



Regional Physician Network

Conflict of Interest Policy

Purpose: The UT Health San Antonio Regional Physician Network (“RPN”) Policy and Annual Conflict of Interest Statement assists Interested Persons in identifying and managing potential conflicts of interest. By disclosing and managing interests, the RPN and its members can work together to avoid situations that may appear to compromise their integrity.

Timing: This policy and related Disclosures form must be reviewed and completed within sixty (60) days of appointment or hire; and annually thereafter. Updates: The Disclosures form must be updated and resubmitted when there is a material change in the *interests* of a person required to report.

Definitions

Conflict of Interest: A conflict of interest exists when, in the judgment of the Compliance Committee, an Interested Person’s *interest* is such that it reduces the likelihood that the person may act impartially or in the best interest of the RPN.

Family: Spouse, minor children, and other persons living in the same household or are financially dependent upon the reporting individual.

Interest: A person has an *interest* if the person has, directly or indirectly, through business, investment, or family:

- 1) An ownership or investment interest in any entity with which the RPN has a transaction or arrangement,
- 2) A compensation arrangement with the RPN or with any entity or individual with which RPN has a transaction or arrangement,
- 3) A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which RPN is negotiating a transaction or arrangement;
or
- 4) A commitment, relationship, obligation, or involvement, financial or otherwise, direct or indirect, that may influence the person’s judgment with respect to the RPN.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

An *interest* is not necessarily a conflict of interest. A person who has an *interest* may have a conflict of interest only if the Compliance Committee decides that a conflict of interest exists, in accordance with this policy.

Interested Person: The following are considered Interested Persons for purposes of this policy:

- 1) Any member, participant, provider, physician, or other practitioner, who is associated with the RPN.
- 2) Any individual, including member of the Board of Directors or RPN Officer, who has responsibilities or influences over the RPN.

Procedure

Duty to Disclose: In connection with any actual or possible conflict of interest, an Interested Person must disclose the existence of their *interest* and be given the opportunity to disclose all material facts to the Compliance Committee.

Determining Whether a Conflict of Interest Exists: After disclosure of the *interest* and all material facts, and after any discussion with the Interested Person, they shall leave the Compliance Committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining Committee members shall decide if a conflict of interest exists.

Procedures for Addressing the Conflict of Interest: An interested person may make a presentation at the Compliance Committee meeting, but after the presentation, they shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

The Chairperson of the Committee shall, if appropriate, appoint a disinterested person or committee to investigate the potential conflict of interest.

After exercising due diligence, the Compliance Committee shall determine whether the RPN can continue its relationship with the disclosing party in a manner so that it would not give rise to a conflict of interest.

If the Compliance Committee determines it is not reasonably possible under circumstances to prevent a conflict of interest, the Compliance Committee shall determine by a majority vote to take steps to mitigate the conflict of interest or terminate the relationship.

The minutes of any meeting of the Committee pursuant to this policy shall contain the name of each interested person who disclosed or was otherwise determined to have an *interest*; the nature of the *interest* and whether it was determined to constitute a conflict of interest; the members of the Committee who were present during the deliberations on the transaction, those who voted on it, and to what extent interested persons were excluded from the deliberations; any comparability data or other information obtained and relied upon by the Committee and how the information was obtained; and the result of the vote, including, if applicable, the terms of the transaction that was approved and the date it was approved.

Annual Disclosure and Compliance Statements

Each Interested Person, shall complete and sign the Annual Attestation that affirms that the

person has received a copy of this conflict of interest policy, has read and understood the policy, and has agreed to comply with the policy. Further, each person with an *interest*, as defined by this policy, shall disclose all of the person's *interests*, including financial interests, on the Conflict of Interest Disclosures form.

Violations of the Conflicts of Interest Policy

If the RPN has reasonable cause to believe an Interested Person has failed to disclose actual or possible conflicts of interest, it shall inform the individual of the basis for such belief and afford the individual an opportunity to explain the alleged failure to disclose.

If, after hearing the Interested Person's response and after making further investigation as warranted by the circumstances, the RPN determines the individual has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Annual Reviews

To ensure that the RPN operates in a manner consistent with its status as an organization exempt from federal income tax, the Board of Directors shall authorize and oversee an annual review of the administration of this conflict of interest policy. The review may be written or oral. The review shall consider the level of compliance with the policy, the continuing suitability of the policy, and whether the policy should be modified and improved.