

## **AMIA Governance and Volunteer Leadership Conflict of Interest Policy**

All AMIA leaders are obligated to make decisions and conduct affairs of the organization based primarily upon the desire to promote AMIA and its mission. The term “leaders” is used in this policy to refer to three groups: (1) AMIA employees; (2) members of the Board of Directors; committee, council, and forum chairs; task force chairs; and general committee members when their particular committees are empowered or charged with making AMIA policy or ethics recommendations (such individuals are also referred to as “agents”); and (3) committee members (excluding committees’ members considered agents), representatives to other organizations, and elected Academic Forum officials. Leaders of an organization such as AMIA have a duty to make decisions that benefit the organization and not their personal interests. Recognizing, disclosing, and managing conflicts of interest (COI) is an important aspect of this duty. Disclosures must be completed at least annually and each time relationships and/or service roles change.

### **Goals of the Policy**

The goals of this policy are

1. To foster and sustain trust in AMIA and its leadership,
2. To educate leaders on what constitutes a conflict of interest or might create the appearance of a conflict of interest,
3. To set standards for full disclosure of professional and relevant personal activities and relationships that create a conflict of interest or the appearance of a conflict of interest,
4. To remedy and resolve conflicts of interest per AMIA’s conflict management options, and
5. To encourage leaders to remain aware of and take initiative to manage, disclose, and resolve conflicts of interest appropriately.

### **AMIA Employees**

AMIA employees are required to submit their COI annually.

### **Board of Directors; Committee, Council, and Forum Chairs; Task Force Chairs; and Members of Policy-setting Committees and Task Forces (agents)**

Board members’ legal obligations include ensuring the judicious use of all AMIA assets (e.g. financial, intellectual property, and brand). The actions of the board’s individual members must meet standards of personal conduct of the organization.

Board members must be reasonably informed about the organization’s activities, participate in decisions, and act in good faith in their role as the organization’s stewards. Board members must comply with applicable federal, state, and local laws, be faithful to the organization’s mission and bylaws, and ensure that AMIA complies with all applicable laws and regulations (duty of obedience). Board members, as stewards, must call upon experts to help provide the information they require to be accountable to the organization. In practice, this is carried out by disclosure of and adherence to the COI policy and maintaining a bias-free and transparent decision-making process.

The Board and agents have an obligation to understand and implement this COI policy and adopt procedures in accordance.



### **Committee, Council, Forum Members**

AMIA’s member leaders are expected to serve their leadership term to the benefit of AMIA. This can be achieved only by assuring that decisions are made in an environment in which conflicts are disclosed and managed appropriately. The existence of a conflict of interest, commitment, or conscience does not in itself constitute unethical behavior – many complex and contemporary duties might be in conflict without malign intent.

Only groups that report to the Board and are chartered to make recommendations to the Board must submit COI.

Groups that have auto-enrolled members do not need to submit COI. Their Executive Committees must (for example, Physicians in AMIA [PINA]).

Council representatives must fill out COI, as they have the authority to vote on decisions. Alternates are welcome to participate in Council meetings but cannot vote on recommendations to the Board, and thus, do not fill out COI.

### **Conflicts of Interest**

A conflict of interest may arise when a leader has a role, investment, or obligation, or receives compensation or other benefit from another organization or entity, and where that relationship might bias decisions made on behalf of AMIA or may suggest that the leader’s loyalty is divided between AMIA and the other organization or entity. A “competing interest” might arise in a transaction between AMIA and a third party, or from a leader’s volunteer or paid relationship with a third party, which may compromise the leader’s ability to provide undivided loyalty to AMIA. This policy sets no monetary or compensation threshold for a conflict of interest and includes non-compensated conflicts of interest as described below. The AMIA Conflict of Interest policies extend to AMIA leaders’ spouses, domestic partners, parents, and children.

### **Conflicts of Commitment**

While financial conflicts of interest often receive the greatest attention, other kinds of conflicts might pose equally serious risks to objectivity and impartiality. Conflicts of commitment are usually not financial and do not generally involve gifts or other tangible benefits. A leader has a conflict of commitment if they have or believe they have duties or obligations to more than one entity, goal, or outcome, and these duties detract or distract one from meeting AMIA duties. A heavy non-AMIA-related travel schedule, for instance, might constitute a conflict of commitment. The proper response to conflicts of commitment is similar to or the same as that for conflicts of interest – management of the conflict by disclosure, recusal, or elimination of the conflict.

