

Conflict of Interest (COI) Policy

A conflict of interest (COI) occurs when an individual involved in decision-making on an issue has a financial, professional, or personal interest that could prevent the individual from acting in the best interests of AASM Foundation. Conflicts of interest can be a normal occurrence for all individuals volunteering for the AASM Foundation, and the overwhelming majority of real or perceived conflicts can be managed appropriately to mitigate bias. The purpose of the COI policy is to help recognize and mitigate bias in decision-making. This policy should be reviewed annually, as well as every time the AASM COI policy is revised, to determine if any updates are necessary.

Types of Conflicts of Interest

Financial

A financial conflict of interest occurs when an individual receives remuneration or other financial benefits due to ownership of intellectual property or through a sleep-related commercial entity, including an employer.

Professional

A professional conflict of interest occurs when a professional relationship may exist between an individual and another party. This may include volunteer activities with other professional peer organizations.

Personal

A personal conflict of interest occurs when an individual has a close personal relationship with another person. This type of relationship is typically due to the individuals being considered immediate family members or a significant connection (e.g., previous marriage).

COI Management Strategies

Recuse

During discussion of conflict-relevant topics, the individual may answer questions, but then must leave before further deliberation, discussion, or voting occurs.

Disqualify

If the conflict is sufficiently serious, and cannot be remedied, the individual is disqualified from service on that specific AASM Foundation activity. Only the AASM Foundation Board may disqualify a Board member.

COI Management Philosophy

Managing conflicts of interest is critical in protecting the integrity of the AASM Foundation. While there may be some activities that disqualify an individual from an AASM Foundation service opportunity, most conflicts of interest can be managed through appropriate recusals. Transparency is key to managing conflicts of interest. When considering whether a disclosure constitutes a disqualifying activity, these questions should be considered within the scope of a volunteer's specific AASM Foundation assignment:

- 1) Could the disclosed activity (if unresolved) result in financial, or reputational harm to the AASM Foundation?

- 2) If all details of a disclosure are revealed, would a reasonable individual agree that disqualification is the only sensible COI management strategy?

If the answer to any of the questions is “no,” the disclosed conflict of interest is likely manageable.

Tiers

Volunteer and elected positions within the AASM Foundation are separated into tiers based on the responsibilities of the position.

Tier 1

- Board of Directors Officers and at-large members
- Executive Director

Tier 2

- All non-Board members of
 - Committees, councils, workgroups, and other elected or volunteer positions not listed, unless otherwise assigned by the AASM Foundation Executive Committee

Definitions

Board of Directors: A group of individuals, elected or appointed to represent a for profit or nonprofit organization’s shareholders/members, who are responsible for setting the strategic direction for the organization and have overall responsibility for the activities and finances of the organization.

Business-Related Advisory Role: A position that provides strategic business advice to the leadership of a commercial (for-profit) or nonprofit organization.

Conflict-relevant topics: A topic that is relevant to an individual’s disclosed conflict of interest in one of the following ways:

- The topic is directly about the entity, intellectual property, manuscript, or person the individual has a conflict of interest with; or
- If a financial conflict, discussion of the topic could meaningfully impact the financials of the company; or
- The chair, vice chair, board liaison or a majority of the group agrees that the topic is relevant to the individual’s disclosed conflict of interest.

Expert Advisory Board: A group of individuals appointed to provide scientific or medical expertise to a commercial (for-profit) or nonprofit organization. These individuals are not involved in business matters of the organization. May also be called a scientific or medical advisory board.

Intellectual Property: A work or invention that is the result of creativity, such as a manuscript or a design, to which one has rights and for which one may apply for a patent, copyright, trademark, etc.

Key Personnel: An individual, involved in research or education, serving in a role such as a principal investigator/project leader, multiple principal investigator/project leader, co-investigator with >10% effort or full-time project staff.

Patient organization: A nonprofit association consisting mostly of patients that has a mission that includes sleep.

