

Optum Partner Services

Code of Conduct



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Introduction

Our mission is to improve lives by transforming health care in America: one patient, one family, one community at a time. That relationship, in such a personally sensitive part of their lives, must be built on trust — trust that we will strive to do what is best for them, that we will keep our promises. We are committed to integrity in everything we do including comply with applicable laws, regulations and contractual obligations.

Our patients, employees, and regulators depend on us to maintain high standards of ethical conduct, information security and confidentiality. And if there should be a problem, they want to know that we have the courage to acknowledge our mistakes and do what needs to be done to address them.

The principles of integrity and ethical behavior you find in this Code of Conduct comprise a basic outline of the behaviors expected of each of us. These principles will help to ensure that we always strive to do the right thing in our day-to-day business activities and long-term decision-making.

About the Code of Conduct

Our Principles of Ethics & Integrity

We all must act with integrity in everything we do. Acting with integrity begins with understanding and abiding by the laws, regulations, policies and contractual obligations that apply to our roles and activities. The Governing Body has adopted this Code of Conduct which applies to all employees, directors and contractors of the family of professional corporations, professional associations and medical groups managed by Optum and its affiliates (collectively “Practice”), to provide guidelines for our decisions and behavior. This Code represents a core element of our compliance program.

Complying with the Code of Conduct

Since the Code cannot address every situation you might encounter, use your good judgment and values to uphold the spirit and intent of the Code. If you are ever unsure about what to do in a particular situation, ask questions. We have many resources available to help you.

You must comply with this Code and all policies that apply to you. Managers have an additional responsibility to understand this Code and our policies so that you may serve as a resource for employees. If you are uncertain as to how this Code or any policies apply, or if you have questions, contact the Compliance Officer or your Legal Representative.

Reporting Misconduct If you encounter what you believe to be a potential violation of law, regulation, this Code or our policies, speak up. Speaking up is not only the right thing to do, it’s required by policy. There are many ways to report concerns, including the Compliance & Ethics Hotline. You always have the option of reporting anonymously, and, regardless of how you report, you are protected from retaliation whenever you speak up in good faith. All reports will be reviewed and, if necessary, investigated.

Reporting potential Code or policy violations helps us address issues quickly and thoroughly. You also help us identify opportunities to provide guidance on how the Code and policies apply in specific situations.

Violations of the Code of Conduct and Policies

Violating this Code, our policies, laws and regulations or contractual obligations not only have potential legal and regulatory consequences, but also compromise our reputation. Unethical or illegal acts can never be justified. No one, regardless of their position, is ever authorized to commit, or direct another person to commit, an unethical or illegal act. In addition, you cannot use any third party to act in any way that is prohibited by law, this Code, policy or contractual obligation.

All violations of this Code of Conduct, our policies, contractual obligations, or laws will be taken seriously and may result in discipline, up to and including termination and possible legal action.

Waiver to the Code

Circumstances may arise where you believe that a waiver of the Code requirements is merited. Requests for waiver of the Code are rarely, if ever, granted. However, you may seek formal waiver of a specific requirement or obligation of this Code by submitting a written request to the Compliance Officer. No action prohibited by this Code should be taken without a waiver from the Compliance Officer [in consultation with the Governing Body].

Who to Contact with Questions or Concerns

Ask Yourself

When faced with a potential ethical issue, it may help to ask these questions:

- Could this harm our reputation?
- Am I certain my actions are legal?
- Am I being fair and honest?
- How will my actions appear with the benefit of hindsight?
- How will the situation be described in a newspaper headline?
- Will I sleep soundly tonight?
- What would I counsel a colleague to do?

Your Manager

Often your first contact for workplace issues.

Ethics and Compliance

Compliance & Ethics Hotline

Available 24 hours a day, 7 days a week by phone at **(855) 678-6758** or online at www.OPSCompliance.ethicspoint.com.

Your contact for asking questions about and reporting violations of:

- The Code of Conduct
- Compliance
- Law and regulations

The Hotline and web portal are administered by a third party vendor and the toll free number can be used to submit a report anonymously. Retaliation is strictly prohibited against any individuals for raising concerns or questions or for reporting suspected violations regarding compliance matters in good faith.

Privacy Office

privacy@optum.com

Your contact for reporting suspected violations of privacy policies, laws and regulations.

Enterprise Health & Safety

(888) 299-6427

healthandsafety@uhg.com

Your contact to report unsafe conditions and workplace hazards

Corporate Security

corporatesecurity@uhg.com

Your contact to report concerns regarding workplace security.

Compliance Officer

OPSCompliance@optum.com

Your contact for asking questions about this Code of Conduct, compliance policies, and regulatory requirements and the compliance program.

