



CODE OF
BUSINESS CONDUCT
AND ETHICS



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CODE OF BUSINESS CONDUCT AND ETHICS

Our company is committed to the highest standards of business conduct in our relationships with members, providers, customers, and each other. This requires that we conduct our business in accordance with all applicable laws and regulations as well as with the highest standards of business ethics.

Everyone, including the officers, Board of Managers, management and all employees are expected to comply with the standards set forth in this Code of Business Conduct and Ethics (the Code). It is expected employees will conduct themselves in accordance with these standards and conduct themselves in such a way as to protect and promote the integrity of the organization.

Upon hire, and annually thereafter, the Code is distributed to all employees, officers, board members and downstream organizations, as required. As a condition of employment, each associate is required to read and understand the Code, sign its accompanying forms, and complete required training within the prescribed time frame. A failure to abide by the Code may require individuals subject to such to undergo an application of the Disciplinary Policy. Contingent workforce members and subcontractors are similarly expected to comply with the Code as a condition of doing business with the company. All individuals subject to the Code are responsible for fostering a corporate culture that values honesty, integrity, and high ethical standards.

The success of the organization depends on our reputation, our employees' integrity and business principles. Our conduct reflects the organization, our company values, demonstrates ethical leadership, and promotes a work environment that upholds our company reputation for integrity, ethical conduct and trust.

In reviewing and becoming familiar with this Code, all subject to it should keep in mind that ethical behavior and compliance with the law begin with these general principles:

- Honesty and integrity are expressed through truthfulness and freedom from deception or fraud. These qualities should remain constant in any situation.
- Books, records, and documents created and maintained for the company's business must be accurate.
- Willingness to accept responsibility for one's own actions is not only valued, but essential.
- All individuals subject to the Code have a responsibility to acquire knowledge, make sound decisions, and use the authority delegated to them only in the best interests of the company.
- There should be no conflicts between attention to business and attention to ethics; together, they are essential to the company's good corporate health.



1 LEGAL COMPLIANCE

Our Company strives to comply with applicable state and federal laws when conducting its business activities. Some of the laws with which we comply are described below and are provided to give employees guidance regarding compliance with them. The list is not exhaustive or representative of all the laws and regulations by which we and/or our health plan partners are governed.

1.1 ANTI-TRUST LAWS

At all times, employees must comply with applicable anti-trust and similar laws that protect competition. Examples of conduct prohibited by anti-trust laws include:

- Agreements to fix prices, bid-rigging, and collusion of any type, including price sharing with competitors
- Boycotts, exclusive deals, and price discrimination agreements
- Unfair trade practices including bribery, misappropriation of trade secrets, deception, intimidation, and similar practices
- Providing confidential participating provider pricing or other competitive information to providers

When faced with decisions that could involve a risk of violating anti-trust laws, our legal counsel must be consulted.

1.2 HEALTH CARE LAWS AND REGULATIONS

Our employees must refrain from any conduct that could violate any health care laws and regulations, including but not limited to the ones listed below:

- Anti-Kickback Regulations – 42 U.S.C. § 1320a-7b
- Stark Law Amendments – 42 U.S.C. § 1395nn
- False Claims Act – 31 U.S.C. § 3729-33
- HIPAA/HITECH – 45 CFR, Part 164
- Fraud Enforcement and Recovery Act of 2009
- Whistleblower Protection Action
- Health Care Fraud Statute Act 18 U.S.C 1347
- Medicare Improvements for Patients and Providers Act 2008
- Affordable Care Act 2010

1.3 LOBBYING AND POLITICAL ACTIVITY

Employees must refrain from engaging in activities that could jeopardize the organization, including certain improper lobbying and political activities.

Any agreement to contribute any money, property, or services to any officer or employee on behalf of the company, at the company's expense, to any political candidate, party, organization, committee, or individual must be done in compliance with applicable law(s).

Employees may independently participate in and contribute to political organizations or campaigns, but

they must do so as individuals, not as representatives of the company or at the organizations expense and must use their own funds.

The organization has contacts and dealings with governmental bodies and officials. All such contacts and transactions shall be conducted in an honest and ethical manner. Any attempt to influence the decision-making process of governmental bodies or officials by an improper offer of any benefit is absolutely prohibited. Any requests or demands by any governmental representative for any improper benefit should be immediately reported to our Compliance Officer.

