



NUVANCE HEALTH

CODE OF CONDUCT & BUSINESS ETHICS

Nuvance Health

Code of Conduct and Business Ethics

A Message from the Board of Directors and CEO

Nuvance Health's ("Nuvance") success and reputation depend upon the integrity of its employees. Nuvance has maintained a reputation for lawful and ethical behavior, a reputation to which you and your colleagues both past and present, have contributed since our beginning. Our reputation for high standards of business conduct and integrity is one of our greatest assets, as it enables us to continue to provide compassionate, cost-effective care to those in need.

As part of Nuvance's commitment to integrity, we have periodically adopted policies and procedures to protect against unlawful activity. Among these provisions of Nuvance's ethical framework are the Nuvance *Code of Conduct and Business Ethics* and the Nuvance *Compliance and Ethics Program Charter*, both of which specifically address areas that may be susceptible to unlawful, unprofessional, or unethical behavior within the context of our delivery of healthcare services and conduct of associated business operations. Integrity, in the broadest sense, must govern our actions in all of our relationships, not just with patients, but with physicians, visitors, vendors and each other. We ask you to continue to adhere to the guiding principles set forth in the applicable policies and procedures of Nuvance and dedicate yourself to:

- Obeying the applicable laws and regulations governing our health network.
- Being honest, fair, and trustworthy in all of your activities and relationships.
- Avoiding all conflicts of interest between work and personal affairs.
- Fostering an atmosphere in which equal opportunity extends to every member of our diverse community.
- Striving to create a safe workplace and to protect the environment.
- Fostering leadership at all levels, so as to sustain a culture where ethical conduct is recognized, exemplified and valued by all employees and by others doing business with Nuvance.
- Establishing accountability for compliance at all times.
- Affirmatively participating in the Nuvance *Corporate Compliance and Ethics Program*.
- Adhering to all Nuvance policies and procedures that govern your role, duties, and functions.
- Promptly reporting compliance concerns, as well as potential, imminent or actual compliance violations, that you become aware of to the Corporate Compliance Office.
- Refraining from engaging in retaliatory conduct against any individual or entity who, or that, makes a good faith report to Nuvance regarding suspected, imminent, or actual noncompliant or unethical conduct.

If you have questions or concerns about what is appropriate conduct for you or your colleagues, or the organization itself, please promptly contact your supervisor or Nuvance's Chief Audit, Compliance & Privacy Officer at 203-739-7110. Concerns about appropriate conduct will be promptly addressed with professionalism, care, and respect.

Nuvance does not condone questionable or criminal conduct by employees or others. Our reputation can be severely damaged, and our mission jeopardized, if even one employee violates the law. Failure to report observed or known instances of wrongful activity or criminal conduct may be grounds for sanctions, ranging from reprimand to termination. Nuvance expects all workforce members, business affiliates, and agents to conform to the highest ethical standards and to avoid even the appearance of wrongful conduct.

We are privileged to work for Nuvance. We must, every day and in every way, preserve and strengthen our commitment to total, unyielding excellence and integrity.

John M. Murphy, M.D., President & CEO
Nuvance Health

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Code of Conduct and Business Ethics

I. Table of Contents

I. Table of Contents	p. 4
II. Fulfilling Our Mission and Upholding Our Values	p. 6
A. Our Mission	p. 6
B. Our Values	p. 6
III. Why Do We Have a Code of Conduct	p. 6
A. Overview	p. 6
B. Purpose of the Code	p. 7
C. Brief Description of the Code	p. 7
D. Availability of the Code	p. 7
IV. Code Scope and Applicability	p. 8
A. What is the Scope of the Code?	p. 8
B. Who does the Code apply to?	p. 9
C. What is a workforce member?	p. 9
D. What workforce member activities are covered under the code?	p. 9
E. Does the Code Apply to Part-time or Remote workforce members?	p. 9
F. Does the Code Apply to Business Affiliates such as Non-Workforce Member Vendors?	p. 9
V. Corporate Compliance and Ethics Program	p. 10
A. Establishment of Compliance and Ethics Program	p. 10
B. Compliance and Ethics Program Charter	p. 10
VI. Our Commitment	p. 11
A. Overview	p. 11
B. Patients & Their Families	p. 11
C. Community	p. 11
D. Workforce Members	p. 11
E. Suppliers and Vendors	p. 12
F. Donors	p. 12
G. Payers	p. 12
VII. Upholding the Laws and Policies that Govern our Work	p. 13
A. Knowing and Adhering to Our Organizational Policies and the Law	p. 13
B. Preventing Fraud, Waste and Abuse	p. 13
C. Prohibition on the Submission of False Claims and Related Activities	p. 13
D. Prohibition of Conduct that Violates the Civil Monetary Penalties Law or May Lead to Imposition of Civil Monetary Penalties	p. 14
E. Anti-Retaliation/Whistleblower Protection	p. 14
F. Compliance with the Foreign Corrupt Practices Act (“FCPA”) and Export Controls and Sanctions Laws	p. 14
G. Compliance with the Sherman Antitrust Act of 1890, the Clayton Antitrust Act of 1914, and Other Applicable Federal and State Laws and Regulations Regarding Antitrust Business Practices	p. 14

