

Health Care Market Oversight Program

Community Review Board Conflict of Interest Form

Please answer the questions in this form to the best of your ability. OHA will use your responses to select Health Care Market Oversight (HCMO) community review board members. Send your completed form, along with a community review board application and demographic form, to hcmo.info@oha.oregon.gov.

If you are selected to serve on HCMO's community review board you will be subject to conflict of interest disclosure requirements in ORS Chapter 244 as a public official and ORS 415.501 as a member of the community review board.

You can get this document in other languages, large print, braille, or a format you prefer free of charge. Contact us by email at hcmo.info@oha.oregon.gov or by phone at 503-385-5948. We accept all relay calls.

About Conflict of Interest

Members of a HCMO community review board are public officials and are required to publicly announce the nature of the conflict of interest before participating in any actions as a public official. If you are selected as a member of the community review board, you will be subject to the conflict of interest requirements in ORS Chapter 244 as a public official, and ORS 415.501 and OAR 409-070-0062 as a member of the HCMO community review board.

A conflict of interest occurs if a member of the community review board:

- Is employed by an entity that is party to the transaction.
- Is employed by a similar sized competitor to an entity that is party to the transaction.
- Has a financial stake in an entity that is party to the transaction.
- Has governance or decision-making authority for an entity that is a party to the transaction.

Additionally, a conflict of interest may exist if being a member of the community review board could result in financial benefit or detriment to:

- You
- Your relative
- A member of your household
- A business associated with you
- A business associated with a relative
- A business associated with a member of your household.

Household member refers to any person who resides at the same residence as you, regardless of whether you are related. Relative refers to people you have a legal obligation to support, who are covered by your benefits, and/or who legally support or provide benefits for you. Relatives include a person who is a spouse or partner; parent; stepparent; child; sibling; stepsibling; child-in-law.

If you have questions or concerns about the information we are requesting, please email hcmo.info@oha.oregon.gov. You can also consult Oregon's [Guide for Public Officials](#) for more information.

Companies involved in the transaction

This transaction involves three companies:

- Kroger is a large national grocery store chain that operates Fred Meyer and QFC stores and pharmacies in Oregon.
- Albertsons is a large national grocery store chain that operates Albertsons and Safeway stores and pharmacies in Oregon.
- C&S Wholesale Grocers (“C&S”) is a wholesale grocery supply company that is planning to acquire hundreds of Kroger and Albertsons stores in connection with the merger.

When answering the questions below, please consider the three companies listed, including any of their subsidiary or owned companies.

Applicant Information

First and Last Name	
Occupation	
Employer	
Date	

1. Please list all businesses associated with yourself, a relative, or a member of your household since January 1, 2022. Please include all businesses conducted under an assumed business name.

Business Name	Self	Household member or relative
	<input type="checkbox"/>	<input type="checkbox"/>

2. Please indicate whether you, a relative, or a member of your household meets any of the following criteria. Include businesses associated with yourself, a relative, or a member of your household in your response.

	Self	Household member or relative
Currently employed by Kroger-, Albertsons-, or C&S-owned companies	<input type="checkbox"/>	<input type="checkbox"/>
Past employment by Kroger-, Albertsons-, or C&S-owned companies	<input type="checkbox"/>	<input type="checkbox"/>
Have done business with Kroger-, Albertsons- or C&S-owned companies in the past 12 months. This includes work as a contractor, paid consultant, or vendor.	<input type="checkbox"/>	<input type="checkbox"/>
Have been in a decision-making role with Kroger-, Albertsons-, or C&S-owned companies in the past 12 months. This may include being a director or member of a governing board.	<input type="checkbox"/>	<input type="checkbox"/>
Had a financial relationship with Kroger-, Albertsons- or C&S-owned companies. This may include stocks or ownership interests, business investments, service fees, honorarium, loans, gifts, and/or other payments or financial benefits.	<input type="checkbox"/>	<input type="checkbox"/>
Currently employed by a competitor of Kroger, Albertsons, or C&S owned companies.	<input type="checkbox"/>	<input type="checkbox"/>

If you checked any of the boxes above, please provide more information, including dates, persons involved, and a detailed description. HCMO may request additional information as necessary.

Signature

I hereby certify that I have read and understand the provisions of ORS Chapter 244, ORS 415.501(11), and OAR 409-070-0062 and have provided truthful information to the best of my abilities.

Signature _____ Date _____

Statute and Rule Requirements

ORS 405.501

(11)(a) A review board convened by the authority under subsection (7) of this section must consist of members of the affected community, consumer advocates and health care experts. No more than one-third of the members of the review board may be representatives of institutional health care providers. The authority may not appoint to a review board an individual who is employed by an entity that is a party to the transaction that is under review or is employed by a competitor that is of a similar size to an entity that is a party to the transaction.