Additionally, the employee must refrain from entering into any consulting or other contractual arrangement with any government or elected official to avoid impropriety.

1.4 WORKPLACE CONDUCT AND ANTI-DISCRIMINATION LAWS

The company believes the fair and equitable treatment of its employees, members, providers and other persons with whom business is conducted is critical to fulfilling its vision and goals. It is company policy and a contractual requirement for all providers to provide benefits and services without regard to race, color, religion, sex, ethnic origin, age, or disability of such person, pregnancy, military status or any other classification prohibited by law.

It is company policy to provide equal treatment to all employees and applicants for employment regardless of race, sex, age, creed, color, religion, national origin, disability, pregnancy, military status or any other classification prohibited by law. This policy applies to all aspects of employment—recruitment, selection, job assignment, promotion, transfer, layoff, recall, compensation, discipline, termination and access to benefits and training.

No form of harassment or discrimination based on race, sex, age, creed, color, religion, national origin, disability, pregnancy, military status or any other classification prohibited by law will be tolerated. Each allegation of harassment or discrimination will be promptly investigated in accordance with our policies and procedures.

Examples of prohibited harassment include, but are not limited to:

- Visual conduct that includes leering, making sexual gestures, or displaying sexually suggestive objects, pictures, messages, cartoons, or posters.
- Verbal conduct that includes making or using derogatory comments, epithets, slurs, or jokes.
- Physical conduct that includes touching, assaulting, or impeding or blocking movements.



2 BUSINESS ETHICS

In addition to the company's commitment to the highest standards of business ethics and integrity, all employees must accurately and honestly represent the organization and must not engage in any activity or schemes intended to defraud anyone of money, property, or honest services. The standards set forth below are designed to provide guidance to ensure our business activities reflect the highest standards of business ethics and integrity.

2.1 HONEST COMMUNICATION

The company requires candor and honesty from individuals in the performance of their responsibilities and in all communications. The company will strive to provide timely and accurate information to our health plan partners and their members, if delegated, regarding benefits, exclusions and limitations and policies and procedures directly affecting our company or the members' obligations. The company strives to provide timely and accurate information to providers concerning matters directly affecting the delivery of services to members.

No employee shall make false or misleading statements to any member, person or entity doing business with our company about other members, persons or entities doing business or competing with our company, or about the company services of or its competitors.

2.2 MARKETING AND ADVERTISING

The company will use marketing and advertising to educate its clients and prospective clients about its services and to encourage business growth and development. Advertising, marketing materials and

regulatory review will be presented to the best of our ability in a truthful, informative, and accurate manner where necessary.

2.3 MISAPPROPRIATION OF PROPRIETARY INFORMATION

Our employees shall not misappropriate confidential or proprietary information belonging to another person or entity, nor utilize any publication, electronic data, document, computer program, information, or service in violation of the company's interest. All employees should ensure they do not improperly copy for their own use documents or computer programs in violation of applicable copyright laws or licensing agreements. Employees shall not utilize confidential business information obtained from competitors, including but not limited to customer lists, price lists, contracts, or other information in violation of a covenant not to compete, prior employment agreements, or in any other manner likely to provide an unfair competitive advantage to the company. It is not acceptable for any employee to obtain confidential information about a competitor by unlawful means or when doing so would violate a contractual obligation.



3 CONFIDENTIALITY

The company strives to maintain the confidentiality of member, provider and other confidential information in accordance with applicable legal and ethical standards. If the employee has access to a broad variety of confidential, sensitive, and proprietary information, it is inappropriate to release such information. This action will be harmful to members, our business partners, and to our organization itself. The company has the obligation to actively protect and safeguard confidential, sensitive, and proprietary information in a manner designed to prevent the unauthorized disclosure of such information.

3.1 PATIENT AND MEMBER INFORMATION

All employees have an obligation to maintain the confidentiality of member information in accordance with all applicable laws and regulations. Employees shall refrain from revealing any personal or confidential information concerning members unless permitted by law, and for legitimate business, quality improvement or member service purposes. If questions arise regarding an obligation to maintain the confidentiality of information or the appropriateness of releasing information, employees should refer to departmental specific policies and procedures or seek guidance from management or the Compliance department.

