

	CONFLICTS OF INTEREST POLICY FOR FIND PERSONNEL AND PARTNERS
Version Nr: V2.0	Reference Nr: PL 03-06-04

1. PURPOSE

- 1.1 FIND is a Swiss non-profit foundation under Swiss UID No. CHE-110.162.567. Its mission is to turn complex diagnostic challenges into simple solutions to overcome diseases of poverty and transform lives. To achieve its mission, FIND works with diverse entities such as commercial companies as well as private organizations, public and academic institutions, charitable institutions, and other stakeholders involved in the global health arena. Due to the diversity of interests and perspectives represented by these stakeholders, it is particularly important that FIND operate in an open and transparent manner.
- 1.2 FIND recognizes that the nature of its work with many stakeholders interested in and affected by its mission results in inherent conflicts of interest. FIND recognizes that these conflicts must be managed with the highest degree of clarity and transparency.
- 1.3 Conflicts of interest can exist or appear to exist in circumstances where no unethical or improper act results from such conflicts. The purpose of this Policy is to ensure that such conflicts are identified, disclosed and managed in a way that maintains broad public trust and confidence in the decision-making, functioning and operations of FIND, and protects of the reputation and integrity of the organization.

2. SCOPE

This Policy applies to FIND Personnel and Partners, as defined in Section 3 below, and imposes obligations on them in addition to those described in FIND's Private Sector Partnering Policy and Technology and Partner Selection Guide¹, which describe the steps that FIND takes to manage real or perceived conflicts of interest in its decision-making and dealings with for-profit partners in the private sector, and FIND's Code of Conduct and Ethics (the "**Code**"¹) whose terms are hereby incorporated by reference.

3. DEFINITIONS

- 3.1 **Family Member:** As used in this Policy, the "immediate family" of any Partner or Personnel who lives in the household of the Partner or Personnel. "Immediate family" includes any spouse, domestic partners, child, stepchild, grandchild, parent, stepparent, grandparent, sibling, mother- or father-in-law, son- or daughter-in-law or brother- or sister-in-law, including adoptive relationships
- 3.2 **Partners:** FIND advisors, consultants, agents, interns, volunteers, representatives, service providers, and independent contractors
- 3.3 **Personnel:** FIND officers, employees, board and committee members, including those in FIND-affiliated offices around the world

4. CONFLICTS OF INTEREST

- 4.1 Conflicts of interest arise in any situation in which financial or other personal considerations have the potential to compromise the professional judgment and objectivity of an individual. Conflicts of interest arise when personal, social, financial or political interests may be placed before those of FIND or the people and/or organization(s) it seeks to serve, or when they may be perceived as doing so. This may be where a Partner, Personnel or a Family Member of any Partner or Personnel has significant employment or other interests/relationships (such as competing professional or personal financial interests) that could affect the conduct of the Partner or Personnel's duties and responsibilities with respect to FIND or result in a reasonable perception that such conflict(s) exists.

¹ FIND Policies & Statements: <https://www.finddx.org/policies/>

For the sake of clarity, financial interests refer to a direct financial benefit, i.e. a monetary value, such as equity interests, including stock or stock options, or other ownership rights; intellectual property rights (patents, copyrights, royalties); payment for services from the commercial sector (including for speaking engagements, sitting on advisory boards, etc.). Indirect financial interest refers to a situation where a closely associated third party stands to benefit from work done by, or decisions made by, the FIND Personnel or Partner.

4.2 Although it is impossible to address every situation in which a conflict of interest may arise, specific examples of conflicts include, but are not limited to:

- a) Being bound by any external employment or consultancy activity that may prevent a Partner or Personnel staff member from being able to devote appropriate time and attention to his/her responsibilities and obligations to FIND;
- b) Receiving any amount of cash or anything of significant value, including personal gifts or loans, from any individual or company with which FIND has dealings or which competes with FIND in any way. "Significant value" means any item whose value exceeds US\$ 50;
- c) Taking advantage of, or seeking to obtain personal gain from, any opportunity learned of in the course of doing any work for FIND that could have benefitted FIND, or was exercised to FIND's detriment or the persons/entities FIND serves;
- d) Owning stock or other proprietary interests in any third party dealing with FIND (other than a known employer or pre-approved third party);
- e) Holding office, serving on the board, participating in management, consulting for or being otherwise employed with any third party dealing with FIND and without FIND's knowledge or prior written consent;
- f) Using FIND's time, personnel, equipment, supplies, or goodwill for purposes other than FIND-approved activities, programmes, and purposes.

