

Policy Number	Policy/Operational Procedure Name	
COM.0008v3.0	Conflict of Interest	
Sponsor	Custodian	
Rachel Davis	Rachel Davis	
Department Name	Company Name	
Compliance	Alivi	
Effective Date (s)	Review Date	Next Review Date
November 20, 2019	1/11/2024	1/11/2025
Approved By	Policy Location	Citation
Board of Directors	Alivi Corporate Compliance SharePoint	Managed Care Manual Chapter 21; 42 C.F.R. §§ 422.503(b)(4)(vi)

<p><b>Policy Statement</b></p> <p>The relationship of HCAS LLC dba Alivi Technology, and its affiliates (collectively referred to as "Alivi"), with their respective officers, directors, employees and other service providers should be based on mutual trust. As Alivi is committed to preserve the interests of people under its employment or service, it expects them to always act in the best interest of Alivi.</p> <p>All employees, directors, officers and other service providers are expected to report to the Alivi Compliance Officer, as necessary, any situations that create a potential or actual conflict between their own personal interests and the interests of Alivi. Conflicts may also be discussed with the employee or service provider’s manager who should bring any conflicts or perceived conflicts to the attention of the Compliance Officer. Adherence to this policy is a condition of continued employment or service. However, the existence of an actual or potential conflict of interest does not necessarily require one to terminate their relationship with Alivi or with the other party. Rather, it requires a higher degree of disclosure and consideration by Alivi.</p> <p>Nothing in this Policy shall be construed as amending any obligations under employee’s or service provider’s agreement with Alivi concerning Conflict of Interest, Confidential Information and Non-Solicitation.</p>
<p><b>Scope</b></p> <p>Outline the rules regarding conflict of interest and the responsibilities of officers, directors, employees, service providers and Alivi in resolving any such discrepancies and provides guidance outlining what constitutes an actual or potential conflict of interest.</p> <p>This conflict-of-interest policy applies to all prospective or current officers, directors or employees of any Alivi entity, as well as independent contractors and persons acting on behalf of Alivi.</p>
<p><b>Procedure</b></p> <p><u>Determining When a Conflict of Interest Exists:</u></p> <p>A conflict of interest means any situation in which an employee or other service provider’s decision-making abilities on behalf of the company are, or could appear to be, impaired or compromised based on his/her relationship (or the relationship of his/her family member) with another person, entity, or organization.</p> <p>A conflict of interest can arise when an employee or other service provider takes actions or has interests that may make it difficult to perform his or her job responsibilities objectively and effectively. All employees or other service provider are expected to avoid relationships that might affect their objectivity when making decisions as an employee or service provider.</p> <p>While this policy does not list every instance where a possible conflict may arise, the following sections describe potential areas that</p>

may be considered a conflict and should be reported. If you are ever in doubt about whether a conflict exist, the best course of action is to talk to your manager or the Alivi Compliance Officer.

The following examples are likely to be considered conflicts of interest under this policy;

Competitors, customers and outside agencies:

- Working for a competitor, supplier, a network provider or customer while employed or engaged by Alivi;
- Engaging in self-employment in competition with Alivi;
- Using Alivi proprietary or confidential information for personal gain or to the detriment of Alivi;
- Having a direct or indirect financial interest in, or relationship with, a competitor, customer, network provider or supplier of Alivi;
- Acquiring any interest in property or assets of any kind for the purpose of selling or leasing it to Alivi;
- Committing Alivi to give its financial or other support to any outside activity or organization without the appropriate written management authorization
- Using Alivi property or equipment for personal business outside work
- Making political contributions to influence a personal matter while acting on behalf of Alivi or using Alivi funds for personal political contributions; or
- Accepting gifts, favors, entertainment, meals, refreshments, travel and lodging or other personal benefit other than what is deemed acceptable business practice;

Family, members, relatives and other personal relationship:

- Employees or other service provider and their immediate families must not have an ownership interest in entity if that interest compromises or appears to compromise the employee's loyalty to Alivi;
- Employees or other service provider may not have an ownership interest in a company that is considered to be a competitor of Alivi [or in a network provider];
- Attempts to negotiate with Alivi on behalf of a family member or others you have a personal connection with are considered a conflict.
- Employees may not represent Alivi' interest in any transaction or business relationship that involves the employee themselves, members of their family or other companies where the employee or a family member has a personal connection or financial interest.

