

Code of Conduct



SENIOR WHOLE HEALTH

2019

Senior Whole Health Code of Conduct

I. Mission and Values

Senior Whole Health is committed to maximizing the quality of life, health, security and independence of our Medicare and Medicaid, culturally diverse members through collaboration with members, providers, and community-based organizations.

We strive for excellence through our commitment to:

- Quality of life
- Health outcomes
- Member independence
- Accessibility and responsiveness
- Cultural sensitivity & linguistic competence
- Members', providers', and employees' satisfaction
- Fiscal responsibility

II. INTRODUCTION TO THE CODE OF CONDUCT

Senior Whole Health business practices are founded upon a common set of values that govern our relationships with our members, providers, delegates, vendors, and one another. These values include integrity, honesty, fairness, and responsibility in all our dealings. This Code of Conduct (“Code”) serves as a guide for employees and all those who do business with us. It supports Senior Whole Health in fulfilling its obligations to observe the laws, regulations and public policies affecting its business. The Code is designed to alert employees and those who do business with us to the types of conduct expected of them. These standards enable us to identify, address, resolve and prevent potential problems.

This Code of Conduct describes the Senior Whole Health ethical standards and how these standards are applied to our day-to-day activities. It is meant to be comprehensive, yet easily understood. All policies set forth in this Code are mandatory and must be followed by all Senior Whole Health employees. The Code is intended to supplement – not replace – each individual department’s policies and procedures as well as company-wide policies and procedures.

The Code of Conduct is an important element of the Senior Whole Health Compliance Program. The Compliance Program includes measures related to mandatory compliance training, Fraud, Waste and Abuse training, HIPAA Privacy Program training, and training on Health Information Technology for Economic and Clinical Health (HITECH) Act which address the privacy and security concerns associated with the electronic transmission of health information. Specialized training for Fraud, Waste and Abuse detection, prevention and correction is also a part of the compliance plan, including the availability of an anonymous hotline for reporting. Senior Whole Health relies upon the integrity of its

employees to comply not only with the letter of the Code of Conduct but also with its spirit. We depend upon each employee at all times to rely upon his or her good judgment to do the right thing.

Failure to Follow the Code of Conduct

Failure to adhere to the standards in the Senior Whole Health Code of Conduct may result in serious consequences to the employee up to and including termination, and/or criminal charges, required reimbursement for losses or damages, and, where appropriate, reporting to a governmental authority. The following are some examples of violations that will be subject to disciplinary action:

- Any staff, manager or officer who violates this Code or applicable laws and regulations, or Senior Whole Health policies and procedures, or who directs others to do so;
- Any staff, manager or officer who deliberately withholds relevant information, or knowingly provides false information, concerning a violation of this Code or applicable laws and regulations, or Senior Whole Health policies and procedures;
- Any staff, manager or officer who retaliates, directly or indirectly, against another employee for reporting a suspected violation of this Code or applicable laws and regulations, or Senior Whole Health policies and procedures, or fails to assist or cooperate in an investigation of a suspected violation.

This Code will be enforced at all levels, fairly and without prejudice.

At-Will Employment

This Code does not create a contract of employment either expressly or implied and nothing contained in this Code is intended to alter a person's status of "employment-at-will" with Senior Whole Health.

A. NON-RETALIATION POLICY

Any employee who raises concerns or allegations of possible violations of the Code of Conduct, policies/procedures, laws, or regulations will be received openly and courteously. There will be no direct or indirect retaliation or punishment against anyone who, in good faith, raises concerns.

Reporting

Managers are required to set an ethical example for their employees. Employees are encouraged to first address any compliance, HIPAA, fraud, waste and abuse, etc. questions or concerns they might have with their Manager. However, an employee can choose any option outlined in the "Communicating Legal and Ethical Issues" section of this document to report a compliance concern.