3.2 PROPRIETARY INFORMATION

Information, ideas and intellectual property assets of the company are important to the overall success of the organization. Employees must exercise care to ensure intellectual property rights, including but not limited to patents, trademarks, copyrights, and software are carefully maintained and managed to preserve and protect its value.

“Trade secrets” generally are plans, processes, and any information known only to the company, and not to the public, on which the goodwill, welfare, and competitive ability of the company or its customers depend. Examples of these secrets may include information regarding business plans and marketing strategies.

“Confidential information” generally is information that the company and/or its customers consider and treat as private and is not common knowledge to other persons or organizations. Confidential information may include member claims, medical and personal information (including personally identifiable information and PHI), and confidential information pertaining to the business of the company and/or its customers.

“Proprietary information” generally is information to which the company and/or its customers have an exclusive right. This information can include information that the company or its customers own, develop, pay another person or organization to develop, and/or possess. This may include confidential and/or proprietary plans, health service programs, formulae, methods, and other products and information relating to the business services and activities of the company and/ or its customers.



Trade secrets, confidential information, and proprietary information include, but are not limited to, the following:

- Accounting, billing, and payroll information, and data reports and statistics regarding the company and its associates, members, and/or customers.
- Financial information regarding the company, its members, providers, customers, vendors, and/or contractors, including, but not limited to, contract rates and fees.
- Information that the company is required by law, regulation, agreement, or policy to maintain as confidential.
- Medical* or personal information (including PHI) pertaining to members or associates of the company and/or its customers and/or its customers' members.
- Credentialing information pertaining to providers who service payor members.

3.3 EMPLOYEE ACTIONS AND DECISIONS

Employee files, payroll information, disciplinary matters, and similar information shall be maintained in a manner designed to ensure confidentiality in accordance with applicable laws or our policies and procedures.



4 CONFLICTS OF INTEREST

Members of the Board of Managers, officers, committee members, key management and employees owe a duty of undivided and unqualified loyalty to the organization. Persons holding such positions may not use their positions to profit personally or to assist others in profiting in any way at the expense of the organization.

A conflict of interest occurs when an individual's private interest (or the interest of a member of his or her family) interferes, or even appears to interfere, with the interests of Alivi as a whole. A conflict of interest can arise when an employee, officer or director (or a member of his or her family) takes actions or has interests that may make it difficult to perform his or her work for Alivi objectively and effectively. Conflicts of interest also arise when an employee, officer or director (or a member of his or her family) receives improper personal benefits as a result of his or her position in the Company.

There are a variety of situations that could give rise to a conflict of interest. These include but are not limited to: accepting gifts, entertainment, favors or "kickbacks" from suppliers or other organizations, close or family relationships with outside suppliers or other organizations, passing confidential information to competitors or other interested parties, or using confidential information inappropriately. The following are additional examples of the types of conduct and situations that can lead to a conflict of interest:

- a) Influencing the people in the organization with decision making powers to lease equipment from a business owned by an employee's family member, friend, or relative;
- b) Taking personal advantage of an opportunity available to organization that the employee learned about through

- c) Influencing the organization (or others working at the organization) to allocate funds to an institution where the employee or their family member or relative works or is involved;
- d) Participating in the hiring of or providing preferential treatment or favoritism to a family member or relative of the employee. As outlined in the employee handbook, a familial relationship among employees can create an actual or at least a potential conflict of interest in the employment setting, especially where one relative supervises another relative. To avoid this problem, Alivi may refuse to hire or place a relative in a position where the potential for favoritism or conflict exists. In other cases, such as personal relationships where a conflict or the potential for conflict arises, even if there is no supervisory relationship involved, the parties may be separated by reassignment or discharged from employment, at the discretion of the Company. Accordingly, all parties to any type of intimate personal relationship must inform management. If two employees marry, become related, or enter into an intimate relationship, they may not remain in a reporting relationship or in positions where one individual may affect the compensation or other terms or conditions of employment of the other individual. The Company generally will attempt to identify other available positions, but if no alternate position is available, the Company retains the right to decide which employee will remain with the Company. For the purposes of this policy, a relative is any person who is related by blood or marriage, or whose relationship with the employee is similar to that of persons who are related by blood or marriage.



