

## LIFEBRIDGE HEALTH INTEGRITY PROGRAM

### CODE OF EXCELLENCE

#### I. MESSAGE FROM THE PRESIDENT

It is the mission of LifeBridge Health to provide a broad array of high quality, cost effective health and health related services to the citizens of Maryland. Central to this mission is LifeBridge Health's strong and abiding commitment to conducting its activities with integrity and in accordance with all applicable laws and regulations. To underscore and enhance LifeBridge Health's commitment and to help persons affiliated with LifeBridge Health implement that commitment, LifeBridge Health's Board of Directors has adopted the LifeBridge Health Integrity Program. The LifeBridge Health Integrity Program is designed to establish a framework for legal and ethical compliance by LifeBridge Health.

It is the responsibility of everyone associated with LifeBridge Health -- directors, officers, employees, members of the medical staffs, and volunteers -- to conduct all activity in a manner that is consistent with the LifeBridge Health Integrity Program and with LifeBridge Health's mission as a charitable organization.

A key component of the LifeBridge Health Integrity Plan is this Code of Excellence which sets forth standards by which all representatives of LifeBridge Health are expected to conduct themselves. Please read the Code of Excellence closely. Although the Code is written primarily for employees, it is intended to govern all activities carried out under the auspices of LifeBridge Health. No one, regardless of position, is allowed to compromise LifeBridge Health's commitment to ethical and legal compliance.

Neither the LifeBridge Health Integrity Program nor the Code of Excellence is intended to cover all of the substantive programs and practices of LifeBridge Health that are designed to achieve compliance. LifeBridge Health already maintains various compliance practices and those practices continue to be a vital component of its compliance efforts. Other policies addressing compliance matters are located in the administrative and human resources policies manuals and safety plans of LifeBridge Health companies.

The LifeBridge Health Integrity Program has established a variety of mechanisms by which employees can report issues of concern. First, the employee's supervisor is available to address these matters. In addition, LifeBridge Health has established the LifeBridge Health Integrity Hotline -- 410-601-9700. Please remember that all employees are obligated to report any violations of the Code of Excellence or other LifeBridge Health compliance policies. I can assure every employee that there will be no retaliation or retribution against anyone who makes a good faith report to either their

supervisor or the Integrity Hotline. In addition, all reports will be kept confidential, to the extent permitted by law.

All of us at LifeBridge Health have the obligation to act responsibly and with integrity as we provide care to our communities. The continued success of LifeBridge Health is dependent upon us maintaining our commitment to compliance. The reputation of LifeBridge Health depends on this.

Warren A. Green  
President and Chief Executive Officer  
LifeBridge Health, Inc.

## II. STANDARDS OF EXCELLENCE

LifeBridge Health is committed to conducting its activities ethically and in compliance with all legal requirements. Following is a summary of expectations in certain key areas.

### A. RESPECTING OUR PATIENTS

#### *Respect for the Patient*

All LifeBridge Health patients are to be treated with dignity, respect, and courtesy, with recognition of their rights to security and personal privacy. Patients and their families or significant others will be involved in decisions regarding the care delivered to the extent that such is appropriate and possible. Patients will be informed, to the extent possible, about the therapeutic alternatives to, as well as the risks associated with, the care they are offered. Patients' background, culture, religion, and heritage are to be respected.

#### *Patient Information*

LifeBridge Health patients trust us with the most intimate details of their personal lives. Maintaining the confidentiality of this information is a serious responsibility. All releases of patient information are to be in compliance with applicable federal and state laws and regulations, as well as any applicable institutional medical records policies.

#### *Nondiscrimination*

LifeBridge Health's policy is not to discriminate against patients or visitors on the basis of race, color, religion, national origin, citizenship status, ancestry, gender, age, marital status, disability, or sexual orientation.

### *Gifts and Gratuities from Patients*

Representatives of LifeBridge Health are prohibited from soliciting and accepting tips, gratuities, or gifts from patients, except for gifts of nominal value, such as a box of candy. Patients or other individuals wishing to make a monetary gift should be referred to the LifeBridge Health Development Office at 410-653-6212.

