PURPOSE OF POLICY

Active participation by employees in research supported by federal funding and external activities that enhance their professional skills or enhance public service can be beneficial to Morehouse College (“the College”) as well as to the individual. Because such activities can lead to conflicts of interest or conflict of commitments with regard to one’s responsibilities to the College, the need exists for a general framework against which these activities can be measured and monitored.

The purpose of the Conflict of Interest and Commitment Policy is to set forth a policy statement regarding conflicts of interest and commitment and to provide guidelines to protect the College and its mission.

This policy provides a framework and identifies procedures on conflicts of interest, for resolution of situations in which a conflict may exist, and for approval of exceptions when warranted. It makes every effort to balance the integrity and interests of the College with the integrity and interests of individual employees. To that end, this policy seeks to not only identify and eliminate or manage actual conflicts of interest but, whenever possible, to prevent even the appearance of conflicts and to provide remedies to manage conflicts constructively as well as for sanctions when the policy is violated.

As required, this policy also includes the requirements and responsibilities for compliance with the Federal regulation on Financial Conflict of Interest (FCOI) specifically Title 42 Code of Federal Regulations (CFR) Part 50 Subpart F for grants and cooperative agreements and Title 45 CFR Part 94 for research contracts.
SCOPE OF POLICY

This policy is applicable to all Employees and Officers as follows:

- Each Officer of the College, including but not limited to the President, Provost/Sr. Vice President, Chief Financial Officer, General Counsel, Sr. Vice Presidents, Vice Presidents; and;
- All full-time or part-time employees of the College

DEFINITIONS

Business: Any company or corporation, partnership, sole proprietorship, firm, franchise, association, organization holding company, joint stock company, receivership, trust, enterprise or any other legal entity.

Business Unit Officer: The department head/chair in whom primary authority exists

Compensation: Anything of monetary value including, but not limited to, salary, consulting fees, honoraria or other payments for services

Conflict of Commitment: An employee’s distribution of effort between his or her College employment or faculty appointment and commitment to external business activities or employment, external professional activities, or personal activities

Conflict of Interest: Refers to a situation in which an individual’s financial, professional, and other personal considerations may directly or indirectly affect, or have the appearance of affecting, an individual’s professional judgment in exercising any College duty or responsibility, including but not limited to the conduct or reporting of research

Disclosure: Refers to the employee’s disclosure of financial interests to the College

Domestic Partner: An individual not related by blood or marriage, but currently in a committed relationship and residing in a common household sharing joint responsibility for the household

Equity Interest: Stocks, stock options, or other ownership interests

Immediate Family or Family Member: Spouse, domestic partner, children (including stepchildren), parents, siblings, grandparents, grandchildren, father-in-law and mother-in-law or any individual related by blood or affinity whose close association with the employee is the equivalent of a family relationship

FCOI Regulation: Financial Conflict of Interest regulation that requires recipients of both grants and contracts from the federal government to comply with regulatory requirements of conflict of interest legislation. (42 CFR part 50.604(a))
Fiduciary Duty: The legal obligation of one party to act in the best interest of another. The obligated party is typically a fiduciary, that is, someone entrusted with the care of money or property.

Financial Interest: Any interest of economic or monetary value of an employee or Investigator, and/or a member of the employee’s immediate family that could reasonably appear to affect or to be affected by the particular business or research under consideration including, but not limited to, those listed in this policy. Financial interests includes salaries or other payments for services including fees, honoraria, gifts, or other in-kind compensation whether for consulting, lecturing, membership on a board of directors or advisory board, or any other purpose; intellectual property rights (including patents, copyrights, and royalty income or the right to receive future royalties under a patent or other intellectual property rights, whether pursuant to a license or otherwise); ownership and equity interests or entitlements to such interests in a publicly or non-publicly traded businesses (including stock, stock options, partnership interests).

Principal Investigator/Principal Director: Refers to the Principal Investigator, Project Director, Co-Principal Investigator or Co-Project Director, other Morehouse Investigators, any Morehouse research collaborator, including visiting scientists, and any other persons who are responsible for the design, conduct or reporting of research, educational or service activities or responsible for preparing a proposal for research funded by a federal agency or proposed for such funding, including Investigators working for sub-grantees, contractors, sub-contractors and collaborators. The term Investigator includes the Investigator’s spouse and dependent children.