- e) Using their position with Alivi to solicit clients for their business or a business operated by a family member or relative;
- f) Influencing Alivi (or others working at Alivi) to make all its travel arrangements through an agency owned by a family member or relative of the employee; or
- g) Influencing or participating in a decision that will directly or indirectly result in the employee's, family member's, or relative's financial or other gain.

Loans by the Company to, or guarantees by the Company of obligations of, employees or their family members are of special concern and could constitute improper personal benefits to the recipients of such loans or guarantees, depending on the facts and circumstances.

All employees are expected to adjust their activities to avoid actual impropriety or the appearance of impropriety that might arise from the influence of those activities on business decisions, from disclosure, private use of business affairs or plans of our organization.

Before engaging in any practice, activity, or action that is a conflict of interest, or has the potential to be a conflict of interest, an associate must disclose the practice, activity, or action to their immediate supervisor or manager and the Corporate Compliance Officer. Those subject to the Code cannot participate in outside activities, including the acceptance of outside or supplementary employment, that create a conflict of interest or a potential conflict of interest. Associates must seek approval from the Corporate Compliance department before engaging in outside activities that would create a conflict of interest.

4.1 OUTSIDE FINANCIAL INTERESTS

While not all-inclusive, the following shall serve as a guide to the types of activities an employee or a family member may cause conflicts of interest:

- Ownership in or employment by any outside company that does business with the organization. This does not apply to stock or other investments held in a publicly held corporation, provided the value of the stock or other investments do(es) not exceed 5 percent (5%) of the corporation's stock. The organization may, following a review of the relevant facts, permit ownership interests that exceed these amounts if management concludes such ownership interests will not adversely impact our business interest or the judgment of the covered person.
- Representation of the company by the employee in any transaction in which the organization employee or a family member has a substantial personal interest.
- Disclosure, use of confidential insider information of or about the business operations, particularly for the personal profit or advantage of the employee or a household member.
- Competition with the company by the employee, directly or indirectly, in the purchase, sale, ownership of property or property rights or interests, or business investment opportunities.

4.2 SERVICES FOR COMPETITORS AND VENDORS

Employees may not perform work or render services for any company's competitor or for any organization with which it does business or that seeks to do business with our organization outside of the normal course of his or her employment, without the written approval of the Company President, nor shall any such employee be a director, officer, or consultant of such an organization, nor permit his or her name to be used in any fashion that would tend to indicate a business connection with such organization without the written approval of the Company President.

4.3 PARTICIPATION ON BOARDS OF DIRECTORS AND

Employees must obtain approval from the Company President prior to serving as a member of the Board of Directors or Trustees of any organization whose interests may conflict with those of our company.

Company employees who are asked, or seek to serve on the Board of Directors or Trustees of any organization whose interest would not impact the organization (i.e., civic, charitable, fraternal, etc.) will not be required to obtain such approval. However, the employee will be subject to any applicable disclosure requirements under the company Conflict of Interest Policy.

The company reserves the right to prohibit membership on any Board of Directors or Trustees if such membership might conflict with the best interests of the organization.

Questions regarding whether Board participation might present a conflict of interest should be discussed with the Company President and Compliance Officer.

4.4 DUTY TO REPORT SUSPECTED COMPLIANCE OR FRAUD, WASTE, AND ABUSE VIOLATIONS

Federal and state laws prohibit the submission of false statements and/or claims to Medicaid- or Medicare-funded programs. False statements and claims include, but are not limited to:

- Billing unnecessary services.
- Billing services not performed.

Violations of the False Claims Act occur when one knowingly submits a false or fraudulent claim to the government for payment or approval. The False Claims Act also prohibits knowingly making or using a false record or statement to get a false or fraudulent claim paid or approved. Knowingly and willfully offering

or making, soliciting, or accepting anything of value in return for referral of a patient whose services are reimbursable by Medicaid or Medicare constitutes a violation of the Anti-Kickback Statute.

Penalties for violating the False Claims Act may include a \$11,665 to \$23,331 fine per false claim (as last adjusted by the Department of Justice in 2018) and/or imprisonment. Violators of the Anti-Kickback Statute may face severe penalties, including possible imprisonment of up to ten years and/ or fines of up to \$100,000. Violations of fraud and abuse laws may result in an individual's or the company's exclusion from participation in Medicaid or Medicare programs. Those subject to the Code may not engage in any conduct that violates state or federal fraud and abuse laws.

