

Harvard University Institutional Conflicts of Interest Policy (adopted September 14, 2020)

Introduction

This Institutional Conflicts of Interest (ICOI) Policy has six elements:

- (1) an *inventory* of existing policies *and* a brief statement of *why this policy is needed*;
- (2) a *general duty* for faculty and responsible officials (defined below) to report material potential ICOIs;
- (3) *guidance* regarding identification of potential ICOIs;
- (4) designation of a chief research compliance officer (*CRCO*) and a *COI Committee*, to oversee this policy;
- (5) requirements of *mandatory review* and management of specified potential ICOIs; and
- (6) a *plan* for further integrating oversight of ICOIs over time.

Many potential ICOIs are avoided, mitigated, or managed under existing University policies, as described in Part I and Exhibit A of this document. Nothing in those existing structures is affected by this policy. The purpose of this policy is to ensure that those ICOIs not addressed by existing policies receive the appropriate attention. Harvard faculty members or officials who in the ordinary course of their duties become aware of circumstances in which a financial interest, of the University or its senior officials, may appear to weigh in a decision-making process about the University's core mission and values, should under this policy report those circumstances to a cognizant official. Some of those circumstances may require review at the central level while others may be managed locally.

Part 1. Existing Policies and Need for this Policy.

Institutional conflicts of interest arise when Harvard's financial interests or those of its senior officials might have, or appear to have, undue influence on decisions involving the University's primary interests (as defined below). ICOIs can affect the core mission of the University and damage public trust. This ICOI Policy represents one aspect of Harvard's commitment to addressing and managing conflicts of interest. Individual conflicts -- such as those addressed by the University's Policy on Financial Conflicts of Interest for Persons Holding Faculty and Teaching Appointments (*FICOI Policy*) -- arise when personal financial interests of individuals might compromise their academic and scholarly endeavors. In contrast, ICOIs stem from the interests of the University, or senior officials acting on the University's behalf. A potential ICOI may arise, for example, when the University holds equity in a company to which it licenses technology and the value of the equity could be significantly affected by the outcome of research conducted at or licensing decisions made by the University. Certain of Harvard's existing policies address various potential ICOIs, including those policies set out in **Exhibit A**,¹ but other potential ICOIs may take forms not addressed by existing policies. This ICOI Policy provides a framework for Harvard to address all types of potential ICOIs and to coordinate reporting and management of ICOIs.

Part 2. General Duty to Report Material Potential ICOIs

Harvard relies on funds from donations, sponsorship of research and licensing of technology to further its core activities of research, teaching and public engagement. However, the educational and research activities of the University should be, and should appear to be, motivated primarily by a concern for the advancement of knowledge and the pursuit of truth, not by the pursuit of financial reward. Harvard has a responsibility to

¹ For example, Harvard's endowment is managed by a legally separate non-profit entity, the Harvard Management Company, which has adopted a Code of Conduct that imposes an informational firewall between its employees and Harvard officials, including faculty, addressing the risk of conflicts between Harvard's interests in its endowment and its primary interests summarized below; therefore, potential conflicts involving endowment holdings are not separately reportable under this policy.

protect the integrity of its research, teaching and public engagement, and to preserve public trust in that integrity. Activities and relationships that damage or could reasonably be seen to damage that integrity, such as ICOIs, should be avoided or managed.

(a) **General Definition of ICOI.** For this policy, an *ICOI* is defined as:

A set of circumstances that reasonable observers would believe creates an undue risk that the judgment or actions of those acting on behalf of Harvard regarding a primary interest of Harvard will be inappropriately influenced by a secondary financial interest of Harvard or of its senior officials.²

Harvard has a **primary interest** in preserving and furthering its core missions and values. Among these missions and values, for purposes of this policy, are:

- pursuit and communication of truth;
- independent, objective, and ethical scholarship and research;
- institutional integrity in the conduct of academic duties;
- accountability for actions and conduct; and
- preservation of Harvard's standing as an institution worthy of public confidence and trust.

Harvard has numerous **secondary interests** that may change over time based on prevailing circumstances. For purposes of this policy the one that will most frequently raise the prospect of an ICOI is the preservation and advancement of Harvard's financial position.

