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Sponsor:	Brian Kozik: SVP, COMPLIANCE & PRIVACY
Section:	GA-Corporate Compliance
Manuals:	

GA-001-015 Conflict of Interest

I. Purpose

North Broward Hospital District d/b/a Broward Health ("Broward Health") is a publicly-funded institution with an obligation to preserve public trust and provide an environment where its Workforce Members, as defined below, are free from actual or perceived conflicts of interest. Broward Health has adopted this systemwide Policy for the purposes of: (1) setting forth organizational requirements with respect to Conflicts of Interest; (2) identifying those corporate entities and Workforce Members subject to certain requirements under the Policy; and (3) explaining the requirements and activities associated with identifying and ethically resolving Conflicts of Interest.

II. Key Terms

For purposes of this Policy, the below terms shall have the meanings set forth below wherever they appear in this Policy, regardless of whether they are capitalized, unless:

1. The context in which they are used clearly requires a different meaning; or
2. A different definition is prescribed for a particular section of this Policy.

Board Member: Any member of any of the following: Board of Commissioners of North Broward Hospital District; the Audit Committee of the Board of Commissioners of North Broward Hospital District; Broward Health Foundation's Board of Directors; Children's Diagnostic & Treatment Center's Board of Directors; or Broward Health's Accountable Care Organization Board of Directors.

Code of Ethics for Public Officers and Employees: The Code of Ethics for Public Officers and Employees, Part III of Chapter 112, Florida Statutes, which contains standards of ethical conduct and disclosures applicable to public officers and employees.

Committee on Conflicts of Interest: A Broward Health Committee established to gather facts and information on disputed management plans and conflicts of interest when an initial resolution cannot be established between the Corporate Compliance and Ethics Department, the Workforce Member's immediate supervisor, and/or the applicable member of Broward Health's administration. The members of the Committee on Conflicts of Interest members include the Chief Compliance Officer, Chief Administrative Officer, and General Counsel. When required the Committee on Conflicts of Interest will gather facts and information related to the disputed management plan and/or conflict of interest to present to the Chief Executive Officer ("CEO") of Broward Health. The final determination of resolution of such

disputed management plan and/or conflict of interest will be made by the CEO after review of the facts and information gathered by the Committee.

Conflict of Interest: A situation in which regard for a private interest tends to lead to disregard of a public duty or interest.

Immediate Family Member: A husband or wife; birth or adoptive parent, child or sibling; stepparent, stepchild, stepbrother, or stepsister; father-in-law; mother-in-law, son-in-law, daughter-in-law; brother-in-law, or sister-in-law; grandparent or grandchild; and spouse of a grandparent or grandchild.

Key Employees: All employees with the title Manager and above, members of Supply Chain Services, members of the Contract Administration Department, members of the Case Management/Social Workers Department, members of the Office of the General Counsel, members of the Corporate Compliance and Ethics Department, members of the Internal Audit Department, employed physicians/providers, medical staff members, and Board Members.

Key Medical Staff: Medical Staff members in leadership positions (e.g., Chief of Staff, Department Chair, etc.), Medical Directors/Program Directors, and Medical Staff members who participate in the Pharmacy and Therapeutics Committee, Central Formulary Committee, Health Technology Committee, Quality/Peer Review Committee, and Medical Education Committee.

Personal Interests: Relevant activities that may have a non-financial benefit to a Workforce Member, but may present an actual or apparent Conflict of Interest. Such interests may involve the Workforce member or his or her immediate Family Members.

Significant Financial Interests: Monetary arrangements with individuals, businesses or other entities, including but not limited to the following:

1. **Debt Interests:** Holding of debt or debt securities by an individual or Immediate Family Member in any company or entity.

2. **Equity Interests:** Ownership interest that exceeds 5% by an individual or Immediate Family Member of stock, stock options or other proprietary interests in any company or entity, whether said entity is publicly-traded or privately owned. Significant Financial Interests do not include investments in mutual funds or retirement plans, such as 401(k) or 403(b) plans, where there is no individual control over selections within a fund.

Outside Activities: Workforce Member's relationships outside of Broward Health and his or her duties thereto including but not limited to the following activities:

1. **Work Relationships with Entities outside of Broward Health:** A direct or indirect engagement (e.g. through an immediate family member) where salary or other remuneration is received as an employee, consultant, officer, contractor, or board member in any business or health care enterprise in the South Florida Tri-County Area, Palm Beach County, Broward County or Dade County, that produces services or products outside of Broward Health.

2. **Relationships with Organizations Doing Business with Broward Health and Pharmaceutical/Medical Device/Suppliers:** A situation in which a Workforce member serves as an officer, director, employee, committee, member, advisor, agent, representative, or consultant, or in any other professional activity capacity for any company, firm, or business that, to the best of their knowledge, does or seeks to do business with Broward Health.

3. Employment of Relatives and Partner Relationships in the Workplace: Workforce members shall disclose any situation in which their relationship with an immediate family member results in a potential, perceived, or actual conflict of interest. A conflict of interest may be the result of a direct reporting relationship (e.g. a supervisory relationship) or an indirect reporting relationship (e.g. if one workforce member holds a position which may influence the status or compensation of an immediate family member).

Management Plan: A written document developed when a Workforce Member has a Significant Financial Interest or Ownership Relationship, or other circumstance that has the actual, potential, or perceived ability to impair their objectivity while performing his or her Broward Health duties. Its purpose is to formulate a strategy to mitigate or eliminate risks to the key personnel's objectivity. This document outlines steps necessary to manage the situation so that the Workforce Member's objectivity will not be compromised while performing his or her Broward Health duties.

