



CODE OF CONDUCT

# Integrity in Action

## OUR MISSION

Conduit Health Partners improves health care access and enables effective resource utilization through responsive expert guidance, robust data analytics, and collaborative partnerships.

## OUR VISION

To create the world's best care solutions that drive value and excellence.

## OUR VALUES

Service  
Excellence  
Integrity  
Collaboration  
Innovation  
Compassion  
Sacredness of Life

## Dear Conduit Health Partners Associate,

Conduit Health Partners was founded in 2017 and has experienced extraordinary growth as an outsource partner that offers customized health care solutions for health systems, health plans, employers, and others to improve care and access for their patients and employees. CHP is led by a team of health care professionals that understands the ever-changing-and-challenging-health care landscape.

Conduit Health Partners has a deep commitment to corporate and financial responsibility. Our leaders set the tone for our organization, reinforcing our commitment to doing the right thing, which is rooted in our Mission, Vision, and Values.

Our Mission describes what we hold ourselves accountable to as a patient-centric organization. Our Vision boldly inspires our direction into the future. And our Values are the foundational commitments guiding our relationships and interactions with patients, residents, associates, and partners.

This Code of Conduct is a natural and appropriate extension of our Mission, Vision, and Values. It provides greater specificity for our actions in the increasingly complex and ever-changing world of health and health care. At the center of this Code, and permeating its pages, is an enduring commitment to ethical behavior. It is a manual for “integrity in action.”

Our Board of Directors and Executive Leadership Council urge you to read our Code of Conduct and keep it close by as a reference for you in your daily work. Thank you for choosing to be part of this incredibly important and exciting journey.

We look forward to serving others through our work.



**Cheryl Dalton-Norman**

President  
CHP



**Peter Maddox**

Chair, HSP  
Board of Directors



**Donna M. Abbondandolo**

Chief Compliance  
Officer

## Purpose

Every Conduit Health Partners (CHP) associate has an important role to play in advancing the organization and supporting this Code by improving healthcare access and enabling effective resource utilization through responsive expert guidance, robust data analytics, and collaborative partnerships. The Code applies to all who have a relationship with CHP, including, but not limited to associates, officers, board members and volunteers.

Given its importance, the Code of Conduct is reviewed and approved by both the Executive Leadership Council and the Board of Directors. All policies across CHP should be consistent with this document. For details and procedures associated with areas governed by various policies, please refer to the policies themselves. Some Compliance policies are referenced in this Code, others may be reviewed and downloaded from CHP's intranet site.

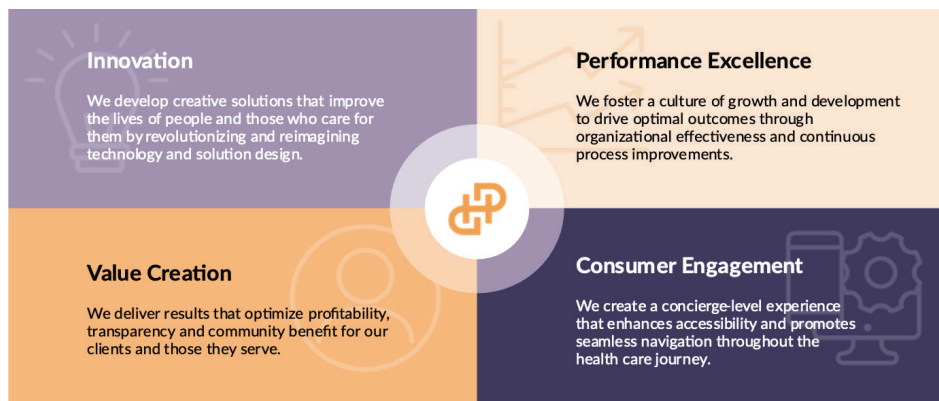
Thank you for all you do to advance the Mission of Conduit Health Partners!

## Culture

We commit to acting ethically and modeling right relationships in all of our individual and organizational encounters. Guided by our Mission, Vision, and Values, we aim to build and strengthen our core culture behaviors across CHP.

- **Innovation** - Our nurse-first model gives patients and employees immediate access to a registered nurse who will determine the most appropriate level of care needed.
- **Performance Excellence** - Deliver strong performance with urgency. Our accredited call center demonstrates a high level of expertise, and commitment to quality and to the user experience.
- **Value Creation** - Built on best practices to improve patient care while saving time, stress, and money.
- **Consumer Engagement** - Patients get timely access to high-quality care when every minute counts.

