



**GOVERNING BOARD OF THE GLOBAL HEALTH EDCTP3 JOINT UNDERTAKING
DECISION N° GB/04/2024**

**setting out rules on the prevention and management of conflicts of interest in respect of the
members of bodies of the Global Health EDCTP3 Joint Undertaking and repealing decision
GB/24/2022**

Having regard to the Treaty on the Functioning of the European Union,

Having regard to Council Regulation (EU) 2021/2085 of 19 November 2021 establishing the joint undertakings under Horizon Europe (hereinafter referred to as ‘the Regulation’), and in particular Articles 2(14) and 42 thereof,

WHEREAS:

- (1) The Governing Board of the Global Health EDCTP3 Joint Undertaking (hereinafter referred to as ‘the JU’) adopted rules on confidentiality and conflicts of interests by way of decision GB/24/2022 on 3 May 2022 which applies to both staff of the JU and members of its bodies;
- (2) The Governing Board of the JU subsequently adopted decision GB/15/2023 which sets out rules on conflict of interest for staff of the JU. This decision includes as an Annex 1 a template document to be signed by all staff members whereby they commit among others to ensure confidentiality of sensitive information;
- (3) As a consequence, decisions GB/24/2022 and GB/15/2023 partly overlap in terms of scope, which creates a risk of conflict of rules for staff of the JU. It is therefore appropriate to restrict the application of the rules included in decision GB 24/2022 to members of the bodies of the JU.
- (4) As a matter of clarity and in order to present the legal bases and context underlying the rules included in decision GB 24/2022, it is appropriate for the Governing Board of the JU to repeal decision GB 24/2022 and adopt a new decision.

HAS ADOPTED THE FOLLOWING DECISION:

Article 1

Scope of the Rules on Confidentiality and on Conflicts of Interest

1. These Rules on Confidentiality and on Conflicts of Interest shall apply to the following persons:
 - a) Members of the Governing Board and persons appointed to represent such members or their alternates;
 - b) Members of the Scientific Committee and the Stakeholders Group and, where applicable, persons appointed to represent such members or their alternates;
 - c) Members of advisory or working groups set up by the Governing Board in accordance with Article 17(2)(x) of the Regulation;
 - d) Persons invited to attend meetings of the Governing Board or of any of the other bodies of the Joint Undertaking including observers;
 - e) Other persons serving the Governing Board or the other bodies in whichever capacity.

2. The purpose of the Rules on Confidentiality and on Conflicts of Interest is to set out the rules in these matters for the JU.
3. The Rules on Confidentiality and on Conflicts of Interest shall be read and interpreted together with, and shall apply without prejudice to, all other applicable rules, notably where relevant the Governing Board Rules of Procedure .
4. For evaluation experts and reviewers the obligations on confidentiality and conflicts of interest as well as their expected conduct are defined in the Horizon Europe model contract for experts.

Article 2 **Confidentiality**

1. Confidential information of the JU needs to be protected. Such confidential information includes but is not limited to personal, commercial, sensitive non-classified and classified information. A specific example of confidential information in the context of the activities of the JU is information contained in proposals and the peer-review process for reviewing the applications.
2. Notwithstanding the provisions in the Regulation on transparency and publishing information, the work of the programme office, the proceedings of the Governing Board and the proceedings of the Scientific Committee shall be confidential. Certain matters clearly identified as such that are being treated by the Stakeholders Group shall also be confidential.
3. The agenda of the meetings of the Governing Board and the decisions made publicly available in accordance with Article 16(5) of the Regulation shall take into account the confidential nature of the proceedings of the Governing Board.
4. The version of the report to be made publicly available to the extent possible, in accordance with Article 21(8) of the Regulation and that is to be submitted by the chairperson of the Scientific Committee to the Governing Board after each meeting of the Scientific Committee, shall take into account the confidential nature of the proceedings of the Scientific Committee.
5. In case reports prepared by the Stakeholders Group in accordance with Article 22(6) of the Regulation include sensitive information, its confidential nature shall be taken into account in the version of the report that is to be made publicly available.
6. The persons referred to in Article 1 to whom these Rules on Confidentiality and on Conflict of Interest apply shall comply with the confidential character of the work of the JU and the proceedings of its bodies. They shall protect any sensitive information whose disclosure could damage the interests of the JU, its members or of the participants in the activities of the JU.

Article 3 **Definition of Conflict of Interest**

1. In accordance with Article 61 of Regulation (EU, Euratom) 2018/1046 (hereinafter referred to as 'the Financial Regulation'), a conflict of interest exists where the exercise of the functions with which the person has been entrusted, whether financial or otherwise is compromised for reasons involving family, emotional life, political or national affinity, economic interest or any other direct or indirect personal interest. It is sufficient for the purpose of establishing a conflict of interest if the relevant circumstances compromise the objective and impartial exercise of their functions.
2. For the purpose of safeguarding the reputation of the JU, an assessment of the circumstances must consider not only the concrete, established facts but also the perception of a conflict of interest. The appearance of conflict of interest can constitute a reputational risk to the JU, even if it is later proved to be without substance. Therefore, rules must provide sufficient weight to considerations of proportionality, specific background and all relevant facts and mitigating circumstances. A risk of perceived conflict of interest should be treated as if it were an actual conflict.
3. In the determination of whether a circumstance meets the above criteria, due account must be given to the applicable rules including, but not limited to, the Financial Regulation, the Financial Rules of the JU enshrined in

decision GB 22/2022, Council Regulation (EEC, Euratom, ECSC) No 259/68 (hereinafter referred to as 'the Staff Regulations') and any other applicable rules.

