

## 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, and the University of Wisconsin-Madison.

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.

### DEFINITIONS

**Financial Interest:** In accordance with UW System Code of Ethics and Outside Activities Report, financial interest includes: **Compensation** for outside activities in field of academic or professional interest which exceeds \$5,000 per entity in the past 12 months; **leadership positions** in any business or other organization related to academic or professional interest; and/or **ownership interests** in stock, stock options, or another ownership interest in a business or other organization related to field of academic or professional interest that, in the aggregate, exceeds five percent of the total equity in the business or organization or is valued at more than \$20,000.

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

**Professional Relationship:** A professional relationship exists if:

- The OAC member is an investigator or key personnel on the application being reviewed;
- There is a direct reporting relationship between the OAC member and the applicant;
  - A department chair – faculty member relationship does not constitute a direct reporting relationship between the OAC member and the applicant if the applicant reports to a section head (or its equivalent) in the department.
- There is a mentor relationship between the OAC member and the applicant;
- An OAC member 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.

### POLICY

It is the duty of the OAC members to exercise their powers solely in the interest of the OAC in its oversight and advisory role. The OAC members shall not exercise their powers 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 have a duty at all times to exercise good faith in discharging their duties as members and to be alert and sensitive to any interest that may conflict with the interests of the OAC.

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

## **PROCEDURES**

**Annual Disclosure of Interests; Other Disclosures.** Any conflict of interest shall be disclosed through an annual questionnaire. In addition, whenever an actual or apparent conflict of interest relates to a matter of committee action, a member shall promptly and fully disclose the conflict to the committee prior to its acting on the matter. The member shall describe all facts material to the conflict of interest to the Chairperson. The member 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.

**When Duty to Disclose Arises.** The duty to disclose a conflict of interest arises regardless of whether the proposal is approvable, whether the member urges or opposes the proposal, or whether the member will be present during discussion of the matter.

**Procedure After Disclosure.** The conflicted member may be counted in determining whether a quorum is present. However, the conflicted member may not be present for the vote on the proposal in which he/she has a conflict, or be counted in calculating the majority of the quorum necessary to carry the vote. The committee may ask the member to answer relevant questions before leaving the meeting. The member is not permitted to return to the meeting until the discussion and voting on the proposal at issue have concluded.

**Minutes of Meeting.** When a disclosure of facts material to an apparent conflict of interest occurs, the minutes of the meeting should reflect the disclosure made, the names of the members present for deliberation and voting relating to the proposal under review, the fact that the conflicted member did not vote on the proposal under review, the existence of a quorum, and the committee's final determination on the proposal.

**Failure to Disclose.** If the committee has reasonable cause to believe that a member 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 the opportunity to explain the alleged failure to disclose. After hearing the member's response, the committee may further investigate as may be warranted by the circumstances. If the Committee determines that the member has failed to disclose apparent or actual conflicts of interest, it shall take whatever corrective action may be appropriate under the committee's authority in the OAC Bylaws and the Insurance Commissioner's Order.

**Annual Questionnaire.** Each member of the OAC shall complete an annual questionnaire disclosing any apparent or actual conflict of interest known at that time.