These bylaws define the charge of the Institutional Conflicts of Interest Committee (ICOIC) and its guidelines and general operating procedures as established by The University of Texas Health Science Center at Houston’s (University) Executive Compliance Committee (ECC) as per HOOP 20 – *Conflicts of Interest, Conflicts of Commitment, and Outside Activities*.

The actions of the ICOIC shall be in accordance with The University of Texas System policy UTS 180, *Conflicts of Interest, Conflicts of Commitment, and Outside Activities*, The University of Texas Health Science Center at Houston policy HOOP 20, *Conflicts of Interest, Conflicts of Commitment, and Outside Activities*, and other applicable UT System and UTHHealth policies.

**PURPOSE AND RESPONSIBILITIES**

The purpose of the ICOIC is to provide advice, guidance, and recommendations to the President, the Chief Compliance Officer (CCO), the Executive Compliance Committee (ECC), the Executive Vice President for Academic and Research Affairs (EVPARA), the Chief Operating/Chief Financial Officer (COO/CFO), and The University of Texas System Executive Vice Chancellor for Health Affairs (EVC) regarding real, perceived, and potential conflicts of interest of the University and its employees.

Specific responsibilities of the ICOIC include the following:

- Establishing mechanisms to identify real, perceived, and potential conflicts of interest due to the University’s financial interests and those of its Institutional Officials (“Institutional Conflicts of Interest”) that pose risks of undue influence on the University’s decisions, functions and actions related to its mission;

- Establishing mechanisms to identify real, perceived, and potential conflicts of interest due to a University employee’s individual financial interests (“Individual Conflicts of Interest”) that pose risks of undue influence on the University’s decisions, functions, and actions or those of its employees, related to its mission;

- Reviewing the financial interests of the university, its institutional officials, and other employees to identify real, perceived, or potential Institutional and Individual Conflicts of Interest.

  - If the Committee believes a conflict can be managed to prevent undue influence on the university’s decisions, functions, or actions, or those of an employee(s), it shall recommend an appropriate management plan that must be approved by the EVPARA and the COO/CFO. Any management
plans involving the EVPARA or the COO/CFO must be approved by the President.

○ If the Committee believes a conflict cannot be eliminated or managed so as to prevent undue influence on the university’s decisions, functions, and actions, or those of an employee(s), it shall recommend to the ECC actions to remove the conflict. If the ECC concurs it will forward the recommendation to the President for a final decision and implementation.

- Providing additional information, guidance, and recommendations to the President, CCO, ECC, EVPARA, COO/CFO, and EVC upon request.

Research Conflicts of Interest are the purview of the Research Conflicts of Interest Committee as per HOOP 94 Research Conflicts of Interest and are not considered by the Conflicts of Interest Committee.

Additional information on other financial considerations that are potentially relevant to Institutional and/or Individual Conflicts of Interest may be found in HOOP 203 - Policy on Gifts: Solicitation, Acceptance, Processing, Acknowledgement, and Stewardship and HOOP 201 - Policy on Intellectual Property.

MEMBERSHIP

The COIC membership shall be appointed annually by the ECC and composed of the following:

- One representative from the Office of Institutional Compliance
- One representative from the Office of Legal Affairs
- One representative from the Office of Technology Management
- One representative from the Office of Development
- One representative from Sponsored Projects Administration
- One representative from the Office of Audit and Advisory Services
- One representative from the Office of Procurement
- Chair, Research Conflicts of Interest Committee
- Dean of the Medical School (or designee)
- One rotating Dean from another UTHealth school appointed by the President every two years
- One representative from the Medical School’s Physician Practice Plan
- One representative from the School of Dentistry’s Dental Practice Plan
- One representative from the Inter Faculty Council
- Executive Director, Research Compliance, Education, and Support Services
- Two community representatives – one appointed by the EVPARA and one by the COO/CFO
- Executive Vice President, Academic and Research Affairs (ex officio without vote)
- Senior Executive Vice President, Chief Operating and Financial Officer (ex officio without vote)
- Executive Vice President and Chief Academic Officer (ex officio without vote)
Committee members may be reappointed for multiple terms.

The Chair shall be appointed annually by the ECC from among the ICOIC’s regular members and may be reappointed annually for multiple terms. The Chair shall

- call and chair meetings,
- prepare the agendas, and
- forward minutes of Committee meetings and Committee recommendations to the EVPARA, COO/CFO, the ECC, and other university officials as appropriate.

Administrative support for the ICOIC shall be provided by the Conflicts of Interest Program staff of the EVPARA’s Office.

MEETINGS

Meetings of the ICOIC shall be held at least quarterly or more often if called by the Chair, the ECC, the EVPARA, or the COO/CFO. Meetings shall be conducted in accordance with Roberts’ Rules of Order (Revised).

The agenda for regular meetings shall include a call to order; determination of the presence of a quorum; approval of minutes of previous meetings; reports on real, perceived, and potential conflicts of interests; consideration of proposed Management Plans; old business; new business; and adjournment.

A quorum, defined as one more than half of the regular voting committee members, is required to conduct business and make recommendations to the EVPARA, COO/CFO, the ECC, and/or other institutional officials and offices.

Minutes shall be prepared by the Conflicts of Interest Program staff and distributed to all Committee members for review prior to the next meeting.

To the extent provided by applicable law, all activities and communications of the ICOIC shall be confidential. It is the responsibility of each ICOIC member to ensure that any information obtained as a result of ICOIC membership is kept confidential and secure.

(Approved by the ECC on 1/11/2016)
(Revision approved by the ECC on 3/2016)