

**OFFICE OF THE PROVOST AND EXECUTIVE VICE PRESIDENT FOR
ACADEMIC AFFAIRS**

**POLICY FOR DEANS AND DIRECTORS
ON CONFLICTS OF INTEREST AND CONFLICTS OF COMMITMENT**

This policy is applicable to all Deans and Directors who report directly to the Provost and Executive Vice President for Academic Affairs at the University of Michigan – Ann Arbor.

A. *Identification of Potential Conflicts of Interest and Commitment*

Potential conflicts of interest and commitment are inevitable where faculty are engaged, as they ought to be, with actors and institutions outside the University. Nor are these potential conflicts necessarily problematic. In fact, the University allows and encourages faculty to engage in outside activities and relationships that enhance the University's mission. It is nevertheless important that faculty disclose any potential conflicts of interest or commitment as soon as they arise so that they can be evaluated and, if necessary, managed or eliminated.

A potential conflict of interest arises when external ties might appear to bias a faculty member's judgment in performing his or her University obligations. A potential conflict of commitment arises when a faculty member engages in external activities or assumes external commitments that might appear to compromise his or her ability to fulfill the responsibilities of his or her University position. (See SPG 201.65-1.)

A Dean or Director shall abide by all policies and requirements applicable generally to the faculty of the Dean or Director's academic unit. Further, a Dean or Director shall be especially careful to disclose conflicts between his or her role in supervising and evaluating faculty members and any personal or external activities or interests. These activities may include those that are shared with individual faculty members, as well as those that may be in conflict.

Some areas in which Deans should be alert for possible conflicts are listed below; these items are given as examples, and the list is not meant to be exhaustive:

- Acceptance of honoraria or speaking fees
- Acceptance of gifts
- Entertainment paid by others
- Involvement in sponsored or organized research or technology transfer
- Involvement with University policy development, contracting or purchasing, including involvement in decisions about University policies, contracts or

partnerships with external entities in which the executive officer or his or her family or associate has financial holdings, ownership, or other financial relationship

- Service on external boards, commissions, or committees (Approval from the president should be sought for appointment to external boards of directors.)
- Service in a significant advisory or consultative capacity to entities outside of the University.

B. *Disclosure, Evaluation, and Management of Potential Conflicts of Interest and Commitment*

1. Disclosure of Potential Conflicts

In general, a Dean or Director must promptly disclose potential conflicts of interest or commitment to the Vice Provost for Academic and Faculty Affairs in writing as they arise. E-mail will suffice, if written from the faculty member's University e-mail account to the Vice Provost's University e-mail account.

Recurring or long-term potential conflicts of commitment or interest by a Dean or Director must also be included in his or her annual report to the Provost.

Disclosure generally need not be made where there is no violation of the general approaches outlined within the applicable academic unit's policy. Disclosure should be made, however, whenever there is any question whether the matter in question falls within the generally permitted, *de minimus* situations described within the academic unit's policy or when it falls within the special situation(s) described above.

2. Management of Potential Conflicts

Upon disclosure of a potential conflict of interest or commitment, the Vice Provost will evaluate the extent of the potential conflict to determine whether it is necessary to manage or eliminate it. The Vice Provost may ask the Dean/Director to provide additional information or documentation if necessary.

In some circumstances, evaluation of the potential conflict will require consultation with and action by central administration offices. For example, action is necessary in the following circumstances:

- Where the disclosure involves sponsored research or technology transfer, by the Office of the Vice President for Research;
- Where there may be a conflict between two academic units, by the Office of the Provost; and
- Where the disclosure involves a purchase of goods or services, by the Office of Procurement Services.

In many cases, consultation with central administration offices, even when action by those offices is not required, may help determine how to respond to a given disclosure. Examples of potentially appropriate consultation might include the following: where the disclosure involves sponsored research or technology transfer, with the Office of the Vice President for Research; where there may be a conflict between two academic units, with the Office of the Provost; where legal obligations or potential liability may be involved, with the Office of the General Counsel; and where the disclosure involves a purchase of goods or services, with the Office of Procurement Services.

In response to disclosure of a potential conflict, the Vice Provost may, after consulting with the Dean/Director, determine that no action is necessary. In other cases, the Vice Provost may decide that it is sufficient to document the disclosure and also his or her determination that no further management is required. If the Vice Provost determines that management of the potential conflict is necessary, however, he or she will develop a conflict management plan in consultation with the Dean or Director. That plan may include, but is not limited to:

- Disclosing the potential conflict to appropriate sources inside and outside the University;
- Modifying or limiting the Dean/Director's duties to minimize or eliminate the conflict;
- Securing the Dean/Director's agreement to modify or suspend outside activity, use of University resources, or other activities that create the potential conflict; or
- Prohibiting certain outside activity as inconsistent with the Dean/Director's obligations to the University.

3. Record-Keeping and Issues of Confidentiality and Privacy

The Vice Provost will keep a record of action on disclosures made under this policy, in part to help develop a consistent practice of treating like cases alike. The Vice Provost will make all reasonable efforts to preserve the privacy and confidentiality of personal information revealed as part of this process; to that end, the Vice Provost will keep all records that include personal information about named individuals in a secure file accessible only to himself or herself and the Provost.

