

AABB Policy on Conflicts of Interest and Confidentiality

Purpose

AABB has adopted this policy as part of its continuous efforts to improve the organization's reputation for accurate and unbiased work to optimize patient and donor care and safety. This expanded conflicts of interest and confidentiality policy reflects the core values that have guided this organization since its inception — the pursuit of excellence, focus on the patient and donor, integrity, transparency, consensus building and innovation. By putting this policy into place, AABB continues to integrate the core values into its daily activities, helping to ensure that its decision-making processes are beyond reproach.

This policy is not intended to discourage participation in AABB activities. Rather, by requiring those involved in the decision-making process to disclose actual and apparent conflicts of interest, the policy encourages transparency and safeguards the integrity of AABB's mission.

Responsibility

This policy shall be maintained by the Executive Office and updated with the support of staff counsel, as appropriate.

Policy Statement

When making recommendations and decisions on behalf of AABB, board members, committee members¹, volunteer assessors and staff may not use their respective positions, information they possess about AABB or the property of AABB, in a manner that allows them to realize a monetary or other material benefit for themselves or for their spouses, partners, minor children or those with whom their income is directly shared. Accordingly, no such individual may use his or her position at AABB for personal gain or to benefit another at the expense of AABB, its mission or its reputation.

Board members, who hold positions of authority that extend to committee appointments, must be particularly sensitive to, and avoid to the extent possible, any discussions with committee chairs or members that might be perceived as exerting influence relating to issues outside the scope of official board business.

Board members, committee members, volunteer assessors and staff of AABB must protect the confidential information of AABB and must not use such information for their personal benefit or to the detriment of AABB.

¹ For purposes of this policy, committee members include members of AABB committees, representatives from other organizations who serve on AABB committees, members of interorganizational task forces for which AABB serves as the lead organization and AABB work groups.

Definitions

For purposes of this policy and the processes and procedures that flow from it, the following definitions shall apply:

Actual Conflict of Interest: An actual conflict of interest arises when an individual is in a position that requires the exercise of judgment on behalf of AABB and the individual also has financial, professional or personal interests (either the individual's own or an interest that is attributed to the individual by virtue of interests held by a spouse, partner, minor children or someone with whom income is directly shared) of the sort that is likely to, or does directly, interfere with the exercise of the individual's judgment on behalf of AABB.

Apparent Conflict of Interest: The appearance of a conflict of interest is present if: there is a potential for the financial, professional or personal interests of an individual (either the individual's own or an interest that is attributed to the individual by virtue of interests held by a spouse, partner, minor children or someone with whom income is directly shared) to be at odds with the individual's obligation to AABB and the circumstances are such that a reasonable person with knowledge of the relevant facts would question the individual's ability to act in AABB's best interests and not be compromised by that individual's financial, professional or personal interests.

Confidential Information: Confidential information includes, but is not limited to results of intermediate votes; personnel issues; information that is proprietary to, or the intellectual property of, AABB; unpublished data and manuscripts; draft standards and policies; deliberations relating to variance requests; and other information that has not been authorized for disclosure, has not become public and that is obtained through an individual's relationship with AABB.

Disclosure Statements: A key element in avoiding conflicts of interest is to ensure that those serving AABB provide full disclosure of any actual or apparent conflicts of interest. Accordingly, AABB has developed a disclosure form, which is to be completed annually and updated whenever necessary to disclose new conflicts by board members, those appointed to serve on committees and all staff. Volunteer assessors are required to complete and keep current a separate form developed by the Accreditation Department.

Financial Interest: Financial interests are direct financial holdings (exclusive of mutual funds) valued at \$15,000.00 or greater in any medical and biomedical companies, including holdings of companies whose activities are addressed in any of AABB's standards (e.g., medical device companies, information technology companies that produce medical software) that are held by any of the following individuals:

- board members,

- committee members (including representatives),²
- volunteer assessors,
- staff,
- or the spouse, partner, minor children, or someone with whom income is directly shared of any of the individuals listed above.

Policies

1.0 Required Disclosures

1.1 The disclosures required by this policy shall be made annually and updated as necessary as a condition of appointment to the board or a committee, serving as a volunteer assessor or of employment.

1.2 The Executive Office and the Human Resources department as set forth in Section 4.0 below, shall ensure that conflicts of interest (e.g., grants or contract support, consultancies, board positions) of board members, committee members (including representatives) and staff³ that present an actual or apparent conflict of interest are disclosed annually in writing and updated whenever necessary to disclose new conflicts. In addition, any changes in such conflicts shall be reflected on disclosure forms provided at every board and committee meeting.

