

Governing Policy

The Australian Academy of Health and Medical Sciences (Academy) Constitution and By-Laws.

Purpose

The purpose of this policy is to help staff and Fellows of the Academy to effectively identify, disclose and manage any actual, potential or perceived conflicts of interest in order to protect the integrity of the Academy and manage risk. Ultimately our intention is to minimise the potential for conflicts of interest to arise and to protect the Academy and those who work for it from any perception that the external interests and affiliations of the members of its key Committees might interfere with their ability to support our work.

Objectives

The Academy's Executive (Board of Directors) aims to ensure that all staff, Fellows and other individuals involved in our work are aware of their obligations to declare any potential conflicts of interest that they may have, and to comply with this policy to ensure they effectively manage those conflicts of interest as representatives of Academy.

Scope

The principles set out in this policy apply to all staff, Fellows and non-Fellows of the Academy, who are involved in the Academy's work. More formal requirements apply to:

- Members of our key decision-making and advisory bodies, whether or not they are staff or Fellows (referred to as '**key Committees**'), including the *Executive* (the Academy's Board of Directors), *Council*, all *standing Committees* (as defined by the Academy's By-Laws or created by Council), and major *policy study working groups* (as defined by the Academy's Policy Advice Committee).
- Members of **Fellowship Selection Committees** that deliver the Academy's election process.
- Members of Awards Selection Committees that deliver the selection process of the Academy's honorific awards (Medals).

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- Members of the **Mentorship Committee** that deliver the selection process for the Academy's mentorship program for advancing research leaders.
- Individuals, including non-Fellows, acting as reviewers in the Academy's selection processes.

Defining interests

Interests can be direct or indirect:

- A **direct interest** is when there is, or could be perceived to be, an opportunity for a person involved with the Academy's work to benefit. This may include:
 - *Financial interests*, i.e. the individual receives a direct financial benefit, such as payment for services; equity interests, including stocks, stock options or other ownership interests; and intellectual property rights, including patents, copyrights and royalties arising from such interests.
 - *Non-financial professional and personal interests*, such as increasing or maintaining professional reputation, or personal relationships that may influence, or be perceived to influence, decision-making. Examples include where an individual is an advocate for a particular group; is a member of a lobbying or pressure group; holds office or a position of authority in a professional organisation; (e.g. specialist medical college, university, charity, or advocacy group); has published a clear opinion about the matter under consideration; or has a close personal relationship with a person or organisation affected by the matter being considered
- An **indirect interest** is when there is, or could be perceived to be, an opportunity for a third party closely associated with the person in question to benefit. This could be through a close association with another person or organisation that has a financial or non-financial interest (as defined above) and could benefit from decisions to which the person contributes through their role on an advisory committee.

A **conflict of interest (COI)** can exist when a staff member, Fellow or other individual's service to the Academy intersects, or might be perceived to intersect, with any private, personal or professional activity or interest. Where a COI exists and the person fails to declare the COI because of self-interest, apathy, lack of understanding or because of a misguided belief that they are not required to declare it, they do not act in the best interests of the Academy, and place themselves, their colleagues and the Academy at reputational risk.

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Conflicts of interests can be **actual** (there is a material conflict between one or more interests) or **potential** (there is the possibility of a material conflict between one or more interests in the future).

Provisions

Members of our Committees bring a range of experiences and perspectives to our work. It is likely they will have a variety of interests, arising from different contexts, activities, and relationships in a professional or personal capacity. This can include employment and other sources of income, speaking engagements, shareholdings, publications and research, and membership of professional or voluntary organisations. Having members of our key Committees with varied interests and specialist knowledge is a positive attribute, but it is vital that interests are openly declared so they can be appropriately managed. Declaring an interest does not necessarily mean there is a conflict of interest.

This policy has been developed to ensure that interests are openly and effectively managed. It is the policy of the Academy and a responsibility of the Executive that ethical, legal, financial or other conflicts of interest be avoided and that any such conflicts (where they do arise) do not conflict with the obligations to the Academy.

