



Conflict of Interest Policy for the Board of Trustees of Université Saint-Joseph de Beyrouth (USJ - Saint Joseph University of Beirut)

*This Policy was approved by the University Board during its 221st meeting on June 19, 2024
and by the Board of Trustees during its 8th meeting on June 22, 2024*



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1. DEFINITIONS

For the purposes of this Conflict of Interest Policy, the following terms shall have the following meanings:

“Policy”: The present Conflict of Interest Policy.

“University”: Université Saint-Joseph de Beyrouth USJ - Saint Joseph University of Beirut.

“Board members”: Members of the Board of Trustees at Saint Joseph University of Beirut.

“Connected Person” means anyone with whom a Board Member has a personal or business relationship. This can include but is not limited to:

- Spouse, parent, sibling, uncle, aunt, nephew, niece, parent-in-law, brother-in-law, sister-in-law, children, grandchildren and great grandchildren or any other person who resides in the same household as the Board Members
- Business partner
- A financial relationship with an individual or a company.

“Actual Conflict of Interest” means an existing situation or relationship that could compromise a Board Member’s impartiality, objectivity, or professional judgement in relation to their missions to the University.

“Potential Conflict of Interest” means a situation that currently does not constitute an Actual Conflict of Interest but could evolve into an Actual Conflict of Interest situation.

2. PURPOSE AND SCOPE

The present Policy is adopted in application of the provisions of article 61-1 of the University bylaws to provide a mechanism for disclosing and evaluating Actual and Potential Conflict of Interest situations of Board Members.

3. CONFLICT OF INTEREST SITUATIONS

A conflict of interest may arise in any situation in which a Board Member’s decision-making *-that should always be in the best interests of the University-*, is influenced or could be influenced by personal, familial, financial, professional and other personal interests. Such conflicts may arise out of (but not limited to) these situations:

- To take advantage of their functions at the University, by influencing on the decisions of the University in order to obtain direct or indirect gains or advantages for themselves or for a Connected Person;
- To have a direct or indirect interest in a company and, as a result of this interest, they take or have taken advantage of their functions at the University to promote the interest of this company or any of its affiliates rather than that of the University
- To use for personal purposes, or for the benefit of a Connected Person, either the resources of the University, the name of the University, or any information they obtain in the exercise of their functions
- To have a direct or indirect interest in an agreement or a protocol and, as a result of this interest, they take or have taken advantage of their functions at the University to promote the conclusion of clauses of such an agreement or such a protocol which provides or will provide them with direct or indirect gains or advantages
- To have direct or indirect interests, of a pecuniary or other nature, in an external company or any of its affiliates which deals or is likely to deal with the University
- To request or accept, directly or indirectly, for themselves or for a Connected Person, a gift, a reward, a discount, a loan, a favor, or an advantage which is likely to undermine their independence and integrity as Board Members.

4. IMPLEMENTATION OF THE POLICY

All decisions and actions by the Board Members shall be made in a manner which promotes the best interests of the University and avoids the prospect of a Conflict of Interest.

4.1 General duties of the Board Members

Board Members should proactively seek to prevent any Conflict of Interest in the performance of their duties on behalf of the University. In preventing a Conflict of Interest, each Board Member shall notably:

- Perform their duties for the University in good faith, through exercising due care to avoid situations that create conflicts between their private interests and those of the University
- Refrain from having any contractual agreement with the University, in conformity with article 61-1 of the University bylaws
- Act with loyalty to the University and not for personal advantage
- Act in the best overall interest of the University and not subordinate the University's interests to external interest, considerations, or causes, be they private
- Safeguard the confidentiality of meetings and discussions, as well as nonpublic information, including refraining from its use to advance external interests
- Avoid engaging in transactions or arrangements that present Actual conflicts or the appearance of Conflicts of Interest.

4.2 Disclosure of Conflict of Interest situations

4.2.1 Effective implementation of this Policy requires the full disclosure of Conflict of Interest situations. Board Members shall therefore:

- Acknowledge in writing that they have read and understood this Policy and are complying with it
- Fill and submit the “**Conflict of Interest Disclosure Form**” (hereinafter referred to as the “**Disclosure Form(s)**”) attached hereto – **Annex A**
- Promptly disclose Actual or Potential Conflict of Interest situation as per provisions 4.2.2 below.

4.2.2 Signed Disclosure Forms must be sent to and kept at the Secretary-General of the University. If a Board Member is uncertain whether to disclose a specific situation, the Chair of the Board or the Secretary-General of the Board should be consulted depending on the situation.


5. EVALUATION OF CONFLICT OF INTEREST SITUATIONS

5.1 Disclosure Forms shall be reviewed and evaluated by the Secretary-General of the University in coordination with the Rector of the University to determine whether an Actual or Potential Conflict of Interest situation exists, consideration should be given to whether the situation could subject the University to reputational harm and/or material losses or legal action or whether the Board Member's activities could reasonably be seen as adverse to the University or as elevating in external private interest above the interests of the University.

Therefore, Potential Conflict of Interest situations, must be disclosed and resolved before the interested Board Member participates in any way in the matter to which the Potential conflict relates.

5.2 Board Members who have disclosed a Conflict of Interest shall refrain from participating in the University's consideration of any proposed business or financial relationship in which they are interested, except to respond to questions or to provide further information.

Additionally, the Rector of the University may ask them to commit themselves in writing not to participate in any decision related to the University with or within the involved Concerned Persons.



5.3 Any legal conflict between the University and the Concerned Person shall lead to the automatic resignation of the involved Board Member.

5.4 The Rector of the University is vested with the necessary powers to propose remedies for any Potential or Actual Conflict of Interest situation.

5.5 All information concerning Actual and Potential Conflict of Interest situations shall be held in full confidentiality.

6. FINAL PROVISION

This Policy comes into force from the date of its approval by the Board of Trustees in order to establish the highest possible ethical standards for the University.



ANNEX A

CONFLICT OF INTEREST DISCLOSURE FORM

“Disclosure Form”

For purposes of compliance with the *Conflict of Interest Policy for the Board of Trustees of Université Saint-Joseph de Beyrouth (USJ - Saint Joseph University of Beirut)* (“Policy”) you are kindly requested to complete and return this “*Disclosure Form*”.

1. Do you or any Connected Person have a financial interest in any entity that does business with the University?

- Yes
- No

If “Yes”, kindly provide details.

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2. Do you or any Connected Person have any employment, consultancy, directorship, or other affiliations with any entity that does business with the University?

- Yes
- No

If “Yes”, kindly provide details.

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3. Have you or any Connected Person received any gifts, hospitality, or other benefits from any entity that does business with the University?

- Yes
- No

If “Yes”, kindly provide details.


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4. Are there any other situations not covered above that might be perceived as a Conflict of Interest in your role and mission with the University?

- Yes
- No

If “Yes”, kindly provide details.

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By signing below:

1. I certify that I have read and understood the Policy
2. I agree to be bound by the terms and conditions of the Policy and affirm that I will comply with the requirements of the Policy, both in letter and in spirit
3. I certify that the foregoing information is true, accurate, correct and complete to the best of my knowledge

Further, I acknowledge to promptly report and disclose to the competent authority and without delay any Conflict of Interest situations whether Actual or Potential.

Name:

Title:

Date:

Signature: