

**Ocean State Research Institute, Inc.
830 Chalkstone Avenue, Bldg. 35
Providence, Rhode Island 02908**

**OCEAN STATE RESEARCH INSTITUTE
POLICIES AND PROCEDURES
HANDBOOK**

**Approved by the OSRI Board of Directors on September 24, 2012
[OSRI Policy #3, Education Activities - currently under revision]**

Ocean State Research Institute (OSRI), Inc.
830 Chalkstone Avenue, Bldg. 35
Providence, Rhode Island 02908

I, _____

hereby acknowledge that I have received the Ocean State
Research Institute Policies and Procedures Manual and
Attachment.

Investigator/Employee Name

Date

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Policies and Procedures Disclaimer

Forward

The Policies and Procedures set forth in this manual are the general guidelines of Ocean State Research Institute. They are not inflexible rules or requirements, and they may be changed or modified as individual circumstances may require in the best interest of efficient management. The President, subject to ratification by the Board of Directors, may make changes to these policies as the need arises (see General Policy 13). Nothing in these Policies or Procedures is intended or should be construed as a contract of employment, express or implied, nor a requirement that any specific procedure be followed in handling personnel issues.

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General Policy Statement

1. The purpose of this institute is to further medical science by facilitating research and educational activities. Funds donated to and accepted by the institute and the expenditures by the same shall be solely carried out with regard to this aim.
2. No policy of the institute shall be knowingly carried out at variance to Federal, State or Local authority, or to the common ethical principles of academic medicine. In keeping with this, no activities of the institute shall involve monies, income, or any direct personal benefit to investigators of the institute unless it is for services as a director or officer of the institute authorized by the Board of Directors.
3. Money may be accepted by the institute from such sources as Federal or private non-profit agencies engaged in the support of research and/or education in bio-medical sciences and health care administration, from commercial organizations involved in the development of new drugs and devices or in the support of medical research and/or education, from honoraria or consultant's fees obtained elsewhere or from personal contributions by investigators of the institute, or from small groups or individuals to defray the costs of scientific meetings, teaching sessions or other legitimate academic functions. All checks **MUST** be made payable to Ocean State Research Institute. Funds donated in support of a particular activity can be accepted only if the responsible investigator holds an appointment at the Providence VA Medical Center and the project and funding are approved by the Research & Development Committee and the appropriate subcommittee(s). Investigators are required to prepare a Budget Proposal (see enclosed Budget Form) to be submitted to the Executive Director. Investigators should notify and consult with the Executive Director before negotiating with any funding source. See the attached forms and sample letter, which need to be completed when accepting donations.
4. The institute may employ full and part time employees to carry out the research and educational projects of this institute. The length of employment for such individuals shall be indefinite with no time commitments made. The hiring, termination, assignment of duties, and the determination of reasonable salary levels shall be upon the recommendation of the responsible investigator of the institute. A memorandum (see Employment Request Memorandum) listing the duties, responsibilities, qualifications, expected term of the project, and proposed salary (yearly or hourly) shall be submitted to the President through the Executive Director of the institute prior to hiring. Once the President has approved this memorandum, a commitment may be made to the proposed employee. Fringe benefits shall include social security coverage (FICA), workmen's and unemployment insurance and health & dental benefits. In addition, annual and sick leave as well as holidays may be provided. Consult the

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Employee Handbook for specific information. No life insurance or pension contributions are currently provided by may be in the future. The direct supervisor will set specific tours of duty. The normal tour of duty is 8:00 a.m. – 4:30 p.m. Monday through Friday. Variable tours of duty will not be arranged except under special circumstances. These exceptions must be approved by the President, in writing, prior to their implementation. Full/part time VA physicians or other employees may work for and be compensated by OSRI during off-duty hours (see Opinion of General Counsel Advisory 1-91 “Supplementation of Salaries through VA Non-Profit Research Corporations”). Title 38 employees must submit a request for approval through their Service Chief to the Medical Center Director addressing the following:

- a. Title of project
 - b. Work to be accomplished
 - c. Hourly rate
 - d. Number of hours
 - e. Length of time to accomplish task
5. OSRI must receive signed approval from the Medical Center Director before work can begin. Invoices must be sent through the Service Chief giving and itemized listing of the dates and times the work was performed.
 6. The institute may purchase, own, maintain, and dispose of equipment and supplies in support of research, educational, or clinical activities of its investigators.
 7. **EQUIPMENT/CAPITAL ASSET ACCOUNTING**: Any equipment purchased via OSRI becomes the property of OSRI. OSRI non-expendable equipment purchased with a cost greater than \$2,000.00 will be tagged and inventoried by the responsible investigator on a yearly basis. Investigators requesting to locate equipment at a site other than the Providence VA Medical Center must complete a “Temporary Loan of OSRI Equipment” form. Investigators must complete VA Form 90-2235 “List of Personally Owned Property Placed in VA Use” for OSRI equipment purchased and use at the VAMC. Investigators must be aware of and practice Standards of Ethical Conduct when ordering equipment or supplies. All orders should have a justification for vendor chosen and how purchase relates to research and/or education.
 8. **TRAVEL**: The Institute may support domestic or foreign travel expenses of its investigators to bona-fide scientific/educational meetings. OSRI investigators must be on VA travel status or authorized absence to receive reimbursement for their travel expenses. On trips, employees’ meal expenses may not exceed \$50.00 per day plus a “reasonable” amount for hotel – determined by the city involved (see “General Counsel Opinion” dated September 26, 1998 for general

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information). Maximum transportation reimbursement shall be limited to the equivalent direct coach fare by airplane, plus reasonable local ground transportation costs. Consult OSRI Travel Procedures for specific information regarding travel.

9. OTHER SCIENTIFIC EXPENSES: Fees to consultants, including travel and per diem costs may be paid. A short written justification including the benefits of the visit, qualifications of the consultant, and estimated expenses must be submitted to the President for approval prior to the commitment being made. Other scientific accouterments such as scientific books, society memberships, etc. may be purchased for investigators by submitting the appropriate paperwork (see enclosed forms) to the Executive Director. All dues and subscriptions must list the address of the Providence VA Medical Center. No purchases may be made from commercial companies, which have provided any type of funding to the institute, unless they are sole source providers.
10. General fiscal policies include the following. Employees shall not be hired unless at least six months' salary costs and fringe benefits (as applicable) are received by OSRI. Shorter projects should be budgeted in full before starting. Cash advances may be provided for travel. Large registration fees (over \$200.00) may be paid in advance by submitting the registration form and required purchase requests on the OSRI purchase order forms. The Executive Director will insure that sufficient funds are available to cover even higher than anticipated cost. The President and Executive Director are the only persons authorized to make commitments of OSRI funds.
11. An indirect cost of twenty-five percent (25%) will be charged for all OSRI income and twenty-five percent (25%) shall be assigned to a fund for OSRI expenses such as legal and accounting fees, insurance, supplies, salary for the Executive Director and miscellany such as postage, banking and checking expenses, etc. Additional charges for Institutional Review Board (IRB) review will be levied. These charges will help support IRB regulatory mandates. See OSRI Policy #14 for Requests for Waiver/Reduction in Indirect Costs/Fees.
12. It is the responsibility of the VA employee to be knowledgeable and comply with VA regulations concerning "Outside Professional Activities", and Leave Policies (see attachments A and B).
13. The President, subject to ratification by the Board of Directors, may make changes to these policies as the need arises.

ACTIVE PROJECTS AND RESIDUAL FUNDS

All funds deposited in OSRI and all equipment purchased with corporation funds are the property of the Corporation and are subject to policies and procedures established by the Board of Directors. When legally allowable, exceptions to standard policies and procedures will be granted only after review and approval by the Board, and will be granted only in extraordinary circumstances. Nonetheless, it is incumbent on the Board of Directors to consider the interests of the Corporation in deliberating such matters. Such policies and procedures will be consistent with applicable federal and state statutes and regulations and board decisions. Decisions of the board are final, and after each request has been considered, a formal response will be sent to the principal investigator by the Board.

