



T • E • X • A • S  
**ONEGULF**  
Center Of Excellence

# CONFLICT OF INTEREST POLICY AND ANNUAL STATEMENT

Texas OneGulf is a partnership of nine outstanding institutions dedicated to the long term environmental and economic health of both the state of Texas and the Gulf of Mexico. The goal of the Conflict of Interest Policy is to avoid actual and perceived conflicts by increasing transparency and ensuring consistency with national standards for scientific proposal review.

*Science  
Driving  
Solutions*

# Texas OneGulf Center of Excellence Conflict of Interest Policy<sup>1</sup> and Annual Statement

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<sup>1</sup>This policy is based on the IRS model Conflict of Interest Policy.

# **Texas OneGulf Center of Excellence Conflict of Interest Policy<sup>1</sup> and Annual Statement**

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## **For Texas OneGulf Consortium Leadership, Texas OneGulf Management Team, Texas OneGulf Science Advisory Committee, External Grant Review and Grant Management Team**

The Texas OneGulf Consortium includes representatives of state agencies, academic and research institutions, and environmental and business interests. The Consortium and related entities must strive to eliminate conflicts of interest (COI) while at the same time providing representation inherent in their roles. It is Texas OneGulf's duty to maintain the public trust in its process of developing the Strategic Research and Action Plan and the Annual Work Plan; proposal review, and grant management. The goal of the Conflict of Interest Policy is to avoid actual and perceived conflicts by increasing transparency and ensuring consistency with national standards for scientific proposal review. All professional and/or personal relationships that would lead a reasonable person to question the neutrality of a decision will be disclosed, and involved members may be recused.

A COI may exist when the interests of any Consortium member may be seen as competing with the interests of Texas OneGulf. Such individuals may be considered to have a COI whenever they, or a related party, have an existing or potential financial or other material interest that impairs, or might appear to impair, their independence and objectivity in the discharge of Texas OneGulf responsibilities. Additionally, personal and business relationships may cause dual loyalties unrelated to personal financial gain, but nonetheless may raise COI concerns.

Texas OneGulf COI policy will require education of participants, disclosure, and recording of all potential conflicts, and stresses confidentiality.

Disclosure involves stating the possible conflict of interest verbally and in writing. Recusal may follow disclosure and is triggered by a more substantial connection that leads the individual to remove themselves from any discussion of the matter or proposal, including leaving the room when discussion is taking place.

Texas OneGulf will be cognizant of COI throughout the Strategic Planning process and all phases of the grant process including Annual Work Plan Development, request for proposals, review, and funding process.

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### ARTICLE 1. PURPOSE

1. The purpose of this COI policy is to protect the Texas OneGulf Center of Excellence's interests when it is contemplating entering into a transaction or arrangement that might benefit the private interests of a member or director of TOCOE or might result in a possible excess benefit transaction.
2. This policy is intended to supplement, but not replace, any applicable state and federal laws governing conflicts of interest applicable to nonprofit organizations.

### ARTICLE 2. DEFINITIONS

1. **Interested person** -- Any member of the TOCOE, who has a direct or indirect financial interest, as defined below, is an interested person.
2. **Financial interest** -- A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:
  - a. An ownership or investment interest in any entity with which TOCOE has a transaction or arrangement,
  - b. A compensation arrangement with TOCOE or with any entity or individual with which TOCOE has a transaction or arrangement, or
  - c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which TOCOE is negotiating a transaction or arrangement.
  - d. Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial. A financial interest is not necessarily a conflict of interest. A person who has a financial interest may have a conflict of interest only if the TOCOE Board decides that a conflict of interest exists, in accordance with this policy.

### ARTICLE 3. PROCEDURES

1. **Duty to Disclose** -- In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the TOCOE Board.
2. **Recusal of Self** -- Any member may recuse him or herself at any time from involvement in any decision or discussion in which the he or she believes he or she has or may have a conflict of interest, without going through the process for determining whether a conflict of interest exists.

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3. **Determining Whether a Conflict of Interest Exists** -- After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the TOCOE Board meeting while the determination of a conflict of interest is discussed and voted upon. The remaining TOCOE Board members shall decide if a conflict of interest exists.
  
4. **Procedures for Addressing the Conflict of Interest**
  - a. An interested person may make a presentation at the TOCOE Board meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
  - b. The TOCOE Board shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
  - c. After exercising due diligence, the TOCOE Board shall determine whether TOCOE can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
  
5. **Violations of the Conflicts of Interest Policy**
  - a. If the TOCOE Board has reasonable cause to believe a TOCOE member or related party has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
  - b. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the TOCOE Board determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action including expulsion from or affiliation with TOCOE.

### **ARTICLE 4. RECORDS OF PROCEEDINGS**

The minutes of the TOCOE Board and all committees with board delegated powers shall contain:

1. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the

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financial interest, any action taken to determine whether a conflict of interest was present, and the TOCOE Board's decision as to whether a conflict of interest in fact existed.

2. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

### **ARTICLE 5. COMPENSATION**

1. A voting member of the TOCOE Board who receives compensation, directly or indirectly, from TOCOE for services is precluded from voting on matters pertaining to that member's compensation.
2. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from TOCOE for services is precluded from voting on matters pertaining to that member's compensation.
3. No voting member of the TOCOE Board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from TOCOE, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

### **ARTICLE 6. ANNUAL STATEMENTS**

Each member of the Texas OneGulf Consortium Leadership, Texas OneGulf Management Team, Texas OneGulf Science Advisory Committee, External Grant Review and Grant Management Team, and/or member of a committee with TOCOE Board delegated powers shall annually sign a statement which affirms such person:

1. Has received a copy of the conflict of interest policy,
2. Has read and understands the policy, and
3. Has agreed to comply with the policy.

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### TOCOE Annual Conflict of Interest Statement - FY25

1. Name: \_\_\_\_\_ Date: \_\_\_\_\_

2. Position (place your initials beside the group with which you are a member):

- \_\_\_\_\_ Texas OneGulf Consortium Leadership
- \_\_\_\_\_ Texas OneGulf Management Team
- \_\_\_\_\_ Texas OneGulf Agency Council
- \_\_\_\_\_ External Grant Review
- \_\_\_\_\_ Grant Management Team
- \_\_\_\_\_ Award Recipient

3. I affirm the following:

I have received a copy of the TOCOE Conflict of Interest Policy. \_\_\_\_\_ (initial)

I have read and understand the policy. \_\_\_\_\_ (initial)

I agree to comply with the policy. \_\_\_\_\_ (initial)

4. Disclosures:

a. Do you have a financial interest (current or potential), including a compensation arrangement, as defined in the Conflict of Interest policy with TOCOE?

(Check One):            Yes            No

i. If yes, please describe it: \_\_\_\_\_

ii. If yes, has the financial interest been disclosed, as provided in the Conflict of Interest policy?

(Check One):            Yes            No

I, \_\_\_\_\_, as a member of, \_\_\_\_\_, shall not derive any personal profit or gain, directly or indirectly, by reason of my participation with the Texas OneGulf Center of Excellence. I shall disclose to the Texas OneGulf Center of Excellence any personal interest which I may have in any matter pending before the TOCOE and shall refrain from participation in any decision on such matter.

Signature: \_\_\_\_\_

Printed name: \_\_\_\_\_

Date: \_\_\_\_\_