By offering certain whistleblower provisions and protections, the federal and state False Claims Acts encourage individuals to report misconduct involving false claims to the government. The whistleblower provisions allow individuals with actual knowledge of allegedly false claims made to the government to file a lawsuit on behalf of the government and to share in any monies recovered. Whistleblowers who report false claims to the government or cooperate in investigations are also entitled to protection from retaliation.

The company is committed to detecting, correcting, reporting, and preventing fraud, waste, and abuse. Employees must report all suspected incidents of non-compliance or FWA violations promptly to the Compliance Department. The company prohibits intimidation and retaliation against any person or entity for reporting potential or actual violations. Report violations of federal or state law, regulations and/ or Medicare program requirements to our company Compliance Hotline at **1-786-310-0468** and FWA Tip Hotline at **1-786-441-8530**. Reports may also be made via e-mail to Compliance@Alivi.com. Employees must cooperate with all investigations of potential or actual violations. We will conduct or will work in coordination with our health plan partners to conduct a prompt and thorough investigation of all suspected violations.



5 BUSINESS RELATIONSHIPS

Business transactions with vendors, contractors, and other third parties shall be transacted free from offers or solicitation of gifts and favors or other improper inducements in exchange for influence or assistance in a transaction. The standards set forth below are intended to guide key employees in determining the appropriateness of the listed activities or behaviors within the context of the company business relationships, including relationships with vendors, providers, subcontractors and government entities. It is the intent of the organization that this policy be constructed broadly to avoid even the appearance of improper activity. If there is any doubt or concern about whether specific conduct or activities are ethical or otherwise appropriate, you should contact the company Compliance Officer or a member of the Compliance Committee.

5.1 GIFTS AND GRATUITIES

It is the company desire to preserve and protect its reputation and avoid the appearance of impropriety at all times.

Consequently, the following guidelines shall apply:

- **Gifts from Members.** Employees are prohibited from soliciting tips, personal gratuities, or gifts from members, and from accepting monetary tips or gratuities. Employees may accept gratuities and gifts of a nominal value from patients and members in accordance with company policy. If a member or another individual wants to present a monetary gift, he or she should be referred to the Human Resources or Compliance department.
- **Gifts influencing decision-making.** Employees shall not accept gifts, favors, services, entertainment, or other things of value to the extent that decision-making or actions affecting the company. Similarly, the offer or giving of money, services, or other things of value with the expectation of influencing the judgment or decision-making process of any purchaser, supplier, customer, government official or other person by our company is absolutely prohibited. Any such conduct must be reported immediately to Compliance.
- **Gifts from existing vendors.** Employees may retain gifts from a vendor in accordance with company established policy. If the value of the gift exceeds company policy, then the gift must be reported to the Compliance department. If an employee has any concern whether a gift can be accepted, the employee should consult with his or her supervisor. To the extent possible, these gifts should be shared with the employees' co-workers. Employees shall not accept excessive gifts, meals, expensive entertainment, or other offers of goods or services that have more than a nominal value, nor may they solicit gifts from vendors, suppliers, contractors or other persons.
- **Vendor-sponsored entertainment.** At a vendor's invitation, an employee may accept meals or refreshments at the vendor's expense. Occasional attendance at a local theater or sporting event, or similar entertainment at vendor expense may also be acceptable. In most circumstances, a regular business

representative of the vendor should attend with the employee. Nothing in this policy shall prohibit a department manager from establishing stricter rules relating to the acceptance of gifts, gratuities, or other things of value from vendors.

5.2 WORKSHOPS, SEMINARS, AND TRAINING SESSIONS

Attendance at local, vendor-sponsored workshops, seminars, and training sessions is permitted.

Attendance, at vendor expense, at out-of-town seminars, workshops, and training sessions is permitted only with the approval of the employee's supervisor.

5.3 CONTRACTING

Employees must not utilize "insider" information for any business activity conducted by or on behalf of the company. All business relations with contractors must be conducted at arm's length both in fact and in appearance and in compliance with the company's policies and procedures. Employees must disclose personal relationships and business activities with contractor employee, which may be construed by an impartial observer as influencing the employees' performance or duties. Employees have a responsibility to obtain clarification from management on questionable issues that may arise, and to comply, when applicable, with the company Conflict of Interest Policy.