Transfer of Funds Associated with an Active Research or Education Project

Option 1 (External Transfer): Transfer of an active research or education project and the associated restricted Corporation funds and/or Corporation-owned equipment may be made only after approval by the Board of Directors and may be made only to another 501(c) (3) non-profit organization with the same stated exempt purpose of conducting research, or education project, must submit a written request for such a move to the VA non-profit Board of Directors through the Executive Director (See Attachment A). A separate request must be submitted for each active research or education project that he or she wishes to relocate.

The Executive Director will determine whether all outstanding financial obligations related to the project have been fully met. The Corporation may hold back as much as 20% of the remaining project funds for up to 90 days to cover any costs that may become apparent after the transfer has been executed. Since restricted funds are bound by contractual obligations outlined in clinical trial agreements with the Sponsor, the principal investigator must obtain from the project Sponsor written permission to transfer the project to another 501(c) (3) of the IRS code.

To ensure the smooth, orderly transfer of a research or education project, the non-profit organization from which the principal investigator is transferring must be informed of such a move at least 3 months in advance of the transfer date. The Board of Directors has sole authority to approve such a transfer. Following approval by the Board, the principal investigator is responsible for the cost and risk of shipping equipment to new location

Option 2 (Internal Transfer): The project sponsor must be notified of any substantial change in the status of the designated principal investigator on an active research

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project or education project; such changes cannot be made without prior written approval of the project Sponsor together with a completion of an amendment changing the principal investigator's name (See Attachment B). If the designated principal investigator of an active research project relocates, is terminated from the study, or in the event of death, a written request to assign a replacement principal investigator must be submitted by the Executive Director to the project Sponsor. The Board of Directors must certify that the new principal investigator has the expertise, knowledge and technical support to perform the study consistent with the terms of the study protocol and the clinical trial agreement. The transfer of responsibilities to the new principal investigator must be approved by the medical center's designated Institutional Review Board or R&D Committee.

Corporation funds associated with the active research project and/or Corporation-owned equipment necessary for the conduct of the project will be transferred to the replacement principal investigator upon written approval from the Sponsor.

Residual Funds

Funds provided to a Corporation for the general support of an investigator's research or education activities and funds remaining from completed projects are generally referred to as "residual funds". Use of such funds for general research and education purposes is predicated on first fulfilling all requirements specified by the Sponsor, or any other donor, at the time funds are initially received by the Corporation. Residual funds may be used only for scientific and professional expenditures and must further the conduct of VA-approved research or education.

After completion of the research project for which funds are originally received, residual funds, if any, remaining in the project account are reclassified as "unobligated" and may be used for the general support of research and education activities of principal investigator. In the donor acknowledgement letter, the Corporation informs the project Sponsor that the corporation will allow the principal investigator to use of the remaining balance of funds following completion of the project for the general support of the investigator's research and/or education at the VA facility affiliated with the Corporation. After the project account is closed, residual funds may be transferred within the Corporation the principal investigator's other active research and/or education project account (s) or may be transferred to a general residual account in the investigator's name. Regardless, all expenditures must be consistent with policies and procedures established by the Board of Directors and are subject to approval by the Executive Director.

An investigator must be the principal investigator on at least one active research or education project in order to maintain, and request expenditures from a general residual account. Exceptions will be made only upon approval of the Board of Directors. If an investigator has not obtained R&D Committee approval for a new project for 12 months following completion of his or her active project, all funds remaining in their general

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residual account will be transferred to a Corporation administrative account and used at the discretion of the Board of Directors.

In the event an investigator terminated his or her VA employment with the medical center affiliated with the Corporation, the investigator may submit an application for a without compensation (WOC) appointment to the VA medical center. WOC employees may continue to maintain Corporation accounts and Corporation-owned equipment. Appropriate expenditures can be made for the general support of the WOC investigator's research and/or education activities. The investigator must seek and obtain approval for a WOC appointment within 3 months following his or her official separation date from the VA. If the investigator does not obtain a WOC appointment within 3 months of separation, the Board of Directors may approve the transfer of all residual funds into a Corporation administrative account and funds will be used at the discretion of the Board.

Once an investigator is no longer a salaried employee of the VA medical center, and he or she has obtained an approved WOC appointment, the investigator may request approval from the Board of Directors to use his or her residual fund balance to support a full or part time salaried position with the Corporation. The investigator must submit an application for employment clearly indicating his/her percent effort, along with a position description and current curriculum vitae, to the Board through the Executive Director. The position description must accurately describe the duties and responsibilities of the position and how the position will advance the VA research program at the medical center. The investigator must maintain at least one active R&D Committee approved research project during the course of his or her employment with the corporation. Should a VA WOC investigator fail to maintain an active project for a period of time exceeding 12 months, the Board of Directors will review the investigator's Corporation account(s) to determine whether it should be continued. If the Board acts to terminate the investigator's Corporation appointment, the remaining balance of the funds in his or her account(s) will be transferred to a Corporation administrative account and used at the discretion of the Board.

All Corporation accounts maintained by WOC investigators will be reviewed annually by the Board of Directors to determine appropriateness.

Transfer of Residual Funds

Transfer Option 1: In the event an investigator dies or terminates his or her employment at the VA medical facility affiliated with the Corporation, the disposition of the residual funds remaining in the investigator's general residual account will be subject to the discretion of the Board. A request for transfer funds must be submitted to the Board of Directors at least 3 months prior to the anticipated date of termination.

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Transfer Option 2: In the event an investigator should die or terminate his or her employment at the VA medical facility affiliated with the Corporation, or with the Corporation itself, all residual funds remaining in the investigator's general residual account will be transferred to a Corporation administrative account and used at the discretion of the Board of Directors. Consistent with the NPC authorizing statute, donor acknowledgement letters reflect the Board's view that all funds donated to the Corporation are intended to support VA projects and research and/or educational activities at the VA facility affiliated with the Corporation. Consequently, the Corporation does not allow transfer or residual funds or Corporation-owned equipment to any other organization.

Transfer Option 3: In the event an investigator terminates his or her employment at the VA medical facility affiliated with the Corporation, the disposition of the residual funds remaining in the investigator's general residual account will be subject to the discretion of the Board. Generally, if the investigator is transferring to another VA facility with a VA-affiliated nonprofit established under 38 USC 7361, the Board of Directors will determine the maximum allowable balance of funds to be transferred from the investigator's general residual account. The remaining balance, if any, will be transferred to a Corporation administrative account and will be used at the discretion of the Board of Directors.

Death or Disability of an Investigator

In the event an investigator should die or become unable to conduct research, the executive Director will immediately inform the sponsor of each of the investigator's ongoing projects. With the sponsor's permission, a project may be transferred to another investigator at the affiliated VAMC. If no other investigator is able to assume responsibility for a project, reports completed to date will be sent to the Sponsor and any funds remaining, after all outstanding obligations have been paid, will be returned to the Sponsor. All residual funds remaining in the investigator's general residual account will be transferred to a Corporation administrative account and will be used at the discretion of the Board of Directors.

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OSRI Policy #1

ATTACHMENT A-1

**Request to Transfer an Ongoing Research Project and
the Associated Funding and Equipment**

Date: _____

From: _____ Principal Investigator

Subj: Approval to Transfer Ongoing Project

TO: Ocean State Research Institute Board of Directors

Attn: Executive Director

This is to request approval to transfer a VA-approved project
titled _____ (name and other identifiers) sponsored by
_____ (name of sponsor) from _____ (name of VA non-
profit)
to _____ (name of recipient non-profit)
on _____ (approximate date).

The following information is provided for your review:

- a. Sponsor's approval of transfer-See attached letter
- b. Recipient non-profit's agreement to accept responsibility for project and
Associated equipment- See attachment letter and proof of 501 (c) (3) status.
- c. Approximate funds to be transferred: \$ _____
- d. Equipment to be transferred-See attached equipment listing.

I understand that the shipping of VA non-profit-owned equipment is my responsibility
and I must make arrangements for and pay for packing, pick up, delivery and
appropriate shipping insurance. The cost of these services will be paid for from my VA
non-profit account _____(provide name and other identifiers).

