

SYSTEM POLICY

EC-08 – Conflicts of Interest

(Owner: Ethics and Compliance)

Key Points

- This policy applies to MetroHealth System (MHS) Workforce Members.¹
- MHS employees are subject to strict limits on conflicts of interest, as set forth in the Ohio Ethics laws and in this policy.
- All Workforce Members owe a duty of loyalty to MHS in all activities affecting 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 arise throughout the year.
- This policy describes the requirements for avoiding, disclosing and managing Conflicts of Interest,² including Nepotism,³ Outside Activities⁴ and Post-Employment and Revolving Door issues.

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 avoid Financial Interests⁵, Fiduciary Relationships⁶ and other activities that may create a Conflict of Interest. Attachment A provides a non-exhaustive list of situations that may involve a potential Conflict of Interest. See also [EC-09 – Business Courtesies and Gifts](#).
 - 1.3. 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.
 - 1.4. Workforce Members do not disclose confidential MHS information at any time, even after they are no longer employed/affiliated with MHS. See policy [HR-05 - Confidential Business-related Information](#).
2. Workforce Members report suspected Conflicts of Interest or policy violations to a supervisor in their chain of command, to the Ethics and Compliance Department (EC) (compliance@metrohealth.org), to the Legal Department (legal@metrohealth.org) or to the MetroHealth Ethics Line (phone: 216-778-1660; webpage: www.metrohealth.org/compliance and/or text: 216-600-1456).
3. Potential/Actual Conflict of Interest Disclosure Process. Employees and certain non-employee Workforce Members⁷ (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 90 days of hire/contract and at least annually thereafter, and

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- 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 [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 assesses any appropriate steps to mitigate potential or actual conflicts.
4. Working with Immediate Family Members⁹ (Nepotism).
 - 4.1. Workforce Members cannot authorize an Immediate Family Member’s employment with MHS or use his/her position in any way to obtain a job at MHS for an Immediate Family Member.
 - 4.1.1. For example, Workforce Members cannot: recommend an Immediate Family Member for an MHS position, participate in discussions about the Immediate Family Member’s job application or 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 (i.e., 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 at hire, within ten days of or change in position or department, and within thirty days of marriage between Workforce Members.
 - 4.4. Departmental leadership, in collaboration with HR, has discretion to make employment decisions (i.e., 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).

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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. Post-Employment and Revolving Door.

5.1. The Ohio Ethics Laws restrict former MHS employees from engaging in certain activities with a new employer that has a relationship with MHS.

5.2. 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.

5.3. Former MHS employees cannot represent their new employer on any matter in which they personally participated at MHS for one year after leaving MHS.

5.3.1. Former MHS employees cannot represent their new employer before public agencies on matters in which they participated as an employee of MHS.

5.4. 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.

5.5. MHS abides by all required notifications when hiring certain federal and/or state employees.

6. Documentation; Enforcement; Audits.

6.1. EC maintains Conflict of Interest review documentation and any corresponding approval, restriction or remedial actions.

6.2. A Discloser's immediate MHS supervisor is responsible for ensuring any restrictions are followed and remedial actions are taken.

6.3. EC periodically audits a Discloser's adherence to a Management Plan.

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 means a Financial Interest, a Fiduciary Relationship or other activity that compromises or impairs an individual's (A) business judgment, (B) delivery of patient care, (C) loyalty to MHS, or (D) ability to perform their responsibilities at MHS.

³ Nepotism occurs when Workforce Members authorize an Immediate family member's employment or uses his/her position in any way to obtain a position at MHS for an Immediate family member.

⁴ Outside Activities means any work performed individually or for any person or entity other than MHS whether or not it is compensated – including fiduciary roles such as serving as a member of a board of directors or serving as an officer for a non-MHS entity. Outside Activities must be of such a nature and conducted in such a manner as will not bring discredit to MHS and must not compromise any intellectual property owned by MHS.

⁵ Financial Interest means:

- An ownership or investment interest,
- Receipt of any compensation (e.g., salary, consulting fees),
- Receipt of gifts, gratuities or other business courtesies (e.g., meals, entertainment) greater than \$75.

⁶ Fiduciary Relationship means 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.

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- ⁷ Non-employee Workforce Members: Employees or contractors in a position to make decisions on behalf of MHS (i.e., 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.
- ⁸ Health Care Sector includes, but not limited to pharmaceutical companies, durable medical equipment suppliers, manufacturers of medical devices and supplies, insurance companies and payors, health care providers, health care related software applications and other health care related products and services.
- ⁹ 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.

Attachments

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

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

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See Also

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

- [EC-09 – Business Courtesies and Gifts](#)
- [EC-42 - Responding to Allegations of Research Misconduct](#)
- [HR-05 - Confidential Business-related Information](#)

Dates

Initiated: May 2018

Reviewed/Revised: March 2020, November 2021, April 2022

Approved

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MHS Policy Committee