Peer organization: A nonprofit national or international organization whose mission is related to sleep health and/or circadian science and is involved in funding research or community projects or training researchers in the field of sleep medicine and/or circadian science.

Significant commercial relationship: The following relationships with a sleep-related commercial entity:

- employment
- more than 1% ownership
- direct shareholder with investment valued over \$10,000
- compensation as a consultant, or receipt of gifts or benefits, exceeding \$30,000 annually

Sleep-related commercial entity: A company that generates revenue by producing, marketing, selling, re-selling, or distributing sleep-related healthcare products used by or on patients.

Rules and Restrictions

1. The following restrictions apply to AASM Foundation and AASM Board members:
 - a. AASM Foundation and AASM Board members cannot be listed as a primary investigator (PI), project leader, other key personnel, mentor (paid or unpaid) or paid consultant on any new AASM Foundation grant or program application for the duration of their term on the Board of Directors and for one year after their term ends. Under some circumstances, AASM Foundation or AASM Board members may serve as unpaid consultants on applications (e.g., Board member is part of an expert panel or advisory group related to an implementation science project). In such instances, the Board member should seek approval from the AASM Foundation Executive Committee in advance of submitting the application.

Inclusion of a Board member on an application, other than as an approved unpaid consultant, will result in withdrawal of the application from consideration for funding. There are no steps for mitigation of a conflict (e.g., recusal from discussion and vote) with a member of the Board of Directors.
 - b. AASM Foundation and AASM Board members cannot provide letters of recommendation for any applicants for the duration of their term on the Board of Directors unless required to do so as part of the application requirements (e.g., Career Development Grants that require a letter from the Department Chair or fellowship program director and the Board member is serving in one of these roles at their institution).
 - c. AASM Foundation and AASM Board members cannot serve as Review Committee members or ad-hoc reviewers for any AASM Foundation grant or program applications. AASM Foundation Board members can review letters of intent submitted for AASM Foundation grants or programs.
2. Tables 1-4 list financial, professional, and personal conflicts that members of Tiers 1 and 2 should disclose and what strategies will be implemented to manage those conflicts. Table 5 lists additional

conflicts that require disclosure prior to reviewing applications for scoring or approval of a funding decision.

Notes

- i. *When unsure of whether an activity is considered a conflict, disclosure is encouraged.*
- ii. *Should a conflict arise that is not outlined within this policy, the AASM Foundation Executive Committee shall determine whether the activity represents a conflict and the most appropriate COI management strategy (if any) to apply. If the Executive Committee's recommendation is disqualification, it must be approved by the AASM Foundation Board of Directors.*

Table 1. Financial Conflicts

| | | Tier 1 | Tier 2 |
|----------|--|---------------|---------------|
| A | A significant commercial relationship by the individual, spouse, domestic partner or dependent. | Disqualify | Recuse |
| B | Compensation, benefit of any kind, personal gift, or institutional gift on an individual's behalf, from a sleep-related commercial entity with a value greater than \$2,000 annually and that is not considered a significant commercial relationship. | Recuse | Recuse |
| C | Serves as key personnel on a sleep-related research or educational grant with a value of \$30,000 or more from a sleep-related commercial entity. | Recuse | Recuse |
| D | Acceptance of any payments, gifts, or benefits from a sleep-related commercial entity for endorsing, marketing, or educating about their products or services | Disqualify | Recuse |
| E | Partial or sole ownership of intellectual property related to sleep medicine that produces income (or other benefit) of \$30,000 or more per year. <i>Publication royalties are excluded.</i> | Recuse | Recuse |
| F | Member of a board of directors or participation in a business-related advisory role for a sleep-related commercial entity. | Disqualify | Recuse |