III. CODE OF CONDUCT

A. QUALITY OF SERVICE

Senior Whole Health is committed to providing access to quality, cost-effective healthcare and community services that respond to the needs of its indigent elderly members and their families and caregivers. Moreover, all providers, delegates and vendors who contract to provide services for Senior Whole Health are expected to operate their business in accordance with the guidelines put forth in this Code of Conduct. Senior Whole Health promulgates the following guidelines for its employees, providers, delegates and vendors:

1. We will serve our members and each other in a professional manner with integrity, honesty, courtesy and respect.
2. We are expected to communicate openly, honestly and professionally with members, providers, regulatory agencies, and each other.
3. We recognize our members' right to receive appropriate quantity and quality healthcare services without discrimination based on race, creed, gender, national origin, sexual orientation, age, physical or mental handicap or disability, type of illness or condition, need for health services, or source or amount of payment.
4. We shall allow only qualified, properly licensed and credentialed providers, practicing within the scope of their license or credentials, to provide healthcare services to our members.
5. We shall base utilization review decisions upon objective criteria and apply those criteria fairly and consistently. Clinical determinations to authorize or deny coverage will be made only by licensed, certified or registered health care professionals with current valid license.
6. We have a duty and responsibility to recognize any shortfall or error, no matter how small or insignificant. Any person who sees or hears of a problem or issue must bring it to the attention of an appropriate level of management or the Compliance Officer
7. Employees, providers, delegates and vendors should report to their supervisors or the Compliance Officer any incidents of inferior health care services provided to members

B. MARKETING PRACTICES

1. Senior Whole Health Marketing is committed to promoting Senior Whole Health, educating consumers ethically, providing specific information about health insurance options and helping members make informed choices. We must comply with all laws, State and Federal regulations, contractual requirements on marketing practices and consumer protection, and industry marketing guidelines.
2. All marketing materials must be approved internally and then by the appropriate State and Federal agencies prior to use. The following activities are strictly prohibited:
 - a. Deceptive marketing practices;
 - b. Door-to-door solicitation of potential members;
 - c. Unsolicited personal contacts with potential members, including cold calls;
 - d. Direct marketing or distribution of materials in hospital emergency rooms;

- e. Using and/or distributing marketing and sales materials that have not been approved by our regulators to potential or current members;
 - f. Misuse of marketing or competitor information;
 - g. Misleading or discriminatory enrollment practices;
 - h. Misrepresentations of any kind;
 - i. Tampering with documents, “coaching” potential members or allowing potential members to tamper, alter or “create” documents or otherwise engaging in fraudulent activities.
 - j. Solicitation of potential members without obtaining signed scope of appointment form or voice recorded approval.
 - k. Providing meals at Sales functions
3. Employees must immediately report to their manager or the Compliance Officer, any prohibited marketing practices or materials used by any Senior Whole Health employee, provider or other entity associated with the company.

C. PRIVACY and CONFIDENTIALITY

Senior Whole Health is committed to using and disclosing information only for its intended purposes. Confidential and proprietary information will only be accessed, used, or disclosed by employees as needed to perform specific job responsibilities.

1. Senior Whole is responsible for holding in strict confidence any and all confidential and proprietary information pertaining to its members, employees, providers, and other affiliates.
2. Confidential information includes Personal Health Information (PHI), which is defined as any demographic or health information collected from an individual, transmitted or maintained in any form or medium, that could potentially identify the member or which relates to past, present or future physical or mental health, provision of treatment for same or payment for treatment of same.

The information/materials deemed confidential to the management of Senior Whole Health includes, but is not limited to:

- Data and Documents
- Contracts
- Medical Records
- Member Files
- Claims Data
- Human Resources/Employment Records
- Strategic Plans
- Methods of Operation
- Policies & Procedures
- Board of Director’s Information
- Information Systems
- Provider records and files
- Financial Data/Reports
- Member and staff PHI

Member Information

HIPAA Privacy Program (Privacy Program)

The HIPAA Privacy Program sets the standards for employees in safeguarding confidential and protected health information (“PHI”) Senior Whole Health recognized the importance of privacy and confidentiality for our members-it is a key principle of our business. All Senior Whole Health employees are required to understand and comply with the federal Health Insurance Portability and Accountability Act of 1996 (“HIPAA”), as well as other federal and state laws applicable to the protection of confidential health information. To that end, Senior Whole Health has policies and procedures in place to address the protection and privacy of member information that is used or disclosed by Senior Whole Health in any format.