(b) **General Duty.** To address the open-ended nature of potential ICOIs, this policy states a **general duty** for all University faculty and responsible officials **to report material potential ICOIs** of which they are aware. Identification of ICOIs and the scope of existing policies should be informed by the **guidance** provided under Part 3 of this policy, and reporting and subsequent review and management will use the procedures set out in Part 4. "**Faculty**" are those covered by the FCOI Policy. "**Responsible officials**" include officials with authority over ICOI-relevant decisions, such as administrative deans, senior administrators, executive directors of centers and programs, and senior fundraising officials.³

(c) **Reporting and Management.** Reports of material potential ICOIs shall be made to institutionally designated cognizant officials (**COs**) within each School (or, where a School chooses, within a department or other unit) who have responsibility for administering this policy. COs will typically be School officials who deal with research integrity, conflicts of interest, gift policies, or other similar policies, and thus will be knowledgeable about how to handle ICOIs and may, but need not be, designated institutional officials under the FCOI policy. Each School shall identify its COs to its faculty and responsible officials. Specified potential ICOIs will trigger additional reporting to the CRCO, as specified in Part 5 below. Each CO shall be responsible for receipt of reports of potential ICOIs and for working with School leadership in taking steps to mitigate or manage the ICOIs. COs shall provide such information as requested by, and otherwise cooperate with, the CRCO in regard to their responsibilities under this policy, including the sharing of "best

² Senior Officials are those specified in the Senior Officials Policy, as defined in Exhibit A.

³ For clarity, this policy requires reporting of potential ICOIs by a broader array of administrative officials than are covered by the Senior Officers Policy, although the actions of those administrative officials themselves may not implicate the institutional interests that create potential ICOIs. For example, an official responsible for upholding university gifts policy may be required under this policy to report a gift from an individual that is tied to an organization that has sponsored a research grant, as provided in Exhibit C, even though the official is not a "Senior Officer" as defined in the Senior Officers Policy. Other officials and personnel are encouraged to report ICOIs to the COs and/or the CRCO.

practices” and additional information needed to respond to particular ICOIs. Each School at Harvard is required to designate at least one CO, who shall provide a summary report at least annually to the CRCO regarding ICOIs not otherwise reported to the CRCO, including details of a representative sample of ICOIs and actions taken in response. Reports of potential ICOIs by officials not located within a School shall be made to the CRCO.

(d) **Material ICOIs; ICOIs Covered by Other Policies.** Potential ICOIs range in size and significance. While all ICOIs are of concern, it would not be feasible to expect faculty and responsible officials to independently attempt to monitor or report all potential ICOIs. The general duty to report potential ICOIs extends only to “material” ICOIs. “**Material**” ICOIs are those that a reasonable observer would view as having (or appearing to have) a significant impact on Harvard’s primary interests. Some guidance on materiality is reflected in Exhibit B. Reports are not required if a potential ICOI is known to be governed or addressed by existing policies or procedures, such as those listed on Exhibit A. Faculty and responsible officials are encouraged to err on the side of reporting, so that if they are unsure of the materiality of a potential ICOI, or whether the potential ICOI is covered by another policy or procedure, they should report it.

Part 3. **Guidance for Identification of ICOIs**

To guide faculty, responsible officials and COs in fulfilling their duty to report potential material ICOIs, and to guide Schools in managing ICOIs, **Exhibit B** sets forth a set of hypothetical potential ICOIs. Exhibit B may be revised from time to time by the CRCO after consulting with the COI Committee. As noted in Exhibit B, some ICOIs would be addressed by existing policies and would not require further reporting under this policy. Others would not clearly be addressed by existing policies and would require reporting under this policy, either to a CO or the CRCO or both; note that the CO role includes mitigation and/or management of those ICOIs that are not governed by existing policies but also do not require reporting to the CRCO. Exhibit B also specifies possible means to mitigate or manage the hypothetical ICOIs. The CRCO and COI Committee may be contacted for further guidance with respect to the identification and management of potential ICOIs.

Part 4. **CRCO and COI Committee**

Harvard’s CRCO reports to the Vice Provost for Research. The CRCO shall maintain and make available an inventory of policies, procedures, and guidelines governing different kinds of potential ICOIs, including those in Exhibit A. The CRCO shall periodically update that inventory and share best practices among relevant offices responsible for administering those policies, procedures and guidelines, including the COs. Harvard shall establish a COI Committee, to include faculty or senior administrators chosen by each of the Schools and administrators with relevant experience in the identification and management of ICOIs.

