Wisconsin Partnership Program
Oversight and Advisory Committee (OAC) Conflict of Interest Policy

BACKGROUND
The Oversight and Advisory Committee (OAC) is entrusted with an endowment held as a public trust. Therefore, ethical stewardship of the Wisconsin Partnership Program (WPP) funds distributed by the committee requires the adoption of a Conflict of Interest Policy to identify and manage actual or apparent conflicts of interest. Moreover, the public expects the University of Wisconsin to abide by ethical standards that promote the public good. The OAC bears the ultimate responsibility for setting ethical standards and ensuring that those standards permeate the committee and inform its practices. Such standards are intended to identify and evaluate any conflict of interest, real or apparent, that could affect OAC, the UW School of Medicine and Public Health, the University of Wisconsin-Madison, and the University of Wisconsin System.

The OAC was designed by the Order of the Office of the Commissioner of Insurance to have each public member represent a specific interest. The committee consists of a Statewide Health Care Advocate, three Community Health Advocates, an Insurance Commissioner’s Appointee, and four UW School of Medicine and Public Health Representatives. By design, each OAC member’s interest represents the interests of a specified institution or health issue.

This policy also pertains to all subcommittees, review groups and taskforces authorized by the OAC.

DEFINITIONS

Financial Interest: Financial interest includes the following interests, when held by the individual or a member of their immediate family: Compensation or other financial benefit from any entity exceeding $3,000 per entity in the past 12 months; Leadership positions in any business or other organization (for profit or non-profit) during the past 12 months; and/or any Ownership/equity interests stock, stock options, or another ownership interest in a business or other organization.

Immediate Family: Immediate family includes the individual’s spouse, and any person who receives, directly or indirectly, more than one half of their support from the individual or from whom the individual receives, directly or indirectly, more than one half of their support.

Individual: The individual is the person subject to this policy by virtue of their activities in connection with the OAC.

Personal Relationship: A personal relationship exists with a spouse, partner, parent, sibling, or child of the individual. A personal relationship also exists with other relatives or extended family residing in the individual’s household.

Professional Relationship: A professional relationship exists if within the last 12 months:
• There is a direct reporting relationship between the individual and the applicant (e.g., department chair – faculty member*, section head – faculty member, or advisor – advisee) or the OAC member is an employee of the applicant organization,
• There is a formal mentor relationship between the individual and the applicant (e.g., senior faculty who is assigned responsibility for guidance and annual evaluation of probationary faculty),
• The individual is an advisor, investigator or key personnel on the application or program being reviewed, or
- The individual serves (with or without compensation) as a member of or consultant to a Board of Directors of a not-for-profit organization or other professional association.

*A department chair – faculty member relationship does not constitute a direct reporting relationship between the individual and the applicant if the applicant reports to a section head (or its equivalent) in the department.

**POLICY**

It is the duty of the OAC members and other individuals engaged in fulfilling the OAC’s mission to exercise their responsibilities solely in the interest of the WPP and the OAC. The OAC members and other individuals shall not exercise their responsibilities in their own interests or in the interests of any person, constituency, or entity that may result in a conflict of interest. Members are held to a strict rule of honest and fair dealing. Members and other individuals have a duty at all times to exercise good faith in discharging their duties and to be alert and sensitive to any interest that may conflict with the interests of the OAC.

To ensure open and frank discussion and honest and fair dealing among the members and to protect the integrity of the committee, members and other individuals are not eligible to serve as Academic Partners, paid consultants or paid collaborators for OAC funding for any OAC grant mechanism during their membership terms.

An actual or apparent conflict of interest is present when an OAC member or other individual has any financial interest, directly or indirectly (e.g. an ownership interest in an entity that may receive a benefit from a potential award, such as through a sub-contract with the awardee for services under the grant) in a proposal under review by the OAC.

An actual or apparent conflict of interest is present when an OAC member or other individual has a personal or professional relationship (as defined above) with a person or organization that has a proposal under review by the OAC.

**PROCEDURES**

**Disclosure:** The conflict of interest policy and disclosure form (i.e., conflict of interest questionnaire) will be presented, reviewed, and signed by each OAC member at the beginning of the member’s term. Thereafter, each member will sign the disclosure form annually. Individuals who are subject to this policy but not members of the OAC will be required to review the policy and sign the disclosure form upon undertaking activities subjecting them to this policy, with disclosures to be filed annually thereafter. Individuals who are University of Wisconsin employees also submit an annual Outside Activities Report. This report may be requested by WPP when questions or concerns pertaining to disclosures of conflicts of interest. Individuals should file updated disclosure forms to WPP as necessary.

In addition, whenever an actual or apparent conflict of interest relates to a matter of OAC action, a member or other individual shall promptly and fully disclose the conflict to the OAC prior to its acting on the matter. The member or other individual shall describe all facts material to the conflict of interest to the Chairperson. The member or other individual shall not attend the portion of a meeting in which the committee will act on a matter relating to the conflict of interest. The Chairperson shall report the disclosure of the conflict of interest at the meeting and the disclosure shall be reflected in the minutes of the meeting.
The duty to disclose a conflict of interest arises regardless of whether the proposal is approvable, whether the individual supports or opposes the proposal or the matter in question, and whether the individual will be present during the discussion of the matter.

**Procedure After Disclosure.** OAC members or other individuals who disclose a conflict of interest may not participate in the discussion of the proposal under review or the matter in question, and must not vote on the proposal at issue. The conflicted member may be counted in determining whether a quorum is present; however, the conflicted member is not counted in calculating the majority of the quorum necessary to carry the vote. The OAC may ask the member or other individual to answer relevant questions at the meeting, after which the member or other individual will be required to leave the meeting until discussion and voting on the proposal at issue have concluded.

**Minutes of Meeting.** When a disclosure of a conflict of interest occurs, the minutes of the meeting should reflect the disclosure made, the nature of the conflict of interest, the fact that the conflicted member did not vote on the proposal under review, the existence of a quorum, the names of the members present for the discussion and vote on the proposal under review, and the final determination of the matter requiring OAC action.

**Failure to Disclose.** If the committee has reasonable cause to believe that a member or other individual has failed to disclose apparent or actual conflict(s) of interest, it shall inform the member of the basis for such belief. The committee must afford the member or other individual the opportunity to explain the alleged failure to disclose. After hearing the member’s response, the committee may further investigate if warranted by the circumstances. If the OAC determines that the member or other individual has failed to disclose an apparent or actual conflict of interest, it shall take corrective action, as appropriate under the committee’s authority in the OAC Bylaws and the Insurance Commissioner’s Order.

This policy was approved by the Oversight and Advisory Committee January 25, 2023.