#### Duty to Disclose:

All employees, up to and including the executive leadership team and members of the Board of Directors, and other service providers are required to disclose any and all actual or potential COIs to the Alivi Compliance Officer. Specifically, the following scenarios shall be reported Immediately upon discovery to the Compliance Officer for disclosure to Alivi's contracted health plans within five (5) business days:

- The name of any officer, director or agent who is an employee of the State of Florida, or any of its agencies;
- The name of any State employee who owns, directly or indirectly, an interest of five percent (5%) or more in your organization or any of its affiliates;
- The name of any AHCA or Department of Elder Affairs (DOEA) employee who owns, directly or indirectly, an interest of one percent (1%) or more in your organization or any of its affiliates.

If anyone subject to the Alivi COI Policy is uncertain as to whether a relationship or activity constitutes a COI, they are expected to error on the side of disclosure and contact the Compliance Officer for guidance. Failure to disclose a potential or actual COI may result in corrective action, up to an including termination.

The disclosure must be made via the approved disclosure forms which are posted on the Alivi Intranet within the Corporate Compliance SharePoint site. Disclosures are reviewed by the Compliance Officer and, as appropriate, the Compliance Committee to assess impact to business and determine necessary actions. In cases where it is determined that there has been a failure to disclose a conflict of interest, the Compliance Officer and Compliance Committee will investigate the issue in keeping with Corporate protocols to determine what actions are necessary to correct the omission. Depending on the outcome of such disclosure, the Compliance Committee, and in some instances the Board of Directors, may request further investigation and actions to protect the Company and to uphold ethical company practices.

Attestations: Employees, directors, officers or other service providers are required to attest to adherence to the Conflict of Interest

policy via a signed attestation at the time of hire, annually thereafter, and periodically as potential conflicts arise. The attestation also requires employees to disclose potential, suspected or actual conflicts of interest of others.

Exceptions: The Compliance Officer reviews and approves requests for exceptions to, or clarifications of, the Alivi Conflict of Interest policy.

Exception requests will be reviewed and evaluated against the following criterion:

- The disclosed conflict will not adversely affect the Company’s interest and the exception request should be approved; or
- The disclosed conflict will have an adverse impact on the Company’s business and the operations of its clients and must be prevented or discontinued immediately with appropriate actions taken to correct or terminate the relationship/transaction as necessary; or
- A viable alternative transaction, agreement or other activity can be negotiated to alleviate the conflict; and
- Approval of the request will not result in a breach of any other agreement with Alivi In the opinion of Alivi's general counsel

The Compliance Officer will provide summary reports of the exceptions process to the Compliance Committee on an as needed basis.

Resolving Conflicts of Interest:

If the Compliance Officer determines a COI exists, she/he will coordinate, as appropriate, any resolution required, including required escalations to the Compliance Committee, legal, human resources, executive leadership or Board of Directors for review.

The decision as to how the COI will be resolved will be based on a review of the facts and circumstances of the matter. As a general rule, if a COI exists, one subject to this policy may not take part in any decisions or activities to which the conflict relates.

The final decision as to how the COI matter is resolved will be maintained with the original Disclosure Form. Appropriate notification of the decision will be provided timely.

In the event the associate with the COI is the CEO, the Compliance Officer may refer the matter to the Board of Directors. The Board of Directors shall make the decision as to how the COI should be resolved, with input from the Compliance Officer, General Counsel and/or any other executive leadership, as may be appropriate.

Violations of the Conflict of Interest Policy:

The Compliance Officer and, as appropriate, Compliance Committee, will investigate violations of the conflict of interest policy and the alleged violator will be given the opportunity to explain the failure to disclose. Upon conclusion of the investigation, appropriate disciplinary action will be taken including re-training, coaching or termination depending on the severity of the issues.

Monitoring and Reviews:

The Compliance Officer, in conjunction with the Compliance Committee, may conduct investigations based on reports of suspected violations of the Conflict of Interest Policy. The Compliance Officer and his/her designees may also perform monitoring on reported incidents and disclosures of potential conflicts to ensure ongoing adherence to the policy. Further, monitoring and reviews may be conducted to ensure all relevant attestations are retained in keeping with Company policies and applicable regulations.

References
Attachment: Attachment A Conflict of Interest Attestation Form

Revision Record			
Revision Date	Version Number	Revised by	Revision Description

10/10/2019	v1	Laurie George & David Aboudi	Created for Board approval
11/20/2019	v1.1	Laurie George	Added effective date per Board approval
5/11/2020	v2.0	Gerald Brounstein	Legal review
1/6/2021	v3.0	Laurie George	Updated to include additional disclosure requirements
12/07/2021	V3	Laurie George	Annual Review and Approval; no material changes made
01/23/2023	V3	Rachel Davis	Updated custodian and Annual Review
1/11/2024	V3	Rachel Davis	Annual Review; No updates