Part 5. **Reporting to and Review by CRCO and COI Committee**

(a) **Mandatory Reports of Specified Potential ICOIs.** In addition to the general duty of faculty and responsible officials to report to COs specified above, COs have a duty to report certain potential ICOIs to the CRCO for review and management. Triggers for mandatory reporting of ICOIs by COs are listed in **Exhibit C**, which may be revised from time to time by the CRCO after consulting with the COI Committee.

(b) **Procedure for Reports Generally.** The CRCO shall establish procedures for receiving reports of potential ICOIs. Such procedures shall include a means for those wishing to report anonymously to do so, such as through Harvard’s existing “hotline,” overseen by Harvard’s **Office of Risk Management and Audit Services**, which will review and, as appropriate, forward anonymous but actionable information contained in such reports to the CRCO.

(c) **Processing of Reports.** Upon receipt of reports, the CRCO shall undertake a review of the relevant facts and circumstances and, if appropriate, approve proposed activities that generate the potential ICOI, specifying such steps as may be appropriate to mitigate or manage the potential ICOI. Other University officials and School officials shall carry out the recommendations of the CRCO with respect to the potential ICOI and may consult with the COI Committee if they disagree with the recommendations. The CRCO shall maintain records of reports and how the potential ICOIs were handled.

(d) **Role of COI Committee.** From time to time, and at least annually, the CRCO shall report to the COI Committee about the number, general content, and, where requested, specific treatment of reported potential ICOIs. The COI Committee shall advise the CRCO upon request about the treatment of potential ICOIs covered by this policy.

(e) **Conflicts Involving the CRCO.** In the event the CRCO has a conflict of interest with respect to any potential ICOI, the potential ICOI shall be reviewed by the Vice Provost for Research.

Part 6. ***Plan for Developing Oversight of ICOIs.*** The CRCO shall consult with the COs, other relevant administrators and the COI Committee to develop a plan for oversight of ICOIs, including those covered by other Harvard policies. This plan shall provide for the sharing of information regarding potential ICOIs that may fall within the scope of more than one existing policy (e.g., ICOIs involving donors who also sponsor research) or School or unit (e.g., ICOIs involving the same donors to more than one School). The plan shall also include the development of principles to guide COs and the CRCO in the management of recurring types of ICOIs.

Exhibit A Major ICOI-Relevant Policies and Procedures of Harvard University as of August 19, 2019.

- The *Gift Policy Guide*, approved by the Gift Policy Committee (GPC) and administered by Alumni and Development Services (ADS);
- *Provostial Review of Programs and Projects* by the *Provost's Office*;
- A *Policy on the Use of Harvard Names and Insignias* (“Use of Name Policy”);
- *Guidelines For Responding To Requests From Third Parties For Endorsements* (“Endorsement Guidelines”);
- A *Policy on Conflicts of Interest and Commitment for Senior Officers and Administrators* (“Senior Officers Policy”);
- *Procedures for Acceptance, Management and Sale of License-Derived Stock*;
- *Policy Statement Regarding Application of Harvard University's Conflict of Interest Policies to the Granting of Licenses*;
- *Principles Governing Commercial Activities of Harvard University, with Application to Partnerships between the University and Outside Organizations* (“Commercial Activities Principles”);
- *Guidelines for Events at Harvard University Sponsored by For-Profit Entities*;
- The *Procure-to-Pay Guide*;
- The *Code of Conduct* of Harvard Management Company;⁴
- *Statement of Policies and Procedures Governing the Use of Human Subjects in Research at Harvard University* (“IRB Policy”);
- A *Financial Conflict of Interest Policy* governing individual faculty, through School policies;
- Policies and/or procedures governing research grants of the Harvard University *Office for Sponsored Programs*, the *Office of Technology Development*, the *HMS/HSDM Sponsored Programs Administration*, and the *Harvard Chan School Research Administration*; and
- Various other policies of Schools, departments, centers, and affiliated institutions, such as the hospitals affiliated with Harvard Medical School, which address certain kinds of potential ICOIs.⁵

⁴ HMC is a legally independent non-profit corporation that manages the University's endowment. Its employees are prohibited by its Code of Conduct from any action that may appear to seek “to influence Harvard University officials (including faculty) in the conduct of research or other University activities.”

⁵ Institutions affiliated with Harvard Medical School and the Harvard School of Dental Medicine are legally independent entities with their own policies addressing conflicts of interest, including ICOIs, and are not within the scope of this policy.

