Conflict of Interest and Commitment (20.065)

Introduction
The Conflict of Interest and Commitment Policy for Brown University is established in the context of the University’s mission statement:

The mission of Brown University is to serve the community, the nation, and the world by discovering, communicating, and preserving knowledge and understanding in a spirit of free inquiry, and by educating and preparing students to discharge the offices of life with usefulness and reputation.

The business of the University, referenced in this policy, is undertaken in fulfillment of this mission.

Policy Statement
All decisions and actions taken by members of the Brown community in the conduct of University business shall be made in a manner that promotes the best interests of Brown University. Members of the Brown community have an obligation to address both the substance and the appearance of conflicts of interest and commitment and, if they arise, to disclose them to the appropriate University representative and withdraw from debate, voting, or other decision-making process where a conflict of interest exists or might arise.

Policy Application to the University Community
The Brown University Conflict of Interest and Commitment Policy and its related guidelines apply to all members of the Brown community. The University recognizes that members of the Brown community perform different functions on its behalf. A particular outside interest, activity, or relationship that is a conflict for one member may not be a conflict for another member due to their different areas or levels of influence on University business. Therefore, while every member of the community is subject to the general policy, different members of the community are subject to different procedures and/or disclosure requirements. For example, Officers of Instruction and Research are subject to procedures described in the Conflict of Interest Policy for Officers of Instruction and Research, a policy specific to the educational and research activities of faculty and researchers. In addition, certain administrative positions and/or units may be subject to additional guidelines, procedures, and/or disclosure requirements, consistent with the general policy.

Conflicts of Interest
A conflict of interest may take many forms but arises when a member of the Brown community might be able to use the authority of his or her Brown position to:

a) Influence the University's business decisions in ways to give improper advantage or financial benefit to oneself, a family member or associate, or

b) Obtain for oneself, a family member, or an associate a financial benefit beyond the compensation he or she is authorized to receive for performing his or her University responsibilities.

The following principles provide guidance for avoiding conflicts of interest and definitions relevant to the disclosure of conflicts. More specific examples are available in the companion document, Conflict of Interest and Commitment Guidelines.

- **Personal relationships in the workplace:** No member of the Brown community may participate in decisions involving a direct benefit (e.g., initial employment, salary, work assignments, performance evaluations, etc.) to family members.
- **Business decisions:** Members of the Brown community must not make or influence business decisions, including executing purchasing agreements or other types of contracts, from which they, a family member, or an associate may personally benefit. Members of the Brown
community who stand to gain from a particular contract must identify the situation to their supervisors or, in the case of members of the Corporation and its Standing Committees, to the President, Chancellor, or fellow Committee members.

- **Use of University resources and name:** The use of University resources (e.g., telephones, fax and duplicating machines, campus mail, computing equipment and time, staff, office and classroom space, supplies, vehicles, postage, etc.) which results in personal and/or financial gain to a member of the Brown community, a family member, or an associate represents a conflict. More generally, University Human Resources policy limits employees' use of University resources to University business. The use of the University name and seal by members of the Brown community other than in the context of their responsibilities at the University is prohibited.

- **Gifts and gratuities:** Members of the Brown community are prohibited from soliciting personal gifts and favors from a vendor, contractor, donor, student, parent, or subordinate. Accepting gifts is also prohibited in most circumstances. Gifts valued in excess of $200 or of undetermined value, if not applied for a Brown purpose or shared widely, should be returned immediately. Gifts of promotional items without significant value and that are routinely distributed by vendors to clients may be accepted. Ordinary business courtesies, such as payment for a modest lunch or dinner or courtesy copies of professional printed matter, are also acceptable. Gratuities or gifts of money, whatever the amount, may not be accepted at any time.

- **Significant financial interests:** Members of the Brown community must disclose their significant financial interests in any entity that they know to have business, directly or indirectly, with Brown. There are two types of significant financial interest:
  *Receipt of anything of monetary value from a single source exceeding $5,000 annually. Examples include salary, royalties, gifts, and payments for services including consulting fees and honoraria. Excluded are inheritances, and income from debt obligations of the US, state, or local governments, certificates of deposit, blind trusts, and broadly diversified mutual funds and brokerage accounts managed by third parties.
  *Ownership of an equity interest exceeding the lesser of 5% or $100,000 in any single entity, excluding US, state, or local government debt obligations, certificates of deposit, blind trusts, and broadly diversified mutual funds and brokerage accounts managed by third parties.