Upon hire and annually thereafter, all employees are required to complete training on Senior Whole Health’s Privacy and Security program policies and are required to perform their work duties with a conscious regard to the privacy rights of Senior Whole Health’s members. Under the direction of Senior Whole Health’s Privacy Officer, the Privacy Program focuses on education employees on their ongoing responsibility to protect member privacy and secure member information. The Privacy Officer manages and updates our privacy policies and procedures which are available to all Senior Whole Health employees electronically on the intranet.

Senior Whole Health accepts from FDR’s certificates of completion of CMS training located on the Medicare Learning Network (MLN). The FDR’s Privacy Officer is responsible for managing any issues related to privacy breaches and reporting to Senior Whole Health should a privacy breach occur which impacts our members.

Employee Information

Social Security Number, age, status, type of leave or banking information should not be shared among employees or with third parties, unless required for business operations. We may not use information that comes to us in the course of employment for personal investment or gain, nor can we provide this type of information to family members or others.

Intellectual Property and Trade Secrets

Senior Whole Health owns all intellectual property created, developed, written or conceived by Senior Whole Health employees (past or present) or by those with whom we worked collaboratively through contracted or other business arrangement if said property relates or pertains in any way to Senior Whole Health business. We will not disclose information about Senior Whole Health’s Intellectual Property and Trade Secrets to people outside the organization.

Passwords

We will protect and maintain the confidentiality and integrity of information used to access our systems, including but not limited to, passwords and other personal security codes. Please keep passwords and other personal security codes confidential. We recognize that

we are each responsible for the actions resulting from the use of our passwords. Do not let others use your password or computer, while logged on.

Physical Safeguards

We will maintain confidential and Senior Whole Health business documents and information under strict control at secure work-site locations, stored in lockable file cabinets or offices. Employees will protect confidential materials from disclosure when copying, faxing, and mailing, e-mailing, or speaking to others. Senior Whole Health's secure email feature will be used when transmitting PHI electronically. Fax machines that are used to transmit or receive confidential materials should be located in areas accessible only to staff authorized to see such materials.

D. COMPLIANCE WITH LAWS AND REGULATIONS

When we accept government contracts, we have an obligation to ensure that we administer those contracts and deliver our products and services in a manner that complies with those contracts, as well as our own high standards of honesty, integrity and excellence. Senior Whole Health employees must know the rules, regulations and policies guiding operations of their work areas.

Contracts

1. All contracts entered into on behalf of Senior Whole Health must be reviewed and approved by the Executive Management team or its designee. Senior Whole Health shall ensure knowledge of and compliance with these contracts and Federal and State regulations guiding government programs in which Senior Whole Health participates.
2. All contracts must be signed by an "authorized" signator; there is a clear and limited list of Executive Management who may sign contracts on behalf of Senior Whole Health. Unless you are authorized, never sign a contract on behalf of the organization.

Accuracy of Records and Billing

1. We shall ensure that all statements, communications, and representations are accurate, complete, truthful and timely, and comply with applicable laws and regulations.
2. We shall not tolerate known false statements to a government agency or other payor. Any employee who makes a deliberate misstatement to a government agency or other payor will risk criminal penalties and termination of employment.
3. We will cooperate with all reasonable requests for information from government and regulatory agencies. In so doing, it is essential that the legal rights of Senior Whole Health and of our personnel involved be protected. Any governmental or regulatory inquiry, subpoena, or other legal document regarding our business, received at home or at the work place must be brought to the attention of the Executive Management immediately. Senior Whole Health recognizes that there are legal and regulatory agencies who have the right to request records and Senior Whole Health will comply with those requests.

4. We must ensure that payments or other benefits to providers be supported by proper documentation that the services contracted for were, in fact, provided or, in the case of a capitated agreement, available.
5. We will follow appropriate procedures governing the retention and destruction of records consistent with applicable laws, regulations, contracts, company policies and business needs. We must never misrepresent facts, falsify or suppress records that may be relevant to a legal action, financial or governmental investigation.
6. We will establish, maintain, support and follow internal controls designed to provide reasonable assurance that transactions are authorized and that data is recorded and presented in a manner that is accurate, complete, current and reliable.