Exhibit B. Guidance for Identifying Potential Material ICOIs

As guidance for faculty and responsible officials charged with the general duty of identifying and (where required by the ICOI policy) reporting and/or managing ICOIs, the following is a non-exhaustive list of stylized hypothetical potential ICOIs and possible means to mitigate or manage them. Note that these hypothetical examples and possible management steps are merely illustrative, and the specific facts of any case may call for additional mitigation or outright avoidance of the proposed activity.

This guidance has two sections: 1) examples of ICOIs that are **already directly addressed** by existing policies, and 2) examples of ICOIs that would **not clearly be addressed** by existing policies.

Section 1. Examples Addressed by Existing Policies

1. **Censorship of Publications by Donors – Large Gifts.** A donor proposes to make a \$100 million gift to a School in return for the right to edit research in advance of publication by designated faculty hired with the gift.

Existing policy implicated: Gift Policy Guide.

Summary of ICOI management: Gift's size and donor request for special access would trigger review by the Gift Policy Committee (**GPC**), and the Gift Policy Guide would bar a gift on those terms.⁶

2. **Censorship of Publications by Donors – Smaller Gifts.** Same as 1, but the gift is \$500,000.

Existing policy implicated: Gift Policy Guide.

Summary of ICOI management: Gift's size would not trigger review by the **GPC**, but if the gift is establishing a new fund, Alumni and Development Services (**ADS**) would be responsible for reviewing and Gift Policy Guide would bar gift. If the gift is not establishing a new fund then the School development and/or finance office would be responsible for reviewing gift and Gift Policy Guide would bar gift.

3. **Grants that Benefit Grantors.** A large public company proposes to sponsor research by awarding a series of \$10 million contracts. If the research produces hoped-for results, the value of the company would be directly enhanced, and the company would require both control over research design and pre-publication approval of all results arising from the research.

Existing policy implicated: University's sponsored research policies and procedures, which govern industry-sponsored research agreements, as well as the [Commercial Activities Principles](#).

Summary of ICOI management: Contracts for industry-sponsored agreements must be reviewed and approved by the Office of Technology Development (OTD) staff, and research sponsors would not be permitted under the Commercial Activities Principles to include contract provisions giving the sponsor control over research design or publication of results.

⁶ This Guidance does not attempt to comprehensively describe all steps that would be required or expected to be taken to manage ICOIs, but only (in Section 1) to illustrate how existing policies or procedures would generally apply, and (in Section 2) what additional steps the CRCO or COs could take in respect of ICOIs.

4. **Naming of Centers after Donors.** A faculty member proposes to rename an existing research center after a company that has previously given money to help establish the center.

Existing policy implicated: [Use of Name Policy](#); [Endorsement Guidelines](#), and [Gift Policy Guide](#).

Summary of ICOI management: Use of Name Policy requires approval by the faculty member's Dean of School; name and associated branding materials should not imply endorsement, and should otherwise comply with Endorsement Guidelines. If naming a center is connected with new gift terms or a naming agreement, ADS would review and elevate to the Gift Policy Committee.

5. **Management of Equity in Start-Up Companies.** Harvard accepts shares in a private company in exchange for rights to use technology developed by Harvard faculty with Harvard resources. Subsequently, the investors ask Harvard faculty to persuade Harvard to hold onto the shares until the technology's potential has been proven, so as not to interfere with the growth of the company.

Existing policy implicated: Procedures for Acceptance, Management and Sale of License-Derived Stock.

Summary of ICOI management: Such shares would be managed and sold according to procedures that provide that such shares are to be sold as soon as is reasonably practicable, in any event at arm's-length from research faculty or other interested parties.

6. **Pre-Publication Access to Research for Commercial Partners.** A for-profit company proposes to enter into a commercial partnership with Harvard to develop and derive profits from investing in a specified field, with the company obtaining the right to receive pre-publication access to research results and faculty.

Existing policy implicated: [Commercial Activities Principles](#).

Summary of ICOI management: The proposal would require advance review and approval by the President or the Provost, and if significant new issues of policy are raised, by the Corporation. All research results must be permitted to be published, and not shared pre-publication for private profit by the partnership or the company. The term of the agreement should last no longer than five years.

7. **Board Membership by Senior Officials.** A member of Harvard's senior administration proposes to join the board of a public company that does business with Harvard.

Existing policy implicated: [Senior Officers Policy](#).

Summary of ICOI management: Prior written approval before service on a board must be obtained before any senior official covered by the Senior Officers Policy can join a board, whether for profit, non-profit or otherwise. Procurement decisions must exclude official from decision-making as regards interests of that company.

