



Institut
de Recerca[®]
Sant Pau

**PROTOCOL IN RELATION TO CONFLICTS OF INTEREST
AT THE RESEARCH INSTITUTE FOUNDATION
OF THE HOSPITAL DE LA SANTA CREU I SANT PAU**



Escrit per / Escrito por / Written by:	Reviewed and approved by:		
Sílvia Ribas Fecha/Fecha/Date:	Òrgan / Órgano / Organ	Data/ Fecha/ Date	Scientific Director/Scientific Director
	Board of Trustees/Board of Trustees		Jordi Surrallés Fecha/Fecha/Date:
Fecha/Fecha/Date:			Manager/Manager/Managing Director
			David González
			Fecha/Fecha/Date:

	CATALAN	ESPAÑOL	ENGLISH
Idioma / Language			☐
Index page / Index page			

INTRODUCTION

This Protocol on conflicts of interest is a sign of the commitment of the Research Institute Foundation of the Hospital de la Santa Creu i Sant Pau (hereinafter, "IR Sant Pau") to the highest standards of integrity, institutional ethics and regulatory compliance.

This commitment is part of the Foundation's desire to promote, establish, develop and maintain a corporate culture based on transparency, impartiality and accountability in decision-making.

For IR San Pau it is especially important to ensure that professional functions and responsibilities are exercised with full objectivity, independence and neutrality, preventing decisions taken on behalf of the institution from being influenced, conditioned or apparently affected by particular interests or by the possibility of obtaining individual benefits or advantages.

In this sense, this **PROTOCOL ON CONFLICTS OF INTEREST** is formalized, as an instrument aimed at preventing, identifying, managing and resolving those situations likely to compromise impartiality in the exercise of professional functions, preserving at all times institutional trust, professional ethics and the protection of the foundation's interest.

1. GENERAL PRINCIPLES

The IR Sant Pau is constituted as an entity fully subject to the regime of criminal liability of legal persons established in article 31 bis of the Spanish Criminal Code. In accordance with the provisions of the precept, the Institute may incur criminal liability when its legal representatives, employers or persons under its authority commit crimes in its name and benefit, unless it has previously implemented an effective prevention model.

The absence of a formalized Conflicts of Interest Policy exposes the Institute to specific criminal risks. The unidentified and unmanaged conflict of interest constitutes the possibility of committing conducts typified in the Criminal Code: corruption between individuals (art. 286 bis CP), applicable in the processes of contracting suppliers and selection of external collaborators; bribery and influence peddling (arts. 419-431 CP), when the undue influence is projected on financing or supervisory bodies; and unfair administration (art. 252 CP), when a member of the Board of Trustees manages the assets of the Institute with an undeclared personal interest that compromises the objectivity of his actions, among others.

Circular 1/2016 of the Attorney General's Office – an interpretative framework of reference in the field of Compliance – requires that the organization and management models include specific protocols that regulate the process of forming corporate will and decision-making. This requirement is unfeasible without a structured system for declaring, managing and monitoring the conflicts of interest of those who participate in the Institute's decision-making. The Circular also warns that the adequacy of the model is valued not by its formal existence, but by its real

and documented implementation, which makes it necessary to provide effective supervision mechanisms and periodic review.

The formal approval of this policy by the Board of Trustees not only strengthens the Institute's legal position in the event of criminal or administrative investigations, but also constitutes an essential element of governance to preserve institutional integrity and the confidence of the funding bodies in the management of the entity.

In particular, the Board of Trustees, as the governing body of a foundation, has the legal obligation to ensure compliance with the foundation's purposes and the correct administration of the assets (art. 332-1 et seq. of the Civil Code of Catalonia), an obligation that is directly projected on the adoption of instruments for the prevention of conflicts of interest.

For all the above, IR San Pau must ensure that all people who carry out functions of direction, representation, decision, supervision, advice or management within the institution exercise their responsibilities with full objectivity, impartiality and exclusive orientation to the institutional and foundational interest.

In this sense, any decision adopted within the framework of the institution's activity must respond exclusively to professional, technical and institutional criteria, avoiding that particular interests or interests outside the interest of the entity can influence, condition or appear to influence decision-making. However, within the governing bodies, commissions, committees or collegiate bodies, the participants must act with the utmost diligence and institutional loyalty, guaranteeing at all times that the interest of the Foundation prevails over any personal or particular interest.

1.1. Concept of conflict of interest

A conflict of interest will be understood to exist when a natural person, or a person acting on behalf of a legal person, participates in a decision-making, deliberation, assessment, supervision, execution or control process within the IR San Pau and there are circumstances likely to compromise, influence or appear to influence the objective, impartial and independent exercise of their functions. prioritizing or being able to prioritize a particular interest over the institutional interest of the entity.

Conflict of interest is characterized by the confrontation between the professional duty of the person and the existence of a particular interest that may interfere or generate reasonable doubts about his or her impartiality and objectivity. In this sense, not every concurrence of interests necessarily implies the existence of a conflict of interest from a technical or legal point of view, but it is necessary that certain elements concur that allow an assessment of a real, potential or apparent affectation of the independence required in the exercise of the functions attributed.