Table 2. Professional Conflicts

| | | Tier 1 | Tier 2 |
|----------|--|---------------|---------------|
| A | Member of a board of directors or participation in a business-related advisory role for a peer organization. | Disqualify | Recuse |
| B | Member of an expert advisory board of a sleep-related commercial entity. | Disqualify | Recuse |
| C | Partial or sole ownership of intellectual property related to sleep.* | Recuse | Recuse |

** If income or other benefit related to ownership is \$30,000 or more, it is also a Financial Conflict.*

Table 3. Professional Conflicts for AASM Foundation Activities

| | | Tier 1 | Tier 2 |
|----------|---|---------------|---------------|
| A | Serving on the same AASM Foundation volunteer body with someone the individual has a supervisory/subordinate employment relationship with. | Disqualify | N/A |
| B | Deliberation and/or decision pertaining to a current or recent (within 3 years) employer/institution, or someone the individual has a current or recent (within 3 years) employment/mentorship relationship with. | Recuse | Recuse |

Table 4. Personal conflicts for AASM Foundation activities

| | | Tier 1 | Tier 2 |
|----------|--|---------------|---------------|
| A | Serving on the same AASM Foundation volunteer body with an immediate family member, or current or former: spouse, domestic partner, romantic interest. | Disqualify | N/A |

Procedure

- 1) New and reappointed members to the Board of Directors and AASM Foundation committees, council, and workgroups, as well as the Executive Director, will be provided a copy of the COI policy and asked to submit completed COI disclosure forms at least annually. Current conflicts, including conflicts within the one year prior to completing the COI disclosure form, should be reported even if the activity has ended. Engagements that have concluded generally do not disqualify an individual from holding a position. Should a change of circumstances occur during the year, a new COI disclosure form must be promptly completed (ideally within two weeks).

Note: All Tier 1 and 2 members will also be required to provide the disclosures listed in Table 1 for each letter of intent or grant/program application reviewed prior to scoring and/or making a funding decision.

- 2) All COI disclosure forms will be reviewed by staff, and the COI management strategies outlined in this policy will automatically apply except in the following cases:
 - Regardless of Tier, all disclosed conflicts of interest with a management strategy to disqualify will be referred to the Executive Committee to verify determination.
 - For Tier 1, all newly disclosed activities requiring a recusal will be reviewed by the Executive Committee.
 - For Tiers 1 and 2, any disclosure that is not clearly outlined in this policy will be reviewed by the Executive Committee to determine the most appropriate COI management strategy (if any).

Note: COI disclosure forms for Board of Directors applicants will be evaluated with the process outlined for Tier 1. This will happen before the Executive Committee meets to assess the applicants.

- 3) The Executive Committee will meet as needed (via conference call or e-mail discussion) to review applicable COI disclosures.
- 4) The Executive Committee has the authority to make determinations regarding COI recusal management strategies. The Executive Committee has the authority to approve disqualification for Tier 2. Only the AASM Foundation Board of Directors has the authority to approve disqualification for Tier 1.
- 5) Committee, council, and workgroup chairs and staff will be notified about any conflicts requiring recusals in a timely manner. They will be notified as soon as possible (at most within two weeks) of any conflicts that arise that require disqualification.
- 6) Typically, the Board liaison assigned to the committee, council, or workgroup or the AASM Foundation President will communicate decisions related to disqualification to the disqualified member and the chair. The mitigation of a disqualifying conflict (i.e., member resolves the conflict or resigns from their AASM Foundation position) is relayed back to the Executive Committee to confirm that the conflict has been resolved.
- 7) Individuals with a disqualifying conflict should respond within two weeks with how the conflict will be eliminated. Unless the member resigns, participation in the committee, council, or workgroup may only commence once the conflict has been eliminated. Any issues with managing disqualifying conflicts will be brought to the attention of the Board of Directors or the Executive Committee.
- 8) Conflict of interest disqualification determinations may be appealed. All appeals will be adjudicated by the AASM Foundation Board of Directors.
- 9) All completed COI disclosure forms are for internal use only and will not be made publicly available; however, the existence of a conflict will be disclosed externally as appropriate (e.g., in publications resulting from AASM Foundation work).

