Okinawa Institution of Science and Technology School Corporation
Rules for Conflict of Interest Management

Approved by the CEO
August 1, 2026

Article 1 Purpose

The purpose of these Rules is to establish necessary matters regarding the management of individual and organizational conflicts of interest and conflicts of commitment (hereinafter referred to as “Conflict of Interest”) within the Okinawa Institute of Science and Technology School Corporation (hereinafter referred to as the “Corporation”) in order to ensure the fairness and integrity of its education, research, business operations, and other activities.

Article 2 Basic Principles

1. The Corporation shall encourage its officers and employees to contribute to local, national, and international society through social, community, academic, and other activities in addition to their duties at the Corporation.
2. The Corporation and its officers and employees shall endeavor to appropriately manage Conflict of Interest arising from the activities referred to in the preceding paragraph so as to ensure that the fairness and integrity of the Corporation's education, research, business operations, and other activities are not impaired and that no reasonable doubt is created regarding such fairness and integrity.
3. Corporation’s officers and employees shall endeavor to appropriately prevent, correct, and otherwise manage any actual or potential inappropriate situations arising from their own Conflict of Interest.
4. The Corporation respects the participation of its officers and employees in lawful social and political activities.
5. The Corporation and its officers and employees shall not engage in any conduct that improperly influences or gives rise to reasonable doubts that it improperly influences decisions of the national or local governments on behalf of the Corporation.
6. While respecting the freedom of collaborative research, academic activities, and open exchange of information by its officers and employees, the Corporation shall appropriately manage Conflict of Interest in accordance with applicable laws, guidelines, and the Corporation's rules.
7. The Corporation and its officers and employees have a special responsibility to persons involved in the Corporation’s research activities, particularly participants in human subjects research, and shall avoid situations in which

their fundamental obligations to such participants are compromised, or reasonably appear to be compromised, by financial relationships or other Conflict of Interest.

8. Where a Conflict of Interest or a situation that may give rise to a Conflict of Interest arises, Corporation's officer and employee shall promptly disclose the situation to the Corporation and undergo review by the Corporation.
9. The Secretary General (hereinafter referred to as the "SG") shall be responsible for the administration of the review process relating to Conflict of Interest and for making the final determination.

Article 3 Definitions

The terms in these Rules shall be defined in the following items;

(1) Conflict of Commitment:
A situation in which the external activities and duties of a Corporation's officers and employees require such a substantial commitment of time, effort, or attention that they adversely affect the performance of their duties at the Corporation;

(2) Organizational Conflict of Interest:
A situation in which the Corporation, its organizational units, its officers and employees, members of the Board of Governors (hereinafter referred to as "BOG"), other internal organizations, or related funds or organizations, have a Financial Interest in relation to a counterparty or related organization involved in the Corporation's projects, research, or commercial transactions, giving rise to actual or potential bias or reasonable doubts that such bias may exist in the Corporation's operational decision-making or in the review or conduct of research;

(3) Personal Conflict of Interest:
A situation in which the personal interests of a Corporation's officer and employee (including the interests of Related Parties or Relatives) conflict with their responsibilities at the Corporation (including the fair performance of those responsibilities), such that a reasonable person could not dismiss the possibility that their actions or decisions in the course of their duties are influenced by financial or other personal interests. Such determination shall be based on the specific circumstances of each case rather than on the individual's character or conduct;

(4) Conflict of Interest in Research:
A situation in which the provision of financial, material or human resources for conduct of research gives rise to, or gives rise to

reasonable doubts that it may give rise to, bias in favor of the business or other interests of the provider, and a situations in which the content or results of the research, or the fundamental obligations owed to participants in Human Subjects Research, are influenced by financial relationships;