In accordance with the criteria set out by the Anti-Fraud Office of Catalonia in the document *"The management of conflicts of interest in the public sector in Catalonia"*, **a person is considered to be in a situation of conflict of interest when all of the following elements are cumulatively present:**

- the person must exercise his or her judgment or professional discernment in the performance of his or her duties;
- this discernment is exercised on behalf of or on behalf of the IR San Pablo, an institution that legitimately places its trust in the objectivity and impartiality of the person;
- the person maintains a particular interest;
- and this particular interest interferes, may interfere or may generate a reasonable perception of affectation in the proper exercise of their professional responsibility.

Professional judgment or discernment is understood as the ability to make decisions or issue assessments that require technical knowledge, experience, professional judgment and independence, such as, among others, the evaluation of bids, the evaluation of candidacies, participation in procurement processes, the supervision of procedures, the validation of expenses or strategic decision-making. organizational or scientific.

Consequently, the conflict of interest does not necessarily require that there has been actual damage, irregular action or undue benefit, but consists mainly of the risk that the particular interest may influence, condition or bias the professional judgment that the person must issue in the exercise of his or her duties.

For these purposes, not only the self-interest of the person concerned will be considered a personal interest, but also:

- **that of the spouse or person with whom he or she has a similar affective relationship;**
- **that of relatives in a straight line without limitation of degree and in a collateral line up to the fourth degree of consanguinity or second degree of affinity;**
- **that of natural or legal persons with whom it has professional, economic or significant relationships;**
- **that of legal persons in which they exercise functions of administration, management, advice or representation;**
- **as well as that of entities with respect to which there is a direct or indirect decision-making unit, in accordance with the applicable commercial legislation.**

Likewise, the interest of a legal person will be equated with that of its members of the Board of Trustees, the members of the governance, management or management bodies, attorneys-in-fact, control partners or those entities that make up the same decision-making unit.

In this context, any person linked to IR San Pau may find himself, at some point in the exercise of his functions, in situations in which there are particular interests that may compromise or generate doubts about his impartiality and objectivity. For this reason, the existence of a conflict of interest does not necessarily imply irregular or fraudulent conduct, but it does imply the obligation to communicate this situation and adopt the appropriate measures to guarantee transparency, independence in decision-making and the protection of institutional interest.

In any case, the mere existence of a particular interest likely to compromise or generate a reasonable perception of lack of impartiality will be sufficient to activate the prevention, communication, abstention or management mechanisms provided for in this Policy.

1.2. Types of conflict of interest

The conflict of interest may be real, potential or apparent.

A **real conflict of interest** exists when there is an effective situation of contradiction between the institutional interest and the particular interest of the person concerned, which is likely to unduly influence the exercise of their functions or responsibilities. In these cases, the affected person must immediately refrain from participating in the corresponding procedure and, where appropriate, may be subject to recusal.

A **potential conflict of interest** exists when a person maintains private interests that, despite not generating an effective incompatibility at that time, could give rise to a conflict situation in the event of assuming certain functions or intervening in future decision-making processes.

On the other hand, there is **an apparent conflict of interest** when, despite not appreciating an effective affectation of impartiality, the concurrent circumstances may generate a reasonable perception of lack of objectivity or independence. In these cases, IR San Pau will adopt the necessary transparency measures to preserve confidence in institutional integrity.

1.3. Presumptions of conflict of interest

Unless proven otherwise, the existence of a conflict of interest will be presumed when there are circumstances of close friendship or manifest enmity between the person involved and the person affected by the decision or procedure, as well as when there are family relations up to the fourth degree of consanguinity or second degree of affinity.

According to the case law of the Supreme Court (STS 8889/2012, of 12 December), close friendship is understood to be the personal bond that is maintained beyond the workplace, and also the bond that derives from frequent or daily contact that demonstrates superior affective proximity, and must be in the relationship in the specific case in order to assess whether there is a conflict of interest.

These circumstances may be assessed by the competent body in the light of the particularities of the specific case and the possible real impact on the impartiality of the person concerned.

1.4. Obligation to communicate and refrain from

Any person who identifies a situation of actual, potential or apparent conflict of interest must immediately report it to their hierarchical superior, the Compliance Officer or the corresponding competent body.

The affected person must refrain from participating in any deliberation, assessment, decision or action related to the affected matter until the situation has been duly analysed and resolved.

In those cases in which there are sufficient indications of lack of impartiality, the recusal of the affected person may also be granted.

To this end, communications relating to possible conflicts of interest will be analysed by the body or unit responsible for regulatory compliance, which will assess the concurrent circumstances and adopt the necessary measures to guarantee the impartiality and integrity of the procedure.

Depending on the nature and severity of the situation detected, the measures may include:

- the abstention of the affected person;
- their substitution in the procedure;
- the review of the actions carried out;
- the establishment of additional control or supervision measures;
- or any other action necessary to protect the institutional interest and transparency of the process.

