

## **Okinawa Institution of Science and Technology School Corporation Rules for Conflicts of Interest Management**

Approved by the President  
April 1, 2022

### **Article 1 Purpose**

These Stipulations provides for the necessary matters in connection with the management on individual and organizational conflicts of interest and commitment (hereinafter referred to as “Conflicts of Interest”) in the Policy, Rules and Procedures (hereinafter referred to as the “PRP”) Part 22 of the Okinawa Institute of Science and Technology School Corporation (hereinafter referred to as the “Corporation”).

### **Article 2 Policy**

1. The Corporation shall encourage the Corporation’s officers and employees to engage in or support various external social, community and political activities in addition to their responsibilities, or to contribute to society as a whole through participation in external organizations and associations, and to develop such activities and partnerships.
2. The Corporation shall have the right and the obligation to ensure that Conflicts of Interest and Commitment arising from the activities described in the preceding paragraph by the Corporation’s officers and employees do not cause social problems.
3. The Corporation’s officers and employees shall have a duty to avoid or prevent inappropriate situations arising from their own Conflicts of Interest and to take measures to prevent situations from arising that could be considered inappropriate.
4. The Corporation shall encourage the Corporation’s officers and employees to take an active participation in national and local political activities to the extent permissible.
5. The Corporation and the Corporation’s officers and employees shall have

obligation to refrain from any action which may give the impression that the Corporation or the Corporation's officers and employees are influencing or attempting to influence in an inappropriate way the decisions of national and local authorities.

6. The Corporation shall support the promotion of the open and timely exchange of the results of academic activities, while taking into account the legal obligations and extramural restrictions on the free exchange of academic information by the Corporation's officers and employees.
7. The Corporation and the Corporation's officers and employees shall have a special responsibility to those involved in the Corporation's research activities and in particular to the subjects of research involving human subjects, and have a duty to avoid or prevent situations in which their obligations to the subjects are affected by financial relationships or in which they may be perceived to have a Conflicts of Interest.
8. If a Conflict of Interest or a situation that may give rise to a Conflict of Interest arises, the Corporation's officer or employee shall have a duty to promptly disclose the situation to the Corporation for review by the Corporation.
9. The review and final decision on Conflicts of Interest at the Corporation shall be under the control of the Secretary General (hereinafter referred to as the "SG").

### **Article 3      Definitions**

The terms in these Rules shall be as defined in the following items;

(1) Conflicts of Commitment:

A situation in which the external activities and duties of a Corporation's officers or employee consume so much time, effort or attention that they adversely affect the performance of their duties at the Corporation;

(2) Organizational Conflicts of Interest:

A situation where the Corporation, Corporation's department, Corporation's officer or employee, members of the Board of Governors, other internal organization, or related funds or an institution has a

Financial Interest in a Corporation's project, research or commercial transaction with the other party or with a related organization, giving rise to a bias or potential suspicion of bias in the Corporation's operational decision-making or in the review or conduct of research;

(3) Individual Conflicts of Interest:

A situation in which the personal interests of a Corporation's officer or employee conflicts with the said officer or employee's professional responsibilities at the Corporation, such that a third party has reasonable grounds to doubt that the said officer or employee's individual conduct or decisions are based on financial or other personal interests. This is determined by individual circumstances, not by individual characteristics or behavior;

(4) Conflicts of Interest in Research:

Circumstances in which there is a reasonable doubt that the provision of financial, material or human resources to carry out the research will or may create a bias against the business or other interests of the provider, and it also refers to situations in which the content and results of the research, in particular, the basic obligations towards human subject in human subject research are influenced by financial relationships;

(5) Conflicts of Interest according to Technology License:

Circumstances in which the financial benefit to the Corporation from the successful development of the licensed products or the development of the entity itself may influence the Corporation's decision-making in relation to research, education or other activities of the Corporation. In addition, this includes the possibility that the knowledge that the Corporation or said entities will benefit financially from the successful development based on a technology licensed by the Corporation may affect the relevant research, the objectives of the research, the dissemination of the results and the allocation of the Corporation's resources between competing projects;

(6) Related Parties:

Immediate family members (parents, siblings, spouses, children, other relatives within third degree of kinship), persons living in the same home/residence as the employee, persons with whom the employee has a close personal friendship, and persons with whom the employee has a business partnership or association of the Corporation's officer or employee. However, this is not limited to situations where bias due to a Conflicts of Interest may be suspected;

(7) Concurrent Employment:

As defined in Items 1 of Article 3 of the Corporation's Rules for External Professional Activities;

(8) External Professional Activity:

As defined in Items 2 of Article 3 of the Corporation's Rules for External Professional Activities;