(5) Conflict of Interest in Technology Transfer:
A situation in which the financial benefit obtained by the Corporation from the successful development of a product based on technologies licensed by the Corporation, or from the growth of the relevant business entity, may influence decision-making in relation to the Corporation's research, education, or other activities. This also includes the possibility that knowledge that the Corporation or relevant business entity will financially benefit from the successful development of technological licensed by the Corporation may influence the related research, research objectives, the dissemination of the results, or the allocation of the Corporation's resources among competing projects;

(6) Related Parties:
Persons who have a personal relationship with an officer or employee of the Corporation, and persons who have a collaborative research relationship, professional relationship, business relationship, transaction relationship, or other close relationship with such officer or employee. This includes employees, students, and other persons whom the officer or employee currently or previously supervised, instructed, mentored, or evaluated. However, Related Parties are not limited to such persons where bias or impact on fairness arising from a Conflict of Interest may reasonably be suspected;

(7) Relatives:
The spouse of a Corporation's officer or employee, a person in a relationship equivalent to a spouse, and any person related within the third degree of kinship to the officer or employee, including persons related within the third degree of kinship to such equivalent spouse. However, the term "Relatives" is not limited to the persons described above where bias or impairment of fairness due to a Conflict of Interest may reasonably be suspected;

(8) Concurrent Appointment:
As defined in Article 3, Item 1 of the Corporation's Rules for Concurrent Appointment;

(9) External Professional Activity:
As defined in Article 3, Item 2 of the Corporation's Rules for Concurrent Appointment;

(10) Financial Interest:
An actual or expected economic benefit resulting from a decision, including the provisions of money or assets equivalent to salary or compensation, or the reduction or exemption of debts to the officer or employee, Related Parties, or Relatives, except where such benefit is minor; and

(11) Gifts:
Those that bring personal Financial Interest to the recipient provided to the Corporation's officers or employees, their Related Parties or Relatives, such as gratuities, funding of research, provision of equipment or research materials, favors, discounts, hospitality and entertainment, loans, benefits, services, training, transportation, travel, accommodation arrangements, confectionery, meals or treatment, or any other benefit. However, for the purposes of these Rules, the term "Gifts" does not include donations, financial support, or similar contributions that are subject to the OIST Gift Acceptance Guidelines.

Article 4 Prevention of Conflict of Commitment

1. The Corporation's officers and employees shall not allow time, effort, or other commitments associated with external activities to interfere with the performance of their duties and responsibilities at the Corporation, which take priority.
2. Where an actual or potential Conflict of Commitment arises, the Corporation's officers and employees shall take appropriate measures to avoid or remedy the conflict and, where necessary, review the relevant activities or relationships.

Article 5 Management for Conflict of Interest at Corporation's operations

1. The Corporation's officers and employees shall, if a situation arises or is perceived to arise which may give rise to an Individual Conflict of Interest, promptly disclose the situation to the Corporation in accordance with Article 6 and Articles 9 through 13 and have it reviewed by the Corporation.
2. Where the Corporation requires management measures as a result of its review of disclosure under the preceding paragraph, the Corporation's officers and employees shall comply with such measures.
3. The Corporation's officers and employees shall not participate in resolutions, make recommendations or otherwise be involved in decisions concerning the recruitment, reemployment, tenure review, promotion, salary, or other status or benefits of their Related Parties or Relatives.
4. The Corporation's officers and employees may not be the supervisor of their

own Related Parties or Relatives.

5. The Corporation shall not engage in transactions related to the Corporation's business with its officers and employees, their Related Parties, their Relatives or organizations owned, managed or deeply involved by the said Related Parties or Relatives. However, this shall not apply to cases that are permitted following the Corporation's review.
6. The Corporation shall not rent, exchange, or sell real estate owned by its officers and employees, their Related Parties, or their Relatives.
7. The provisions of the preceding two paragraphs shall not preclude research collaborations, joint research, or other collaboration with other institutions where such collaboration is necessary for academic or research purposes.
8. The chairpersons of committees or the representatives of an internal organization may establish procedures and other necessary matters for managing Conflict of Interest within the relevant committee or organization as necessary. The Conflict of Interest Review Panel (hereinafter referred to as the "COI Review Panel") may provide advice or assistance as necessary in developing and implementing such procedures and in determining Conflict of Interest management measures for individual cases.
9. The Corporation's officers and employees shall be subject to the controls prescribed in the rules provided by the Graduate School where Conflict of Interest relating to admissions arise.
10. The Corporation's officers and employees may consult any concern over a possible conflict of interest to the SG, whether the concern is over their own or over other officer's or employee's.

