



# Covenant Health Code of Conduct

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*Integrity is building trust with our patients and each other by being honest, ethical and consistent in what we say and do.*



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# Message from the President and CEO

Covenant Health is known for providing the communities we serve with quality care delivered by professional and dedicated employees. We are proud of our reputation, which is built on a foundation of high ethical standards.

I strongly reaffirm our commitment to conducting all aspects of our business with integrity, and in compliance with the laws and regulations that govern us. It is up to all of us – employees, administrators, and Board members – to uphold our reputation by acting in an ethical, fair and caring manner in all that we do, both internally and with people and organizations outside Covenant Health.

To guide our decisions and actions, we have developed the Covenant Health Code of Conduct, which has been approved by our Board of Directors. It is a useful resource regarding ethical behaviors and decision making, and a valuable information tool for the complex ethical, professional, and legal requirements which are part of the healthcare environment. Please read it carefully.

All Covenant Health employees are responsible for understanding and following these policies and guidelines. Your commitment to doing so will help ensure that Covenant Health is the first and best choice for our patients to receive care, our physicians to practice and our employees to work.

Jim VanderSteeg  
President and Chief Executive Officer



# Message from the Chief Compliance Officer

Covenant Health is committed to ethical business practices and complying with federal, state, and local laws. All Covenant Health team members play an important role in upholding Covenant values in a complex ethical, legal, and regulatory health care environment.

Covenant Health has instituted an Integrity-Compliance program as part of its commitment to conducting its business and operations with integrity. This Code of Conduct is an essential part of the Covenant Health Integrity-Compliance program and outlines our commitment to professional and legal standards. Together with Covenant Health policies, it is intended to guide and direct all employees, officers, board members, and others who work for or are associated with Covenant Health.

The choices we make affect our organization. The Code and the Integrity-Compliance program help us in making the right choices when confronted with difficult decisions. Please read the Code carefully and completely. If any part of the Covenant Health Code of Conduct is unclear to you, or if you have questions or concerns about a situation, there are a number of ways to seek assistance. First, you can direct a question or concern to your supervisor or manager. If, for any reason, you do not wish to do so or your supervisor is not able to address your question or concern satisfactorily, you can contact Human Resources. If your question is still not satisfactorily addressed, or you do not wish to take either of these steps, you are always welcome to contact me at 865-374-8041. In addition, you can contact the Covenant Health Integrity-Compliance Report Line at 1-888-731-3115 at any time.

Each of us has a personal obligation to identify and report compliance issues and uphold the standards described in this Code. No retaliatory action will be taken against you for reporting a compliance problem or concern in good faith, either to the Report Line or through any other appropriate channel.

Thank you for your hard work and dedication.

Kathleen Flynn Zitzman  
Chief Compliance Officer





# Covenant Health Mission, Vision and Values

## Mission

We serve the community by improving the quality of life through better health.

## Vision

Covenant Health is committed to being the region’s premier healthcare network by providing patient-centered care that inspires clinical and service excellence, making us the first and best choice for our patients, employees, physicians, employers, volunteers and communities.

## Values

Working together in service to God, our values are:

- Integrity
- Quality
- Service
- Caring
- Developing People
- Using Resources Wisely



## Covenant Health Pledge of Excellence

To fulfill Covenant Health’s vision and in order to make Covenant Health the best organization it can be, we pledge:

*The patient always comes first.*

*Excellence in everything we do.*

*We will do our part to make Covenant Health the first and best choice.*

## Standards of Business Conduct

### LAWFUL AND ETHICAL BUSINESS PRACTICES

Covenant Health is committed to conducting our business with honesty, fairness and integrity, in compliance with the laws and regulations that apply to us. We depend on our employees and those who do business with us to help us fulfill this commitment.

### OUR SHARED RESPONSIBILITIES

This Code of Conduct defines our expectations of all employees, physicians and those who do business with Covenant Health. We expect all Board members, officers and employees to act with honesty and integrity at all times and to use Covenant Health resources to assist in business

conduct. Ignorance of the law and regulations is no excuse for non-compliance.

The Code cannot address every potential issue or situation that may arise and it is not intended to replace or supersede any Covenant Health policy or procedure. All employees and associates are responsible for reading, understanding and complying with the Code, as well as other Covenant Health policies and procedures.

Any employee who acts outside the Covenant Health Code or Company policies will be held personally accountable for the harm that he or she causes to our patients, Covenant Health and our constituents.

It is also the personal responsibility of each employee to bring violations or suspected violations of this Code of Conduct to the attention of a supervisor, another member of management, Human Resources, or the Integrity-Compliance department, either directly or through the Integrity-Compliance Report Line at 1-888-731-3115. Inquiries and reports may also be made in writing, either by e-mail to Integrity-Compliance ([IntegrityCompliance2@covhlth.com](mailto:IntegrityCompliance2@covhlth.com)), by secure message on the Integrity-Compliance page on the CovNet intranet, or by mail to:

Covenant Health Integrity-Compliance Department  
3003 Lake Brook Blvd., Suite 102  
Knoxville, TN 37909

Whether you report your concerns by telephone or in writing, you should provide as much detail as possible, including names, dates, times, location and the specific conduct you feel may violate the law or Covenant Health policy.

### RAISING INTEGRITY CONCERNS AND SEEKING ASSISTANCE

The Covenant Health Code of Conduct offers us resources for addressing the complex ethical, professional and legal requirements of our jobs. Considering the following questions can help you make good decisions in complex circumstances:

#### ASK YOURSELF:

- Does the action comply with the laws and regulations that apply to our business?
- Is it consistent with Covenant Health’s values, policies and procedures?
- Is it consistent with the Covenant Health Code of Conduct?
- Does this action endanger a patient or other individual under Covenant Health’s care?
- How would you feel after taking this action?
- How would it look to family, patients, friends and the community?

If you’re in doubt, ask for guidance! Keep asking until you get an answer that makes sense to you. It is always better to raise a question before taking an action that may be improper.

- Discuss the issue with your immediate supervisor. If you are not comfortable discussing it with your supervisor or still have concerns with the answer you

get, take another step.

- Discuss the issue with a higher-level manager. If you are not comfortable taking this step or still have concerns with the answer you get, take another step.
- Discuss the issue with Human Resources or Internal Audit.
- At any time when you have a question or concern, you may contact the Integrity-Compliance department at 1-865-374-8010 or call the Covenant Integrity-Compliance Report Line at 1-888-731-3115. There is no need to take any of the preceding steps before contacting the Integrity-Compliance Department. Specifically, you need not contact your supervisor, Human Resources, Legal or any other department before contacting the Integrity-Compliance department. We are always interested in hearing from you.

### NON-RETALIATION FOR REPORTING

It is Covenant Health policy that no employee will be penalized for raising an ethical or compliance issue or concern. Certain federal and state laws, such as the federal False Claims Act, reinforce these protections for employees who raise concerns.

Covenant Health has established a toll-free Report Line and makes it available to all members of the Covenant Health team. Any Covenant Health employee, physician, contract worker, patient, vendor or interested member of the community may call the Covenant Integrity-Compliance Report Line to ask questions concerning ethical or legal conduct, or to report any potentially improper action.

The Report Line process allows individuals to report concerns anonymously if they wish.

To ensure the confidentiality of Report Line calls, the Integrity-Compliance Report Line uses a “disappearing switch” technology. This means that calls to the Line cannot be traced or produced on internal telephone line reports. The only exceptions to this confidential system occur in company Call Centers (for example, IT-Information Technology Help Desk and KBOS-Knoxville Business Office Services). Employees in these areas who wish to make a telephone inquiry or report should use phones outside the Call Centers.