2.0 Board Member Disclosure of Conflicts

2.1 At the beginning of every board meeting, the president shall discuss this policy and obtain acknowledgment from all participants that the policy is understood. This acknowledgment shall be documented in the minutes of the meeting.

2.2 The Conflicts of Interest Disclosure Form shall be completed at every board meeting by each member who has new conflicts to disclose.

2.3 The Executive Office shall have processes and procedures for maintaining the completed disclosure forms.

2.4 The disclosures shall be made available to all present at the meeting.

2.5 The AABB president may determine whether conflicted individuals are to be precluded from discussing and/or voting on particular issues consistent with 6.0 of this policy.

3.0 Committee Member Disclosure of Conflicts

3.1 This policy shall apply to all AABB committees, work groups and to interorganizational task forces for which AABB is the lead organization.⁴

² A *liaison* is an individual serving on an AABB committee who sits on and represents another AABB committee; a *representative* is an individual who sits on an AABB committee as a representative of an outside organization or entity.

³ The Accreditation Department is responsible for ensuring that volunteer assessors disclose conflicts of interest, as set forth in Section 5.0 below.

⁴ Disclosures need not be made for break-out groups of AABB committees and work groups since they typically do not take formal votes; they make recommendations to full committees or work groups, which then vote on the recommendations.

3.2 At the beginning of every committee meeting, the chair shall discuss this conflicts of interest policy and obtain acknowledgement from all participants that the policy is understood. This acknowledgement shall be documented in the notes of the meeting.

3.3 The Conflicts of Interest Disclosure Form shall be completed at every committee meeting by each member who has new conflicts to disclose.

3.4 The Executive Office shall have processes and procedures for maintaining the completed disclosure forms.

3.5 The disclosures shall be made available to all present at the meeting.

3.6 The chair may determine whether conflicted individuals are to be precluded from discussing and/or voting on particular issues consistent with 6.0 of this policy.

4.0 Staff Disclosure of Conflicts

4.1 The Human Resources department shall ensure that all staff complete the Conflicts of Interest Disclosure Form on an annual basis and update whenever necessary to disclose new conflicts.

4.2 The Conflicts of Interest Disclosure Form shall be completed at every board and committee meeting by each staff member in attendance at the meeting who has new conflicts to disclose.

4.3 The Executive Office shall have processes and procedures for maintaining the completed disclosure forms.

4.4 Disclosures made by staff attending a board or committee meeting shall be made available to all present at the meeting.

4.5 The president or committee chair, as appropriate, may determine whether conflicted individuals are to be precluded from discussing particular issues.

5.0 Volunteer Assessor Disclosure

5.1 The Accreditation Department shall have processes and procedures for timely disclosure of volunteer assessor conflicts of interest including a disclosure for each assessment to which an assessor is assigned.

5.2 The Accreditation Department shall have processes and procedures for maintaining completed disclosure forms.

6.0 Effect of Disclosure

6.1 An individual having a conflict of interest on a particular subject shall not vote on that issue.

6.2 Once a conflict has been disclosed, the president or the committee chair, as applicable, on his or her own initiative or at the request of a board or committee member, shall have the authority to require that the conflicted individual be precluded from discussing the particular issue. Where the conflict is so pervasive that it interferes with the individual's ability to serve the board or committee, the president or the committee chair, as applicable, may ask the conflicted individual to discontinue the AABB activity resulting in the conflict.

7.0 Whistleblower Policies

Board and committee members shall be entitled to the protections of the AABB Board and Committee Member Whistleblower Policy. Staff shall be entitled to the protections of the AABB Staff Whistleblower Policy.

8.0 Recordkeeping for Board and Committee Votes

All votes shall be recorded and all abstentions shall be recorded by name (e.g., the vote passed 7 to 5; Jane Smith abstained from discussion and Jane Smith and Joe Jones abstained from voting) in the meeting summary, notes or minutes. Agreement by consensus shall be acceptable, provided that any abstentions shall be recorded.

9.0 Protection of Confidential Information

9.1 Those serving AABB shall be responsible for making sure that confidential information is not disclosed to any unauthorized recipient, whether deliberately or through carelessness. Materials that contain confidential information shall be stored securely and shared only with those persons having a need to know the same. Care shall be taken to avoid inadvertent disclosure when discussing confidential information in public places and when corresponding through electronic media such as electronic mail, telephone voice mail, fax or videoconferences.

9.2 The president or committee chair, as applicable, shall be responsible for communicating to those covered by this policy what information should remain confidential and what information may be publicly disclosed.

9.3 Reports from committee or task force representatives to their organizations shall be made in writing and approved by the appropriate committee chair before being disseminated.

Approved by the Board of Directors July 14, 2006