Article 6 Management of Conflict of Interest related to Relatives' relationships

1. Notwithstanding the provisions of Articles 8 and 9, the Corporation's officers and employees shall, regardless of whether there is a potential Conflict of Interest, disclose to the SG when their Relatives are also officers or employees of the Corporation or students at the University. Such disclosures shall be maintained by the Secretariat of the COI Review Panel.
   (1) Officers shall make the disclosure prescribed in this paragraph upon their appointment and employees upon their hiring. If, after appointment or hiring, a new Relative relationship arises, the officers or employees shall disclose it to the SG without delay.
   (2) If there is any change to the content of the disclosure, the officers or employees shall report to the SG without delay.

2. Information disclosed pursuant to the preceding two paragraphs shall be

used solely for the purpose of managing Conflict of Interest and shall be appropriately managed as confidential information. Such information shall be used only to the extent necessary for the consideration of Conflict of Interest management measures, reviews, and other activities under these Rules, and shall be shared only to the minimum extent necessary after anonymization or other appropriate measures have been taken, where necessary.

3. The SG shall review the disclosure and, where necessary, refer to the matter to the COI Review Panel for consideration.
4. Where the SG determines that it is necessary for the proper management of a Conflict of Interest, the Secretary General may notify the parties concerned, their supervisors, and the heads of the relevant organizations of the necessary Conflict of Interest management measures.
5. Paragraphs 3 through 6 and Paragraph 9 of the Article 5 shall apply for the purpose of avoiding Conflict of Interest related to Relative relationships.
6. Where necessary to assess the potential for a Conflict of Interest, chairperson of a committee or a representative of an internal organization may request the SG to provide the information such assessment.

Article 7 Report of Gifts & Favors

1. The Corporation’s officers and employees shall not accept Gifts or other favors, regardless of their value, from the Corporation’s business partners, prospective business partners, or research sponsors. However, this shall not preclude receipt of promotional items or commemoratives items that are widely distributed under social conventions, such as pocket tissues, calendars, memo pads, ballpoint pens, and free samples of research materials.
2. Notwithstanding the preceding paragraph, the Corporation’s officers and employees may accept Gifts from domestic or foreign universities or research institutions with which they have no Conflict of Interest. However, if an officer or employee receives a Gift exceeding JPY5,000, the Corporation’s officer or employee shall submit a Report of Gifts & Favors to the SG.

Article 8 Annual Disclosure

1. The SG may require Corporation’s officers and employees to make annual disclosures of their external activities and any other information necessary to identify situations that may give rise to a Conflict of Interest.
2. The Corporation’s officers and employees shall disclose the information requested under the preceding paragraph in the manner prescribed by the SG.

3. The SG may request the COI Review Panel to review the disclosure made under the preceding paragraph.
4. Where the COI Review Panel conducts such review, it shall report the results of their review, together with recommendations regarding any necessary Conflict of Interest management measures, to the SG.
5. Based on the report and recommendations under the preceding paragraph, the SG shall notify the relevant officer or employee of the review results and, where necessary, any required Conflict of Interest management measures.
6. Corporation's officers and employees who are required to implement Conflict of Interest management measures pursuant to the preceding paragraph shall comply with such measures.