(b) A member of a review board shall file a notice of conflict of interest and the notice shall be made public.

OAR 409-070-0062

(3) A community review board shall consist of members of the affected community, including persons who represent populations that experience health disparities, consumer advocates and health care experts. Not more than one-third of the members of the community review board may be representatives of corporate providers. The Authority may not appoint to a community review board an individual who is employed by an entity that is a party to the transaction that is under review or is employed by a competitor that is of a similar size to an entity that is a party to the transaction. As part of the community review board appointment process, the Authority will notify coordinated care organization community advisory councils, as defined in ORS 414.575, representing the affected community.

(4) Community review board members shall declare any potential or actual conflict of interest by filing a notice, pursuant to ORS 415.501(11)(b). A notice of conflict of interest for an appointed community review board member will be made public. If the Authority determines that a member of the community review board has an actual conflict of interest, the member shall abstain from participating in community review board actions related to the conflict of interest. A conflict of interest exists when a community review board member:

(a) Is employed by an entity that is a party to the transaction under review;

(b) Is employed by a similar sized competitor to an entity that is a party to the transaction under review;

(c) Has a financial stake in an entity that is a party to the transaction under review; or

(d) Has governance or decision-making authority for an entity that is a party to the transaction under review.

ORS 244

244.020 "Public official" means the First Partner and any person who, when an alleged violation of this chapter occurs, is serving the State of Oregon or any of its political subdivisions or any other public body as defined in ORS 174.109 as an elected official, appointed official, employee or agent, irrespective of whether the person is compensated for the services.

244.050 By April 15 next after the date an appointment takes effect, every appointed public official on a board or commission listed in subsection (1) of this section shall file with the Oregon Government Ethics Commission a statement of economic interest as required under ORS 244.060, 244.070 and 244.090

244.060 Form of statement of economic interest; contents. The statement of economic interest filed under ORS 244.050 shall be on a form prescribed by the Oregon Government Ethics

Commission. The public official or candidate filing the statement shall supply the information required by this section and ORS 244.090, as follows:

(1) The names of all positions as officer of a business and business directorships held by the public official or candidate or a member of the household of the public official or candidate during the preceding calendar year, and the principal address and a brief description of each business.

(2) All names under which the public official or candidate and members of the household of the public official or candidate do business and the principal address and a brief description of each business.

(3) The names, principal addresses and brief descriptions of the sources of income received during the preceding calendar year by the public official or candidate or a member of the household of the public official or candidate that produce 10 percent or more of the total annual household income.

(4)(a) A list of all real property in which the public official or candidate or a member of the household of the public official or candidate has or has had any personal, beneficial ownership interest during the preceding calendar year, any options to purchase or sell real property, including a land sales contract, and any other rights of any kind in real property located within the geographic boundaries of the governmental agency of which the public official holds, or the candidate if elected would hold, an official position or over which the public official exercises, or the candidate if elected would exercise, any authority.

(b) This subsection does not require the listing of the principal residence of the public official or candidate.

(5) All expenses with an aggregate value exceeding \$50 received by the public official during the preceding calendar year when participating in a convention, mission, trip or other meeting described in ORS 244.020 (7)(b)(F), including the name and address of the organization, unit of government, tribe or corporation paying the expenses, the nature of the event and the date and amount of the expense.

(6) All expenses with an aggregate value exceeding \$50 received by the public official during the preceding calendar year when participating in a mission, negotiations or economic development activities described in ORS 244.020 (7)(b)(H), including the name and address of the person paying the expenses, the nature of the event and the date and amount of the expenditure.

(7) All honoraria and other items allowed under ORS 244.042 with a value exceeding \$15 that are received by the public official, candidate or member of the household of the public official or candidate during the preceding calendar year, the provider of each honorarium or item and the date and time of the event for which the honorarium or item was received.

(8) The name, principal address and brief description of each source of income exceeding an aggregate amount of \$1,000, whether or not taxable, received by the public official or candidate, or a member of the household of the public official or candidate, during the preceding calendar year, if the source of that income is derived from an individual or business that has a legislative or administrative interest or that has been doing business, does business or could reasonably be expected to do business with the governmental agency of which the public official holds, or the candidate if elected would hold, an official position or over which the public official exercises, or the candidate if elected would exercise, any authority. [1974 c.72 §5; 1975 c.543 §4; 1987 c.566 §11; 1991 c.770 §7; 1993 c.743 §12; 2003 c.14 §116; 2007 c.877 §19; 2009 c.68 §6; 2015 c.620 §5]