5.4 BUSINESS INDUCEMENTS

Employees shall not seek to gain any advantage through the improper use of payments, business courtesies, or other inducements. Offering, giving, soliciting, or receiving any form of bribe or other improper payment is prohibited. Appropriate commissions, rebates, discounts, and allowances are customary and acceptable business inducements, if management approves them and they do not constitute illegal or unethical payments. Any such payments must be reasonable in value, competitively justified, properly documented, and made to the business entity to which the original agreement or invoice was made or issued. Such payments should not be made to individual employees or agents of business entities.

In addition, employees may provide gifts, entertainment and meals of nominal value to customers, current and prospective business partners and other persons when such activities have a legitimate business purpose, comply with company policy, are reasonable, and consistent with all applicable laws.



6 PROTECTION OF THE COMPANY ASSETS

Employees will strive to preserve and protect company assets by making prudent and effective use of the company resources and properly and accurately reporting the assets financial condition.

The standards set forth below are intended to guide all employees by articulating the company's expectations as they relate to activities or behaviors that may impact the company's financial health or that reflect a reasonable and appropriate use of the assets.

6.1 INTERNAL CONTROL

The company has established internal control standards and procedures to ensure assets are protected, properly used, all records and reports kept during the company's business are accurate and reliable. All employees share the responsibility for maintaining and complying with required internal controls.

6.2 FINANCIAL TRANSACTIONS AND REPORTING

Company business transactions shall be carried out in accordance with management's general or specific directives. Company books and records shall be kept in accordance with generally accepted accounting standards, except where statutory standards are applicable. All records, transactions, payments, receipts, accounts, assets shall be completely and accurately recorded on the company's books daily. No payment shall be approved, made or requested with the intention or understanding that it will be used for any other purpose other than that described in the supporting documentation of the payment.

All financial reports, accounting records, expense accounts, timesheets, other documents must

accurately and clearly represent the relevant facts or the true nature of a transaction. Improper or fraudulent accounting, documentation, or financial reporting is contrary to the policy of the company and may be in violation of applicable laws.

6.3 ACCURACY, RETENTION AND DISPOSAL OF DOCUMENTS AND RECORDS

Employees are responsible for the integrity and accuracy of company documents and records, not only to comply with legal and regulatory requirements, but also to ensure that records are available to defend company business practices and actions. No one may alter or falsify information on any record or documents. Member and business records shall be maintained and retained in accordance with the law and with company policies and procedures. Member and business records, including claims and paper documents such as letters and memos, electronic data (e-mail, files on disk or tape) and any other medium that stores information about its business activities. It is important to retain and destroy them in accordance with company policy, health plan requirements, and applicable laws.

6.4 COMMUNICATIONS SYSTEMS

Company communications systems, electronic mail, internet access, facsimile, telephone service or voice mail are the property of the company and are to be used primarily for business purposes. Limited, reasonable personal use of company communications systems are permitted; however, it is assumed that such communications are not private.

Member information must not be sent by any method in which security and confidentiality cannot be ensured. Subject to any applicable laws and company policies and procedures, the company reserves the right to periodically access, monitor and disclose the contents of its communications systems.

Company employees may not use company communications systems or access to the Internet at work to post, store, transmit, download, or distribute any threatening, knowingly, reckless or maliciously false, or obscene materials.

Additionally, company communications systems may not be used to send chain letters, personal broadcast messages or copyrighted materials that are not authorized. They are not to be used for job searches. Employees who misuse company communications systems or use them excessively for non-business purposes may lose these privileges and be subject to disciplinary action in accordance with the company corrective action policy, up to and including termination.

6.5 TRAVEL AND ENTERTAINMENT

Travel and entertainment expenses should be consistent with the employees' job responsibility and company needs and resources. It is company policy that an employee should not suffer a financial loss or a financial gain because of business travel and entertainment. Employees are expected to exercise reasonable judgment in the use of company assets and to keep spending the company assets at a minimum as they would spend their own. Employees must also comply with company policies relating to travel and entertainment expenses.

6.6 USE OF CORPORATE ASSETS

Employees are expected to refrain from converting company assets for personal use. All property and business of the organization shall be conducted in the manner designed to further company interest rather than the personal interest of an individual employee. Employees are prohibited from the unauthorized use or taking of company equipment, supplies, materials or services. Prior to engaging in any activity on company time, that will result in compensation to the employee or the use of company equipment, supplies, materials, or services for personal or non-work-related purposes, employees shall obtain the approval of Human Resources.



