

Directive concerning the management of conflicts of interest within the context of activities or public duties engaged in outside the working sphere

LEX 4.1.1

1^{er} December 2005, Status as at 1st January 2017

The Direction of the Ecole polytechnique fédérale de Lausanne,
Based on art. 6 of the *Ordonnance sur le Corps professoral des EPF* (Ordinance on the EPF faculty) ([RS 172.220.113.40](#))¹,
Based on articles 53² and 56³ of the *Ordonnance du personnel des EPF (Opers)* (Ordinance on EPF staff) ([RS 172.220.113](#)),
hereby adopts the following:

Preamble

The interactions of EPFL professors and other staff members with industry, the economy and other institutions are beneficial for both teaching and research. In order to avoid and deal with any conflicts of interest that may result from these interactions, and ensure that such activities are not inconsistent with individual responsibilities towards EPFL, the Direction wishes to determine, through this directive, principles and rules intended to protect the interests of employees, EPFL and third parties.

Conflicts of interest may arise as a result of the plurality of various tasks, particularly when a part of these tasks is performed in the personal interest of the employee or a third party. Other conflicts of interest are created if a person is in a position to influence the relationship of EPFL with the third party, with or without personal financial gain.

Section 1 Scope

Article 1 Scope of application

¹ This directive applies to all staff, regardless of their status, having a work relationship with EPFL, or with the ETH Board but occupying a post at EPFL. However, owing to the different legal bases, certain provisions distinguish between staff members (including adjunct professors) and professors (full, associate and tenure track assistant).

² In this directive, the term “external activity” designates any activity engaged in by an employee⁴ outside of his/her work relationship with EPFL (or the ETH Board), whether remunerated or not. This may involve an activity carried out on the employee’s own behalf, on behalf of a private company or public institution, or a public office.

¹ Art. 6 Activities outside the EPF

² Art. 53 Performance of duties

³ Art. 56 Activities performed outside the work relationship (art. 23 LPers)

⁴ The term “employee” applies to both professors and other staff members

Section 2 Conflicts of Interest

Article 2 Protection of the employer's interests

As a general rule, employees must do their utmost to avoid any actions that could prove detrimental to EPFL.

Article 3 Time management

¹ Employees exercising an external activity, whether remunerated or not, must ensure that the latter remains compatible with the obligations ensuing from their employment contract. In case of doubt, they shall inform and consult their immediate superior.

² The time management of professors is governed by article 6 of the Ordinance on the EPF faculty of 18 September 2003⁵.

Article 4 Influence exerted by the employee

¹ Employees exercising an external activity must ensure that, in the course of this activity, no influence is exerted in favour of, or to the detriment of, the interests of EPFL. If necessary, they must disclaim competence.

² The expression of personal ideas or opinions in public or within a public body would not be considered as exerting influence in the sense of the previous paragraph.

Article 5 Use of EPFL's name

Employees exercising an external activity must ensure that the latter does not appear as being an activity carried out on behalf of EPFL. The use of EPFL notepaper, the EPFL logo or invoices bearing the EPFL letterhead, the incorporation of pages from the EPFL website into another site other than via a simple hypertext link, are prohibited, as is the opening of bank accounts in the name of EPFL.

Article 6 Use of EPFL resources

¹ Employees must be granted an authorisation to use the following EPFL resources free of charge in connection with exercising an external activity:

1. secretarial work: up to one day per month;
2. the personal computer placed at their disposal (this does not include other computers), to the same extent as provided for in the Directive on the Use of EPFL Electronic Infrastructure⁶;
3. the telephone, to the same extent as provided for in the Directive referred to in item 2 above.

The use of any other resources (whether staff, material or scientific or other equipment), requires a contact between EPFL and the third party for whom the external activity is performed or between EPFL and the employee in the case of external activity not carried out for a third party. The Technology Transfer Office (hereinafter TTO) has the competence to draw up this contract.

It is specified that this article 6, first paragraph, also applies to the external activities of professors in the sense of article 6 of the *Ordonnance sur le corps professoral*⁷.

⁵ See footnote 1/page 1

⁶ See: Directive on the Use of EPFL Electronic Infrastructure:

http://polylex.epfl.ch/files/content/sites/polylex/files/recueil_pdf/ENG/6.1.4_Dir_infrastructure_electronique_20141113_en.pdf

⁷ See footnote 1/page1.

² The use of intangible assets belonging to EPFL (inventions, patents, software, etc) by an employee within the framework of an external activity shall be subject to a contract approved by EPFL via TTO.

Section 3 Preventive Procedure

Article 7 External activity

¹ Before exercising any external activity, whether remunerated or not, the employee evaluates the risk of conflicts of interest entailed by the afore-mentioned activity.

² If a potential conflict of interest exists, professors shall apply to the President for authorisation to exercise the afore-mentioned activity. Other staff members shall apply for authorisation to exercise such an activity to the School Dean or College Director or, in the case of central administration staff, to the Vice President (hereinafter VP) to whom they report.

The authorisations granted are entered in a central register. The application will mention:

- the nature and extent of use of EPF or research institute infrastructure;
- an estimation of the time required for the activity;
- a description of the type of activity;
- the preliminary opinion of the superior;
- if applicable, the amount of remuneration to be received for this activity;
- if applicable, the undertaking in accordance with article 8, paragraph 3.