Article 4
Expected Behaviour

1. Persons referred to in Article 1(1) must ensure that the integrity and reputation of the JU are safeguarded.
2. Persons referred to in Article 1(1) must ensure that their overall behaviour and actions within and beyond the strict parameters of their functions may not be interpreted as to potentially question their independence. For persons participating in meetings of the Governing Board of the JU, whether as Member of the Governing Board, the Executive Director, or any other participant, the rules on Conflict of Interest must be read in light of the Code of Conduct (Dec. N° GB 23/2022).
3. Persons referred to in Article 1(1) must refrain from involvement, influences or pressures that may affect their impartiality and objectivity or the perception thereof in the performance of their tasks for the JU.

Article 5
Interests to be declared in the declaration of interest

1. Each individual covered by the rules on confidentiality and on conflict of interest is responsible for considering and disclosing actual or potential conflicting interests.
2. Upon appointment to one of the bodies of the JU, the Members and all attendees to the meetings of the relevant governance body shall sign the declaration of confidentiality and conflict of interest included in Annex II. Appointed members to one of the bodies shall submit a declaration every year.
3. The interests to be declared include but are not limited to:
 - a) Financial interest: economic stake or share in a body with an interest in the subject matter. This includes stocks, equities or bonds; intellectual property rights (royalties, patents, copyright) and any other situation that may result in financial benefit, direct or indirect, from a decision made by the JU.
 - b) Member of a managing body or equivalent structure: participation in the internal decision-making (board member, trustee or director) of a public or private entity with an interest in the subject matter.
 - c) Member of a scientific advisory body: participation in the activities of a scientific advisory body (permanent or ad hoc) managed by a body with an interest in the subject matter.
 - d) Employment: any form of regular occupation or business, part-time or full-time, paid or unpaid, including self-employment (consultancy), in any body with an interest in the subject matter.
 - e) Ad hoc or occasional consultancy meaning any ad hoc or occasional activity in which the concerned person provides advice or services to a body with an interest in the subject matter. This includes services provided on an honorary basis (for free or without payment of fees).
 - f) Interests of family members and other personal involvement meaning interests in the subject matter held by partners or persons dependent on the individual submitting the declaration of interest, as well as close personal ties that may result in bias.
 - g) Other memberships or affiliations: any membership or affiliation not falling under the definitions provided above that is relevant for the purpose of this policy, to any organisation or body with an interest in the subject matter, including professional organisations.
 - h) Other relevant interests meaning any interest not falling under the definitions above and relevant for the purposes of this policy.

Article 6
Management of conflicts of interest

1. The Governing Board, the Scientific Committee, the Stakeholders Group or the Chairperson of one of these bodies may decide to examine and take a decision on specific items of its agenda without the presence of the Members whose participation may lead to conflict of interest with regard to a particular agenda item.

2. A request for application of the preceding paragraph addressed to the Chairperson may be submitted by any Member of the concerned body no later than the day before the meeting and must be justified. The Chairperson shall present such request and the associated justification at the opening of the meeting and the concerned body shall take a decision in accordance with its rules of procedure.
3. During a meeting, any attendee whose participation in the work of the body leads or may lead to a conflict or potential conflict of interest with regard to a particular agenda item shall without delay inform the Chairperson who shall without delay and before any affected deliberation is taken decide on any specific measure in this respect.
4. Upon proposal by the Chairperson, the body may decide to examine such items of the agenda without the presence of the attendee concerned.
5. Should the body or the Executive Director become aware that a conflict of interest was not declared by a Member of a body or a participant to a meeting, the body or the Executive Director – as relevant - shall decide on the appropriate measures to be taken after hearing the affected Member or participant in a meeting, as relevant.

Article 7

Multiple functions

No person covered by these Rules on Confidentiality and on Conflicts of Interest shall occupy more than one function within the Governance of the JU. Thus, memberships in the Governing Board, Scientific Committee, and the Stakeholders Group are mutually exclusive.