7 ADMINISTRATION AND APPLICATION OF THIS CODE

The company expects each employee to whom this Code applies, to abide by its principles and standards and to conduct the business and affairs of the company in a manner consistent with the general statement of principles set forth herein.

Additionally, company employees are expected to cooperate with internal investigations by government programs, Human Resources, and internal audit.

Company employees are expected to cooperate in external inquiries such as external audits, regulatory reviews, regulatory audits, and regulatory inquiries.

Failure of the employee to abide by this Code may cause the company to be subject to severe civil and criminal penalties, including large fines and exclusion from participation with Medicaid and Medicare programs. It is therefore, very important any illegal activity or violations of the Code be promptly brought to the Compliance Department and/ or Human Resources. Failure by the employees to report a violation of this Code or illegal activity will result in disciplinary action, up to and including termination.



8 MISCELLANEOUS

Nothing in this Code of Conduct is intended to, nor shall be construed, as providing any additional employment or contract rights to employees or other persons. While the company will generally attempt to communicate changes concurrent with or prior to the implementation of such changes, the company reserves the right to modify, amend, or alter the Code of Conduct without notice to any person or employee.

9 RECORD RETENTION

The Company produces and receives large numbers of documents. Various laws require the retention of certain documents for various periods of time. The company is committed to complying with all applicable laws and regulations relating to the preservation of records and retains documents for ten (10) years or longer, as required by applicable laws and regulations.

10 HEALTH INSURANCE PORTABILITY AND ACCOUNTABILITY ACT OF 1996 (HIPAA): PRIVACY

HIPAA requires health providers, insurers, and others to use standard formats for health information. HIPAA includes provisions designed to encourage electronic transactions which require new safeguards to protect the security and confidentiality of health information.

Companies that receive identifiable patient information while providing services related to treatment, payment or healthcare operations to such parties must comply with the HIPAA privacy regulations. These standards provide patients with access to their medical records and more control over how their information is used and disclosed. They also represent a uniform federal floor of privacy protection for patients. The privacy regulations limit the ways that the company can access, use or disclose patient information. Patient information is protected whether it is on paper, in computers or communicated verbally. HIPAA compliance is a top priority for the company.

The Health Information Technology for Economic and Clinical Health (HITECH) Act requires certain notifications of breaches of unsecured PHI and e-PHI. All subject to the Code are responsible to watch for unauthorized use or disclosure of PHI and e-PHI, to act to prevent such unauthorized activity, and to report suspected breaches of privacy and/or security to their supervisor or manager or the company's Privacy Officer. All subject to the Code must appropriately handle and protect all PHI and e-PHI. Report suspected privacy and security breaches.

Some actions you can take to safeguard PHI and e-PHI include, but are not limited to:

- Accessing PHI and e-PHI only when you need to perform your specific job function. (Do not access the PHI of family, friends, or high-profile individuals simply out of curiosity.)
- Conducting conversations concerning claims or other PHI in a way that reduces the likelihood of the conversations being overheard by others.
- Using only approved printers and fax machines that are located in our designated secure areas, so only authorized individuals have access to printed and transmitted documents.
- Placing claims and other documents containing PHI face down, so unauthorized individuals cannot see them.
- Positioning computer screens so only authorized individuals can view them.
- Properly securing PHI and e-PHI at all times.
- Shredding paper documents containing PHI when they are no longer needed, in compliance with the company's record retention policy.
- Securing or encrypting any email that contains confidential information, including PHI or e-PHI.
- Sending confidential and sensitive data on a routine basis to external third parties only when appropriate contractual documentation is in place and only by using secure transmission protocols as appropriate (e.g., Secure File Transfer Protocol [SFTP]).
- Using, requesting, and/or disclosing to others only the amount of PHI and e-PHI that is minimally necessary.



11 RESPONSIBILITY TO EMPLOYEES

11.1 EQUAL EMPLOYMENT OPPORTUNITY AND NONDISCRIMINATION

The company is an equal employment opportunity employer and all employees share the responsibility of ensuring that these standards are met.