H.	Compliance with the Connecticut Unfair Trade Practices Act (CUTPA), New York Deceptive and Unlawful Practices Act (NY General Business Law §349), and Other Applicable Federal and State Laws and Regulations Regarding Deceptive or Unfair Business Practices	p. 15
I.	Mandatory Reporting of Overpayments	p. 15
J.	Objective Decision-Making/Avoiding Conflicts of Interest and Conflicts of Commitment	p. 15
K.	Screening of Excluded Individuals and Entities	p. 15
L.	Use of Nuvance Resources	p. 16
M.	Political Contributions	p. 16
N.	Giving or Receiving Gifts	p. 16
O.	Keeping Accurate and Complete Records	p. 16
P.	Respecting Patient Confidentiality	p. 17
VIII.	Prohibited Activities	p. 17
IX.	Disciplinary Action/Consequences for Violations of the Code or the Engagement in other Prohibited Activities	p. 18
X.	What should you do if you suspect a violation of our policies, values, and commitment?	p. 19
A.	First Step!	p. 19
B.	What is Expected of Me?	p. 19
C.	Questions regarding the Code	p. 20
D.	What to Do if You Need Assistance	p. 20

II. Fulfilling Our Mission and Upholding Our Values

A. Our Mission.

We are committed to accomplishing our organization mission. The mission of Nuvance is to improve the health of every person in our community through the efficient delivery of excellent, innovative, and compassionate care. All workforce members shall refrain from conduct that interferes with Nuvance's ability to fulfill its mission.

B. Our Values.

We are committed to living by and upholding our foundational values. All workforce members shall avoid any conduct that interferes with Nuvance's ability to sustain its values. These values, which are referred to as the *Reason for Being Values*, are as follows:

- ◆ **Personal** - Being top caliber starts with how we treat and respect people. We see each patient, listen, speak and act with purpose and compassion.
- ◆ **Imaginative** - Discovering what's possible for our patients and our communities means challenging the expected. We seek improvement, never settle and inspire curiosity.
- ◆ **Agile** - Progress is achieved only through change. We better serve our patients by overcoming barriers, pivoting with efficiency and staying open-minded.
- ◆ **Connected** - Achievements don't happen in silos. We share ideas, communicate clearly, act with consistency and work together as a unified team to care for those who need us.

III. Why Do We Have a Code of Conduct?

A. Overview.

Nuvance holds the highest level of value and respect for its patients, workforce, and affiliated business personnel. To that end, Nuvance Health is committed to delivering patient care services and conducting its business initiatives and other affairs in an ethical and legally compliant manner with both integrity and honesty being at the cornerstone of its mission and strategic goals.

B. Purpose of the Code.

To satisfy its commitment to compliance and ethics, Nuvance has established this *Nuvance Health Code of Conduct and Business Ethics* (“the Code of Conduct” or the “Code”). The purpose of the Code of Conduct is to guide all workforce members on how to best carry out their duties, responsibilities, and role in a professional manner consistent with applicable law and Nuvance’s internal policies and procedures.

C. Brief Description of the Code.

In summary, the Code:

- ◆ Sets forth the commitments that govern our work;
- ◆ Functions as a benchmark for the standards of conduct expected of anyone who works for Nuvance;
- ◆ Reflects Nuvance’s collective commitment and our responsibility to uphold our organization’s reputation, practice ethical business behavior, meet rigorous professional standards, and comply with the laws, regulations, and policies that govern our work;
- ◆ Outlines Nuvance’s strict prohibition of activities that:
 - Are unprofessional or otherwise unethical;
 - Constitute fraud, waste, and abuse; or
 - Amount to corrupt or other criminal conduct.
- ◆ Provides means for which workforce members, patients, and other Nuvance stakeholders may report concerns or suspected violations of applicable law or internal policy promptly and safely without fear of retaliation; and
- ◆ Provides guidance in making decisions that may seem questionable or confusing.