## **B. OPERATING OUR BUSINESS**

### *Fraud and Abuse*

All representatives of LifeBridge Health will refrain from conduct that violates the fraud and abuse laws. These laws prohibit: (1) submission of false, fraudulent, inaccurate, or misleading claims to any patient or third-party payor; (2) providing any remuneration in exchange for, or to induce, referrals of patients; and (3) making false or misleading statements to secure payment for any service.

### *Misconduct in Research*

LifeBridge Health is committed to ensuring that all scientific research conducted within LifeBridge Health is conducted in a manner which adheres to high ethical standards and complies with the law. All representatives of LifeBridge Health are expected to report observed, suspected, or apparent misconduct in research. Reports may be made to the appropriate Institutional Review Board or the LifeBridge Health General Counsel.

### *Anti-Competitive Practices*

LifeBridge Health representatives will comply with all antitrust laws and other laws governing business practices. In general, these laws forbid the following types of conduct: (1) agreements, whether written or verbal, between competitors to fix fees or prices; (2) other types of collusion (including price sharing) with competitors; (3) group boycotts; and (4) unfair trade practices, such as bribery, misappropriation of trade secrets, deception, intimidation, and similar practices.

LifeBridge Health representatives are expected to seek advice from the Office of the General Counsel when confronted with situations that may involve a risk of violating the antitrust laws.

### *Marketing*

All LifeBridge Health advertising and other marketing activities will reflect only services available within the appropriate company's level of licensure and accreditation. Descriptions of LifeBridge Health services will be truthful and accurate. LifeBridge Health representatives will not make false or misleading statements about its capabilities.

### *Intellectual Property*

LifeBridge Health representatives may not improperly copy for their own use documents or computer programs in violation of copyright laws or licensing agreements. Any questions regarding the appropriate use of computer software should be directed to the Information Systems Department. Questions regarding copying of copyrighted materials should be directed to the Library or the Office of the General Counsel.

### *Relationships with Vendors*

Gifts from Vendors -- Representatives of LifeBridge Health may not accept gifts or gratuities from vendors, suppliers, contractors, or other persons who have a business relationship with LifeBridge Health, except for gifts of a nominal value. LifeBridge Health expects its representatives to exercise good judgment and discretion in accepting gifts. Questions regarding whether or not to accept a gift from a vendor, should be directed to the employee's supervisor or the Office of General Counsel.

Vendor Sponsored Entertainment -- LifeBridge Health representatives may accept invitations from a vendor for meals or refreshments at a vendor's expense. Occasional attendance at a local theater or sporting event or similar entertainment as a guest of a vendor is also acceptable.

Workshops, Seminars and Training Sessions -- Attendance at vendor-sponsored workshops, seminars, and training sessions is permitted, subject to the approval of the appropriate supervisor.

Contracting -- All business relations with contractors must be conducted at arm's length both in fact and in appearance. As required in the Conflict of Interest policies of the various LifeBridge Health entities, all LifeBridge Health representatives are expected to disclose any significant personal and financial relationships they may have with vendors.

## **C. GUARDING LIFE BRIDGE HEALTH ASSETS**

### *Conflicts of Interest*

All directors, officers, employees, medical staff members, and volunteers are expected to recognize and disclose at the earliest possible time actual and potential conflicts of interest. An individual is considered to have a conflict of interest with regard to a matter or transaction if the individual or a family member of the individual has a personal or financial interest that has the potential to influence the action taken by the individual on behalf of LifeBridge Health. Additional information regarding what constitutes a conflict of interest and how to disclose a conflict is contained in the institutional Conflict of Interest policies.

### *LifeBridge Health Property*

All persons affiliated with LifeBridge Health have a responsibility to preserve and protect the assets of the system. LifeBridge Health has established procedures to ensure that its assets are properly protected and that financial records and reports are accurate and reliable. Everyone affiliated with LifeBridge Health is expected to comply with internal control policies and procedures. Any misuse or suspected or actual theft of LifeBridge Health property must be reported to a supervisor or to Security.