2.- SCOPE OF APPLICATION

This protocol is applicable to all persons linked to IR San Pablo, including members of the Board of Trustees, management staff, research staff, technical and administrative staff, professionals with management, contracting, supervision or control functions, as well as any person acting on behalf of the institution or participating in decision-making processes on its behalf.

3.- OBLIGATIONS OF THE PERSONS LINKED TO THE IR SAN PABLO

The people linked to the IR San Pau must act at all times with independence of criteria, objectivity and full institutional loyalty, avoiding any situation that could compromise or appear to compromise their impartiality.

In particular, they must:

- to act with full independence with respect to its own interests or those of related third parties;
- refrain from intervening or influencing decisions with respect to which there are circumstances likely to generate a conflict of interest;
- immediately communicate any actual, potential or apparent conflict of interest;
- Collaborate with the institution in the processes of detection, analysis and management of reported situations.

The particular interest may be based, among others, on family, professional, economic, close friendship or manifest enmity relationships, provided that these circumstances may interfere or generate reasonable doubts about the proper exercise of professional responsibilities.

In relation to family relationships, the presumption of the existence of a conflict of interest will be applied when they reach the fourth degree of consanguinity or second degree of affinity, without prejudice to the specific assessment of each specific case and the admission of evidence to the contrary.

Any person linked to IR San Pau may make inquiries to the Legal Department or the Compliance Unit in order to obtain advice on possible situations of conflict of interest or on the interpretation of this Protocol.

When a person considers that he or she may be immersed in a situation of conflict of interest, he or she must initiate the procedure provided for in this Protocol and, if appropriate, formalise the corresponding declaration of abstention.

4. PROCEDURE FOR THE MANAGEMENT AND RESOLUTION OF THE CONFLICT OF INTEREST

4.1. Type of procedure

The procedure for the management and resolution of conflicts of interest will depend on the nature of the action to be carried out by the affected person and the specific circumstances in each case.

For these purposes, two types of procedure are established:

- the ordinary procedure;
- and the extraordinary procedure.

4.1.1. Ordinary procedure

The ordinary procedure consists of the express declaration by the person involved of the non-

existence of a conflict of interest in relation to the specific action, file, procedure or decision in which he or she participates.

This declaration will be formalised by Annex 1 of this Protocol or by means of an express statement incorporated in the corresponding document or procedure.

The ordinary procedure will be applicable to the usual processes of institutional operation and will include both the transversal processes common to the entire organization and those specific procedures derived from the particularities of certain areas or units.

Within the ordinary procedure, three types of processes are encompassed: the so-called transversal, the singular and the specific according to the particularities of the corresponding Directorate.

❖ Cross-cutting processes:

There are four types of processes that generally affect the organization: public procurement, collaboration agreements or agreements, orders and the hiring of people.

A) Public procurement

In public procurement procedures processed in accordance with the Law on Public Sector Contracts, all persons involved in any phase of the procedure must act with full objectivity, impartiality and independence, avoiding any situation likely to generate a real, potential or apparent conflict of interest.

To this end, the persons participating in the preparation, processing, assessment, award, monitoring or supervision of the contracts must formalise the corresponding declaration of absence of conflict of interest by means of Annex 1 of this Protocol.

The following will be obliged to formalise this declaration:

- the contracting authority;
- the members of the Contracting Board, including possible substitutes;
- the persons responsible for the contract;
- technicians or professionals who participate in the preparation of specifications, technical reports or evaluation of bids;
- as well as any other person involved in the contractual procedure or in the adoption of decisions related to it.

As for the contracting authority:

- the Board of Trustees will act as the contracting body in those procedures with an estimated value of more than €1,500,000;

- the Management will act as the contracting body in those procedures with an estimated value equal to or less than €1,500,000.

The Foundation's permanent Recruitment Board will be the one published in the profile of the institution's contractor and will be made up of the persons designated in Annex 5 of this Protocol, as well as their possible replacements.

The persons responsible for the contract will be those appointed by the contracting authority for each specific procedure, while the technicians responsible for the evaluation of bids will be appointed specifically according to the nature and characteristics of each file.

The formalisation of Annex 1 will be carried out in accordance with the following criteria:

- the contracting authority shall formalise the declaration in general at the time of the attribution of its functions;
- the members of the Contracting Committee will also formalise the declaration in general, without prejudice to the fact that the substitutes must formalise it specifically with respect to the specific procedure in which they are involved;
- the persons responsible for the contract will formalise the declaration at the time of their appointment;
- and the technicians or professionals in charge of evaluating bids must formalise it before starting the corresponding technical or assessment action.

Likewise, when the contracting authority requires external or internal technical advice for a specific procedure, the persons participating in the preparation of proposals or technical reports must also sign the corresponding declaration of absence of conflict of interest.

In minor contracting procedures, the person responsible for the contract or expenditure must expressly state the absence of a conflict of interest by formalising the declaration provided for in this Protocol, incorporating it into the corresponding administrative file or document management system.

