

PROCEDURE TITLE:	SENIOR MANAGEMENT PARTICIPATION ON FOR-PROFIT BOARDS
PROCEDURE NO.:	5.32.1
RELATED POLICY:	5.32
PAGE NO.:	1 OF 2
RESPONSIBLE ADMINISTRATOR(S):	GENERAL COUNSEL
EFFECTIVE DATE:	02/09/18
NEXT REVIEW DATE:	02/2021
APPROVED BY:	PRESIDENT

1.0 PURPOSE

This procedure establishes the process for a member of senior management to request and receive authorization to participate on an outside for-profit board as permitted by Policy 5.32Rev, Section 8.0.

2.0 REQUEST

2.1 Prior to July 1 of each year, any member of senior management who wishes to serve on or continue to serve on a for-profit board in the next fiscal year must submit a written request to his or her immediate supervisor.

2.2 The request must contain sufficient details about the business entity in question to permit the supervisor to assess the request, including:

- Name of the outside business association
- Nature of the outside entity's business
- Title and/or office that the senior manager would hold
- The approximate number of hours of commitment that would be involved

2.2.1 In instances where the senior manager previously received approval for a substantially similar for-profit position, he or she must annually submit any material changes in the for-profit position including changes in compensation, changes in office to be held, changes in the organization's relationship with the University, and changes that might cause reputational risk to the University.

3.0 SUPERVISOR REVIEW OF THE REQUEST

3.1 The supervisor will review the request and determine whether it poses a conflict of commitment with the University duties of the senior manager.

- 3.2 In consultation with the General Counsel, the supervisor will determine whether the request poses a conflict of interest, appearance of conflict of interest, or other potential ethical concern.
- 3.3 When such a request for participation on a for-profit board is made by the General Counsel, the supervisor will consult with the Ohio Attorney General's Office to determine whether a conflict of interest, appearance of conflict, or other ethical concern is implicated.
- 3.4 The supervisor will provide final written approval or denial of the request to the senior manager and retain a copy of the correspondence in accordance with the University's record retention procedures.
- 3.5 In any instance in which a conflict of interest, appearance of conflict of interest or conflict of commitment is present, or where the for-profit position would otherwise be incompatible with the University duties of the requester, the request will be denied.

History

Effective: 02/09/18