Integrity

We hold ourselves to high standards of personal integrity in our interactions with patients, employees, and regulators. We recognize that appearances matter when it comes to integrity.

Integrity of Books and Records

We are committed to the integrity of our records, books and financial reporting. We acknowledge our responsibility of ensuring that all books, records including medical records, and accounting are accurate and complete and properly reflect the actual event, transaction or service recorded.

Act with Integrity

Recognize and address conflicts of interest.

Conflicts can occur when your personal, financial, social or political interests or activities, or investments and ownership interests (or those of your immediate family) could affect or appear to affect your decision-making on our behalf or where your objectivity could be questioned because of these interests or activities. Conflicts can also occur between businesses, where one business unit could effectively exclude another business unit from conducting business with the government.

Follow policies on gifts and entertainment involving patients, business partners or vendors, including government officials and industry manufacturers.

Giving or receiving gifts or entertainment (“business courtesies”), such as tickets to a sporting event, a meal, or an invitation to a conference, may be inappropriate, and in some cases illegal. We never offer, give or receive something of value to induce a referral or as a reward for referrals from other businesses. We never offer, accept or give bribes or kickbacks. Where required or uncertain, seek approval from the Compliance Officer before giving or receiving gifts or entertainment.

ASSOCIATED POLICIES

- Anti-Corruption
- Anti-Kickback and Stark Law Policy
- Conflicts of Interest
- Gifts, Entertainment, Honoria and Industry Interactions
- False Claims Act Compliance

Optum Partner Services provides business support to a family of professional companies.

Honor Commitments

Our Commitments

Each of us commits to:

- Review, understand and comply with our policies and standards of conduct that are applicable to your position;
- Avoid making business decisions that involve our separate personal or financial interests;
- Avoid engaging in behavior that may inappropriately influence the conduct of business, including giving or accepting gifts or benefits.

Do not use property, information or your position for personal gain, or to compete with the Practice.

You have a duty to advance our interests when an opportunity is presented. When uncertain about a particular opportunity, seek approval from the Compliance Officer or your Legal Representative before using our property or information.

Ensure accuracy and completeness of facts during disclosure processes.

This includes representations to independent auditors, governmental regulators and self-regulatory organizations. You must review and critically analyze proposed disclosures or, where appropriate, delegate this task to others more knowledgeable.

Maintain business and administrative records in accordance with our document retention schedule.

Documents you create and handle must be created, retained and deleted according to the established processes which protect us in the event of public disclosure, litigation, or regulatory inquiry.

Accountability

We are personally responsible for our actions.

Prompt reporting of suspected Code or policy violations and potentially illegal or unethical conduct to an appropriate company representative requires the courage to acknowledge our mistakes, and enables us to do whatever is needed to address them.

Failing to report suspected violations or to cooperate with the investigation is itself a policy violation and can lead to discipline up to and including termination.

If you have any concerns about reporting a potential violation to your manager, or if you have already done so but the violation has not been addressed, contact the Compliance Officer or your Legal Representative. Managers who receive such reports must take immediate action, and involve Legal, Compliance or Employee Relations representatives, as appropriate.

We will take all reasonable precautions to maintain the confidentiality of those who report an integrity or compliance concern to the extent allowed by policy and the law. **Retaliation in any form against an individual who, in good faith, reports a suspected violation of this Code or provides information related to such reports, policies, the law or contractual obligations, is prohibited.** You should immediately report any suspected retaliation to Employee Relations, the Compliance Officer or the Compliance & Ethics Hotline. Making malicious or purposely false reports also violates our policy and will result in disciplinary action up to and including termination.

ASSOCIATED POLICIES

- Reporting Misconduct and Non-Retaliation

Responsibility

Our Commitments

We are all accountable for complying with applicable laws, regulations, and contractual obligations, with this Code of Conduct, and our policies and procedures. When we are accountable, we earn the trust our patients, employees and regulators place in us.

Be Accountable

Hold yourself accountable for your decisions and actions.

We are all responsible for complying with applicable law, regulations and contractual obligations. When we see potential violations of the law, this Code, policies, or contracts, we must report them in good faith.

Cooperate with all investigations.

You are expected to support the investigation and resolution of potential violations, by providing all information and records that are requested for the investigation or that you know are relevant to an inquiry.

Fair Competition

Our success is based on honest competition.

Many laws and regulations define and promote fair business practices to protect the competitive environment. For example, the antitrust laws protect against practices that interfere with free competition. They are designed to promote a competitive economy in which businesses have an opportunity to compete fairly on the basis of price, quality and service. To comply with these laws, you must deal fairly with suppliers and competitors.

