



IHE USA
CONFLICT OF INTEREST POLICY

PURPOSE: This policy is enacted to clarify for IHE USA's Board of Directors, officers, employees, and volunteers what constitutes a conflict of interest; and define the reporting requirements and consequences of conflicts of interest.

POLICY: Each person who is a member of IHE USA's Board of Directors, holds an elected position in IHE USA, is an officer, a vice president, director or employee, volunteer, or any staff liaisons from HIMSS and RSNA, and engages in any dealings on behalf of, or related to the business or interests of IHE USA is required to act in a manner that is free from any conflict of interest; to avoid creating the appearance of conflict of interest; and to report all actual or potential conflicts of interest.

Each person nominated to an elected position or appointment to IHE USA's Board of Directors must make a full disclosure in advance of accepting such position or appointment of any existing or new employment, activity, investment, or other interest that might involve obligations that may adversely compete with or be in conflict with the interest of IHE USA. This disclosure must be made by completing and signing the Statement of Disclosure attached to this Conflict of Interest Policy in the Implementing Procedures. Thereafter, an amended Statement of Disclosure reflecting any material changes or additions to the submitted information that may arise during the course of the year must be submitted annually in July during the term of office.

The President & Vice-President will review each Statement of Disclosure for any set of facts or circumstances that may reflect an actual, potential, or apparent conflict of interest. The President & Vice-President may request the assistance of legal counsel to identify potential conflicts.

If the President & Vice-President identify an actual, potential, or apparent conflict of interest with respect to an officer, director, nominee for director, nominee for an elected position and nominee for appointment to the board, he/she must pursue resolution of such conflict of interest or challenge. The President & Vice-President may take one of the following actions to resolve such conflict or challenge:

Waive the conflict of interest as unlikely to disclosing party's ability to act in the best interests of the organization;

Determine that the disclosing party should be recused from all deliberation and decision-making related to the particular transaction or relationship

that gives rise to the conflict of interest. This course of action should apply particularly when the transaction or relationship is one which presents a conflict only with respect to one or two discrete programs or activities; or

Recommend that the disclosing party should resign from his or her employment. This course of action should apply when the conflict of interest is so pervasive that the disclosing party would likely seldom, if ever, be able to act solely in the best interests of the organization.

Employees who are not required to submit annual disclosure statements are still responsible for reporting all potential and actual conflicts of interest to their immediate supervisor and Corporate Counsel prior to the situation occurring. Employees must disclose such a situation immediately so that it may be reviewed by the Society to determine if a conflict is present. Failure to do so is considered unacceptable conduct and may result in disciplinary action up to and including termination.

APPLICABILITY: This policy applies to all members of the Board of Directors, those holding elected positions within IHE USA, all officers, employees, staff liaisons of HIMSS and RSNA and volunteers.

DEFINITIONS:

Conflict of Interest: A conflict of interest is a situation that may arise in any circumstance that potentially compromises the ability to make unbiased and impartial decisions on behalf of IHE USA. Such circumstances may involve family relationships, business transactions, professional activities, or personal affiliations. Examples include the following:

1. Activities involving IHE USA
Conflict of interest may exist in those instances where these individuals knowingly undertake actions or activities that involve:
 - A. An adverse effect on IHE USA activities, goals or financial well-being.
 - B. The obtaining of personal gain or advantage.
 - C. The obtaining by a third party of an improper gain or advantage.

2. Outside interest and activities

Conflict of interest may result from outside interests and activities including employment and other financial or voluntary interests.

A. Sustained or continuous employment or investment

Conflict of interest may exist in those instances where these individuals, or his/her family, hold a major position or a material financial interest in any organization:

- (1) From which IHE USA secures good or services.
- (2) That provides services, publications, or educational programs directly in competition with IHE USA.

B. Temporary employment and consulting activity

Conflict of interest may exist in those instances where these individuals, or of his/her family, renders a directive, managerial, educational or consulting service to an outside organization:

- (1) From which IHE USA secures good or services.
- (2) That provides services, publications, or educational programs directly in competition with IHE USA.