The Academy operates a system of **open and transparent declaration of interests**, accompanied by identification and management of **instances where those interests result in a conflict**, as follows:

- Individuals participating in **key Committees** are required to make a **declaration of interests** as specified in section 1.
- Individuals participating in **Fellowship Selection Committees, Awards Selection Committees and the Mentorship (selection) Committee** are asked to **declare conflicts** in relation to candidates allocated to their Committee as specified in section 1.
- Individuals participating in key Committees, Fellowship Selection Committees, and **Selection Committees for Awards and the Mentorship Program for advancing research leaders** are reminded at the start of each meeting to declare any new interests that arise in relation to the meeting agenda items and to remind Committee members of any conflicts relating to any declaration of interests already made.
- All staff, Fellows and non-Fellows are expected to adhere to the **principles of this policy** where they are participating in Academy work that falls outside of the formal activities

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outlined within this policy (i.e. outside of our key Committees and projects), namely that they:

- avoid conflicts of interest where possible.
- identify and disclose any conflicts of interest.
- carefully manage any conflicts of interest.
- follow this policy and respond to any breaches.

1. Declaring interests

1.1. Key Committees

Individuals participating in **key Committees** are required to make a declaration of interests on an annual basis (or for the duration of the project if it is for a finite period or is less than 12 months) by completing the Academy's approved 'Declaration of Interests' form, reviewing this annually, and declaring any new interests that may arise in the interim. After reading this policy, individuals to whom it applies should complete the 'Declaration of Interests' form and read the associated guidance notes.

All interests should be declared if, in the view of a reasonable person, they are relevant, or could be perceived to be relevant, to the work of the Academy Committee in question.

Normally only current interests need to be raised, unless a past interest might influence, or reasonably be expected to influence, or bias judgement.

In cases where an individual is uncertain as to whether a conflict of interest exists or not, they should discuss this with the Committee Chair, a relevant Director (i.e. Executive Member, including the President) or the CEO.

Members of the Academy's **key Committees** have a responsibility to:

- Update their declaration of interests when they change.
- Declare at the start of every meeting interests relevant to the agenda items/papers (this will normally be a standing item on the agenda) as well as any additional interests that become relevant during the meeting as a result of discussions.

1.2. Fellowship Selection Committees

Individuals participating in **Fellowship Selection Committees** should comply with requests by the Academy's secretariat to declare significant conflicts in relation to candidates allocated to their Committees at the time of asking, so that candidates can be moved to other Committees

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if needed. In all other cases (including instances of minor conflicts), they must complete the Fellowship Selection Committee 'Conflict of Interest' form and clearly disclose those conflicts to the Committee Chair during each meeting.

Members of the Academy's **Fellowship Selection Committees** have a responsibility to:

- Report back to the Secretariat on any conflicts of interest when requested to do so.
- Declare at the start of every meeting interests relevant to the candidates under consideration
- Comply with any requests made by the Chair to address those conflicts (e.g. leaving the meeting or not participating in certain parts of the discussion).

If an individual is concerned about a possible conflict of interest involving another member of a Committee, then they should raise the matter with the member concerned, the Committee Chair, the Secretariat or the CEO.

1.3. Selection Committees for Awards and Mentorship Program for advancing research leaders

Individuals participating in the **Awards or Mentorship Selection Committees** should comply with requests by the Academy's secretariat to declare significant conflicts in relation to candidates allocated to their Committees. Members must complete the Selection Committee 'Conflict of Interest' form, including any minor conflicts, and clearly disclose those conflicts to the Committee Chair during each meeting.

Members of the Academy's **Awards and Mentorship Selection Committees** have a responsibility to:

- Report back to the Secretariat on any conflicts of interest when requested to do so.
- Declare at the start of every meeting interests relevant to the candidates under consideration
- Comply with any requests made by the Chair to address those conflicts (e.g. leaving the meeting or not participating in certain parts of the discussion).

In exceptional circumstances, members may be invited to participate in discussions of candidates with whom they have a significantly conflict of interest, if essential for the Committee's deliberations.

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If an individual is concerned about a possible conflict of interest involving another member of a Committee, then they should raise the matter with the member concerned, the Committee Chair, the Secretariat or the CEO.

1.4. Register of Interests

Submitted 'Declarations of interest' are kept on record to form a Register of Interests. The Register of Interests is maintained by the Secretariat and/or CEO. Where a conflict arises, that individual must record information related to it (including the nature and extent of the COI and steps taken to address it).

