



POLICY TITLE: Employee Conflict of Interest

Responsible Department: Audit and Compliance

Creation Date: 10/98

Review Date:

Revision Date: 5/16/2025 9:06:38 AM

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PUBLISHED (Released): Friday, September 05, 2025 12:00:00 AM

SUMMARY & PURPOSE:

An actual, potential or perceived conflict of interest occurs in those circumstances where an employee's judgment could be affected because the employee has a personal interest, other than the receipt of compensation from Baptist Health South Florida, Inc. and its affiliates ("BHSF"), in the outcome of a decision over which the employee has control or influence. For the purposes of this policy, it is presumed that managers have control or influence over any decision affecting a matter for which a manager has responsibility. A manager is an employee with a "department head" or higher designation. A personal interest exists when an employee or a member of his or her family stands to directly or indirectly obtain financial gain as a result of a decision.

This policy is intended for **all employees** in order that they may understand, identify, manage and appropriately disclose those transactions which could result in an actual, potential or perceived conflict of interest.

POLICY:

In accordance with our Code of Ethics, high ethical standards must be observed in the negotiation and execution of all business activities conducted at, by or with BHSF. Any decisions made by BHSF employees must be made in compliance with applicable laws and regulations, with the best organizational interests of BHSF as the highest priority and without regard to the personal gain or interest of any other person or entity. Likewise, the appearance of any such improper influence on any decisions should be consciously avoided. Employees should also review Policy 828 on vendor sponsored travel, Policy 829 on the acceptance of honorariums and Policy 831 on philanthropic solicitation of vendors.

A potential or perceived conflict of interest may exist irrespective of the intent of the employee.

SCOPE/APPLICABILITY:

All employees of Baptist Health South Florida. Policy 830 applies to physicians who are employed by Baptist Health or its affiliates in a clinical capacity and other than on an irregular shift basis, i.e. Baptist Health's eICU.

PROCEDURES TO ENSURE COMPLIANCE:

1. BHSF employees and members of their families will not solicit, accept, offer or pay bribes, kickbacks or other illegal incentives under any circumstances.
2. BHSF employees and members of their families will not give or receive gifts, other than of nominal value, from or to any person or company doing business with, seeking to do business with, or competing with BHSF. A non-cash gift, discount or entertainment of less than \$150 per occurrence, with an annual total value not to exceed \$300, to or from the same source, will be considered nominal.
3. BHSF employees and members of their family will not offer or accept cash or cash equivalents (e.g. gift certificates, gift cards, or other negotiable instruments) in any amount from any person or company doing business with, seeking to do business with or competing with BHSF. Any offer of a cash or cash equivalent gift must be reported immediately to your manager.
4. An employee must disclose their employment, contractual relationship or other financial relationship other than their employment with BHSF (employees must include any other job or independent contractor relationship including the receipt of honorariums). BHSF employees and family members will not negotiate future employment with any person or company doing business with, or seeking to do business with BHSF during a selection process in which the employee may have influence.
5. An employee must disclose the employment, contractual relationship or other financial relationship, of their family members with any business doing business with, seeking to do business with or competing with BHSF.
6. An employee must disclose if they or their family members hold a Board position or substantial investment in any business doing business with, seeking to do business with or competing with BHSF. For purpose of this policy, a substantial investment is the ownership of one percent (1%) or more of the outstanding stock of any publicly held corporation or any interest in a privately held corporation.
7. Leaders must review this policy with each member of their staff at least annually. This policy may be reviewed at a regularly scheduled in-service or departmental meeting or reviewed individually with the employee. If any activities are identified, the conflict of interest disclosure form should be initiated on-line by the employee for routing to the manager and the Audit and Compliance Department.
8. The Audit and Compliance Department will review all disclosure forms and investigate as appropriate in an attempt to resolve conflicts. Unresolved conflicts can be taken to the appropriate Senior Executive Team members (CEO, CFO, CAO, and COO) for ultimate resolution. Disclosures made by an entity CEO or the BHSF CEO, CFO, CAO, and COO and any executive vice president will be reviewed with the BHSF Ethics Committee of the Board of Trustees for consideration.
9. Disclosure:
 - a. An employee must complete the disclosure form as soon as an actual, potential, or perceived conflict of interest arises. The employee should log into Employee Self Service on the BHSF intranet to complete this form. The responsibility to promptly report such actual or potential conflict rests with the individual employee. If there is a change in circumstances in regards to a previously reported matter, the employee should resubmit a disclosure form.
 - b. Specific management level employees will complete the disclosure form at least annually (even in the absence of a potential conflict of interest). All conflicts, even if reported in previous years, should be disclosed annually until there is a change in circumstances.
 - c. In the event a potential conflict should arise (other than at the time of the annual disclosure), any employee must immediately complete a disclosure form.

All references to Policies must go to the BHSF Master Copy on the BHSF Intranet; do not rely on other versions / copies of the Policy.

SUPPORTING/REFERENCE DOCUMENTATION:

Baptist Health South Florida's Code of Ethics

RELATED POLICIES, PROCEDURES, AND ASSOCIATED FORMS:

- BHSF Administrative Policy: 828 Vendor Sponsored Travel Policy – Audit and Compliance
- BHSF Administrative Policy: 829 Acceptance of Honorariums by Employees Policy – Audit and Compliance
- BHSF Administrative Policy: 830 Employed Physicians' Outside Financial Relationships with Industry
- BHSF Administrative Policy: 831 Philanthropic Solicitation of Vendors Policy – Audit and Compliance
- Conflict of Interest Disclosure Form
- BHSF Administrative Policy: 454 Employed Physicians' Outside Financial Relationships with Industry

ENFORCEMENT & SANCTIONS:

Enforcement of this policy will be performed by Baptist Health South Florida's Audit and Compliance Department. Failure to comply with or report a violation of a compliance program policy can lead to disciplinary action up to and including termination.