

MEDICAL HOME NETWORK ACO REACH, LLC
("MHN REACH ACO")
Compliance Policies and Procedures

MRA.EC.001 – CODE OF BUSINESS CONDUCT AND ETHICS

SECTION:	Ethics and Compliance	LAST REVISION DATE:	10.25.2022
SUBJECT:	Code of Business Conduct and Ethics	LAST REVIEW DATE:	10.25.2023
POLICY NUMBER:	MRA.EC.001	APPROVED BY:	MHN ERMC – Policy & Procedure Subcommittee
		APPROVED BY:	ACO Governing Body

I. POLICY

Medical Home Network ACO REACH ("ACO") is committed to conducting business and treating people with the highest standards of honesty, integrity and fairness. The purpose of this Code of Business Conduct and Ethics (the "Code of Conduct" or "Code") is to provide basic guidelines for situations in which ethical issues arise. It is not intended to replace good judgment and common sense, but serves as a guide and minimum standard of conduct. This Code is part of a broader set of policies and procedures. This Code is not intended to supersede or alter those policies and procedures.

If you have questions about how to handle a situation or ever believe that we are failing to live up to our commitment, let us know. Speak to the Chief Compliance Officer, the CEO or contact our Compliance Hotline at 1.800.401.8004. Calls to the Hotline can be made anonymously, if you wish. The ACO prohibits retaliation for good faith reporting or participating in an investigation of a possible Code of Conduct violation. You may also report compliance concerns to the Compliance Hotline via email, filing an online report or fax; see below for full hotline contact information.

II. PROCEDURAL GUIDELINES

A. Your Obligations

It is expected that the ACO personnel, ACO participants, providers/suppliers, employees, and contractors, to adhere to our Code of Conduct. Failure to do so can result in disciplinary action – up to and including termination of employment or contract.

The actions of every person associated with the ACO can affect our reputation and the integrity of the organization. It is therefore essential that you take the time to review this Code and develop a working knowledge of its provisions.

At all times, you are expected to:

- Avoid conflicts between personal and professional interests where possible;
- Comply with the ACO's Conflict of Interest Policy and pursue the ethical handling of conflicts (whether actual or apparent) when conflicts or the appearance of conflicts are unavoidable;

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- Provide accurate and complete information in the course of fulfilling your obligations;
- Communicate information in a timely manner;
- Provide full, fair, accurate, timely and understandable disclosure in reports required to be filed by the ACO with regulators, government agencies and in other public communications made by the ACO;
- Comply with all applicable laws, regulations and our policies;
- Seek guidance where necessary from the ACO's Chief Compliance Officer, CEO, or legal counsel;
- Promptly report any violations of this Code to our Chief Compliance Officer, CEO, or to the Compliance Hotline; and
- Be accountable personally for adherence to this Code.

WHO DO I CONTACT FOR GUIDANCE OR TO REPORT CONCERNS?

If you believe a situation may involve or lead to a violation of this Code, you have an affirmative duty to seek guidance and report your concerns.

- **Seek guidance and/or disclose concerns or violations** of this Code to the CEO, Chief Compliance Officer, or to the Compliance Hotline.
- **Report audit or accounting concerns** to the CEO, Chief Compliance Officer, Compliance Hotline, or to the Governing Body.

ANONYMOUS COMPLIANCE HOTLINE

1.800.401.8004

(215) 689-3885 (fax)

www.lighthouse-services.com/mhnchicago
reports@lighthouse-services.com

Don't forget to include the name of the company if making a report by fax or email.

CHIEF COMPLIANCE OFFICER

Camille Trunkett
ctrunkett@mhnchicago.org | 312.883.8398

SECURITY OFFICER

Scott Owens
sowens@mhnchicago.org | 414.215.9020

B. Compliance with Laws, Rules and Regulations

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You are required to comply with all applicable laws, rules and regulations. Violation of laws and regulations may subject you and the ACO to civil and/or criminal penalties. To assure compliance with applicable laws and regulations, we have established various policies and procedures. You have an obligation to comply with these policies and procedures. Certain legal obligations and policies that are especially important are summarized below.

Legal and compliance requirements are especially complex in the health care industry. To comply with the law, you must learn enough about the federal, state and local laws that affect your work with the ACO so that you can spot potential issues and get proper guidance on the right way to proceed. When there is any doubt about the lawfulness of any activity, you should seek advice from our Chief Compliance Officer.

C. Conflicts of Interest

Members of the Governing Body, and subcommittees, are required to sign a Conflict of Interest statement upon appointment and annually thereafter. This statement describes the terms of the ACO's Conflict of Interest Policy as well as the obligation of each individual to disclose any activities, interests and/or relationships whenever an actual or potential conflict may exist and to otherwise comply in all respects with the Conflict of Interest policy. This includes, but is not limited to, any relevant financial interests.

The ACO expects you to exercise good judgment and the highest ethical standards in your activities on behalf of the ACO. Particular care should be taken to ensure that no detriment to the ACO's interests (or the appearance of a detriment) may result from a conflict between the ACO's interests and any personal or business interests you may have. In particular, you have an obligation to avoid any activity, agreement, business investment or interest or situation that might conflict or appear to conflict with your obligations to the ACO.

It is not possible to describe or anticipate all the circumstances that might involve a conflict of interest, but the following are some questions you can ask to help determine whether a potential conflict exists:

- Does the situation make it difficult to perform your work objectively or effectively?
- Would you, or someone associated with you (for example, a friend, family member or business in which you have an interest) receive benefits because of your position or relationship with the ACO?
- Would you or someone associated with you benefit from a contract or transaction with the ACO?