B) Agreements, contracts or collaboration agreements.

In the procedures for the negotiation, formalization, monitoring or execution of agreements, contracts and collaboration agreements with public or private entities, all the persons involved in them must act with full objectivity, independence and exclusive orientation to the institutional interest of IR SAN PABLO, avoiding any situation likely to compromise or appear to compromise its impartiality.

To this end, the persons responsible for promoting, promoting, negotiating, informing or validating the formalisation of an agreement, contract or collaboration agreement must formalise the corresponding declaration of absence of conflict of interest by means of Annex 1 of this Protocol.

This obligation will be enforceable, among others:

- **the person behind the initiative;**
- **the person responsible for the requesting unit or area;**
- **to persons participating in the negotiation or definition of the content of the agreement;**
- **as well as any professional who issues technical, economic or legal reports related to its formalisation.**

The declaration of absence of conflict of interest must be incorporated into the documentation sent to the Legal Department or the competent body for review and validation, prior to the formalisation of the corresponding legal instrument.

Likewise, in the event that during the negotiation, execution or monitoring of the agreement any circumstance likely to generate a real, potential or apparent conflict of interest occurs, the affected person must immediately notify the hierarchical superior and refrain from intervening in those actions in respect of which his/her impartiality may be compromised.

C) Commander Application

In the case of purchase requests, whether they relate to current expenses or investments, as well as in the procedures for the registration of new suppliers, the persons responsible for the processing must act with full objectivity and in the absence of particular interests that may compromise their impartiality.

To this end, the person responsible for the application must formalise the corresponding declaration of absence of conflict of interest provided for in Annex 1 of this Protocol, expressly stating that they are aware of the obligations arising from these internal regulations and that there are no circumstances that may affect their independence in the processing of the corresponding action.

The declaration will be incorporated into the corresponding file or document management system, guaranteeing traceability and conservation.

D) Recruiting people

For IR San Pau, it is a priority to ensure that the recruitment of the most suitable candidate to fill a job is carried out through an open, transparent and merit-based selection process (OTM-R), as defined in the institution's Human Resources Recruitment and Selection Policy. Following these guidelines promotes staff mobility, the exchange of knowledge and, ultimately, the continuous improvement of the quality of research and activity carried out by the institution.

Faithful to the commitment to the Strategy of the People and Culture area, the procedures for selecting and hiring personnel of our institution are governed by a set of basic principles that guarantee all people equal access to a job.

Therefore, the constitutional principles of equality, merit and ability are followed, respecting in all cases the national and international regulations in force in this field and, specifically, the European Charter for Researchers and the Code of Conduct for the Recruitment of Researchers (C&C), so that the principles contained in the C&C are applicable to the recruitment of any person in the institution. regardless of their professional category.

Within this framework, and in order to strengthen the guarantees of objectivity, impartiality and transparency in recruitment processes, all persons involved in personnel selection and recruitment procedures must act with full independence and absence of particular interests that may compromise the neutrality of the process. To this end, the persons participating in selection bodies, evaluation committees or in any phase of assessment and decision-making must sign the corresponding Declaration of Absence of Conflict of Interest (DACI), by means of which they will state that there are no personal, professional, family or economic circumstances that may affect their impartiality with respect to the applications presented. Likewise, they will assume the commitment to immediately report any supervening situation that may give rise to a real, potential or apparent conflict of interest, abstaining from participating in the affected procedure until this situation is duly assessed by the institution.

The Directorate of People and Culture has approved a document of principles that is attached as Annex number 4.

In conclusion, the actions where it is necessary to include documentation relating to the conflict of interest are the following:

- In the members of the Evaluation Committee: in the Resolution of the call, it will be stated that no member is immersed in a conflict of interest by means of the following statement: *"The undersigned declares that there is no conflict of interest in his/her own professional performance. Likewise, it declares that it is aware of its obligations, as stated in the Protocol in relation to Conflicts of Interest approved by the Research Institute Foundation of the Hospital de la Santa Creu i Sant Pau"* or similar formula.
- Individualised evaluations: the evaluation report will state that no member is immersed in a conflict of interest by stating the following: *"The undersigned declares that there is no conflict of interest in his/her own professional performance. Likewise, it declares that it is aware of its obligations, as stated in the Protocol in relation to Conflicts of Interest approved by the Research Institute Foundation of the Hospital de la Santa Creu i Sant Pau"* or similar formula.

- Participation in collegiate bodies that make non-exclusive decisions (such as the career evaluation and professional promotion committee): the evaluation form will state that no member is immersed in a conflict of interest by means of the following statement: *"The undersigned declares that there is no conflict of interest in his/her own professional performance. Likewise, it declares that it is aware of its obligations, as stated in the Protocol in relation to Conflicts of Interest approved by the Research Institute Foundation of the Hospital de la Santa Creu i Sant Pau"* or similar formula.

The procedures will be reviewed so that in all of them there is a section where the application of the protocol in relation to conflicts of interest in the IR Sant Pau is collected.