(9) Financial Interest:

An actual or expected economic effects as a result of a decision (including the provisions of money or assets equivalent to salary or compensation, or the reduction or exemption of debts to the individual or Related Parties, except for minor cases); and

(10) Gifts:

Those that bring personal financial benefit to the recipient provided from the persons who do or wish to do business with the Corporation or research sponsors, etc. to the Corporation, Corporation's officers or employees or their Related Parties such as gratuities, exorbitant honoraria, funding of research, provision of expensive equipment or research materials, excessive lecture fee, favors, discounts, hospitality, loans, benefits, services, trainings, transport, extravagant travel purportedly for the purpose of lecturing, arranging accommodation, confectionery, meals or lavish treatment, etc. However, for the purpose of these Rules, the term does not include a Contribution (capital contributions, donations, bequests, etc.) under the PRP Chapter 7.

#### **Article 4      Prevention of Conflicts of Commitment**

1. The Corporation's officer or employee must not interfere with the performance of their duties at the Corporation through time or effort spent on external activities, contrary to their primary responsibility for the work in the Corporation.
2. Where an actual or perceived Conflict of Commitment arises, the Corporation's officers and employees must dissolve the relationship or cease to act in the way that has caused it.

**Article 5      Management for Conflicts of Interest at Corporation's operations**

1. The Corporation's officer or employee must, if a situation arises or is perceived to arise which may give rise to an Individual Conflict of Interest, promptly disclose the situation to the Corporation in accordance with Article 8 through Article 12 and have it reviewed by the Corporation.
2. In the event of a request from the Corporation as a result of a review of disclosure under the preceding paragraph, the Corporation's officer or employee must terminate their relationship or cease their activities.
3. The Corporation's officer or employee must not participate in resolutions, make recommendations or in any other way be involved in decisions concerning the recruitment, reemployment, tenure review, promotion, salary or other status or benefits of their Related Parties.
4. The Corporation's officer or employee may not be the supervisor of their own Related Parties.
5. The Corporation must not engage in transactions related to the Corporation's business with the Corporation's officer or employee, their Related Parties, or organizations owned, managed or deeply involved by the said Related Parties.
6. The Corporation must not rent, exchange or sell real estate owned by the Corporation's officer or employee or their Related Parties.
7. The Corporation's officer or employee must be subject to the controls set out in the rules provided by the Graduate School where Conflicts of Interest relating to admissions arise.

## **Article 6 Report of Gifts & Favors**

1. The Corporation's officer or employee must not accept the Gifts or other favors from any of the Corporation's business partners, prospective business partners or research sponsors. However, this does not preclude receiving promotional goods or commemoratives to be widely distributed" such as pocket tissues, calendar, memo-booklet, ballpoint pen free sample of research materials which are deemed reasonable under normal social conventions.
2. Notwithstanding the preceding paragraph, the Corporation's officer or employee may accept gifts and favors from domestic or foreign universities or research institutions with which they have no Conflicts of Interest. However, if a gift or favor of more than JPY5,000- is received, the Corporation's officer or employee must submit a Report of Gifts & Favors to the SG.

## **Article 7 Annual Disclosure**

1. The SG may annually request written disclosure from the Corporation's officers and employees regarding the status of their external activities and commitment to facilitate the assessment of situations that may give rise to a Conflict of Interest.
2. The Corporation's officer or employee must complete and submit to the SG the Conflicts of Interest Disclosure Form distributed by the SG in accordance with the preceding paragraph.
3. The SG may cause the Conflicts of Interest Review Panel (hereinafter referred to as the "COI Review Panel") to review the Conflicts of Interest Disclosure Form set forth in the preceding paragraph and to notify the results of their review, including recommendations to the Corporation's officers and employees who are subject to the Conflicts of Interest management.
4. The COI Review Panel must review the Conflicts of Interest Disclosure Form set forth in Paragraph 2 when receives an instruction in accordance with the preceding paragraph, and, if necessary, notify the results of their review to

the Corporation's officers and employees who are subject to the Conflicts of Interest management.

5. In the event of a request from the Corporation as a notification under the preceding paragraph, the Corporation's officer or employee must terminate their relationship or cease their activities.

### **Article 8      Obligation of Immediate Disclosure**

1. When a new Conflict of Interest arises, the Corporation's officer or employee must consult with their supervisor and must immediately disclose the situation to the Corporation.
2. The disclosure described in the preceding paragraph shall also apply to Conflicts of Interest that arise after the annual disclosure set out in the preceding article.
3. When making a disclosure under Paragraph 1, the Corporation's officer or employee must complete and submit to the SG an Immediate Disclosure Form of Conflicts of Interest provided by the SG.
4. The COI Review Panel must review the Conflicts of Interest Disclosure Form set out in the preceding paragraph and, if necessary, notify the results of the review to the Corporation's officer or employee who are subject to the Conflicts of Interest management.

