



Conflict of Interest Policy

In their capacity as leaders of AMIA, all individuals have an obligation to make decisions and conduct affairs of the organization based upon the desire to promote AMIA and its mission. The term “leaders” shall be used in this policy to refer to three groups; (1) AMIA employees (2) members of the board of directors, committee chairs, task force chairs, and general committee members when those particular committees are empowered or charged with making policy or ethics recommendations (also referred to as agents), and (3) committee members (excluding the policy and ethics committees covered above as agents) and elected working group leaders.

AMIA Employees

AMIA employees are expected to devote their primary professional loyalty, time, and energy to AMIA’s goals and objectives. External activities conducted by AMIA employees should be of such nature as to improve the goals and objectives of AMIA and to avoid any activity that might harm those goals. External activities must not distract significantly from employee responsibilities and must not require such excessive commitments of time nor compromise any intellectual property owned by AMIA. AMIA requires that its senior employees (Vice Presidents and above) and those employees that are authorized to sign checks, invoices, contract, or other binding documentation as defined by AMIA’s Rules of Financial Management and AMIA’s Approval Authorization Chart¹, sign an annual conflict of interest disclosure form.

Board of Directors, Committee Chairs, Task Force Chairs, and Members of Policy-setting Committees and Task Forces (agents)

Board members must live up to their public trust, which they do so by exercising reasonable care in their oversight of the organization. The board’s legal obligations depend on the actions of its individual members to meet standards of personal conduct on behalf of their organization known as the duty of care, the duty of obedience, and the duty of loyalty.

The duty of care requires board members to be reasonably informed about the organization’s activities, to participate in decisions, and to act in good faith in their role as stewards. The duty of obedience requires board members to comply with applicable federal, state, and local laws and to be faithful to the organization’s mission and bylaws. Board members must often rely on experts to help provide the information they require to be accountable as stewards. The duty of loyalty requires board members to be accountable to the organization. In practice, it is carried out by disclosure of and adherence to the conflicts of interest policy and maintaining a bias-free, decision-making process.

The board and agents have an obligation to understand and implement this conflict of interest policy and adopt procedures in accordance with it.

¹ AMIA’s Accounting Manual, revised September 2010.

Committee Members and Elected Leaders

AMIA's other leaders are expected to serve their leadership term for the benefit of AMIA which can only be achieved by assuring that decisions are made in an environment where conflicts are managed appropriately.

Goals of the Policy

The goals of this policy are

- (1) To educate leaders on what constitutes a conflict of interest or the appearance of a conflict of interest,
- (2) To set standards for full disclosure of professional and relevant personal activities and relationships that created a conflict of interest or the appearance of a conflict of interest,
- (3) To remedy and resolve conflicts of interest per AMIA's conflict of management options, and
- (4) To encourage leaders to remain aware of and take initiative to manage, disclose, and resolve conflicts of interest appropriately.

Conflicts of Interest

A real or apparent conflict of interest may arise when a leader has some other interest that might suggest divided loyalty on the part of the leader between obligations to AMIA, on one hand, and to some other organization or cause, on the other. The "other interest" may arise from a transaction between AMIA and a third party, or a leader's volunteer or paid relationship with a third party, which may compromise their ability to provide unbiased and undivided loyalty to AMIA. There is no monetary threshold for a COI. The AMIA COI policies extend to relationship that a spouse, domestic partner, parent or child of an affected individual.

Conflicts of Commitment

While financial conflicts of interest often receive the greatest attention, other kinds of conflicts pose equally serious risks to objectivity. 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 s/he has or believes one has duties or obligations to more than one entity, goal, or outcome; or has personal, social, political, or professional hopes for a particular outcome or result. Conflicts of commitment can arise when one has relationships with more than one institution of a particular kind or when one's relationships, social or political views, professional goals, or institutional affiliations are related to one's research or other professional duties. 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.

Disclosure

In order to proactively address any potential conflicts of interest, each leader is required to **annually** complete and submit a disclosure form. 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 transactions with the organization, whether the leader or any family member of the leader has an interest in any third parties providing goods or services to the organization, and any other (nonprofit or for-profit) organizations with potentially conflicting interests in which the leader or any family member of the leader is actively involved, has a significant investment, or owns at least a 1% or \$10,000 interest (whichever is smaller) . All paid or unpaid positions or relationships with nonprofit or for-profit third-party organizations that compete with AMIA, or take public positions contrary to those of AMIA should be listed. The leader is encouraged to disclose a relationship if there is any uncertainty as to whether the relationship should be disclosed.

Leaders must indicate how disclosed conflicts will be managed. The table in this document describes COI situations and potential solutions for managing these COI. Disclosures are published on the internal AMIA website allowing all AMIA members to review the COI disclosures of all leaders.

How Should Conflicts Be Addressed?

An initial determination as to whether a particular outside transaction or relationship may constitute an actual, potential or apparent conflict of interest shall be made by AMIA's Executive Committee². 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 Executive Committee believes that a particular relationship or transaction may represent an actual, potential, or apparent conflict or interest, it shall first request additional information from the leader detailing the nature of the relationship or transaction.

