

CONFLICT OF INTEREST PRINCIPLES FOR MEMBERS OF TDR'S JOINT COORDINATING BOARD

I. Introduction¹

TDR is a global programme of international technical cooperation that aims to develop improved tools for the control of tropical diseases and to strengthen the research capability of affected countries. TDR's governing body, the Joint Coordinating Board (JCB), is comprised of 28 members, grouped into four categories. JCB membership is diverse and includes co-sponsors and governments, as well as nongovernmental and intergovernmental organizations. The functions of the JCB are outlined in the TDR Memorandum of Understanding. In light of these functions, it is particularly important to ensure that the interests of Board members are appropriately disclosed and managed.

The principles outlined below provide guidance on identifying and addressing potential conflicts of interest. They indicate what constitutes a real or perceived conflict of interest and outline the approach for managing conflicts as they arise. The purpose of these principles is to protect the reputation and integrity of TDR and to ensure trust and confidence in the JCB's decision-making.

II. Definition

A conflict of interest arises when a JCB member participates personally and substantially² in the consideration by the JCB of any particular matter in which, to the best of his or her knowledge, he or she or an Associated Person³ or Associated Institution⁴ has or may have a financial or other interest, or if the particular matter will or may have a direct or indirect effect on that interest.

¹ Refer to the TDR Memorandum of Understanding for further information on the administrative and technical structures of the Special Programme [document TDR/CP/78.5/Rev.2013/rev.1]

² To participate personally and substantially means to participate either directly, or through the direct and active supervision of a subordinate in the consideration of a matter at a JCB meeting.

³ Associated Person means a JCB member's spouse (or partner with whom the JCB member has a similar close relationship) and children.

⁴ Associated Institution means (i) any organization, corporation or government in which a JCB member is serving as an officer, director, trustee, partner, employee, adviser or consultant; and (ii) any organization, corporation, government or similar institution with whom a Board member is negotiating, or has an arrangement concerning, prospective employment.

In general, and without limitation, conflicts may be deemed to exist in the following situations:

- Where a JCB member's financial or other interests, or the financial or other interests of an Associated Person or Associated Institution, could affect or could be seen to affect his or her independence and objectivity in the conduct of his or her duties and responsibilities on the JCB.
- Where a JCB member's financial or other interests, or the financial or other interests of an Associated Person or Associated Institution, including for example through the holding of an office or position, or through the representation of interests or opinions, could compromise or undermine the trust that the public places in the JCB decision-making. Where a JCB member's interests or the interests of an Associated Person or Associated Institution create the perception that he or she is using his or her role on the JCB for personal benefit or for the benefit of an Associated Person or Associated Institution.

Examples of Conflicts of Interest may include:

- A JCB member reviewing for approval proposals from which the organization, corporation or government in which a JCB member is serving as an officer, director, trustee, partner, employee, adviser or consultant, may directly or indirectly benefit;
- A JCB member reviewing for approval proposals from which the organization, corporation, government or similar institution with whom this member is negotiating, or has an arrangement concerning, prospective employment, may directly or indirectly benefit;
- A JCB member using his/her position on the Board to advocate for or otherwise seek approval of any collaborative arrangement or service contract between TDR and an Associated Person or Associated Institution.

III. Declaring a Conflict of Interest

- JCB members should complete the attached Declaration of Interest form and submit the completed and signed form to the TDR Secretariat at least two weeks in advance of each JCB meeting.
- The blank form shall be made available to members of the JCB on the protected JCB SharePoint site, together with the invitation to the JCB.
- All completed forms shall be assessed by the TDR Secretariat.

IV. Managing Conflicts of Interest

In the event that the TDR Secretariat determines that any disclosure(s) may give rise to a real or perceived conflict of interest, then after adoption of the agenda at a given JCB meeting, the JCB Chair (or person so designated by him/her) shall describe the conflict of interest issue(s) and make a recommendation on how to manage the conflict(s) from the possible courses of action listed below (including possible combinations thereof):

- Recommend that the concerned JCB member fully participate in the meeting or activity;
- Recommend that the disclosed interest of the concerned JCB member be publically disclosed to the other JCB members in greater detail and in the JCB meeting report;
- Recommend that the concerned JCB member participate in the deliberations, but be recused from making any decisions, on the relevant matter under consideration; or
- Recommend that the concerned JCB member does not participate in either the deliberations or the decision-making on the relevant matter under consideration.

The JCB shall consider the recommendation(s) of the Chair and agree on appropriate action(s) to be taken. All conflict of interest issues and decisions of the JCB on how they should be managed shall furthermore be noted in the report of the given JCB meeting.