Where individuals have identified conflicts in relation to a particular agenda item (including in relation to candidates being considered by Fellowship Selection Committees, Selection Committees for the Awards and Mentorship Program for advancing research leaders), these may be recorded in meeting notes and minutes along with a record of how the conflict was managed..

1.5. Confidentiality of submitted declarations

With the exception of disclosures made during the Fellowship, Awards and Mentorship selection processes, access to declarations will be limited only the staff maintaining the Register and the Executive. The Academy may disclose the information declared in line with the policy outlined in section 4 of this policy.

2. Identifying instances where there is a Conflict of Interest (COI)

As specified, an interest may not necessarily result in a COI. This section outlines how the Academy identifies instances where a particular interest does lead to a conflict.

Examples of relevant conflicting interests that might apply to key Committees and individuals include, but are not limited to the following:

- **Executive:** conflicting interests might include involvement in companies supplying services to the Academy or organisations that have a financial relationship with the Academy. As Council members, the Executive is also expected to observe the policy as it applies to Council (notes below).
- **Council (including the Executive):** conflicting interests might include a close relationship with candidates being considered for election or for a prize/award, or involvement with an organisation the Academy is seeking to influence or engage. In its role within the Fellowship election, Council effectively acts as a Selection Committee and should

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therefore refer also to the notes regarding Fellowship Selection Committees specified below in relation to this role.

- **Standing Committees:** conflicting interests will depend on the Committee involved. For the Finance, Audit and Risk Committee, conflicts might include involvement in companies supplying services to the Academy (e.g. investment management, bankers, property management). For the Mentorship Committee, conflicts would arise in a similar way to the Selection Committees, for example linked to a close relationship (including as nominator) with a mentorship candidate.
- **Policy working groups:** conflicting interests might include working for (or being closely associated to) an organisation that might be impacted by a particular recommendation; the potential to gain personal advantage or disadvantage from a recommendation or conclusion; or having a strong prior stance on a particular aspect of the terms of reference of the project.
- **Fellowship, Awards and Mentorship Selection Committees:** conflicting interests are primarily linked to a close or professional relationship between the Committee member and the candidate. Conflicts in this instance include: principal nominators and supporting nominators of candidates; acting in any kind of supervisory, line management or similar capacity in relation to the candidate – likewise, being within the reporting line of the candidate; or being involved as a collaborator with the candidate (joint funding held/applied for, joint publications); as well as any personal relationships.
- Individuals, including non-members, acting as reviewers in the Academy's processes outlined above. Conflicts of interest may include being the principal nominator or supporting nominators of candidates; acting in any kind of supervisory, line management or similar capacity in relation to the candidate or being within the reporting line of the candidate; or being involved as a collaborator with the candidate (joint funding held/applied for, joint publications); as well as any personal relationships.

Individuals to whom this policy applies are obliged to declare any COI, regardless of whether it is actual, perceived or potential. When declaring a COI, the individual should take the opportunity to explain what the conflict is and to suggest strategies to manage it.

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3. Managing interests

Fellows and the Secretariat have a responsibility to carefully consider any COI declared to them and assess whether they can be managed via one of three potential responses to a declared interest:

- **No action other than the process of open declaration** – the person can engage in all aspects of the Committee's work or review process. This is usually because the declared interest is not considered to represent a perceived conflict of interest or because an open declaration is considered sufficient to mitigate any risk of conflict.
- **Partial exclusion** –
 - For items considered by the Executive, Council, Committees, or as part of our policy work, the individual can engage in Committee discussion or provide advice to the meeting in the form of a presentation or written input (for example, because of their expert knowledge), but is excluded from developing recommendations and decision-making on the matter relating to the interest and would normally be excluded from the room.
 - In the case of Fellowship, Awards and Mentorship Selection Committees, an individual may be asked not to participate in the scoring or the discussion of a candidate with whom they have a conflict and may be excluded from the meeting during that time.
- **Complete exclusion** – the person can have no input to a specific topic or discussion, either from the start (non-appointment) or for part of the Committee's work relating to that topic or discussion. When an interest leads to exclusion for a specific topic or application, it may be appropriate to withhold any confidential meeting papers for that item especially when the person could benefit from the information. The person would be excluded from the meeting while discussion of the topic or application takes place.

