



Code of Conduct

A Code of Business Ethics



Letter from Dr. Robert Kent



One of the most valuable assets of Western Reserve Hospital is our commitment to always doing the right thing – not only with the patients and guests whom we serve, but with each other as well. Our Corporate Ethics and Compliance Code is an important part of this commitment. As members of the Western Reserve Hospital community, we all have a duty to uphold this code, along with our policies and the law, by performing our jobs in an open and honest manner.

The code covers a variety of topics, setting out basic principles to help guide all of us in the attainment of this common goal to always make the right decisions. Please read this document carefully – it is important to understand its contents and apply the principles daily.

Our reputation is upheld and enhanced or diminished by each person's decisions, actions and sense of business ethics, and when we take the time to do what is right, we act with integrity and build trust, making Western Reserve Hospital an even stronger organization.

Thank you for your work toward making that commitment a reality.

Sincerely,

A handwritten signature in black ink, appearing to read "Robert Kent", written in a cursive style.

Robert Kent, DO, FACOI
President and Chief Executive Officer



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Waivers of the Code

Any waiver of a provision contained in this document requires the written approval of the Compliance Department.

In addition, any waiver requested for an executive, officer or director requires the approval of the Western Reserve Hospital Administration and Board.

Introduction to the Code of Conduct

A Code of Business Ethics

Western Reserve Hospital is pleased to provide the Code of Conduct which describes the values and standards we live by. Western Reserve Hospital has a tradition of ethical standards in the provision of healthcare services as well as in the management of its business affairs.

The Code of Conduct supplements the mission, vision and values of Western Reserve Hospital and applies to all who are employed, contracted with us or provide services in our hospital.

As Western Reserve Hospital employees, officers, directors and representatives, it is essential that we commit to complying not only with the letter, but also the spirit of these standards. Although the Code of Conduct covers some examples of ethical and business issues and scenarios, a single document cannot provide all the answers. Additional guidance is provided in the form of policies, procedures, business practices and processes.

Please be aware that just as industry standards and legal and regulatory requirements evolve, Western Reserve Hospital standards, policies and procedures are amended from time to time. For the most current information, you should visit the Western Reserve Hospital internal website, the Employee Gateway. The information you see posted is the most up to date and is considered effective.

Do the right thing

- Read this Code of Conduct.
- If an issue seems unclear, you should seek help from your supervisor. If that does not clear up the matter, you should seek further assistance until the issue is clearly resolved, including calling the Compliance Hotline.

Act with Integrity and in Compliance with the Law

Everyone associated with Western Reserve Hospital works together according to shared values and standards to do the right thing. Our reputation as a leading healthcare hospital depends on each of us making appropriate decisions every day.

What We Expect From Employees

As a Western Reserve Hospital employee, you are expected to be honest, act ethically and demonstrate integrity in all situations. We trust you to do the right thing. The Code of Conduct provides general guidance, but it is not all inclusive. This guidance is not a substitute for reading, understanding and following the hospital policies and procedures, business practices, processes and healthcare laws and regulations.

Most of the time, common sense and good judgment provide excellent guideposts. If an issue seems unclear, you should seek help from your supervisor. If that does not clear up the matter, you should seek further assistance until the issue is clearly resolved, including calling the Compliance Hotline.

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Do the right thing

- Understand and comply with Western Reserve Hospital's commitment to integrity, expectations, standards, policies, business practices and processes, values and any applicable laws and regulations, as well as this Code of Conduct.
- You are responsible for developing skills to recognize and resolve work-related ethics and compliance concerns and demonstrating your commitment to maintaining ethics and compliance in your daily decision-making and conduct.
- Check the Employee Gateway site for the most up-to-date policies and procedures.
- Participate in compliance, regulatory or business ethics training opportunities.
- Ask the difficult questions and challenge each other in a professional and respectful manner to address issues.
- If an issue seems unclear, you should seek help from your supervisor. If that does not clear up the matter, you should seek further assistance until the issue is clearly resolved, including calling the Compliance Hotline.

What We Expect From Our Leaders

As with all of the Western Reserve Hospital employees, we expect our leaders to understand that business results, acting with integrity and complying with healthcare regulations are all essential. To sustain a culture where trust and responsible business conduct is expected, our leaders must be a trusted resource for employees.

