

Date: May 13, 2025
To: WPI Faculty
From: Committee on Governance (Prof. Troy, Chair)
Re: Motion to update the Consulting Policy and create a new Conflict of Commitment Policy

Motion: The Committee on Governance (COG) recommends, and I move that the language describing the Consulting Policy, be modified as described below, and that a new Conflict of Commitment policy be created.

Description of the Motion:

This motion will replace most of the Consulting Policy ([Chapter 8, Section I](#)) with a new Conflict of Commitment Policy that will allow the University to manage regulatory, legal, and financial risks associated with faculty participation in outside activities.

Proposed modifications: Most of the Consulting Policy will be replaced by the Conflict of Commitment Policy. However, certain parts of the Consulting policy will be retained, as described below.

Specifically:

Revised Consulting Policy

In the Faculty Handbook, CHAPTER EIGHT, Section I. Consulting Policy (Text to be removed is ~~struck-out~~. Text to be added is highlighted in yellow. Text that has been removed since the motion was distributed is highlighted in ~~struck-out teal~~.)

1. CONSULTING POLICY

(Faculty Handbook, 1980)

(Revised by the Faculty, May 13, 2025)

The University encourages members of the faculty to do consulting work and, where appropriate, to expand consulting activities into on-campus research programs. Participation as a consultant for extra compensation **must comply with the Conflict of Commitment Policy.** ~~should be cleared with the Department Head concerned, and while time is made available for such participation, it must not substantially detract from full-time salaried responsibilities to the University.~~

~~Ordinarily, outside consulting work or participation in a university-industry program for extra compensation should not exceed the equivalent of one day per week. Participation in industry-sponsored programs requiring the equivalent of more than one day per week should be undertaken with released time from teaching with no additional compensation beyond the "one-day equivalent."~~ Each member of the faculty who undertakes consulting work or research is encouraged to seek that kind of activity which will enhance his or her long-range professional development, **provided,** **however, that such consulting work complies with Section IX.C. of the Conflict of Commitment Policy.**

~~In work for industry, routine testing in competition with established commercial testing laboratories is discouraged, unless no commercial testing facilities are reasonably available. More than casual use of University facilities for outside consulting work is discouraged. Where the Department Head believes that such use is justified, the Director of Research Administration must be consulted and a formal contract should be entered into between the University and the client to be sure that appropriate-~~

~~charges are made. Modest use of special campus facilities should compensate the Department for such use.~~

In all work with industry, arrangements should be made with the sponsor to permit adequate publication of results, where appropriate, without jeopardizing the proprietary interests of the sponsor.

Endorsements and Letterhead

The University letterhead is not to be used for promotion of one's own business interests or for any purposes other than University business.

New Conflict of Commitment Policy

In the Faculty Handbook, add a new section (VI) to CHAPTER NINE to describe the Conflict of Commitment Policy. Please see Exhibit A for the full Conflict of Commitment Policy

Rationale:

The current Faculty Handbook contains a Consulting Policy that broadly describes the circumstances under which faculty may engage in outside consulting. Since this policy was adopted over 40 years ago, many federal laws and policies have changed, requiring greater oversight of outside activities by the University.

The changes are required in response to comply with current law and to update our policy to be consistent with the (recently updated) Conflict of Interest Policy ([Chapter Nine, Section I](#)). The new Conflict of Commitment Policy will allow the University to manage regulatory, legal, and financial risks associated with faculty participation in outside activities.

The NIH, NSF, and other agencies require that the University have a policy to address conflict of commitment. The primary purpose of this policy is to protect the institution and the faculty from inadvertently violating government regulations related to faculty effort (e.g. by failing to disclose non-WPI work on a grant application). However, the policy requires disclosure of certain types of activities for *all* faculty (not just those who apply for external funding) because some activities may create potential conflicts and so must be reviewed. Disclosure of an activity does not imply in any way that it is not allowed. Activities that create a conflict of commitment must be managed through a conflict management plan.

