The mission of UT Southwestern is to improve healthcare in our community, Texas, our nation, and the world through innovation and education. As a state agency and university, UT Southwestern has a responsibility to the people of Texas to promote an environment that endorses the highest standards of integrity, honesty, accountability, and transparency in fulfilling its mission.

This policy on conflicts of interest, conflicts of commitment, and outside activities is primarily intended to provide the guidelines for UT Southwestern employees to act ethically in accordance with these values, applicable laws, and the rules and policies of UT Southwestern and The University of Texas System (UT System). This policy also serves to protect the credibility and reputation of UT Southwestern by providing, as required by UT System policies UTS175 and UTS180, an electronic system of disclosure and documentation of employee activities outside of UT Southwestern that might otherwise raise concerns about conflicts of interest and conflicts of commitment.

The primary responsibility of a UT Southwestern employee is, at all times, the accomplishment of his or her assigned institutional responsibilities. Certain outside activities – such as outside employment or outside board service, personal financial interests, or the acceptance of gifts from third parties – can lead to a conflict between the employee’s institutional responsibilities and the employee’s private interests, and may prevent the employee from making decisions that are in the best interest of UT Southwestern. Even if an outside activity does not actually impair an employee’s ability to act in the best interest of UT Southwestern, it may appear to the public that the employee’s independence of judgment has been affected.

At the same time, UT Southwestern recognizes that certain outside activities are not in principle unacceptable and may in fact enhance UT Southwestern’s mission, and that both the institution and individual employee may benefit from such interactions by virtue of the employee’s exposure to challenges presented in the non-academic world. To meet the challenges presented by these competing values and obligations, appropriate disclosure, review and management are necessary to ensure that the public’s trust in the judgment of UT Southwestern employees has not been affected by their outside activities.
Accordingly, UT Southwestern employees may not have a direct or indirect interest (including financial or other interests), engage in a business transaction or professional activity, or incur any obligation of any nature if that interest, activity, or obligation might tend to influence the way the employee performs institutional responsibilities, could reasonably be expected to impair the employee’s judgment in performing institutional responsibilities, or might require or induce the employee to disclose confidential or proprietary information acquired through the performance of institutional responsibilities. UT Southwestern employees must structure their financial interests or outside activities to enable the review and management of any possible conflicts of interest with their institutional responsibilities.

Further, a UT Southwestern employee’s outside activities must not create a conflict of commitment with their institutional responsibilities. Conflicts of commitment can occur when the time or effort an employee devotes to an outside activity directly or significantly interferes with the fulfillment of assigned institutional responsibilities, or when the employee uses UT Southwestern property in connection with the employee’s outside interests or activities. Conflicts of commitment may arise regardless of the location of the activity (on or off campus), the type of outside entity (individual, for-profit, not-for-profit, or government), or the level of compensation (compensated or not compensated).

Every employee is required to: (1) comply with this policy and EMP 158 Outside Activities (Including Outside Employment or Board Service); (2) complete specific training as required by this policy; (3) obtain prior approval for any outside employment, outside board service, or other activity in accordance with EMP-158 Outside Activities (Including Outside Employment or Board Service); and (4) comply fully and promptly with any management plan developed for any financial interest, outside employment, outside board service, or other activity.

Covered individuals as defined below also must comply with all disclosure requirements set forth in this policy.

This policy applies in addition to, and not instead of, general UT Southwestern or UT System policies, such as policies on standards of conduct, as well as other policies or statutes governing disclosure of activities and financial interests, including RES-401 Financial Conflicts of Interest in Research: Disclosure, Management, and Reporting. If a specific law or regulation provides different requirements than this policy, the more stringent requirement applies.

**SCOPE**

This policy applies to all UT Southwestern employees.

**PROCEDURES (INCLUDING LINKS TO RELATED DOCUMENTS)**

**Required Disclosure of Outside Activities by Covered Individuals**

1. Every covered individual must complete or update a Statement of Financial Interest and Outside Activities (“Statement”):
   a. Not later than the 30th day of initial employment, covering the 12 months preceding the date of submission;
   b. Annually, not later than March 1;
   c. Before engaging in research or submitting research proposals;
   d. No later than the 30th day after acquiring a new financial interest that requires disclosure; or
   e. At the request of the President of UT Southwestern or any supervisor, department, office, or institutional committee with responsibility for reviewing statements or approving related management plans.

2. Prior to submission of a Statement, if a covered individual has any outside activities as defined in EMP-158 Outside Activities (Including Outside Employment or Board Service), including outside employment, consulting, serving on a scientific advisory board, speaking, or any other activities for an outside entity, the individual must submit an Outside
Activity Employment (OAE) request for approval.