### *LifeBridge Health Proprietary Information*

The information, ideas, and intellectual property of LifeBridge Health are important to the success of the system. Information pertaining to LifeBridge Health's competitive position or business strategies, as well as information concerning medical staff, personnel, finances, and contractual relationships must be handled in a manner that

protects against improper access or use by unauthorized individuals. All LifeBridge Health representatives must exercise care to prevent disclosure of such information.

#### *LifeBridge Health Funds*

LifeBridge Health employees must properly use and protect system funds, including cash, checks, money orders, postage, charge vouchers, and similar items. When approving or certifying any bill, employees are expected to have reasonable knowledge that the expense and amounts involved are correct.

#### *Personal Use of Corporate Assets and Property*

LifeBridge Health assets, including computer and telephone networks, exist to support the businesses of LifeBridge Health. All property of LifeBridge Health is to be used in a manner designed to further the interests of the system rather than those of any individual employee. Employees must obtain written approval from their supervisor before engaging during business hours in any activity that will result in outside remuneration to the employee or involve the personal use of LifeBridge Health equipment, supplies, materials, or services.

#### *Computer and Network Security*

While LifeBridge Health does not routinely monitor either electronic or voice mail communications, LifeBridge Health employees should not expect that these communications will be private. Electronic and voice mail communications may be accessed at any time for any purpose by authorized LifeBridge Health representatives without prior notification to the involved employees.

### D. SERVING OUR COMMUNITY

#### *Obligations of Tax-exempt Organizations*

As a tax-exempt organization, LifeBridge Health must be sure that its resources are used in a manner consistent with its charitable purpose and in a manner that furthers the public good rather than the private or personal interests of any individual. LifeBridge Health will avoid any transaction that results in the dissipation of charitable assets, will accurately report payments to appropriate taxing authorities, and will file all tax and information returns in a manner consistent with applicable laws.

#### *Environmental*

It is the policy of LifeBridge Health to manage and operate its business in a manner that conserves natural resources and protects the environment. All LifeBridge Health representatives are responsible for performing their responsibilities in an environmentally responsible manner, to recycle where practical, and to dispose of all waste in accordance with applicable laws and regulations. Any case of suspected or potential improper storage, handling, or release of hazardous material must be reported to the appropriate safety officer.

#### *Political Contributions*

No funds of any LifeBridge Health company, whether for-profit or not-for-profit, may be contributed to any political campaign, nor may any LifeBridge Health funds be used to

reimburse an individual for political contributions. Any questions regarding political activities or contributions should be brought to the Office of the General Counsel.

## E. EMPLOYER OF CHOICE

### *Discrimination and Harassment*

As provided for in the human resources manual's of the various LifeBridge Health entities, it is LifeBridge Health policy not to discriminate against employees on the basis of race, color, religion, national origin, citizenship status, ancestry, gender, age, marital status, disability, or sexual orientation. At the same time, however, LifeBridge Health will not hire any individual who is not legally eligible to work.

It is the policy of LifeBridge Health to provide its employees with a work environment free of harassing, intimidating, or disrespectful behaviors. All employment actions are to be based on an employee's ability, achievement, experience, and conduct, without regard to race, color, religion, national origin, citizenship status, ancestry, gender, age, marital status, disability, or sexual orientation. Any issues or concerns relating to discrimination or harassment should be brought to the Human Resources Department or the Office of the General Counsel.

### *Fair Labor Standards Act*

LifeBridge Health is committed to complying with the Fair Labor Standards Act. Overtime at a rate of one and one-half an employee's normal pay rate will be paid to nonexempt employees for hours worked in excess of 40 hours in anyone pay period. Non-exempt employees are not entitled to receive compensatory time off. All questions regarding overtime payments should be directed to the appropriate Human Resources representative.

### *Health and Safety*

LifeBridge Health is committed to maintaining an environment that is safe for patients, employees, and visitors. To achieve this goal, LifeBridge Health has instituted policies and procedures to protect employees, patients, and visitors from accidental injuries and exposures to hazardous substances. All representatives of LifeBridge Health are expected to understand and follow these policies and to comply with applicable federal, state, and local occupational health and safety laws, regulations, and standards, including infection and exposure control measures. Supervisors are expected to make sure their employees understand the health and safety standards applicable to their work areas. Anyone who becomes aware of harmful or dangerous conditions should report them to the appropriate safety officer.

