

Conflict of Interest Policy

Article I. Purpose and Policy
Article II. Adoption, Amendment, Repeal
Article I. General

Article V. Penalties
Article VI. Exceptions

Article I. Purpose and Policy

1-1. The Oneida Tribe desires that all employees, consultants, appointees, officials and all others who may have access to information or materials that are confidential or may be used by competitors of the Oneida Tribe's enterprises or interests be subject to specific limitations to which such information and materials may be used in order to protect the interests of the Oneida Tribe.

1-2. The Oneida Tribe asserts its proprietary rights to client lists, trade secrets and any other confidential data generated, developed or commissioned for the Oneida Tribe in the course of an employee's duties and responsibilities and that all employees, and prospective employees, be made aware of their obligation to uphold such rights.

1-3. The Oneida Tribe asserts that no persons who work for the Oneida Tribe or are responsible for safeguarding its interests nor their relatives, associates, partners, or anyone connected with such persons should in any way benefit against or in competition with the Oneida Tribe's interests without full and complete prior disclosure to the Oneida Tribe.

Article II. Adoption, Amendment, Repeal

2-1. This Policy is adopted by the Oneida Business Committee by Resolution # BC-6-10-98-C.

2-2. This Policy may be amended pursuant to the procedures set out in the Oneida Administrative Procedures Act by the Oneida Business Committee or the Oneida General Tribal Council.

2-3. Should a provision of this Policy or the application thereof to any person or circumstances be held as invalid, such invalidity shall not affect other provisions of this Policy which are considered to have legal force without the invalid portions.

2-4. All other Oneida laws, policies, regulations, rules, resolutions, motions and all other similar actions which are inconsistent with this Policy are hereby superseded unless specifically re-enacted after adoption of this Policy. Specifically, the following resolutions are superseded by this Policy:

- a. Resolution # BC-9-28-90-A, and
- b. Resolution # BC-9-27-90-E.

Article III. Definitions

3-1. This article shall govern the definitions of words as phrases as used herein. All words not defined herein shall be used in their ordinary and everyday sense.

3-2. AConflict of interest shall mean any interest, real or apparent, whether it be personal, financial, political, or otherwise, in which a elected official, employee, consultant, or appointed or elected member of any board, committee or commission, or their immediate relatives, friends or associates, or any other person with whom they have contact, have that conflicts with any right of the Oneida Tribe to property, information, or any other right to own and operate activities free from undisclosed competition or other violation of such rights of the Oneida Tribe.

In addition, conflict of interest also means any financial or familial interest an elected official, employee, consultant, or appointed or elected member of any board, committee or commission, or their immediate relatives may have in any transaction between the Oneida Tribe and an outside party.

3-3. AThird party agreement@ shall mean any agreement with the Pharmacy in which an insurance provider agrees to reimburse the Pharmacy for drugs and supplies sold to subscribers of a valid health plan of that insurance provider.

Article I. General.

4-1. *Purpose.* This Policy shall be interpreted to prevent the use of inside information by which such use would be to the detriment of the Oneida Tribe.

4-2. *Scope.*

a. This Policy shall apply to employees, consultants, members of boards, committees and commissions, officers of the Oneida Tribe or any other persons with whom they may be associated in personal, marital, business, financial or other relationships.

b. Under the protection of this Policy are the resources of the Oneida Tribe, its enterprises, programs, business interests, financial information, trade secrets and any other information that could be used against the Oneida Tribe or those duly authorized to represent its interests.

4-3. *Amendment of Documents.* The following documents shall be amended as required in order to implement this Policy:

a. Personnel Policies and Procedures for employees.

1. Prospective employees will be asked whether or not they have any conflicts of interest as defined in this Policy.

2. Current employees will be asked to disclose existing conflicts of interest, if any.

b. Persons or entities contracting with the Oneida Tribe must include a provision reciting the prohibition against undisclosed conflicts of interest.

c. All members of boards, committees and commissions shall be informed in writing by the Tribal Secretary of the existence of this Policy.

4-4. *Forms.* Forms shall be prepared upon which disclosures of conflicts which exist may be listed and returned to the Oneida Business Committee for action as indicated in this Policy. The Oneida Law Office shall be responsible for creating a standard form and any specialized forms required by this Policy.

Article V. Penalties for Non-Disclosure of a Conflict of Interest

5-1. *Employees.* Employees found to be in violation of conflicts of interest shall be suspended without pay pending a complete investigation and terminated where evidence identifies that a undisclosed conflicts exists or existed. This investigation must be concluded within seven (7) days of the suspension, after which the terminated employee shall have the same rights of appeal as all other employees pursuant to procedures set forth in the Personnel Policies and Procedures.

5-2. *Boards, Committees and Commissions.* Members of boards, committees and commissions may be either removed pursuant to the Removal Law for elected officials or have their appointment terminated by the Oneida Business Committee pursuant to the law governing board, committees and commissions for appointed officials.

5-3. *Contracts.* Entities or persons who do not disclose conflicts may be subject to termination

of their contracts.

Article VI. Prohibited activities resulting from a Conflict of Interest

6-1. When a conflict of interest exists, no employee, officer or agent may participate in:

- a. the selection, award, or administration of a contract supported by a Federal award; and/orb. any other prohibited activities identified in any other law, policy or rule of the Oneida Nation.

6-2. In the event arrangements are made to alleviate or mitigate the conflict of interest, it may become permissible for a party to participate under 6-1.b. at the discretion of the division director and to the extent permitted any applicable law, policy or rule, however, in all circumstances, such parties remain prohibited from participating under 6-1.a.

Article VII. Exceptions

7-1. Exemptions to this Policy are for the purpose of excluding activities of the Oneida Tribe for which no conflict of interest can exist. These activities generally occur when the Oneida Tribe is acting as a provider of services for which another will be making payments or reimbursing costs of providing the services. Exemptions must be specifically identified within this Article.

7-2. *Pharmacy.* This exemption shall be designed to relieve the Pharmacy and insurance providers from the requirements of the Conflict of Interest Policy while recognizing the unique relationship between the Pharmacy and insurance providers in third party payment agreements where no proprietary information of the Oneida Tribe is provided to the insurance providers, and there is little or no opportunity for a conflict of interest between the insurance providers and the Oneida Tribe. This exemption shall be designed to increase the attractiveness of the Pharmacy to subscribers of multiple insurance providers. This exemption shall apply solely to insurance providers seeking to enter into third party payment agreements with the Pharmacy.

End.

Adopted - BC-6-10-98-C
Emergency Amendment - BC-4-12-06-JJ
Amended - BC-9-27-06-E (adoption of emergency amendments)
Amended – BC-8-10-16-M (adoption of emergency amendments)