## Operational Model



## Code of Conduct

Our Mission, Vision, and Values provide guidance as we deliver quality care and make sound, ethical decisions, meet our goals and bring good help to those in need. The CHP Code of Conduct is intended to be a simple, impactful summary of the standards of behavior we expect from all associates, board members and vendors. To emphasize our full commitment to compliance with all federal health care programs' requirements, and applicable laws and regulations, the Code of Conduct makes it easier to remember and apply everyday workplace situations. The Code of Conduct may not address every situation; however, each standard is supplemented by policies and Standard Operating Procedures (SOPs) that provide more detailed guidance. As workforce members, we are accountable for the integrity of our decisions and actions. The Code of Conduct provides the foundation of expectations as we do our work each day.



### Integrity in Patient Care and Supporting the Communities We Serve

- Honor the rights of patients and treat patients with dignity and respect.
- Provide compassionate care and exceed standards for quality care and patient safety.



### Integrity in Financial and Billing Information

- Exercise good faith and honesty in all dealings and transactions.



### Integrity in the Workplace

- Respect diversity and promote inclusion.
- Protect the confidentiality of patient, resident, associate and organizational information.
- Avoid conflicts of interest and/or the appearance of conflicts.
- Use our resources responsibly.



### Legal and Regulatory Compliance

- Abide by all laws, regulations, and policies that govern what we do.



### Ethical Responsibility

- Report any suspected or actual violation of the Code of Conduct.



## Follow our Code

CHP associates, officers, board members and volunteers are expected to:

- Be familiar with and **follow the Code!**
- **Speak up! Ask for help** when you're not sure about something and **report concerns**. There is no retaliation for asking questions or making reports in good faith.
  - If you have HR-related questions or concerns, please reach out directly to **HR Advice and Counsel** at 1-877-692-7780 option #2, or your designated **HR Partner**.
  - If you have questions or concerns relating to clinical matters, enter them in SafeCARE.
  - If you see or hear anything else that seems inconsistent with the Code, applicable law, regulation, or internal policy:
    - o Speak to your supervisor or another member of management.
    - o Speak to the Compliance Office, a Privacy Officer, or contact our Chief Compliance Officer by calling 1-513-952-4293.
    - o Use the 24/7 CHP Ethics Help Line by calling 1-888-302-9224 toll-free, or by visiting [www.BSMHethicshelpline.org](http://www.BSMHethicshelpline.org)
- Cooperate with internal and government investigations. Respect requests for confidentiality within the limits of the law.

# Integrity in Patient Care and Supporting the Communities We Serve

## Patient Rights

Conduit Health Partners is committed to respecting the inherent dignity of every person. We honor the right of individuals to receive compassionate, safe, and high-quality care.

### Together we will:

- Not make a distinction in the availability of services or the care we provide based on:
  - Age, gender, disability, race, color, religion, national origin, actual or perceived sexual orientation, marital status, veteran status or other protected class.
  - The source of payment or the patient's ability to pay.
- Respect the rights of patients including, but not limited to, the following:
  - Respond promptly and courteously to patient inquiries and requests.
  - Follow the process for disclosing medical errors and adverse events.
  - Notify immediately the next in charge if you do not clearly understand the needs of patients, clients, residents and/or their family members.
  - Involve patients and their designees in decision making regarding their care and when discussing available options.
  - Respect the patient's right to privacy and adhere to HIPAA policies and law.

## Quality Care

CHP is committed to the dignity, health, and well-being of our patients. All associates will treat patients, residents, and clients with compassion, understanding and respect. We will provide medically necessary and appropriate care, make clinical decisions based on identified health care needs, regardless of payment source or how CHP shares risk, and involve individuals in decisions about their care, as they are able. We are committed to the delivery of care that is safe, effective, patient-centered, timely, efficient, and equitable.



## Integrity in Financial and Billing Information



### Business and Financial Information

CHP is committed to protecting the confidentiality of information that is proprietary to CHP as well as preparing complete and accurate documents. If your role allows you to have insight into proprietary information, you must protect the confidentiality of this information. If your role requires you to prepare documents, you must do so in a truthful, complete, legible, and timely manner. This includes but is not limited to: personal information of our associates, including when they receive care in a CHP setting; accounting records; clinical data and outcomes; management discussion and analysis to bondholders; expense accounts and time sheets.