Principal Investigator

By: _____

Print Name: _____

Date: _____

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OSRI Policy #1

ATTACHMENT A-2

This Section to be completed by OSRI Executive Director

As of _____ (date), the status of VA
nonprofit
account _____ (name and other identifiers) is as follows:

- a. \$ _____ in restricted funds associated with the project described
Above remain in the project account.
- b. \$ _____ in outstanding obligations related to procurement, travel
And/or payroll have been incurred but not paid.
- c. If approved by the Board, a total of \$ _____ or 20% of the remaining
amount (a-b=c) will be retained by Corporation for a period of 60 days
following the date of transfer to cover any unanticipated obligations that the
Corporation may not be aware of at this time. The balance will be sent to the
recipients non-profit within one week after expiration of the 60-day period.

Executive Director

By: _____

Print Name: _____

Date: _____

ACTION:

The attached Memorandum requesting the transfer of funds and/or equipment
was considered by the Ocean State Research Institute, Inc. Board of Directors at
a meeting held on _____ (date).

The Board Approved/Disapproved the request and such action has been
recorded in the attached Corporation minutes.

Project Amendment: Change in Principal Investigator

By Signature below, the Investigator and Sub-Investigator(s) who are not parties of the clinical trial agreement, acknowledge that they will comply with this obligation of the Principal Investigator and Sub-Investigator(s) so identified in the agreement.

Principal Investigator

Sub-Investigator

Date

Date

Conflict of Interest Overview

As part of the performance of official functions, each OSRI employee, investigator or board member is subject to Federal Conflicts of Interest. Each of the above persons shall sign a "Standards of Ethical Conduct and Related Responsibilities" at the beginning of their work with the Foundation. Copies of all signed forms will be kept in the Foundation offices. It is recognized that at least two of the Directors are not Federal employees and that their acknowledgment relates directly to their duties as Directors of the Corporation.

Application of Policy

This policy is intended to supplement, but not replace, federal and state laws governing conflicts of interest applicable to nonprofit corporations (NPCs). It applies to Board members and staff with significant decision-making authority. Persons covered under this policy, as well as their relatives and associates, are hereinafter referred to as "interested parties."

Conflict of Interest

A conflict of interest may exist when the interests or concerns of an interested party may be seen as competing with the interests or concerns of OSRI. There are a variety of situations that raise conflict of interest concerns including, but not limited to, the following:

A. Financial Interests: A conflict may exist where an interested party directly or indirectly benefits or profits as a result of a decision, policy or transaction made by OSRI. Examples include situations where:

1. OSRI contracts to purchase or lease goods, services, or properties from an interested party.
2. OSRI offers employment to an interested party, other than a person who is already employed by OSRI.
3. An interested party is provided with a gift, gratuity, or favor of a substantial nature from a person or entity that does business or seeks to do business with OSRI.
4. An interested party is gratuitously provided use of the facilities, property, or services of OSRI.
5. OSRI adopts a policy that financially benefits an interested party.

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A financial interest is not necessarily a conflict of interest. A financial conflict of interest exists only when the Board decides a person with a financial interest has a conflict of interest.

B. Other Interests: A conflict also may exist where an interested party obtains a non-financial benefit or advantage that he/she would not have obtained absent his/her relationship with OSRI. Examples include where:

1. An interested party seeks to obtain preferential treatment by OSRI or recognition for himself/herself or another interested party.
2. An interested party seeks to make use of confidential information obtained from OSRI for his/her own benefit (not necessarily financial) or for the benefit of another interested party.
3. An interested party seeks to take advantage of an opportunity or enables another interested person or other organization to take advantage of an opportunity that he/she has reason to believe would be of interest to OSRI.
4. OSRI adopts a policy that provides a significant non-financial benefit to an interested party.

A conflict of interest exists only when the Board of Directors decides there is a conflict.

Disclosure of Potential Conflicts of Interest

An interested party is under a continuing obligation to disclose any potential conflict of interest as soon as it is known or reasonably should be known.

An interested party shall complete the Questionnaire attached as Appendix A to fully and completely disclose the material facts about any potential conflicts of interest. The disclosure statement and Affirmation of Compliance (Appendix B) shall be submitted upon his/her association with OSRI, and shall be reviewed annually thereafter. An additional disclosure statement shall be filed whenever a potential conflict arises.

Disclosure statements will be submitted as follows. For Board members, the disclosure statements shall be provided to the President of OSRI. The President's disclosure statement shall be provided to the Vice President of OSRI or their equivalent. Copies shall also be provided to the Executive Director of OSRI.

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In the case of staff with significant decision-making authority, the disclosure statements shall be provided to the Executive Director of OSRI. In the case of the Executive Director, the disclosure statement shall be provided to the Chair of the Board

In all cases, the recipient is the designated reviewing official responsible for bringing potential conflicts to the attention of the appropriate authorities. The Secretary of the Board of Directors shall file copies of all disclosure statements with the official corporate records of OSRI.

Procedures for Review of Potential Conflicts

Whenever there is reason to believe that a potential conflict of interest exists between OSRI and a Board member or the Executive Director, the Board of Directors shall determine the appropriate response. This shall include, but not necessarily be limited to, invoking the procedures described below with respect to a specific proposed action, policy or transaction. The designated reviewing official has a responsibility to bring a potential conflict of interest to the attention of the Board promptly for action at the next regular meeting of the Board or during a special meeting called specifically to review the potential conflict of interest.

Where the potential conflict involves an employee of OSRI other than the Executive Director, the Executive Director shall be responsible for reviewing the matter and may take appropriate action as necessary to protect the interests of OSRI. The Executive Director shall report to the President the results of any review and the action taken. The Chair shall determine whether any further Board review or action is required.

Procedures for Addressing Conflicts of Interest

Where a potential conflict exists between the interests of OSRI and an interested party with respect to a specific proposed action, policy or transaction, the Board of Directors shall consider the matter during a meeting of the Board. OSRI shall refrain from acting until such time as the disinterested members of the Board of Directors of OSRI have approved the proposed action, policy or transaction. The following procedures shall apply:

1. An interested party who has a potential conflict of interest with respect to a proposed action, policy or transaction of the corporation shall not participate in any way in, or be present during, the deliberations and decision-making vote of OSRI with respect to such action, policy or transaction. However, the interested party shall have an opportunity to provide factual information about the proposed conflict and/or action, policy or transaction. Also, the Board may request that the interested party be available to answer questions.

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2. The disinterested members of the Board of Directors may approve the proposed action, policy or transaction upon finding that it is in the best interests of OSRI. The Board shall consider whether the terms of the proposed action, transaction or policy are fair and reasonable to OSRI and whether it would be possible, with reasonable effort, to find a more advantageous arrangement with a party or entity that is not an interested party.
3. Approval by the disinterested members of the Board of Directors shall be by vote of a majority of directors in attendance at a meeting at which a quorum is present. An interested party shall not be counted for purposes of determining whether a quorum is present, or for purposes of determining what constitutes a majority vote of directors in attendance.
4. The minutes of the meeting shall reflect that the conflict disclosure was made to the Board, the vote taken and, where applicable, the abstention from voting and participation by the interested party. Whenever possible, the minutes should frame the decision of the Board in such a way that it provides guidance for consideration of future conflict of interest situations.

Violations of Conflict of Interest Policy

If the Board of Directors has reason to believe that an interested party has failed to disclose a potential conflict of interest, it shall inform the person of the basis for such belief and allow the person an opportunity to explain the alleged failure to disclose.

If the Board decides that the interested party has in fact failed to disclose a possible conflict of interest, the Board shall take such disciplinary and corrective action, as the Board shall determine.

CONFLICT OF INTEREST AFFIDAVIT

I certify that I am and have been aware of and complied with the above regulations pertaining to conflict of interest in the performance of official functions. In my capacity with **Ocean State Research Institute**, I have ensured compliance by others in this matter.

Signature

Printed Name

Date

OSRI Conflict of Interest Affirmation of Compliance

I have received and carefully read the Conflict of Interest Policy for Board members and staff with significant decision making authority of OSRI and have considered not only the literal expression of the policy, but also its intent. By signing this affirmation of compliance, I hereby affirm that I understand and agree to comply with the Conflict of Interest Policy.

I further understand that OSRI is a nonprofit organization and that in order to maintain its federal tax exemption it must engage primarily in activities that accomplish one or more of its tax-exempt purposes without personal inurement (other than by salary) by Board members or staff.

Except as otherwise indicated in the Disclosure Questionnaire and attachments below, I hereby state that I do not have any conflict of interest, financial or otherwise that may be seen as competing with the interests of OSRI, nor does any relative or associate have such a potential conflict of interest. Nor shall relative, any associate or I benefit from any action, policy or transaction made by OSRI in a manner that has not been previously disclosed.

