

COMPLIANCE**LINE**

BUSINESS PARTNER CODE OF CONDUCT

“Lead by example. Don’t ask your folks to do something that you aren’t willing to do.” - Rosalind Brewer, COO, Starbucks

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Message from Nick Gallo and Giovanni Gallo

At CL we do things right. Treat people well. Make good decisions. Deliver excellent service.

Our foundation depends not only on our own employees but also upon our forming relationships with business partners who share our commitment to ethical business practices.

*This Code is not just a set of rules. It's guidance and direction to help you be sure about what is right, and what's expected of you while you partner with us. You should do the right thing. But you must also speak up when you notice something out of place. So bring up concerns and shine light on problems so we can all fix them. We expect and encourage it, because it takes attention and care from **every one of us** to make sure that this thing we call work is something that each of us can be proud of!*

*Thank you for your commitment to upholding our company values and adopting the behaviors outlined in this Code. When **you** uphold our values, it enables us to deliver great service and make the **world** a better workplace!*



Nick Gallo, Co-CEO



Giovanni Gallo, Co-CEO

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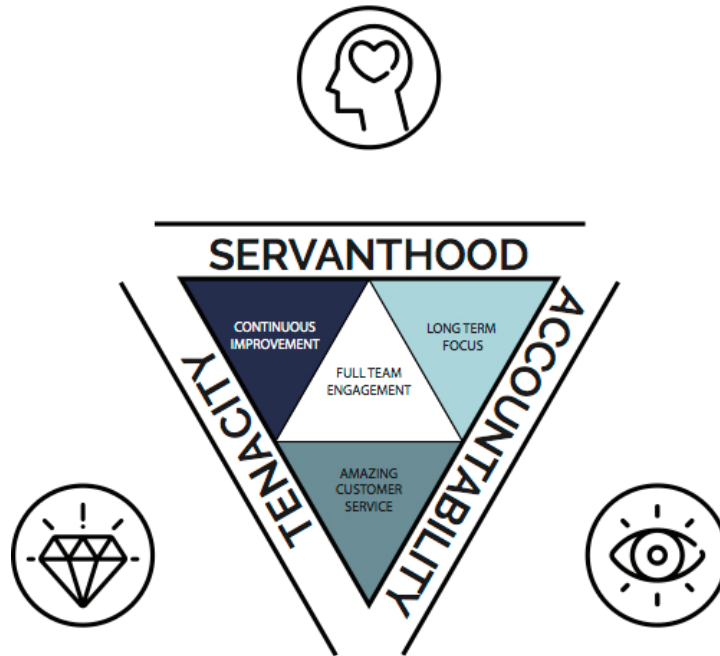
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Core Values

ComplianceLine Exists....

To make a difference in the world by improving the lives of all we serve.



Decision Making and Our Responsibilities

It is all of our responsibilities to maintain high ethical standards. When making a decision, ask yourself the following:

- ♣ *Is it legal?*
- ♣ *Does it comply with the code of conduct?*
- ♣ *Does it reflect our company values and ethics?*
- ♣ *Does it respect the rights of others?*
- ♣ *If you are unsure about any of the answers, ask.*

Reporting A Concern

The company encourages all business partners to ask questions and raise issues without fear of retaliation and is committed to treating reports seriously and investigating them thoroughly. ComplianceLine is committed to the highest possible standards of ethical, moral and legal business conduct.

Business Partners **MUST** report suspected unethical, illegal or suspicious behavior immediately.

To report a concern:

- ♣ Make a confidential and/or anonymous report online at www.MyComplianceReport.com and type in the ID: CL
- ♣ Contact Director of Compliance at (603) 512-8979
- ♣ Contact Information Security Officer at (330) 506-7875

Non-Retaliation

ComplianceLine is committed to maintaining a culture that promotes the prevention, detection and resolution of instances of misconduct that do not conform to law, regulation, and/or policies and procedures. We understand that business partners may not report concerns if they feel they will be subject to retaliation or retribution or harassment for reporting the concern. Therefore, a non-retaliation/non-retribution policy was established to reassure business partners who wish to report concerns through the chain of supervision or Senior Management team. ComplianceLine and its employees are not permitted to engage in retaliation, retribution or any form of harassment directed against an employee who reports a compliance and/or ethics concern. Anyone who is involved in any act of retaliation or retribution against a business partner that has reported suspected misconduct in good faith will be subject to disciplinary action.

Diversity & Equal Opportunity

It is important for ComplianceLine to attract business partners and build a team that represents the diversity of the Clients we serve. When our teams include people with different backgrounds, talents and ideas, we are more dynamic and successful.

ComplianceLine's business partners should not discriminate on the basis of race, color, gender, national origin, age, religion, disability, genetic information, sexual orientation, gender identity, or other basis protected by applicable law.

Harassment

ComplianceLine expects our business partners to create and maintain a work environment in which people are treated with dignity, decency and respect. The environment of the company should be characterized by mutual trust and the absence of intimidation, oppression and exploitation. ComplianceLine's business partners should not tolerate unlawful discrimination or harassment of any kind.