C. Voluntary Organizations

A conflict of interest may exist if these individuals provide formal leadership to another personal membership organization or society, particularly if the other organization has one or more of the following attributes:

- (1) It endeavors to attract the same individuals as members as does IHE USA.
- (2) It provides similar membership services as IHE USA provides to its members.
- (3) It provides similar educational programming to the same audience, as does IHE USA.
- (4) It has other features that create conflict, or imply competition with IHE USA.

ASSISTANCE: Secretary

AUTHORIZED BY: Board of Directors, President & Vice President

IMPLEMENTATION PROCEDURES:

1. Each officer, director, nominee for director, nominee for an elected position and nominee for appointment to the board, shall make a written disclosure of any interest that might result in a conflict of interest on the attached form.

In accordance with this policy, each officer, director, nominee for director, nominee for an elected position and nominee for appointment to the board shall make an annual written disclosure on the attached form of any interest that might result in a conflict of interest.

This policy, the implementation procedures, and the disclosure form shall be forwarded to each individual who is a nominee, along with the candidate profile form. In addition, each board member and each officer shall complete the form in July of each year.

The forms shall be returned to the IHE USA Chicago office for review by the President & Vice President. Resolution of any conflict of interest or challenge shall be in accordance with this Conflict of Interest Policy.

2. If the IHE USA board of directors wishes to contract for specific services with a member of the board or a member of his/her family, or with the employer of a board member, the interested board member may not participate in any of the board's deliberations regarding such a contract, including whether it would create a conflict of interest, and may not vote on whether to recommend to IHE USA that the contract be accepted. In the event such a contract is entered into, the interested board member may not participate in any subsequent board deliberations regarding implementation or other matters related to the contract.

STATEMENT OF DISCLOSURE

PREAMBLE

An important responsibility of IHE USA to its members is to conduct its affairs in a manner that merits trust and confidence. The medium through which IHE USA achieves a reputation for integrity is the collective and individual conduct of its leaders. All leaders are required by the circumstances in which they work to so manage their personal and business affairs as to avoid situations that might lead to a conflict, or appearance of conflict, between their self-interest and the objective performance of their duties as members of the board of directors or holding an elected position of IHE USA. A situation that appears to give rise to a conflict of interest can be as embarrassing for IHE USA and the individual involved as a transaction that does, in fact, give rise to such a conflict.

Because the environment in which IHE USA exists and the standards of conduct are constantly changing, the public view of IHE USA requires vigilant self-examination of the conduct of its board of directors and members holding elected positions.

STATEMENT OF DISCLOSURE

I hereby state that I and/or members of my immediate family have the following affiliations, employment, or interests and have taken part in the following situations that, when considered in conjunction with the IHE USA position for which I am being considered, currently hold, or potentially may hold, might possibly be considered a conflict of interest.

My statement is in accordance with the purposes and intent of the Conflict of Interest Policy and implementation procedures that have been provided to me.

- 1. Outside Interest and Employment
Identify any outside interest or employment, other than investment, of yourself, or your immediate family as described in Sections 1 and 2 of the definition of conflict of interest in the attached Conflict of Interest Policy.

- 2. Investments
List and describe, with respect to yourself and your immediate family, all investments within the category of "material financial interest" as described in Sections 1 and 2 of the definition of conflict of interest in the attached Conflict of Interest Policy.

3. Outside Activities

Identify any outside activities, including leadership in voluntary organizations, that you or your family are involved in that are described in Section 2 of the definition of conflict of interest in the attached Conflict of Interest Policy.

4. Acceptance of Gifts and Hospitality

I hereby certify that neither I, nor any member of my family, have solicited or accepted gifts, gratuities, or entertainment that might tend to influence my judgment or actions concerning activities of IHE USA or its membership as described in Section 1 of the definition of conflict of interest in the attached Conflict of Interest Policy, except as listed below.

5. Other

List any other activities in which you or your immediate family are engaged that could possibly be regarded as constituting a conflict of interest.

I hereby agree to report to the President of IHE USA any future pertinent situation that may develop and that may constitute a conflict of interest as an officer, volunteer, or employee of IHE USA or while candidate for, or member of, the IHE USA board of directors or any elected positions of IHE USA.

Name: _____

Signature: _____

Date: _____

Date received at IHE USA: _____