If any situation should arise in the future that I think may involve me in a conflict of interest, I will promptly and fully disclose in writing the circumstances to the Chair of the Board of Directors of OSRI or to the Executive Director, as applicable.

I further certify that the information set forth in the Disclosure Statement and attachments, if any, is true and correct to the best of my knowledge, information and belief.

Name (Please Print)

Signature

Date (year 1)

Signature

Date (year 2)

Signature

Date (year 3)

Education Activities

The Providence Veterans Affairs (VA) Medical Center supports the ongoing development of its faculty and staff through educational activities designed to increase the breadth of knowledge used to facilitate patient care. Ocean State Research Institute (OSRI), Inc. is committed to facilitating such activities so that 3 major goals are achieved:

- Improving current job performance
- Maintaining and/or enhancing employee specialized proficiencies
- Expanding the knowledge pertaining to advances and changes in patient care, technology and health care administration

Review Process

[Redacted text block]

[Redacted text line]

[Redacted text line]

[Redacted text line]

[Redacted text block]

[Redacted text block]

Education Funds

Purpose

To define OSRI supported educational activities and available funds. In addition, this policy describes the mechanism for requesting approval for education projects and donations.

General Information

[Redacted]

[Redacted]

[Redacted]

[Redacted]

[Redacted]

[Redacted]

[Redacted]

[Redacted]

Education Funding Procedures

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

e. Education Projects

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

Ocean State Research Institute (OSRI), Inc.
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Providence, Rhode Island 02908

Education Donations

[REDACTED]

OSRI Policy #4

August 14, 2012

OSRI TRAVEL PROCEDURES

The following guidelines have been developed to simplify the travel process. It is requested that you take a few minutes to review these guidelines. No travel requests will be considered unless they are submitted according to the guidelines described in this memorandum.

OSRI TRAVEL FORM: Attached is a blank travel request. Please use this form to duplicate additional copies for use when requesting travel. Include a copy of the conference brochure/program and authorized absence approval (SF71, memo, or VA Travel Orders) when presenting this form for the approval process. Please make additional copies for your use.

GUIDELINES FOR REQUESTING OSRI TRAVEL

(NOTE: Must be completed **BEFORE** traveling)

1. Complete an OSRI Travel Form, making certain that all information requested is provided.
2. Please note the attachments that must be included with all travel packages when submitted. If the traveler is only attending the meeting/course, attach a copy of the meeting/course program materials. If the traveler is presenting at the meeting/course, also attach a copy of the abstract or invitation letter. If the traveler is receiving VA travel orders, attach a copy of the approved travel request or official travel orders. It should be noted that only one of the following is required: SF71 or travel orders.
3. Attach the OSRI Travel Form to the front of the travel package and have it delivered to the Executive Director in Research Building 35. It is advised that the packages are not submitted via interoffice or regular mail, since OSRI will not assume responsibility for requests not received.
4. Submitted packages not meeting the guidelines described in this memorandum will be returned to the requestor.
5. Upon approval, the Executive Director will maintain the approved travel request and once approved by the President of OSRI, a copy of the OSRI Travel Form will be returned to the requestor and should be maintained for their records. The original OSRI Form and attachments will be maintained with the OSRI travel request until reimbursement is requested. If the travel is not completed, a memo should be submitted to OSRI so these papers can be removed from the files.

GUIDELINES FOR REQUESTING TRAVEL REIMBURSEMENT

1. When the travel requested has been completed, an OSRI Travel Reimbursement Form should be completed. The original airline ticket, hotel bill, receipt for registration, etc. must be attached to the reimbursement request. No receipts are required for ground transportation or meals unless they exceed \$75.00 per occurrence and/or per diem. Submit the completed Travel Reimbursement Form and required receipts to the Executive Director, OSRI. Requests for travel reimbursement must be submitted within 3 months of the date of travel, as adopted by the Board of Directors in their board meeting of September 7, 2011.
2. Upon receipt, the Executive Director will review reimbursement requests to ensure they are completed correctly and that the necessary receipts have been included. This information will be attached to the original travel package and maintained in OSRI files.

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OSRI Policy #4

ATTACHMENT C

TRAVEL REQUEST FORM

DATE: _____

It is requested that \$ _____ be set aside from funds in my account for the
project titled: “ _____.”

These funds will be used by _____

to attend _____

on date(s) _____.

CHECK ONE:

_____ A. Traveler is an employee of Ocean State Research Institute

_____ B. Traveler is a VA employee.

_____ C. Other (please explain) _____

Investigator's Signature & Date

APPROVED/DISAPPROVED

President, Ocean State Research Institute

OSRI Policy #4

ATTACHMENT D

TRAVEL REIMBURSEMENT FORM

DATE: _____

TO: Executive Director, OSRI

FROM: _____
Investigator

SUBJECT: TRAVEL REIMBURSEMENT

1. Reimbursements of expenses are requested for _____
who attended _____
_____ on _____.

2. The following is a breakdown of expenses:

a. Hotel	\$ _____
b. Meals**	\$ _____ (\$75 per diem)
c. Transportation	\$ _____
d. Cabs	\$ _____
e. Parking	\$ _____
f. Registration	\$ _____
g. Other	\$ _____
TOTAL	\$ _____

3. Attached are original receipts for all items over \$75.00 and all other receipts required to process this reimbursement. . Requests for travel reimbursement must be submitted within 3 months of the date of travel, as adopted by the Board of Directors in their board meeting of September 7, 2011.

Investigator's Signature & Date

I certify that I have not received, nor will accept reimbursement from outside sources for travel or per diem claimed on this form.

Traveler's Signature & Date

** Itemize Meal expenses on **Meal Expense Form**

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OSRI Policy #4

ATTACHMENT E

MEAL EXPENSE FORM

DATE	BREAKFAST	LUNCH	DINNER	DAILY TOTAL
				\$75.00**
				\$75.00**
				\$75.00**
				\$75.00**
				\$75.00**
				\$75.00**
				\$75.00**

TOTAL _____

**** per diem of \$75 requires no receipts - receipts for all meals required for any claim over \$75 per day)**

NAME: _____

DATES OF TRAVEL: _____

TRIP TO: _____

EMPLOYEE INFORMATION

TOUR OF DUTY:

Employees are considered to be full-time when they work 40 hours per week. The normal 8 hour tour of duty is from 8:00 a.m. until 4:30 p.m., Monday thru Friday.

PAYCHECKS:

Employees of the OSRI are paid on a biweekly basis. Paychecks are issued on the Tuesday following the end of the biweekly pay period. It shall be the employee's responsibility to insure that their time sheet is signed by their supervisor and turned in to the Executive Director, OSRI on the last Friday of the pay period. Salaried employees are not required to fill out a timesheet.

COST-OF-LIVING INCREASES:

Full-time employees of OSRI will receive cost-of-living increases on an annual basis that parallel those provided to employees of the Department of Veterans Affairs.

HOLIDAYS:

Full-time employees of OSRI receive ten (10) paid holidays per year (New Year's, Martin Luther King's Birthday, President's Day, Memorial Day, Independence Day, Labor Day, Columbus Day, Veteran's Day, Thanksgiving and Christmas Day). Part-time employees accrue holiday leave prorated to their part-time hours.

ANNUAL LEAVE:

Full-time employees of OSRI accrue annual leave at the rate of four (4) hours per pay period (0-3 years); six (6) hours per pay period (3-15 years) and eight (8) hours per pay period for service greater than fifteen (15) years. Part-time employees accrue sick prorated to their part-time hours. Employees with annual leave remaining at the time of their departure from OSRI may be compensated for those hours.

SICK LEAVE:

Full-time employees of OSRI accrue sick leave at the rate of four (4) hours per pay period. Part-time employees accrue sick prorated to their part-time hours.

MEAL PERIODS:

Employees of OSRI who work more than 4 hours consecutively are entitled to a 30-minute unpaid meal break.

BREAKS:

Employees of OSRI are entitled to one 10-minute paid break for each 4 hours worked.

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POSITION DESCRIPTIONS:

All employees of OSRI must have a position description, which fully describes their duties and responsibilities, approved by the Executive Director.