### **Article 9      Concurrent Employment and External Professional Activities**

1. The Corporation's employees must not engage in Concurrent Employment or External Professional Activities that interfere with their commitments and responsibilities at the Corporation.
2. The Corporation's employees must comply with the Corporation's Rules for External Professional Activities if they wish to carry out Concurrent Employment or External Professional Activities, and must obtain prior permission from the Corporation by submission of an Application for External Professional Activities for the Concurrent Employment.
3. The Corporation's employees may not use their own work time, the work

time of other officers and employees, Corporation's workplace, or other Corporation's resources as defined in the Rules for Use of University Resources for their personal activities including Concurrent Employment and External Professional Activities.

4. In addition to the Corporation's Rules for External Professional Activities, the Corporation's employees must comply with the Corporation's Rules of Employment and the relevant provisions of the PRP when undertaking Concurrent Employment and External Professional Activities.

#### **Article 10 Management for Conflicts of Interest in Research**

1. If a Conflicts of Interest in Research arises or if a Conflicts of Interest in Research needs to be reviewed, the Corporation's officer or employee must consult with their supervisor and immediately disclose the situation to the Corporation.
2. The disclosure in the preceding paragraph shall be also applied to the case of a contractual relationship or a relationship of economic benefit or employment between the Corporation's officer, employee or the Related Parties engaged in research and an external entity that provides funding to the Corporation or has a business as well as technology licensing relationship with the Corporation.
3. When making a disclosure under Paragraph 1, the Corporation's officer or employee must complete and submit to the SG a Disclosure Form of Conflicts of Interest in Research provided by the SG.
4. The COI Review Panel must review the Conflicts of Interest Disclosure Form set out in the preceding paragraph and, if necessary, notify the results of the review to the Corporation's officer or employee who are subject to the Conflicts of Interest management.
5. The Corporation may apply the provisions of this Article mutatis mutandis to the students participating in the Corporation's research.

#### **Article 11 Management for Conflicts of Interest in Technology Transfer, etc.**



1. The Corporation's officers and employees must not accept any advantage in respect of a technology licensing or any preference in respect of intellectual property, or any Gifts or promise of a Gifts in exchange therefor.
2. When conducting a procurement from the research sponsors of the Corporation, technology licensee of the Corporation or entities that make major donations, significant financial contributions or other contributions to the Corporation's activities, the Corporation's officer or employee must obtain a prior approval through a review by the Vice President for Financial Management.
3. The Vice President for Financial Management must provide a written justification for the decision to have the transaction reviewed as results of the preceding paragraph.
4. Prior to the conclusion of licensing agreement of intellectual property, any master agreement with a private sponsor or any other agreement providing special access to research, the Corporation or the Corporation's officers and employees must be examined by the Corporation's General Counsel including confirmation of any Conflicts of Interest. Provided, eligible contracts include the following items;
  - (1) Where the Corporation grants a license to a new company on condition that the Corporation receives shares in the company as return for a reduced license fee or royalty;
  - (2) Where the Corporation's technical licensee is the Corporation's research sponsor;
  - (3) Where a private entity offers long-term funding for research in a particular field or proposes a master agreement;
  - (4) Where the Corporation's officer or employee assists another officer or employee of the Corporation in starting a business or acts as a financial intermediary; and
  - (5) Where a venture fund by alumni, etc. is established with part of the proceeds to be donated to the Corporation.
5. The General Counsel may, if necessary in the review set forth in the preceding paragraph, request the opinion of the COI Review Panel

established by the SG in accordance with Article 17.

**Article 12 Access to Unpublic Information**

1. The Corporation's officers and employees must not use internal information for personal purposes such as confidential information, confidential business information, information relating to new technologies and innovative inventions, and non-public or similar internal information obtained through the Corporation's business.
2. Where the obtained confidential information of the Corporation or the commercial entity carrying commercial activities with the Corporation could influence proper decision-making on either side, the Corporation's officer or employee must consult with their supervisor and must immediately disclose the situation to the Corporation in accordance with Article 8.
3. When there is a concern that non-public information, such as research results, obtained specifically through the conclusion of a collaboration agreement or other participation in a committee, may result in a new individual Conflicts of Interest or may be perceived as if a Conflicts of Interest exists, the Corporation's officer or employee must consult with their supervisor and must immediately disclose the situation to the Corporation in accordance with Article 8.