- **Perceived conflicts of interest:** In addition to refraining from prohibited activities, members of the Brown community must disclose any activity, relationship, or interest that is, or may be perceived to be, a conflict of interest so that these activities, relationships, and interests can be managed properly.

**Conflicts of Commitment**

A conflict of commitment occurs when a commitment to activities outside of one's University responsibilities interferes with a member of the Brown community's capacity to meet his or her University responsibilities.

It is recognized that some outside service and professional responsibilities of members of the Brown community can and do benefit Brown. Outside responsibilities of Corporation members do not ordinarily pose conflicts of commitment because their service to the University is uncompensated. Limits on outside activities of faculty members are defined in the Conflict of Interest and Commitment Policy for Officers of Instruction and Research. In the case of administrative officers and members of the staff, the time allowed for service to other organizations depends on the person's job responsibilities and his or her supervisor's expectations for that employee's level of involvement with professional and community organizations.

Members of the Brown community must disclose any outside activity that is, or may be perceived to be, a conflict of commitment so that these activities can be managed properly.

**Definitions**

**Member of the Brown Community:** For purposes of this policy, a member of the Brown community is a member of the Corporation of Brown University, a member of a Standing Committee of the
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Corporation, an employee of Brown, or a person who holds a Brown faculty appointment. The latter includes hospital-based faculty, whether employed by an affiliated hospital, a practice plan, or a foundation.

**Family member:** For purposes of this policy, a family member is a spouse, domestic partner, parent, child, sibling, or member of one's household.

**Associate:** For purposes of this policy, an associate is any individual or organization with whom a member of the Brown community has a close personal or business relationship such that a benefit to the associate could be construed as a personal favor by the member and/or an indirect benefit to the member personally.

**University responsibility:** A University responsibility is a responsibility owed to Brown University for employment, trusteeship or, for hospital-based faculty members, one defined by an agreement between Brown and an affiliated hospital and/or one of its affiliated practice plans or foundations.

**Selected staff:** Selected staff will be identified by members of the President's Cabinet, to include employees who can influence decisions related to purchasing, contracting, investments, admissions, financial aid, employee hiring and compensation, benefits, or grants administration; those who routinely have contact with vendors, sponsors, or donors to the University; those with signature authority of $5,000 or more; those who can influence the business of the University in other ways senior administrators deem significant; and those who are believed to have significant employment, consulting, or volunteer commitments with organizations other than Brown.

**Responsibilities**

**Brown Community:** It shall be the responsibility of all members of the Brown community to read the University's Conflict of Interest and Commitment Policy and its related guidelines and to disclose potential or actual conflicts as they arise to their supervisor or assigned senior administrator. All Corporation members, all members of the Corporation's Standing Committees, all Officers of Instruction, all senior officers, and selected staff shall also be responsible for submitting an annual disclosure form.

**Senior administrators:** Senior administrators are responsible for promoting the understanding of and compliance with the University's Conflict of Interest and Commitment Policy. Members of the Brown community are obligated to resolve any conflicts of interest or commitment through disclosure and cooperation with University officers charged with administering this policy. Failure to do so will be deemed a failure to meet one's obligations for which sanctions, up to and including dismissal, may be imposed.

**Chancellor for members of the Corporation and its Standing Committees, President for the Cabinet, Provost for Officers of Instruction and Research, and Senior Vice President for Corporation Affairs and Governance:** Responsibility for implementing the University's Conflict of Interest and Commitment Policy shall rest with the Chancellor for members of the Corporation and its Standing Committees, with the President for the Cabinet, and with the Provost for Officers of Instruction and Research. For all other members of the Brown community, responsibility for implementing the University's Conflict of Interest and Commitment Policy shall rest with the Senior Vice President for Corporation Affairs and Governance.

Forms/Instructions: COI Job Aid
Related Policies: Employment of Relatives
General Conditions of Employment
Conflict of Interest and Commitment Policy for Officers of Instruction and Research
Related Information: Conflict of Interest & Commitment Process
Policy Owner: Approved by Vice President for Human Resources
Contact(s):
Toni Lenz Tinberg