The Covenant Health Integrity-Compliance Report Line is answered between the hours of 8 a.m. and 5 p.m., Monday through Friday. At other times, a voice mail message will provide instructions for making a report or getting additional assistance.

When you report a potential violation of the Code of Conduct to the Integrity-Compliance Office, the Chief Compliance Officer will ensure that an appropriate investigation is conducted. All employees are expected to cooperate fully during an internal investigation. Negligently or intentionally providing false or misleading information to a Covenant Health investigator will result in disciplinary action, including termination of employment.

We will attempt to maintain the confidentiality of reports and to protect the identity of those making reports, as permitted by law. Unless otherwise required by law, we will only inform those who need to know in order to help investigate, resolve or review these matters.

We understand that employees may not want to report concerns if they feel they may be subjected to retaliation or harassment. **No Covenant Health supervisor, manager or employee is permitted to engage, or threaten to engage, in retaliation or any form of harassment against an employee who reports a concern or who cooperates in an investigation or legal proceeding involving a suspected violation.** Any manager, supervisor or employee who engages, or threatens to engage in retaliation or harassment is subject to discipline, up to and including dismissal on first offense.

This does not mean that an employee will be excused from the consequences of improper behavior or inadequate performance by reporting his or her own conduct. It does mean that the consequences of improper behavior or inadequate performance will not be made more severe because an employee has made the report regarding his or her own behavior. Covenant Health considers prompt and forthright disclosure of any error a constructive action by the employee.

DISCIPLINARY ACTIONS

The requirements of the Code apply to employees at all levels of responsibility at Covenant Health, including senior management. The Company will take disciplinary action as appropriate under the circumstances, up to and including termination of employment, for conduct that could be found to violate any federal, state or local law, or the Code of Conduct, regardless of whether the conduct occurs at work or on personal time.

This includes disciplinary action for failure to report another employee's conduct that violates any law, regulation or the Code, as well as knowingly making a false report of a possible violation for the purpose of harming another individual.

*Covenant Health managers and supervisors have a responsibility for ensuring high ethical standards and actions by Covenant employees and associates. We expect our managers and supervisors to exercise responsibilities in a manner that is respectful of others. Under no circumstances will we sacrifice ethical and lawful behavior in the pursuit of business objectives.*

RESPONSIBILITIES OF MANAGEMENT

- Management employees are expected to support implementation of the Code of Conduct. Examples of actions that demonstrate support include:
- assuring that all current and new employees under your supervision are trained in the application of the Code;
  - demonstrating in your actions and words the importance of continuing commitment to the Code and holding others accountable for living the values and behaviors that support the Code; and
  - creating a workplace environment which encourages open communication and sharing of ideas and where ethical concerns can be raised and openly discussed without fear of retaliation.

RESPONSIBILITIES OF MEMBERS OF THE COVENANT HEALTH BOARD OF DIRECTORS

Covenant Health's Board of Directors is strongly committed to compliance with ethical and legal principles applicable to health system operations and is actively involved in oversight of the Covenant Health Integrity-Compliance program. The Board is routinely informed about how Covenant Health addresses compliance issues, and the Board is guided by the Code of Conduct in carrying out its governance obligations.



QUALIFICATIONS OF OUR EMPLOYEES

We will make reasonable inquiry into the background of all candidates for employment, including temporary employees. Covenant Health prohibits the hiring of individuals who have been convicted of certain crimes or who are listed by a federal agency as ineligible for participation in federally funded programs. Upon consent from the applicant, Covenant Health will conduct a background check that is appropriate to the level of responsibility of the position sought by the applicant.

All employees, independent contractors and privileged practitioners who are in positions that require professional licenses, certifications or other credentials are responsible for maintaining the current status of their credentials and complying with federal and state requirements that pertain to their respective disciplines. Covenant Health will verify that these individuals have current licenses or credentials as required.

Employees, vendors, and privileged practitioners at Covenant Health facilities shall immediately advise in writing a member of Covenant Health management, who will notify Human Resources and Integrity-Compliance, of any termination, suspension, or restriction on any license or certification necessary to furnish services to patients or for job functions. Further, employees, vendors and privileged practitioners at Covenant Health facilities are required to report immediately to us if you become ineligible to participate in federal healthcare programs or have been convicted of a criminal offense related to the provision of healthcare items or services.

FAIR TREATMENT OF OUR EMPLOYEES

Covenant Health's mission, to "serve the community by improving the quality of life through better health," can only be accomplished through the dedication and contributions of all our employees and associates. We are committed to providing a professional work environment that fosters the development of teamwork and excellence in leadership. We strive to hire, motivate, develop and retain people with the skills and abilities needed to reach our goals and the behaviors that reflect our values.

It is the policy of Covenant Health that all individuals within our facilities, and all individuals engaged in activities on behalf of Covenant Health should be treated with courtesy, respect and dignity. All employees, directors and physicians shall refrain from engaging in inappropriate behavior as defined by various Covenant Health Human Resources policies under the category of "Standards of Conduct." Examples of "inappropriate behavior" subject to this policy include violence and/or threats of violence,

carrying weapons, alcohol intoxication or use of any illegal drug or controlled substance while on Covenant Health property or while using Covenant Health equipment or vehicles, and sexual or other harassment.

*No employee, director or physician shall be subject to discipline for reporting instances of inappropriate behavior in good faith to a supervisor, a member of management, or Human Resources. Retaliation, or the threat of retaliation, against any individual for reporting such behavior is strictly prohibited.*

While observing the standards of our professions, we expect members of our professional staff to exercise good judgment and objectivity. Significant differences in professional judgment should be reported to your supervisor, a member of management, or Human Resources.

We recognize and value the diversity of our employees, patients and communities, and view this diversity as essential to our long-term success. Covenant Health prohibits discrimination in any work-related decision on the basis of race, color, religion, national origin, age, gender, disability, veteran or citizenship status, or any other characteristic protected by law. All employment-related decisions will reflect this commitment.

We recognize the unique work relationship between physicians (both those employed and those not employed by Covenant Health) and our employees, facilities and programs. The privileges granted to physicians are governed by medical staff bylaws. Covenant Health promotes ethical conduct among all physicians who practice in Covenant Health facilities and programs.

DRUGS AND ALCOHOL

We expect our employees' performance to be unimpaired by substance abuse. Covenant Health prohibits the use, possession or distribution of any illegal substance on Covenant Health property (including parking areas), as well as the abuse of legal drugs or alcohol while performing your duties as an employee of Covenant Health. This includes time spent traveling on behalf of Covenant Health and while on relief, lunch or dinner breaks after which you return to your work activities. Anyone who consumes illegal drugs or alcohol on Covenant Health property, or who comes to work while under the influence of illegal drugs or alcohol, will be subject to disciplinary action, up to and including termination.

This policy does not restrict the use of legally obtained



medications or prescriptions as directed by a medical professional; however, you may not operate a vehicle or equipment on behalf of Covenant Health when using a legally prescribed medication that may impair your ability to operate the vehicle or equipment safely. Nor does this policy restrict the consumption of alcoholic beverages at a social function approved or sponsored by Covenant Health, provided prior permission to serve alcoholic beverages has been granted by a Company senior or executive vice president.

All potential new hires at Covenant Health are required to pass a drug test prior to employment. After employment, the Company reserves the right to require testing for the use of illegal drugs, including when there is reason to suspect that an employee's work performance is being influenced by substance abuse.

Covenant Health reserves the right to impose disciplinary action, up to and including termination, for the use of illegal drugs on non-working time. Off-the-job illegal drug use can adversely affect your job performance or jeopardize the safety of other employees or the public. Off-the-job illegal drug use can also jeopardize patients' or the public's confidence in Covenant Health and our employees.

We reserve our right to require testing for use of illegal drugs or alcohol.