Kickbacks

The Federal Anti-Kickback regulation states that there are criminal penalties for the following:

1. We do not offer payment, gratuities, or favors to any employees, providers, or vendors, current, former or potential, for referrals of members.
2. We will not offer or give gratuities or anything of value to any employee or representative of a government agency that regulates or audits Senior Whole Health operations or with which Senior Whole Health has or is seeking to obtain a contract.
3. We are prohibited from accepting or giving gifts, gratuities or anything beyond common business courtesies of nominal value.
4. Under no circumstances will we accept or give kickbacks when obtaining or awarding contracts, services, referrals, goods, or business. (See the Gift, Gratuities & Kickbacks section)

Fair Competitions

1. We are committed to a policy of vigorous, lawful and ethical competition, which is based on the quality of our products and services. We will maintain the trust of our members, providers and communities we serve by providing high-quality services in a fair, ethical and legal manner.
2. Senior Whole Health employees will not use confidential information of its competitors to seek unfair advantage in the marketplace. Any employee who has come into possession of such information is required to immediately report it to the Executive Management team.

Work Environment

1. We must comply with Federal and State employment laws applicable to Federal and State contractors, prohibiting discrimination based on race, creed, gender, national origin, disability, sexual orientation, or age. SWH is an Equal Opportunity Employer.
2. We must not discriminate against individuals in the terms and conditions of employment based on handicap, disability or perceived disability.
3. Senior Whole Health shall not hire or do business with individuals or entities that have been sanctioned, debarred or excluded from participation in State or Federal health care programs.
4. Considerable differences of opinion in professional judgment should be referred to appropriate management levels for resolution.

Failure to comply with these requirements and terms of our government contracts may jeopardize our ability to participate in government programs; as such, violator(s) will be subject to the full range of disciplinary actions, up to and including termination. Violations, or the suspicion of a violation, must be immediately reported to a supervisor or a member of the Executive Management team.

E. FRAUD AND ABUSE

The Senior Whole Health reputation for integrity and continued success depend on each of us being honest and following all laws and regulations. Fraud, dishonesty or criminal conduct on the part of any employee, officer or director or anyone doing business with the company will not be tolerated.

1. Fraud is knowingly lying, cheating, or withholding truth that results in an unauthorized benefit. Fraud includes but is not limited to:
 - a. Any incentive given or received in exchange for referral of members or patients;
 - b. Providing false or misleading information to become a member;
 - c. Engaging in fraudulent or misleading marketing practices;
 - d. Providing false or misleading information to obtain payment;
 - e. Submitting false, fraudulent or misleading claims such as:
 - i. Claims for services not delivered;
 1. Claims for a service different from the service actually delivered or received;
 2. Claims that do not follow applicable legal requirements.
2. Abuse refers to the practices that cheat or “game the system” and result in unnecessary cost to the State, Federal government, or Senior Whole Health. These include:
 - a. Providing more or less services than are medically necessary;
 - b. Payment or billing for services that are not medically necessary
 - c. Failure to meet professionally recognized standards for quality health care.
3. We must avoid situations or conduct that involves or consists of actual or potential fraud and/or abuse in our internal operations.
4. If you detect or suspect an actual or potential fraud or abuse situation, you must immediately discuss it with your Manager, the Corporate Compliance Officer or you can report in anonymously to the Senior Whole Health Compliance Hotline. You will be expected to abide by Senior Whole Health’s decision on resolving/reporting the fraud or abuse.
5. Each report will be thoroughly investigated and violations of law may be reported to State and law enforcement agencies, as appropriate.

F. CONFLICTS OF INTEREST

We are expected to serve our members on behalf of Senior Whole Health at all times. We will avoid any conflicts between our private interest and the best interests of Senior Whole Health and its members.

We must avoid situations where our personal interests could conflict, or reasonably appear to conflict, with the interest of the organization. We must be free of actual, apparent or potential conflicts of interest when dealing with persons or business entities on behalf of Senior Whole Health. We must award business solely on merit, getting the best value for Senior Whole Health, and wherever practical, on a competitive basis. A conflict of interest occurs whenever an employee permits the possibility of direct or indirect personal gain to influence his or her judgment, decisions or actions regarding Senior Whole Health business. Employees should disclose potential conflicts of interest to their supervisor, the Director of Human Resources, the Chief Administrative Officer or the Corporate Compliance Officer.