Workforce Member: Any employee, independent contractor, agent, trainee, or other person who performs work for or on behalf of Broward Health. This includes full-time, part-time, and pool employees; associates; directors; officers; managers; supervisors; Board Members, and members of standing committees; medical staff members employed by or otherwise affiliated with Broward Health; and others receiving training at any Broward Health facility; and others who provide goods or services to Broward Health.

III. Policy

1. No Workforce Member may enter into any employment, transaction, or other arrangement that may cause or be perceived to cause a conflict of interest.
2. Broward Health requires all Workforce Members to disclose any and all Outside Activities, Personal Interests, and Significant Financial Interests that may pose a potential Conflict of Interest. Failure to do so is grounds for disciplinary action, up to and including termination.
3. If any disclosed Outside Activities, Personal Interests, or Significant Financial Interests are determined to be an actual Conflict of Interest, specific management guidelines and expectations must be established prior to permitting the Outside Activity, Personal Interest, or Significant Financial Interest to continue.

IV. Procedures

1. Process for Disclosures:
 - a. Upon Hire: All new hires will be required to complete and submit a COI Disclosure Form.
 - b. Annual Certification: Identified Key Employees, Medical Staff members, and Board members will receive an automated email notification advising of this requirement and providing a copy or link to the required COI Disclosure Form. Instructions for logging in and completing the form shall be provided.
 - c. Incidental Disclosures: Any changes in Significant Financial Interests or relevant Personal Interests that occur after the new hire or annual disclosure are to be disclosed at the time of or subsequent to the event, but may be made at any time during the calendar year, so long as the changes are disclosed at least annually.
2. Contractor/Physician Disclosure: All third parties or contractors doing work with or on behalf of Broward Health will be required to complete and submit a COI Disclosure Form upon engagement

unless a documented exception is applicable. Approval of any exception will be made by the Corporate Compliance and Ethics Department and will be housed in the applicable contract documentation section. Any changes in Significant Financial Interests or relevant Personal Interests submitted will require the Disclosure form to be updated in accordance with this Policy.

3. Third Party Disclosure: If an individual observes a Workforce member's activity or actions that appear to be a Conflict of Interest, the individual may use the following mechanisms to report the matter:
 - a. Disclose the matter to the Workforce member's direct supervisor or use the chain of command if the Workforce member's direct supervisor's is involved in the conduct;
 - b. Contact the Corporate Compliance Department directly at 954-473-7500.
 - c. Contact the toll-free Compliance Hotline at 1-888-511-1370. Reports using this method may be made anonymously, if the reporter chooses, to the extent possible.
 - d. Individuals reporting in good faith are protected from retaliation in accordance with Broward Health's Non-Retaliation policy, [Non-Retaliation and Retribution, GA-004-305](#).
 - e. Conflict of interest disclosures will be reviewed by the Corporate Compliance Department.
4. Review and Evaluation of Disclosure:
 - a. Once the disclosing Workforce Member or Contractor has responded to the COI Disclosure questionnaire, it will be reviewed and evaluated by the Workforce Member's direct supervisor and applicable senior member of administration, in consultation with the Corporate Compliance Department. Depending on the nature of the disclosure, the Corporate Compliance and Ethics Department may further consult with the General Counsel's office (e.g., when the disclosure implicates a risk of fraud, waste, and abuse). If an actual or apparent Conflict of Interest is identified in the Disclosure, the individual will be informed of the status of the review process, including the need for additional information, the need for a documented Management Plan, or the need for further review by the Committee on Conflicts of Interest. If a management plan is needed, both the discloser and that person's supervisor will be required to sign off on any agreed upon management plan. If a disclosure indicates that revision of an agreement or language needs to be added to a contract in order to mitigate an actual or potential conflict of interest, the Corporate Compliance and Ethics Department will collaborate with the General Counsel's Office as required by [GA-004-002 Compliance and General Counsel Protocol](#) policy.
5. Committee on Conflicts of Interest:
 - a. If the direct supervisor and applicable senior member of administration, after consultation with the Corporate Compliance and Ethics Department, are unable to come to a satisfactory resolution on the management plan for a disclosed conflict of interest or financial disclosure, the disclosure(s) will be brought to the Committee on Conflicts of Interests ("Committee") for review and to gather information on the actions that may be taken to finalize a resolution to the disclosure and/or Management Plan (if appropriate).
 - b. The Conflicts Committee shall gather the necessary information to provide its impression(s) of the disclosure(s) and/or the proposed management plan(s) to the CEO.
 - c. The CEO will review the information and facts gathered by the Committee and decide whether or not to finalize a Management Plan with the Workforce Member or resolve the disclosed conflict in another manner.
6. Reporting: As appropriate, the CCO will report to the Executive Compliance Workgroup and the

Board of Commissioners the status of Broward Health's Conflict of Interest program on a periodic basis.

V. Related Policies and Compliance Documents

- Broward Health Code of Conduct
- North Broward Hospital District Bylaws and Resolutions, Chapter 2 Section 2.7 Code of Conduct and Ethics
- Gifts, Gratuities, and Business Courtesies, Policy No. GA-004-012
- Non-Retaliation and Retribution, Policy No. GA-004-305
- Compliance and General Counsel Protocol, Policy No. GA-004-002

VI. References

Part III, Chapter 112, Florida Statutes: The Code of Ethics for Public Officers and Employees

Attachments

No Attachments

Approval Signatures

Step Description	Approver	Date
Final Approver	Brian Kozik: SVP, COMPLIANCE & PRIVACY	07/2020
	Jennifer Mosley: EXEC SECRETARY/ANALYST	07/2020