**WORKPLACE SECURITY, SAFETY AND HEALTH**

Because of our commitment to our employees, patients, visitors, volunteers, students and clients, we make our business environment one that fosters privacy, security and comfort. Covenant Health facilities must comply with all policies, procedures, laws and regulations, standards and reporting requirements applicable to the health, safety and environmental aspects of Covenant Health operations.

Except as otherwise permitted by Tennessee law,

weapons, including firearms, are not allowed in Covenant Health facilities or on Covenant Health premises.

Threats of violence are prohibited, as are any other practices or conditions that could contribute to injury.

We expect our employees to correctly dispose of all medical waste, environmentally sensitive materials and hazardous materials. You must also ensure that drugs, pharmaceuticals and hazardous materials are safely stored and inventoried, and that any missing supplies of these materials are promptly reported.

Diversion of narcotic and psychotropic substances, as well as pharmaceuticals, from their legitimate use is a criminal violation and will not be tolerated. Examples of unlawful drug diversion include prescription forgery or alteration, theft of prescriptions or physician prescription order forms, falsifying narcotic logs, failure to administer prescribed pharmaceuticals to a patient, diverting a prescribed pharmaceutical from a patient to another person and theft of pharmaceutical samples from a physician's office. **If you have knowledge of the diversion of drugs from legitimate purposes, you have an obligation to report such information to the appropriate Covenant Health authority, such as a senior or executive vice president, Human Resources, or the Covenant Health Chief Compliance Officer.** Employee reports of suspected drug diversion will be treated with confidentiality. Failure to report suspected drug diversion will result in disciplinary action, including termination of employment.

The Company reserves the right to establish policies/rules in the interest of patient safety, such as those concerning employee TB tests or flu and COVID-19 shots that are a condition of employment.

**Patient Care**

At Covenant Health, we have developed standards that support our commitment to providing high quality patient care and safeguarding patient rights. These standards include, but are not limited to, the following principles:

*We treat all patients with compassion, personal dignity and respect, and provide high quality care that is necessary and appropriate according to the specific needs of our patients.*

- Only qualified individuals may practice in Covenant Health facilities and programs and only qualified professionals will conduct clinical assessments.

- In assessing the needs of our patients, we will seek input from our patients, their families, professional staff, and referral and payer sources.
- Each patient will be provided information about patient rights and notice of our privacy practices. This information includes the rights of the patient to be involved in the planning of his/her care, as well as rights related to his/her protected health information maintained by Covenant Health.
- We will not discriminate in any patient care decision on the basis of race, color, religion, national origin, age, gender, disability, veteran or citizenship status, or any other characteristic protected by law.

- **In an emergency situation, or if the patient is in labor, we will provide an emergency medical screening examination and necessary stabilization treatment without regard to the patient's ability to pay. We will not delay this screening and necessary stabilization treatment in order to seek financial and demographic information.**
- Our health services and products will comply with all applicable laws and regulations, and will conform to standards of professional practice including the standards of appropriate professional associations, societies and certifying, licensing or accrediting organizations.
- All research, investigations and clinical trials undertaken by our physicians and professional staff will conform to high ethical standards and comply with Company policies, federal and state laws, and regulations. All human subject research must be performed in conjunction with an Institutional Review Board. Patients will be informed of alternative services, as well as the risks and expected benefits of the research, investigation or clinical trial. The refusal of a patient to participate in a research study will not compromise his/her access to services.
- We shall maintain accurate medical records and other documentation to meet all requirements of medical staff bylaws, Covenant Health and business unit policies, accreditation standards, and applicable laws and

regulations. This standard applies to electronic, as well as paper records.

- As health services providers on whom people depend for their health and safety, we must take note of deficiencies or errors, even those that seem small or insignificant, and report these as appropriate.

*Any employee who has concerns about the safety or quality of care provided by Covenant Health should report these concerns following the guidelines outlined in this Code of Conduct, "Raising Integrity Concerns and Seeking Assistance." Employees may contact the Integrity-Compliance department at 1-865-374-8010 or call the Covenant Integrity-Compliance Report Line at 1-888-731-3115. Again, it is the policy of Covenant Health that retaliation against any employee for having reported a concern in good faith to the Integrity-Compliance department or the Report Line is strictly prohibited. Any manager, supervisor or employee who engages in, or threatens to engage in, retaliation or harassment is subject to discipline, up to and including dismissal on first offense.*

**Conflict of Interest**

If we allow considerations of personal gain or benefit to influence our conduct on behalf of Covenant Health, then we are in violation of Company policies and guidelines regarding conflict of interest. A conflict of interest occurs if an outside interest or activity, or relationship with a third party, influences, or appears to influence, your ability to exercise objectivity or meet your job responsibilities for Covenant Health. The appearance of a conflict of interest is included because those on whom our success depends may judge our conduct by its appearance. Therefore, you may not use your position as an employee or director of Covenant Health to profit personally or to assist others in profiting in any way at the expense of Covenant Health.

If a member of your family works for a direct competitor of Covenant Health and is in a position to influence decisions affecting Covenant Health, you must disclose this situation on a Conflict of Interest form to your manager, Human Resources, and the Integrity-Compliance Office.

While this Code cannot cover every potential situation or issue that may be a conflict of interest, the following are examples of situations where you may be in violation of this policy. These principles apply not only to you, but to your

family members, which includes any person who is related by blood or marriage or whose relationship with you is similar to that of persons who are related by blood or marriage.

**A CONFLICT OF INTEREST MAY EXIST IF:**

- You have a significant financial interest in an organization that has business relationships with the Company.
- You have a significant interest or part in another business that competes directly with the Company.
- You have an employment or consulting agreement with an organization that has business relationships with or competes with the Company.
- You are in direct or indirect competition with Covenant Health in the purchase or sale of property, property rights or interest in property.
- You are involved in an outside activity that conflicts with your obligations to Covenant Health. (See section on "Outside Activities and Employment" for more information.)
- You accept gifts or business courtesies that are inappropriate or in violation of Company policy or the law.
- You use (or propose to use) Company assets to purchase

- services, equipment, or supplies because of a personal financial relationship with the vendor, or because it benefits you or a family member personally.
- As a Covenant Health executive, officer, manager or supervisor, you participate in the hiring or supervision of a family member.
  - You are in a position to make or influence a Covenant Health decision in favor of a company for which your spouse or other family member is acting as a salesperson for the product or service being purchased.
  - You are in a position to make or influence a Covenant Health decision in favor of a company where you were formerly employed or have continuing interests, e.g., retirement plans, stock options, etc.

**CONFLICT OF INTEREST DISCLOSURE**

At any time during your employment, if you believe a conflict of interest exists, you must disclose it to your supervisor and complete a Conflict of Interest Disclosure Form as soon as you become aware of the potential conflict. If you are unsure whether a particular activity or situation represents a potential conflict of interest, treat the situation as if a conflict definitely exists and consult your supervisor, another member of management, Human Resources, or the Integrity-Compliance department. Failure to disclose an actual or potential conflict of interest may result in disciplinary action, up to and including termination of employment.

Executive Leadership, in conjunction with the Board of Directors, will investigate circumstances in which a serious and material conflict of interest may exist to determine if such conflict is detrimental to Covenant Health. If so, appropriate action will be taken to ensure that the employee disassociates himself or herself from the conflicting activity. Failure to do so will result in termination from employment.

Members of the Covenant Health Board of Directors, Executive Leadership Team, and designated members of management will be required to complete a Conflict of Interest Disclosure Form at least annually or periodically as requested by the Company.

Upon hire and annually thereafter, employees may be required to complete a Conflict of Interest Disclosure Form disclosing any activity or significant interest that may constitute a conflict of interest with Covenant Health. Approval will be granted to engage in those activities or interests that, in the view of Company management, do not create a conflict of interest.