The Executive Committee appoints the Secretary of the AMIA Board of Directors as AMIA's Ombudsman. The Ombudsman will serve as an intermediary between members, leaders and the Executive Committee. The Ombudsman represents the interests of AMIA members and is charged to:

1. Encourage all leaders report their COIs
2. Address members' questions or concerns regarding reported COI reported
3. Address leaders' concerns or questions regarding COI reporting
4. Review and approve the summarized COI prior to publication on the internal AMIA website.

When evaluating whether a particular transaction or relationship constitutes an actual, potential, or apparent conflict of interest, the executive committee shall 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.

If the Executive Committee determines that a particular relationship or transaction represents an actual, potential, or apparent conflict of interest, it shall resolve such actual, potential, or apparent conflict using one of the following conflict management options.

These guidelines set forth principles for leaders of AMIA to follow. Disclosure and approval are required before engaging in activities that are inconsistent with these guidelines.

The following table describes preferred ways the AMIA Executive Committee suggests individuals manage COI. The individual completes the annual disclosure form taking into consideration the suggested management option. If the suggested management option should not apply, the individual should indicate why with detailed information. When completing the form, individuals should use a 24-month window of time (both 12 months before and after completing the form) when considering conflicts and disclosures.

² If 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.

Disclosure requires:

- Annual disclosure form completion
- Verbal or written disclosure to members of a committee, board, or leadership group that is handling a matter that generates a COI for the member

Recusal requires:

- The member removes himself/herself from discussions on a subject that presents a COI for him/her
- The members refrains from voting or opining in the matter related to the COI

Conflict Type	Definition	COI Management for AMIA Employees	COI Management for Board Directors and Agents	COI Management For Other Leaders
Research relationships	Existing, past (recent) or anticipated support by industry , usually through a grant or contract. <i>Example: An AMIA member is funded by IBM to test a new blue tooth device for communication among providers</i>	Discontinuation	Disclosure AND Recusal	Disclosure AND Recusal
Consulting and/or Employment relationships	The existing, past (recent) or anticipated compensated provision of advice or information, usually from an individual AMIA member or staff, to a commercial organization. Academic institutions are excluded. <i>Examples: An AMIA member is paid consulting fees by an EHR software developer. An AMIA staff is paid to contribute a monthly column to a non-AMIA publication. An AMIA agent is a member of a commercial Board</i>	Discontinuation	Disclosure AND Recusal	Disclosure AND Recusal
Licensing relationships	The existing, past (recent) or anticipated licensing of technologies or content to industry <i>Example: An AMIA member developed a new EHR search technology that is licensed to a software vendor.</i>	Disclosure AND Recusal	Disclosure AND Recusal	Disclosure AND Recusal
Equity relationships	The existing, past (recent) or anticipated participation by AMIA members or staff in the founding and/or ownership of companies commercializing informatics research (Does not apply to mutual funds) <i>Example: An AMIA member owns stock or is an owner in a software vendor or other entity that is or about to be public.</i>	Disclosure AND Recusal	Disclosure AND Recusal	Disclosure AND Recusal
Gift relationships	The existing, past (recent) or anticipated transfer of scientific and nonscientific resources, independent of research grants or contract, from industry to an AMIA member or staff specifically for the role they play in AMIA. Generally, any item over \$100 in value would be considered a gift relationship. <i>Example: A software vendor representative sends an AMIA member an iPad as a thank you gift for advice on how to get involved in the working group. An AMIA staff member receives a free 7-night personal hotel stay from a hotel.</i>	Discontinuation*	Discontinuation*	Discontinuation*
Quid pro quo relationships	The existing, past (recent) or anticipated support of another AMIA member or staff in an attempt to obtain a promotion or introduction into ACMI or nomination to an election slate. <i>Example: An AMIA member, who was recently supported in a promotion by another AMIA member, is asked to vote on the supporting member's inclusion on an election slate.</i>	Disclosure	Disclosure	Disclosure
Conflict of Commitment	The existing (recent) or anticipated participation by AMIA members or staff on another organization's board of directors or other organizational or committee leadership that is seen to have a direct impact to AMIA's current lines of business. <i>Example: An AMIA board member serves on the program committee for a meeting that competes with AMIA's annual symposium.</i>	Discontinuation	Disclosure AND Recusal	Disclosure

* For gift relationships, discontinuation requires the return of the gift or the recipient must pay a fair market value of the gift to the gift giver.

Implementation

All individuals (AMIA leaders) outlined in AMIA's Conflict of Interest Policy will complete an annual COI disclosure form in January of each year. Candidates for elected leadership positions will be required to complete a disclosure form prior to election. Newly appointed or employed leaders will be required to complete the COI form within three months of their elevation. All forms will be reviewed by the Executive Committee or a designee. COIs that involve an AMIA employee with the exception of the President/CEO will be managed by AMIA's President/CEO. For everyone else, including the AMIA President/CEO the Executive Committee will manage the COI.

COI that requires discontinuation may be exempt by the executive committee if

1. the COI existed before employment or leadership role was initiated and
2. the COI is considered minor.

Leaders must indicate how disclosed conflicts will be managed according to this policy and the managing party (AMIA's President and CEO or Executive Committee) will confirm their agreement with or recommend changes to the appropriate management option.

Disclosures and agreed to methods of management are summarized yearly on the internal AMIA website allowing all AMIA members to review the COI disclosures of leaders. Individuals with questions can direct them to the AMIA office or to AMIA's ombudsman who is the current Secretary of the Board of Directors.