3. A Statement must include any financial interest (as defined in this policy) received by the covered individual or covered family member which reasonably appears related to or could reasonably impact the covered individual’s institutional responsibilities, such as:
   a. Serving as a member of the board of directors, an officer, a trustee, or any other executive, management or advisory position for an outside entity within the preceding 12 months (except in the case of outside boards in which the service is primarily personal or religious, whether or not compensated);
   b. Creating, producing, or editing publishable content (regardless of the medium for expression) for or on behalf of an outside entity;
   c. Intellectual property (e.g., royalties, license fees, or other compensation, or agreements to share in royalties, license fees, or other compensation);
   d. Investment interests (e.g., common or preferred stock in any form or class, warrants, options or other derivatives, partnership interests or shares, etc.) held in or promised from a business entity;
   e. Gifts (e.g., entertainment tickets, meals, gift certificates, items, etc.) received by the covered individual or a covered family member from a single outside entity that, when aggregated, exceed $250 (Note: Gifts from covered family members are not required to be reported);
   f. Reimbursed or sponsored travel within the preceding 12 months, documentation of which includes the purpose of the trip, the sponsoring outside entity, the destination, and duration;
   g. Any outside (onsite or distance) teaching that is in or related to the same discipline as the covered individual’s area of teaching; and
   h. Other income (e.g., any other compensation or benefit from a single business entity not otherwise described above) or activities that reasonably appears related to the covered individual’s institutional responsibilities.

4. Part-time covered individuals who are not study team members are only required to disclose the nature and extent (but not the compensation) of any outside activity described in item (2) of this section and any substantial interest in a business entity (as defined in this policy) which reasonably appears to relate to their institutional responsibilities. Part-time covered individuals who are not study team members are not required by this policy to disclose information for covered family members.

5. The following activities have been determined to either clearly contribute to UT Southwestern’s mission or provide important elements of employee development related to institutional responsibilities. Accordingly, these activities are considered pre-approved by UT Southwestern and need only be documented on the covered individual’s annual performance evaluation or at the time approval for travel is requested:
   - Serving on an international, federal, state, or local government agency committee, panel, or commission;
   - Acting in an editorial capacity for a professional journal;
   - Reviewing journal manuscripts, book manuscripts, or grant or contract proposals;
   - Attending and presenting talks at scholarly colloquia and conferences, provided the activity meets the guidelines of the Accreditation Council for Continuing Medical Education;
   - Developing scholarly communications in the form of books or journal articles, movies, television productions, and similar works, even when such activities result in financial gain, consistent with intellectual property and other applicable UT System and UT Southwestern policies and guidelines; and
   - Serving as a committee member or as an officer of a professional or scholarly society.

6. In disclosing outside activities, the interest of any legal entity, including a foundation or a trust controlled or directed
by the covered individual and/or a covered family member, is considered to be the interest of the covered individual and/or covered family member as if the separate legal entity did not exist.

7. In determining whether an outside activity should be disclosed, the covered individual must resolve all doubt in favor of disclosure.

8. If a covered individual discloses any compensation received under item (2) in this section, the covered individual must provide a copy of any related agreement, contract, offer letter, or other documentation of the relationship with the outside entity upon the request of the President of UT Southwestern or any supervisor, department, office, or institutional committee with responsibility for reviewing Statements or approving related management plans.

9. The President of UT Southwestern or any supervisor, department, office, or institutional committee with responsibility for reviewing Statements or approving related management plans may request further information about the reimbursed or sponsored travel of a covered individual, including the monetary value of the travel, in order to determine whether the travel constitutes a conflict of interest.

10. Participation (regardless of compensation) on outside boards or activities in which the service is primarily personal or religious rather than professional in nature and which is done on one’s own time does not have to be disclosed if it does not create a conflict of interest or conflict of commitment or the appearance of a conflict of interest or conflict of commitment with institutional responsibilities. Examples include boards or activities of the following nature: a municipality; local religious congregation; neighborhood association; public, private, or parochial school; political organization; social advocacy organization; youth sports or recreation league; affinity group such as the local orchid society or model train collectors club; and other similar outside boards or activities.

11. Timely, complete, and accurate disclosure of outside activities consistent with this policy is a condition of employment at UT Southwestern, and a covered individual who does not comply with this policy is subject to disciplinary action, up to and including termination of employment or non-renewal of appointment.

Review and Management of Conflicts of Interest and Conflicts of Commitment

1. Potential conflicts of interest or conflicts of commitment related to research will be reviewed and managed under RES-401 Financial Conflicts of Interest in Research: Disclosure, Management, and Reporting. Potential conflicts of interest or conflicts of commitment not involving research will be reviewed and managed in conjunction with requests for approval of outside activities under EMP-158 Outside Activities (Including Outside Employment or Board Service) or, as circumstances warrant, by UT Southwestern’s Conflict of Interest Committee.