**PAYMENTS TO OR FROM OUTSIDE SOURCES**

No Covenant Health employee shall, directly or indirectly, engage in any corrupt business practice, including bribery, kickbacks, or payoffs. A “bribe” or “kickback” is any payment or item of value offered with the intent to influence a decision on grounds not directly related to business merits.

Offering payments or other items of value to physicians or other parties to influence the flow of referrals or business to Covenant Health may be a bribe or kickback and is prohibited. For example, we do not charge physicians lower rents or provide free nursing or other staff services in exchange for referrals to Covenant Health facilities.

You may not offer, solicit, or receive payments in any form in return for referrals, or to induce referrals of patients, goods or services. Further, in making patient referrals to another provider, you must not consider the volume or value of referrals that the provider has made, or may make, to Covenant Health.

Nor may you offer payment or make payment in any form, including kickbacks, bribes or rebates, in return for referring or recommending an individual to a Covenant Health facility for services.

Covenant Health will comply with applicable laws regarding agreements with agents or consultants, including physicians. Agreements must be in writing on the Company’s standard forms or other forms/contracts as approved by Executive Leadership and/or legal counsel and must clearly and accurately set forth the services to be performed, the basis for earning any fee, and the applicable rate or fee. Payments under these agreements must be reasonable and in an amount that is appropriate for the value of the services rendered. Covenant Health agents, consultants and other third parties are prohibited from making any payment on behalf of the Company that would be improper when made by a Covenant Health employee.

Federal law limits the cumulative value of gifts and other payments to referring sources, including physicians. Any question about gifts or payments to physicians and referring sources should be directed to the Chief Compliance Officer.

**RELATIONSHIPS BETWEEN COVENANT HEALTH AND PHYSICIANS**

Federal and state laws and regulations govern relationships between health care providers and physicians who may refer patients to health care providers. It is important that Covenant staff who interact with physicians (particularly those Covenant staff who make payments to

physicians for services rendered, provide space or services to physicians, recruit physicians to the community, employ physicians, and/or arrange for physicians to serve in leadership positions in the organization) are aware of the requirements of the laws, regulations, and policies that address relationships between Covenant Health providers and physicians.

*Any arrangement with a physician (or a physician's immediate family member) must be properly structured and administered to ensure compliance with legal requirements. Most physician arrangements must be in writing and approved by the Integrity-Compliance Office and legal counsel. Failure to meet all requirements of applicable laws and regulations can result in serious consequences. Contact the Integrity-Compliance Office with questions about compensation or other financial relationships with physicians and their immediate family members.*

**OUTSIDE ACTIVITIES AND EMPLOYMENT**

Covenant Health is proud of our many employees who are active within the communities we serve. When you are involved in outside activities, which may include outside employment, directive, managerial or consultative services, civic or charitable affairs, it is important that your activities not create an actual or potential conflict of interest with your Covenant Health employment. Therefore, it is Covenant Health policy that these activities be disclosed, preferably before the actual acceptance of the commencement of work. All employees (full time, part time and occasional) will be asked to review and sign the Outside Employment/Activities Disclosure Form in accordance with procedures outlined in Covenant Health’s policy on Outside Employment/Activities Disclosure.

Management employees and employed physicians are expected to give their full-time effort and energies to their priorities at Covenant Health. Therefore, in most instances, outside employment, including consultation and individual service agreements, is prohibited. In no case will it be allowed without the express permission of the Chief Administrative Officer/President of the operating unit, and Covenant Health’s Executive Leadership Team.

It is the policy of Covenant Health to permit its non-management employees to engage in outside employment or activities (e.g., volunteering or serving on a board) as long as there is no associated conflict of interest or interference with the employee’s responsibilities to

Covenant Health. Outside activities, whether with or without compensation, must not negatively impact your job performance for Covenant Health. For example, an outside activity that prevents you from meeting your job responsibilities or compromises your objectivity in making business decisions on the Company’s behalf would be deemed to impact your job performance negatively. You also must abstain from using or discussing proprietary business information (e.g., business plans or forecasts) or patient information in connection with such outside activities. You should ensure any notes or minutes reflect the abstention.

Outside activities cannot involve the use of Covenant Health proprietary business information or patient information. Further, non-Covenant materials may not be distributed in the Covenant Health workplace during working time. “Working time” is when either the employee distributing materials or the employee to whom the distribution is directed is or should be engaged in performing work tasks and does not include time when an employee is on duty but is not expected to be performing work tasks, such as breaks or meal periods.

Employees who are involved in outside employment or entrepreneurial businesses may not market their businesses, products or services in the Covenant Health workplace.

Covenant Health employees may not, as an outside activity, provide any product or service that Covenant Health has, or is planning to have, available on the market. Nor may employees, on their non-work time, provide Covenant Health customers with services that are normally provided by Covenant Health employees.

**PARTICIPATION IN PROFESSIONAL SOCIETIES AND VENDOR SEMINARS**

We encourage employees to broaden their knowledge and competence by participating in professional society meetings and seminars. However, since we must be careful that payment for this participation, whether in the form of an honorarium or paid travel and lodging, does not constitute a conflict of interest with the interests of Covenant Health or an improper payment, prior approval must be obtained from your manager, Human Resources and the Integrity-Compliance Office. Under no circumstances is it acceptable for payment to include a Covenant employee’s spouse or other guests. If the approved activity occurs during your paid work-time, any honorarium for your participation must be made payable to Covenant Health. If the activity occurs during your unpaid time off and Covenant Health does not pay your



expenses for the activity, you may retain any honorarium earned for an approved activity. Covenant employees who are not faculty participants at professional meetings and seminars may not accept compensation for their time spent at such events.

Employees who need to attend vendor-sponsored training or who must travel to evaluate potential equipment purchases, etc., must have the travel approved by their manager, Human Resources and Integrity-Compliance. If approved, travel, lodging, and expenses will be paid by Covenant Health. Only expenses associated with actual days of training may be paid by the vendor.

**POLITICAL CONTRIBUTIONS AND ACTIVITIES**

While the Company encourages all employees to vote and be active in the political process, you may do so only during non-work time and as individuals, not

as representatives of Covenant Health. You may make personal political contributions and communicate your personal beliefs to candidates and elected officials. However, it is against Company policy and may be illegal to:

- include, directly or indirectly, any personal political contributions on your expense account, or in any other way that causes the Company to reimburse you for that expense;
- use Company property or facilities or the work time of Company employees for any political activity, except as approved by executive management;
- use funds of the non-profit business units or of Covenant Health itself to make political contributions.

If you plan to run for political office of any type, contact the Executive Leadership Team to determine if a potential conflict of interest exists. Holding political office must not interfere with your job performance or conflict with your responsibilities to Covenant Health.

# Gifts and Business Courtesies

Covenant Health is committed to ensuring that all gifts and business courtesies, given and received, are appropriate and within the limits of the law. It is your responsibility to know and comply with Company policies, as well as applicable laws and regulations.

**GENERAL PRINCIPLES**

There are times when offering or accepting gifts and business courtesies is appropriate and can create goodwill and positive working relationships. However, it is Covenant Health policy that gifts and business courtesies not be used to gain special advantage or unduly influence employees, patients, suppliers or others doing business with Covenant Health.

The basic principle for **accepting** gifts, meals or other items of value is: Never accept anything for yourself, a family member, or anyone else that might be viewed as actually or potentially influencing your objective judgment on behalf of Covenant Health.

The basic principle for **offering or giving** gifts, meals or other items of value is: Never offer or give a gift, meal or other item of value that might be viewed as actually or potentially intended to influence the objective business judgment of anyone with whom Covenant Health does business.

