

# THE CENTER FOR DISCOVERY

SUBJECT: Conflict of Interest for Employees

MANUAL: Corporate Compliance

SECTION: Section 1

## Policy:

All employees of the Center for Discovery have an obligation to conduct business within guidelines that disclose and minimize the impact of actual or potential conflicts of interest. This policy is established to ensure that services and business activities are conducted in an objective manner and are not motivated by desire for personal or financial gain.

Conflict of Interest is defined as any situation in which financial or other personal considerations may compromise, or may appear to a third party to compromise,

1. An employee's business judgment;
2. Delivery of services; or
3. The ability for an employee to do his or her job.

An actual or potential conflict of interest occurs when an employee is in a position to influence a decision that may result in a personal gain for that employee, or for a relative or business partner, as a result of business dealings. For the purpose of this policy, a relative is any person who is related by blood or marriage, or whose relationship with the employee is similar to that of persons who are related by blood or marriage.

Employees are required to disclose any actual or potential conflict of interest to the appropriate administrative staff and/or the Corporate Compliance Officer. Administrative staff will consult with the Corporate Compliance Officer on how to handle the situation.

Business dealings with outside entities should not result in unusual gains for those entities or an employee. Any transaction for which The Center for Discovery pays an amount greater than the fair market value for a product or service will be reviewed to determine the circumstances.

Intellectual property, including materials, products, designs, plans, ideas, and data that are the property of The Center for Discovery should never be given to an outside firm or individual except through normal channels with appropriate prior authorization. Any improper transfer of material or disclosure of information, even if it is not apparent that an employee has personally gained by such action, is prohibited.

## Procedures:

1. An employee with questions or concerns about potential conflicts of interest will promptly address the issue with appropriate administrative staff and/or the Corporate Compliance Officer. Administrative staff will consult with the Corporate Compliance Officer before responding to a concern or question about a potential conflict of interest.
2. Actual or potential conflicts of interest must be disclosed to appropriate administrative personnel, Office of People Operations, or the Corporate Compliance Officer.

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3. Employees must disclose any potential conflicts of interest upon hire and when a potential conflict arises.
4. Members of the Board of Directors and specified members of administration will complete a Conflict of Interest Disclosure Statement annually. (See Statement of Ethical Standards for Officers, Directors and Key Employees; Conflict Of Interest Questionnaire for Officers, Directors And Key Employees).
5. Employees must seek guidance and approval from appropriate administrative personnel and the Corporate Compliance Officer prior to pursuing any business or personal activity that may constitute a conflict of interest.
6. Outside employment must not create an actual or perceived conflict of interest and must not interfere with the employee's ability to perform his or her job with The Center for Discovery.
7. The Corporate Compliance Officer/department will investigate any violations of this policy.

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