2. Each covered individual under a management plan shall comply fully and promptly with the plan, and each person identified in the management plan as having full responsibility for monitoring compliance with the plan shall carefully and fully monitor that compliance.

Web Posting of Information Regarding Specific Outside Activities

1. Information provided on Statements by covered individuals will be maintained electronically, and the data collected may be shared with the UT System on a periodic basis to meet the reporting guidelines in UT System Systemwide policy UTS180.

2. UT Southwestern may make information provided on Statements available to the public through its Internet website. When a conflict of interest or conflict of commitment is found and a management plan developed for a covered individual, UT Southwestern will make the following information available to the public regarding the covered individual:
   a. The covered individual’s name;
   b. The covered individual’s title and institutional responsibility at issue;
c. The name of the outside entity with which the financial interest or relationship is held;
d. The nature of the financial interest or relationship that constitutes a conflict of interest or conflict of commitment; and
e. The approximate dollar value of the financial interest by range or, if the dollar value cannot be determined by reference to public prices or other reasonable measures of fair market value, a statement to that effect

Information identifying covered family members will not be posted publicly.

3. To the extent dollar values can be determined by reference to public prices or other reasonable measures of fair market value, the following ranges will be used in making information available:
   a. $0 – $4,999;
   b. $5,000 or more but less than $10,000;
   c. $10,000 or more but less than $20,000;
   d. $20,000 or more but less than or equal to $100,000, by increments of $20,000; or
   e. More than $100,000, by increments of $50,000.

4. For any conflict of interest or conflict of commitment of a covered individual whose information must be posted under this policy and for which information was not previously posted, the information must be posted as soon as possible but not later than the 60th calendar day after the determination that a conflict of interest or conflict of commitment exists.

Other than the sharing or posting of information described above, all Statements, other records, and information submitted as a part of the disclosure process will be maintained confidentially to the extent permitted by law and the requirements of this policy. All records discussed in this policy are subject to the Texas Public Information Act. Any written request for records discussed in this policy must be forwarded immediately upon receipt to the Office of the Vice President for Legal Affairs.

RESPONSIBILITIES

Employees:
- Fully comply with this policy and related policies.
- Complete specified training regarding this policy not later than the 30th day after initial employment at UT Southwestern; on a periodic basis as determined by the Office of Compliance; or, if it is found that they are not in compliance with this policy or a management plan, complete remedial training.
- Avoid having a direct or indirect interest (including financial or other interests), engaging in a business transaction or professional activity, or incurring any obligation of any nature if that interest, activity, or obligation might tend to influence the way the employee performs institutional responsibilities, could reasonably be expected to impair the employee’s judgment in performing institutional responsibilities, or might require or induce the employee to disclose confidential or proprietary information acquired through the performance of institutional responsibilities.

Covered Individuals:
Disclose outside activities as required in this policy.

DEFINITIONS
Business Entity – any entity recognized by law through which business for profit is conducted, including a sole proprietorship, partnership, firm, corporation, holding company, joint stock company, receivership, or trust.

Compensation – any form of benefit including but not limited to salary, retainer, honoraria, intellectual property rights or royalties, or promised, deferred, or contingent interest. It also includes sponsored travel or reimbursement, except for travel reimbursed or sponsored by a federal, state, or local government agency, an institution of higher education, an academic teaching hospital, a medical center, or a research institute affiliated with an institution of higher education.

Conflict of Commitment – occurs when the time or effort an employee devotes to an outside activity directly and or significantly interferes with the fulfillment of assigned institutional responsibilities, or when the employee uses UT Southwestern property without authority in connection with the employee’s outside employment, board service, or other activity. Exceeding the amount of total time permitted for approved outside activities creates the appearance of a conflict of commitment.

Conflict of Interest – a significant outside interest of a UT Southwestern employee or one of the employee’s covered family members that could directly or significantly affect the proper discharge of the employee’s institutional responsibilities. The proper discharge of an employee’s institutional responsibilities could be directly and significantly affected if the employment, service, activity, or interest: (1) might tend to influence the way the employee performs his or her institutional responsibilities, or the employee knows or should know the interest is or has been offered with the intent to influence the employee’s conduct or decisions; (2) could reasonably be expected to impair the employee’s judgment in performing his or her institutional responsibilities; or (3) might require or induce the employee to disclose confidential or proprietary information acquired through the performance of institutional responsibilities.

Covered Individual – any person who has reporting requirements under this policy, including: faculty members; study team members (including students and post-graduate trainees); members of institutional committees (e.g., Institutional Review Board members, Institutional Animal Care and Use Committee members, Conflict of Interest Committee members, among others); employees who have been determined to be exempt from the Fair Labor Standards Act (FLSA) and are, therefore, not entitled to overtime pay; and any employee authorized to execute contracts on behalf of UT Southwestern or who because of their job duties has authority to exercise discretion with regard to the award of contracts or other financial transactions (including research or technology license agreements).