As a general rule, gifts or business courtesies may only be given or accepted on an infrequent basis and only if reasonable and appropriate to the occasion and in

accordance with Covenant Health policy and the law. Gifts or prizes of more than nominal value received in connection with your position at Covenant Health should be disclosed to the Integrity-Compliance Office, which will make arrangements to return the gift/prize or ensure it is donated through the Office of Philanthropy.

**PERMITTED BUSINESS COURTESIES**

Except as otherwise prohibited by this Code of Conduct or Covenant Health policy, you are permitted to give individuals other than patients occasional approved gifts of small value which would not be mistaken for anything other than a sign of respect or friendship.

Note: Expenses for gifts given as a business courtesy by an employee or department of Covenant Health must be properly recorded in the appropriate Covenant Health books and records.

**PROHIBITED BUSINESS COURTESIES**

- You may not offer, give or accept gifts, meals, entertainment or any item of value that would or might appear to influence the business decisions of others.
- You may not solicit gifts or business courtesies under any circumstances.
- You may never offer, give or accept any of the following: cash or cash equivalents, such as checks, stocks/bonds, money orders or loans.
- You may not participate in contests or gift giveaways

- (such as radio call-in contests) while on duty.
- Your friends and family members may not give or accept prohibited gifts, meals or entertainment where it may appear that you are the intended recipient or giver.
- You may not give or offer any gift, meal or entertainment that benefits a party indirectly, such as a gift to a person's family or an organization in which the person/business has a personal interest.

**GIFTS TO OR FROM VENDORS, SUPPLIERS AND OUTSIDE ORGANIZATIONS**

*Covenant Health employees and their families generally are prohibited from soliciting or accepting gifts, loans, entertainment, or anything of value from a person or organization that does business or may seek to do business with Covenant Health.*

*You may never offer, give or accept any of the following: cash or cash equivalents, such as checks, stocks/bonds, money orders or loans.*

*Also, vendors, suppliers, and outside organizations that provide any items or services billable to governmental health care programs, may not furnish free meals, drinks, or other gifts to Covenant Health employees or departments. This includes meal or gift offers from pharmaceutical, device, and equipment manufacturer representatives on and off Covenant Health premises.*

*The exception to this policy is that occasional gifts of perishable or consumable items offered to a department or group (for example, a food basket given to a department as a holiday gift) are acceptable when they are part of the community business standard. These items are not subject to any price limitation.*

There may be times when an individual or organization with whom you do business, or are contemplating doing business, extends an invitation to an event such as a meal or sporting or theatrical event, in order to further or develop a business relationship. It is Covenant Health policy that we will not accept such invitations from any outside individual or organization, regardless of the dollar value, without prior written approval of the senior executive of a Covenant Health entity or the Chief Compliance Officer.

Likewise, **expenses for travel** costs or overnight lodging may not be financed by the individual or organization extending the invitation without prior written approval from the senior executive of the entity or the Chief Compliance Officer. Under no circumstances will expenses for an employee's spouse or other guests be covered.

Covenant Health employees and their family members may be approached by outside parties such as pharmaceutical manufacturers, computer vendors or physicians **offering cash or other items or services of value** as an inducement for special treatment or for information related to Covenant Health business activities. Examples include free seminars in disease management, offers to provide research data at no cost to Covenant Health or free travel to attend industry-related meetings. You may believe these offers are only to benefit Covenant Health in our business. However, these offers may be unfair business practices.

It is Covenant Health's policy to pay travel and lodging expenses for any vendor-sponsored event. The vendor may cover only training-related expenses and meals offered during the educational portion of the day. Any exception must be approved by the Chief Compliance Officer.

If an outside party offers to enter into such an arrangement, contact the Integrity-Compliance Office to determine whether the activity complies with Company policy and the law. Such offers may not be accepted unless approved by the chief administrative officer of the entity in which you work or the Chief Compliance Officer.

**GIFTS TO OR FROM PATIENTS, PATIENTS' FAMILY MEMBERS, OR PHYSICIANS**

You may not solicit or accept gifts, tips, or any items or merchandise of value from Covenant Health patients, patients' family members, or physicians or other outside third parties. You may never accept any of the following: cash or cash equivalents, such as checks, gift cards, gift certificates, stocks/bonds, money orders or loans.

Employees or departments may accept occasional gifts of perishable or consumable items only. For example, if a patient or patient's family desires to show appreciation to a department, it is acceptable for them to provide a gift of food or a meal for the department during work hours at the department's location.

Other gifts must be reported to your manager, Human Resources, or the Integrity-Compliance office, which will evaluate what action is to be taken with that gift. Integrity-Compliance may recommend options such as donating the gift to Covenant Health's Office of Philanthropy or We Care fund.

Do not offer or provide to a patient who is a Medicare or Medicaid beneficiary a gift of more than \$15 in value that could be viewed as an inducement for the patient to choose a particular provider or supplier of any item or service paid by a federal healthcare program. Cash or cash equivalents must never be offered. All such gifts may not exceed \$75 in the aggregate on an annual basis.

Certain exceptions can apply; for instance, this restriction generally does not apply to gifts to Covenant Health Chaplain's Funds or other health system patient assistance funds for current or future patients. Contact the Integrity-Compliance Office for additional information and assistance.

**RELATIONSHIPS AMONG COVENANT HEALTH EMPLOYEES**

We recognize that employees may wish to exchange gifts of small value that are purchased with personal funds for special occasions, such as birthdays, holidays,

weddings, baby showers, or standard calendar observances for business and healthcare professionals. This is acceptable, provided that gift giving is voluntary and follows the General Principles for giving/accepting gifts. These gifts also should not improperly influence or create the appearance of influencing an employee's decisions regarding Covenant Health business, or the working relationship between employees or between an employee and a supervisor. Gift cards are discouraged.



# Privacy and Security of Information

All of us at Covenant Health have a responsibility to safeguard the confidential and private information that is entrusted to us by the Company and those with whom we do business. There are specific laws and regulations such as the Health Insurance Portability and Accountability Act and its regulations ("HIPAA") that govern safeguarding the privacy of information, and we are committed to upholding these requirements. All employees are required to complete an annual confidentiality agreement.

*The basic principle for safeguarding information is that unless you have specific authorization, do not disclose confidential and private information to others, including Covenant Health employees, except on a "need to know" basis for business or job-related responsibilities and with the agreement of the recipient to treat the information as confidential and private. If you suspect a breach or misuse of patient or Company information, report such occurrence immediately to your supervisor and the Integrity-Compliance Office.*

Employees who fail to comply with policies concerning the privacy and security of information are subject to disciplinary action by the Company, and may be subject to legal action by law enforcement authorities.

Any situation or question regarding the privacy and security of patient, employee or Company information that is not covered in this section should be referred to the Integrity-Compliance Office.

**PATIENT INFORMATION**

Every employee must protect the confidentiality of any personal information that identifies a patient, customer or member such as name, date of birth, Social Security number, or medical information. Do not use, disclose or discuss with others such confidential information unless it is necessary to serve the patient, customer or member, or is required by law. In accordance with federal and state privacy and security laws regarding Protected Health Information ("PHI"), confidential information may only be released to persons authorized by law or by the appropriate written authorization.

Covenant Health has adopted very specific privacy and security policies, including policies related to computer use and electronic communications using mobile phones, personal devices, social media, and other internet communications, to protect our patients' personal and health care information. For more information about the Company's privacy policies, please contact your local Covenant Health Privacy Officer, the Centralized Privacy Office or the Integrity-Compliance Office.