5. TRANSPARANCY AND DISCLOSURE

5.1. Potential conflicts need not be realized if properly managed. FIND's first line strategy is therefore to avoid potential conflict by ensuring transparent selection of partners and by having this Policy as well as processes in place to disclose and manage potential conflicts of interest. Developing a culture of responsibility is also a key component of our approach.

5.2. While the right to privacy in personal activities, political interests and financial affairs must be respected, FIND Partners and Personnel are responsible for exercising sound judgment to the best of their ability, at all times, to avoid situations that could present any real, perceived or potential conflicts between their own interests, those of their Family Members, and those of FIND or the people and/or organization(s) FIND serves. The existence of such direct or indirect interests or relationships must be disclosed to FIND if they impact the organization in any way so that they can be appropriately managed.

5.3. **How to make a declaration.** FIND requires that disclosure of all circumstances that could give rise to an actual, perceived or potential conflict of interest with FIND and the entities it serves is made by filling out and submitting a signed Declaration of Interest Form ("**DOI Form**") to FIND in accordance with the form provided in **Annex A** to this Policy. All FIND Partners or Personnel must agree to fill out the DOI Form completely, truthfully and accurately, and include any details that may be relevant to ensuring there are no conflicts of interest with FIND.

5.4. **When must declarations be made?** The existence of any conflicts of interest as described above must be disclosed before any work is carried out or conducted by any Partner or Personnel. Conflicts of Interest will be a standing agenda item to be discussed at the beginning of all Board, Scientific Advisory Committee, and review meetings. Verbal disclosures must be appropriately documented, for example in minutes for the meeting at which a declaration was made.

5.5. **When must the DOI be updated?** It is the continuing responsibility of every Partner or Personnel to scrutinize his/her activities and other business interests and relationships for actual, perceived or potential conflicts of interest and to immediately disclose them to FIND in writing. Attendees at FIND

board or committee meetings will be required to evaluate their potential conflicts and update (if necessary) their declarations ahead of each meeting.

6. PROCEDURE WHEN A CONFLICT OF INTEREST ARISES

6.1. A committee or a minimum of 2 (two) people, convened by the Operations Director, shall review submitted disclosures (including those contained in the Declaration of Interest (DOI) Form attached in the Annex to this Policy). Additional committee members may be added where appropriate, and the issue may be referred to external legal counsel for advice, and to the FIND Board for consideration and decision-taking, if necessary.

6.2. When it is determined that an actual, perceived or potential conflict of interest exists, the Operations Director will contact the Partner or Personnel to discuss ways to resolve or manage the conflict based on a review of the matter.

6.3. Remedial measures may be granted in the following forms, or in any other form appropriate under the circumstances:

6.3.1. **Conditional participation:** the Personnel or Partner can continue his or her involvement in the matter that has given rise to the conflict after disclosing his or her interest at the start of work on the matter, subject to any conditions imposed to safeguard against risks that arise from the conflict or appearance thereof

6.3.2. **Partial or exclusion:** the Partner or Personnel's involvement in the matter is limited in one or several of the following ways:

- Partner or Personnel is recused from debate and / or decision-making
- Partner or Personnel is entirely removed from an activity or a discrete part of the activity
- The conflict-causing relationship is abandoned
- The intended work is abandoned
- Any other measure identified by FIND, its legal counsel or affected funders/ partners

7. CONFIDENTIALITY

FIND will keep disclosures confidential unless required by any governmental or administrative agency, tribunal, court or other quasi-judicial or regulatory body, or by any donor to FIND, to disclose any and all information provided by Partners or Personnel in the course of making the declaration. FIND will endeavour to provide notice of any such requirement to disclose such information to Personnel and Partners as promptly as reasonably possible.

8. CHANGE HISTORY

New version #/date	Old version #/date	No. of changes	Description of changes	Source of change request
V2.0/15JAN20	V1.1/14JUN17	Multiple	<ul style="list-style-type: none"> - Changed from a combo NDA/COI Agreement to a Policy document plus DOI form - Re-formatting of Annex (DOI form) - Inclusion of space for management response - New numbering system 	CEO (Reviewed: L&S 05DEC19; FIND BoD 19DEC19)
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**ANNEX A
DECLARATION OF INTERESTS (DOI) FORM**

The Conflicts of Interest Policy requires all FIND Partners and Personnel to file a DOI before any work is carried out or conducted and to update it when necessary.

This DOI Form shall be completed within the context of the PURPOSE.