**Article 13 Politic Activities**

1. The Corporation's officers and employees must not claim or imply that they are endorsed by the Corporation in relation to the political activities or ideology of them or their Related Parties.
2. When carrying out political activities, election campaigns or the production of election campaign leaflets for themselves or their Related Parties, the Corporation's officers and employees must not deviate from the scope permitted in the Rules on Use of the University Name and Handling of Trademarks, etc.
3. The Corporation's officers and employees may not use their own work time, the work time of other officers and employees, or other Corporation's

resources as defined in the Rules for Use of University Resources for the political activities, election campaigns or the production of election campaign leaflets of them or their Related Parties.

4. When considering a candidacy for or appointment to a public position, the Corporation's officer or employee must consult with their supervisor regarding Conflicts of Commitment and must report to the SG. However, the said candidacy for or appointment to a public position does not require the prior approval of the Corporation.
5. When the supervisor has received the consultation under the preceding paragraph, the supervisor must consider each of the following items and discuss with the said Corporation's officer or employee as necessary.
  - (1) Frequency of the said officer or employee would be absent from their work;
  - (2) Degree to which the activities related to the said officer or employee's candidacy would interfere with the performance of their regular duties;
  - (3) Whether temporary suspension of some portion of the said officer or employee's responsibilities can be reasonably accommodated without imposing a significant resource burden on the said officer or employee's department; and
  - (4) How the absence might be most effectively accommodated.
6. Upon receipt of the report referred to in Paragraph 4, the SG may request the opinion of the COI Review Panel set out in Article 17 on any potential Conflicts of Interest and their impact on the business.
7. The Corporation's officer or employee who is considering a candidacy for or appointment to a public position must, if the consultation referred to in Paragraph 4, the discussion referred to in Paragraph 5 or a request from the Corporation requires adjustments to be made in the performance of their responsibilities, respond to these and endeavor to resolve any potential Conflicts of Interest.

#### **Article 14      Responsibility of the Supervisors**

1. All supervisors must be familiar with the contents of these Rules, and must

make it known to the officers and employees under their control.

2. All supervisors must be aware of the conduct of the officers and employees under their control such as Gifts and purchases from the Corporation's business partner and sponsors, employment of or transactions involving Related Parties, use of non-public information, etc., and must consult or report to the SG as necessary.

#### **Article 15      Responsibility of the Secretary General**

1. The SG must establish appropriate procedures in place to ensure that the Corporation's officers and employees comply with their reporting obligations in relation to Conflicts of Interest,
2. The SG must establish the COI Review Panel in the Corporation.
3. The SG must carry out a first review of the situation disclosed by the Corporation's officers and employees or the report referred to in paragraph 2 of the preceding article, and, when it is considered that a Conflicts of Interest or Commitment may arise, must ask the COI Review Panel to investigate the facts for the final review.
4. The SG must decide on the final action to be taken regarding Conflicts of Interest or commitment while considering the reports and recommendations of the COI Review Panel on the investigation set out in the preceding paragraph, and must report to the Chief Executive Officer and the Board of Governors as necessary.

#### **Article 16      Responsibility of the Dean of Faculty Affair**

1. The Dean of Faculty Affair must review and consider the disclosures under Articles 10 and 11 for any concerns or reasonable doubts that the objectivity of the Corporation's research activities may be compromised by a Conflicts of Interest, and must make proposals for appropriate action in the COI Review Panel as set out in Article 17.
2. The Dean of Faculty Affair may request the opinion of the Provost, as necessary, in the confirmation, review and proposals under the preceding paragraph.

**Article 17 Conflicts of Interest Review Panel**

The administrations of the COI Review Panel established by the SG in accordance with Article 15 shall be provided by the SG separately in the Rules for Conflicts of Interest Review Panel.

**Article 18 Secretariat**

The secretariat of the matters stipulated in these Rules shall be conducted by the Rules and Compliance Section.

**Article 19 Conflicts of Interest Management for Members of Board of Governors and Board of Councilors**

The management of Conflicts of Interest for the members of the Board of Governors and Board of Councilors shall be provided in the Rules for Conflicts of Interest Management for Members of Board of Governors and Board of Councilors by the Board of Governors.

**Article 20 Disciplinary Actions**

In case of finding that a Corporation's employee willfully ignored or intentionally violated the provisions of these Rules, the said employee shall be subject to disciplinary action stipulated in the Corporation's Rules of Employment.

**Article 21 Miscellaneous Provisions**

In addition to matters stipulated in these Rules, other necessary details regarding the management of Conflicts of Interest shall be provided by the SG in separate provisions.

**Supplementary Provisions**

These Rules shall come into effect from April 1, 2022.