

DRAFT: Conflict of Interest Policy for DSpace

March 2022

The purpose of the following policy and procedures is to prevent the personal interest of voting members of the DSpace Leadership and Steering Groups (collectively, DSpace Governance members) from interfering with the performance of their duties to DSpace, or result in personal financial, professional, or political gain on the part of such persons at the expense of DSpace or its Members, supporters, and other stakeholders.

DEFINITIONS

- Conflict of Interest (also Conflict) means a conflict, or the appearance of a conflict, between the private interests and official responsibilities of a person in a position of trust. Persons in a position of trust include staff members, officers, and members of DSpace Governance.
- DSpace Governance Members means voting members of the DSpace Leadership and Steering Groups.

NOTES

1. A potential conflict is not necessarily a conflict of interest. A person has a conflict of interest only if DSpace Governance decides that a conflict of interest exists.
2. Conflicts can be nuanced and have more to do with a “duality of interests” than a financial conflict.

POLICY AND PRACTICES

1. Full disclosure, by notice in writing, shall be made by the interested parties to all governance members in all conflicts of interest, including but not limited to the following:
 - a. A DSpace Governance Member is related to another DSpace Governance Member or DSpace staff member by blood, marriage or domestic partnership.
 - b. A DSpace Governance Member or their organization stands to benefit from a DSpace transaction or staff member of such organization receives payment from DSpace for any subcontract, goods, or services other than as part of her/his regular job responsibilities or as reimbursement for reasonable expenses incurred.
 - c. A DSpace Governance Member is a member of the governing body of another organization with competing or dependent aims that may be affected, directly or indirectly, by decisions made by DSpace (e.g., another open-source repository software project).

2. Following full disclosure of a possible conflict of interest or any condition listed above, and after discussion with the interested person, the interested person shall leave the meeting while the determination of a conflict of interest is made. The remaining Governance Board members shall discuss and vote whether or not a conflict of interest exists. A financial interest is not necessarily a conflict of interest unless it is decided that a conflict of interest exists. Any Governance Member may recuse themselves at any time from involvement in any decision or discussion in which they believe they have or may have a conflict of interest, without going through the process for determining whether a conflict of interest exists..
3. The minutes of any DSpace Governance meeting at which a matter involving a conflict of interest or potential conflict of interest was discussed or voted upon shall include:
 - a. the name of the interested party and the nature of the interest;
 - b. the decision as to whether the interest presented a conflict of interest;
 - c. any alternatives to a proposed contract or transaction considered by the board; and
 - d. if the transaction was approved, the basis for the approval.
4. An interested DSpace Governance Member shall not participate in any discussion or debate of DSpace Leadership or Steering Groups, or of any committee or subcommittee thereof, in which the subject of discussion is a contract, transaction, or situation in which there may be a perceived or actual conflict of interest. However, they may be present to provide clarifying information in such a discussion or debate unless objected to by any present board or committee member.
5. Anyone in a position to make decisions about spending DSpace's resources (i.e., transactions such as purchases contracts) – who also stands to benefit from that decision – has a duty to disclose that conflict as soon as it arises (or becomes apparent); they should not participate in any final decisions.
6. A copy of this policy shall be given to all DSpace Governance Members and other key stakeholders upon commencement of such person's relationship with DSpace or at the official adoption of stated policy. Each DSpace Governance Member shall sign and date the policy at the beginning of their term of service or employment and each year thereafter. Failure to sign does not nullify the policy.
7. This policy and disclosure form must be filed annually by all specified parties.

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DSpace Governance Member Conflict of Interest Disclosure Form

This form must be filed annually by all specified parties, as identified in the DSpace Conflict of Interest Policy Statement (ratified by DSpace’s Steering on 3/16/22 and Leadership Groups on 3/28/22).

_____ I have no conflict of interest to report

_____ I have the following conflict of interest to report (please specify):

The undersigned, by their affixed signature, note their understanding of the implications of this policy.

Signature

Printed Name

Date

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