PERFORMANCE EVALUATIONS:

All employees of OSRI, employed for greater than 90 days, will be provided with an annual performance evaluation within 30-days of the conclusion of the Fiscal Year (i.e. September 30). Employees, employed for greater than 90 days, who depart prior to September 30, may receive a summary rating. Performance evaluations should include Key Elements that describe their performance in at least 4-5 critical areas (examples include: Professional, Technical, Laboratory, Administrative, Clerical, Financial Management, Leadership, Management, Communication, Public Affairs).

OSRI Policy #5

ATTACHMENT A

EMPLOYMENT REQUEST MEMORANDUM

TO: President, OSRI

THRU: Executive Director, OSRI

SUBJECT: Employment of _____ (Name)

Effective ___/___/___, I would like to hire _____

As a _____ (Position Title)

He/she will perform (provide a brief description of duties). _____

_____ on the

project titled _____

The expected term of this employment is _____ (inclusive dates)

I am recommending an (annual or hourly) salary rate of

\$ _____

Number of hours to be worked per pay period _____

Tour of duty _____

He/She is entitled/not entitled to sick and annual leave.

Signature of Investigator

Date

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OSRI Policy #5

ATTACHMENT B

EMPLOYMENT APPLICATION DISCLAIMER

If I, _____, am hired by Ocean State Research Institute, in consideration of my employment, I agree that I may resign and that my employment and compensation may be terminated at any time, with or without notice, with or without cause, at the option of either OSRI or myself. I further understand that my employment relationship will be “at will,” that I am not being hired for a specified period of time, and that no supervisor or manager of OSRI, other than the President of OSRI in writing signed by him, has the authority to enter into any other agreement for employment or to make any agreement contrary to the foregoing.

Employee Signature

Date

Ocean State Research Institute (OSRI), Inc.
 830 Chalkstone Avenue, Bldg. 35
 Providence, Rhode Island 02908

OSRI Policy #5

ATTACHMENT C

Ocean State Research Institute, Inc. 830 Chalkstone , Bldg 35 Providence, RI 02908	Timesheet (version 08-06-12)
--	-------------------------------------

Employee Name: _____ **Pay Period:** _____

Employee Number: _____ **Due Date:** _____

WEEK ONE									
DAY	DATE	Start Time	End Time	LUNCH	AL USED	SICK USED	HOLIDAY	OTHER	TOTAL
SUN									
MON									
TUE									
WED									
THU									
FRI									
SAT									
Subtotal:									
Week One: Total OSRI hours									

WEEK TWO									
DAY	DATE	Start Time	End Time	LUNCH	AL USED	SICK USED	HOLIDAY	OTHER	TOTAL
SUN									
MON									
TUE									
WED									
THU									
FRI									
SAT									
Subtotal:									
Week Two: Total OSRI hours									

Employee Signature _____
Date

Supervisor (VA Employee) Signature _____
Date

OSRI Policy #6

August 20, 2012

Standards of Ethical Conduct and Related Responsibilities of Employees

GENERAL REQUIREMENTS

- A. Each OSRI employee shall be expected to serve diligently, loyally, and cooperatively; to exercise courtesy and dignity; and to conduct oneself, both on and off duty, in a manner reflecting credit upon oneself, OSRI and VA.
- B. An employee shall avoid any action which might result in, or create the appearance of: (1) Using their professional position for private gain; (2) Giving preferential treatment to any person, group, or organization; (3) Impeding Government efficiency or economy; (4) Losing complete independence or impartiality; (5) Making a Government decision outside official channels; or (6) Affecting adversely the confidence of the public in the integrity of the Government.
- C. Employees shall not discriminate on the grounds of race, color, sex, religion, or national origin in providing benefits under any law administered by the VA. They shall not discriminate on those grounds or any other improper ground in any employment matter. Employees are responsible to cooperate in making equal opportunity for all a reality in the VA and OSRI.
- D. An employee shall not attempt to accomplish indirectly – through one's immediate family or otherwise – any activity which one is prohibited from doing directly.
- E. VA and OSRI management and supervisors shall encourage the good conduct of employees by setting the example, by dealing with them considerately and impartially, and by showing sincere concern for them as individuals.
- F. The restrictions set forth in paragraph A of this section do not apply when: (1) It is clear that the motivating factor is family or personal relationship (such as that between the employee and their parents, children or spouse) rather than the business relationship of the persons concerned; (2) Food and refreshments of nominal value are infrequently accepted when offered in the ordinary course of a coffee break , luncheon, or dinner meeting, or other meeting , while on official business or on an inspection tour where an employee may properly be in attendance; (3) Loans from banks or other financial institutions re sought on customary terms to finance proper and usual activities of employees, such as home mortgage loans; (4) Advertising or promotional material is unsolicited and

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- of nominal intrinsic value (such as pens, pencils, notepads, or calendars); (5) Common courtesy gifts such as flowers on appropriate occasions.
- G. An employee shall not solicit a contribution from another employee for a gift to an official superior, making a donation as a gift to an official superior, or accept a gift from an employee receiving less pay than oneself. However, this paragraph does not prohibit a voluntary gift of nominal value or donation in a nominal amount made on a special occasion such as marriage, illness, or retirement.
- H. An employee is prohibited from accepting gifts or gratuities such as goods, money, services, purchases at discount, entertainment or similar favors from claimants, patients, ex-patients, or other beneficiaries of the VA, or their relatives, friends, or agents, since it could be interpreted that the favors are in return for official services rendered. The Administrator may authorize exceptions to this prohibition where such action would not contravene the overall intent of this part.
- I. An employee shall not accept a gift, present, decoration, or any other item from a foreign government unless authorized by Congress as provided by the Constitution and in 5 U.S.C. 7342.
- J. Neither this section nor 0.735-12 precludes an employee from receipt of bona fide reimbursement, unless prohibited by law for expenses of travel and such other necessary subsistence, as is compatible with this part for which no Government payment or reimbursement is made. However, this paragraph does not allow an employee to be reimbursed, or payment to be made on one's behalf, for excessive personal living expenses, gifts, entertainment, or other personal benefits, nor does it allow an employee to be reimbursed by a person (individual, corporation, company, association, firm, partnership, society, joint stock company, or any other organization or institution) for travel on official business under VA orders when reimbursement is proscribed by Decision B-128527 of the Comptroller General dated March 7, 1967.

0.735-12 OUTSIDE EMPLOYMENT, ACTIVITY OR COMPENSATION

- A. An employee shall not engage in outside employment or other outside activity not compatible with the full and proper discharge of the duties and responsibilities of one's Government employment. Incompatible activities include but are not limited to those which: (1) Involve the acceptance of a fee, compensation, gift, payment of expense or any other thing of monetary value in circumstances which may result in, or create the appearance of, conflicts of interest; (2) Tend to impair one's mental or physical capacity to perform one's VA duties and responsibilities in an acceptable manner; (3) Bring discredit upon, are disadvantageous to, embarrass, or cause or may cause unfavorable and

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reasonable criticism of the Federal Government or the VA; (4) Conflict with the interests of the VA or the Federal Government or can possibly be construed the public to be official acts of the VA; (5) Involve the use of information obtained as a result of employment in the VA, to the detriment of the VA or those served by it; (6) Take time or attention during duty hours, or consist of the private practicing of one's profession to the extent that the employee appears to be privately practicing one's profession during official hours; (7) Violate a regulation, Executive order, or a Federal, State, or local statute or ordinance; (8) Tend to create suspicion of prejudice or favoritism in the administration of benefits to eligible veterans that could be of embarrassment to the VA.

B. An employee shall not receive any salary or anything of monetary value from a private source as compensation for one's services to the Government. This does not apply to employees working without compensation.