Leaders are expected to take ownership of compliance for their areas of responsibility. Identify compliance risks and take prompt action to address them. Ensure your employees understand the laws and regulations with which they should be complying.

Do the right thing

- Lead by example; reinforce with employees that business results are not more important than acting with integrity.
- Make employees available for (and reinforce the importance of) attending compliance, regulatory and business ethics training.
- Consider compliance efforts and results when evaluating and rewarding employees.
- Make sure employees understand their responsibilities and feel comfortable raising concerns without fear of retaliation.
- Deal immediately with business conduct issues and take appropriate action. Resources to assist you include the Human Resources, Administration and Corporate Compliance departments.

What Western Reserve Hospital Expects From Our Business Partners

We require our business partners (board members, medical staff members, allied health professionals, practice employees, volunteers, contracted individuals and groups, vendors, medical residents and students, etc.) interacting with any Western Reserve Hospital entity to observe the same level of integrity, responsible business conduct and compliance with the law as Western Reserve Hospital employees.

Employees should provide such third parties with a copy of the Western Reserve Hospital Code of Conduct.

Question and Answer

Q: I just read an article about some new regulations that will be effective in a few months. We will need to change some of our processes to comply with the new requirement. Our budget is already under pressure, and the new requirements will add more time to our process, negatively affecting our productivity. What should I do?

A: Complying with our legal and ethical obligations is essential to maintaining our business. Sustainable long-term performance requires that business results are achieved in a manner that complies with applicable laws, policies and procedures. Bring the matter to your supervisor's attention.

Q: What should I do if I think someone isn't complying with the Code of Conduct, a regulatory requirement, a law or a policy or procedure?

A: Report your concern immediately. As an employee, it's your responsibility to report any potential violation. You should speak to your supervisor or another member of management. The Compliance Hotline is also available.

Ask Questions, Seek Guidance and Raise Concerns

When you do not know which decision is the best, or if you suspect someone else is not acting appropriately, the best thing you can do is to reach out and check with the resources available to you. It is better to ask the question than to regret the action.

Support to Help You Do the Right Thing

Help is readily available if you have questions, need information or assistance with any aspect of your role or if you believe you should report a potential compliance issue. Western Reserve Hospital has made a variety of resources available to assist you in what is expected in the workplace. This includes, but is not limited to, employee manuals, policies and procedures and education courses.

If an issue seems unclear, your supervisor is your best resource to go to with your questions or concerns. If that does not clear up the matter, you should seek further assistance until the issue is clearly resolved, including calling the Compliance Hotline.

Code of Conduct

Do the right thing

- Don't assume the way things have always been is appropriate.
- Ask questions, seek guidance and raise concerns.
- Use the resources available to you.
- If you suspect or know that someone has violated the Code of Conduct, our policies or any applicable laws or regulations, you must act and report the violation.

Corporate Compliance Department

The function of the Western Reserve Hospital Compliance Officer falls under the title of Compliance Manager. The Compliance Manager is under the administrative leadership of the Western Reserve Hospital Chief Financial Officer, with a direct reporting line to the CEO and Western Reserve Hospital Board. It is their responsibility to maintain and enforce the hospital's Code of Conduct, the Compliance Plan and the Compliance Hotlines, along with partnering with business leaders to identify, assess and address compliance risks.

Phone (330) 971-7219

Mail Western Reserve Hospital Compliance Office

Compliance Hotlines

We encourage calls to report suspected violations of Western Reserve Hospital's Compliance Plan, the Code of Conduct or of federal and state laws and regulations (e.g. improper coding or billing practices, etc.). The Western Reserve Hospital Compliance Plan and Code of Conduct are not intended to handle Human Resource issues such as salaries, wages, benefits and personnel matters. For those issues, you should consult your employee handbook, the Human Resource Policies and/or your Human Resources Representative.

The Compliance Hotline is intended to supplement, not replace, other channels for communicating questions and concerns within the hospital. It should be used when other avenues of communication have been exhausted, or you are uncomfortable with disclosing your identity when reporting a concern.

