



CONFLICTS OF INTEREST PROCEDURE

POLICY STATEMENT:

Directors, officers, committee members and key employees ("Covered Persons") owe a duty of undivided and unqualified loyalty to the organization. Persons holding such positions may not use their positions to profit personally or to assist others in profiting in any way at the expense of the organization. All Covered Persons are expected to regulate their activities to avoid actual impropriety or the appearance of impropriety that might arise from the influence of Bell Hospital activities on business decisions or from disclosure or private use of business affairs or plans of Bell Hospital.

PROCEDURE:

1. Outside Financial Interests. While not all-inclusive, the following will serve as a guide to the types of activities by a Covered Person, or household member of such person, that might cause conflicts of interest:

- a. Ownership in or employment by any outside entity or individual that does business with Bell Hospital. This does not apply to stock or other investments held in a publicly held corporation, *provided* the value of the stock or other investments does not exceed 5 percent of the corporation's stock. Bell Hospital may, following a review of the relevant facts, permit ownership interests that exceed these amounts if management concludes that such ownership interests will not adversely impact Bell Hospital's business interest or the judgment of the Covered Person.
- b. Conducting/transacting any business not on behalf of Bell Hospital, with any vendor, supplier, contractor, or agency, or any of their officers or employees.
- c. Representation of Bell Hospital by a Covered Person in any transaction in which he/she or a household member has a substantial personal interest.
- d. Disclosure or use of confidential, special, or inside information of or about Bell Hospital, particularly for personal profit or advantage of the Covered Person or a household member.
- e. Competition with Bell Hospital by a Covered Person, directly or indirectly, in the purchase, sale, or ownership of property or property rights or interests, or business investment opportunities.

2. Services for Competitors and Vendors. No Covered Person shall perform work or render services for any competitor of Bell Hospital or for any organization with which Bell Hospital does business or that seeks to do business with Bell Hospital outside of the normal course of his or her employment with Bell Hospital without the approval of the Executive Officer of Bell Hospital or the person's supervisor. Nor shall any such employee be a director, officer, or consultant of such an organization, nor permit his or her name to be used in any fashion that would tend to indicate a business connection with such organization.

3. Participation on Boards of Directors and Trustees.

- a. A Covered Person must obtain approval from the Executive Officer prior to serving as a member of the Board of Directors or Trustees of or act as a consultant for any organization whose interests may conflict with those of Bell Hospital.
- b. A Covered Person who is asked, or seeks to serve on the Board of Directors or Trustees of or as a consultant for any organization whose interest would not impact Bell Hospital (for example, civic [non-

governmental], charitable, fraternal, and so forth) will not be required to obtain such approval.

c. All fees and compensation (other than reimbursement for expenses arising from Board participation) that are received for Board services provided during normal work time shall be paid directly to Bell Hospital.

d. A Covered Person must disclose all Board of Directors and Trustees activities in the annual Conflict of Interest Disclosure Statement.

e. Bell Hospital retains the right to prohibit membership on any Board of Directors or Trustees or functioning as a consultant if such membership or performance as a consultant, might conflict with the best interests of Bell Hospital.

f. Questions regarding whether or not Board participation might present a conflict of interest should be discussed with the Executive Officer.

4. Honoraria. Employees are, with the permission of their supervisor, encouraged to participate as faculty and speakers at educational programs and functions. However, any honoraria shall be turned over to Bell Hospital *unless* the employee used paid time off to attend the program or that portion of the program for which the honoraria is paid.

Referenced Documents

Reference Type	Title	Notes
Signed by	(08/12/2011) Rachel R Johnson	
Effective	08/12/2011	Document Owner Couveau, Nicole

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<https://www.lucidoc.com/cgi/doc-gw.pl?ref=bellmi:12143>*



Policy Statement:

In order to ensure that our practices do not create situations, real or perceived, that represent a conflict of interest or favoritism, Bell has established policies to regulate the employment of relatives. Relatives and those involved in a personal relationship may be employed as long as they meet all of the pre-employment requirements. Relatives include Husband, Wife, Father, Mother, Father-in-law, Mother-in-law, Grandparent, Grandchild, Son, Daughter, Son-in-law, Daughter-in-law, Uncle, Aunt, Nephew, Niece, Brother, Sister, Brother-in-law, Sister-in-law, Step-relatives and first cousins.

Family members, partners and those in a close personal relationship, including members of the same household, will not be hired or transferred to work in the same department or in a situation where one would be in a supervisory capacity over the other. Relatives or those in a close personal relationship will not occupy a position in the same line of authority where employees can initiate or participate in decisions involving a direct benefit to the relative. Such decisions include but are not limited to hiring, retention, transfer, promotion, wages and leave requests.

If any employee, after employment, enters into one of the above relationships, one individual must seek a transfer to an open position for which he/she is qualified or a change in the reporting relationship. Such changes must be approved by the VP of Organizational Development or the CEO. If a decision cannot be made among the affected employees, one of the employees must resign employment within ninety (90) days of becoming related.

Bell reserves the right to apply this policy to situations where there is a conflict or potential for conflict because of the relationship of the employees, even if there is not direct reporting relationship or authority involved. In these situations, the company will reassign one of the employees within ninety (90) days.

Exceptions to this policy will be made at the discretion of the VP of Organizational Development. If you have questions regarding a possible or current employment of a relative, please contact Human Resources.

Referenced Documents

Reference Type	Title	Notes
Signed by (06/06/2011) Ruth A Solinski		
Effective 06/06/2011	Document Owner	Coombs, Wendy

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