**COMPANY INFORMATION**

Confidential information about Covenant Health's operations and strategies is a valuable Company asset. Every employee must protect our organization's confidential and proprietary information from accidental or unauthorized modification, destruction and/or disclosure. This includes Covenant Health information in all its forms (written, verbal or electronic) that is generally not available to or known by the public. Common examples of this type of information include business and marketing plans, customer lists, sales and marketing data, research and technical data, strategies, provider fee arrangements, and information pertaining to our subcontractors, vendors, new products and services. You should also be careful not to disclose such information in public places or in situations where it might be passed inadvertently to someone else.

Information obtained, developed or produced by Covenant Health and its employees, and information supplied by outside consultants or vendors for the benefit of Covenant Health is confidential. Materials, both written and electronic, that have been copyrighted by the Company or by others must be acknowledged and safeguarded. You are responsible for knowing and complying with Company policy that restricts the use of these materials.

Should you end your employment or contractual relationship with the Company, you may not take any confidential or proprietary Company information with you, nor disclose confidential information to persons who do not have a need to know that information. Nor may you use Company information for your own personal gain or for the gain of another person or company.

**EMPLOYEE INFORMATION**

Covenant Health will not release confidential employee information without proper authorization, unless required by law. External inquiries from a prospective employer or third party conducting background checks regarding an employee's salary, performance information, address and telephone number, or other employment-related information should be directed to Covenant Health Human Resources.

Many employees have access to confidential employee information in the normal course of business (e.g., Social Security numbers, medical information, tax records, banking information and Human Resources files). You must make sure that any time you access or use this type of confidential employee information, you take the appropriate steps to ensure its confidentiality.

**Altering your own employee records or the records of your family members or fellow employees or any other individual for any reason outside your normal job responsibilities is a violation of this Code and Company policy.**

It is important to remember that Covenant Health owns all electronic information created by employees using Company equipment, and users of such equipment and Covenant Health information systems shall have no expectation of privacy relative to data transmitted, accessed, or maintained via such equipment and systems. This means the Company has the right to search all electronic files, monitor employee phone calls made on the premises and review other employee electronic communication without giving advance notice or obtaining an employee's specific consent to do so.

If you have any specific questions or concerns regarding employee information or employee use of Covenant Health electronic equipment, please contact Human Resources.

**INFORMATION ABOUT OUTSIDE ENTITIES**

We must also safeguard confidential information we receive from or about any other company, including our competitors, vendors and providers. You may not use confidential or proprietary information from other companies or individuals without specific written authorization from the Company. While you may obtain information about an outside entity that is publicly available, this information may be used only when it is appropriate and does not violate any applicable law or Covenant Health policy.

If you have any question about how or when to use or disclose information about another entity, consult the Chief Compliance Officer before acting.

**INFORMATION SECURITY**

Covenant Health employees are prohibited from disabling or circumventing any Company security controls protecting our information systems, such as passwords, firewalls, encryption, and screen-blanking mechanisms.

It is your responsibility to use passwords and security codes responsibly. You may never participate in or allow someone else to have unauthorized access to Company systems, or to confidential information concerning patients, clients, the Company or outside entities.



# Responsible Use of Assets

You may never install, download or copy any software, including any from the internet, unless the software is specifically approved and appropriately licensed by Covenant Health. Furthermore, you may not copy a software package for use on more than one Company computer or for use on your personally owned computer unless you have received specific permission to do so from the Company.

If you have or use Company mobile computing equipment, you should secure the equipment with a security device approved by the Company. When you are not using this equipment, you should keep it in a secure location to avoid theft.

The Company has very detailed security policies and procedures that every employee must follow. If you have any questions about information security issues, contact the Human Resources department or the Integrity-Compliance Office.

### INSIDE INFORMATION

Inside information is information about Covenant Health or its activities that is not generally available to the public. Examples include physician recruitment activities, new products or services, or plans for new acquisitions or company mergers, to name a few. You may not disclose or use confidential Company information for your personal profit or advantage, nor for the profit or advantage of anyone else.

Inside information also can be information about other

companies that has not been made public. This information can be misused if it could be viewed as a factor in determining whether to trade in a company's stock. It is a violation of law to use inside information or to provide such information to someone else in order to purchase or sell stock, and you may not buy or sell stock, bonds, options or other securities based on inside information.

This policy applies to securities transactions by directors, employees and agents, and their immediate family members. For more information, contact the Integrity-Compliance Office.

### COMMUNICATIONS WITH MEDIA OR OUTSIDE PERSONS AND ENTITIES

From time to time you may be contacted by outside sources with requests for information about Covenant Health, our employees, patients, or others with whom we do business. Examples of such contact include members of the media, the public, legislators, regulators or industry representatives.

*Official statements on behalf of the Company are provided by designated and trained spokespersons and requests for the same should be directed to Covenant Health Marketing/Public Relations or Administration (other than routine contacts with regulators during the ordinary course of business).*



### PROTECTING COMPANY ASSETS

Employees must protect Company assets against loss, theft or misuse. Company assets include not only physical assets such as facilities, furniture, office equipment, motor vehicles, supplies and materials, but also work time, telephone and mail systems (including voice mail), computers, computer networks, software, and proprietary business information. Each of us is responsible for ensuring that Company assets are used for business-related purposes only and not for improper or illegal activities.

### AS PART OF YOUR RESPONSIBILITY TO SAFEGUARD COVENANT HEALTH ASSETS YOU MUST ENSURE THAT:

- Telephones, faxes, internet access and software are used appropriately and for business purposes only. (An example of inappropriate and therefore prohibited use of such systems is participation in internet chat rooms, or in radio, TV or internet sweepstakes or other games and contests.)
- Expense and time reports are accurate and timely.
- Concepts, business strategies and plans, financial data, intellectual property or other Company information are not used for personal gain.
- Covenant Health property, including proprietary Company information and patient information, is not removed from Company premises, unless it is necessary to do so to perform your job and is properly protected. Any Company property removed from Company premises must be returned when it is no longer needed off-site.

Before leaving the employ of Covenant Health, an employee must disclose any Company assets he or she has (for example, corporate credit card, portable devices and computers, proprietary information, intellectual property, etc.) and return them in acceptable condition to the Company.

### CHARITABLE CONTRIBUTIONS

Any contribution of Covenant Health funds or assets for the benefit of a charity or charitable event requires the prior approval of the Covenant Health President and CEO. Company assets include property such as materials, facilities, furniture and equipment, supplies, telephone and mail systems (including voice and email systems), or anything else of value. Requests for monetary charitable contributions from Covenant Health should be referred to the CEO or the Covenant Health Public Relations department for follow-up.

### EMPLOYEE SOLICITATION

One of the ways Covenant Health fulfills its mission of "improving the quality of life through better health" is through participation in fundraising activities which benefit Covenant Health organizations or selected charitable programs in the communities we serve. Participation in a fundraising activity is always the employee's choice and should never be considered or communicated as a condition of employment or a factor that affects job performance. Employees may only be solicited during working time for Covenant-sponsored activities or charitable community programs that have been approved by Covenant Health Executive Leadership (collectively, "Company sponsored activities"). Except in connection with such Company sponsored activities, employees are not permitted to solicit or distribute materials to co-workers during working time, theirs or the recipient's, or in patient care areas at any time. "Working time" is when an employee is or should be engaged in performing work tasks and does not include time when an employee is on duty but is not expected to be performing work tasks, such as breaks or meal periods. If you have a question or concern about a solicitation for a charitable event or campaign, contact your facility's administration or Integrity-Compliance.

Employees are not permitted to solicit co-workers during working time for non-Company sponsored activities.

### TRAVEL AND ENTERTAINMENT

Funds spent on travel and entertainment are Covenant Health assets. Employees are expected to use good judgment in spending these assets in a manner consistent with their duties and Covenant Health needs, resources and Company policies. (See other provisions of this Code for additional information regarding employee travel for work-related purposes.)