Article 9 Obligation of Immediate Disclosure

1. When a new Conflict of Interest arises, the Corporation's officers and employees shall consult with their supervisor and immediately disclose the situation to the SG.
2. The disclosure required under the preceding paragraph shall also apply to any Conflict of Interest that arises after the Annual Disclosure prescribed in the preceding article.
3. When making a disclosure under Paragraph 1, the Corporation's officers and employees shall make the disclosure to the SG.
4. The SG may, where necessary, request the COI Review Panel to review the disclosure made under the preceding paragraph.
5. Where the COI Review Panel conducts such review, it shall report the results of the review, together with recommendations regarding any necessary Conflict of Interest management measures, to the SG.
6. Based on the report and recommendations under the preceding paragraph, the SG shall notify the relevant officer or employee of the review results and, where necessary, any required Conflict of Interest management measures.
7. Corporation's officers and employees who are required to implement Conflict of Interest management measures pursuant to the preceding paragraph shall comply with such measures.

Article 10 Concurrent Appointment

1. The Corporation's employees shall not engage in Concurrent Appointment that interferes with their duties and responsibilities at the Corporation.
2. The Corporation's employees who engage in Concurrent Appointment shall comply with the Corporation's Rules for Concurrent Appointment and shall obtain prior permission from the Corporation by submission of an

Application for the Concurrent Appointment.

3. The Corporation’s employees shall not use their own working time, the work time of other officers and employees, Corporation’s workplace, or other Corporation’s resources for their external personal activities, including Concurrent Appointment.
4. In addition to the Corporation’s Rules for Concurrent Appointment, Corporation’s employees shall comply with the Corporation’s Employment Regulations and other applicable Corporation rules, procedures, and guidelines when engaging in Concurrent Appointment.

Article 11 Management for Conflict of Interest in Research

1. If a Conflict of Interest in Research arises or is likely to arise, the Corporation’s officers or employees shall consult with their supervisor and immediately disclose the situation to the SG.
2. The disclosure required under the preceding paragraph shall also apply where the Corporation’s officer or employee engaged in the research, or the Related Party, has a contractual relationship, a financial relationship, or employment relationship with an external organization that has a funding, business, joint research, technology transfer, or other relationships with the Corporation.
3. The Corporation’s officers and employees shall make the disclosure required under Paragraph 1 in the manner prescribed by the SG.
4. The SG may, where necessary, request the COI Review Panel to review the disclosure made under the preceding paragraph.
5. Where the COI Review Panel conducts such review, it shall report the results of the review, together with recommendations regarding any necessary Conflict of Interest management measures, to the SG.
6. Based on the report and recommendations under the preceding paragraph, the SG shall notify the relevant officer or employee of the review results and, where necessary, any required Conflict of Interest management measures.
7. Corporation officers and employees who are required to implement Conflict of Interest management measures pursuant to the preceding paragraph shall comply with such measures.
8. The Corporation may apply the provisions of this Article mutatis mutandis to the students participating in the Corporation’s research.

Article 12 Management for Conflict of Interest in Technology Transfer, etc.

1. The Corporation’s officers and employees shall not engage in any act that

gives rise to improper benefits or otherwise creates a Conflict of Interest in connection with technology transfer, the use of intellectual property, or related agreements.

2. When conducting a procurement from the Corporation's research sponsors, technology licensees, or entities that provide significant funding or other support for the Corporation's activities, the Corporation or Corporation's officers and employees shall obtain prior approval through a review by the Vice President for Financial Management.
3. The Vice President for Financial Management shall provide written justification for the decision to have the transaction reviewed as results of the preceding paragraph.
4. Prior to entering into a licensing agreement relating to intellectual property, a master agreement with a private entity or any other agreement that may give rise to a Conflict of Interest, the Corporation or the Corporation's officers and employees shall undergo prior review by the Corporation's General Counsel, including a review of Conflict of Interest. Eligible agreements include the following;
   (1) Where the Corporation grants a license to a new company on the condition that the Corporation receives shares in the company in return for a reduced license fee or royalty;
   (2) Where the Corporation's technical licensee is the Corporation's research sponsor;
   (3) Where a private entity offers long-term funding for research in a particular field or proposes a master agreement;
   (4) Where the Corporation's officer or employee assists another officer or employee of the Corporation in starting a business or acts as a financial intermediary; and
   (5) Where a venture fund by alumni, etc. is established with part of the proceeds to be donated to the Corporation.
5. The General Counsel may, where necessary in conducting the review under the preceding paragraph, request the opinion of the COI Review Panel established by the SG in accordance with Article 21.