### Record Retention and Destruction

CHP is committed to retaining information that may be necessary for continuity of care, billing and for compliance with regulatory, tax and financial reporting requirements. CHP is also committed to destroying such records when they are no longer needed in accordance with the CHP Record Retention Policy.

Enter information into the medical record, business records or regulatory or financial reports in a truthful, complete, legible, and timely manner. Retain and destroy records (paper or electronic) as required by law and CHP policy. If you aren't sure how long to retain or when to destroy certain records, talk to your supervisor. Never destroy records that you believe may be requested or that have been requested by a regulator or investigator.



**If anyone tells you to destroy records related to an investigation, contact the Compliance Office or Legal department before you do anything.**

## Integrity in the Workplace

### Safeguarding Patient Information

CHP is committed to protecting the confidentiality of the information patients share with us for the purpose of receiving care. All associates and providers are required to safeguard Protected Health Information (PHI). PHI identifies an individual and relates to their past, present, or future physical or mental health or condition, health care services and payment for those services. It includes health information (such as diagnosis and treatment plans) as well as demographic information (patients' names, addresses, phone numbers, Social Security numbers, date of birth, patient ID, payment information and other personal information). CHP associates who are patients also must be given the highest level of confidentiality with respect to their medical records and the PHI contained in them.

The confidentiality of PHI is protected by federal and state laws. The Health Insurance Portability and Accountability Act (HIPAA), combined with state laws, prevents the release of any PHI except for treatment, payment, and health care operations. Subject to emergency exceptions, patient privacy should be protected, and PHI should be released only to persons authorized by law or with the patient's written authorization.

#### Examples:

- Do not permit or provide access to a patient record by individuals who are not directly involved as members of the patient's care team.
- Do not give or remove PHI in any format to anyone without proper written authorization.
- Do not leave PHI in any form (paper or electronic) unattended or easily accessible to individuals unauthorized to view the information.

- Do not discuss patient cases in a public area where conversation may be overheard by others or in an electronic forum that is open to the public.
- Do not access associates' medical records when they are receiving medical care, unless it is for treatment, payment, or health care operations.

Associates who engage in unauthorized access or disclosure of PHI will be subject to disciplinary action up to and including termination of employment. Individuals may also be subject to civil or criminal penalties under HIPAA.

Many countries have rules about the collection and use of personal data. Some are stricter than others. In the European Union (EU) the General Data Protection Regulation (GDPR) provides regulations on data protection and privacy for all individuals within the EU. GDPR also addresses the export of data outside the EU. PHI may not be defined the same way in every country, so ask questions!

Associates must obey all applicable privacy laws, so handle personal data responsibly and for legitimate business purposes only. Immediately report suspected violations of the handling of personal data to a supervisor, the Compliance Office, Privacy Officer, or General Counsel.

### Conflicts of Interest

CHP is committed to assuring that business decisions are free of any potential conflicts, are unbiased and are in the best interests of CHP. The existence of a potential conflict of interest or conflict of commitment may occur if your family relationships, outside activities or personal interests influence, or appear

to influence, your ability to make objective decisions associated with your workplace responsibilities. CHP associates and board members are required to disclose potential conflicts per the Conflict-of-Interest Policy. All potential conflicts will be appropriately managed to ensure parties act in the best interest of CHP. If you have any questions about potential conflicts or commitments, please contact the Compliance Office.

## Participation on Outside Boards

CHP is committed to encouraging associates to contribute their time to their communities. Many of our associates serve on the boards of various charitable, civic, or fraternal organizations. You must speak to your supervisor and obtain any necessary approvals before serving on the board of directors of any organization that may have interests that conflict with CHP or related organizations. You shall not discuss or vote on any matter that might affect the interests of CHP. If applicable, reimbursement must comply with CHP policies.

## Appropriate Use of Resources

CHP is committed to fostering good stewardship of its resources. All associates shall be responsible when using CHP's assets, including time, material, supplies, equipment, and information. Use all CHP communications devices in accordance with CHP policies. This includes, but is not limited to telephones, computers, electronic mail, intranet, Internet access and voice mail, all of which are the property of CHP. Remember that you do not have a right to privacy with respect to anything you create, store, send or receive on CHP computer and telephonic systems. NOTE: CHP reserves the right to monitor and/or access all communications usage and content.

## Travel and Business Expenses

CHP is committed to reimbursing associates for appropriate travel and business-related expenses. If travel and other expenses are required for your job, you shall fully understand CHP travel and expense policies and submit requests for reimbursement in accordance with them.