Research: Any systematic investigation designed to develop or contribute to generally recognizable knowledge relating broadly to public health or well-being, including behavioral and social sciences research, basic and applied research and product development. It also includes any activity for which funding is available from a Public Health Services (PHS) Awarding Component or through a grant or cooperative agreement whether authorized under the PHS Act or other statutory authority.

Significant Financial Interest: A financial interest that is greater than or equal to $10,000 annually in value over a twelve-month period ending September 30, or a 5% ownership interest. It excludes any interest arising solely because of investment in such business by a pension or other institutional investment fund over which the employee does not exercise control.
I. POLICY STATEMENT

All employees of Morehouse College ("the College") community (including Trustees, College officials, and all full-time, part-time, temporary or adjunct faculty and staff of the College) must fulfill the education, research, and public service missions to which the College is dedicated.

Accordingly, all employees in the College community have a clear obligation to make decisions and conduct the affairs of the College based on the desire to promote the best interests of the College in a manner consistent with those goals. Trustees and the senior administration as fiduciaries, owe special duties of care and loyalty to the College as a whole, and must keep the College’s interests paramount to all others.

The internal administration of the College can present the potential for conflicts of interest. Members of the College community with administrative responsibilities must take particular care to avoid relationships in which financial interests or other personal interests intersect with the College’s interests and have the potential for inappropriate factors to be considered in administrative decisions, including the hiring of personnel.

The relationships between the College, its employees, private industry, and federal and state governments have grown increasingly complex. As a result, there are opportunities for professional interactions and development that may benefit the College community and its individual members, but which may also present the potential for or the appearance of conflicting loyalties and responsibilities for the individuals within the College community.

This Conflict of Interest policy and Disclosure requires that the employee identify all conflicts of interest, including potential conflicts of interest, whenever the employee or a member of his or her family or related person, either (1) has an existing or potential financial or other material interest which impairs or might appear to impair the individual’s independence and objectivity of judgment in the discharge of responsibilities to the College, or (2) may receive a financial or other material benefit from knowledge of information confidential to the College. In addition, the College complies with federal law requirements that institutions performing Public Health Service ("PHS") or National Science Foundation ("NSF") funded research adopts and enforces the requirements found in Titles 42 and 45 of the Code of Federal Regulations.

A conflict of commitment refers to a situation where an individual engages in external activities, either paid or unpaid, that interferes with their primary obligation and commitment to the College. Individuals in the college community should evaluate and arrange their external interests in order to avoid compromising their ability to carry out their primary obligations to the College. Most conflicts of interest or commitment should generally be avoided or resolved through the exercise of personal judgment or discretion.
All individuals in the College community are expected to (i) abide by the conflict of interest and commitment standards set forth in this policy; (ii) fully and continually disclose professional and relevant personal activities and relationships that create a conflict of interest or commitment or have the appearance of creating a conflict of interest or commitment as required by the college; (iii) remedy conflicts of interest or commitment or comply with any management or monitoring plan developed by the College; (iv) remain aware of the potential for conflicts of interest and commitment, and (v) take the initiative to manage, disclose, or resolve conflicts of interest or commitment as appropriate.

In addition, individuals who have college duties involving the procurement, exchange, or sale of goods, services, or other assets; the negotiation or formation of contracts or other commitments affecting the assets or interests of the College; the handling of confidential or privileged information; or the rendition of professional advice to the College must be particularly conscious of potential conflicts of interest or the appearance of conflicts of interest.

All employees must complete a Conflict of Interest and Commitment Disclosure form on an annual basis. All new employees are required to complete a Conflict of Interest and Commitment Disclosure form upon hire.

All Principle Investigators/Principle Directors (PIs/PDs) must ensure that they complete their Conflict of Interest and Commitment Disclosure form prior to submitting a proposal or award continuation for external funding.

For all employees, this form must be updated on an annual basis or at any time they acquire new significant financial interests.

II. Conflict of Interest Guidelines

A. Business Relationships
In general, when employees of the College community or their family members have financial interests in a business or when involved in a business as an owner, operator, or as an executive officer, they must be alert to the possibility that a conflict of interest may arise, if the business has a relationship with the College.