❖ Specific processes:

Based on the particularities of the IR Sant Pau, it is necessary to make special mention of the special regulatory requirements and carry out an analysis with independent processes.

A) Projects with competitive funding

Within the framework of the implementation of projects financed by the Next Generation EU funds and, in particular, within the Recovery, Transformation and Resilience Plan (RTRP), the Research Institute Foundation of the Hospital de la Santa Creu i Sant Pau (IR Sant Pau) is committed to ensuring that all actions linked to the management, execution, monitoring and justification of these funds are carried out under the principles of objectivity, impartiality, integrity, transparency and good administration.

Given the public nature of the resources managed and the specific requirements derived from the European and state regulations applicable to the RTRP, the IR San Pau considers it especially relevant to strengthen the measures aimed at preventing any situation of conflict of interest that may affect, or appear to affect, independence in decision-making related to the projects financed with these funds.

In this regard, and in accordance with the provisions, among others, of Order HFP/1030/2021, of 29 September, which configures the management system of the Recovery, Transformation and Resilience Plan, as well as the European regulations governing the Recovery and Resilience Mechanism, all persons participating in any phase of the procedures related to this aid must act with full neutrality and the absence of particular interests that may Compromise your application. objectivity.

For these purposes, it will be understood that there is a conflict of interest when the impartial and objective exercise of a person's functions may be conditioned by personal, professional, economic, family or any other interests, either directly or indirectly. This conflict may arise both

in a real way and potentially or apparently, and it is also necessary to prevent those situations that, although they do not imply an effective affectation of impartiality, may generate reasonable doubts about the independence of the decision adopted.

The obligations set out in this section will be applicable to all persons involved in actions linked to the Next Generation EU funds, including members of the governing bodies, management staff, research staff, technical and administrative staff, members of evaluation or selection committees, staff with contracting, purchasing, economic monitoring or justification functions, as well as any external collaborator who participates in decision-making processes. supervision or control related to these projects.

In order to strengthen prevention mechanisms and guarantee maximum transparency in the management of the funds, the persons participating in these procedures must sign, prior to their intervention, the corresponding Declaration of Absence of Conflict of Interest (DACI). By means of this declaration, they shall expressly state that there is no circumstance likely to compromise their impartiality or independence, and they shall undertake to act with full objectivity in the exercise of their functions.

The management and collection of DACI will correspond to the area or unit responsible for the procedure or project affected, with the support, where appropriate, of the Compliance Area or the Legal Department. The signature of the DACI must be made before the start of effective participation in the corresponding procedure and will be duly incorporated into the administrative or documentary file of the project, guaranteeing its traceability and conservation. Likewise, the IR San Pau may require the updating or renewal of the return when there are changes in the functions assumed, in the personal circumstances declared or when the duration or nature of the project so advises.

In particular, in the field of human resources, all those who participate in processes of selection, hiring or evaluation of personnel linked to projects financed with RTRP funds must subscribe to the DACI, especially when they intervene in the definition of profiles, evaluation of candidacies or decision-making related to the incorporation of personnel.

With regard to the management of calls and grants, the DACI will be required of the people who participate in the preparation, review, evaluation, prioritisation or validation of applications, as well as in the processes of monitoring and justification of the projects granted, in order to guarantee maximum objectivity and neutrality in all phases of the procedure.

In the economic and financial field, the DACI must be formalised by people with functions of economic control, validation of expenditure, verification, accounting, budgetary monitoring, authorisation of payments or economic justification of the projects, given their participation in particularly sensitive actions from the point of view of the correct application of public funds.

Likewise, in matters of public procurement and procurement, the DACI must be signed by all the persons involved in the preparation of the specifications or technical documentation, definition of needs, evaluation of bids, award, supervision of contracts or validation of services and supplies linked to Next Generation EU projects, in accordance with the principles of free competition. objectivity and absence of favouritism that govern procurement financed with European funds.

The signature of the DACI will also entail the obligation to immediately communicate any supervening situation that may give rise to a conflict of interest, whether real, potential or apparent. In these cases, the affected person must refrain from intervening in any action related to the affected file, including the preparation, assessment, decision, contracting, execution, verification, justification or payment of the corresponding project or action.

Any indication or communication relating to a possible situation of conflict of interest must be immediately brought to the attention of the Compliance Officer, the corresponding hierarchical superior or the competent body of IR San Pablo, so that the concurrent circumstances can be analysed and the appropriate measures can be adopted, where appropriate, to guarantee the neutrality and integrity of the procedure. These measures may include the replacement of the person concerned, the review of the actions carried out or any other action necessary to preserve the impartiality, traceability and correct application of public funds.

IR San Pau will also adopt the necessary measures to ensure adequate prevention, detection, monitoring and control of conflicts of interest in this area, promoting awareness-raising, training and internal supervision actions within the framework of its Anti-Fraud Measures Plan and its Compliance system. All this with the aim of consolidating an institutional culture based on integrity, transparency and responsibility in the management of public resources for biomedical research and innovation.