8. **Communications Between HMC and Research Faculty.** A portfolio manager working for the Harvard Management Corporation (HMC) is considering contacting faculty in a research center to encourage them to publish research that would enhance the value of a company in which HMC has invested some of Harvard's endowment.

Existing policy implicated: HMC's Code of Conduct.

Summary of ICOI management: HMC's Code of Conduct would prohibit such efforts.

9. **Communications between HMC and Other University Official.** A portfolio manager working for HMC is considering contacting non-faculty University officials to encourage them to make procurement or other operational decisions that would enhance the value of a company in which HMC has invested some of Harvard's endowment.

Existing Policy Implicated: HMC's Code of Conduct.

Summary of ICOI management: HMC portfolio managers generally are prohibited from engaging in this kind of communication. They may only do so if, after consulting with HMC's chief compliance officer, they are given permission by that individual.

10. **Procurement Conflicts.** An administrator owns shares in a private company and directs Harvard resources needed to procure goods or services for a Harvard event to that company.

Existing policy implicated: [Procure-to-Pay Guide](#).

Summary of ICOI management: The administrator must not violate their fiduciary duty of loyalty to Harvard and may not engage in procurement decisions that harm Harvard as a result of their conflicts of interest. Any such conflict – here the administrator clearly faces one – must be disclosed to the relevant supervisor and the administrator must refrain from participating until the matter is resolved or the conflict is eliminated.

11. **IRBs and ICOIs.** An individual with financial interests in a for-profit company had reported those interests and has had them approved or managed appropriately under the School's individual conflict of interest policy. That individual is then appointed to a School's IRB panel, with authority over research proposals that could reasonably affect the for-profit company.

Existing policy implicated: [IRB Policy](#).

Summary of ICOI management: At each meeting, the chair instructs participants to recuse themselves if they have a personal conflict of interest, which would cover a financial interest in a for-profit company interested in research being reviewed.

12. **Corporate-Sponsored Events.** A for-profit company XYZ proposes to sponsor a conference at Harvard on topic A. The company conditions its sponsorship on being able to choose speakers, co-brand the conference as the "Harvard-XYZ Conference on Topic A," obtain a list of Harvard students with which to set up meetings during the event, and place its marketing logos on signs throughout Harvard for the duration of the conference.

Existing policy implicated: [Guidelines for Events at Harvard University Sponsored by For-Profit Entities](#).

Summary of ICOI management: The Guidelines would prohibit such an event. Speaker choices for a Harvard conference should be made by faculty overseeing the conference. Sponsorship acknowledgement is required, but may not include co-branding, and must otherwise formally comply

with the Guidelines. Student receptions may be held at such an event, but special access to students (such as lists or emails) is not permitted. Marketing and signage must comply with the Guidelines.

Section 2. **Examples Not Clearly Addressed by Existing Policies**

1. **Research Center or Policy Initiative Advisory Committees or “Consortia”.** A School or research center establishes an advisory committee. Membership may be drawn from industry, donors, third party individuals, and Harvard faculty. Members may seek access to information concerning emerging technologies and data produced by HU researchers, before the publication of research or data, as well as curricula vitae of students. Members may pay fees or provide funding for related or separately sponsored research. In some contexts, such arrangements may be labelled “consortia” or “research access committees.”

Risks: Such arrangements may undermine confidence in research and student supervision, and may allow undue influence by industry or other private interests over research agendas or outcomes. They may also allow the companies to use the Harvard name and reputation for their own purposes.

Potential management steps: At formation, consideration should be given to representation of a range of views and organizations represented, particularly where issues polarize groups interested in research outcomes. General policies concerning confidentiality and other policies addressing specific kinds of conflicts of interest (e.g., Use of Name Policy, Procure-to-Pay Guide) should be communicated to and followed by advisory committee members, and members should be barred from using pre-publication access to research or other non-public information for private ends. Restrictions can be placed on how members may access data or details of research. Some schools (e.g. HKS) have developed detailed guidelines for Advisory Committees to be distributed to members on joining.

2. **Custom/Affinity Executive Education Programs.** A School creates a custom executive education program for participants of a specific governmental unit, where the program’s costs are borne by a U.S. for-profit company with an interest in shaping policy by that unit, with program materials including prominent branding by the company, in-class visits by the company’s officials, and a site visit to the company’s headquarters as part of the formal Harvard program.

