

SYSTEM POLICY

EC-08 – Conflicts of Interest

(Owner: Ethics and Compliance)

Key Points

- This policy applies to all The MetroHealth System (MHS) Workforce Members.¹
- MHS employees are subject to strict rules regarding conflicts of interest, as outlined in the Ohio Ethics laws and in this policy.
- All Workforce Members owe a duty of loyalty to MHS in all activities impacting MHS and exercise the utmost good faith in all transactions related to MHS duties.
- Workforce Members disclose any potential and actual conflicts of interest in a timely manner, both annually and as they occur during the year.
- This policy describes the requirements for avoiding, disclosing and managing Conflicts of Interest,² including Nepotism,³ and post-employment and revolving door issues.
- Workforce Members follow the disclosure requirements for Outside Activities in [EC-10 - Outside Activities](#). Any Conflicts of Interest review is subject to the policy below.

Policy

1. **General Principles.** Workforce Members carry out their MHS duties free of undue outside influences and exercise the utmost good faith in all MHS business.
 - 1.1. Workforce Members do not use their positions, or their knowledge gained from MHS, for personal gain.
 - 1.2. Workforce Members do not authorize a public contract where the Workforce Member, their Immediate Family Member⁴, or a Business Associate⁵ has an interest in the contract. Any such interest must be reported per section 3.
 - 1.3. Workforce Members avoid Financial Interests,⁶ Fiduciary Relationships,⁷ and other activities that may create a Conflict of Interest. Attachment A provides a non-exhaustive list of situations that may pose a Conflict of Interest. See also [EC-09 – Business Courtesies and Gifts](#).
 - 1.4. Employees do not accept any compensation from any other entity or individual for work performed in the course of their MHS employment, except under the limited circumstances permitted in a formal conflict of interest management agreement.
 - 1.5. Workforce Members do not disclose confidential MHS information at any time, even after they are no longer employed/affiliated with MHS. See policy [GEN-05 - Confidential Business-Related Information](#).
2. Workforce Members report suspected Conflicts of Interest or policy violations to:
 - 2.1. A supervisor,
 - 2.2. Ethics and Compliance Department (EC) (compliance@metrohealth.org), or
 - 2.3. MetroHealth Ethics Line (phone: 216-778-1660; webpage: www.metrohealth.org/compliance and/or text: 216-600-1456).

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3. Potential/Actual Conflict of Interest Disclosure Process. Employees and certain Non-employee Workforce Members⁸ (collectively, Disclosers) disclose Financial Interests and Fiduciary Relationships (Relationships) that may pose a potential/actual Conflicts of Interest (see examples in Attachment A).
 - 3.1. Disclosers report Relationships:
 - 3.1.1. Within 30 days of hire/contract and at least annually thereafter, and
 - 3.1.2. As soon as they become aware of a change or reasonably soon after it occurs (within 30 days).
 - 3.2. Failing to disclose Conflicts of Interest is a violation of the MHS policy and Code of Ethical Culture – “This is Who We Are Our Culture of Ethics and Compliance.”
 - 3.3. Disclosers report Conflicts of Interest in one of two ways:
 - 3.3.1. Conflict of Interest Management System – CONI. MHS requires certain Disclosers to disclose reportable relationships via the CONI Conflicts of Interest Disclosure Statement (Disclosure Statement). On the Disclosure Statement, Disclosers affirm that they:
 - 3.3.1.1. Are aware of this policy,
 - 3.3.1.2. Have read and understand this policy, and
 - 3.3.1.3. Agree to comply with this policy.
 - 3.3.2. Reporting to EC. Disclosers who are not required to complete the Disclosure Statement disclose any potential/actual Conflicts of Interest to EC via annual/new hire training and as soon as a Discloser becomes aware of a change or reasonably soon after it occurs (within 30 days).
 - 3.4. EC, in collaboration with the Legal Department, reviews the disclosures and takes any appropriate steps to mitigate potential or actual Conflicts of Interest.
4. Working with Immediate Family Members (Nepotism).
 - 4.1. Workforce Members cannot authorize an Immediate Family Member’s employment with MHS or use their position in any way to obtain a job at MHS for an Immediate Family Member.
 - 4.1.1. For example, Workforce Members cannot:
 - 4.1.1.1. Recommend an Immediate Family Member for an MHS position,
 - 4.1.1.2. Participate in discussions about the Immediate Family Member’s job application, or
 - 4.1.1.3. Request an interview or job for an Immediate Family Member.
 - 4.2. Workforce Members cannot use their position or influence, directly or indirectly, to benefit an Immediate Family Member who works at MHS.
 - 4.2.1. MHS does not employ, transfer, or promote Workforce Members without an approved management plan if any of the following would result:
 - 4.2.1.1. Immediate Family Members in a reporting relationship with a direct or indirect supervisor/subordinate relationship;
 - 4.2.1.2. Immediate Family Member in a position to secure any decision that affects the continuation, implementation, or terms and conditions of an Immediate Family member’s employment (for instance, auditing and/or control functions, participating in evaluations, etc.);
 - 4.2.1.3. Immediate Family Members working in close in proximity such that their interactions could compromise the performance of their duties.
 - 4.3. Workforce Members disclose the identity of Immediate Family Members who work at MHS:
 - 4.3.1. At hire,