D. Availability of the Code.

The Code is provided, in writing, at new employee orientation, and annually certified thereafter during mandatory compliance training. It is also available electronically through *the Hub* and Nuvance’s web site at www.nuvancehealth.org/compliance.

IV. Code Scope and Applicability

A. What is the Scope of the Code?

The Code governs Nuvance’s commitment to ethical conduct at all of its facilities, units, and entities including, but not limited to, the following:

Nuvance Health				
Nuvance Health	Health Quest Systems, Inc.	Western Connecticut Health Network, Inc.	Health Quest Home Care, Inc. (Licensed and Certified)	Western Connecticut Home Care, Inc.
Danbury Hospital and its New Milford campus	Northern Dutchess Hospital	The Norwalk Hospital Association	Putnam Hospital	Vassar Brothers Medical Center
Nuvance Health Medical Practice, P.C.	Nuvance Health Medical Practice CT, Inc.	Eastern New York Medical Services, P.C	Hudson Valley Newborn Physician Services, PLLC	Vassar Health Quest Medical Practice of Connecticut, Inc.
Hudson Valley Cardiovascular Practice, P.C.	Taconic, IPA, Inc.	Western Connecticut Health Network Physician Hospital Organization ACO, Inc.	New Milford MRI, LLC	Nuvance Insurance Company, Ltd.
The Various Hospital Foundations of Nuvance Health ¹	Western Connecticut Health Network Affiliates, Inc.	Alamo Ambulance Service, Inc.	S.W.C. Corporation	Physicians Network, P.C.
Norwalk Surgery Center, LLC	Western Connecticut Health Network Investments, LLC			

¹ This includes: (i) Danbury Hospital & New Milford Hospital Foundation, Inc.; (ii) Norwalk Hospital Foundation, Inc.; (iii) Vassar Brothers Hospital Foundation; (iv) NDH Foundation; and (v) Putnam Hospital Center Foundation, Inc.

B. Who does the Code apply to?

The Code applies to all Nuvance workforce members, whether they are functioning in a fiduciary, clinical, support, administrative, operational, or executive capacity, or other role, at any Nuvance facility, unit or entity.

C. What is a workforce member?

For purposes of the Code, the term *workforce member* shall include any of the following individuals:

- ◆ All Nuvance employees, personnel (including agency personnel), executives and other senior managers regardless of their title, supervisors, students, interns, trainees, volunteers, appointees, members of the medical staff, clinicians, officers, managers, department heads, and administrators;
- ◆ Board Members serving on the Nuvance System Board or a Board Committee, as well as Board Members of any Nuvance affiliated-facility or entity or Board Committee; and
- ◆ Any individual whose duties, functions, or role is under the direct control of Nuvance, regardless of whether they are paid directly by Nuvance including, without limitation, any agent, affiliate, consultant, contractor, subcontractor, independent contractor or third-party, that fits this description.

D. What workforce member activities are covered under the Code?

The Code covers, to the extent applicable, all workforce member activities or other conduct related to their:

- ◆ Duties, functions, responsibilities, and role at Nuvance;
- ◆ Interaction or relationship with Nuvance; and
- ◆ Actions taken or otherwise carried out on behalf of Nuvance.

E. Does the Code Apply to Part-time or Remote workforce members?

YES - - The Code applies to all workforce members acting in a full- time, part-time, or per-diem basis, and covers all workforce member activities whether performed on Nuvance premises, remotely, or a hybrid combination thereof.

F. Does the Code Apply to Business Affiliates such as Non-Workforce Member Vendors (i.e., non-workforce member contractors, subcontractors, independent contractors, agents, third-parties, consultants)?

NO – HOWEVER, business affiliates are required to comply with the Nuvance Health *Vendor Code of Conduct*, which is available at: Nuvance Health Vendor Code of Conduct. All workforce members charged with oversight of Nuvance contracts (or other agreements) with a business affiliate must ensure that the contracted

business affiliate has agreed to the requirements of the *Vendor Code of Conduct*. Notwithstanding the foregoing, any individual provided through an agreement with a business affiliate for the purpose of carrying out Nuvance functions and duties who qualifies as a workforce member, as that term is described above in ¶ C of § III, remains subject to this *Code of Conduct and Business Ethics*.