## Discrimination and Harassment

CHP is committed to providing a professional work environment free from any form of discrimination or harassment. CHP forbids all forms of discrimination and/or harassment based on race, color, creed, religion, gender, national origin, actual or perceived sexual orientation, gender identity or expression, veteran or military status, marital status, age, pregnancy, disability, or any other class protected by law. Do not engage in or tolerate any form of discrimination or harassment.

## Gifts

CHP is committed to conducting business with integrity. Accepting gifts, entertainment or meals from outside sources can create an appearance of impropriety and potentially violate CHP policy. This includes cash, cash equivalents (e.g., gift cards, checks, grants, scholarships), meals, lodging, transportation, tickets to sporting or other paid events, discounts on goods or services, loans, works of art, recreational equipment, prizes, and sponsorships. Do not ask any person or organization for money, rewards, gifts, or other items of value for CHP.

**NOTE:** Individually you may accept non-cash gifts of nominal value (e.g., pens, mugs, note pads, etc.) from vendors. You may accept edible or perishable items (e.g., fruit, candies, flowers, etc.) that are given to an entire department. The gifts must be infrequent, reasonable, and

not in exchange for favors or other gifts. See CHP Vendor Relations and Gifts Policy for further details.

## Political & Lobbying Activity

CHP is committed to advancing its advocacy activities. CHP does not engage in political activity and limits lobbying efforts consistent with the law. Individuals may participate in political activity that is strictly unrelated to CHP and performed during personal time.

A few examples of things **we may** and **may NOT do**:

- **We may** conduct a limited amount of lobbying by contacting or urging the public to contact members or employees of a legislative body for the purpose of proposing, supporting or opposing legislation. This type of activity is organized/conducted through the Advocacy and Governmental Relations department.
- **We may NOT:**
  - Use CHP revenues directly or indirectly for political activities or in support of political campaigns.
  - Seek or approve reimbursement for personal expenses related to any political activities including money spent in support of any political candidate or political action committee.
  - Solicit political contributions from CHP associates.

## Social Media

CHP is committed to the responsible use of social media and ensuring that the use of social media communications uphold our ethical values, our dedication to promoting a positive and respectful work environment and our commitment to providing excellent care to our

patients and communities. Language posted on social media can affect patients and the community's perception of CHP. Associates shall not post any form of protected health information, associate personal information, or confidential company information on Facebook, Twitter, or any other social media site. CHP Marketing determines when, where and how the CHP name and brand may be used on social media platforms.

## Substance Abuse and Impairment in the Workplace

CHP is committed to providing a safe, drug- and alcohol-free environment for our patients and associates. Associates, providers, contractors, and vendors may not be under the influence during work time. Associates are required to report any unsafe situation to their manager or Human Resources.

## Diversity and Inclusion

CHP is committed to diversity and inclusion in the workplace. All associates shall respect diversity, which is the existence of the gifts, talents and attributes of people, processes, and functions, both the differences and the similarities. They will promote inclusion, which means creating and fostering an environment in which all are included, respected, and supported so that we may advance and accelerate our Mission, Vision, and Values.

## Intellectual Property

CHP is committed to following all applicable intellectual property laws. You shall respect the intellectual property and copyright laws regarding books, trade journals and other applicable resources that you use for your job and assure that the software you use to conduct CHP business is properly licensed and used in accordance with that license.

# Legal and Regulatory Compliance

## Screening of Excluded Individuals and Entities

CHP will not knowingly employ, appoint, elect, contract or bill for any individual or entity that has been listed as debarred, excluded or ineligible for participation in federal or state health care programs. CHP routinely searches the lists of excluded, sanctioned and ineligible persons that are maintained by the U.S. Department of Health and Human Services, U.S. Department of the Treasury, Office of the Inspector General, General Services Administration, Office of Foreign Assets Control and various other federal and/or states' departments of health exclusion lists.

All associates who are excluded, debarred or ineligible to participate in federal or state health care programs, or are convicted of criminal offenses related to the provision of health care items or services during employment, must immediately report the action to the Compliance Office.

## Fraud, Waste and Abuse and False Claims

CHP policies and various federal and state laws prohibit fraudulent claims activity. The Federal False Claims Act and state fraud and abuse prevention laws prohibit conduct such as knowingly submitting a false or fraudulent claim or using or making a false statement to get a false or fraudulent claim paid. Other laws governing Medicaid program integrity also look for ways to reduce fraud and abuse. CHP and its associates and providers can be prosecuted for filing inaccurate claims for reimbursement and can be subject to civil fines, criminal penalties, or both. Compliance's performance of routine audits or reviews and monitoring, along with internal controls, help CHP prevent and detect fraud, waste, and abuse.