Bullying

We are committed to ensuring that our employees, our contractors and our clients work in safe and respectful environment that is free of bullying. Bullying can include:

- ♣ Spreading malicious rumor or gossip
- ♣ Excluding or isolating someone socially
- ♣ Establishing impossible goals
- ♣ Withholding necessary information or purposefully giving the wrong information
- ♣ Intimidating someone

- ♣ Impeding someone's work
- ♣ Unfairly denying training, leave or promotion
- ♣ Constantly changing work guidelines
- ♣ Sending offensive jokes or emails
- ♣ Criticizing or belittling someone constantly
- ♣ Tampering with a person's personal belongings or work equipment

Conflicts of Interest

ComplianceLine's business partners must avoid any situation that may involve a conflict or the appearance of a conflict between their personal interests and the interests of ComplianceLine. It's important for our business partners to disclose any relationships, associations or activities that could create actual, potential, or even perceived, conflict of interest with ComplianceLine.

Confidentiality

ComplianceLine's business partners must protect ComplianceLine's information, not disclose it to any unauthorized third party, and use it only for the business of ComplianceLine. ComplianceLine and its employees maintain the confidentiality of all proprietary information.

As part of our commitment to protecting confidential and proprietary information, we require that all business partners must sign a Confidentiality/Non-Disclosure Agreement.

Privacy

ComplianceLine's business partners must comply with the requirements of State, Federal, and International privacy laws. Business Partners are required to report any breaches of privacy, including the loss, theft of or unauthorized access to ComplianceLine's data.

Competition & Fair Dealings

ComplianceLine's business partners must not manipulate, conceal, or misrepresent facts, misuse information, or otherwise act illegally, unfairly, dishonestly or unethically. ComplianceLine's business partners must adhere to any applicable fair competition laws prohibiting activities that restrain trade and create anticompetitive markets.

Bribery

ComplianceLine's business partners must comply with all applicable local, state, federal, and international anti-bribery laws, including but not limited to the U.S. Foreign Corrupt Practices Act and the UK Bribery Act. ComplianceLine's business partners should not tolerate any form of bribery, kickback, payoff or corruption, facilitation payments, with government officials and non-government officials.

Gifts and Entertainment

ComplianceLine's business partners shall not provide any gift, meal or entertainment to a ComplianceLine employee in any situation which might improperly influence, or appear to improperly influence, such employee's decision in relation to a business partner.

Financial Integrity and Accounting

ComplianceLine's business partners shall keep complete and accurate books and records. ComplianceLine's business partners must not engage in false and/or misleading accounting practices, including but not limited to creating "slush funds" or other improper financial practices.

Health, Safety & Environment

ComplianceLine's business partners must provide a safe and hygienic working environment for workers and provide appropriate safety equipment and training.

Corporate Social Responsibility

ComplianceLine's business partners are expected to treat their employees fairly in accordance with applicable laws and regulations regarding labor and employment.

Human Rights: ComplianceLine's business partners should respect fundamental human rights and adhere to and observe internationally recognized standards in our business activities.

Forced Labor: Employment with ComplianceLine's business partners should be an expression of free choice and there should be no forced, bonded or involuntary labor. All work must be voluntary.

Child Labor: ComplianceLine's business partners should not use or permit the use of child labor. ComplianceLine's business partners should adopt procedures to verify and maintain documentation that no workers are younger than the local legal age. ComplianceLine's business partners must follow all applicable local laws, regulations and standards concerning working hours and conditions for all workers.

Responsible Environmental Impact: The Company and its business partners shall conduct ongoing efforts to reduce environmental pollution while increasing sustainability.

Compensation and Working Hours: ComplianceLine's business partners shall provide all employees with accurate information about their wages, mandated benefits and any other basis of their compensation. ComplianceLine's business partners shall comply with applicable labor laws governing working hours and employee compensation in all locations in which they operate.

Sanction Screening

This policy only applies to business partners, who have access to client data. Under the Centers for Medicare & Medicaid Services' (CMS) rules, providers must not employ or contract with individuals or entities excluded from participation in any health care program or debarred by the System for Award Management (SAM). CMS has further advised states that they should require providers to search the Health and Human Services Office of Inspector General (OIG) website along with any state Medicaid lists on a monthly basis to capture exclusions and reinstatements that have occurred since the last search.

- CL's business partners will not employ or engage in a business relationship with anyone who is currently under sanction or exclusion by the Department of Health and Human Services Office of Inspector General (OIG) and any other duly authorized enforcement agency or licensing and disciplining authority.
- CL's business partners shall not employ any individuals who have been recently convicted of a criminal offense related to healthcare or who are listed as excluded or otherwise ineligible for participation in federal healthcare programs.
- CL's business partners shall remove individuals with direct responsibility for or involvement in any federal healthcare program, as well as those pending the resolution of any criminal charges or proposed exclusion sanction. Contractors under pending criminal charges shall be suspended from continued work until the matter is resolved in a Court of Law.

Fraud Waste & Abuse

ComplianceLine, LLC is dedicated to assisting clients with the prevention and detection of Fraud, Waste and Abuse. ComplianceLine, LLC's efforts to detect and prevent insurance fraud, waste, and abuse ("FWA") are important in maintaining the level of service we provide to our clients.

Fraud is an intentional deception or misrepresentation made by a person with the knowledge that the deception could result in some unauthorized benefit to the person or others. Waste and Abuse can be viewed as spending that can be reduced without impacting the quality of care received by the member.

Any CL business partner is responsible for reporting these actions internally through proper channels or online at www.MyComplianceReport.com and type in the ID: CL