The Chair of the Committee will normally decide how to manage the interest, with advice from the Secretariat and the actions taken to manage declared interests may be recorded in the minutes, if one is available.

In the case of an interest relating to the Chair; or a difference of opinion on how the potential conflict should be handled, the Academy's Vice-President (for Fellowship and Awards) or President (for everything else) may be consulted in the first instance to identify a suitable way to manage the interest. They may choose to engage the Executive or Council as needed. The

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President is the final arbiter of any differences of opinion (unless they are conflicted themselves, when it is the Vice President).

Most conflicts or potential conflicts will relate to a particular issue and, as such, may not present any long-term restrictions on an individual's ability to sit on the Academy's Committees or act as a peer reviewer. However, where work of a Committee or group changes or an individual's interests change to the extent where their continued participation may affect the credibility of the Committee's work, or their interests cannot be managed, they may be asked to step down from the Committee or their status changed to an observer (i.e. have no decision-making role).

Some examples are provided below, for additional clarity.

3.1. Conflict of Interest of Executive (Board), Council and Standing Committee Members

Once the COI has been appropriately disclosed, the Executive (excluding the Executive member disclosing and any other conflicted Executive member) must decide whether or not those conflicted Executive members should:

- vote on the matter (as a minimum),
- participate in any debate, or
- be present in the room during the debate and the voting.

In exceptional circumstances, such as where a conflict is very significant or likely to prevent a Executive member from regularly participating in discussions, it may be worth the Executive considering whether it is appropriate for the person conflicted to resign from the Executive.

3.2. Conflict of Interest relating to Fellowship, Awards and Mentorship Selection Committees

3.2.1. Referees

Individuals providing references for Fellowship candidates must declare any conflict – including if they have published or held a grant with the candidate in the last five years; have a personal or financial relationship with the candidate; or if there is anything else that could be perceived as a conflict of interest – or must state explicitly if none exists (and will be requested to do so by the secretariat when approached as a referee).

3.2.2. Fellowship and Awards Selection Committees

If a Fellow sits on a Fellowship or Awards Selection Committee or on Council (including the Executive) when a personal or financial COI exists or might be perceived to exist with a candidate under consideration for Fellowship or Awards, the Fellow must declare the COI to the chair of the Selection Committee and the Secretariat.

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Generally, the Fellow should elect to exclude themselves from further consideration of that candidate and should not be present when such consideration occurs. In exceptional circumstances, members may be invited to participate in discussion of candidates with whom they are conflicted, if their participation is essential to the Committee's deliberations and if the nature of the Committee's work means conflicts are difficult to avoid. The Vice President will provide advice on such matters where needed.

If the Fellow believes that the potential conflict is not significant enough to require their exclusion from the consideration of that candidate, the Chair must record the basis of the COI, and should of themselves, or in consultation with the Secretariat, decide whether the conflict is sufficient to exclude the Fellow from the deliberations on the candidate. This decision must be made in the absence of the Fellow who has the potential conflict, and the decision of the Chair is binding on the Fellow.

4. Disclosing interests externally

Declared interests will be maintained in an internal register by the CEO and/or Secretariat, which will be available to Fellows on request with a justifiable explanation – such requests will be considered by the Executive.

Declared interests will not usually be publicly disclosed. Members of key Academy Committees will be reminded at all meetings that they must declare any potential conflicts of interest as and when they arise in relation to the Academy's business, in line with this policy.

5. Confidentiality

Except with written agreement of the Chair, members must not share meeting papers or related correspondence, nor relay discussions that took place at the meeting with non-Committee members or with Committee members who have been excluded from all or part of the meeting due to their conflict of interest.

6. Compliance with this Policy

If the Executive has a reason to believe that a person subject to the policy has failed to comply with it, it will investigate the circumstances. If it is found that this person has failed to disclose a COI, the Executive may take action against them. This may include seeking to terminate their relationship with the Academy, in accordance with the Academy By-Laws and Constitution.

If a person suspects that a Executive member has failed to disclose a COI, they must notify the Executive, or the person responsible for maintaining the Register of Interests.

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7. Reviewing this Policy

Formal review is scheduled every five years.