### PROTECTING THE ASSETS OF OTHERS

Employees must be equally diligent in protecting the assets entrusted to them by others, such as our patients, clients, professional staff, employees and independent contractors who work in our facilities.



# Billing Practices

It is our responsibility to ensure that patient bills, claims for payment and the data supporting them are accurate and honest at all times.

*Covenant Health business units will bill only for medically necessary services and benefits actually rendered. All services for which a bill or claim is submitted must be accurately coded and supported with documentation to ensure both proper billing and the integrity of our financial and medical records.*

We expect the physicians who treat patients in our facilities to be diligent in providing us with complete and accurate information in a timely manner.

Billing must comply with the requirements of state, federal and commercial payers and conform to provisions of all payer contracts. When any payer agreement, contract or insurance policy requires the collection of co-payments and/or deductible amounts, the amounts will be collected to the full extent of the agreement or contract, except as otherwise permitted by charitable care or financial assistance policies. When refunds or credits are due to payers, these will be reported and processed promptly in accordance with Covenant Health policy and applicable law.

Billing data must be retained for periods required by law, and some data must be retained for longer periods if specified by Covenant Health corporate and work unit policies. Employees are responsible for knowing

and complying with the regulations and Company policies that apply to billing practices in their area of responsibility.

Staff involved in the preparation and/or submission of charges or other billing data must be trained in current coding and proper documentation procedures.

*If you suspect that improper billing or documentation is occurring, you must immediately report this to your immediate supervisor or an upper management official. You may also contact the Covenant Health Chief Compliance Officer or call the Covenant Health Integrity-Compliance Report Line at 1-888-731-3115 at any time.*



## Accuracy and Proper Handling of Records

It is the responsibility of each Covenant Health employee to ensure that all medical and business records for which you are responsible are accurate, complete and properly maintained. Every employee must ensure proper confidentiality, storage, retention and destruction of information as covered in Covenant Health policies. This applies to letters and memos, computer-based information such as e-mail or computer files, voice mail and information in any other form about the Company or its business activities.

You must not make, or cause others to make, false or fictitious entries in any Company document or record. You must not create inaccurate production and performance records, financial statements, or payroll time and expense reports.

Covenant Health financial records must conform to generally accepted accounting principles, as well as Company policies and standards. There will be no secret or non-corporate accounts, and all funds belonging to the Company will be recorded.

We expect you to follow accounting controls and cooperate fully with Company audit processes.

It is particularly important that medical records not be altered or falsified. Examples of falsification of medical records include documenting care not rendered, documenting assessments or care prior to actual delivery, back-dating entries or corrections to the record, charting vital signs that were not taken, or charting medication wastage that you did not witness. Coding related to medical records and claims for items

and services should be lawful and consistent with payer requirements.

Records may not be destroyed or altered, except as specified by the Company's data retention policy. Records to be retained should be labeled and marked with a disposal date beyond the prescribed period of retention.

Records storage containers must be labeled in sufficient detail that they may be promptly and accurately identified should retrieval become necessary. Under no circumstances may records be destroyed or altered to cover up an error or omission.

Covenant Health does not permit undocumented "sidewalk consultations." In accordance with Covenant Health policy, any employee who receives care of any kind in any facility must be registered as a patient, have a medical record, and a valid order from an approved provider for any medical service provided, including, but not limited to, medical examination, diagnostic procedure, and prescription(s) for medication.

Disposal of documents containing PHI, business

## Fair Competition/Antitrust and Marketing Practices

There are specific laws that are intended to promote fair competition among businesses – competition that is based upon their strengths and the merits of their people and services. Covenant Health will comply with these laws and has strict policies designed to prevent anti-competitive conduct. For example, it is against Company policy and unlawful to enter into an agreement, or attempt to agree, with competitors to fix prices, divide customers or geographic markets, boycott another party, or make any agreement that artificially raises the price of our services or improperly reduces competition. As a general rule, you must avoid discussing sensitive topics with competitors or suppliers. At trade association meetings, you must be especially alert to situations where it may not be appropriate to participate in discussions with competitors regarding prohibited subjects.

The Company does not engage in illegal activities regarding competition and has strict policies against any illegal activities.

confidential or proprietary information must be by placement in secure containers or shred bins. If you discover clerical, accounting, or reporting errors, you must correct them promptly and transparently. Any error, omission or inaccuracy that might require disclosure to a patient, supplier or external authority should be reported to your manager, Human Resources, and the Integrity-Compliance Office for appropriate action.

In the event of an outside investigation, or when an outside investigation appears likely, the Covenant Health Chief Compliance Officer and Company legal counsel will advise you regarding the retention and destruction of related records. Company policy and procedures are designed to ensure that the destruction of relevant records is halted immediately upon receipt of notice of an investigation or legal process. If you have questions about our document retention policy, contact the Health Information Management department or the Integrity-Compliance Office.

Covenant Health is perceived as a reliable source of information about medical care and the managed health care system. We should always remain mindful of the trust the public places in us to provide accurate and balanced information.

- We will inform the community of the availability and value of our services and products and provide educational information about health care.
- All claims about Covenant Health services must be factual and complete. Paid advertising or public service announcements and articles must represent Covenant Health services fairly and honestly, stressing their value and our capabilities, without deception or intimidation. When presenting views on issues, we must clearly distinguish opinion from factual data.

We will ensure that employees whose functions require a working knowledge of the relevant legal standards receive appropriate training.





# Conducting Business with the Government

All the principles discussed in this Code of Conduct are applicable whether the vendor is a governmental or a private entity. However, some of the laws and regulations that apply to our interactions with federal, state and local governments differ from those that apply to our dealings with other vendors and suppliers. If you are a Covenant Health employee involved in administering our government contracts, you are responsible for knowing and complying with the laws, rules, regulations and policies that apply to our government program activities.

## GIFTS, BUSINESS COURTESIES AND PAYMENTS TO GOVERNMENT EMPLOYEES

To give, offer or promise anything of value to a government official because of, or in the hope of encouraging any favorable act performed by the official, is a crime. No Covenant Health employee or company agent may pay contingent fees to any person or company to solicit or obtain government contracts, or for the purpose of influencing or attempting to influence a government employee in connection with the award or modification of any government contract. Under no circumstances is it permissible to offer cash or cash equivalents to any state or federal government official or employee.

When performing work under a government contract or program, it is important to understand the rules regarding business courtesies that apply to your specific contract or program.

- Tennessee Law: Under Tennessee law, you may not give gifts or favors to any officer or employee of a state government agency with which Covenant Health has a contract for the provision of goods and/or services.
- Federal Law: Under federal law, you may not offer anything of value in any amount to a federal government employee or prime contractor, except for on-site nominal business courtesies. Examples are coffee, soft drinks or other light refreshments.

An offer of employment to a former or current government or fiscal intermediary employee may be viewed as an improper “gift” or inducement. Before discussing possible employment with Covenant Health, you should consult the Human Resources department for guidance.

## RELATIONSHIPS WITH VENDORS AND SUPPLIERS

Covenant Health is committed to abiding by the special laws governing payments from vendors and suppliers who furnish goods and services under federal and state government contracts. Any payment or incentive offered with the intent or appearance of influencing a decision on grounds not directly related to business merits is

considered a bribe or kickback and is unlawful.

As with our non-government vendors, you must never solicit, directly or indirectly, anything of value from a vendor, supplier, provider, subscriber or beneficiary under a government contract program. You must not accept business courtesies from these sources, except in the limited circumstances described below. Under no circumstances is it permissible to accept gifts of cash or cash equivalents, no matter the amount.