Implementation:

To address faculty concerns related to the implementation of the Conflict of Commitment Policy, COG will collaborate with the Designated Institutional Official (DIO), who plays a large role in managing and approving outside activities, to monitor and report data related to the policy. Specifically, for the first year after the policy is adopted COG will review the following data:

- Average number of days between disclosure of a new activity and approval
- Number of activities that are disclosed and not approved
- Reasons for non-approval
- Any specific complaints or concerns raised by faculty related to the policy

If warranted, COG will recommend modifications to the policy or to the implementation of the policy.

CHAPTER NINE Section VI: Conflict of Commitment Policy for Faculty & Investigators
(Last presented to the Faculty *February 19, 2025*.)

I. Purpose

The purpose of this policy is to help faculty and investigators avoid Conflicts of Commitment (defined in §III, below) by clarifying obligations and expectations with respect to Outside Professional Activities (defined in §III, below), while also balancing the significance and importance of promoting entrepreneurship and professional advancement. WPI recognizes the importance of faculty involvement in Outside Professional Activities. Such activities extend professional competence, enrich the faculty teaching experience, and contribute to the advancement of the profession. At the same time, a WPI faculty member's primary professional commitment of time and intellectual energy is to teaching, research, and service to WPI.

Occasionally, a Conflict of Commitment may arise when a faculty member's Outside Professional Activities conflict with their primary responsibilities to WPI. For example, having an active consulting business or a startup company may conflict with the faculty member's participation in the instructional, scholarly, or administrative work of WPI, or may otherwise affect (or appear to affect) one's judgment in carrying out WPI-related responsibilities.

Additionally, this policy seeks to ensure compliance with legal requirements from Grant sponsors. These institutional requirements vary by sponsor but generally require the grantee institution to verify the accuracy and validity of an investigator's biographical sketch, disclosed research support (e.g. "Current and Pending" or "Other Support") or other disclosures provided by the investigator as part of a Grant application. The obligation to disclose an activity does not indicate or imply that the activity creates a conflict of interest/commitment or is otherwise improper.

This policy is intended to complement the Faculty/Exempt Staff Conflict of Interest Policy (the "FCOI Policy" in CHAPTER NINE Section I). While the FCOI Policy deals primarily with financial conflicts of interest, this policy deals primarily with conflicts related to commitments of time, effort, and responsibilities.

This policy is not intended, nor should it be interpreted to interfere with any faculty member's academic freedom, as defined in the Faculty Handbook (Chapter One, Section Two.V).

II. Scope

This policy applies to all WPI faculty (as defined in the Faculty Handbook), and to any other person who is an Investigator on a Grant to WPI (as defined below).

Because of their responsibility for managing Grant funds, Investigators are subject to more stringent disclosure and approval requirements, as described in section V.

This policy does not apply to employees who work for WPI ~~less than~~ half-time **or less** (e.g., adjunct faculty), except to the extent that such employees have effort commitment on Grants at WPI.

III. Definitions

“Conflict of Commitment” means any Outside Professional Activity in excess of the limitations imposed by this policy, or which otherwise conflicts with a Covered Individual’s external funding commitments. A Conflict of Commitment usually involves an issue of time allocation that conflicts or overlaps with an employee’s commitments to WPI and/or with the employee’s responsibilities on Grants.

“Conflict Management Plan” means a written agreement between WPI and a Covered Individual for the purpose of managing an identified Conflict of Commitment or other Conflict of Interest.

“Covered Individual” means (1) a WPI faculty member, as defined by the Faculty Handbook, or (2) any other Investigator as defined below, who is subject to this policy.

“Designated Institutional Official” (DIO) means the WPI employee responsible for soliciting and reviewing disclosures pursuant to this policy.

“Grant” means an award of financial assistance or a contract for services, regardless of how named, which provides support for research and related activities at WPI AND which requires WPI to provide certain deliverables or meet objectives as a condition of funding. This definition does not include gifts.

“Outside Professional Activity” means an activity engaged in by Covered Individuals outside of WPI that reasonably relates to, or could affect their ability to perform, their institutional responsibilities at WPI. For example, Outside Professional Activities generally consist of outside research, teaching, consulting, clinical activities, or business activities whether paid or unpaid, including but not limited to start-up companies or companies originating from WPI, which may involve WPI-owned intellectual property.

