

HEALTHCARE INNOVATION & TECHNOLOGY LAB

CONFLICT OF INTEREST POLICY

SECTION 1. PURPOSE:

The Healthcare Innovation and Technology Lab (HITLAB) is an independent, academically inclined healthcare technology research organization. Maintenance of its independence is important both for its ability to churn out unbiased, objective research and for its continued financial stability. The sponsors and public health community view the operations of HITLAB as an entity that will safeguard their interests, safety and profitability, by acting in a manner that is free from bias or subjectivity or obligation to each sponsor or the public.

Consequently, there exists between HITLAB and its board, management employees, staff and contractors and the sponsors a fiduciary duty, which carries with it a broad and unbending duty of loyalty and fidelity. The board, management employees, staff and contractors have the responsibility of administering the affairs of HITLAB honestly and prudently, and of exercising their best care, skill, and judgment for the sole benefit of HITLAB. Those persons shall exercise the utmost good faith in all transactions involved in their duties, and they shall not use their positions with HITLAB or knowledge gained there from for their personal benefit. The interests of the organization must be the first priority in all decisions and actions.

SECTION 2. PERSONS CONCERNED:

This statement is directed not only to the board and management employees, but to all employees who can influence the actions of any grants and research at HITLAB. For example, this would include all who make research decisions, all persons who might be described as “research personnel,” and anyone who has proprietary information concerning HITLAB.

This agreement is between _____ (Designee) and Healthcare Innovation & Technology Lab. (HITLAB)

SECTION 3. AREAS IN WHICH CONFLICT MAY ARISE:

Conflicts of interest may arise in the relations of management employees, staff and contractors with any of the following third parties:

1. Persons and firms supplying goods and services to HITLAB.
2. Persons and firms from whom HITLAB leases property and equipment.
3. Persons and firms with whom HITLAB is dealing or planning to deal in connection with the gift, purchase or sale of real estate, securities, or other property.
4. Competing or affinity organizations, or any groups in healthcare, medicine and public health.
5. Donors, sponsors and others supporting HITLAB.
6. Agencies, organizations. and associations which affect the operations of HITLAB.
7. Family members, friends, and other employees.

SECTION 4. NATURE OF CONFLICTING INTEREST:

A conflicting interest may be defined as an interest, direct or indirect, with any persons or firms mentioned in Section 3. Such an interest might arise through:

1. Owning stock or holding debt or other proprietary interests in any third party dealing with HITLAB.
2. Holding office, serving on the board, participating in management, or being otherwise employed (or formerly employed) with any third party dealing with HITLAB.
3. Receiving remuneration for services with respect to individual transactions involving HITLAB.
4. Using HITLAB's time, personnel, equipment, supplies, or good will for other than HITLAB-approved activities, programs, and purposes.
5. Receiving personal gifts or loans from third parties dealing or competing with HITLAB. Receipt of any gift is disapproved except gifts of a value less than \$50, which could not be refused without discourtesy. No personal gift of money should ever be accepted.

SECTION 5. INTERPRETATION OF THIS STATEMENT OF POLICY:

The areas of conflicting interest listed in Section 3, and the relations in those areas which may give rise to conflict, as listed in Section 4, are not exhaustive. Conflicts might arise in other areas or through other relations. It is assumed that board, management employees, staff and contractors will recognize such areas and relation by analogy.

The fact that one of the interests described in Section 4 exists does not necessarily mean that a conflict exists, or that the conflict, if it exists, is material enough to be of practical importance, or if material, that upon full disclosure of all relevant facts and circumstances it is necessarily adverse to the interests of HITLAB.

However, it is the policy of HITLAB that the existence of any of the interests described in Section 4 shall be disclosed before any transaction is consummated. It shall be the continuing responsibility of the board, management employees, staff and contractors to scrutinize their transactions and outside business interests and relationships for potential conflicts and to immediately make such disclosures.

SECTION 6. DISCLOSURE POLICY AND PROCEDURE:

Transactions with parties with whom a conflicting interest exists may be undertaken only if all of the following are observed:

1. The conflicting interest is fully disclosed;
2. The person with the conflict of interest is excluded from the discussion and approval of such transaction;
3. A competitive bid or comparable valuation exists; and
4. The Chair or Executive Director [or duly constituted committee thereof] has determined that the transaction is in the best interest of the organization.

Disclosure in the organization should be made to the Executive director (or if she or he is the one with the conflict, then to the Chair), who shall bring the matter to the attention of the appropriate body.

The [Chair or a duly constituted committee thereof] shall determine whether a conflict exists and in the case of an existing conflict, whether the contemplated transaction may be authorized as just, fair, and reasonable to HITLAB. The decision of the [Chair or a duly constituted committee thereof] on these matters will rest in their sole discretion, and their concern must be the welfare of HITLAB and the advancement of its purpose.