Article 13 Access to Unpublic Information

1. The Corporation's officers and employees shall not use confidential information, unpublished research information, information relating to intellectual property, and non-public information, or similar internal information obtained through the Corporation's activities for personal purposes or for the benefit of a third party.

2. Where possession of non-public information of the Corporation or an entity that has a business or collaborative relationship with the Corporation may affect the fairness of decision-making by the Corporation or such entity, the Corporation's officer and employee shall consult with their supervisor and immediately disclose the situation to the SG in accordance with Article 9.
3. When non-public information obtained through the collaboration agreement, committee activities, or other activities gives rise to, or may give rise to, a new individual Conflict of Interest, the Corporation's officer and employee shall consult with their supervisor and immediately disclose the situation to the SG in accordance with Article 9.

Article 14 Political Activities

1. The Corporation's officers and employees shall not claim or imply that they are endorsed by the Corporation in relation to the political activities or ideology of themselves, their Related Parties or their Relatives.
2. When carrying out political activities, election campaigns or the production of election campaign leaflets for themselves, their Related Parties or their Relatives, the Corporation's officers and employees shall not deviate from the scope permitted in the Rules on Use of the University Name and Handling of Trademarks, etc.
3. The Corporation's officers and employees may not use their own work time, the work time of other officers and employees, or other Corporation's resources for the political activities, election campaigns or the production of election campaign leaflets of them, their Related Parties or their Relatives.
4. When considering a candidacy for or appointment to a public position, the Corporation's officer or employee shall consult with their supervisor regarding Conflict of Commitment and shall report to the SG. However, the said candidacy for or appointment to a public position does not require the prior approval of the Corporation.
5. When the supervisor has received the consultation under the preceding paragraph, the supervisor shall consider each of the following items and discuss with the said Corporation's officer or employee as necessary.
   (1) The frequency with which officer or employee would be absent from their work;
   (2) Degree to which the activities related to the said officer or employee's candidacy would interfere with the performance of their regular duties;
   (3) Whether temporary suspension of some portion of the said officer or employee's responsibilities can be reasonably accommodated without imposing a significant resource burden on the said officer or employee's

department; and

(4) How the absence might be most effectively accommodated.

6. Upon receipt of the report referred to in Paragraph 4, the SG may request the opinion of the COI Review Panel prescribed in Article 21 on any potential Conflict of Interest and their impact on the business.

7. The Corporation's officer or employee who is considering a candidacy for or appointment to a public position shall, where adjustments to the performance of their responsibilities become necessary as a result of the consultation under Paragraph 4, the discussion under Paragraph 5, or a request from the Corporation, respond accordingly and endeavor to resolve any potential Conflict of Interest.

Article 15 Responsibilities of the Supervisors

1. All supervisors shall be familiar with the contents of these Rules and shall make the contents of these Rules known to the officers and employees under their supervision.

2. All supervisors shall be aware of the conduct of the officers and employees under their supervision, including the receipt of Gifts from the Corporation's business partners and sponsors, and procurement involving parties, employment of or transactions involving Related Parties or Relatives, use of non-public information, and other relevant matters, and shall consult with or report to the SG as necessary.

Article 16 Responsibilities of the Secretary General

1. The SG shall establish appropriate procedures to ensure that the Corporation's officers and employees comply with the reporting obligations related to Conflict of Interest.

2. The SG shall establish the COI Review Panel in the Corporation.

3. The SG shall, where necessary, request the COI Review Panel to review matters relating to Conflict of Interest disclosed by Corporation's officers and employees.

