

MANUAL TITLE: CORPORATE COMPLIANCE Manual
SECTION: STANDARDS OF CONDUCT
SUBJECT: CONFLICT OF INTEREST POLICY
APPLICABILITY: ALL PERSONNEL

EFFECTIVE DATE: 03/30/2009
NEXT REVIEW DATE: 03/01/2011

CONFLICT OF INTEREST POLICY

I. Policy Statement

Personal interests will be disclosed when they present actual or potential conflicts with the interests of the organization, or appear to conflict with the objectivity and integrity of professional roles and responsibilities.

II. Purpose

The purpose of this policy is to ensure the integrity of decisions made on behalf of the organization. Business decisions should be free of personal bias, interest or gain. The intent of this policy will be met when decisions are made fairly and objectively, with the best interests of the organization in mind.

III. Definitions

- A. Conflict of Interest. Competing personal and professional interests, whereby personal interests may be in conflict with professional roles and responsibilities.
- B. Personal Interest. Motivated by personal gain, which may involve financial interests, personal relationships or activities outside of work.
- C. Financial Interest. Driven by the potential for personal financial gain. Financial interests may include stocks, bonds, securities and other investments in which an individual, or someone with whom they have a personal relationship, has a financial stake.
- D. Personal Relationship. Any relationship other than a professional one. Personal relationships have the potential to impact professional objectivity. Examples are the relationship you have with a spouse, relative, friend, romantic partner, someone who lives in your household or with whom you have a financial connection.
- E. Outside Activities. Engaging in activities outside work that appear to be in conflict with professional roles. Examples include serving on the board of a competitor, working for a competitor or having a financial interest (ownership or investment) in a competitor.

IV. Provisions of this Policy

A. Identification.

There will be education, awareness and identification of conflicts of interest.

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B. Disclosure.

When a conflict of interest is identified, there will be self-disclosure or disclosure by others aware of the situation. Disclosure should be made to a member of the senior management (CEO, CFO, CIO, COO) who can objectively assess the situation. If the conflict of interest involves a senior manager, disclosure should be made to the Corporate Compliance Officer or a member of the Board of Directors.

C. Assessment.

Each situation will be assessed on a case-by-case basis to determine if personal interests are compromising, or have the potential to compromise, professional integrity. Not every situation involving competing personal and professional interests will warrant action.

D. Action.

For conflicts of interest that warrant action, such action will be taken to protect the interests of the organization.

V. Procedures

Procedures that ensure compliance with this policy and its provisions should be implemented at the facility and department levels. Guidelines for implementing procedures that ensure compliance with this policy and its provisions are set forth in Appendix 1.

VI. Accountability

The Board of Directors, through the senior management, is accountable for implementation, enforcement, monitoring and oversight of this policy in the Organization. Departmental Directors and Supervisors are accountable for implementation, enforcement, monitoring and oversight of this policy in their departments.

VII. Communication

The Board of Directors, through the senior management, is accountable for communicating this policy to the Organization. Departmental Directors and Supervisors are accountable for communicating this policy to their departments.

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Appendix 1

Guidelines for Compliance with Policy Provisions

A. Identification. Examples of when conflicts of interest arise are found below.

1. **Purchasing and Contracting.** Purchasing and contracting decisions should be based on vendor history, quality, service, price and other factors necessary to advance the interests of the organization. Individuals who have the ability to make or influence a purchasing or contracting decision should be free of personal bias or gain. Personal relationships with a potential vendor or contractor, financial interests, gifts or favors received and other forms of influence should be disclosed. When a conflict of interest warrants action, there may be exclusion from the selection, negotiation, purchasing and contracting process.
2. **Staffing.** Staffing decisions should be based on academic credentials, skills, experience, professional qualifications and achievements and other factors necessary to excel in the role. Individuals who have the ability to make or influence staffing decisions should be free of personal bias or gain. Staffing decisions involving immediate family members, relatives and other individuals where a personal relationship exists should be disclosed. When a conflict of interest warrants action, there may be exclusion from the screening, selection or hiring process, career development, advancement and other staffing decisions.
3. **Gifts and Gratuities.** Cash should never be accepted. The value of gifts and gratuities from any individual or company should not exceed a nominal amount. This nominal amount may include such things as meals, seminars, conferences, and educational support for our educational mission with the University of Wyoming Residency training program. It must be clearly disclosed who is supplying and what has been supplied. If there is a conflict of interest there will be a review and possible exclusion from this ability to provide such services. It is the clear intent of this corporation that the gifts or services provided are of such a limited amount as to not unduly influence the service of our primary mission of quality healthcare to our patients.
4. **Corporate Assets.** The privilege to access and use corporate assets is granted to advance the interests of the organization and should not be abused for personal gain. Financial, personal and other incentives to misuse cash, property, equipment, supplies and other company resources should be disclosed. Company expenditures for professional memberships and education should be disclosed. When such expenditures do not enhance the performance of professional responsibilities for the organization, they may be considered waste and abuse of corporate assets. Company discounts and other benefits extended to organizations and individuals, including prospective and current customers, should be disclosed. When such benefits are based on personal relationships or for personal gain, and do not advance the interests of the organization, they may be considered waste and abuse of corporate assets. Waste and abuse of corporate assets may result in disciplinary action.
5. **Information Integrity.** The management and communication of information should be free of personal bias or gain. Financial, personal and other incentives that may compromise the integrity of information documentation and reporting should be disclosed. When a conflict of interest warrants action, there may be exclusion from access, analysis and presentation of the information.

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6. **Outside Activities.** Outside activities that may conflict with professional roles and responsibilities should be disclosed and include, but are not limited to, serving on competitor boards, working for competitors, ownership in a competing business, investments in competitors, political activities and contributions, or activities that go against the core values of the organization. When a conflict of interest warrants action, such action should be taken in accordance with Section D.

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Approved (CBD)

Approved (CEO)

