



## MCC CONFLICT OF INTEREST POLICY

The Michigan Cancer Consortium hereby set forth principles of conduct to which members of MCC will adhere. These principles are not intended to be rigid rules; rather they are common sense guidelines as to how members should conduct themselves within their community and within the Consortium.

### Article 1—Purpose

- This policy is to protect the integrity and reputation of the Michigan Cancer Consortium, its board, members, staff and volunteers. This does not otherwise replace any applicable state and federal law governing conflict of interest applicable to nonprofit and charitable organizations.

### Article 2—Definitions

- Interested Persons (any board member, a member of a board designated committee (standing) and chairs of committees and workgroups, who has direct or indirect financial interest as defined)
- Financial Interest:
  - Ownership or investment interest in any entity which the organization has a transaction or arrangement
  - Compensation arrangement with the organization or with any entity or individual with which the organization has a transaction or arrangement; or
  - Potential ownership or investment interestFinancial interest is not necessarily a conflict of interest.

### Article 3—Procedures

- Duty to Disclose
  - An interested person (as defined) must disclose any material situation in which they (including their business or other nonprofit affiliations), family and / or significant other, employer, or close associates (either private or governmental) are in a position to exploit a professional or official capacity in some way for their personal or corporate benefit.
- Determining Whether a Conflict of Interest Exists

- After disclosure, the interested person shall leave the meeting while the determination is decided—the remaining board or committee members decide if a material conflict of interest exists.
- Procedures for Addressing the Conflict of Interest
  - Interested Person may make presentation but shall leave meeting while the decision is made on conflict of interest
  - The Chair shall (if appropriate) appoint a disinterested person to investigate alternatives
  - After exercising due diligence the Board or Committee shall determine if the Organization can obtain a more advantageous transaction or arrangement from a person that would not give rise to conflict of interest;
  - If a more advantageous transaction is not possible, the Board or Committee, by majority vote of the disinterested members, will determine if the transaction or arrangement is in the Organization's best interest
- Violations of the Conflict of Interest Policy
  - If the Board or Committee has reasonable cause to believe member has failed to disclose actual or potential conflict of interest, it shall inform the member of basis of belief and afford the member opportunity to explain
  - If after hearing the member's response, the Board or Committee determines that the member has failed to disclose, it shall take appropriate disciplinary and corrective action.

#### Article 4--Records of Proceedings

- Minutes of the Board and Committees with Board Delegated powers shall contain:
  - Names of persons who have disclosed or otherwise were found to have conflict of interest
  - Any action taken by the Board or Committee
  - The names of persons who were present for discussion
  - Votes and record of votes taken.

#### Article 5—Compensation

- Voting member of the Board who receives compensation directly or indirectly from the Organization is precluded from voting on matters pertaining to that member's compensation
- Voting member of any committee whose jurisdiction includes compensation matters, and who receives compensation directly or indirectly from the Organization is precluded from voting on matters pertaining to that member's compensation

- No voting member of the Board or Committee is prohibited from providing information to any committee regarding compensation.

#### Article 6—Annual Statements

- Each Director, principle officer, and member of a committee with governing delegated powers shall annually sign a statement which affirms such person:
  - Has received the conflict of interest policy
  - Has read and understands the policy
  - Has agreed to comply with the policy

#### Article 7—Periodic Reviews

- Periodic reviews shall be conducted and shall include the following subjects:
  - Whether compensation arrangements and benefits are reasonable, based on competent survey information
  - Whether partnerships, joint ventures, and arrangements with management organizations conform to the Organization's written policies, are properly recorded, reflect reasonable investment or payment for goods and services

#### Article 8—Use of Outside Experts

- When conducting the periodic review as provided for in article VII, the organization may, but need not, use outside advisors. If outside advisors are used, their use shall not relieve the governing board of its responsibility for ensuring that periodic reviews are conducted.