### **Conflicts of Conscience**

In the event of a conflict of conscience, individuals should disclose when personal beliefs impose a risk of bias in decisions regarding AMIA.

### **Self-Disclosure Expectations and Process**

To address any potential conflicts of interest proactively, all AMIA leaders defined in this policy are required to complete and submit a COI Disclosure form annually. Candidates for elected



leadership positions will be required to complete a Disclosure form prior to running for election. Newly appointed leaders will be required to complete the Disclosure form prior to their appointment. Employed leaders will be required to complete the Disclosure as part of their new employee paperwork. The leader also must update the Disclosure form if any material changes or additions to the submitted information arise during the course of the year.

On the Disclosure form, the leader must list all financial relationships with other organizations, interest in any third parties providing goods or services to the organization, and any other (non-profit or for-profit) organizations with potentially conflicting interests in which the leader or any immediate family member (spouses, domestic partners, parents, children, or other individuals with whom the AMIA member feels there may be a relevant relationship) of the leader is involved. When in doubt whether there is a COI, the leader is encouraged to disclose a relationship.

### **Process for Adjudicating Conflicts**

The AMIA Board of Directors (AMIA BOD) charges each AMIA member group to oversee AMIA's Conflict management on their member group.

An initial determination as to whether a particular outside transaction or relationship may constitute an actual, potential, or apparent conflict shall be made by the relevant AMIA member group.<sup>1</sup> This determination shall be made in any circumstance in which a potential conflict of interest is identified either by an individual leader (through self-disclosure) or by another party. If the AMIA member group believes that a particular relationship or transaction may represent an actual, potential, or apparent conflict of interest, it shall first request additional information from the leader detailing the nature of the relationship or transaction.

When evaluating whether a particular transaction or relationship constitutes an actual, potential, or apparent conflict of interest, the AMIA member group may consider the following factors:

- Abusing one's role as a leader for personal or third-party gain or pleasure (including, but not limited to, the solicitation or acceptance of gifts or other items of value or indirect inducement to provide special treatment on organization matters).
- Demonstration of conflict of commitment.
- Placing one's own self-interest, the interest of one's company, organization, university or another entity, for which the individual serves in a leadership, employment, or ownership capacity, or the interest of any third party above that of AMIA.
- Engaging in any outside business, professional or other activities that would directly or indirectly adversely affect AMIA.
- Providing goods or services to AMIA as a paid vendor.

---

<sup>1</sup> If a particular outside transaction or relationship involves a member of the Executive Committee, the individual will automatically be recused from the discussion. If more than one Executive Committee member is in real or perceived conflict with a particular issue, the full Board of Directors will be consulted and, if necessary, members will be asked to serve on an ad hoc basis.



- If the AMIA member group determines that a particular relationship or transaction represents an actual, potential, or apparent conflict of interest, it shall recommend management or resolution of such actual, potential, or apparent conflict using one of the conflict management options listed below.

The Ethics Committee is available to consult on controversial conflicts.

The Ethics Committee will serve as an intermediary between members, leaders, and the AMIA BOD. The Ethics Committee represents the interests of AMIA members and is charged to:

1. Proactively encourage all leaders to report their Conflicts as they arise (this may include submitting an updated COI form even when there is nothing to disclose)
2. Address members' questions or concerns regarding reported Conflicts
3. Address leaders' concerns or questions regarding Conflict reporting
4. Review, adjudicate, determine appropriate mitigation, and approve the summarized Conflict and resultant management plans prior to publication on the internal AMIA website.

The Ethics Committee shall (at least) annually report to the Board summary findings of their review of reported Conflicts or noncompliance and related management plan recommendations.

#### **Oversight and Conflict Management**

Oversight of the management of Conflicts that involve an AMIA employee (except for the CEO) will be provided by AMIA's CEO. For all other leaders, including the AMIA CEO, oversight of COI management will be provided by the AMIA BOD.