

COOPER UNIVERSITY HEALTH CARE

Corporate Policies and Procedures

Supersedes: 07/12/2019 Section: Compliance Program
Reviewed: 07/23/2020 Subject: 12.102 - Conflicts of Interest and Commitment

Notice: The official version of this Policy is contained in Cooper Policy Network and may have been revised since the document was printed.

I. DEFINITIONS:

A. Cooper Representatives:

1. Cooper Representatives include:
 - a. Members of the Board of Trustees and its committees;
 - b. Cooper's executives and officers;
 - c. All Cooper Health System employees at all locations, including contract, part-time and temporary employees;
 - d. Residents, students and volunteers;
 - e. Medical staff; and
 - f. Agents of Cooper

B. Conflict of Interest:

1. Conflict of Interest refers to a situation where an individual's financial, professional or other personal considerations may, directly or indirectly, affect, or have the appearance of affecting, an individual's professional judgment in exercising any duty or responsibility on behalf of Cooper.

C. Conflict of Commitment:

1. "Conflict of Commitment" refers to situations where outside activities potentially affect the ability of Cooper Representatives to devote the time, talent and loyalty required to fulfill the terms of employment.

D. Family Member:

1. The term "Family Member" refers to a spouse, domestic or civil union partner, parent, child (including step, adopted and natural), sibling, inlaws, grandchildren, great grandchildren or a person living within your household.

II. CONFLICTS OF INTEREST:

A. Duties of Cooper Representatives

1. All decisions and actions taken by Cooper Representatives in conducting Cooper business shall be made in a manner that promotes the best interests of Cooper. Cooper Representatives shall avoid activities or situations in which external interests conflict or appear to conflict with the interests of Cooper.
2. Cooper Representatives shall not use their Cooper position to influence outside organizations or individuals for the direct financial, personal or professional benefit of themselves, members of their family or others with whom they have a

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relationship such that their actions could be construed as conveying a personal favor.

3. Cooper Representatives have an affirmative obligation to disclose actual and potential conflicts to the appropriate Cooper representative (described below) and withdraw from any participation or decision-making (formal or informal) related to the conflict, until the matter is reviewed and appropriately addressed.
4. Legitimate activities protected by Section 7 of the National Labor Relations Act are not considered to be a conflict of interest under this policy.

B. Disclosure and Resolution of Conflicts of Interest

1. If a conflict of interest or potential conflict of interest arises, Cooper Representatives have an affirmative obligation to notify their supervisor, the Chief Compliance Officer and/or the Legal Department (either directly or through their supervisor). It is important that actual and potential conflicts be reported immediately so that the situation can be managed effectively and Cooper's interests in conflict-free decision-making can be protected.
2. Anonymous reports may be made through the Compliance Hotline (1-800-500-0333 or online at cooperhealth.alertline.com).
3. The Legal, Compliance, and Human Resources Departments will review the pertinent information and fashion an appropriate solution, based upon the individual facts of the situation.
4. Many methods exist for resolving conflicts of interest. For example, Cooper Representatives may be required to disclose the conflict to others and withdraw from any decision-making role potentially affecting the conflicted interest. In other situations, Cooper Representatives may be required to terminate their outside relationship or sever employment with Cooper.
5. The affected employee will be notified in writing of the method by which the conflict will be resolved.
6. Failure to comply with the written notification may result in employee discipline, including termination of employment.

C. Common Guiding Principles

1. Conflicts of interest may take many forms and may be difficult to identify. Cooper Representatives must remain vigilant in identifying actual and potential conflicts of interest. The following principles provide guidance to common conflicts of interest situations.
 - a. Business decisions:

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- i. Cooper Representatives may not use their position to make or influence business decisions for the financial, personal or professional benefit of themselves, their family members, or others with whom they have a personal relationship that could be construed as conveying a personal favor. Business decisions that affect or potentially affect personal financial interests must be identified and disclosed.
 - b. Use of Cooper resources:
 - i. The use of Cooper resources (e.g. employee time, telephones, email, copying machines, computer equipment, etc.) for personal and / or financial gain is a prohibited conflict. Corporate Policies [9.105 - E-Mail Acceptable Use Policy](#) , [9.106 - Cooper Computer Acceptable Use](#) , [9.108 - Internet Acceptable Use Policy](#) , [9.207 - Information Assurance Policy](#) limit employee usage of Cooper resources in other circumstances.
 - c. Family and personal relationships:
 - i. Cooper Representatives may not participate in decisions involving a direct benefit (e.g., hiring, salary, work assignments, evaluations, etc.) to a family member. Family or personal relationships that pose an actual or potential conflict of interest must be identified and disclosed.
 - d. Gifts and Gratuities:
 - i. The acceptance of gifts and gratuities is governed by Cooper's Vendor Interaction Policy ([1.139 - Vendor Interactions](#)).
- D. Examples of conflicts that are prohibited:
 - 1. hiring and / or supervising a family member
 - 2. operating or owning a business that competes with Cooper
 - 3. using privileged Cooper information (e.g., patient information, business information) for personal gain or in assisting an outside organization to obtain a preferred position in connection with that information
 - 4. authorizing a consulting contract for a family member
 - 5. using your position to influence a contract award to a business that you or a family member own
 - 6. soliciting gifts or other benefits from a vendor
 - 7. using Cooper facilities, equipment or resources for personal gain or to operate a business

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E. Examples of conflicts that require disclosure:

1. spouse is employed by a company that contracts with Cooper
2. physician or other employee has been offered to consult for or speak on behalf of a pharmaceutical company

III. CONFLICTS OF COMMITMENT:

A. Duties of Cooper Representatives

1. When working for Cooper, Cooper Representatives must devote themselves to their role at Cooper.
2. Cooper Representatives must disclose outside activities that represent, or may be perceived as representing, a conflict of commitment to supervisory management.
3. Cooper encourages its employees to be active members of the health care and local community and recognizes that outside service may benefit Cooper. The time and effort permitted for service to outside organizations depends upon the individual's job responsibilities and the supervisor's expectations for that employee's level of involvement with professional and community organizations.

IV. ANNUAL DISCLOSURE STATEMENT:

- A. As determined by the Board's Audit / Ethics Committee, certain Cooper Representatives must additionally complete an annual conflict of interest disclosure statement. The completion of the annual conflict of interest disclosure statement does not diminish any other disclosure obligations required by this or any other Cooper policy related to conflicts of interest and conflicts of commitment.

V. RELATIONSHIP TO OTHER COOPER POLICIES:

- A. Cooper recognizes that Cooper Representatives perform many different functions on behalf of Cooper. As such, a particular outside interest, activity or relationship that is a conflict for one member of the Cooper community, may not be a conflict for someone with different responsibilities or areas of influence within Cooper's business. While all Cooper Representatives are subject to this Conflicts Policy, some Cooper Representatives are subject to additional policies, procedures and disclosure requirements. Cooper Representatives whose responsibilities are affected by the following policies must be familiar and compliant with all content and operations specified within the policy:
1. Medical Staff Policy, [12.101 - Provider Conflicts of Interest](#)
 2. Research, [1.138 - Institutional Financial Conflict of Interest in Human Subject Research](#)

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3. [R2 - Investigator Financial Disclosure and Conflict of Interest Policy](#)

VI. ENFORCEMENT:

- A. Cooper Representatives whose responsibilities are affected by this policy are expected to be familiar with its contents and operation. Failure to comply with this policy will be subject to appropriate performance management pursuant to all applicable policies and procedures, up to and including termination. Performance management may also include modification of compensation, including to any merit or discretionary compensation awards, as allowed by applicable law.

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