“Investigator” means any person, including without limitation WPI faculty, students, and staff/administrators, with responsibility for the design, conduct, or reporting of sponsored research or other sponsored programs at WPI. This includes all PIs, Co-PIs, Co-Is, and other senior personnel on Grants. This definition generally excludes graduate research assistants and fellows, except in cases where they are named as a principal investigator, co-principal investigator, or other senior personnel on a Grant.

“Professional Service” means a form of Outside Professional Activity that does not involve an ongoing professional appointment with an outside entity, is remunerated by no more than a modest honorarium or equivalent, and involves service to:

1. Government agencies and boards, including peer review panels and speaking engagements for federal, state, and local governmental entities.
2. Philanthropic organizations or charities, professional societies, visiting committees or advisory groups to other universities, and analogous bodies.

Activities that provide financial or in-kind support for research are not considered Professional Service.

“Sponsor” means an entity from which WPI requests or receives financial support (other than gifts) for the purpose of furthering research, training, or other institutional activities.

“Supervisor” means a Covered Individual’s direct line manager. For faculty this is normally the Department Head or Program Director.

IV. Policy Requirements for All Covered Individuals

A. Disclosure

Covered Individuals must disclose any Outside Professional Activities that (a) may reasonably appear to conflict with their WPI responsibilities, (b) that exceed the permitted time commitment specified in this policy, or (c) that involve a formal appointment or affiliation with an entity in a foreign country. Such disclosures are required to be submitted as follows: (a) annually, at a time to be determined by the Designated Institutional Official, and (b) within thirty (30) days after the start of any new Outside Professional Activity that requires disclosure under this policy. Activities that fit the definition of Professional Service (Section V.B) do not need to be disclosed.

Disclosure is not required for activities which are wholly unrelated to a Covered Individual’s WPI responsibilities. Additionally, the following types of Outside Professional Activities are not subject to disclosure:

- a. Professional Service (as defined in this policy) to US-based organizations.
- b. Tutoring of individual students.
- c. Other *de minimis* activities as determined by the Designated Institutional Official. The DIO shall maintain, and make available to Covered Individuals, a list of activities determined to be exempt from disclosure.

B. Permitted Time Commitment for Faculty

For faculty on nine-month appointments, Outside Professional Activities that involve consulting or outside employment are limited to the equivalent of one day per week during the faculty member’s contract year. A reasonable amount of “averaging” of this time is permissible if, on occasion, a faculty member plans to consult for more than one day in one week but less than one day per week on average. The time limitations in this section do not apply during unpaid periods, such as unpaid summer months for faculty on nine-month appointments, or during unpaid leave. However, faculty members with effort commitments on Grants must limit their outside activities so as not to create a Conflict of Commitment with those Grants. A faculty member’s full-time effort commitment to the University is not reduced because of the faculty member’s consulting.

During a sabbatical leave (as defined in the Faculty Handbook), the time limitation noted above does not apply. However, faculty who work on Grants during sabbatical may not overlap their Grant commitments with Outside Professional Activities. For example, if a faculty member on sabbatical is drawing salary support from Grants, their total academic year salary from all sources cannot exceed the equivalent of nine months, in accordance with [Chapter 2, Section 8a Policy on Sabbatical Leaves](#) .

Activities that fall within the definition of Professional Service (see “Definitions”) are not considered Consulting or outside employment, and do not count towards the one-day limit.

C. Prior Approval requirements for all Covered Individuals

Certain types of Outside Professional Activities require prior approval in order to avoid unmanaged conflicts. Covered Individuals must follow the procedure in Section VIII to obtain approval.