Employment decisions are based solely on merit and business needs and not on race, color, gender, age, sexual orientation, personal appearance, religion, creed, national origin or ancestry, citizenship, physical or mental disability, pregnancy, childbirth or related medical conditions, or any other factor protected by law.

11.2 RESPECTING ONE ANOTHER

Employees want and deserve a workplace where they are respected and appreciated. Everyone who works for the Company must contribute to the creation and maintenance of such environment. Directors and Officers have an added responsibility to foster a workplace that supports honesty, integrity, respect and trust.

11.3 EMPLOYEE PRIVACY

The company respects the privacy and dignity of all individuals. The Company maintains personal information that relates to your employment.

Measures will be taken to limit access of personal information to Company employees with a need to know such information for a legitimate purpose.



12 IMPLEMENTATION OF THE CODE

12.1 RESPONSIBILITIES

The Company employees have the responsibility of enforcing and following the Code. Additionally, the Company has various resources to help answer any questions or concerns.

12.2 REPORTING VIOLATIONS

All individuals are expected to comply with this Code by respecting the principles and observing the rules of conduct described in this Code. Keep in mind that this Code is intended to establish and communicate general guidelines only. No company policy, including this Code, can possibly anticipate or address appropriate procedures or behavior for every circumstance or situation that may arise. You should consult with your supervisor or manager if you are faced with a difficult situation, require advice, or have a question about this Code or any other company policy. You may also speak to a Human Resources department representative, an attorney in the company's Legal department, the Corporate Compliance Officer, or an associate in the Compliance department. The Compliance Hotline at (786) 310 – 0468 may also be used to report your concerns anonymously.

If you know of or suspect a violation of applicable laws or regulations, the Code, or company policies and procedures, immediately report that information to your supervisor, any member of management, or to the Compliance hotline. It is company policy that no one be subjected to retaliation due to reporting ongoing or suspected misconduct.

12.3 DISCIPLINE FOR VIOLATIONS

The Code of Conduct will be enforced at all levels, fairly and without prejudice.

CODE OF CONDUCT AND ETHICS EXAMPLES

SECTION	EXAMPLE	ANSWER
4. Conflicts of Interest	Samantha is Human Resources recruiter. Her brother has applied to work for the Company. Should Samantha participate in her brother's hiring process?	No. Samantha should not participate in the hiring process in order to avoid a conflict, or the appearance of a potential conflict of interest.
	Seth works in the logistics department. His parents own a transportation company contracted to provide services to Alivi. In order to help his parent's business, Seth frequently assigns and reassigns trips to them to ensure they get plenty of business. Is this a conflict of interest?	Yes, this is a conflict of interest. Seth is using his position at Alivi to benefit a family member.
5.1 Gifts and Gratuities	A provider who wants the company to send more work their way offers Ann, a company employee, tickets to the Heat against the Sixers game. Ann accepts the tickets and takes a friend to the game with her. Should Ann have accepted the tickets?	No. Employees may not accept gift related to business unless they are of a nominal or insignificant value. Additionally, these gifts may influence business decision-making.
	Alicia works in the provider contracting department. A provider offers to pay Alicia \$500 if she will agree to a contract rate increase of 2%. Should Alicia agree to increase the providers contract rate by 2% in exchange for \$500?	No. Alicia should not accept compensation from the provider in exchange for a greater contract rate. Doing so would be a direct violation of anti-kickback regulations.
6.3 Accuracy, Retention and Disposal of Documents and Records	Mark received a call from a provider asking him to change a procedure code on an already submitted claim. Mark decides to honor the request. Do Mark's actions violate the Code of Business Conduct and Ethics?	Yes. Mark is knowingly falsifying company records, and that is against company policy. In addition, he may be violating the company's policy by not having the provider follow the company's preapproved protocols.
6.4 Communication Systems	Clara's church group forwarded her a religious chain letter asking her to forward the message to 10 of her closest friends. Clara forwarded the email to 10 friends at work. By sending this email is Clara violating the Code of Business Conduct and Ethics?	Yes. Using the company's email system for chain letters and other nonbusiness purpose is prohibited.
6.6 Use of Corporate Assets	Patty made copies of a flier she created for her church using one of the company's photocopier machines. Is such action compliant with the Code of Business Conduct and Ethics?	No. Company property is to be used for company business. Nonbusiness usage of company property is only allowable with management approval under certain limited exceptions.