Gifts, Gratuities and Kickbacks

- We are prohibited from accepting or giving gifts or gratuities beyond common business courtesies of nominal value. Under no circumstances will we accept or give kickbacks when obtaining or awarding contracts, services, referrals, goods, or business. A kickback means to willfully offer, receive, request or pay anything of value in order to persuade or reward referrals of business including goods or services.
- We should not accept gifts, payments, fees, services, discounts, valued privileges or favors (even those of nominal value) which would, or might appear to, improperly influence our decision-making on behalf of Senior Whole Health.
- We have an affirmative duty to avoid accepting or providing benefits that could be interpreted as conflicting with Senior Whole Health's legitimate business and interests, including, without limitation, payments, fees, services, discounts, valued privileges or favors where these would, or might appear to, improperly influence the performance of our duties.

Political Activity

- Employees are encouraged to vote and actively participate in the political affairs of their communities. This activity, however, must take place on your own time and at your own expense. Senior Whole Health shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of (or in opposition to) any candidate for public office. Employee must not associate Senior Whole Health with or imply Senior Whole Health's endorsement of personal political activity.
- Senior Whole Health corporate funds may not be expended in support of or in opposition to any political candidate or political party.

Outside Employment

- We shall not become involved, directly or indirectly, in outside commercial interests, which could improperly influence our actions on behalf of the organization. This may include being an officer, director, manager, employee or consultant of a competitor, vendor or contractor with which we work.

G. WORK PLACE CONDUCT AND EMPLOYMENT PRACTICES

Senior Whole Health is committed to maintaining a work environment where we treat each other with honesty, dignity, and respect. Senior Whole Health values diversity and the cultural contributions of all employees, regardless of their position, sexual orientation, family status, age, race, sex, disability, religion, or national origin. All employment practices are based on ability and performance.

1. Senior Whole Health seeks to be a responsible employer by providing opportunities for professional satisfaction, pride of work, and career growth for all employees.
2. We have a fundamental responsibility to show appropriate respect for and consideration of one another, regardless of position, station or relationship.
3. We will not tolerate sexual advances, actions, comments, inappropriate physical contact or any other conduct that is intimidating or otherwise creates an offensive or hostile work environment.
4. Senior Whole Health respects the right to work in an environment free from harassment and discrimination, where employee's privacy and dignity are valued and protected from offensive, obscene, or threatening behavior.
5. Senior Whole Health maintains a drug free work place. We will not tolerate possession, distribution, or use of illicit drugs or alcohol or an employee being under the influence of illicit drugs or alcohol while on duty.
6. We may not engage in any outside activity that impairs our job performance or interferes with our ability to perform our duties adequately
7. Senior Whole Health shall conform to the standards of our professions and exercise judgment and objectivity in the performance of our duties. Any differences of opinion in professional judgment should be referred to appropriate management levels for resolution.
8. Senior Whole Health will make a special effort to protect and help keep safe employees who work in or outside of Senior Whole Health offices.
9. We shall not permit any action of retaliation or punishment to be taken against an employee who in good faith reports a violation or suspicion of a violation of a law, regulation, company policy or the Code.

Unauthorized Software

- We follow State and Federal laws pertaining to copyright protection. This includes duplication of print materials, as well as duplication of licensed computer software.
- Employees shall never copy computer software. The unauthorized copying or use of software could be a violation of federal copyright laws and could result in civil and/or criminal liability.

- Employees shall not take any Senior Whole Health commercial software products home for personal use.

Use of Internet and other Electronic Media

- All communication systems, electronic mail, Internet, phones, voice-mail, fax and Senior Whole Health Intranet are the property of Senior Whole Health and are to be used for business purposes only.
- Company systems may not be used to send chain letters or personal broadcast messages.
- Company systems may not be used for viewing, sending or receiving offensive or inappropriate materials.
- No communications are private and all are subject to review by Senior Whole Health management.

