

POLICY

SUBJECT: Conflicts of Interest

Number: 2554

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Author: Feilmeier, Renae M

Facility: All Madonna Facilities

Level of Care: All Levels of Care

System: Quality/Risk Management

Department: Corporate Compliance

DEFINITIONS:

Conflict of Interest: Any circumstance where financial or other personal interests may bias or otherwise influence, or have the appearance of biasing or influencing, the exercise of one's professional judgment relative to his or her responsibilities or actions taken on behalf of Madonna.

Designated Employees: All employees in the role of manager or above; members of the medical staff who are Madonna employees; and any other employees or individuals designated by management.

Immediate Family: A spouse or domestic partner, child (including a legally adopted child), grandchild, sibling, parent and/or grandparent.

Madonna: Madonna Rehabilitation Hospital, including its rehabilitation and specialty hospitals, long-term care facility, research institute, physician clinics, outpatient clinics, medical fitness center, and occupational health services at sites in Lincoln and Omaha, Nebraska.

POLICY:

Madonna is committed to conducting its affairs in accordance with the highest ethical and legal standards. Madonna expects that all employees will conduct themselves so as to avoid or minimize actual, potential, or perceived Conflicts of Interest and will report and respond appropriately when Conflicts of Interest arise.

It is our policy that employees should avoid activities or relationships that conflict with Madonna's interests or could adversely affect Madonna's reputation. We do not prohibit all activities or relationships that create or may create a Conflict of Interest, but we do require that employees promptly and fully disclose all actual and/or potential Conflicts of Interest to Madonna and that approved Conflicts of Interest be properly managed. This may include, but is not limited to, refraining from participation in certain discussions or decisions related to or potentially impacted by the Conflict of Interest.

This policy applies to all Madonna employees, including medical staff, performing work at or on behalf of Madonna. For the conflicts of interest policy applicable to Madonna's research activities, please see Policy #2532, IRB Conflict of Interest.

The following are examples of circumstances that may give rise to a Conflict of Interest and are generally prohibited:

1. Gifts or Favors: Neither employees nor their Immediate Family may accept or solicit gifts, favors, services, or other things of more than nominal value to the extent that decisions or actions affecting Madonna might be influenced. Similarly, employees and their Immediate Family are not permitted to offer or give money, services, or other things of value with the intent or expectation of influencing the judgment or decision-making of any purchaser, supplier, customer, patient, government official or other person.
2. Madonna Information: Employees are prohibited from obtaining, disclosing, or using Madonna information or any non-public information acquired as a result of working for Madonna in the following ways: (i) for direct or indirect personal interest or gain; (ii) for any purpose that may be detrimental to Madonna; and (iii) without authorization.
3. Solicitation: Employees are prohibited from soliciting or assisting others in soliciting Madonna employees or contractors to: (i) cease or limit their relationship with Madonna; or (ii) compete with Madonna or enter into an employment or other contractual relationship with a person or entity that competes with Madonna. Employees are also prohibited from soliciting or assisting others to solicit patients to seek services from a person or entity that competes with Madonna, except that a clinician may recommend a clinician or other provider when asked for a recommendation by the patient, the patient's family, or another clinician caring for the patient and when in the best interest of the patient to do so.
4. Diversion of Corporate Opportunity: Employees are prohibited from appropriating or diverting for personal advantage a business or financial opportunity with knowledge that Madonna is pursuing, intending to pursue, or would have an interest in pursuing such opportunity if Madonna was aware of it.

The following are examples of circumstances that may give rise to a Conflict of Interest and are generally subject to disclosure and management:

1. Outside Activities: Employees or their Immediate Family providing services, whether compensated or not, to an outside organization that does or seeks to do business with Madonna, or competes with Madonna, or engaging in any other activity that may give the appearance of impairing the employee's independent judgment in the exercise of his or her Madonna responsibilities.

2. Outside Interests: Employees or their Immediate Family seeking to do business with Madonna or competing with Madonna, or having an ownership interest in an outside organization that does or seeks to do business with Madonna or to compete with Madonna.
3. Fiduciary Role: Employees or their Immediate Family serving as a member of the governing board of an entity, including serving on its board of directors, or holding a position of authority or responsibility to act in the best interest of that entity, including being an officer, manager, partner, or member, if such service may give the appearance of impairing the independent judgment of the employee in the exercise of his or her Madonna responsibilities.

Madonna employees should be aware of Conflicts of Interest and address them as they arise, seeking advice from supervisors, the Corporate Compliance Officer, or the Director of Quality and Risk Management when faced with circumstances that have the potential to create a Conflict of Interest.

PROCESS:

Disclosure Requirements

All Designated Employees are required to disclose to Madonna all actual or potential Conflicts of Interest on an annual and ad hoc basis. The Corporate Compliance Officer, or his or her designee, is responsible for the distribution, receipt, processing, review, and retention of disclosure forms. Employees are encouraged to seek assistance from their managers with questions or potential concerns.

Annual Disclosures: Designated Employees are required to complete and submit a Conflict of Interest Disclosure Form annually. All forms are to be submitted annually on or before June 30. The Director of Quality and Risk will collect these forms, review them with the Corporate Compliance Officer and General Counsel, and report annually to the Corporate Compliance Committee that the process was completed. The Quality and Risk Management Department will keep electronic copies of the forms.

Ad Hoc Disclosures: In addition to annual disclosure, the following situations require ad hoc disclosure.

1. New Hire/Promotion. All Designated Employees must complete a Conflict of Interest Disclosure Form within thirty (30) days of hire or promotion into a Designated Employee position.
2. New Conflict of Interest. All Designated Employees must disclose any actual or potential Conflict of Interest that arises or is discovered during the course of the year.

Review and Decision

All disclosures required under this policy must be directed in writing to the Corporate Compliance Officer or the Director of Quality and Risk Management. The Corporate Compliance Officer, in consultation with the Director of Quality and Risk Management and General Counsel as appropriate, will promptly review the disclosure and determine if an actual or potential Conflict of Interest exists.

If a Conflict of Interest exists, the Corporate Compliance Officer or his or her designee will work with the employee's manager and system leader to determine what course of action will be taken to avoid or manage the Conflict of Interest. If the Conflict of Interest cannot be resolved, a management plan will be implemented to address the Conflict of Interest. The employee's manager and system leader will periodically review the impacted activity and monitor the conduct of the activity to oversee compliance with the management plan.

If Madonna has reasonable cause to believe an employee has failed to disclose an actual or potential Conflict of Interest, the employee's manager will consult with the Corporate Compliance Officer about the basis for such belief. A review will be conducted and the manager will be included in the determination of the appropriate course of action, depending upon the specific circumstances. Madonna reserves the right to take appropriate corrective action as necessary, including termination of employment.

RELATED POLICIES:

Policy #2532, IRB Conflict of Interest

Policy #1640, Gift and Prize Acceptance