Article 8

Gifts or other advantages

1. The persons covered by these Rules on Confidentiality and on Conflict of Interest shall not accept any gifts or other advantages which may or may reasonably appear to influence or otherwise affect their personal judgement or integrity in the performance of their functions or as may otherwise be perceived as influencing their objectivity or place them under undue obligation towards the donor. In any case any gifts or other advantages having a value beyond EUR 50 shall be refused. Such gifts or other advantages shall not be solicited.
2. The Chairperson of the Governing Board shall be informed of any offer of gifts or other advantages given to the Members, Observers and other attendees of the meetings of the Governing Board and a record shall be kept of any such gift or advantage that may have been accepted.
3. The Chairperson of the Scientific Committee shall be informed of any offer of gifts or other advantages given to the Members, Observers and other attendees of the meetings of the Scientific Committee and a record shall be kept of any such gift or advantage that may have been accepted.
4. The Chairperson of the Stakeholders Group shall be informed of any offer of gifts or other advantages given to the Members, Observers and other attendees of the meetings of the Stakeholders Group and a record shall be kept of any such gift or advantage that may have been accepted.

Article 9

Filling in and signing the forms – reviewing the form

Any person subject to the provisions of these Rules on Confidentiality and on Conflict of Interest shall be handed a copy. Receipt and acceptance of the Rules shall be confirmed by signature and the declarations included in annexes I and II shall be filled in and signed. The information in these declarations shall be reviewed and the review confirmed by date and signature at least once a year. Whenever a new situation as regards Conflicts of Interest arises, the form shall be filled in and signed.

Article 10

Periodic update of these rules

These Rules on Confidentiality and on Conflict of Interest shall be reviewed at least every three years.

Article 11
Entry into force

These Rules on Confidentiality and on Conflicts of Interest of the Global Health EDCTP3 Joint Undertaking shall enter into force on the day of their adoption by the Governing Board.

Article 12
Repeal

Decision GB/24/2022 is hereby repealed.

Done at Brussels, on 24 January 2024.

For the Global Health EDCTP3 Joint Undertaking

Irene Norstedt

Chairperson of the Governing Board

ANNEX I – DECLARATION OF CONFIDENTIALITY AND CONFLICT OF INTEREST FOR

Name:

Professional Address:

Phone:

E-mail:

Position:

Chairperson of the Governing Board

Representative/lead delegate/alternate of the Commission

Representative/lead delegate/alternate of the EDCTP Association

Member of the Scientific Committee

Member of the Stakeholders Group

Other (please specify)

I hereby declare to have received a copy of the Global Health EDCTP3 Joint Undertaking rules on confidentiality and conflict of interest and to have taken knowledge of the obligations for me deriving from these rules based on my position in the governance of the Global Health EDCTP3 Joint Undertaking.

I hereby undertake to act in the performance of my duties in the general interest of the Global Health EDCTP3 Joint Undertaking.

At each meeting of the _____ or, if relevant, before any decision is taken by written procedure, I shall declare any interest which might be considered to influence or bias my judgment and therefore be prejudicial to the way an item on the agenda is handled.

I undertake to ensure the confidentiality of sensitive information whose disclosure could damage the interests or the reputation of the Global Health EDCTP3 JU, the Members of the Global Health EDCTP3 JU or of the participants in the activities of the Global Health EDCTP3 JU.

I shall not disclose sensitive information learnt during the activities of the Global Health EDCTP3 JU even after my duties have ended.

Done at [place], [date]

Name and Signature

ANNEX II – DECLARATION OF INTERESTS FOR

Name:

Professional Address:

Phone:

E-mail:

Position:

Chairperson of the Governing Board

Representative/lead delegate/alternate of the Commission

Representative/lead delegate/alternate of the EDCTP Association

Member of the Scientific Committee

Member of the Stakeholders Group

Other (please specify)

do hereby declare on my honour that, to the best of my knowledge, the only direct or indirect interest(s) I have in the global health research sector is/are those listed below:

1. Past activities:

[posts held over the last 5 years in foundations or similar bodies, educational institutions, companies or other organisations (the nature of the post and the name of those bodies should also be indicated); other membership/affiliation or professional activities held over the last 3 years, including services, liberal professions, consulting activities, and relevant public statements.]

2. Current activities:

Posts held in foundations or similar bodies, educational institutions, companies or other organisations (the nature of the post and the name of those bodies should also be indicated); other membership/affiliations or professional activities, including services, liberal profession, consulting activities, and relevant public statements.

No current activities [..]

Current activities []

3. Current Financial Interests

Above a certain minimum threshold [value of EUR 10,000], any direct financial interests, (managerial stakes in companies, including ownerships of patents or any other relevant intellectual property rights), or assets (shares and/or securities held in companies) or grants or other funding which might create a conflict of interests in the performance of their duties, with an indication of their number and value, as well as the name of the company/provider of the grant/funding.

No interest declared []

Interest(s) []

4. Any other relevant interests.

No interest declared []

Interest(s) []

5. Family Member Interest

Spouse's/partner's/dependent family members' current activity and financial interests that might entail a risk of conflict of interest.

No interest declared []

Interest(s) []

If interest(s) declared, spouse's/partner's/dependent family members' name [..]

I confirm the information declared on this form is accurate to the best of my knowledge and I consent to my information being stored electronically by the Global Health EDCTP3 Joint Undertaking.

[For members of one of the governance bodies of the Global Health Joint Undertaking, the Executive Director or a staff member, this annual declaration is made on:]

Done at [place], [date]

Name and Signature