Risks: There are brand and naming risks given that this is a formal Harvard program, and the presence of company personnel may affect teaching and perception of the objectivity of research presented in the program.

Potential management steps: Compliance with the Use of Name Policy should be addressed at the inception of the program. Final faculty selection should occur through normal intra-Harvard channels and if this kind of program is likely to recur, protocols should be developed to guide the in-class role that officials may play and how they are perceived by participants in the program. HBS, in particular, requires administrative approval of the design and copy of all materials produced for custom and affinity executive education programs (see www.hbs.edu/marketing/exed.html), and branding must comply with [Endorsement Guidelines](#). HBS provides that cases used in custom programs are not deemed “published” (and do not count toward tenure, for example).

3. **Research Affecting Jointly Owned Patents.** A faculty member’s research helps form the basis for a patent that is partly owned by Harvard and partly by a private company that is in turn partly owned

by the faculty member. Subsequently, the faculty member engages in further research designed to enhance the value of the patent.

Risks: While potential bias in research outcomes by the faculty member's individual financial interest in the patent may be addressed by the Faculty Conflict of Interest Policy, an additional risk of actual or perceived bias in research is added by Harvard's institutional interest in the patent.

Potential management steps: Relevant Harvard administrators or officials would separate those at Harvard involved in the evaluation, compensation and other decisions concerning the faculty member, and those engaged in research relevant to the patent, from those at Harvard (at OTD, for example) involved in overseeing and otherwise making decisions about Harvard's interest in the company.

4. **Governmental or Other Institutional Consulting.** A collection of Harvard researchers and faculty engage, not as individuals but as representatives of their School, in consulting for a governmental unit about whether the unit adheres to best practices, with funding from the unit to the School or department in which the researchers and faculty work.

Risks: Perceptions of undue entanglement with governmental policy, which could result in pressure by Harvard officers on faculty research or publications on related topics, as well as risks that the "Harvard" brand may lend undue credibility to the message or policy of the governmental unit.

Potential management steps: Dean or department head approval if funding is a significant part of School or department or center budget; incorporation of agreements with sponsor of clear statements of need for faculty involved to preserve independence and objectivity in research and adherence to letter and spirit of Use of Name Policy; disclosure by faculty in publications related to consulting, as with individual faculty conflicts of interest; periodic review of faculty research to assess whether there is evidence that faculty involved are having their research output affected and appropriate response if so; preservation of rights to terminate relationship if bias is detected.

5. **Government- or Corporate-Hosted Harvard-Branded Workshops.** A collection of Harvard-branded workshops and seminars are physically conducted at a governmental unit or a corporate sponsor, with expenses paid by the unit or sponsor.

Risks: Similar to 4.

Potential management steps: Similar to 4; consideration should be given to a general rule against such events, due to risk of confusion. If held, should comply with the Use of Name Guidelines and Endorsement Guidelines.

6. **Significant Gifts or Research Grants with Implicit Conditions or for "Aligned" Researchers.** A School receives a gift or research grant that by its terms does not impose restrictions on how the funds are to be used but where the donor/grantor knows or anticipates that the person at Harvard with discretion on how to direct funds uses criteria to do so that are aligned with the donor/sponsor's financial interests, such as choosing faculty recipients known to have no negative views about or aligned to support the donor/sponsor's goals or operations.

Risks: Actual or perceived bias in research similar to what would occur if the gift or grant were explicitly conditioned on particular research outcomes.

Potential management steps: Establishing multimember committees to award or periodically review awards of funds to individual researchers, to reduce the risk of one researcher having undue influence; caution and train faculty not to accept formally discretionary funds that let third parties essentially dictate outcomes. If gift is establishing a new fund, ADS would ensure the documentation includes academic integrity language prohibiting third-party influence or access.

7. **Spillovers from Poor Practices at Other Universities with Funding from a Common Source.** A foundation has a pattern of entering into donor or sponsored research agreements with restrictive clauses that give the foundation veto or editing power over resulting research. Harvard refuses to agree to such restrictive clauses (which would violate the Gift Policy Guide in the case of gifts or sponsored research policies in the case of grants), and the foundation agrees to donate or grant funds without them, but Harvard is asked to agree to confidentiality clauses about the terms of the donation or grant.

Risks: When the foundation's pattern of restrictive giving is uncovered, the public reasonably believes Harvard's gifts or grants contain similar restrictions, and Harvard may be bound by confidentiality obligations that prevent it from correcting the record.