C. Employees are encouraged to engage in teaching, lecturing, and writing not prohibited by the law. Executive Order 11222, Part 735 of the Civil Service Regulations, the conduct regulations of this part or other agency policy. An employee shall not, however: (1) Engage, with or without compensation, in teaching, lecturing or writing, including teaching, lecturing or writing for the purpose of the special preparation of a person or class of persons for an examination of the Civil Service Commission or of the Board of Examiners for the Foreign Service, that depends on information obtained as a result of one's Government employment, except when that information has been made available on request, or when the Administrator gives written authorization for the use of nonpublic information on the basis that the use is in the public interest; (2) If one is a Presidential appointee covered by section 401(a) of Executive Order 11222, receive compensation, an honorarium, or anything of monetary value for any consultation, lecture, discussion, writing, or appearance, the subject matter of which is devoted substantially to the responsibilities, programs, or operations of one's agency, or which draws substantially on official data or ideas which have not become part of the body of public information; (3) Accept any honorarium or more than \$2,000 (excluding amounts accepted for actual travel and subsistence expenses for such person and one's spouse or an aide to such person, and excluding amounts paid or incurred for any agents' fees or commissions) for any appearance, speech, or article, or honorariums aggregating more than \$2,500 in any calendar year.

D. Employees are not prevented from: (1) Receiving reimbursement in accordance with 0.735-11(f); (2) Participating in the activities of National or State political parties not proscribed by law; (3) Participating in the affairs of or accepting an award for meritorious public contribution or achievement given by a charitable, religious, professional, social, fraternal, non-profit educational and recreational, public service, or civic organization; (4) Engaging in outside

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employment permitted under this part; (5) Taking part as a citizen of one's community in civic, charitable, religious and other community efforts.

E. Employees are encouraged to take part in service organization activities that do not conflict with, or give the appearance of conflicting with, VA employment. Thus, an employee may hold an office or position at any level, provided that the combination of the VA position and service organization position at any level, cannot be construed as giving advantage to that organization, and if the employee agrees to disqualify oneself from taking part in any activities directed at the VA, its policies, procedures or programs, or claims for benefits administered by VA. An employee may not act as a service officer preparing and presenting claims against the Government. Each employee is responsible for assuring that one's intended actions are proper and, when in doubt, shall use the interpretation and advisory service established by 0.735-4. As used in this paragraph, a service organization is an organization usually composed of ex-servicemen/women, which presents claims from veterans and their dependents for benefits under laws administered by the VA.

F. An employee who engages in any outside work while on sick leave is required to report that fact to their supervisor.

G. An employee shall not hold membership in any subversive organization or in a political party which advocates the overthrow of the Government by force or violence.

OSRI Policy #7

August 20, 2012

SEXUAL HARRASSMENT POLICY

PURPOSE: To set forth institute guidelines regarding sexual harassment.

POLICY: Ocean State Research Institute is vigorously committed to maintaining a working environment free of sexual harassment.

SCOPE OF POLICY:

1. Sexual harassment is (a) any form of sexually offensive touching or verbal conduct, including but not limited to, requests for sexual favors, unwelcome sexual advances, or sexually offensive comments, which create a hostile or offensive working environment, and (b) the use of, or inference that, an employee's submission to or rejection of such conduct, is or may be used, as a basis for employment decisions affecting the employee.
2. The above prohibitions apply to all supervisors, all non-supervisory employees of OSRI, and to visitors of OSRI. Thus, for example, this policy prohibits non-supervisory employees creating an offensive working environment for fellow employees, as well as prohibiting offensive supervisory conduct.

PROCEDURE:

1. Employees are encouraged to report sexual harassment in order to allow corrective action to be taken.
2. Employees at their option should report sexual harassment complaints to a supervisor other than the alleged offender. (A female employee who prefers to make a complaint to a female member of the OSRI Directors will be accommodated). Supervisors must promptly report all sexual harassment complaints to the President or the Executive Director. Complaints should be as specific as possible as the date, time, place and nature of incidents, as well as whether there are any witnesses to the misconduct.
3. The Executive Director shall promptly conduct a thorough confidential investigation of the alleged misconduct.
4. If, upon completion of the investigation, it is determined that the prohibited conduct did occur, corrective and disciplinary action (including the dismissal of the offending person or persons shall be immediately implemented.

COMPUTER SECURITY POLICY

Purpose:

To establish minimum security requirements for computers owned by OSRI in the performance of duties to accomplish our mission and to protect the integrity and confidentiality of such information.

Policy:

All members of the OSRI community are responsible for the safeguarding of all Information Technology devices used by the Institute. This includes both physical and electronic access to such devices that are connected to the VA networks and any non-networked devices that store OSRI-owned data. Each individual user is also responsible for ensuring a safe networking environment for themselves and others in the OSRI and VA communities.

Users who store restricted information on an OSRI-owned computer must have expressed written authorization by the Executive Director, Ocean State Research Institute, to remove such information from the premises.

Confidentiality:

All information stored on OSRI-owned computers should be deemed confidential and privileged. Access codes and passwords must be held confidential and protected from misuse at all times.

Information and/or off-the-shelf software programs utilized for accounting purposes (e.g. QuickBooks ©) should be stored solely on the OSRI-owned computer of the Administrative Assistant/Bookkeeper. Access to this information is restricted to the Administrative Assistant/Bookkeeper or Executive Director only.

Integrity:

Any OSRI-computers must have appropriate anti-viral technology in place if used for internet access purposes. Information stored on the VA network on computers in use by OSRI is automatically backed up on a daily basis. Information stored on OSRI-owned computers should have routine disk backup functions performed on a routine and regular basis. This task will be accomplished by the Administrative Assistant/Bookkeeper on not less than a weekly basis onto an encrypted thumb drive.

Availability:

Information available on the VA network to OSRI may be accessed from off-station, provided the employee has been approved for CAG Access (Citrix Access Gateway) by

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the VA Information Security Officer and the VA Information Technology department. Written permission from the President, Board of Directors, and/or the Executive Director is required to obtain such approval.

Information available on OSRI-owned computers is not accessible from off-site locations. This is especially true for any financial or accounting data, protected health information on patients, or any personal information on employees.

Any employee who has reason to believe a computer security violation may have occurred needs to report such violation immediately to the Executive Director or President, OSRI Board of Directors.

Failure to comply with this policy may result in loss of network and system privileges for the computer and the individual violating the policy.

BUSINESS MEETING EXPENSE POLICY

*****NOTE: OSRI will not and cannot purchase and/or reimburse for alcoholic beverages*****

1 - Purchases and/or reimbursement expenses that are primarily of a personal nature cannot be paid through OSRI. Examples of such personal purchases/expenditures include, but are not limited to, wedding or baby showers, gifts, birthday parties, gifts or flowers to individuals, bereavement bouquets/flowers and contributions to other charities. Purchases for workplace refreshments such as coffee, water and soft drinks also will be not be reimbursed.

2 – OSRI, as an independent nonprofit research corporation, may have occasion to sponsor business meetings and other activities directly related to our mission, which may require additional support for research planning or educational activities. Under these circumstances, the purchase and/or reimbursement of certain meals and refreshments may be appropriate under the following circumstances:

- a. Meeting expenses with applicants for advertised scientific positions at the Providence VA Medical Center (limit \$50 per person).
- b. Meeting expenses with out-of-town visiting scientists to discuss research or education plans (limit \$50 per person).
- c. Minor refreshments for research planning or educational activities such as lectures or workshops (limit \$8 per person).

3 – The number of meal attendees should be reasonable. For meetings with job applicants, attendees may include non-scientists who can provide important information about relocation to the Rhode Island area.

4 - At a minimum, the requests should contain the following information: the name of the business meeting/related research or educational setting, # of expected participants, items requested and projected \$ requested.

5 – A Business Meeting Expense Purchase/Reimbursement Form must be completed (see Attachment A to this policy).

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OSRI Policy #9

ATTACHMENT A

Business Meeting Expense Purchase/Reimbursement Form

Requests for reimbursement must be submitted within 3 months of the date of purchase, as adopted by the Board of Directors in their board meeting of September 7, 2011.

1 - Name of the business meeting/related research or educational setting:

2 – # Expected Participants?: _____

3 - Item(s) Requested:

4 - Projected Cost: \$_____

5 – Purpose/Justification: (please check one)

_____ Meeting expenses with applicants for advertised scientific positions at the Providence VA Medical Center (limit \$50 per person).

_____ Meeting expenses with out-of-town visiting scientists to discuss research or education plans (limit \$50 per person).

_____ Minor refreshments for research planning or educational activities such as lectures or workshops (limit \$8 per person).