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- 4.3.2. Within 10 days of or change in position or department, and
- 4.3.3. Within 30 days of marriage between Workforce Members.
- 4.4. Departmental leadership, in collaboration with HR, has discretion to make employment decisions (for instance, hire, transfers) that involve non-Immediate Family Members (including but not limited to cousins, aunts, uncles, Workforce Members in a relationship but not living together).
- 4.5. Family Members as Vendors. Workforce Members disclose to EC any Immediate Family Members that own an organization and do or want to do business with MHS.
- 5. Supplemental Compensation.
 - 5.1. Supplemental Compensation occurs when a person or entity other than MHS provides an employee with anything of value (cash, gift cards, expensive gifts) as compensation for their duties. This includes compensation from a co-worker, a vendor, a donor, a patient, or others.
 - 5.2. Examples of prohibited forms of Supplementation Compensation include:
 - 5.2.1. Accepting an honorarium for a presentation on MHS time or in one's MHS capacity
 - 5.2.2. Paying a co-worker to cover a shift
 - 5.3. Exclusions. Supplemental Compensation does not include:
 - 5.3.1. Offering gifts at holidays or other celebrations (see [The Gifts Toolkit](#)), or
 - 5.3.2. Compensation received for a pre-approved Outside Activity (see [EC-10 - Outside Activities](#)).
- 6. Post-Employment and Revolving Door.
 - 6.1. The Ohio Ethics Laws restrict former MHS employees from engaging in certain activities with a new employer that has a relationship with MHS.
 - 6.2. If an MHS employee seeks employment with a new employer who does business with MHS, the employee must fully withdraw from any MHS matter involving the potential new employer.
 - 6.3. MHS employees cannot represent any person or entity on any matter in which they personally participated in while working at MHS. The restriction applies while employed at MHS and one year after leaving MHS.
 - 6.4. MHS employees cannot accept employment (including consulting work), or otherwise profit from, an unbid contract, grant, loan, or other financial support from an agency where they 1) authorized the contract and 2) will profit from the contract.
 - 6.5. MHS abides by all required notifications when hiring certain federal and/or state employees.
- 7. Documentation; Enforcement; Audits.
 - 7.1. EC maintains Conflict of Interest review documentation and any corresponding approval, restriction, or remedial actions.
 - 7.2. A Discloser's immediate MHS supervisor is responsible for ensuring any restrictions are followed and remedial actions are taken.
 - 7.3. EC periodically audits a Discloser's adherence to a Management Plan.

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End Notes

- ¹ Workforce Member: Employees, providers, volunteers, trainees, and other persons whose conduct, in the performance of work for MHS, is under the direct control of such entity, whether or not they are paid by MHS.
- ² Conflict of Interest: a Financial Interest, a Fiduciary Relationship or other activity that compromises or impairs an individual's business judgment, delivery of patient care, loyalty to MHS, or ability to perform their responsibilities at MHS.
- ³ Nepotism: when Workforce Members authorize an Immediate Family Member's employment or uses their position in any way to obtain a position at MHS for an Immediate Family Member.
- ⁴ Immediate Family Member: includes spouse/domestic partner; children and step-children; parents and step-parents; siblings; grandparents; grandchildren; any other person related to you by blood or marriage who resides in your household; and Workforce Members in a relationship and living together.
- ⁵ Business Associate: includes any individuals, companies, or organizations with which the official is acting together to pursue a common business purpose. Examples of a public official's business associates include, but are not limited to, the official's: (1) partners in a partnership; (2) co-owners of a business; (3) outside employer; and (4) co-members of an LLC.
- ⁶ Financial Interest means:
 - An ownership or investment interest,
 - Receipt of any compensation (for example, salary, consulting fees),
 - Receipt of gifts, gratuities, or other business courtesies (for example, meals, entertainment) greater than \$75.
- ⁷ Fiduciary Relationship: service as a member of a board of directors, a member of a board committee, or an officer role for any non-MHS entity, whether the service is paid or unpaid, and whether the entity is for-profit or non-profit.
- ⁸ Non-employee Workforce Members: Employees or contractors in a position to make decisions on behalf of MHS (for example, executives, billing providers, directors, managers, supervisors, etc.), credentialed individuals (including contracted providers), and any other employee or contractor who has a potential conflict of interest.

Attachments

[EC-08A - Examples of Potential Conflicts of Interest](#)

[EC-08B - Conflict of Interest Disclosure Statement](#)

See Also

All MHS compliance-related policies, including, without limitation:

[EC-09 – Business Courtesies and Gifts](#), [EC-42 - Responding to Allegations of Research Misconduct](#),

[GEN-05 - Confidential Business-Related Information](#)

Dates

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Approved

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MHS Policy Committee

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