IV. ADDRESSING INTEGRITY CONCERNS

Healthcare is governed by complex, demanding and changing laws, rules and regulations. Sometimes application of these rules and regulations creates uncertainty and questions. The Senior Whole Health Code of Conduct gives us the tools to help resolve any concerns or questions one may have about business ethics, integrity, and Senior Whole Health expectations.

Open discussion of issues and concerns by all employees and management without any fear of retaliation is essential to the success of the Corporate Compliance Program. For this reason, Senior Whole Health has implemented a non-retaliation policy to protect those who report legal or ethical issues in good faith. Senior Whole Health encourages you to discuss legal and ethical issues that arise while performing your job. Senior Whole Health has established a Compliance Hotline as a vehicle for employees to report suspected violations anonymously.

We have a responsibility to perform our jobs in an honest and ethical way. We have an affirmative requirement to report the knowledge or suspicion that we, in good faith, believe may be a violation of any applicable laws, regulations, policies or Senior Whole Health Code of Conduct. We have an absolute policy against any retaliation for bringing forward a good faith concern. Violators of this policy will be subject to disciplinary action.

All supervisors and managers are charged with ensuring that all their subordinates receive annual compliance training including, but not limited to: HIPAA; Fraud, Waste and Abuse and Sexual Harassment.

Communicating Legal and Ethical Issues

If you are confronted with a compliance or ethical dilemma, ask yourself the following questions:

1. Does it seem like a law, regulation or internal company policy is being violated?
2. Does the behavior/act at issue appear to be unacceptable or unethical to you?
3. Does it seem inconsistent with SWH values and/or Code of Conduct?

If 'yes', please proceed with one of the following options:

Option 1*

Discuss the issue with your immediate manager; s/he is in a good position to understand your concerns. Give your manager an opportunity to resolve the issue. If you still have concerns after talking with your manager or if you are not comfortable discussing the issues with your manager, you may utilize another option.

Option 2*

Discuss the issue(s) with the next management level. You may go directly to the next management level of if you have raised an issue and you believe it did not get proper attention or if your manager cannot find the appropriate answer(s), or if the issue concerns wrongful or inappropriate conduct on the part of your manager, you may relate your concerns to the next management level.

Option 3*

If you do not want to discuss the issue with your manager or next level manager or they are unable to resolve the issue satisfactorily, you can contact others to help you resolve your issue. Additional Senior Whole Health personnel available to you include the Director of Human Resources, the Chief Administrative Officer and the Corporate Compliance Officer.

Option 4*

If you do not feel comfortable discussing your issue(s) with your manager or other Senior Whole Health Administrators, you may call the Compliance Hotline. The Compliance Hotline is available twenty-four (24) hours per day, 365 days per year. The toll free number is:

1-866-260-2456

All calls to the Hotline may be made anonymously and without fear of retaliation. The calls are not traced and the information is treated in a confidential manner, subject to the limits imposed by law. Employees are encouraged to provide as much information as they know in order to assist with further investigation. Careful efforts will be made to ensure that investigations are handled confidentially.

The Hotline is intended to supplement the existing internal communication channels. It is not intended to replace our local management team, Senior Management or other corporate resources.

Calls are handled confidentially and the caller is protected from any form of retaliation. Anyone attempting to retaliate against an employee who calls the Hotline in good faith will be subject to disciplinary action, up to and including termination of employment.

* Please note you may choose any option to share your concern.

V. CODE OF CONDUCT ACKNOWLEDGMENT

1. I have received, read and understand the Senior Whole Health Code of Conduct.
2. I understand that all employees of Senior Whole Health are expected to abide by the Code of Conduct and that it is not a guarantee of my employment with the organization.
3. I understand my responsibility to report questions or concerns regarding compliance with laws, regulations, contract provisions, or Senior Whole Health policies to my supervisor, the Director of Human Resources, the Chief Administrative Officer, the Corporate Compliance Officer or the Hotline.
4. I understand that there will no be retaliation for raising a compliance issue in good faith.
5. I understand that any violation of the Code of Conduct may result in corrective action and/or disciplinary action up to and including termination.
6. I understand that my failure to cooperate in a compliance investigation can be grounds for termination.

Print Name

Signature

Date