

TERMS OF REFERENCE

CSM Conflict Committee

CSM CONFLICTS COMMITTEE: TERMS OF REFERENCE Cumming School of Medicine (“CSM”), University of Calgary

1. Background

At its simplest, a conflict of interest (or “COI”) is a situation in which an individual is involved in multiple interests, financial or otherwise, and serving one interest could involve (or could *appear* to involve) working against the other. As a publicly funded education and research institution, CSM/UCalgary and our faculty and staff are subject to a number of legislative, granting agency (e.g. Tri-Agency and U.S. Department of Health and Human Services), and accreditation requirements related to disclosing, managing, and eliminating conflicts of interest. The primary governing documents related to COIs at UCalgary are:

- the [Code of Conduct](#) (“Code”) and Procedure for Conflict of Interest (created pursuant to Alberta’s *Conflict of Interest Act*); and,
- the [Research Integrity Policy](#) (created pursuant to the Tri-Agency Framework for the Responsible Conduct of Research).

Although the term “conflict of interest” may have a negative connotation, the mere existence of a COI does not imply wrongdoing or unethical conduct. CSM faculty and staff lead complex lives with many roles and responsibilities. It is expected that conflicts will arise in pursuit of the academic mission of the University and that the various roles of faculty and staff may intersect.

In order to protect the integrity of CSM and its faculty and staff, COIs must be disclosed and, where possible, managed. COIs (real or perceived) that go unnoticed or are improperly managed threaten the reputation and integrity of CSM/UCalgary, its research enterprise, and those involved. They can undermine the public’s confidence in UCalgary’s and the faculty or staff member’s ability to pursue and disseminate knowledge, devoid of bias and personal interests, and result in accreditation issues or the loss of research funding.

A COI may be permitted where it can be managed such that it can withstand reasonable and independent scrutiny, is compliant with applicable law, and protects the interests and reputation of the University and the integrity of any associated research.

As required by the University’s Delegation of Authority Policy and Conflict of Interest Procedure, the Dean retains final decision-making authority on whether and how a COI may be managed, taking in to account any advice provided by the CSM Conflicts Committee and CSM Legal Counsel and Conflicts Officer, respectively.

2. CSM Conflicts Committee: Purpose and Mandate

The CSM Conflicts Committee is an advisory committee established under the authority of the Dean of CSM for the purposes of assisting the Dean in the assessment of complex COI disclosures made by CSM faculty and staff under applicable University policies.

The Committee will contribute their academic, clinical, and commercialization expertise in providing recommendations to the Dean on novel and complex conflict of interest disclosures, with the goal of assisting the Dean in determining whether and how a conflict of interest can be managed, or if it must be disallowed.

In making its recommendations, the Committee will apply relevant University COI policies in a manner that preserves the integrity of the University, its education and research enterprises, and its faculty and staff, maintaining compliance with applicable laws and other University policies, while also respecting academic freedom and considering the University's goals of encouraging and facilitating innovation and entrepreneurship.

COI determinations are necessarily fact dependent and individualized; however, the Committee will ensure their recommendations reflect a consistent and fair application of applicable policies to all CSM faculty and staff.

Relevant COI definitions and policies to be applied are listed at Appendix "A".

The advice of the Committee is supplemental to but distinct from the work of CSM's Legal Counsel and Conflicts Officer, who is ultimately accountable to the General Counsel, President, and Board of Governors, and is responsible for providing legal advice and recommendations to the Dean on the interpretation and application of relevant University policies and risks associated with COIs.

Neither the Conflicts Officer nor the Committee make final decisions regarding COI disclosures of CSM faculty and staff. As noted above, decision-making authority rests with the Dean.

3. Committee Membership, Confidentiality, and Conflicts

The Committee shall be a standing committee established by the Dean, made up of **four** senior academic staff members from CSM, appointed by the Dean. The Chair shall be one of the CSM members, selected by the Dean.

All members shall be selected for two-year terms, and may be reappointed for further and consecutive terms, at the discretion of the Dean.

Members are expected to attend meetings, read pre-circulated materials, and participate fully in discussions. Members must maintain the confidentiality of the matters before them and are not permitted to disclose or discuss any information they receive as part of their duties on the Committee, except with the Dean or the CSM Conflicts Officer.

Where a CSM Conflict Committee member has a conflict in reviewing a particular disclosure, that member must advise the Chair (or in the case of the Chair, the Dean) and recuse themselves from reviewing the disclosure. For greater clarity, a real, perceived, or potential conflict may arise when the CSM Conflict Committee member:

- could potentially receive a professional or personal benefit resulting from the situation identified in the disclosure;
- has a personal relationship with the discloser, organization or company associated with the disclosure; or

- has a direct or indirect financial interest in the situation identified in the disclosure.