With regard to the length of time records will be retained, the Provost's Office will retain records about all potential COIs and COCs until at least three years after the potential conflict ceases to exist or has been eliminated. However, the Office may decide to retain records that include plans to manage the conflict for a longer period of time.

In some circumstances, the University is required to disclose potential conflicts to people within or outside the University. For example, if a conflict exists within the context of a federally sponsored project, the University *is required* both to disclose the existence of that conflict (without providing identifying information) to the federal

government and to indicate whether it has managed that conflict. Also, the University may be legally required to disclose information in response to requests made under the Michigan Freedom of Information Act (FOIA). Should any other individual have a legitimate educational or business reason to access the confidential records, whether in the context of a federally sponsored project, a FOIA request, or otherwise, the Vice Provost or the Provost may authorize access to the file, provide copies, or provide oral or written summaries. Where possible, the individual to whom the Vice Provost or Provost authorizes disclosure will be required to maintain at least the same level of confidentiality as provided for the original information.

Concerns about whether the Vice Provost or Provost has controlled access to conflict documentation or information as required under this policy should be reported to the relevant individual for appropriate follow-up.

C. *Dispute Resolution*

A Dean/Director may dispute any decision made in response to the disclosure or non-disclosure of a potential conflict of interest or commitment by appeal to the Provost.

Following exhaustion of this appeal, the Dean/Director may dispute any action or decision under this policy in accordance with applicable University procedures. Disputes related to sponsored research or technology transfer must be handled in accordance with processes adopted by the OVPR Conflict of Interest Review Committee. Other disputes between a Dean/Director and the Provost should be resolved by appeal to the President.

D. *Education and Training*

This policy will be provided to new Deans/Directors at the time they assume the position of Dean/Director. At that time, the Vice Provost will discuss the policy with the Dean/Director.

This policy will be circulated each fall to all Deans/Directors, including interim appointments. Deans and Directors will be reminded of the policy and its requirements at the first meeting of the Academic Program Group in each academic year.

Whenever there is a reason to think it necessary, the Provost will remind the Deans/Directors as a whole, or individual Deans/Directors, of the requirements of the policy.

E. *Violations*

Any failure to comply with SPG 201.65-1, its procedures, or this implementing policy may lead to disciplinary action, up to and including termination of appointment in accordance with applicable disciplinary procedures. Possible violations that may lead to disciplinary action include, but are not limited to, the following: failure to disclose fully a potential conflict; failure to comply fully with a required conflict management plan;

failure to maintain the confidentiality of conflict documentation and information; and failure to complete any required training or education regarding the policy. Existing unit and University procedures governing misconduct will apply.

F. *Policy Review and Revision*

The Vice Provost will annually review all actions taken under this policy and make recommendations to the Provost regarding any needed revisions to the policy or any need for increased education. Any revisions in policy or practices will be discussed with the Academic Program Group. If the Provost determines that any of the changes he or she would like to adopt will materially change the policy, the modification will be adopted by the same procedures that were followed in adopting the original policy prior to sending the revised policy to the president for final adoption. A current version of this policy should be on file with the President's Office at all times.

G. *Governing Policies*

This policy implements Standard Practice Guide ("SPG") 201.65-1, *Conflicts of Interest and Conflicts of Commitment*, incorporates SPG 201.65-1 in its entirety, and includes all elements required under that SPG. Implementation of SPG 201.65-1 within the unit requires compliance with other University policies and procedures, including all Regents' Bylaws and SPGs, as well as with any relevant external rules of professional conduct and applicable law. Relevant policies, procedures, rules, and law include (but are not limited to) the following:

- Regents' Bylaw 2.16, regarding gifts to University employees;
- Regents' Bylaw 5.12, regarding outside employment of University faculty;
- Regents' Bylaw 5.13, regarding governmental elected or appointed service;
- Regents' Bylaw 5.14, regarding leaves of absence;
- SPG 201.23, regarding appointment of individuals with close personal or external business relationships;
- SPG 201.65, regarding employment outside the University;
- SPG 201.85, regarding special stipends for work performed for other University units, the payment of honoraria, and the payment of travel expenses;
- SPG 500.01, 601.03-2, and 601.11, in particular to the extent that they address appropriate use of University resources, such as the libraries, office space, computers, secretarial and administrative support staff, and supplies;
- Office of Vice President for Research (OVPR) Policy on Conflict of Interest in Sponsored Research and Technology Transfer Agreements; and
- Michigan Compiled Laws § 15.321 et seq., regarding contracts of public employees with their employers.

In the event of any inconsistency between this policy and other University or external requirements, those other requirements will prevail. In interpreting this policy the

Provost and the Vice Provost should be attentive to preserve the principle of academic freedom of speech and thought. In addition, policy administrators will make every reasonable effort to preserve confidentiality and protect the privacy of all parties in the course of investigating and managing a potential conflict of interest or commitment.