_____ Other: please explain _____

To be answered by the Ocean State Research Institute Administrative Assistant /Bookkeeper

8 - Are sufficient funds available in the specific Protocol's account to purchase and/or reimburse OSRI for this expenditure? **YES NO**

REQUESTED BY

DATE

APPROVED/DISAPPROVED:

EXECUTIVE DIRECTOR
Ocean State Research Institute, Inc.

DATE

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OSRI Policy #10

August 23, 2012

Tax Compliance Policy

The Ocean State Research Institute, Inc., as a registered nonprofit corporation (501(c)(3) with the Secretary of State, State of Rhode Island, will be in full compliance with regulatory requirements for annual filings.

Annual Report Filing Periods

Each calendar year (except for the year of formation) an annual report is due in the State of Rhode Island for filing from nonprofit corporations during the calendar month of June. This report may be completed on-line at http://ucc.state.ri.us/loginsystem/login_form.asp. This report may also be mailed to the State of Rhode Island and Providence Plantations, Office of the Secretary of State, Division of Business Services, 48 West River Street, Providence, RI 02904-2615; telephone (401) 222-3040.

OSRI will utilize the services of a professional accountant who will perform a year-end audit and annually prepare an IRS Form 990, Return of Organization Exempt From Income Tax, and submit to the Executive Director. Such services will be obtained through an “engagement letter” or other written instrument, indicating the scope of services to be provided, the term of the agreement (which will customarily begin on October 1st and end on September 30th of each year), and indicate a cost for such services. This annual agreement may be approved by the Executive Director, acting as the business agent for the Ocean State Research Institute, Inc. or by the President of the OSRI Board of Directors.

The IRS Form 990 will be presented to the Board, by the Executive Director, and must be reviewed and approved by the OSRI Board before filing. Occasional accounting assistance will be conducted by a different accountant.

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OSRI Policy #11

August 23, 2012

Records Retention Policy

OSRI will follow the commonly accepted nonprofit practices and commonly accepted accounting practices guidelines, as indicated for records retention in VHA Handbook 1200.17, paragraph 13.f. If not in conflict, other guidelines in use by VA are described in VHA Records Control Schedule 10-1, dated March 1, 2011. General and administrative records and financial records are covered by Section IV – Office of Research and Development. Other research records are described below (same reference).

Section IV - Office of Research and Development.

12A-1	Title and Description	Disposition	Authority
	Research and Development (R&D) Activities Folder File		National Archives Job No. NCI-15-82-7
All research proposals submitted by VA field facilities to VA Central Office that are approved and funded. Specifically, the information consists of the description of the project, methodology, funding requirements, recommendation by the, Merit Review Board, progress reports, site visit reports, committee reports and other records pertaining to research projects.			
a. Hardcopy . Permanent		Close file at the conclusion of the R&D Project. Cut-off closed files at the end of the fiscal year. Transfer to the National Archives and Records Administration (NARA) in 5 year blocks 30 years after cut-off.	Item 1
b. Microfilm		NOTE: Microfilming of records has been discontinued. (1) Retire immediately to the Washington National Records Center (WNRC). Offer to NARA when 30 years old.	Item 2a
(1) Master and one positive copy. Permanent.			
(2) Reference Copy. Temporary		Retain in the originating office. Destroy when no longer needed for reference purposes.	Item 2b

OSRI Policy #12

August 20, 2012

Interagency/Intergovernmental Personnel Act (IPAs) - OPM Form 1616

[Link: <http://www.opm.gov/programs/ipa/mobility.asp>]

The Intergovernmental Personnel Act Mobility Program provides for the temporary assignment of personnel between the Federal Government and state and local governments, colleges and universities, Indian tribal governments, federally funded research and development centers, and other eligible organizations. Agencies may enter into IPA assignments on a reimbursable or non-reimbursable basis. This means they may be cost-neutral to Federal agencies. Whether an IPA assignment is reimbursable is determined by the agency and non-Federal entity involved in the assignment.

Example: The Intergovernmental Personnel Act (IPA), 5 U.S.C. §§ 3371-3376, authorizes the head of a Federal agency, under certain conditions and restrictions, to arrange for the temporary assignment of an employee to one of several types of non-Federal entities. The IPA also permits an employee of a specified non-Federal entity to be temporarily assigned to a Federal agency.

Assignments should be made for the mutual benefit of the Federal Government and the non-Federal entity, and are for 2 years duration. However, assignments may be extended for an additional 2 years, allowing for a maximum term of 4 consecutive years. Assignees are either temporarily appointed to the Federal agency or serve while on detail. Cost-sharing arrangements for mobility assignments are negotiated between the participating organizations. The Federal agency may agree to pay all, some, or none of the costs associated with the assignment. Such costs may include basic pay, supplemental pay, benefits, and travel and relocation expenses. (5 U.S.C. 3371-3375; 5 CFR 334).

An employee of a non-Federal organization must be employed by that organization for at least 90 days in a career position before entering into an Intergovernmental Personnel Act agreement. This individual may be given a temporary appointment or be assigned by detail to a Federal agency. It is the Federal agency's responsibility to inform the employee of the applicable Federal employee laws. Federal conflict-of-interest laws and the Federal tort claims statutes also apply.

A non-Federal employee who is assigned to a Federal position, either by detail or appointment, may exercise supervision over Federal employees. Agencies should not offer permanent appointments to non-Federal employees assigned to them. The

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Intergovernmental Personnel Act mobility program is not to be used as a mechanism to facilitate career changes.

Non-Federal employees on assignment to a Federal agency by appointment are Federal employees for the duration of that appointment and have all the rights, benefits, and privileges associated with that appointment. This includes eligibility for awards given under the authority of 5 USC chapter 45. Non-Federal employees on assignment to a Federal agency by detail can receive recognition through letters of appreciation or commendation but are not eligible for awards granted under the incentive awards programs governed by 5 USC chapter 45. A Quality Step Increase (QSI) cannot be approved for non-Federal employees.

IPA agreements should be carefully reviewed to ensure that:

- 1. Job titles and job descriptions clearly indicate that the covered personnel are scientific or technical.**
- 2. No handwritten information is entered on the forms.**
- 3. The IPA assignment agreement forms are complete and that all boxes are filled out properly.**

Travel, Relocation, and Per Diem

A Federal agency may pay the travel expenses authorized under the Federal Travel Regulation (FTR) (41 CFR chapters 301-304) chapter 301 of a Federal employee or non-Federal employee on an Intergovernmental Personnel Act assignment. An agency may pay a per diem allowance at the assignment location in accordance with FTR part 301-7, or the following limited relocation expenses:

- travel and transportation expenses of the employee to and from the assignment location under FTR part 302-2;
- travel and transportation expenses of the employee's immediate family to and from the assignment location under FTR part 302-2;
- transportation and temporary storage expenses of the employee's household goods and personal effects under FTR part 302-8;
- temporary quarters subsistence expenses under FTR part 302-5 at the time the assignment commences and at the time the assignment is completed;
- a miscellaneous expense allowance under FTR part 302-3; and
- the expenses of non-temporary storage of the employee's household goods and personal effects under FTR part 302-9, when the employee is assigned to an isolated location.

The employee must sign a service agreement for one year or the length of the assignment, whichever is shorter, to be eligible for payment of per diem at the

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assignment location or limited relocation expenses. The employee will be responsible for repaying any expenses if he or she fails to complete the service agreement, unless the reasons for failing to complete the agreement are beyond his or her control. In addition, Federal agency officials may waive the requirement to pay back expenses if they feel the waiver is justified. The service agreement does not cover travel expenses paid when the employee travels away from the assignment location.

Non-Federal employees on assignment to the Federal Government are subject to the provisions of 5 USC chapter 73, United States Code (Suitability, Security, and Conduct, including restrictions on political activity), and any applicable non-Federal prohibitions. employee benefits that will be retained; and,

- Privacy Act Statement.

The agreement should also make clear that if an employee is paid allowable travel, relocation, and per diem expenses, he or she must complete the entire period of the assignment or one year, whichever is shorter, or reimburse the Government for those expenses.

For Federal employees the agreement should assure that the assignee knows of his or her obligation to return to the Federal service for a time equal to the length of the assignment, or be liable for all expenses (exclusive of salary and benefits) associated with the assignment.