Potential management steps: Decline to accept such funds; preserve ability to speak publicly about terms of funds by refusing to agree to confidentiality clauses.

8. **Unrestricted but Relatively Large Gifts from Corporate Donors.** A company offers a School, department or center a completely unrestricted gift that would represent more than half of the unit's annual budget.

Risks: Despite the fact that the gift is unrestricted, the sheer size alone may create the appearance or actuality that subsequent research or publications will be biased in favor of the interests of the donor.

Potential management steps: Solicit matching funds from other donors; defer receipt of the proposed gift until other funding sources are found; reduce the size of the gift; create a committee including faculty with no other connection to the School, department or center to oversee the way the funds are disbursed over time.

9. **Unrestricted Gifts from Strongly Interested Donors.** A large company donates a small amount of money to a center, without restrictions, representing a small portion of the center's budget. Some of the research conducted by the center directly bears on high-profile policy debates that would strongly benefit or harm the company's business. Public reports claimed that the gift resulted in biased research by the center's affiliated faculty.

Risks: Despite the fact that the gift is unrestricted and small, there is a risk of perception of bias due to potential misreporting and the mere fact that the donor is strongly interested in research outcomes. Even with aggressive public relations efforts by Harvard, the harm may outweigh the benefit of the small gift.

Potential management steps: Decline the gift; disclose source of funding in combination with other sources with conflicting interests; develop oversight mechanisms that could be disclosed and address the risk of perceived bias in research outcomes. If gift is establishing a new fund, ADS will ensure documentation contains conflict of interest and academic integrity language.

10. **Fellowships and similar opportunities.** A donor provides a large gift to a center, and shortly thereafter the donor's daughter and son apply for fellowships at the center.

Risks: The perception that fellowships are “for sale”; the risk that decisions about fellowships will be biased; the potential for undermining the purpose of the fellowships with poor selection.

Potential management steps: Ensure that all fellowship applications and awards follow a normal, structured and documented process that is, to the extent feasible, blind to the identity of donors, and ensure that all recipients clearly qualify for the position in terms of background, experience, etc. Consider a flat ban on immediate family members of donors or anyone with discretion over donated funds.

11. **Staged Gifts or Grants with Potential for Implicit Conditioning Over Time.** A large for-profit conglomerate provides a large gift to a School, to be administered by a researcher who has prior personal relationships with the company’s management. The School’s research focus includes ways in which some of the company’s products are harmful. The company proposes another, larger gift the following year, to fund 80% of the fellowships offered by a unit of the School.

Risks: Potential for actual or apparent bias in research or publications.

Potential management steps: Ensure that gift terms are in fact formally unrestricted; new fellowships should be granted in standard ways, regardless of funding, and steps outlined in 10 may be considered to help make that more certain; in reviewing gift terms, ADS would likely request Gifts Policy Committee review, given conflict of interest; School or unit should explicitly plan for possibility that fellowship funding may be temporary if funding source dislikes research that emerges after any given round of fellowship funding.

12. **Corporate Investment in Research with Expected Benefit to Companies.** Existing research directly challenges the social value of a set of large companies. Those companies organize and host conferences related to a range of topics related to the companies’ industry, without restrictions. At those conferences, company representatives discuss in one-on-one conversations during breaks the views of attendees about the research that challenged the social value of those companies. Afterwards, company representatives offered unrestricted grants to researchers who had expressed views critical of the prior research.

Risks: While ordinary grants to researchers may routinely be based on expectations about research outcomes, a stream of grants that generate a stream of research benefiting corporate funders in systematic and observable ways may lead to the perception that the research output of Harvard is being biased by the grants.

Potential management steps: Grants will preserve academic freedom per the language of the resulting sponsored research agreements, which are predicated on scope of work, individual faculty conflict of interest disclosures, and clauses designed to prevent the grantor from interfering with research autonomy. Faculty and supervisors should be alert to the possibility that a stream of grants over time may be biased, should seek (and be encouraged to seek and supported in seeking) varied sources of funding for research, and be even more sensitive than usual to complying with existing conflict disclosure requirements and their impact on the perception of the objectivity/independence of research.

13. **Emergent Conflicts due to Promotions of Harvard Senior Officials.** A faculty member has – consistent with his School’s individual conflict of interest policy – helped create a profitable start-up company. That member then is promoted to become a senior official of a School or center, with responsibility for decisions that could affect, directly or indirectly, the company’s profitability or growth prospects.