4. Referral of Disclosures to Committee

The Dean has discretion to refer a matter to the CSM Conflict Committee for further consideration. Without limitation, the Dean may do so where it involves a novel or complex situation such that larger consultation and other types of expertise (e.g., academic/clinical/commercial) would be beneficial to a determination of the matter. This might include matters that involve multiple interested parties (internally or externally), activities that carry significant reputational, financial, or legal risk for the University, or new activities, relationships or ventures that have not been explored at the University.

The CSM Conflicts Officer may also identify disclosures that would benefit from Committee review and make recommendations to the Dean to refer a matter to the Committee.

When a matter is referred to the Committee, the CSM Conflicts Officer will provide the Committee with a summary of information gathered about the conflict and any relevant documents. Any proposed/recommended conflict management plan, if applicable, will also be provided for the Committee's review and comment.

5. Meetings

The Chair shall set a standing monthly meeting schedule in order to ensure conflict disclosures referred to it can be dealt with expeditiously. Where there are no matters to review, the meeting may be cancelled. Conversely, if a matter requires an urgent review prior to the monthly standing meeting, the Chair may conduct the Committee review/meeting by email and gather feedback from Committee members in writing.

If the Committee deems it necessary, they may invite the individual whose disclosure is being reviewed to attend a meeting to answer questions, or the Committee may ask follow-up questions of the individual in writing.

6. Recommendations of the Committee and Documentation

Members are encouraged to participate in fulsome discussion and share opinions when assessing a matter. It is acknowledged that the Committee members may share differing views about how to manage or address a COI situation. The Chair will compile the recommendations and feedback of the Committee on the disclosure before it and provide it to the Dean. The information shared with the Dean must fairly capture any shared or differing feedback amongst Committee members.

Records and documents prepared or collected as part of the Committee's work will remain confidential and will be stored securely in accordance with applicable records retention policies.

The CSM Conflicts Officer will attend the meeting to answer questions and provide legal advice as necessary and will maintain minutes of each meeting.

Dated: November 21, 2024

APPENDIX “A”

Governing Policy Requirements

- UCalgary’s [Code of Conduct](#) and related [Procedure for Conflict of Interest](#) and [Procedure for Managing the Employment of Related Persons](#)
- UCalgary’s [Research Integrity Policy](#)
- [Tri-Agency Framework: Responsible Conduct of Research](#)
- Tri-Council Policy Statement 2 (2022) [Chapter 7 \(Conflicts of Interest\)](#) (“TCPS2”)
- Accreditation standards by LCME/CACMS (undergraduate) and CACME (continuing medical education)
- [ATTSL Conflict of Interest Operating Standard](#)
- Other funding agency or accreditation body COI requirements applicable to UCalgary faculty, instructors and staff that may be in place and required from time to time, including related to NIH funding.

Key Definitions

“**Conflict of Interest**” means a conflict of interest as defined in the Code or as defined in the University’s Research Integrity Policy. For ease of reference:

Under the Code, a “Conflict of Interest” exists when, in the course of carrying out their University responsibilities, an individual takes any action where they know or ought to know that the action may result in an actual or perceived **Private Benefit** to them or to a **Related Person** or **Related Entity**, including:

- a) the individual takes part in a decision in the course of carrying out their University responsibilities, where they know or ought to know that the decision may result in an actual or perceived Private Benefit to them or to a Related Person or Related Entity; or
- b) the individual uses their position with the University to influence or seek to influence a University decision which they know or ought to know may result in an actual or perceived Private Benefit to them or to a Related Person or Related Entity; or
- c) the individual communicates information that they know or ought to know is not available to the general public and is obtained by the individual in the course of carrying out their University responsibilities or as a result of their University position in order to obtain or seek to obtain a Private Benefit for the individual or for a Related Person or Related Entity.

A “**Private Benefit**” means a personal benefit or furthering a private interest (including the avoidance of a negative consequence) but does not include a benefit or interest that is of general application, affects a person as a member of a broad class, or is inconsequential (i.e. de minimis).

A “**Related Entity**” means:

- a) a public corporation of which the individual is a director or officer or the beneficial owner of more than 5% of the outstanding shares of any class;
- b) a ‘for-profit’ private corporation of which the individual is a director or officer;

- c) a 'for-profit' private corporation of which the individual is the beneficial owner of shares in the corporation;
- d) a non-profit corporation or an association of which the individual is a director or officer; and
- e) a partnership of which the individual is a partner or of which one of the partners is a Related Entity of the individual by reason of clause (i),(ii), (iii) or (iv) above

A "**Related Person**" means an individual who is directly associated with another individual and includes:

- a) a parent, sibling and child of the individual;
- b) a spouse or domestic partner of the individual; and
- c) any other person who is directly associated with the individual.

Under the Research Integrity Policy, "Conflict of Interest" means activities or situations that may place an individual in a real, potential, or perceived conflict between their duties or responsibilities related to research on the one hand, and personal, University or other interests on the other. These interests include, but are not limited to, business, commercial or financial interests pertaining to the individual, their family members, friends, or their former, current or prospective professional associates. This definition of Conflict of Interest is as defined and interpreted by Tri-Council.