

## **Conflict of Interest Policy**

Date of last revision: October 21, 2021

This Conflict of Interest Policy is intended to ensure that Equalize Health is in legal compliance with Internal Revenue Code and California law.

### **1. Purpose of Policy**

All Directors, Officers, Advisors, Employees, and Contractors have the responsibility to administer the affairs of Equalize Health prudently and in accordance with its tax-exempt purpose and in the best interest of its participants. They recognize conflicts of interest can create an appearance of impropriety and detract from an individual's ability to act in the primary interest of Equalize Health. This policy is intended to affirm and memorialize that directors, advisors, employees, contractors and officers act in good faith in the conduct of their duties and transactions on behalf of Equalize Health and in the best interest of Equalize Health.

### **2. Scope of Policy**

This policy applies to all Directors, Officers, Advisors, Employees, and Contractors who work on an indefinite basis ("Affiliates").

### **3. Definition of "Conflict of Interest"**

A "conflict of interest" is broadly understood as any interest, direct or indirect, with any persons or entities in which the conflicted person may stand to benefit financially should a decision be made to engage or do business with such other person or entity. For example, conflicts of interest may arise in the relationships between an Equalize Health Affiliate and any other person or entity:

- That supplies, leases or sells goods, services, property, or anything of value to Equalize Health;
- From whom Equalize Health leases property and equipment;
- With which the Equalize Health is in a contract or agreement of any kind;
- Who is a family member of any Equalize Health Affiliate;
- Is employed by, sits on the board of, or contributes financially to, a direct competitor.

Examples of a conflict of interest may, depending on the circumstances, include, but are not limited to:

- Receiving remuneration from Equalize Health for services outside the usual scope of employment with Equalize Health;
- Using Equalize Health's time, personnel, equipment, supplies or goodwill for outside ventures, projects, or business; and
- Receiving non-*de minimis* personal gifts or loans from third parties dealing with Equalize Health.

### **4. Disclosure of Actual or Potential Conflict of Interest**

Should any person covered by this policy determine or suspect that he or she possesses an actual or potential conflict of interest, such person must disclose the existence of the financial interest giving rise to the conflict and disclose all relevant facts prior to entering into any

proposed transaction or arrangement or, if later, as soon as the actual or potential conflict is recognized.

In addition, at least once annually, Equalize Health Affiliates will be asked to disclose in writing any relationships or interests that could give rise to a conflict.

#### **5. Procedure upon Identification of a Conflict of Interest**

Consistent with their fiduciary obligations under applicable law, the individual may proceed with or continue a transaction despite the presence of a conflict of interest if all of the following are observed:

- The conflicting interest is fully disclosed and documented in writing;
- The Equalize Health Affiliate with the conflict of interest is excluded from the discussion and approval of the transaction; and
- The Board of Directors determines that the transaction is in the best interest of Equalize Health and the terms of the transaction are fair with respect to terms available through arm-length transactions in the marketplace.

The Board shall have discretionary authority to determine whether a conflict in fact exists and, if so, whether the contemplated transaction may be authorized as just, fair and reasonable to Equalize Health. Deliberations regarding this determination will be made without the conflicted individual being present.

#### **6. Subscribing to the Policy**

Subsequent to the adoption of this policy, each Equalize Health Affiliate shall sign a statement which affirms that such person:

- Has received a copy of the conflict of interest policy;
- Has read and understands the policy; and
- Has agreed to comply with the policy.

#### **7. Violations of the Conflict of Interest Policy**

If a person covered by this policy believes another has failed to disclose actual or possible conflicts of interest, he or she shall inform their supervisor or the COO or CEO of Equalize Health of the basis for such belief. Management and the Board will provide the person alleged to have a conflict an opportunity to explain the alleged failure to disclose the conflict. If, after hearing the individual's response and after making further investigation as warranted by the circumstances, it is determined by the Board that the individual has failed to disclose an actual or possible conflict of interest, the Board shall take appropriate disciplinary and corrective action.

### Acknowledgment and Disclosure Statement

The undersigned declares that:

1. The undersigned has received and reviewed the Conflict of Interest Policy of this Corporation.

2. The relationship of the undersigned to Equalize Health: is that of (check all that apply):

- ☐ Director
- ☐ Officer
- ☐ Advisor
- ☐ Executive/senior staff
- ☐ Employee
- ☐ Other (describe: \_\_\_\_\_)

3. The undersigned hereby discloses (check one and explain, if necessary)

☐ I know of no existing or likely close involvement or other affiliation between myself (including members of my family and business enterprises of which I may have an interest) and any existing or prospective entity or entities, including without limitations: vendor(s), consultant(s), collaborator(s) or grantee(s) of Equalize Health.

☐ I am aware that such affiliation exists or may exist with any of the following without limitations: vendor(s), consultant(s), or grantee(s), as described below. (Add more sheets as needed.)

---

---

---

---

Signed: \_\_\_\_\_

Dated: \_\_\_\_\_

Name (printed): \_\_\_\_\_