³ Such authorisation may only be granted insofar as the activity fulfils the criteria defined in articles 2 to 6 and 9 of this directive.

Article 8 Expert valuations, advice and similar activities engaged in by professors

¹ Professors must disclose to the President of EPFL (hereinafter President) all external activities such as consulting, scientific advice or expert valuations that they may exercise in accordance with article 6 of the Ordonnance sur le corps professoral⁸.

The disclosure is made once a year for the previous twelve months and mentions the activities carried out during that year (including those still in progress). The disclosure shall include the following information:

- type and area of activity;
- name of principal.

In case of use of EPFL resources or potential conflicts of interest, article 6, or article 7, paragraph 2 of this directive, remains applicable respectively.

² The activities of professors referred to in the present article are exercised in a private capacity, that is in their own name, on their own behalf and under their own responsibility.

³ For all activities referred to in the first paragraph, professors will obtain from their principal or co-contracting party a written undertaking towards EPFL concerning intellectual property belonging to EPFL and the fact that the mandate does not commit EPFL. The terms of this undertaking are stipulated by the TTO, which provides a standard text.

⁸ See footnote 1/page 1

Article 9 Interests of EPFL

¹ The interests of EPFL must be protected. This protection especially entails preventing research work carried out within EPFL from being used and divulged in the framework of an external activity.

² A private mandate must not prevent EPFL from using, protecting and/or transferring the results of its research.

Article 10 Activity as administrator or company director

An activity as administrator or company director represents a special case owing to the inherent responsibilities towards and connection with the company. Such a mandate requires authorisation mentioning all provisions of Art. 7 § 2 of this directive, as well as the duration of the assignment. Such authorisation shall be given by the President in the case of a professor, or by the relevant Dean/Director/VP for other staff members. A central register shall be kept recording the name of employees who are members of boards of directors or who exercise the function of director, the name of the company and its headquarters. The President, Deans/Directors and VPs shall announce those cases of which they are aware.

Article 11 Founding of new companies (start-ups)

¹ Employees who participate in the founding and development of a company shall inform the President or the relevant Dean/Director/VP.

² In addition, professors are obliged to sign a personal undertaking issued by the TTO.

Article 12 Financial holdings

Employees shall inform the President or the relevant Dean/Director/VP concerning any financial holdings in companies, if any potential conflict of interest exists.

Section 4 Measures to be adopted in case of conflict**Article 13 Mediation**

Any immediate superior who identifies the existence of a situation that does not comply with this directive shall endeavour to settle the matter directly with the employee, supported by the Dean/Director acting as mediator or, in the case of central administration staff, by the appropriate VP. If a professor is involved, the Dean attempts to settle the matter, supported by the President acting as mediator.

Article 14 Intervention by the General Counsel or President

¹ If no agreement can be reached to terminate the situation of nonconformity, the mediator submits the dossier to the General Counsel, or the President in the case of a professor, to enable them to take, or arrange for, any measures considered necessary to regularise the situation.

² The employee is notified by the mediator that the dossier is being submitted to the General Counsel or President for settlement.

Section 5 *Final provisions***Article 15 Coming into force**

This directive comes into force on 1st December 2005. Version 1.1, status as at 10 March 2014. Employees previously granted permission to exercise a subsidiary activity retain this prerogative. Should a conflict of interest in the sense of this directive arise, the situation will be dealt with in accordance with these provisions. Version 1.2, status as at 1st January 2017.

On behalf of the EPFL Direction:

Patrick Aebischer
President

Susan Killias
General Counsel

Table of cases

For professors:

Case	Action to be taken	Involving whom
External activity in general	Evaluate risk of conflict of interest	Themselves
External activity with risk of conflict of interest	Request authorisation	President
Expert valuation or other activity according to art. 6 Ord. sur le corps professoral	Duty to disclose (annually) + Commitment signed by principal	President TTO/
+ in case of potential conflict of interest	Request authorisation	President
Use of EPFL resources (exceeding art. 6, par.1) in framework of external activity	Contract with EPFL	TTO
Use of EPFL intangible assets in framework of external activity	Contract with EPFL	TTO
Directorship or seat on board of directors	Request authorisation	President
Founding of a company	Duty to disclose + Signing of personal undertaking	President TTO
Financial holdings, with potential conflicts of interest	Duty to disclose	President

For other staff members:

Case	Action to be taken	Involving whom
External activity in general	Evaluate risk of conflict of interest	Themselves
External activity with risk of conflict of interest	Request authorisation after consulting superior	Dean ⁹ Superior
Use of EPFL resources (exceeding art. 6, par.1) in framework of external activity	Contract with EPFL	TTO
Use of EPFL intangible assets in framework of external activity	Contract with EPFL	TTO
Directorship or seat on board of directors	Request authorisation after consulting superior	Dean ¹⁰ Superior
Founding of a company	Duty to disclose + Signing of personal undertaking	Dean ¹¹ TTO
Financial holdings, with potential conflicts of interest	Duty to disclose	Dean ¹²

⁹ or for central administration staff, the appropriate VP

¹⁰ *ibid.*

¹¹ *ibid.*

¹² *ibid.*