CHP will comply with all state and federal health care program requirements relating to overpayments, received directly or indirectly, for services provided by CHP.

CHP expects associates to report known or suspected activity of this type to the Compliance Office. Associates who report false claims or other fraudulent conduct or who otherwise assist in an investigation or action are protected from retaliation to the furthest extent possible under both federal and state laws.

Examples of actions that could trigger the False Claims Act include, but are not limited to, the following:

- Knowingly documenting services that were not provided, which is then used to support direct or indirect billing by CHP or its Client.
- Double-billing for items or services.

- Submitting bills for services never performed or items never furnished.
- Billing for services that are not necessary for the treatment of a patient.
- Billing for services that are more complex and at a higher reimbursement than the actual service provided (i.e., up coding).
- Billing for services separately instead of billing the code that includes multiple services (i.e., unbundling).

## Fair Competition and Antitrust

CHP is committed to complying with state and federal antitrust laws. The general purpose of these laws is to support competition and commerce among organizations. Associates should not enter into agreements on behalf of CHP to fix prices or reduce competition. They should not share information with competitors or potential competitors relating to current or future fees, bids or negotiations, compensation or benefits, costs or financial projections, marketing or strategic plans, markets, and market share plans, and plans to discontinue services or offer new services.

## Anti-Kickback and Stark

CHP is committed to complying with all federal and state laws governing its relationships with providers, such as the Anti-Kickback and Stark laws. CHP prohibits remuneration of any kind in exchange for patient referrals, purchases, or leases. All contracts and interactions with other referral sources are to follow all applicable laws and regulations.

## Foreign and Domestic Financial Crimes

CHP is incorporated in the United States and may partner with Clients in other countries. Thus, CHP is committed to complying with all laws governing foreign and domestic financial crimes including, but not limited to, the Foreign Corrupt Practices Act (FCPA) and other laws and regulations pertaining to the issuance of public debt and related financial activities. These laws and regulations prohibit the bribery of officials (foreign or domestic), political corruption, conflicts of interest, money laundering, terrorist financing and other financial crimes. This means that if your job requires you to make decisions, develop or submit reports, or otherwise be involved in any activities that could implicate these laws and regulations, you must complete the required training on these topics.

## Response to Government Inquiries and Investigations

CHP is committed to complying with government inquiries as required by law. All government requests for documents or subpoenas shall be referred to the Legal Department, which coordinates CHP's responses, ensuring they are appropriate and complete. Do not destroy, alter or change CHP records requested by or related to a government investigation. Preserve all related records and cooperate with the Legal Department when CHP receives notice of a government investigation or lawsuit, a request for documents or a subpoena.

Inform the Compliance Office, Legal department, or other leaders if you learn that the organization is being investigated.

# Ethical Responsibility

## Reporting Suspected or Actual Violations

Associates have an obligation to report all potential or actual violations of federal and state regulation or law, CHP policy or the Code of Conduct. For those who wish to remain anonymous, reports can be submitted using the Ethics Help Line. The Ethics Help Line supplements other avenues of communications within the organization for raising questions or concerns. CHP values and encourages honest discussion about ethical and compliance concerns that relate to the Code of Conduct and CHP policies.



## No Tolerance for Retaliation

Retaliation occurs when an individual (or a group of individuals, to include members of management) attempt to cause harm, intimidate or cause otherwise negative consequence to an individual for reporting or assisting in an investigation of a suspected or actual violation of federal or state law, CHP policy or the Code of Conduct. Report any form of retaliation to your manager, the Compliance Office or to the Ethics Help Line. CHP Compliance will investigate any allegation of retaliation.



**CHP has a policy of no tolerance for any form of retaliation against someone who reports a concern in good faith.**

## Management Responsibility

Leaders must set an example and take action when compliance and ethical issues are raised. They are responsible for ensuring that associates know the content of the Code of Conduct and any applicable policies. Managers are responsible for seeking assistance from the Compliance Office for themselves and their staff when the right action is not clear and when questions arise.

## Discipline

Any associate who violates the Code or related policies and procedures will be subject to disciplinary action. The specific discipline will be based on the facts and circumstances, including the nature, severity, and frequency of the violation.



**The disciplinary policy will be firmly and fairly enforced with respect to all associates.**