The provisions of this section shall also apply to projects financed by other national or international bodies that require the adoption of specific measures for the prevention and management of conflicts of interest, including, but not limited to, the National Institutes of Health (NIH) of the United States.

B) Specific regulations and protocols of the IR SANT PAU

Without prejudice to the provisions of this Policy, in those areas in which IR Sant Pau approves or has specific regulations, protocols or procedures in terms of integrity, regulatory compliance or prevention of conflicts of interest – such as, among others, those relating to the Compliance Unit, the Research Integrity Committee or any other internal control body or procedure, compliance with the specific obligations established in relation to the identification, declaration, communication and management of conflicts of interest will be required. In particular, the persons included within the scope of application of these

regulations must sign the corresponding specific declarations of conflict of interest or absence of conflict of interest that are required in each case, in accordance with the nature of the functions carried out and the provisions contained in the applicable internal regulations.

C) Conflicts of interest in knowledge transfer activities and participation in commercial companies

IR Sant Pau recognises the strategic importance of knowledge transfer activities, valorisation of research results and participation in innovative technology-based companies or knowledge exploitation, as essential instruments to promote innovation and the transfer of scientific results to society.

However, these activities may give rise to situations that may generate conflicts of interest between the institutional interests of IR Sant Pau, the professional functions carried out by the research staff and the particular interests derived from direct or indirect participation in commercial companies, especially in those cases related to the exploitation of patents, technologies, etc. research results or activities related to knowledge transfer.

To this end, any participation of IR Sant Pau's research staff, technical staff or management staff in commercial companies linked to activities directly or indirectly related to the lines of research, technologies, patents or activities carried out by the institution must be subject to prior analysis from the perspective of conflict of interest and incompatibilities.

In particular, the following must be declared:

- direct or indirect shareholdings;
- membership of administrative, management or advisory bodies;
- the exercise of professional or consulting activities;
- participation in activities of transfer or exploitation of results;
- as well as any economic, professional or interest relationship likely to compromise the impartiality or independence of the person linked to IR San Pablo.

The interested party must formalise the corresponding specific declaration of conflict of interest and incompatibilities, providing all the necessary information to properly assess the situation raised.

The authorisation to participate in commercial companies or activities linked to the transfer of knowledge will require, in any case:

- the prior verification of the non-existence of a conflict of interest incompatible with the functions carried out in the IR Sant Pau;

- compliance with current regulations on incompatibilities;
- respect for the principles of transparency, integrity and protection of the public interest;
- as well as the express authorisation of the Management or the corresponding competent body.

In those cases in which the Sant Pau IR participates directly in the commercial company or in the ownership of the research results to be exploited, reinforced control, supervision and functional separation measures must be adopted in order to avoid situations of real, potential or apparent conflict of interest.

4.1.2. Extraordinary procedure

When a person linked to IR Sant Pau considers that there are circumstances likely to generate a real, potential or apparent conflict of interest in relation to a specific action, file or procedure, they must initiate the extraordinary procedure provided for in this Protocol, in order to guarantee an adequate analysis of the situation and preserve impartiality in decision-making.

The extraordinary procedure will consist of the following phases:

Phase 1. Reporting the situation

The affected person must immediately communicate the situation to the corresponding hierarchical superior, sufficiently in advance of the performance of the action in respect of which there may be a conflict of interest.

The communication shall clearly and sufficiently describe the circumstances that could affect its impartiality or independence, formalising, where appropriate, the abstention document provided for in Annex 3 to this Protocol.

Likewise, any hierarchical superior or member of the institution who is aware of a possible situation of conflict of interest may bring it to the attention of the Legal Department or the Compliance Unit so that it can be analysed.

Phase 2. Preliminary assessment

Once the communication has been received, the hierarchical superior must transfer the situation to the Legal Department or the Compliance Unit within a maximum period of three working days, together with the documentation or information considered relevant for its assessment.

During the processing of the extraordinary procedure, and when the circumstances so advise,

the affected person may be removed as a precautionary measure from any action or decision-making process related to the affected matter, until the corresponding definitive opinion is issued.

Phase 3. Analysis and resolution

Within a maximum period of seven working days from the receipt of the communication, the Legal Department or the Compliance Unit, together with the hierarchical superior and the affected person, will analyse the concurrent circumstances in order to determine whether or not there is a situation of conflict of interest.

The analysis will take into consideration, among others:

- the nature of the competing private interest;
- the degree of existing linkage;
- the ability to influence decision-making;
- the risk of affecting impartiality;
- as well as the possible external perception of a lack of objectivity or independence.

The meeting and the analysis carried out will be drawn up with the corresponding minutes or internal report, which will state:

- the situation raised;
- the circumstances assessed;
- the approach adopted;
- and, if applicable, the measures agreed.

When it is concluded that there is a conflict of interest, the affected person must immediately refrain from participating in any action related to the affected procedure, and the hierarchical superior will adopt the necessary organisational measures to guarantee the continuity of the procedure with full objectivity and impartiality.