4. The SG shall review and manage disclosures of Relatives' relationships made under the Article 6 and, where the SG determines that careful consideration of Conflict of Interest management measures is required, shall then request the COI Review Panel to conduct a review.

5. Where the SG receives a consultation report from supervisor under Paragraph 2 of the preceding article, the SG shall request the COI Review Panel to confirm the relevant facts or conduct any necessary investigation.

6. Upon receiving the reports and recommendations of the COI Review Panel,

the SG shall determine the final measures relating to Conflict of Interest or Conflict of Commitment and, where necessary, report such measures to the CEO and the BOG.

7. The SG shall provide education and training on the Conflict of Interest covered by these Rules to all Corporation's officers and employees.
8. The SG shall establish the necessary framework and procedures for receiving consultations under Article 5, Paragraph 10.
9. The SG shall oversee the appropriate management of potential Conflict of Interest in administrative committees and other administrative organizations.

Article 17 Responsibilities of the Dean of Faculty Affairs

1. The Dean of Faculty Affairs shall review and consider the disclosures made under Articles 11 and 12 to determine whether there are any concerns or reasonable grounds to question whether the objectivity of the Corporation's research activities may be compromised by a Conflict of Interest and shall propose appropriate Conflict of Interest mitigation measures to the COI Review Panel established under Article 21.
2. The Dean of Faculty Affairs may, where necessary, seek the opinion of the Provost in conducting the review, consideration, and proposals under the preceding paragraph.
3. The Dean of Faculty Affairs shall oversee the appropriate management of potential Conflict of Interest arising in recruitment, evaluation, promotion, or investigation of faculty, researchers and technicians.

Article 18 Responsibilities of the Vice President of Human Resource

The Vice President of Human Resource shall oversee the appropriate management of potential Conflict of Interest arising in the recruitment, evaluation, promotion, or investigation of employee.

Article 19 Responsibilities of Provost

The Provost shall oversee the appropriate management of potential Conflict of Interest arising in committees dealing with academic matter.

Article 20 Responsibilities of the Executive Vice President for Innovation and Outreach

1. The Executive Vice President for Innovation and Outreach shall oversee the appropriate management of potential Conflict of Interest arising in technology transfer, joint research, startup support, industry-academia collaboration, and other innovation-related activities.

2. The Executive Vice President for Innovation and Outreach may, where necessary in relation to the activities prescribed in the preceding paragraph, request advice or consideration from the COI Review Panel.

Article 21　Conflict of Interest Review Panel
The administrations of the COI Review Panel established by the SG in accordance with Article 16 shall be separately prescribed by the SG in the Rules for Conflict of Interest Review Panel.

Article 22　Secretariat
The Rules and Compliance Section shall serve as the secretariat for the procedures under these Rules.

Article 23　Conflict of Interest Management for Members of Board of Governors and Board of Councilors
The management of Conflict of Interest for the members of the Board of Governors and the Board of Councilors shall be separately prescribed by BOG in the OIST Rules for Conflict of Interest Management for BOG and BOC Members

Article 24　Disciplinary Actions
In case of finding that a Corporation's officer or employee willfully ignored or intentionally violated the provisions of these Rules, the said officer or employee shall be subject to disciplinary action as specified in the Corporation's Employment Regulations.

Article 25　Miscellaneous Provisions
In addition to what is provided for in these Rules, other necessary matters regarding the management of Conflict of Interest shall be separately determined by the SG.

Supplementary Provisions
These Rules shall come into effect from April 1, 2022.

Supplementary Provisions
1. These Rules shall come into effect from November 1, 2024.
2. Notwithstanding the provisions of Article 6, Paragraph 1, Item 1, all officers and employees shall disclose any Relatives among other officers and employees of the Corporation or students of the University as of the effective date of this amendment.
3. After one year has passed since the enforcement of these Rules, the status of enforcement will be reviewed, and any necessary revisions will be made.

Supplementary Provisions

These Rules shall come into effect from August 1, 2026.