PURPOSE: Provide details of engagement either as a board-, committee- or staff member (including position) or Partner (including description of field of work with specific reference to any proprietary technologies and/or commercial partners or Associate Institution(s) that you will be working with through a FIND engagement, if applicable).

All FIND Partners and Personnel must fill out this form and disclose any circumstances that could represent an actual, perceived, or potential conflict of interest (i.e., any interest that may affect, or may reasonably be perceived to affect, the expert's objectivity and independence) under the PURPOSE. You must disclose on this form any financial, professional or other interest(s) relevant to the subject of the PURPOSE in which you participate or contribute towards, and any interest that could be affected by the outcome of the PURPOSE. You must also declare relevant interests of your Family Members (see definition above) and, if you are aware of it, relevant interests of other parties with whom you have substantial common interests and which may be perceived as unduly influencing your judgement.

Name:

Organization:

E-mail:

Tel:

Mob:

Please answer each of the questions below. If the answer to any of the questions is "yes", briefly provide more details of these circumstances in the space provided below or as an Annex B to this form, if needed. Please provide the names of all companies, organizations or institutions involved, who their interests relate to (e.g., yourself, a Family Member or partner), and the estimated value of this interest. The term "you" refers to yourself and your immediate Family Members. "Commercial entity" includes any commercial business, an industry association, research institution or other enterprise whose funding is significantly derived from commercial sources with an interest related to the subject of the meeting or work. "Organization" includes a governmental, international or non-profit organization.

EXPLANATION OF "YES" RESPONSES:

If the answer to any of the questions below is "yes", briefly elaborate in the space provided for each. **You may attach any annexes or more detailed responses, if necessary.**

I. EMPLOYMENT AND CONSULTING

Within the past 3 years, have you received remuneration from a commercial entity or other organization with an interest related to the subject of any work you will be doing for FIND?

1a. Employment (please name your employer and position / last position held below) **Yes No**

1b. Consulting, including service as a technical or other advisor (please name your client(s) and scope of engagement below) **Yes No**

II. INVESTMENT INTERESTS

Do you have current investments (e.g., proprietorships, partnerships, joint ventures, board memberships, controlling interest in a company) valued at more than US\$ 1,000 overall in a commercial entity with an interest related to the outcome of any projects handled by FIND or that you are advising on?

Yes No

III. INTELLECTUAL PROPERTY

Do you have a personal interest in any intellectual property rights (patents, trademarks, or copyrights, including pending applications) that might be enhanced or diminished by any projects being handled by FIND or that it is advising on?

Yes No

IV. ADDITIONAL INFORMATION

4a. Will your work for FIND enable you to obtain access to a competitor's confidential proprietary information, or give you a personal, professional, financial or business competitive advantage?

Yes No

4b. To your knowledge or belief, would the outcome of any work you do for FIND benefit or adversely affect interests of others with whom you have substantial common personal, professional, financial or business interests (such as Family Members, close professional colleagues, administrative unit or department)?

Yes No

4c. Is there any other aspect of your background or present circumstances not addressed above that might be perceived as affecting your objectivity or independence?

Yes No

V. TOBACCO OR TOBACCO PRODUCTS

Within the past 4 years, have you had employment or received research support or other funding from, or had any other professional relationship with, an entity directly involved in the production, manufacture, distribution or sale of tobacco or tobacco products or representing the interests of any such entity?

Yes No

VI. MUNITIONS or ARMAMENT MANUFACTURERS

Within the past 4 years, have you had employment or received research support or other funding from, or had any other professional relationship with, an entity directly involved in the production, manufacture, distribution or sale of munitions or armament products or representing the interests of any such entity?

Yes No

VII. CONFLICT MINERALS

Within the past 4 years, have you had employment or received research support or other funding from, or had any other professional relationship with, an entity directly involved in conflict minerals² supply chain (at any point, e.g. extraction, refining, transportation), or representing the interests of any such entity? **Yes No**

CONSENT TO DISCLOSURE:

By completing and signing this form, you consent to the disclosure of any relevant conflicts FIND may identify to any third parties FIND may be working with.

DECLARATION. I hereby acknowledge that I have received a copy of the Conflicts of Interest Policy and that I have read, understand and agree to comply with it.

I declare that the information disclosed in this form is true, accurate and complete to the best of my knowledge and belief.

Should there be any change to the above information, I will promptly notify FIND’s Operations Director and describe these changes. This includes any change that occurs during any project I work on for FIND.

Read and agreed to by:

Signature:

Date:

FIND MANAGEMENT REVIEW AND RESPONSE (where applicable)

² As defined in the EU Conflict Minerals Regulation, that will come into effect on 1 January 2021