These measures may include:

- the replacement of the affected person;
- the redistribution of functions;
- the review of actions carried out;
- the establishment of additional monitoring measures;
- or any other action necessary to preserve institutional integrity and confidence in the procedure.

The processing of the extraordinary procedure will be confidential and will be managed in accordance with the principles of necessity, proportionality and institutional reserve.

5.- NON-COMPLIANCE WITH THE PROTOCOL

Failure to comply with the obligations set out in this protocol and, in particular, the failure to report a situation of conflict of interest, the intervention of which in proceedings in respect of which there is a duty to abstain or the formulation of inaccurate or false statements in relation to the existence or absence of conflicts of interest, may lead to the adoption of the corresponding internal measures and be considered, depending on its nature and seriousness, a very serious infraction or misconduct, without prejudice to any possible disciplinary, administrative, civil or criminal liabilities that may arise.

In particular, those conducts that imply a violation of the principles of objectivity, impartiality, good faith, institutional loyalty, integrity or regulatory compliance required of the persons linked to the San Pau IR may be classified as very serious misconduct, especially when they may have compromised transparency, independence in decision-making or the correct management of institutional resources and interests.

6.- ENTRY INTO FORCE

This Protocol has been approved by the Board of Trustees, at the meeting held on 15 June 2026, and will enter into force on the day following its approval.

ANNEX 1. DECLARATION OF NON-EXISTENCE OF CONFLICT OF INTEREST

DECLARATION OF NON-EXISTENCE OF CONFLICT OF INTEREST

In/Na -----,

I declare, through this document, and in order to ensure the principles of legality, satisfaction of the public interest, neutrality, impartiality, equity and ethics in decision-making and actions in the exercise of my job, that **there is NO conflict of interest** in my professional performance in relation to my participation as a member of the ----- Committee

Consequently, **I DECLARE:**

- 1.- That there are no antecedents or circumstances that could cause a situation of apparent, potential or real conflict of interest in the near future that would question my independence in decision-making.
- 2.- That if in the course of the exercise of my functions as a member of the Internal Scientific Committee, a possible situation of conflict of interest arises in which I was involved, I will communicate it immediately. If, consequently, the actual existence of this or another conflict of interest is detected, I will refrain from being part of the procedure in question and from participating in all the activities that are related.
- 3.- That I will treat as confidential all matters of which I become aware by virtue of the functions I carried out within the framework of the ----- Committee and will not make any improper use of this information, which I will only use for legitimate purposes.
- 4.- That I am warned that, in the event of non-disclosure of a conflict of interest or falsehood in this statement, the appropriate legal measures will be taken.
- 5.- That I also declare that I am aware of my obligations, as stated in the Protocol in relation to Conflicts of Interest approved by the Research Institute Foundation of the Hospital de la Santa Creu i Sant Pau.

Signature:

DECLARATION OF ABSENCE OF CONFLICT OF INTEREST MINOR CONTRACTS

FILE REFERENCE	DIRIR/
CONTRACTING AUTHORITY	Research Institute Foundation of the Hospital de la Santa Creu i Sant Pau
OBJECT	for the Research Institute Foundation of the Hospital de la Santa Creu i Sant Pau

Mr. , who acts as Responsible for the Contract, In order to ensure the principles of legality, satisfaction of the public interest, neutrality, impartiality, equity and ethics in decision-making and actions in the exercise of my functions, **DECLARES:**

First. That you know the following information:

1. That Article 61.3, "Conflict of interest", of Regulation (EU, Euratom) 2018/1046 of the European Parliament and of the Council, of 18 July, (EU Financial Regulation) establishes that *"a conflict of interest shall exist when the impartial and objective exercise of the functions is compromised for reasons of family, affective, political or national affinity, economic interest or for any direct or indirect reason of personal interest"*.

2. That Article 64, relating to the "Fight against corruption and the prevention of conflicts of interest", of Law 9/2017, of 8 November, on public sector contracts, which transposes into Spanish law the directives of the European Parliament and of the Council 2014/23/EU and 2014/24/EU, of 26 February, It defines a conflict of interest as: *"any situation in which the personnel in the service of the contracting authority who also participated in the development of the tendering procedure or may influence the outcome of the tendering procedure have directly or indirectly a financial, economic or personal interest that may appear to compromise their impartiality and independence in the context of the tendering procedure"*.

3. That Article 23.2, relating to "Abstention", of Law 40/2015, of 1 October, on the legal regime of the public sector, establishes that "the authorities and personnel in the service of the administrations in which any of the circumstances indicated in the following section occur" must refrain from intervening in the procedure. which are these:

"(a) To have a personal interest in the matter in question or in another in the resolution of which that decision may be influenced; being a director of an interested company or entity, or having a pending litigious matter with an interested party.

b) Have a marriage bond or similar de facto situation and a relationship of consanguinity within

the fourth degree or affinity within the second degree with any of the interested parties, with the administrators of entities or companies concerned and also with the advisors, legal representatives or agents involved in the procedure, as well as share a professional office or be associated with them for advice, representation or mandate.

c) Having a close friendship or manifest enmity with any of the people mentioned in the previous section.

d) To have intervened as an expert or as a witness in the proceedings in question.

e) Have a service relationship with a natural or legal person directly interested in the matter, or have provided professional services of any kind and in any circumstance or place in the last two years."

