the Vice-Principal (Research and International Relations), and the Office of the Vice-Principal (Administration and Finance).

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