Failure to Disclose

1. The Board of Directors shall have the right to take whatever steps it deems necessary against any person who is required to submit a COI form but fails to disclose or inaccurately discloses a current conflict of interest. These shall include, but not be limited to, removal from the role and banning that person from holding any further roles in the AASM Foundation for a specified or unlimited time. The same shall apply to persons with a manageable conflict of interest who do not recuse themselves as required by these rules.
2. Failure to submit a timely COI form (ideally within two weeks) may result in removal from the role at the discretion of the Board of Directors.

Table 5. Conflicts that require disclosure prior to reviewing applications for scoring or approval of a funding decision

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| <p>A. If any of the following disclosures apply:</p> <ul style="list-style-type: none"> • The reviewer cannot serve as an application reviewer on the grant cycle. • The Board member <u>cannot</u> participate in discussions or votes regarding funding decisions on the grant cycle. | <ul style="list-style-type: none"> • The reviewer is listed as the principal investigator (PI) or key personnel (paid or unpaid) on an application.* • The reviewer is listed as a mentor (paid or unpaid) or consultant (paid or unpaid) on an application.* • The reviewer or Board member (or immediate family member) could receive a financial benefit from individuals/industries that own or manufacture medical treatments, services, or items that the application proposes to study. • The reviewer or Board member is an immediate family member of the PI(s), project leader(s), or other key personnel on an application. <p><i>*Inclusion of an AASM Foundation or AASM Board member on an application in one of these roles, other than as a pre-approved unpaid consultant, will result in withdrawal of the application from consideration for funding. Please see Rules and Restrictions section of the COI policy.</i></p> |
| <p>B. If any of the following disclosures apply:</p> <ul style="list-style-type: none"> • The reviewer must recuse themselves from the discussion and scoring of the specific application(s) they are in conflict with. • The Board member must recuse themselves from the discussion and votes regarding funding decisions of the specific application(s) they are in conflict with. <p><i>Note: Recusals of Board members from discussions and votes of specific applications due to a conflict will be documented.</i></p> | <ul style="list-style-type: none"> • The reviewer or Board member has provided a letter of support as part of the application. • The reviewer or Board member currently works or has worked with the PI(s), project leader(s), or other key personnel on other research project(s) in the past 3 years. • The PI(s) or project leader(s) are from an institution (or any affiliated location) that the reviewer or Board member has an appointment at. • The reviewer or Board member is currently applying for a job at the institution of the PI(s) or project leader(s). • Any of the PI(s) or project leader(s) are applying for a job at the reviewer or Board member’s institution. • The reviewer or Board member has a recognized scientific disagreement or has a negative relationship (e.g., a professional rivalry) with the PI(s), project leader(s), or other key personnel. • Any of the PI(s) or project leader(s) were (within the past 3 years) or are currently the reviewer or Board member’s student, advisee, or mentee. • The reviewer or Board member, or his/her immediate family, currently receives, or within the past 12 months has received, medical care from the PI(s), project leader(s), or other key personnel. • The reviewer or Board member has provided technical assistance (e.g., assisted with preparing/submitting the application, provided |

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| | <p>resources for the application) to the PI(s), project leader(s), or other key personnel in preparation for submitting an application.</p> <ul style="list-style-type: none">• The reviewer or Board member is the recipient of a research or travel grant from the applicant’s organization.• The reviewer or Board member serves as a member of the advisory board for the project under review (if applicable).• The reviewer or Board member could receive professional gain or advancement as the direct result of the application funding decision.• The reviewer or Board member and any of the PI(s) or project leader(s) currently serve on the same AASM Foundation committee.• The reviewer or Board member has an indirect financial interest from any of the PI(s)/project leader(s) or their institutions of over \$10,000 in honoraria, stocks, and fees during the last year or during the funding period. |
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