

Adopted Jan. 15, 2003

**STATE BAR OF MICHIGAN
HEALTH CARE LAW SECTION**

POLICY CONCERNING CONFLICTS OF INTEREST

A. Introduction

The Health Care Law Section (the "Section") is governed by a Council elected by the members of the Section. All of the members of the Council serve as volunteers, meaning that they receive no compensation for their service as Council members other than reimbursement of approved out-of-pocket expenses. Council members and their employers or law firms, however, do from time-to-time provide services to the Section or the Council for a fee. All such arrangements historically have been approved by the Council in advance.

The purpose of this policy is to memorialize the procedure that the Council has followed in practice when one of its members has a Financial or Other Interest in a matter coming before the Council. This policy will apply to all Council members and to the members of any Other Body.

B. Definitions

1. *Financial or Other Interest*

An Interested Person has a Financial or Other Interest in a matter if: (a) that Interested Person or his/her firm or employer is a party to an arrangement, whether oral or in writing, whereby it will receive compensation for items or services provided to the Section, the Council or any of its committees, subcommittees, task forces or work groups in connection with that matter; or (b) that Interested Person is an officer, governing board member, program planner, or committee leader (*i.e.*, chair, co-chair or vice chair) of a professional or trade association or of a provider of continuing legal education, if that other organization is directly involved in the matter as a participant or alternative provider.

2. *Interested Person*

Any member of the Council or Other Body who has a Financial or Other Interest in a matter coming before the Council or such Other Body for action.

3. *Other Body*

Any committee, subcommittee or task force to which the Council delegates any financial authority (*i.e.*, the authority to approve reimbursement of expenditures by, or to retain services of, one or more firms or organizations other than volunteer efforts of Section members at no charge).

C. Procedures

1. *Duty to Disclose*

A Financial or Other Interest is not necessarily a conflict of interest; however, in the interest of avoiding even an appearance of conflict of interest, if a matter is presented to the Council or Other Body for action, an Interested Person with a Financial or Other Interest in such matter must disclose that Financial or Other Interest to the other members of the Council or Other Body present at the meeting.

2. *Deliberations*

An Interested Person may remain in the meeting for a discussion and vote on the matter in which he or she has a Financial or Other Interest; provided, however, that the Chair or Chair-elect of the Council (and for Other Bodies, the Chair or any Vice Chair or Co-chair of the Other Body) may require Interested Person to leave the meeting during the final deliberation and vote on the matter.

3. *Voting*

Unless the Council or Other Body determines that a particular Financial or Other Interest does not constitute a conflict of interest, the Interested Person shall not vote on any matter in which he/she has a Financial or Other Interest. The Interested Person, however, may be counted in the quorum for that meeting.

4. *Minutes*

The minutes of all meetings of the Council or Other Body shall reflect that disclosure of a Financial or Other Interest was made and whether or not the Interested Person cast a vote on the matter; provided that, voting by the Interested Person requires a prior determination by the Council or Other Body that the Financial or Other Interest does not constitute a conflict of interest (which determination also shall be recorded in the minutes). The minutes also shall reflect whether the Interested Person left the meeting for any portion of the deliberation and vote on the matter.