I hereby confirm that I have read and understand HITLAB's conflict of interest policy and that my responses to the above questions are complete and correct to the best of my information and belief. I agree that if I become aware of any information that might indicate that this disclosure is inaccurate or that I have not complied with this policy, I will notify [designated authorities] immediately.

Print Name

Title

Initials

Date

HEALTHCARE INNOVATION & TECHNOLOGY LAB

CONFLICT OF INTEREST DISCLOSURE STATEMENT

Preliminary note: In order to be more comprehensive, this statement of disclosure/questionnaire also requires you to provide information with respect to certain parties that are related to you. These persons are termed "affiliated persons" and include the following:

- a. your spouse, domestic partner, child, mother, father, brother or sister who may be involved in any capacity with a entity that poses conflict of interest;
- b. any corporation or organization of which you are a board member, an officer, a partner, participate in management or are employed by, or are, directly or indirectly, a debt holder or the beneficial owner of any class of equity securities; and
- c. any trust or other estate in which you have a substantial beneficial interest or as to which you serve as a trustee or in a similar capacity.

1. NAME OF DESIGNEE: (Please print)

2. AFFILIATION DECLARATION

CAPACITY (BOARD MEMBER, CONSULTANT, VOLUNTEER, SPOUSE, PARTNER ETC)

- | | |
|----------|-------|
| a) _____ | _____ |
| b) _____ | _____ |
| c) _____ | _____ |
| d) _____ | _____ |
| e) _____ | _____ |
| f) _____ | _____ |
| g) _____ | _____ |

STATEMENT

I hereby confirm that I have read and understand HITLAB's conflict of interest policy and that the above declarations are complete and correct to the best of my information and belief. I agree that if I become aware of any information that might indicate that this disclosure is inaccurate or that I have not complied with this policy, I will notify [designated authorities] immediately.

Print Name

Title

Initials

Date

DETAILED EXHIBIT - AFFILIATION DECLARATION (a)

1. Have you or any of your affiliated persons provided services or property to the _____(above named entity) in the past year? YES OR NO

If yes, please describe the nature of the services or property and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

2. Have you or any of your affiliated persons purchased services or property from _____ in the past year? YES OR NO

If yes, please describe the purchased services or property and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

3. Please indicate whether you or any of your affiliated persons had any direct or indirect interest in any business transaction(s) in the past year to which _____ was or is a party? YES OR NO

If yes, describe the transaction(s) and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

4. Were you or any of your affiliated persons indebted to pay money to _____ at any time in the past year (other than travel advances or the like)? YES OR NO

If yes, please describe the indebtedness and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

5. In the past year, did you or any of your affiliated persons receive, or become entitled to receive, directly or indirectly, any personal benefits from _____ or as a result of your relationship with _____, that in the aggregate could be valued in excess of \$100.00, that were not or will not be compensation directly related to your duties to HITLAB? YES OR NO

If yes, please describe the benefit(s) and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

6. Are you or any of your affiliated persons a party to or have an interest in any pending legal proceedings involving _____? YES OR NO

If yes, please describe the proceeding(s) and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

7. Are you aware of any other events, transactions, arrangements or other situations that have occurred or may occur in the future that you believe should be examined by HITLAB [Chair or a duly constituted committee thereof] in accordance with the terms and intent of HITLAB's conflict of interest policy? YES OR NO

If yes, please describe the situation(s) and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

DETAILED EXHIBIT - AFFILIATION DECLARATION (b)

1. Have you or any of your affiliated persons provided services or property to the _____(above named entity) in the past year? YES OR NO

If yes, please describe the nature of the services or property and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

2. Have you or any of your affiliated persons purchased services or property from _____ in the past year? YES OR NO

If yes, please describe the purchased services or property and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

3. Please indicate whether you or any of your affiliated persons had any direct or indirect interest in any business transaction(s) in the past year to which _____ was or is a party? YES OR NO

If yes, describe the transaction(s) and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

4. Were you or any of your affiliated persons indebted to pay money to _____ at any time in the past year (other than travel advances or the like)? YES OR NO

If yes, please describe the indebtedness and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

5. In the past year, did you or any of your affiliated persons receive, or become entitled to receive, directly or indirectly, any personal benefits from _____ or as a result of your relationship with _____, that in the aggregate could be valued in excess of \$100.00, that were not or will not be compensation directly related to your duties to HITLAB? YES OR NO

If yes, please describe the benefit(s) and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

6. Are you or any of your affiliated persons a party to or have an interest in any pending legal proceedings involving _____? YES OR NO

If yes, please describe the proceeding(s) and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