ANNEX

**DECLARATION OF INTERESTS FORM FOR
TDR JOINT COORDINATING BOARD (JCB) MEMBERS**

This form accompanies the TDR JCB Conflict of Interest Principles (the "Principles") adopted by the Board at its 37th session. To ensure the highest integrity and public confidence in its activities, TDR requires that Board members disclose any circumstances that could give rise to a potential conflict of interest in relation to their role as Board members.

As a Board member, you are requested to disclose in this Declaration of Interests (DOI) form any financial, professional or other interests relevant to the work of the Board and any interest that could be affected by the outcome of the Board's decisions. You must also declare relevant interests of Associated Persons and Associated Institutions as defined below.

Please complete and sign this form and return it to the TDR Secretariat, either by email or post, so that it is received **no later than two weeks before the start of the next JCB session**. You are requested to also promptly inform the Secretariat if there is any change in this information prior to, or during the course of, the Board meeting.

Your answers will be reviewed by the TDR Secretariat to determine whether any disclosure(s) may give rise to a real or perceived conflict of interest in relation to your responsibilities as a JCB member. The TDR Secretariat will report all relevant interest to the full Board through the JCB Chair, along with a recommendation on how such interests should be managed in accordance with the Principles.

Whereas the completed forms are confidential, a summary of all declarations and actions taken to manage any declared interests will be **published** in the report of the JCB meeting. Completing this DOI form means that you agree to this condition. If you are unable or unwilling to disclose the details of an interest that may pose a real or perceived conflict, you must disclose that a conflict of interest may exist and the JCB may decide that you be totally recused from the JCB meeting.

Name:
Board Member affiliation:
Email:

Name of meeting:

Dates:

Please answer each of the questions below. If the answer to any of the questions is "yes", briefly describe the circumstances on the last page of the form.

- The term "you" refers to yourself, an Associated Person and an Associated Institution.
- An Associated Person means a Board member's spouse (or partner with whom the JCB member has a similar close relationship) and children.
- An Associated Institution means (i) any organization, corporation or government in which a JCB member is serving as an officer, director, trustee, partner, employee, adviser or consultant; and (ii) any organization, corporation, government or similar institution with whom a Board member is negotiating, or has an arrangement concerning, prospective employment.
- The term 'corporation' refers to a commercial enterprise and includes an industry association, research institution or other entity whose funding is significantly derived from, or which is otherwise not at arms' length from, a corporation.
- Organization includes an international or non-profit organization or foundation.

1. Do you or an Associated Person or Associated Institution have any financial or other interests that could affect or could be seen to affect your independence and objectivity in the conduct of your duties and responsibilities on the JCB? Yes No
2. Do you or an Associated Person or Associated Institution have any financial or other interests, for example through the holding of an office or position, or through the representation of interests or opinions, that could compromise or undermine the trust that the public places in the JCB's decision-making? Yes No
3. Do you have any reason to believe that your interests or the interests of an Associated Person or Associated Institution may create the perception that you are using your role on the JCB for your personal benefit or for the benefit of an Associated Person or Associated Institution? Yes No
4. Could the organization, corporation or government in which you or an Associated Person is serving as an officer, director, trustee, partner, employee, adviser or consultant, directly or indirectly benefit financially from the approval or rejection of any issues considered by the JCB? Yes No
5. Could you be seen as using your position on the Board to advocate for or otherwise seek approval of any collaborative arrangement or service contract between TDR and an Associated Person or Associated Institution? Yes No
6. Excluding TDR and your employer, has any person or entity paid or contributed towards your travel and lodging costs in connection with TDR governing body meetings? Yes No
7. Is there any other aspect of your background or present circumstances not addressed above that might be perceived as affecting your objectivity and independence? Yes No

EXPLANATION OF "YES" RESPONSES: If the answer to any of the above questions is "yes", check above and briefly describe the circumstances on this page.

Question number, type of interest <u>and</u> basic descriptive details.	Name of corporation, organization, or government	Belongs to you, an Associated Person or Associated Institution?	Amount of income or value of interest (if not disclosed, is assumed to be significant)	Current interest (or year ceased)
Describe the subject, specific circumstances, parties involved, time frame and other relevant details				

CONSENT TO DISCLOSURE: By completing and signing this form, you consent to the disclosure of any relevant conflicts to other Board meeting participants and in the report of the JCB meeting.

DECLARATION: I hereby declare on my honour that the disclosed information is true and complete to the best of my knowledge.

Should there be any change to the above information, I will promptly notify the TDR Secretariat and complete a new declaration of interest form that describes the changes. This includes any change that occurs before or during the Board meeting.

Date: _____

Name: _____

Signature: _____