Fourth. That it is aware that a declaration of absence of conflict of interest that is proven to be false will entail the disciplinary/administrative/judicial consequences established by the applicable regulations.

For all these reasons, as the Person Responsible for the Contract, I DECLARE THAT:

There is NO conflict of interest in relation to my participation **in the contract, at the margin referenced**. Consequently, I undertake to inform the contracting authority, without further delay, of any situation of conflict of interest that may become aware of and that may occur at any time during the ongoing procedure.

And for the record, I sign this statement.

Barcelona, 2026.

Fdo. -----

Responsible for the Contract

ANNEX 2. DEGREE DIAGRAM

Degrees established by Law 40/2015, of 1 October, on the Legal Regime of the Public Sector.

ANNEX 3. DOCUMENT OF ABSTENTION

I declare, through this document, and in order to ensure the principles of legality, satisfaction of the public interest, neutrality, impartiality, equity and ethics in decision-making and actions in the exercise of my own job, that **there is a conflict of interest** in my professional performance in relation to (*mention the particular document and the procedure*) and, therefore, I refrain from participating.

I also declare that I am aware of my obligations, as stated in the Protocol in relation to Conflicts of Interest approved by the Healthcare Management Foundation of the Hospital de la Santa Creu i Sant Pau.

Signature:

Name: _____

Date: _____

ANNEX 4. DECLARATION OF PRINCIPLES OF THE DIRECTORATE OF PEOPLE AND CULTURE

Conflict of interest related to decision-making regarding personnel management.

The condition of responsible person entails, in general, the obligation to act impartially in the matters in which they intervene in the exercise of their position, especially the decision-making related to personnel management in which objectivity and rigour must be guaranteed in the development of any process carried out within the framework of their competences. Those responsible shall at all times endeavour to preserve neutrality, reinforcing confidence in the integrity, impartiality and fairness of their decisions and actions. This principle will have special relevance in the selection and hiring processes, in those of competence evaluation and in the fulfilment of their organisational and sanctioning capacity.

Likewise, it will always act in accordance with current legislation, strictly complying with the rules and procedures that regulate the activities within its competences.

To ensure your impartiality:

- The professionals of the IR SANT PAU have the obligation to abstain from decision-making or participation in committee committees when participation or presence in these acts may compromise the necessary objectivity in decision-making as there is a direct or indirect interest, specifically:
 - To be related by blood up to the fourth degree, or by affinity within the second.
 - Having close friendship or overt enmity.
- Professionals interested in a procedure may request at the beginning of a procedure of the above-mentioned, the recusal if there is a case of those provided for in the abstention, in a duly justified manner.
- Assess or control the exchange of information between people who participate in a call when this information may be detrimental to the interests of the other candidates.
- Assessed or limit that any person can exert an appropriate influence on the way in which a competent person can perform his or her duties.
- Equal treatment of all persons shall be guaranteed, avoiding any type of discrimination and arbitrariness in decision-making, in particular the principle of

equality between men and women.

- Calls for personnel selection will be made under the principles **of equality, merit and capacity** and also:
 - **Publicity** of the calls and their rules.
 - **Transparency**.
 - **Impartiality** and **professionalism** of the members of the selection bodies.
 - **Independence and technical discretion** in the actions of the selection bodies.
 - **Adequacy** between the content of the selection processes and the functions to be carried out.
 - **Agility**, without prejudice to objectivity in selection processes
- In the evaluation processes, it will be guaranteed that the evaluated personnel are aware of the results of the evaluation and have in any case a hearing procedure and the possibility of presenting allegations.

2- Compliance with the regulations on incompatibility.

Professionals of the IR Sant Pau who carry out another public or private activity must submit the corresponding declaration of activities and must obtain the authorisation issued by the competent authority in this matter.

In those cases in which compatibility with another public or private activity is authorised, this cannot in any case imply unfair competition.



ANNEX 5.- PARTICIPANTS IN PUBLIC BIDDING PROCEDURES

CONTRACTING TABLE

President: - **Mr. David González Gil**, by designation of the Scientific Director, or person delegated by him.

- **Ms. Laura San Martín i Sola**, as representative of the economic-financial control, or in whomever she delegates.

Members: - **Ms. Uxue Moreno Areizaga**, as representative of the Legal Department, or in whom she delegates.

- **Ms. Fabiola Fernández Huertas** as responsible for the Contract, or to whom she delegates.

- **Ms. Lorena Bustamente Donaire**, as manager of works, purchases and services, or whoever she delegates.

Secretary - **Ms. Sílvia Ribas Martínez**, Lawyer, or person delegated by her.