Example #1: Person X, who is an independent contractor, has been contracted by Vassar Brothers Medical Center (“Vassar”) to perform patient registration functions. Person X’s duties, functions, or role is under the direct control of Vassar. Based on this information, Person X qualifies as a workforce member and is subject to this *Code of Conduct and Business Ethics*.

Example #2: Vendor Y provides office supplies to Nuvance facilities. Vendor Y would not be subject to this Code because their duties, functions, and role is not under the direct control of Nuvance. ***However, Vendor Y would be subject to the Vendor Code of Conduct to the extent that they engage in any of Nuvance’s identified risk areas.***

V. Corporate Compliance and Ethics Program

A. Establishment of Compliance and Ethics Program.

We must abide by the letter, as well as the spirit, of all applicable laws and regulations. In order to assist in complying with these laws and regulations, Nuvance has established and adopted a Compliance and Ethics Program (the “Program”). The Program, in pertinent part:

- ◆ Promotes the prevention, detection, and resolution of conduct that fails to adhere to applicable law, Federal healthcare program and private payer requirements and Nuvance’s standards of ethical and business conduct and associated internal policies and procedures;
- ◆ Enhances our understanding of acceptable behavior and appropriate decision-making;
- ◆ Firmly demonstrates to all Nuvance workforce members, business affiliates, agents, and other Nuvance stakeholders such as, for example, community leaders, patients and their families, and regulatory oversight agencies, Nuvance’s commitment to honesty, corporate responsibility, and ethical conduct; and
- ◆ Provides detail on various compliance responsibilities and activities.

B. Compliance and Ethics Program Charter.

The *Compliance and Ethics Program Charter* (the “Charter”) describes in detail the requirements of the Program that all workforce members must comply with. All workforce members shall adhere to the Charter, as well as all associated Program policies, procedures, guidelines, practices, and other mandates.

Where can I find the Charter?

The Charter, as well as associated policies and programs documents, are available on the Hub and MCN Ellucid. These documents provide: (i) details on various compliance responsibilities and activities, and (ii) reflect the expectations found in the Code of Conduct.

VI. Our Commitment

A. Overview.

The *Code of Conduct and Business Ethics* articulates our commitment to our values and ethical business behavior while reminding us that our overriding responsibility is to use sound judgment and demonstrate personal integrity and professionalism. The Code of Conduct has been adopted by the Executive Compliance Committee and the Nuvance Health Board of Directors.

All workforce members shall support and uphold, within the scope of their work, role, and responsibilities, our commitment to the ethical treatment of: (i) patients and their families; (ii) the community; (iii) all workforce members; (iv) medical staff and other healthcare providers; (v) volunteers; (vi) suppliers and vendors; (vii) donors; and (viii) payers, as described below:

B. Patients & Their Families.

We are committed to providing safe, high quality medical care with respect for the privacy and the dignity of the patients and in recognition of the importance of our patients' families. We recognize the need to maintain patient confidentiality, and we will use our best efforts to assure that no information is shared in an unauthorized manner. All patients are entitled to equal access to care.

C. Community.

We are responsible neighbors, collaborating with other groups to improve the health status of our communities. We protect the environment in which we are located and comply with appropriate environmental laws. All hazardous materials and infectious wastes must be stored, handled and disposed of in full compliance with all laws, regulations and policies.

D. Workforce Members.

◆ All Workforce Members

We are committed to honesty, fairness, the provision of a safe and healthy environment and respecting each person's dignity. Our human resources are the backbone of the organization and we are invested in ensuring that Nuvance is, and will continue to be, a healthy and productive work environment where our workforce can intellectually thrive and professionally grow.

- ⇒ *Workforce safety is paramount* - To ensure a safe work environment, we must abide by all laws and regulations regarding occupational safety. All employees are entitled to be treated fairly and respectfully.

- ⇒ *Maintenance of a civil, productive, discrimination free workplace culture* - Workplace incivility and conduct that constitutes bullying will not be tolerated. Discrimination based on race, color, religion, national origin, age, gender, marital or military status, disability or sexual orientation is strictly prohibited, as is sexual harassment. Workforce members must refrain from activities that violate safety rules, engage in disruptive and uncivil behavior, or constitute discriminatory practices.
- ⇒ *Maintenance of a drug and alcohol-free workplace* - The use, sale, purchase, transfer, possession or presence in one's system of illegal drugs is strictly prohibited. Similarly, the use, sale, purchase, transfer, possession, or presence in one's system of alcoholic beverages while on duty is prohibited.