If the business, in which the employee is involved, has a business relationship with the College or proposes to do business with the College, the employee is expected to disclose that fact. Generally, there will be no conflict of interest if the employee is not in a position to influence the College with respect to the business in which they or a family member has an interest.
Employees of the College may not review, approve or administratively control contracts or business relationships when the contract or business relationship is between the College and a business in which the employee or a family member has a financial interest or when the employee or a family member is an employee of the business and is directly involved with activities pertaining to the College. 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.

**B. Gifts and Contributions**
Under no circumstances may an employee accept any offer, payment, promise to pay, or authorization to pay any cash, gift, loan, honoraria or anything of value from any agent, vendor, consultant or other entity engaged in a business relationship with the College that is perceived as intended to or that could, directly or indirectly, influence any business decision when to do so would place them in a prejudicial or compromising position, interfere in any way with the impartial discharge of their duties to the College, or reflect adversely on their integrity or that of the College.

Gifts from individuals or companies to support research or education may be accepted only if the donation is accompanied with a letter or other instrument from the individual or company indicating that the specific purpose of the donation is to support research or education and is not intended to influence purchasing decisions or research outcomes. The donation must be approved by the appropriate business unit head and accepted by the Office of Institutional Advancement.

All gifts given to the College in support of an institutional mission must be directed to the Office of Institutional Advancement.

Inexpensive gifts, infrequent business meals, tickets and entertainment, and other normal social amenities do not violate this policy, provided they are not excessive, do not create an appearance of impropriety, and is limited to the maximum of $500 per year per vendor or company.

Because other conflicts of interest may arise, it would be impractical to attempt to list all possible situations. Therefore, questions regarding whether a particular payment or other item indicated above violates this policy are to be directed to the Compliance Office.

**C. Use and Appropriation of College Assets**
The College possesses both tangible and intangible assets. These assets include buildings, personnel, equipment, patent, copyrights, technology, and work products, as well as the
College’s reputation and prestige. As custodians of these assets, members of the College community owe a fiduciary duty to the College to act in accordance with applicable College procedures regarding the proper expenditure of the College’s funds, as well as the use and control of College assets, including confidential and privileged information. Where specific procedures regarding the disposition and control of College assets do not exist, employees are expected to protect the best interests of the College in its tangible and intangible assets. Conduct constituting the misappropriation or unauthorized use of College assets in connection with any external activity is prohibited (including implying sponsorship or endorsement by the College or otherwise trading on the reputation or goodwill of the College).

D. Conflict of Commitment
Employees are expected to devote their full attention to the business interests of the College. As such, they are prohibited from engaging in any activity that interferes with the performance of their responsibilities to the College or is otherwise in conflict with or prejudicial to the College. It is possible to have a conflict of commitment even if the employee does not receive compensation for the external activity. External activities may include employment outside the College, involvement with professional societies, participation related to review panels, education meetings, conferences, consulting, other professional activities, and business activities related to outside entities including start-up companies.

A Conflict of Commitment can arise when the external activities burden or interfere with the employee’s primary obligations and commitments to the College. It is the policy of the College that all full-time faculty and staff are expected to devote their primary professional loyalty, time and energy to their position at the College. Accordingly, external activities must be arranged so as not to interfere with the primary commitments to the College.

Employees are prohibited from accepting simultaneous employment with any other entity, which has or seeks to have a business relationship with the College without appropriate prior approval from the departmental Vice President for staff and the Provost/Sr. Vice President for faculty.

E. Disclosure to the Institutional Review Board - Research Activities
Conflicts of Interest in research involve situations which financial, professional, or other personal considerations may compromise, or have the appearance of compromising an employee’s judgment in the design, conduct, or reporting of research. The bias, which may result from such conflicts of interest, may influence not only the collection, analysis, and interpretation of data, but also the hiring of staff, procurement of materials, subcontracting, sharing of results, choice of protocol, the use of statistical methods, the use of human participants, or otherwise influence the course of a research project.
Investigators submitting protocols to the Institutional Review Board ("IRB") for the use of human subjects in research or other activities must disclose any and all Significant Financial Interests that may appear to affect the design, conduct or reporting of such research. It is imperative that Investigators fully disclose to the IRB an ownership interest in any business proposing to test any drug, device or other technology, or conduct any kind of survey involving human subjects or any potential financial interest in such technology that the Investigator or the Investigator’s family might have. The IRB, in collaboration with the Compliance Office, may conduct an independent review and may or may not impose restrictions, including denial of approval for the protocol, as it deems is in the best interest of the subjects and the College.

