

Appendix 1

CONFLICTS OF INTEREST POLICY AND PROCESS FOR THE HVN CHALLENGE

1. The Parties to the Collaboration Agreement take the issue of conflict of interest very seriously. All Parties involved in the Challenge including staff and the HVN Board must follow a rigorous process to maintain the credibility of the investment and other decisions and to assure all stakeholders that their proposals or other matters are given fair and reasonable consideration.
2. However, a pragmatic approach is necessary in order to make best use of the expertise of all Parties in supporting the Challenge. This may occur at all levels including the HVN Board, Director and Science Leadership Team and any other staff member involved in making decisions that may affect any Party including but not limited to assessing proposals for Project Funding and any funding or investment decisions. For example, when a funding proposal is submitted by one of the Parties, staff from that Party may assist in the assessment of proposals and investment decision where they have no *direct* interest and limited *indirect* interest in the proposal and these details are minuted.
3. Conflicts of interest may occur in different ways, as outlined below.
4. Direct Conflicts of Interest:
 - (a) This occurs where a person in a position to influence the funding outcome is directly involved with the proposal (as a participant, manager, mentor, or partner) or has a close personal relationship with the applicants e.g. family or close friend. It also occurs when this person is a collaborator, or is in some way involved with the applicant's research programme.
 - (b) In these cases, the person must declare the conflict of interest, take no part in the assessment of the proposal or decisions around funding, and leave the room while the discussion takes place.
5. Indirect Conflicts of Interest:
 - (a) This can occur where a person in a position to influence the funding outcome is employed by an organisation involved in the proposal but is not part of the applicant's research programme. An indirect conflict can also occur where a member of a panel considering the proposal has a personal and/or professional relationship with one of the applicants, e.g. an acquaintance.
 - (b) For indirect conflicts, the person must declare the conflict of interest and, at the discretion of the Chair (or equivalent senior member of the HVN Board who is present) who shall consult with other members of the Challenge or HVN Board who are present, either:
 - i. leave the room;
 - ii. stay but remain silent unless asked to respond to a direct question; or
 - iii. contribute to the assessment of the proposal.
6. Involvement in a competing proposal or business activity:

(a) Such conflicts of interest occur where a person has an involvement (direct or indirect) with a proposal that is in direct competition with a proposal being considered by a panel or where the outcomes proposed by a proposal under discussion may compete with a person's personal business interests. In such cases, the panel member must declare the conflict of interest and, at the discretion of the Chair (or equivalent senior member of the HVN Board present) who shall consult with other members of the Challenge or HVN Board present, either:

- i. leave the room;
- ii. stay but remain silent unless asked to respond to a direct question; or
- iii. contribute to the assessment of the proposal.

7. Involvement in strategy development:

(a) Members of the HVN Board and Science Leadership Team of the Challenge are likely to be involved in determining the strategic direction and priorities of the Challenge which may be perceived as affecting the future participation of different Parties. It is not intended to exclude these members from these processes and their input is expected to ensure the perspective of all Parties to the Challenge is included in strategy and priority setting. In these situations the conflicts of members representing Parties to the collaboration should be noted. In addition:

- i. in the case of the Science Leadership Team the Director shall monitor discussions and raise any concerns over the degree of representation occurring and ultimately moderate any perceived bias in developing recommendations to the HVN Board;
- ii. in the case of the HVN Board, the Chair shall monitor discussions and raise any concerns over the degree of representation occurring. If the Chair believes the HVN Board is unable to moderate any representation bias, in the interests of the Challenge, he or she may take the matter under discussion into an *ad hoc* sub-committee of the HVN Board comprised of not less than three independent or uninterested members to make final decisions and such decisions will be the decisions of the full HVN Board.

(b) All conflicts of interest no matter how significant must be declared and recorded. If any individual feels they have a conflict with a proposal, or other decision that they have been asked to consider, they should contact either the HVN Board Chair or Director immediately to declare the conflict and seek advice on what action is required.

8. When the Chair has any conflict of interest, a Deputy Chair must be appointed to take on the duties of chairing any meeting to consider any matter where this conflict of interest is relevant.

9. When the Director or any other person has a direct conflict of interest, such as may occur when his or her own research is being considered for funding by the Challenge, the Director or other person shall be excluded and a process for independent assessment of any such proposals, broadly equivalent to how other proposals are assessed, shall be determined by the HVN Board who shall make any funding decisions on the same basis as for any other proposal.