◆ **Medical Staff & Other Workforce Members Involved in the Provision of Care**

We are committed to providing the resources required for safe, high-quality care, with honesty, fairness, and respect for the competence of our caregivers. We will abide by all policies, regulations, and laws, including those relating to making or accepting patient referrals.

Members of the Medical Staff shall:

- Be appropriately credentialed in accordance with applicable Federal and State law, Federal healthcare program requirements, and the criteria set forth in corresponding facility specific medical staff bylaws and associated rules;
- Practice only within the scope of privileges granted by the governing body; and
- Maintain sufficient medical record documentation to support services provided to patients.

◆ **Volunteers**

We respect and appreciate their service and generosity.

E. Supplier & Vendors

We are committed to ethical business practice and fair competition and expect our suppliers and vendors to have the same commitment. We choose vendors objectively to provide the products and services that best meet our organization's need. We must conduct our business activities on the basis of fair competitive practices. All purchases of services and supplies must be from qualified and reliable sources and be based upon objective factors.

F. Donors

We respect and honor their generosity and the intent of their donations.

G. Payers

We seek appropriate payment for services provided in compliance with the law and with appropriate

documentation. We honor all legally binding contracts.

VII. Upholding the Laws and Policies that Govern our Work

A. Knowing and Adhering to Our Organizational Policies and the Law.

We perform our work in compliance with all applicable State and Federal laws, rules, codes, regulations, our organization's policies and procedures, and the standards dictated by any applicable professional organization. We are responsible for knowing and complying with the legal requirements relevant to our jobs. We appropriately report any suspected wrongdoing or non-compliance and cooperate with activities and investigations that are conducted to ensure compliance.

(Refer to the Nuvance Organizational Policies and Procedures on MCN Ellucid)

B. Preventing Fraud, Waste and Abuse.

We are steadfast in our commitment to maintain a work environment that is at all times free of fraud, waste, and abuse and corrupt or other criminal activities. To that end, workforce members are prohibited from engaging in any activity that constitutes fraud, waste, or abuse or constitutes criminal or corrupt behavior. Workforce members shall promptly report all incidents involving potential fraud, waste or abuse that they uncover, note or otherwise become aware of. Such report will be promptly reviewed, and where appropriate, thoroughly investigated by Nuvance.

(Refer to the Nuvance Detection and Prevention of Fraud, Waste, and Abuse Policy and Procedure on MCN Ellucid)

C. Prohibition on the Submission of False Claims and Related Activities.

Pursuant to the *False Claims Recovery Employee Education Provisions* in the Federal Deficit Reduction Act of 2005 ("DRA"), workforce members are expected to review and comply with:

- ◆ Nuvance Health's internal policies covering the prevention and detection of fraud, waste, and abuse;
- ◆ The Federal and applicable State False Claims Acts; and
- ◆ The various other Federal and State fraud, waste, and abuse, and whistleblower protection laws that are outlined in the latest *Nuvance Health Deficit Reduction Act of 2005 Memorandum*, which can be found at: <http://www.nuvancehealth.org/compliance>.

Workforce members shall avoid any conduct, action or other activity that violates Federal and State False Claims Acts or other applicable laws enacted to prevent healthcare fraud and protect whistleblowers.

D. Prohibition of Conduct that Violates the Civil Monetary Penalties Law or May Lead to the Imposition of Civil Monetary Penalties.

Nuvance is committed to complying with the Civil Monetary Penalties Law, which is a Federal Law that authorizes the U.S. Department of Health and Human Services Office of Inspector General to seek civil monetary penalties or exclusion for a variety of health care fraud violations, including presenting a claim for an item or service that was medically unnecessary or not actually provided. All workforce members must adhere to the Civil Monetary Penalties Law and avoid any activity or other conduct that can lead to the imposition of civil monetary penalties.

E. Anti-Retaliation/Whistleblower Protection.

Nuvance is steadfast in its protection of whistleblowers and strictly prohibits retribution, harassment, intimidation, or any other form of retaliation against workforce members or other persons or entities (“Protected Persons”) that, in good faith, make a compliance report or complaint, engage in protected activities or have otherwise participated in the Program. Nuvance’s anti-retaliatory policies and organizational requirements are outlined in the Nuvance Health *Whistleblower Protection Policy*, which is updated annually, and can be found at www.nuvancehealth.org/compliance.