Comply with Fair Competition Laws and Associated Policies

Avoid discussions with competitors that may appear to unreasonably restrain competition. Communications or agreements with competitors regarding reimbursement rates and other topics related to our business may violate the antitrust laws, resulting in severe penalties. While there are legitimate business reasons to communicate with a competitor, you should always make sure that your discussions in these contexts do not cross into the areas of prohibited subjects or activities. Please consult your Legal Representative to understand the limits that may apply.

ASSOCIATED POLICIES

- Antitrust
- False Claims Act Compliance
- Anti-Kickback and Stark Law

Honesty

Our Commitments

We seek competitive advantages only through legal and ethical business practices.

Exercise caution at industry seminars and conferences.

Attending seminars and conferences with others in our industry is common. Always be cautious when discussing business matters with competitors.

Ask questions first.

If you are unsure about whether an exchange of information or a communication in a particular situation would be appropriate, please consult your Legal Representative.

Privacy and Information Security

Maintaining the privacy and security of personal information that we collect, use or disclose is an essential element of our commitment to integrity and ethical behavior.

Protect Personal Information

We receive personal information from or about patients as part of our day-to-day business activities. Protecting this information is critical:

- Personal information is a broad term that may include Social Security Numbers, dates of birth, financial and medical information, and other information that identifies a particular individual.
- We are trusted and required to reasonably and appropriately safeguard personal information and to use or disclose such information only as permitted by the individual or in compliance with all applicable law.

Protect Privacy, Ensure Security

Understand the rules regarding personal information.

Recognize that the use or disclosure of personal information is governed by laws, regulations, contracts policy. If you are unsure how to appropriately handle such information, please contact the Compliance Officer.

Fulfill the obligations of your job.

Ensure the privacy and security of all personal information when accessing, using or disclosing it. Remember that you have an obligation to be vigilant for instances when colleagues or business partners inappropriately disclose or misuse personal information. Report such activity to the Privacy Office right away.

ASSOCIATED POLICIES

- Privacy
- Optum Privacy

Compassion

Our Commitments

Managing an individual's personal information respectfully, responsibly and in accordance with all applicable laws builds patient trust.

Keep it private; keep it secure.

Always ensure that you are accessing or disclosing personal information only as necessary and only to the extent required for business purposes, and that you are doing so in a secure manner appropriate.

Ask questions first.

If you are unsure about whether an exchange of information or a communication in a particular situation would be appropriate, please consult your Legal Representative.

Our Assets and the Environment

Stewardship is the careful and responsible management of something entrusted to your care. As employees of the Practice, we are entrusted with the Practice's assets, including equipment, supplies, data, financial information, confidential company information, and intellectual property.

Limit use of Practice assets or resources for personal reasons.

Although you may use certain assets, such as the Practice's communications systems, for limited personal use, Practice assets are intended to be used for business purposes that benefit the Practice.

Protect the Practice's intellectual property and confidential information.

Intellectual property and confidential business information are among the Practice's most valuable assets. Intellectual property includes concepts protectable by patent, copyright, or trademark and trade secrets like proprietary processes, methods, software, and algorithms, to name a few. Examples of confidential information include reimbursement rates to business partners and business strategies. All employees are responsible for safeguarding the intellectual property and confidential information in their possession or that they have access to. Be aware of use restrictions, intellectual property and confidential information should not be shared or used with external applications or on websites without proper approvals.

Limit the use of Practice names and brands, such as trademarks and logos only to those that advance the Practice's interests and be vigilant for signs of misuse. The brand identity and trademarks of the Practice are visual representatives of our reputation. We must ensure that they are not used without permission.

ASSOCIATED POLICIES

- Privacy
- Optum Privacy
- Conflicts of Interest
- Protecting Information Assets and Confidential Information

Stewardship

Our Commitments

Each of us commits to:

- The Practice's assets are critical to its continued success, and each employee must ensure that the assets used in his or her role are protected from misuse, loss, improper disclosure, and destruction.
- The Practice is also committed to stewardship of a critical asset we all share - the environment.
- We encourage employees to conserve natural resources, and implement green strategies and environmentally conscious practices in the workplace.

Maintain business and administrative records in accordance with the Practice's Record Retention Schedules.

Documents you create and handle must be created, retained, and deleted according to the processes defined in the Practice policy.

Strive to act in an environmentally responsible manner in your Practice role and in our communities.

Help raise awareness of the sustainability and green practices in place at the Practice and periodically evaluate our implementation of those practices.

Government Interactions

Any interactions with government employees and officials must be in compliance with local, state, and federal regulations.