## USE OF FUNDS AND ACCURACY OF RECORDS

Employees working on government programs are responsible for ensuring there is no improper use, payment or diversion of government funds. It is important that you understand and comply with applicable regulations governing reporting, records retention and reimbursement for claims or other costs. No Covenant Health employee may knowingly submit to any government program a false claim for reimbursement or a claim that the employee suspects is false. You may not intentionally allocate costs to contracts in a manner that is contrary to the contract's provisions, or contrary to generally accepted accounting principles. You may not inaccurately identify labor costs in records, or submit or instruct another employee to submit time charges that do not accurately reflect actual time worked on a particular contract. If you have reason to believe that false documentation may exist, you must report your concern to your supervisor or the Chief Compliance Officer.

## PRIVACY AND SECURITY OF INFORMATION

It is important that employees involved in government programs understand and follow the rules covering information related to the contracting process:

- Do not solicit or obtain from the government contractor, directly or indirectly, any proprietary or confidential information regarding the contracting process before the award of the contract.
- Do not solicit or obtain information prepared for internal use by the government for the purpose of evaluating a bid or proposal to enter into a contract.
- Do not discuss anything concerning bids or proposals with competitors or potential competitors.

If you have questions regarding contracting and privacy, you should contact the Integrity-Compliance Office.

## COOPERATING WITH GOVERNMENT INVESTIGATIONS

It is Covenant Health policy to cooperate with lawful government investigations. Intentionally providing false or misleading information to a government agency, insurer or

investigator related to the same will result in disciplinary action, up to and including termination of employment.

We understand that procedures for cooperating with government investigations may be complex. Covenant Health has established resources to assist you in responding to such investigations. If you are approached by any person who identifies himself or herself as a government investigator, you should notify the senior administrator on duty at your work unit and the Covenant Integrity-Compliance Office, which will notify a member of Executive Leadership. (When calling the Integrity-Compliance Office, notify the person taking the call that you are calling concerning a potential government investigation.) Prior to the start of the investigation, the Office will assist in verifying the credentials of the investigator and following proper procedures for allowing access and cooperating with the investigation, including informing Executive Leadership. The Code does not prohibit an employee from independently engaging in protected communication with government agencies.

## REMEMBER, YOU MUST NEVER:

- Destroy or alter any Company document or record in anticipation of a request for the document or record by the government, an outside agency or court;
- Lie or intentionally make false or misleading statements to any investigator;
- Attempt to persuade any other person to provide false or misleading information to an investigator or to fail to cooperate with an investigation.

Should you receive a subpoena or other written request for information from the Company, immediately contact the Integrity-Compliance Office, which will notify a member of Executive Leadership, before responding.



# Additional Resources

In addition to this Code of Conduct, Covenant Health maintains and publicizes company-wide Standards and Behaviors for day-to-day operations. From time to time Covenant Health also issues policies and procedures covering legal and business matters relevant to particular parts of our business. You are responsible for knowing and expected to comply with company Standards and Behavior and statements of policy and procedures that apply to your area of responsibility, whether or not they are specifically mentioned in this Code of Conduct. These policies are available on the Company intranet, CovNet, or through your supervisor or the Human Resources department.

## TRAINING

Upon employment and periodically thereafter, all employees are required to participate in training on the principles contained in the Code of Conduct. Annually, all employees are required to sign an acknowledgment stating that you have reviewed the Code and agree to abide by it, and are unaware of any Code of Conduct violation or concern that you have not already reported to a supervisor/manager or the Integrity-Compliance Office.

## DISTRIBUTION AND FEEDBACK

The Covenant Health Code of Conduct is distributed to all employees of Covenant Health, our subsidiaries and affiliates, and will be updated periodically. It is also provided to our agents, subcontractors and vendors who are expected to comply with its principles when conducting business with or on behalf of Covenant Health.

Employees may access the Code on the Company intranet, CovNet, or in print format from the Integrity-Compliance Office. We welcome your suggestions for improvement and feedback. Please call or write the Integrity-Compliance Office at the telephone and address below.

Covenant Health Integrity-Compliance Office  
3003 Lake Brook Blvd., Suite 102  
Knoxville, TN 37909

Telephone: 865-374-8010  
Fax: 865-374-8016  
8 a.m. – 5 p.m. Monday through Friday  
Integrity-Compliance Report Line: 1-888-731-3115



# Code of Conduct FAQs

**Q: I'm a nurse and a patient's family member dropped off a thank you card with a Visa gift card for me. What should I do?**

A: Politely return the gift to the family member, explaining it's against Covenant Health policy to accept tips from Covenant Health patients or patient family members. If that can't be accomplished (e.g., because the family member has left building and you do not have contact information), report the gift to the Integrity-Compliance Office (865-374-8022), which will make arrangements to donate the gift through the Office of Philanthropy.

**Q: A vendor would like to pay for my meal; can I accept?**

A: Vendors, suppliers and outside organizations that provide any items or services billable to governmental health care programs may not furnish free meals, drinks or other gifts to Covenant Health employees or departments. This includes meal offers from pharmaceutical, device and equipment manufacturer representatives on and off Covenant Health premises. The exception to this policy is that occasional gifts of perishable or consumable items offered to a department or group (for example, a food basket given to a department as a holiday gift) are acceptable when they are part of the community business standard.

**Q: I just sent or gave a patient's information to the wrong person. What do I do now?**

A: If possible, try to recover the information right away. Even if you recover the information, regulatory time frames for reporting a breach of patient information apply, so contact the Centralized Privacy Office immediately so further assistance can be provided (865-374-8040 or IntegrityCompliance2@covhlth.com).

**Q: I would like to take a second job with another organization. What should I do?**

A: Talk to your manager. If your manager agrees the second job will not interfere with your job responsibilities at Covenant Health, fill out and sign the Outside Employment/Activity Disclosure Form . Have your manager sign the form, then submit a scanned copy for the Integrity-Compliance Office and Human Resources to review at IntegrityCompliance2@covhlth.com. We will be back in touch with a decision promptly.

**Q: Are weapons permitted on Covenant Health property?**

A: No. Except as otherwise permitted by Tennessee law, weapons, including firearms, are not allowed in Covenant Health facilities or on Covenant Health premises. Threats of violence are prohibited, as are any other practices or conditions that could contribute to injury.

**Q: I had an interesting experience today and would like to talk about my patient on social media. Is that allowed?**

A: No. Information about patients may not be posted on any social media site, even if the patient is not specifically identified by name. This includes posting information about the care environment that could potentially reveal information about a patient.

**Q: My patient is deaf or hard of hearing. What do I do?**

A: You must take steps to ensure that the patient (and any deaf or hard of hearing companion) is able to communicate effectively. Use the Communication Assessment Tool attached to the Deaf/Hard of Hearing Policy on CovNet and have the individual sign the form. Use Stratus, a video remote interpreting service, to help the individual complete the form and communicate.

**Q: I'm concerned my co-worker is taking medications meant for a patient and know I have a duty to report compliance concerns. What do I do?**

A: Suspected or actual drug diversion must be reported to the Integrity-Compliance Office (1-888-731-3115).

Other issues that must be reported to the Integrity-Compliance Office include:

- Illegal, unethical, or otherwise improper actions, including unlawful discrimination.
- Missing, lost, or decommissioned equipment that contains patient information.
- Unusual government contacts.
- Information privacy and security issues, including breaches of health information.

**Q: My co-worker forgot her password and wants to use mine for today. Is that okay?**

A: No, passwords can never be shared, even temporarily. Using another person's password is strictly prohibited under Covenant Health policies.

**Q: A physician asked for free equipment and services at her private office. What do I do?**

A: Seek further advice about any proposed financial relationships with a physician from the senior business leader of your facility or the Integrity-Compliance Office. Hospitals generally cannot provide free items and services to physicians or other referring practitioners, but there are some exceptions under law that apply. A hospital CAO and/or the Integrity-Compliance Office can help evaluate the situation and obtain any necessary legal advice.



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