The cost-sharing arrangements involved in a mobility assignment are worked out between the participating organizations. The Federal agency may agree to pay all, some, or none of the costs of an assignment. Such costs may include employee pay, fringe benefits, relocation costs, and travel and per diem expenses.

Termination of an Assignment

An assignment may be terminated at any time at the option of the Federal or non-Federal organization. Where possible, the party terminating the agreement before the original completion date should give a 30-day notice to all parties involved. This notification should be in writing and should include the reasons for the termination. The Office of Personnel Management may terminate an assignment or take other corrective actions when an assignment is found to violate the Intergovernmental Personnel Act regulations. A mobility assignment must be terminated immediately whenever the assignee is no longer employed by his or her original employer, regardless of whether the assignment is a detail or an appointment.

Changes to the Assignment Agreement

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Any significant changes in an employee's duties, responsibilities, salary, work assignment location or supervisory relationships should be duly recorded as a modification to the original agreement. The assignment agreement for each employee must always be accurate, complete, and current. Minor changes such as salary increases due to annual pay adjustments, changes in benefits due to revised coverage, and very short-term changes in duties do not require a modification to the original agreement.

Whistleblowers Policy & Guidelines for Reporting Improper Activity

OSRI supports the conscientious reporting of improper activity. OSRI does not condone any activity that is illegal or improper, whether by a Board Member, an Executive team member, a Principal Investigator, a supervisor or employee. OSRI encourages its employees to report any suspected or actual illegal or improper activity.

Behavior that falls into the category of illegal or improper conduct includes: fraud, theft, safety violations, improper use of authority, gross waste of funds, harassment, or retaliation. If an employee in good faith believes that an improper or illegal action or event has occurred, he or she should report the incident to Human Resources. If Human Resources is involved, the employee should report the incident to the Executive Director or President of the Board of Directors

Complaints, reports or inquiries may also be made on a confidential or anonymous basis by contacting the Executive Director, President or the Board of Directors. Employees should describe in detail the specific facts demonstrating the basis(es) for the complaints, reports or inquiries. OSRI will conduct a prompt, discreet and objective review or investigation. Employees must recognize that OSRI may be unable to fully evaluate a vague or general complaint, report or inquiry that is made anonymously. Alternatively, employees may also call the VA's Confidential Hotline (Compliance Helpline Anonymous) to report improper activity.

OSRI will strive to keep a whistleblower's identity confidential, but this cannot be guaranteed. An employee may be called as a witness in any criminal investigation. OSRI will seek to protect the employee from any retaliation. Any employee who feels that adverse action has been taken toward him or her due to a report of improper activity should report it as soon as possible in writing (including email) to the Executive Director or the President of the Board.

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OSRI Policy #14

August 27, 2012

Requests for Waiver/Reduction in Indirect Costs/Fees

The Board of Directors of the Ocean State Research Institute, Inc. reserve the right to waive or reduce the indirect costs associated with a grant, on a case-by-case basis.

Upon application, for example, requests may be considered for grant funding associated with other non-profit charitable foundations and/or grants in the amount of \$10,000 or less. Indirect costs may be considered for a fifty-percent reduction, from the standard 25% administrative overhead cost, to perhaps a 12.5% Indirect Cost fee. See General Policy Statement #11 (page 8), which establishes the indirect cost rate.

BUDGET FORM

Subject: Budget Proposal

To: Executive Director

1. Please approve acceptance of the donation described below for use in support of approved research and/or educational activities.

Amount:

Donor:

Purpose: (State Title of VA-approved protocol for which these funds have been provided)

2. I request approval to use these funds as shown below or on the attached budget page.

<u>Use</u>	<u>Estimated Amount</u>
Supplies	_____
Equipment	_____
Personnel Salaries	_____
Consultant Salaries	_____
Travel	_____
Other (Please Specify)	_____

I anticipate these funds will be spent by (date) _____

3. I understand that these funds may be used only in support of VA-approved research and/or educational activities and that any travel I request must be essential to the conduct of my research.

Investigator's Signature

Date

APPROVED/DISAPPROVED:

Executive Director

Date

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APPENDIX B

REQUEST FOR PURCHASE/REIMBURSEMENT

(Effective August 29, 2012)

Requests for reimbursement must be submitted within 3 months of the date of purchase, as adopted by the Board of Directors in their board meeting of September 7, 2011.

[NOTE: OSRI will not and cannot purchase and/or reimburse for alcoholic beverages]

1 - Protocol Name/#: _____

2 – Principal Investigator: _____

3 - Item(s) Requested:

4 – Name of Vendor/Supplier: _____

5 - Projected Cost: \$ _____

6 – If a reimbursement request, name of person to be reimbursed: _____

7 - Purpose: _____

8 - Justification (in laymen's terms please): *(usual and customary supplies necessary to perform tests is acceptable for lab supplies)*

To be answered by the Ocean State Research Institute Administrative Assistant /Bookkeeper

9 - Are sufficient funds available in the specific Protocol's account to purchase and/or reimburse OSRI for this expenditure? **YES NO**

REQUESTED BY

DATE

APPROVED/DISAPPROVED:

EXECUTIVE DIRECTOR
Ocean State Research Institute, Inc.

DATE

Ocean State Research Institute (OSRI), Inc.
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APPENDIX C

TEMPORARY LOAN OF OSRI EQUIPMENT FORM

DATE: _____

TO: Executive Director, OSRI

SUBJ: Temporary Loan of OSRI Equipment

I am requesting authorization to use the following equipment, which OSRI acquired for my use, temporarily at _____ to complete ongoing research. I anticipate the period of this loan will be from _____ to _____. I understand that while this equipment is in _____ it is not covered by OSRI and that I will be held personally liable in case of damage.

(NOTE: A separate memorandum is required for each piece of equipment with an OSRI property number.)

OSRI PROPERTY NUMBER: _____

DESCRIPTION OF EQUIPMENT:

SERIAL NUMBER: _____

INVESTIGATOR'S SIGNATURE

DATE

APPROVED/DISAPPROVED:

EXECUTIVE DIRECTOR

DATE

APPENDIX D

Indemnification by Corporate Entity

_____ agrees to indemnify, defend and hold
(Corporate Entity) harmless Ocean State Research Institute, and each and all of its
agents, employees, officers, directors and members (hereinafter collectively "OSRI")
from and against all loss, cost, damage and expense (including attorneys' fees,
disbursements and court costs) imposed upon or incurred by OSRI in connection with
any and all claims, suits, proceedings (judicial or otherwise), settlements and
judgments, arising out of or relating to the death or sickness, disease or injury to any
person arising out of or in connection with the research study which is the subject of the
Agreement.

OSRI agrees to notify _____ of any
(Corporate Entity)

claims or legal action relating to the research study, and to cooperate with
_____ in the defense of any such claim or
(Corporate Entity)

action. _____ agrees, at its own expense, to
(Corporate Entity)

provide attorneys to defend against any action brought or filed against OSRI with
respect to any claims covered by the foregoing indemnification obligation, whether such
claims or actions are rightfully brought or filed.

Signature Title Date

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APPENDIX E

SAMPLE DONOR LETTER

All initial donations made to Ocean State Research Institute, "MUST" be accompanied by a letter from the donor. Listed below is an acceptable letter format suggested for use.

(Investigator's Name)

Ocean State Research Institute
830 Chalkstone Avenue
Providence, Rhode Island 02908

Dear (Investigator's Name):

Enclosed is our check number _____ in the amount of \$_____. These funds are donated for your use in conducting the research project entitled, " _____ " and (or just) to support your ongoing _____ research. It should be noted that these funds may be used in any manner you, as principal investigator, deem necessary.

Sincerely,

(Donor Name)

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APPENDIX F

OSRI SAMPLE ACKNOWLEDGMENT LETTER

Donor Name (Date)
Company
Address

Dear (Donor Name):

We would like to acknowledge receipt and acceptance of your contribution in the amount of \$_____ for use in supporting the research study entitled, “ _____ ” and the ongoing research being conducted by (Investigator Name).

In accordance with our non-profit status, I should point out that these funds will be expended within five (5) years of this donation. We are enclosing a copy of our IRS approved non-profit status letter for your files.

You understand, of course, that acceptance of this donation does not imply endorsement on our part or on the part of the Veterans Health Administration. We do, however, want to thank you for your consideration and support.

Sincerely,
President, OSRI