7. Are you aware of any other events, transactions, arrangements or other situations that have occurred or may occur in the future that you believe should be examined by HITLAB [Chair or a duly constituted committee thereof] in accordance with the terms and intent of HITLAB's conflict of interest policy? YES OR NO

If yes, please describe the situation(s) and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

DETAILED EXHIBIT - AFFILIATION DECLARATION (c)

1. Have you or any of your affiliated persons provided services or property to the _____(above named entity) in the past year? YES OR NO

If yes, please describe the nature of the services or property and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

2. Have you or any of your affiliated persons purchased services or property from _____ in the past year? YES OR NO

If yes, please describe the purchased services or property and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

3. Please indicate whether you or any of your affiliated persons had any direct or indirect interest in any business transaction(s) in the past year to which _____ was or is a party? YES OR NO

If yes, describe the transaction(s) and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

4. Were you or any of your affiliated persons indebted to pay money to _____ at any time in the past year (other than travel advances or the like)? YES OR NO

If yes, please describe the indebtedness and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

5. In the past year, did you or any of your affiliated persons receive, or become entitled to receive, directly or indirectly, any personal benefits from _____ or as a result of your relationship with _____, that in the aggregate could be valued in excess of \$100.00, that were not or will not be compensation directly related to your duties to HITLAB? YES OR NO

If yes, please describe the benefit(s) and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

6. Are you or any of your affiliated persons a party to or have an interest in any pending legal proceedings involving _____? YES OR NO

If yes, please describe the proceeding(s) and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

7. Are you aware of any other events, transactions, arrangements or other situations that have occurred or may occur in the future that you believe should be examined by HITLAB [Chair or a duly constituted committee thereof] in accordance with the terms and intent of HITLAB's conflict of interest policy? YES OR NO

If yes, please describe the situation(s) and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

DETAILED EXHIBIT - AFFILIATION DECLARATION (d)

1. Have you or any of your affiliated persons provided services or property to the _____(above named entity) in the past year? YES OR NO

If yes, please describe the nature of the services or property and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

2. Have you or any of your affiliated persons purchased services or property from _____ in the past year? YES OR NO

If yes, please describe the purchased services or property and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

3. Please indicate whether you or any of your affiliated persons had any direct or indirect interest in any business transaction(s) in the past year to which _____ was or is a party? YES OR NO

If yes, describe the transaction(s) and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

4. Were you or any of your affiliated persons indebted to pay money to _____ at any time in the past year (other than travel advances or the like)? YES OR NO

If yes, please describe the indebtedness and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

5. In the past year, did you or any of your affiliated persons receive, or become entitled to receive, directly or indirectly, any personal benefits from _____ or as a result of your relationship with _____, that in the aggregate could be valued in excess of \$100.00, that were not or will not be compensation directly related to your duties to HITLAB? YES OR NO

If yes, please describe the benefit(s) and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

6. Are you or any of your affiliated persons a party to or have an interest in any pending legal proceedings involving _____? YES OR NO

If yes, please describe the proceeding(s) and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

7. Are you aware of any other events, transactions, arrangements or other situations that have occurred or may occur in the future that you believe should be examined by HITLAB [Chair or a duly constituted committee thereof] in accordance with the terms and intent of HITLAB's conflict of interest policy? YES OR NO

If yes, please describe the situation(s) and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

DETAILED EXHIBIT - AFFILIATION DECLARATION (e)

1. Have you or any of your affiliated persons provided services or property to the _____(above named entity) in the past year? YES OR NO

If yes, please describe the nature of the services or property and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

2. Have you or any of your affiliated persons purchased services or property from _____ in the past year? YES OR NO

If yes, please describe the purchased services or property and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

3. Please indicate whether you or any of your affiliated persons had any direct or indirect interest in any business transaction(s) in the past year to which _____ was or is a party? YES OR NO

If yes, describe the transaction(s) and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

4. Were you or any of your affiliated persons indebted to pay money to _____ at any time in the past year (other than travel advances or the like)? YES OR NO

If yes, please describe the indebtedness and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

5. In the past year, did you or any of your affiliated persons receive, or become entitled to receive, directly or indirectly, any personal benefits from _____ or as a result of your relationship with _____, that in the aggregate could be valued in excess of \$100.00, that were not or will not be compensation directly related to your duties to HITLAB? YES OR NO

If yes, please describe the benefit(s) and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

6. Are you or any of your affiliated persons a party to or have an interest in any pending legal proceedings involving _____? YES OR NO

If yes, please describe the proceeding(s) and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

7. Are you aware of any other events, transactions, arrangements or other situations that have occurred or may occur in the future that you believe should be examined by HITLAB [Chair or a duly constituted committee thereof] in accordance with the terms and intent of HITLAB's conflict of interest policy? YES OR NO

If yes, please describe the situation(s) and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