### *Employee Information*

Employee data, including personal information, performance appraisals, and salary data, are confidential. Information on employees will only be released as provided for in the policies of the applicable LifeBridge Health company.

### III. MAKING THE LIFEBRIDGE HEALTH INTEGRITY PROGRAM WORK

#### *Personal Responsibility*

The LifeBridge Health Code of Excellence has been designed to serve as a guide to ethical conduct for all representatives of the LifeBridge Health family -- members of the boards of directors, officers of the corporations, members of the medical staffs, employees, and volunteers. All representatives of LifeBridge Health are responsible for understanding and complying with the principles and standards contained in this Code of Excellence. Numerous resources are available to answer questions concerning the Code. In the back of this Code is a card containing company-specific information to assist in identifying additional resources.

The business and affairs of LifeBridge Health are, at all times, to be conducted in a manner consistent with the Code. Failure to abide by the Code of Excellence may constitute grounds for disciplinary action, including possible termination of employment or medical staff membership.

Supervisors and managers have a special responsibility to create and uphold the reputation of LifeBridge Health for integrity and trust and to foster an environment that encourages ethical behavior. To accomplish this, supervisors and managers are to be held accountable for making sure that employees in their area understand and comply with the Code of Excellence and other system policies. All supervisors and managers are expected to be alert for areas of noncompliance, and to take action concerning matters that come to their attention. Supervisors and managers who fail to detect non-compliance within their areas of responsibility will be subject to disciplinary action.

#### *Reporting Violations*

All persons governed by the LifeBridge Health Integrity Program are expected to report improper conduct. Anyone with knowledge or suspicion of any illegal, unethical, or fraudulent activity, or any other activity that is inconsistent with LifeBridge Health policy or the Code of Excellence, should discuss the matter with his/her immediate supervisor or another LifeBridge Health manager.

In the event that an employee is uncomfortable discussing an issue with his/her supervisor or the supervisor cannot provide the appropriate answers, the employee may take the matter to the next management level. If the employee's supervisor or next management level is unable to resolve the issue satisfactorily, the employee may take the matter to any of the following: the appropriate human resources representative, the Office of the General Counsel, the compliance manager for the company involved, or any LifeBridge Health vice president.

#### *Non retaliation*

LifeBridge Health will not tolerate retaliation or retribution against anyone who in good faith reports a legal or ethical concern. Anyone who attempts to retaliate against an employee for good faith reporting of an issue will be subject to disciplinary action, including possible termination of employment.

*Violations of the Code*

Failure to abide by the Code of Excellence or to cooperate with an internal investigation may constitute grounds for disciplinary action, including possible termination of employment.

*Using the LifeBridge Health Integrity Hotline -- 410-601-9700*

Individuals who are uncomfortable discussing an issue with their supervisor or other manager may call the LifeBridge Health Integrity Hotline. The Integrity Hotline is staffed by a member of LifeBridge Health Integrity Office. The Integrity Hotline is staffed Monday through Friday from 8:30 a.m. to 5:00 p.m. At all other times, it will be answered by voice mail. All callers to the Integrity Hotline are protected from any form of retaliation or retribution. LifeBridge Health will protect the caller's anonymity to the extent permitted by law. Anonymous reporting to the Integrity Line is permitted, although not encouraged, as the identity of the caller is often necessary to adequately investigate a report. Callers to the Integrity Hotline will hear a recorded message explaining how the Hotline works, prior to the call being answered.

The Integrity Hotline is not intended to replace the normal reporting process, but is another resource available when an individual is not comfortable addressing the issue through normal channels.

*The Code of Excellence is not to be interpreted as creating a contract between any individual and LifeBridge Health or any LifeBridge Health affiliate. Rather, it is designed to help representatives of the LifeBridge Health family conduct LifeBridge Health activities in accordance with all applicable legal and ethical standards.*