Risks: Changes in status can sometimes result in modification of how existing policies apply.

Potential management steps: Those responsible for overseeing senior officials should build into on-ramp procedures review of existing policies relevant to ICOIs, including Senior Officials Policy, Faculty Conflict of Interest Policy, and all relevant School policies.

14. **Board Service and Grant Development.** A dean of a School sits on a for-profit company's board of directors. That company offers significant grants for research on topics that had not previously been undertaken by members of that School. The faculty in the School had expressed no interest in the grants. The Dean repeatedly encouraged faculty to consider using the grants to pursue new lines of research.

Risks: Even if research independence and objectivity are preserved through the ordinary grant process, an appearance of bias may arise if faculty feel pressured to pursue grants to fund research that benefits the company. This pressure may become a public source of criticism if faculty speak out, and may in fact generate biased research if faculty simply go along and do not speak out.

Potential management steps: Schools should encourage a broad base of funding for research, and Deans may be best advised to consider indirect effects of interactions of personal and institutional roles. Research that departs from School's overall mission should not be encouraged simply because of the Dean's personal interests, and the Dean's activity could represent a breach of existing duties to Harvard. Faculty with concerns can report to the CRCO or anonymously through the hotline.

15. **Equipment Donations.** A company donated the materials and equipment for a core research function. The materials and equipment could be used by researchers for all kinds of purposes, conditioned on the researchers acknowledging the company's donation in resulting publications. The equipment and facility were also themselves branded with the company's name.

Risks: May create the impression that the company has more influence over research than it does. Also suggests "endorsement" of that company's equipment by Harvard. May limit ability of school or unit to obtain equipment or products from other companies.

Potential management steps: Should comply with Use of Name Policy; consider limitations on commitments on use of name consistent with usable life of equipment.

16. **Equipment or Software Donation Conditioned on Branding.** A large information technology company donates or provides substantial discounts for equipment or software conditioned on negotiated branding by the recipient School.

Risks: Similar to 15.

Potential management steps: Similar to 15.

Exhibit C -- Triggers for CRCO Review of Potential ICOIs

Where faculty or responsible officials report potential ICOIs to COs, or COs otherwise learn about potential ICOIs, COs should review the following list to determine if reporting by the CO to the CRCO is required. COs are encouraged to err on the side of reporting to the CRCO when they are unsure whether reporting is required. COs may also seek guidance about how to manage new types of potential ICOIs from the CRCO and/or the COI Committee, and may consult with other COs about how they have managed other potential ICOIs not requiring reporting to and management by the CRCO.

1. Clinical Research Studies
 - Any “clinical research study” – any medical research involving human subjects, and hence subject to IRB approval – with respect to which Harvard, upon inquiry by the IRB to OTD and the relevant office of sponsored programs:
 - Holds equity in a business that owns or has contract rights to drugs, devices or technology assessed in the study; or
 - Receives sponsored research support from a business that has Harvard-licensed patented technology under investigation in the study.
2. Harvard Start-Ups
 - Receipt by Harvard of any support (sponsored research awards or gifts) for research, including money, technology or company personnel, if upon inquiry by the relevant office overseeing the gift or sponsored research award:
 - Harvard holds equity in a company providing the support, or
 - Harvard has “incubated” the company providing the support in whole or in part, i.e., Harvard has provided material support prior to the legal organization and funding of the company.
3. Harvard Senior Officials (e.g. Institutional Officials for the IRB, COI, OTD)
 - ICOIs involving senior officials of Harvard covered by the Senior Officers Policy in which such officials serve on fiduciary boards of:
 - Companies that conduct business with Harvard; or
 - Private companies in which Harvard holds equity and conducts business.
4. Gifts
 - Gifts of more than \$1M from an organization or an individual tied to such an organization if, upon inquiry by the Gift Policy Committee, either OTD or the applicable sponsored research office reports a sponsored research agreement or other material financial relationships between Harvard and the donor organization or its affiliates.
 - Gifts of material equipment, materials, or supplies by a company to Harvard if the gift is intended to establish or help fund the establishment of a center, initiative, institute or other research unit within Harvard.
5. HMC
 - Material waivers of ICOI-related elements of HMC’s Code of Conduct.
6. Students and Fellows
 - An ICOI involving students or fellows that raises especially unusual or complex risks to Harvard’s primary interests.