F. Compliance with the Foreign Corrupt Practices Act (“FCPA”) and Export Controls and Sanctions Laws.

Nuvance will not bribe, solicit, or promise to pay anything of any value, in cash or in kind, to any foreign or domestic government official to assist in obtaining or retaining business. Nuvance will not export any prohibited physical items or any source of prohibited data to foreign governments, entities, or individuals on any US Government Departments of State, Treasury, or Commerce export control list. Nuvance shall comply with all requirements of the Foreign Corrupt Practices Act and all applicable U.S. Government export controls and sanctions laws and their respective implementing regulations.

As part of Nuvance’s commitment to this compliance, all Nuvance Workforce Members and Business Affiliates are screened for their inclusion on disbarment lists, including, but not limited to, the Federal Acquisitions Regulation (FAR) Disbarment List, the Department of Commerce’s Denied Person’s List, and the Departments of State, Commerce, and Treasury’s Consolidated Screening List.

G. Compliance with the Sherman Antitrust Act of 1890, The Clayton Antitrust Act of 1914, and Other Applicable Federal and State Laws and Regulations Regarding Antitrust Business Practices.

Nuvance shall comply with all requirements of The Sherman Antitrust Act, The Clayton Antitrust Act, and all other applicable Federal and State laws and regulations regarding antitrust business practices, including, but not limited to:

- ◆ Price-Fixing / Price-discrimination;
- ◆ Bid rigging;

- ◆ Allocation of customers, labor, or markets;
- ◆ Abuse of dominant market position (if applicable); and
- ◆ Agreements limiting innovation in the marketplace or that restrain trade.

H. Compliance with the Connecticut Unfair Trade Practices Act (CUTPA), New York Deceptive and Unlawful Practices Act (NY General Business Law § 349), and Other Applicable Federal and State Laws and Regulations Regarding Deceptive or Unfair Business Practices.

Nuvance Health is committed to refraining from any activity or conduct that may constitute an unfair or deceptive business or trade practice. To that end, Nuvance shall comply with all requirements of Federal and State unfair or deceptive business practices restrictions, including CUTPA and NY General Business Law § 349.

I. Mandatory Reporting of Overpayments.

Nuvance will promptly report and timely return all identified overpayments in accordance with Federal and State law, third-party payor requirements, and Nuvance Health's internal reporting standards. Workforce members are required to report to the Corporate Compliance Office (as described in Section X. below):

- ◆ Any known or suspected incidences of an overpayment; or
- ◆ Any activity that they become aware of that is likely to result in an overpayment.

J. Objective Decision-Making/Avoiding Conflicts of Interest and Conflicts of Commitment.

Nuvance recognizes that individuals associated with Nuvance have varied professional, financial, and personal interests. Nuvance expects that these interests and commitments will be managed in a manner that does not harm Nuvance operations or reputation. A conflict of interest may exist in a variety of situations, including whenever an individual has an opportunity to use his or her position at Nuvance for personal gain or the gain of a family member or a friend; or when a person or group not associated with Nuvance might influence the work decisions of an individual. A conflict of commitment exists when outside consulting or other relationships keep an individual from devoting appropriate amounts of time, energy, creativity, or other personal resources to his or her Nuvance responsibilities.

(Refer to the Nuvance Conflicts of Interest Policies on MCN Ellucid)

K. Screening of Excluded Individuals and Entities

Nuvance will not knowingly employ, contract with, subcontract with, engage the services of, grant medical staff privileges, or otherwise utilize any individual or entity that are or become excluded by, debarred from, or ineligible to participate in any Federal healthcare program, precluded by the Centers for Medicare and Medicaid Services, or convicted of a criminal offense in relation to the provision of healthcare. Nuvance performs monthly exclusion screening of Federal and State exclusion lists

including, but not limited to, the Health and Human Services Office of Inspector General (“OIG”), the Government Services Administration (“GSA”), the New York State Office of the Medicaid Inspector General (“OMIG”), the State of Connecticut Department of Social Services Quality Assurance; the U.S. Department of Treasury Office of Foreign Assets and Controls (“OFAC”), and the U.S. Department of Justice Criminal Division.

Workforce members are required to report to the Compliance Office if they are or become excluded, debarred, or ineligible to participate in Federal or State healthcare programs or have been convicted of a criminal offense related to the provision of healthcare items or services.

L. Use of Nuvance Resources.

Nuvance’s resources, including time, material, facilities, supplies, equipment and information, may only be used in furtherance of Nuvance’s mission to improve the health of every person in our community through the efficient delivery of excellent, innovative and compassionate care. Nuvance’s resources may not be used for personal benefit or, without the approval of Nuvance leadership, to support any organization not affiliated with Nuvance.