In our interactions with government employees and officials, we must always bear in mind that:

- Federal, state, and local laws and Practice policy prohibit you from giving U.S. government officials, government employees, and people connected with them anything of value, including gifts, meals, entertainment, and political contributions, as a bribe to obtain or retain business or any other business advantage.
- Your personal political activity may, in certain states and municipalities, be attributed to the Practice and could adversely affect our ability to do business within those jurisdictions.
- If you are unsure about the requirements for appropriate interaction with government employees and officials, or if you need further guidance, please contact your Compliance or Legal Representative.

ASSOCIATED POLICIES

- Anti-Corruption
- Gifts, Entertainment, Honoria and Industry Interactions
- False Claims Act Compliance
- Political Activity and Political Contribution
- Employee Sanctions Monitoring

Relationships

Our Commitments

We are committed to interacting with government employees and officials in accordance with applicable laws.

Communications and Marketing

Our reputation is dependent upon clear and accurate communications.

You may not discuss material, nonpublic information, such as financial information and reports, executive personnel changes, lawsuits or regulatory actions, and mergers or acquisitions outside of the Practice unless you have received specific approval from your Legal Representative or are otherwise required to disclose such information.

Communicate Effectively and Appropriately

Refer members of the media to the Communications Department.

A referral to the Communications Department will ensure that the person or organization seeking information talks to a subject-matter expert and receives the most current information. All news releases for distribution to local, regional or trade media must be reviewed and approved by the appropriate business leader, the Communications Department, subject-matter experts, and assigned legal counsel before they are released.

Do not act as the Practice spokesperson unless you have coordinated with the Communications Department.

All questions or requests from the media must be directed to the Communications Department, and all spokespersons must coordinate their media contacts with their assigned communications staff.

ASSOCIATED POLICIES

- Social Media

Clarity

Our Commitments

We present information in a clear, truthful, accurate, and professional manner.

A Safe and Supportive Working Environment

We strive to provide a safe and supportive working environment.

In keeping with our mission and our values, we respect the human rights of all those whom we employ or interact with. The Practice does not tolerate behavior that endangers its employees, patients or business partners, or subjects them to discrimination, harassment, or threats. We provide an environment free from acts or threats of violence, inappropriate conduct, and from illegal drugs and alcohol misuse. We do not retaliate against individuals who make good-faith complaints or reports of discrimination, harassment, violence or threats, or any other violation of this Code of Conduct or Practice policy, or who provide information related to any such complaint or report. The Practice will balance employee privacy with the need to maintain a safe and efficient work environment.

Promote a Safe and Supportive Working Environment

Report to Employee Relations all threats, attempted violence or actual violence that occurs in the workplace.

We do not tolerate violence or threats of violence in any form in the workplace, at work-related functions, or outside of work if it affects the workplace. Weapons are not allowed on Practice property. In emergency situations — or if you perceive a threat to be imminent — please call 911.

ASSOCIATED POLICIES

- Protecting Information Assets and Confidential Information
- Sexual and Other Harassment
- Reporting Misconduct and Non-Retaliation

Respect

Our Commitments

Our working environment should promote respect and appreciation for our differences and acknowledge the value of diversity to our organization.

We do not tolerate behavior that endangers our patients or employees or subjects them to discrimination, harassment or threats.

If you are under the influence of any intoxicant, you may not work or be present on Practice sites, in Practice vehicles or acting on the Practice's behalf. While working on behalf of the Practice, you must not use any substance that could prevent them from working safely or effectively, including prescription medications. You may, however, consume alcohol at authorized Practice functions or in certain legitimate business settings. At all times, however, you are expected to act responsibly and to consume alcohol only in moderation.

Immediately report to Employee Relations accidents, injuries, or unsafe practices occurring on Practice grounds. You are obligated to promptly report any incident that compromises workplace safety.

Notify Employee Relations, your manager or the OPS Compliance & Ethics Hotline if you experience or witness discriminatory conduct or harassment in your workplace, intimidation, or retaliation for reporting potential ethics violations, discrimination or harassment. We do not permit discrimination or harassment, on the basis of age, race, gender, color, religion, national origin, ancestry, disability, marital status, protected veteran status, sexual orientation, gender identity and/or expression, genetic information, status with respect to public assistance or any other characteristic protected by applicable law. Similarly, we prohibit any intimidation or retaliation against individuals who make good-faith complaints or reports of discrimination, harassment, violence or threats, or any other violation of this Code.

How will you contribute?

Each of us applies our judgment to a range of situations, both anticipated and unanticipated, every day. The choices and decisions we make define who we are as individuals and as an organization. When you aren't sure how to resolve a particular issue or concern, we have resources to help you. Together, we can sustain a culture of integrity which supports our mission to improve lives by transforming health care in America: one patient, one family, one community at a time.

POLICY OWNER: OPS COMPLIANCE OFFICER

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