*Employees of the College may not review, approve, or administratively control contracts, grants, or other research collaborations when such a contract, grant, or other collaboration pertains to a research project involving the College and a business or intellectual property in which the employee or a family member has a significant financial interest, or when the employee or a family member is an employee of the business and directly involved with activities pertaining to the research project. Absent compelling circumstances, employees may not participate in research involving human research subjects if they have a significant financial interest in the sponsor of the research or any technology that could be affected by the outcome of the research.*

No research with human subjects that involves a conflict of interest may receive final approval from the Institutional Review Board until the conflict of interest is addressed under this policy. Every individual participating or involved in College research is responsible for learning and complying with all other applicable policies and procedures.

**F. Activities Related to Students**

An employee of the College may not assign students to College sponsored projects by any business if the employee or a family member has a significant financial interest in the business. An employee also may not assign students or permit students to participate in any consulting relationship in which the employee or a family member has a significant financial interest.

Deans and department chairs have the responsibility of protecting the interests of students who may be directly or indirectly involved in a conflict of interest situation.

**G. Activities Related to Family Members**

Employees may not participate in the hiring process or any employment related decisions pertaining to their family members. Likewise, they may not be in a position to supervise a family member as an employee of the College or otherwise review or participate in reviewing a family member’s work as an employee of the College.
H. Non-Allowable Activities
The following is a partial list of activities or actions that merit case-by-case examination to determine whether they create a material conflict of interest that should either be managed or eliminated:

- Failure of the employee to fulfill College responsibilities (e.g., holding classes, advising students, conducting research, serving on departmental or College committees, supervising students in a research lab, fulfilling job requirements) due to involvement in external activities
- Accepting gratuities or special favors from companies or individuals doing business or sponsoring one’s research at the College or related entities
- Contracting or sub-contracting with a company seeking to do business with the College in which the employee or family member has a financial interest
- Accepting a full-time paid consultancy or employment position with a company while employed simultaneously with the college
- Using students to perform services for a company in which a researcher or family member has a financial interest
- Providing privileged access to information developed with College or individual sponsorship to another entity in which the employee or family member has a financial or political interest
- Negotiating on behalf of the College for the purchase of materials from a company in which the employee or family member has a financial interest
- Influencing the negotiation of contracts, including federally sponsored research or licensing contracts, between the College and a company in which the employee or family member has a financial interest
- Accepting gifts from a student, especially when the recipient of the gifts is responsible for evaluating the student

I. Allowable Activities
The following activities are not considered conflicts of interest and are exempt from reporting requirements, unless they are so extensive in time and effort that they constitute a conflict of interest or commitment.

- Receiving royalties, honoraria, stipends or other remuneration from another college or institution
- Earning income from service on advisory committees or review panels for public or non-profit entities
- Faculty members may hold office or membership on a board or committee of an entity supporting their College research as long as they disclose this activity
• Holding financial interests in business enterprises or entities if the value of such interests
do not exceed $10,000 in equity interest, or does not represent five (5%) or more
ownership interest in any one enterprise or entity for the employee and/or family member
in the 12-month period ending June 30.
• Assigning as the required text for a course a book for which the faculty receives royalties
with the Dean’s approval

III. DISCLOSURES

A. Financial Conflict of Interest and Commitment Disclosure Form
In order to identify and review conflicts of interest or commitment, and the appearance of
conflicts of interest or commitment, employees must disclose all outside activities and financial
interests that create or have the appearance of creating conflicts of interest to the appropriate
College officials.

The employee’s Vice President, Dean, or the Provost/Sr. Vice President will review the initial
disclosure. If the employee has answered “No” to all questions and there are not any conflicts of
interest, the form will be reviewed and signed by the Vice President, Dean or the Provost/Sr.
Vice President/Sr. Vice President and filed with Human Resources.