M. Political Contributions.

Neither Nuvance revenue or property may be directly or indirectly used for political activities or in support of political campaigns, and Nuvance does not reimburse personal expenses related to any political activities including personal money, time, or property expended in support of any political candidate. Participation in political campaigns or activities may jeopardize Nuvance's tax-exempt status.

N. Giving or Receiving Gifts.

It is the policy of Nuvance and its affiliates to maintain the highest standards of ethical conduct in their relationships with patients, visitors, suppliers and other agencies, firms and individuals with whom Nuvance has dealings. Consequently, the solicitation of gifts, gratuities, favors or kickbacks is strictly prohibited. As this issue can arise in a variety of settings, Nuvance has developed a policy that provides guidance and should be consulted whenever gifts are involved.

(Refer to the Nuvance Gifts and Gratuities Policies and Nuvance Compliance with Anti-Kickback Statute and Stark Law on MCN Ellucid)

O. Keeping Accurate and Complete Records.

We follow established procedures to ensure the accuracy and reliability of our financial reports and all other records. We report information promptly and accurately to all regulatory agencies, payers, and others. All patient records shall include the documentation required for medical necessity, quality care, and to comply with all payers, state and/or federal reimbursement regulations. All bills for patient care services must be based on the services actually provided and supported by the required documentation.

Nuvance shall follow established procedures to retain, maintain, and keep all records, in its possession, custody, and control, generated in the normal course of business, in accurate form and in accordance with applicable law, but in no event shall such records be retained for a period of less than six (6) years. Any data,

records, or other documentation identified as potentially being related to a violation of the Federal False Claims Act shall in no event be retained for a period of less than ten (10) years.

P. Respecting Patient Confidentiality.

Everyone is expected to treat confidential information obtained through their employment or service to Nuvance with the utmost confidentiality. Information learned about a patient's medical treatment or condition is considered confidential as a matter of law and should be treated with particular care. Various State and Federal laws and regulations further protect certain types of information about a patient, notably the Privacy, Security, and Breach Notification Rules under the implementing regulations of the Health Insurance Portability and Accountability Act of 1996 (“HIPAA”), as well as other Federal and the numerous State laws that protect the confidentiality of personal, private, and sensitive information. Nuvance is committed to protecting the confidentiality, integrity, and availability of patient information and has, to that end, instituted physical, administrative, and technical safeguards including, but not limited to, procedures and other internal controls designed to prevent, detect, contain, and correct information security incidents. It is essential, therefore, that workforce members adhere to all applicable laws regarding the confidential and privileged status of medical records and communications. This information should be shared within Nuvance only as appropriate to ensure the optimum patient care and as provided in established policies regarding matters such as medical records, quality assurance, risk management, utilization review, administration, human studies, and research.

(Refer to the Nuvance Privacy and Security Policies on MCN Ellucid)

VIII. Prohibited Activities

Workforce members shall not engage in, encourage, sanction, or in any way support any action, act, activity, or conduct (collectively hereinafter “activity”) that constitutes a “Prohibited Activity”. For purposes here, a Prohibited Activity shall mean any activity that may result in a violation of applicable law, Federal healthcare program requirements, the Program, the Charter, or the Code of Conduct. Examples of prohibited activities include, without limitation, the following:

General Categories of Prohibited Activities	Examples of Prohibited Conduct
<p>➤ <i>Violations Concerning Fraud, Waste, and Abuse, Conflicts of Interest and Standards of Conduct Requirements/Prohibitions</i></p>	<p>* Improper coding, billing, or accounting; * improper patient referrals; * theft or misappropriation of Nuvance assets or government funds; * acceptance or offering of inappropriate gifts or gratuities; * inappropriate business arrangements; employing or contracting with an excluded person or entity; * actual or suspected violations of Federal or State law or Nuvance’s internal policies and procedures including, without limitation, Nuvance’s standards of conduct; * failure to comply with Federal healthcare program conditions of participation or private payor requirements; * failure to report and return overpayments and implement corrective measures to reduce the likelihood of future overpayments; and * actual or potential conflicts of interest.</p>
<p>➤ <i>Violations Concerning Privacy and Security of Patient, Employee, and other Confidential Information</i></p>	<p>* Inappropriate access, use, disclosure or disposition of confidential patient, workforce member or business information; and * violations of Nuvance HIPAA, information technology or record management policies and procedures.</p>
<p>➤ <i>Violations Concerning Medical Necessity, Quality of Care, and Patient Rights Requirements/Prohibitions</i></p>	<p>* Patient harassment, discrimination, abuse, or other patient rights violations; * preventable adverse patient events; * failure to maintain sufficient medical record documentation to support services provided; * human subjects research misconduct; * providing substandard, unsafe, and medically unnecessary patient care; and * providing medical services to patients without being duly credentialed and privileged. * engaging in any act that constitutes unprofessional conduct under applicable State or Federal law governing healthcare providers and/or allied health professionals licensure requirements</p>
<p>➤ <i>Violations Concerning Environmental and Workplace Safety and the Protection of Human Resources Requirements/Prohibitions</i></p>	<p>* Workforce member harassment including, without limitation, sexual harassment; * workplace incivility or conduct that amounts to a hostile work environment; * environmental hazards and other safety concerns; * conduct that endangers the safety of the Nuvance workforce, including the unauthorized possession of firearms or other weapons on Nuvance property and the unauthorized and/or unlawful possession, use, distribution, or sale of alcohol or drugs on Nuvance’s premises; * the improper handling and/or disposal of medical waste, sharps, pharmaceuticals or radioactive or other toxic substances; and * workforce member discrimination.</p>

IX. Disciplinary Action/Consequences for Violations of the Code or the Engagement in other Prohibited Activities

Violations of the Code, which includes, without limitation, the engagement of prohibited activities, unethical or unprofessional conduct, or failure to abide by applicable Federal or State law, the Program and associated

policies, *Reason for Being Values*, or associated internal policies and procedures, shall, consistent with applicable law and existing collective bargaining agreements, employment contracts, third-party agreements, medical staff bylaws, and internal human resources policies and procedures, result in corrective measures including, where deemed appropriate, progressive disciplinary action up to and including termination of employment, contract or other relationship with Nuvance.

X. What Should you do if you Suspect a Violation of Our Policies, Values, and Ethical Commitments?

A. First Step!

All workforce members should, as a first step to their affirmative participation in the Program, *Ask Questions. Voice Your Concerns. Report Improper Conduct.*SM

B. What is Expected of Me?

Every workforce member has the duty to promptly report any activity that appears to violate the Code of Conduct or any laws, rules, codes, regulations, organizational policies, prohibited activities, or any organizational or clinical ethical issues. All Nuvance relevant organizational policies can be found on MCN Ellucid site or in hard copy by asking your Department Management.

If you wish to obtain guidance on ethics or compliance issues, or if you are unsure about reporting a suspected violation, you may take any of the following actions:

- ◆ Contact your direct supervisor. Voice your concern at the next supervisory level up to and including the highest level of management.
- ◆ Contact the Human Resources Department if the issue involves a human resource concern such as work conditions, discrimination or harassment, theft or abuse of property, and personal security.
- ◆ Contact the Corporate Compliance Office. Note, the Corporate Compliance Office maintains confidential and anonymous methods to report compliance issues, concerns, complaints, and violations. You may confidentiality report in person, by U.S. mail, telephone, fax, or email as follows:

▶ Address:

Nuvance Health Corporate Compliance Office
100 Reserve Road
Danbury, CT 06801

- ▶ **General E-mail Address:**
Compliance@nuvancehealth.org
- ▶ **General Office Line:**
203-739-7110
- ▶ **General Facsimile Line:**
203-739-8576 or 845-475-9761

You may report anonymously and confidentially by:

- ▶ Calling the 24-hour Nuvance Health confidential and anonymous Compliance Helpline at:
 - **1-844.Yes.WeComply** (1-844-937-9326)
- ▶ Through web submission online at nuvancehealth.ethicspoint.com

C. Questions regarding the Code

This code is designed to educate all Nuvance Workforce Members of the general legal, regulatory, and institutional policy requirements that you must adhere to as part of your relationship with Nuvance Health. It is not a substitute for existing and future policies of Nuvance. The Code and other institutional policies governing your rights and responsibilities with Nuvance may be amended at any time to ensure alignment with new or updated laws, regulations, or compliance program best practices.

If you have any questions regarding the Code, you may direct them to your supervisor or the Compliance Office at 203-739-7110.

D. What to Do if You Need Assistance

If you have any difficulties engaging with this document or any required training in English, please contact the Learning and Talent Development team at learningandtalentdevelopment@nuvancehealth.org to identify alternatives in other languages.