1. Significant managerial responsibilities: Covered Individuals (including full-time faculty) must obtain prior approval from the Conflict Management Committee before accepting significant managerial responsibilities, ~~or titles that suggest or connote such responsibilities (e.g., CEO, CSO, COO, CIO, “Director”, “Officer”, “President” or “Vice-President”)~~, with outside entities. Normally, a written Conflict Management Plan will be required in such situations. It may be necessary for a full-time employee to take a leave of absence from their WPI responsibilities in order to take on a significant management role in an outside entity.
2. Service on governing boards: Any Outside Professional Activity that includes a governing board position in a for-profit, non-profit, or government entity that does business with WPI (including but not limited to the licensing of intellectual property from WPI) requires prior approval. Approval is not required for service on the board of an entity that does *not* do business with WPI,
3. Use of WPI resources: Covered Individuals may not make significant use of WPI resources (e.g., funds, facilities, or equipment) or personnel (e.g., WPI students and WPI employees) in connection with their consulting or outside employment without prior approval. Use of library facilities, facilities available to the general public, and incidental use of office equipment, email, etc., will not ordinarily be considered “significant use.”
4. Use of WPI name and marks: When Covered Individuals are involved in Outside Professional Activities not directly associated with WPI, the use of WPI’s name and marks is limited to identification of the individual by generic title (e.g., Associate Professor), and place of work (i.e., WPI). Covered Individuals may not permit the outside entity to claim any partnership, affiliation, and/or endorsement with or by WPI.
5. Activities involving WPI students: Outside Professional Activities that directly or indirectly involve WPI students in anything other than their normal academic pursuits are likely to create a Conflict of Commitment (and/or Conflict of Interest). Before involving **known** WPI students in any such activities, Covered Individuals must obtain written approval.

D. Prohibited Activities

1. Activities that assign WPI intellectual property to a third party: Covered Individuals may not enter into agreements that assign WPI-owned intellectual property to a third party, or that create claims to intellectual property in conflict with WPI’s rights or the rights of

Sponsors. WPI's ownership of, and rights to employee-created intellectual property are governed by the Intellectual Property policy.

2. Activities that involve restricted WPI Data: Covered Individuals are not permitted to engage in Outside Professional Activities that involve the use of restricted WPI data contrary to WPI's Data Classification and Usage Policy.
3. Activities with restricted/sanctioned entities: Covered Individuals are prohibited from engaging in Outside Professional Activities with foreign countries, persons, or institutions that are subject to U.S. sanctions, embargoes or export restrictions, unless the DIO has determined, in advance and in writing, that such activities are legally authorized.

V. Additional Requirements for Investigators

A. Disclosure to WPI

Investigators must disclose all Outside Professional Activities, subject to the exemptions listed in section IV of this policy.

Such disclosures are required to be submitted as follows:

- (a) prior to the submission of any funding proposal, unless the Investigator has an existing disclosure on file, and confirms in writing prior to the proposal that such disclosure is complete and up-to-date.
- (b) annually, at a time to be determined by the Designated Institutional Official, and
- (c) at the start of any new Outside Professional Activity. New activities should be disclosed in advance when possible but must be disclosed within thirty (30) days after the start of the Outside Professional Activity. Investigators must disclose Outside Professional Activities to WPI regardless of whether there is any perceived conflict. The obligation to disclose an activity does not indicate or imply that the activity creates a conflict of interest/commitment or is otherwise improper.

Disclosure is still required in cases where the Outside Professional Activity is subject to a nondisclosure agreement. In such cases, the Covered Individual may be required to obtain permission from the other party in order to make the disclosure. The Office of Research Integrity & Compliance will ensure appropriate handling of confidential information related to disclosures.

Covered Individuals should err on the side of disclosure and may consult with the DIO if there is any doubt whether an Outside Professional Activity is subject to disclosure.

B. Disclosure to Grant Sponsors

Investigators are responsible for complying with Sponsor disclosure requirements, and for making all required disclosures to the sponsor in their proposals, progress reports, etc. For example, applicants for Public Health Service (e.g., NIH) or National Science Foundation funding may need to disclose Outside Professional Activities in both their bio-sketch and as "current and pending" or "other support". Covered Individuals should consult with OSP and ORIC if they have questions about specific requirements. If a Covered Individual fails to

comply with Sponsor disclosure requirements, OSP and/or ORIC will be responsible for submitting remedial disclosures to the Sponsor in accordance with Sponsor guidelines.

C. Pre-approval Requirements

1. Consulting and Outside Employment

Investigators must obtain approval as outlined in section XII below, before entering into consulting agreements, employment contracts, or other similar agreements in connection with an Outside Professional Activity. Consulting or employment engagements that exceed the time limit specified in this policy, or that may involve a Conflict of Interest pursuant to the FCOI Policy, must have a Conflict Management Plan approved by the Conflict Management Committee.