If the employee has answered “Yes” to any question, the form will be reviewed by the business
unit Vice President, if an employee; Academic Dean, if a faculty member; or the Provost/Sr.
Vice President, if a Dean. The form along with a recommendation or management plan for
resolving or eliminating the risk must be forwarded to the Compliance Office for further review.
The plan for managing, reducing or eliminating a conflict of interest, in general, must include
resolution strategies formulated by the employee in cooperation with the Vice President, Dean or
Provost/Sr. Vice President. Final review and approval of all recommendations and management
plans, to manage or eliminate conflicts of interest, will be made by the Sr. Advisory Compliance
Committee.

Examples of conditions or restrictions that might be imposed to manage, reduce or eliminate
conflicts of interest include, but are not limited to:
• Monitoring of research and/or programs by indirect reviewers
• Modification of the research or program plan
• Disqualification from participation in the portion of the research or program that would
  be affected by significant financial interests
• Divestiture of significant financial interests, or
• Severance of relationships that created the conflict
In the case of an identified conflict of interest or commitment involving sponsored program funds, such funds will not be released for use and the College will not accept the award until a plan for managing, reducing or eliminating the conflict of interest has been established and until the appropriate funding source has been notified of the conflict of interest or commitment.

In compliance with NSF and NASA guidelines, all conflicts of interest identified by the College must be reported to these governing federal agencies describing how the conflicting interest is being managed, reduced or eliminated in accordance with the regulation, if applicable. Subsequent conflict of interests identified for the same award must be reported to the Compliance Office and must be managed, reduced or eliminated, at least, on an interim basis, within sixty (60) days.

Conflict of Interest and commitment disclosure statements are considered confidential information. The forms and/or information may be released in accordance with and as required by federal, state or local law or court order. The College will maintain records of all financial disclosures and all actions taken to enforce this policy according to an appropriate retention schedule as follows:

- In the case of grants or cooperative agreements, for at least three years from the date of submission of the final expenditures report, or where applicable, from other dates specified in 45 CFR 74.53(b) for different situations
- In the case of research contracts, for three years after final payment or, where applicable, for the other time periods specified in 48 CFR Part 4, subpart 4.7

The College shall retain copies of all financial disclosures and all actions taken to resolve conflicts of interest for at least three (3) years beyond the termination or completion of the grant to which they relate or until completion of any investigation concerning such records, whichever is later.

The College will make conflict of interest information available, upon request, to the federal sponsoring agency or to the Office of the Inspector General.

**B. Annual Disclosure Process**

In addition to the duty of advance disclosure discussed above, all employees are required to provide a disclosure of situations or relationships that create or have the appearance of creating a conflict of interest or commitment upon their initial employment and annually thereafter. Updated disclosures must also be provided throughout the year if changes in circumstances arise that either (a) create a new conflict of interest or commitment; or (b) change or eliminate a conflict of interest or commitment previously disclosed.
C. Conflict of Interest in Research
Faculty members submitting proposals to external agencies or grantors must comply with both
the College and each agency’s requirements regarding conflict of interest. All employees must
follow the conflict of interest and commitment guidelines described in this policy.

Anyone involved with sponsored research or the development and licensing of intellectual
property under the auspices of the College, is responsible for complying with all applicable
procedures.

This policy includes the requirements and responsibilities for compliance with the Federal
regulation on Financial Conflict of Interest (FCOI) specifically Title 42 Code of Federal
Regulations (CFR) Part 50 Subpart F for grants and cooperative agreements and Title 45
CFR Part 94 for research contracts. Additional FCOI information related to grants and
cooperative agreements is available on the Office of Sponsored Research Conflict of Interest
website.

Any conflict between this policy and applicable federal regulations shall be governed by the
federal regulations.

D. Appeals
Faculty and staff who wish to appeal the decision of the Sr. Advisory Compliance Committee
may present their appeal to the Provost/Sr. Vice President who will decide to permit the activity
or to uphold the decision of the Sr. Advisory Compliance Committee.

E. Compliance Monitoring
The Compliance Office will monitor approved activities by the Sr. Advisory Committee as well
as those approved, on appeal, by the Provost/Sr. Vice President. The Office of Internal Audit
will audit and review approved Conflicts of Interest and the effectiveness of the Conflict of
Interest policies and procedures at least every two years through the use of traditional audit
mechanisms.