D. Protection and Proper Use of ACO Assets

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You have a personal responsibility to protect ACO assets from misuse or misappropriation. ACO assets may include tangible assets, such as products, equipment and facilities, as well as intangible assets, such as intellectual property, trade secrets, reputation and business information.

1. Theft or Misuse of Assets

The ACO's assets may only be used for business purposes and such other purposes as are approved by the ACO. You must not take, make use of or knowingly misappropriate ACO assets for personal use, for use by another, or for an improper or illegal purpose. You are not permitted to remove, dispose of or destroy anything of value belonging to the ACO without express prior written consent, including physical items and electronic information.

2. Confidential Information and Privacy

The ACO is entrusted with managing and securing a great deal of sensitive, protected and confidential information. The legal, business and personal consequences of failing to maintain the confidentiality and security of that information can be very severe. You must not use or disclose any protected or confidential information to any person or entity outside of the ACO, either during or after service with the ACO, except in accordance with our written policies and procedures or authorizations, or as may be required by law, regulation or Centers for Medicare and Medicaid Services (CMS) ACO REACH guidance. You may not use confidential information for your own personal benefit or the benefit of persons or entities outside of the ACO.

Confidential information includes, but is not limited to:

- Protected Health Information ("PHI"), which must be handled in accordance with state and federal laws, as well as the ACO's policies and procedures;
- Non-public information that might be (1) of use to suppliers, vendors, or others, (2) of interest to the press, or (3) harmful to the ACO, if disclosed;
- Non-public information relating to ACO operations, including financial information, minutes, reports and materials of the Governing Body and its committees, and other documents identified as confidential; and
- Non-public information, relating to operational issues and decisions.

E. Outside Communication

The ACO is committed to providing full, fair and accurate disclosure in all public communications, in compliance with all applicable laws, regulations and rules. Do not answer questions from the media unless specifically authorized to do so. If you receive such an inquiry, you should obtain the name of the person and their contact information and immediately notify the CEO.

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F. Network Use, Integrity & Security

The ACO reserves the right to monitor or review any and all data and information contained on any computer or other electronic device issued by the ACO.

Access to ACO systems will be revoked and disciplinary action may be taken in the event that such systems are used to commit illegal acts or to violate our non-discrimination, harassment, solicitation or privacy and security policies, proprietary information terms of this Code, or other ACO policies and procedures.

G. Illegal Payments

No illegal payments of any kind are to be made to any local, state, or federal government officials of the United States (or any other country, territory, or municipality) at any time or under any circumstances. No funds or other assets of the ACO are to be paid, directly or indirectly, to government officials or persons acting on their behalf, or to representatives of other businesses for the purpose of influencing decisions or actions with respect to the ACO's activities. Kickbacks to or from any person are prohibited.

Health care laws and regulations regarding payments that can be perceived as improper or kickbacks are complicated and often are counter-intuitive. When in doubt, ask for guidance.

H. Accounting Practices, Books, and Records and Record Retention

- **Under no circumstance is it acceptable for you to offer, give, solicit or receive any form of bribe, kickback, payoff or improper inducement.**
- **Any question as to whether a gift, payment, inducement or activity might be considered improper must be discussed with our legal counsel.**
- **You may not, under any circumstances, use agents, consultants, independent contractors or other representatives to do indirectly what you could not do directly under this Code or applicable law, rules and regulations.**

Honest and accurate recording and reporting of information is critical to our ability to make responsible business decisions and maintain compliance with regulations and the commitments of our contracts. You have a strict obligation to provide accurate information in ACO records.

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You are expected to support the ACO's efforts in fully and fairly disclosing the financial condition of the ACO in compliance with applicable accounting principles, laws, rules and regulations. You are also expected to support our commitment to making full, fair, accurate, timely and understandable disclosure in our reports filed with regulatory agencies and other communications. Our financial statements and the books and records on which they are based must accurately reflect all transactions and conform to all legal and accounting requirements and our system of internal controls.

The ACO has a responsibility to ensure that its accounting records do not contain any false or misleading entries.

Compliance with the Medical Home Network, PBC Data Retention & Destruction Policy and Procedures and the Record Retention Schedule is mandatory. Destroying or altering a document with the intent to impair the document's integrity or availability for use in any potential official proceeding is a crime. **Destruction of records may only take place in compliance with the Data Retention & Destruction Policy and Procedures.** Documents relevant to any pending, threatened or anticipated litigation, investigation or audit shall not be destroyed for any reason. If you believe that ACO records are being improperly altered or destroyed, you should report it to the Chief Compliance Officer, the CEO, or to the Compliance Hotline immediately.

I. VIOLATIONS OF THIS CODE

Alleged violations of this Code will be reviewed and investigated by our Chief Compliance Officer or, in appropriate circumstances, by the ACO Governing Body. **Violations of this Code will be subject to disciplinary action. Failure to comply with the Code of Conduct, policies and procedures or applicable laws may result in consequences including suspension of work duties, diminution of responsibilities or demotion, and termination of contract or Governing Body and subcommittee service.**

IV. RELATED POLICIES

NA

V. FORMS

- ACO Annual Acknowledgement of Code of Conduct

VI. REFERENCES & ACCREDITATION AUTHORITIES

Refer to Policy

VII. REVIEW STATEMENT

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The ACO will maintain the status of this activity and conduct audits as appropriate to ensure compliance. This policy will be reviewed every two years or in timely response to changes in local or federal regulations. Modifications to the procedure will be made as needed.

VIII. REVIEW HISTORY

Approved

Approved by the Medical Home Network, PBC Executive Risk Management Committee as of Oct. 25, 2022.

Reviewed

October 25, 2023 -no changes