2. Service as Principal Investigator Co-Principal Investigator for Other Entities

Covered Individuals may not serve as principal investigator or co-principal investigator on an externally funded project or award that is administered by a for-profit entity, foreign entity, or academic institution other than WPI without prior written approval. This approval must be obtained prior to Grant submission and, if approval is granted, the activity is subject to the limitation on time commitment contained in this policy.

This rule does not limit Covered Individuals from participating in multi-site awards (e.g., when WPI receives a sub-award or has a collaborative or other agreement with another institution), nor is it intended to restrict access to specialized facilities not available at WPI. Additionally, WPI recognizes that Covered Individuals may, on occasion, receive special approval for appointments with other research organizations where they may serve as principal investigators. In such cases, the Conflict Management Committee will be responsible for ensuring that any Conflict of Commitment is satisfactorily managed.

VI. Review of Disclosures

The Office of Research Integrity & Compliance is responsible for coordinating the disclosure process, reviewing disclosures, and referring potential Conflicts of Commitment to the Conflict Management Committee. ORIC will provide training and guidance to Covered Individuals as needed, in order to support their ongoing compliance with the policy.

The Director of Research Integrity & Compliance (and/or other qualified individual(s) designated in writing by the Vice President and Vice Provost for Research) will be the Designated Institutional Official (DIO) responsible for reviewing each annual or updated disclosure. The DIO will review each disclosure to determine whether a potential conflict exists, consulting with the Covered Individual, their Supervisor or Dean, and others, as appropriate. Any identified conflicts will be referred to the Conflict Management Committee for management, as described in Section VII below.

VII. Management of Conflicts

The Conflict Management Committee is comprised of the individuals set forth in the FCOI Policy. The Conflict Management Committee is charged with determining (1) whether it is possible to manage an identified Conflict of Commitment, and (2) if so, what conditions and restrictions are needed to do so. The committee may issue a written conflict management plan describing these conditions in detail. Any such conflict management plan will be binding on the Covered Individual.

The Conflict Management Committee shall convene, as needed, to review any potential conflicts identified pursuant to this policy and to determine the appropriate actions necessary to manage and/or eliminate such conflicts.

In order to resolve a Conflict of Commitment, the Conflict Management Committee may approve a management plan that includes a reduction of WPI effort for the Covered Individual. For example, a faculty member wishing to devote additional time to a startup company may be granted a temporary part-time appointment to accommodate the startup activity. In such cases the Covered Individual will remain subject to this policy despite the temporary loss of full-time status.

VIII. Process for Approvals

Requests for approval are considered by the Designated Institutional Official, with input from the Covered Individual's Supervisor and Dean or Division Head. The process for seeking approval is as follows:

1. The Covered Individual submits a request in writing to their Supervisor;
2. The Supervisor forwards this request, along with any comments (if any), to the appropriate Dean or Division Head that might be helpful to the DIO in making a decision;
3. The Dean/Division Head forwards the request to the DIO along with any comments (if any) that could be helpful.
4. The DIO will approve, disapprove, or conditionally approve each request in a timely manner, consulting as needed with the Covered Individual, their supervisor/dean, and/or the Conflict Management Committee. A conditional approval indicates that the activity may proceed once a Conflict Management Plan is in place.

When evaluating a request for approval, the DIO should consider carefully the Covered Individual's allocation of effort between grant-funded and other activities, as well as the potential legal, financial, and regulatory risks to both the institution and the Covered Individual. Requests may not be disapproved solely on the basis of the perceived academic or professional merit of the proposed activity.

If a request for approval is particularly time-sensitive (i.e. response is needed within 24 hours), a Covered Individual may contact the DIO to request expedited approval. If the DIO is unavailable, requests for expedited approval may be directed to the Provost.

Covered Individuals may appeal the DIO's decision as described in section IX below.

IX. Appeals

If permission to engage in a particular type of Outside Professional Activity is denied, or if a Covered Individual disagrees with a conflict management plan that the Committee has approved, the Covered Individual may appeal that decision or plan to the Provost, or the Provost's designee, within ten (10) business days of the Covered Individual being informed of the denial or management plan. A decision by the Provost, or the Provost's designee, shall be final.

X. Questions

Any questions regarding this policy must be directed to the Office of Research Integrity and Compliance.