Covered Family Member (of a Covered Individual) – includes any of the following:

- A spouse;
- A dependent child or stepchild;
- Any other person financially dependent on the covered individual; and
- Any other person with whom the covered individual has joint financial interests, such that an objective third party could reasonably conclude that the covered individual’s decisions or other exercise of institutional responsibilities could be influenced by their effect on the other person’s financial interest.

Any person may meet the above definition and be identified as a covered family member without regard to whether a legal or biological family relationship exists with the covered individual.

Faculty Member – any individual who holds a full-time or part-time academic appointment with UT Southwestern, including any individual who holds an academic appointment with an adjunct title (with or without pay). This definition does not include individuals holding volunteer faculty appointments or emeritus faculty appointments.

Financial Interest – anything of monetary value, including without limitation salary or other payments for services (e.g., compensation for consulting; speaking; advising; serving on a Board of Directors or as an officer, trustee, or other executive or management position; editorial compensation; etc.); investment interests (e.g., common or preferred stock, options or other
derivatives, partnership interests or shares, etc.); intellectual property rights (e.g., patents, copyrights, royalties from such rights, etc.); reimbursements including travel expenses; gifts; or other income (e.g., any other compensation or benefit from a single business entity not otherwise described above).

**Gift** – anything of value and includes meals, services, and entertainment that are not provided as a part of appropriately sanctioned educational activities (e.g., scientific, educational, or professional meetings).

**Institutional Responsibilities** – any duties or responsibilities assigned to a position, including without limitation essential and other functions, research, research consultation, teaching, administrative responsibilities, professional practice, institutional committee membership, or service on an institutional panel.

**Investment Interest** – common or preferred stock (in any form or class), warrants, options or other derivatives, partnership interests or shares, etc., where the selection or disposition of the interest is directly controlled by the individual.

**Management plan** – a plan imposing any condition or prescribing any action necessary to manage a conflict of interest or conflict of commitment, including an action reducing or eliminating the conflict of interest or conflict of commitment.

**Nature and extent** - shall include a description of the outside employment, board service, or other activity, the time commitment, and the anticipated length of time the commitment is expected to continue.

**Outside Board** – the board, council, or other governing or advisory body of a business, civic, professional, social, or religious organization, whether for profit or non-profit.

**Outside Employment** – any activity performed by an employee, other than fulfilling employment obligations at The University of Texas System Administration or a University of Texas institution, for which remuneration is received, including distance teaching.

**Outside Entity** – any business entity, association, organization, or any other legal entity organized for profit or non-profit (charitable) purposes, except for (a) the UT Southwestern affiliated hospitals or (b) any non-profit health-care corporation or any other entity controlled by, controlling, or under common control with UT Southwestern.

**Research** – a systematic investigation, study, or experiment designed to develop or contribute to generalizable knowledge. The term encompasses basic and applied research and product development.

**Statement of Financial Interest and Outside Activities ("Statement")** – the disclosure form that identifies all outside activities of the covered individual and covered family members.

**Study Team Members** – all principal investigators, sub-investigators, or other persons listed on a research project, regardless of title or position, responsible for the design, conduct, or reporting of research.

**Substantial Interest in a Business Entity** – for purpose of this policy, means (1) for any single, publicly traded business entity, any investment interests as valued on the date of disclosure by reference to public prices or other reasonable measures of fair market value ≥ $5,000; (2) for any single, non-publicly traded business entity, any investment interest; or (3) service as an officer. The term does not include investment interests in mutual funds or retirement accounts, so long as the individual does not directly control the investment decisions made in those vehicles.

### Previous Handbook Policy Chapter and Number

2.2.12; 2.2.5; 2.2.3; 2.2.10; 2.2.11, 4.5.4

### Related Statutes, Other Policies, Requirements, or Standards

UT System Board of Regents’ *Rules and Regulations* 30104 Conflict of Interest, Conflict of Commitment, and Outside Activities
UTS180 Conflicts of Interest, Conflicts of Commitment, and Outside Activities

UTS175 Disclosure of Significant Financial Interests and Management and Reporting of Financial Conflicts of Interest in Research

EMP-158 Outside Activities (Including Outside Employment or Board Service)

EMP-159 Employment in Multiple State Positions

RES-401 Financial Conflicts of Interest in Research: Disclosure, Management, and Reporting

**FORMS, TOOLS, ONLINE PROCESSES**

http://www.utsouthwestern.net/coi-oe

**REVISIONS AND UPDATES**

December 4, 2015: Corrected references to the Statement of Financial Interest and Outside Activities (“Statement”) and EMP-158 Outside Activities (Including Outside Employment or Board Service).

**CONTACTS/FOR FURTHER INFORMATION**

Dean’s Office 214-648-2509

Office of Human Resources 214-648-9810