DETAILED EXHIBIT - AFFILIATION DECLARATION (f)

1. Have you or any of your affiliated persons provided services or property to the _____(above named entity) in the past year? YES OR NO

If yes, please describe the nature of the services or property and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

2. Have you or any of your affiliated persons purchased services or property from _____ in the past year? YES OR NO

If yes, please describe the purchased services or property and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

3. Please indicate whether you or any of your affiliated persons had any direct or indirect interest in any business transaction(s) in the past year to which _____ was or is a party? YES OR NO

If yes, describe the transaction(s) and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

4. Were you or any of your affiliated persons indebted to pay money to _____ at any time in the past year (other than travel advances or the like)? YES OR NO

If yes, please describe the indebtedness and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

5. In the past year, did you or any of your affiliated persons receive, or become entitled to receive, directly or indirectly, any personal benefits from _____ or as a result of your relationship with _____, that in the aggregate could be valued in excess of \$100.00, that were not or will not be compensation directly related to your duties to HITLAB? YES OR NO

If yes, please describe the benefit(s) and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

6. Are you or any of your affiliated persons a party to or have an interest in any pending legal proceedings involving _____? YES OR NO

If yes, please describe the proceeding(s) and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

7. Are you aware of any other events, transactions, arrangements or other situations that have occurred or may occur in the future that you believe should be examined by HITLAB [Chair or a duly constituted committee thereof] in accordance with the terms and intent of HITLAB's conflict of interest policy? YES OR NO

If yes, please describe the situation(s) and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

DETAILED EXHIBIT - AFFILIATION DECLARATION (g)

1. Have you or any of your affiliated persons provided services or property to the _____(above named entity) in the past year? YES OR NO

If yes, please describe the nature of the services or property and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

2. Have you or any of your affiliated persons purchased services or property from _____ in the past year? YES OR NO

If yes, please describe the purchased services or property and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

3. Please indicate whether you or any of your affiliated persons had any direct or indirect interest in any business transaction(s) in the past year to which _____ was or is a party? YES OR NO

If yes, describe the transaction(s) and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

4. Were you or any of your affiliated persons indebted to pay money to _____ at any time in the past year (other than travel advances or the like)? YES OR NO

If yes, please describe the indebtedness and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

5. In the past year, did you or any of your affiliated persons receive, or become entitled to receive, directly or indirectly, any personal benefits from _____ or as a result of your relationship with _____, that in the aggregate could be valued in excess of \$100.00, that were not or will not be compensation directly related to your duties to HITLAB? YES OR NO

If yes, please describe the benefit(s) and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

6. Are you or any of your affiliated persons a party to or have an interest in any pending legal proceedings involving _____? YES OR NO

If yes, please describe the proceeding(s) and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

7. Are you aware of any other events, transactions, arrangements or other situations that have occurred or may occur in the future that you believe should be examined by HITLAB [Chair or a duly constituted committee thereof] in accordance with the terms and intent of HITLAB's conflict of interest policy? YES OR NO

If yes, please describe the situation(s) and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

HEALTHCARE INNOVATION & TECHNOLOGY LAB

GIFT POLICY AND DISCLOSURE FORM

As part of its conflict of interest policy, HITLAB requires that board members, management employees, staff and contractors decline to accept certain gifts, consideration or remuneration from individuals or companies that seek to do business with HITLAB or are a competitor of it. This policy and disclosure form is intended to implement that prohibition on gifts.

No Responsible Person or Family Member shall accept gifts, entertainment or other favors from any person or entity which:

- 1. Does or seeks to do business with HITLAB or,
- 2. Does or seeks to compete with HITLAB or,
- 3. Has received, is receiving, or is seeking to receive a Contract or Transaction with HITLAB.

Section 1. “Responsible Person” is any person serving as an officer, employee or a member of the board of directors of HITLAB.

Section 2. “Family Member” is a spouse, domestic partner, parent, child or spouse of a child, or a brother, sister, or spouse of a brother or sister, of a Responsible Person.

Section 3. “Contract or Transaction” is any agreement or relationship involving the sale or purchase of goods, services or rights of any kind, receipt of a loan or grant, or the establishment of any other pecuniary relationship.

Section 4. Prohibited gifts, gratuities and entertainment. Except as approved by the Executive Director or the Chair of the organization or his designee for gifts of a value less than \$50 which could not be refused without discourtesy.

GIFT STATEMENT

I certify that I have read the above policy concerning gifts, and I agree that I will not accept gifts, entertainment or other favors from any individual or entity, which would be prohibited by the above policy. Following my initial statement, I agree to provide a signed statement at the end of each calendar year certifying that I have not received any such gifts, entertainment or other favors during the preceding year.

Print Name

Title

Initials

Date