Western Reserve Hospital Compliance Hotlines:

External Number (866) 265-4575

Internal Number (330) 971-7111 or Ext. 7111

No Retaliation

You can report a violation without worry. If you make a compliance report in good faith, you will not face retaliation. Our policy forbids supervisors and other employees from engaging in retaliatory acts against anyone who reports a violation or cooperates in an investigation of a potential violation or concern. If you believe you have been retaliated against for raising a concern, immediately contact your supervisor, the Human Resource Department, Compliance Officer or the Compliance Hotline.

A Word About Inquiries and Investigations

Western Reserve Hospital handles inquiries and investigations confidentially. The substance of your inquiry and your identity (if you choose to provide your name) are disclosed on a strict need-to-know basis to the extent deemed necessary to conduct a proper investigation and to respond appropriately. When you ask a question, seek guidance or raise a concern, you will receive a response if you have provided the means to do so. If a concern is substantiated, the situation will be resolved through appropriate corrective actions which may include, among other things, clarification of a company policy, additional training, facility or process change and/or disciplinary action.

Do the right thing

- Cooperate during investigations and audits during your employment with Western Reserve Hospital and after your employment ends.
- Tell the truth.
- Do not discuss an investigation or audit with other employees.
- Be forthcoming with information.

Violations

Failure to adhere to Western Reserve Hospital's Code of Conduct, policies and procedures, business practices, processes and applicable laws results from acting outside the scope of your employment or engagement with the organization.

Employees may be subject to discipline, up to and including termination, while business partners may be subject to termination of relationships, breach of contract or legal action. Any person, group or company may also face repayment or restitution, civil fines and criminal penalties.

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Question and Answer

Q: I've been thinking about calling the Compliance Hotline, but I'm not sure if I should. My supervisor told me to do something that I feel is dangerous and may violate a safety regulation. I think I should tell someone who can look into this, but I'm afraid that my supervisor will make my job difficult for me if I do. What should I do?

A: Even in great healthcare facilities, people sometimes do things they shouldn't. You have identified what you believe is a potentially serious matter. If something does not seem right, you should speak up. Your supervisor is often the best place to raise concerns, but because it is your supervisor's request that concerns you, there are other options, including contacting the Human Resources Department, Administration, the Corporate Compliance Department or reporting your concern anonymously through the Compliance Hotline.

The right thing to do is to report your concern. When you do, the situation will be looked into and we will not tolerate your supervisor or anyone else retaliating against you. If you believe you have been retaliated against for raising a concern, you should immediately contact the Compliance Officer or the Compliance Hotline.

Q: If I call the Compliance Hotline to report a concern, will I find out the outcome of the investigation?

A: All calls to the Compliance Hotline are taken seriously and investigated. When you ask a question, seek guidance or raise a concern, you will receive a response if you have provided the means to do so.

Comply with Laws and Regulations

Western Reserve Hospital complies with the laws and regulations that govern our industry.

Healthcare is a highly regulated industry with numerous laws applying to the work that we do. You are responsible for knowing and complying with laws that relate to the performance of your job, whether or not they are specifically addressed in this Code of Conduct. The following are examples of laws or regulations that impact Western Reserve Hospital.

Healthcare Fraud, Waste and Abuse

Fraud includes obtaining a benefit through intentional misrepresentation or concealment of material facts. Waste includes incurring unnecessary costs as a result of deficient management, practices or controls. Abuse includes excessively or improperly using government resources.

Western Reserve Hospital complies with all federal and state regulations to properly ensure the preparation and submission of accurate and complete claims. Western Reserve Hospital will not submit false, fraudulent or misleading information to the

government or any third party payer to obtain payment for a service.

We prohibit any employee, representative or subcontractor from knowingly presenting or causing to be presented claims for payment that are false, fictitious or fraudulent.

All subcontractors who perform billing or coding services must have the appropriate skills, training, quality assurance process, systems, necessary procedures and knowledge of federal and state regulations to ensure that all billings are correct. Western Reserve Hospital is committed to maintaining current and accurate billing.

Do the right thing

- All billings to all payers must reflect truth and accuracy.
- All medical record documentation must be complete, accurate and support the service being billed.
- Western Reserve Hospital will bill only for items or services that are actually rendered.
- Western Reserve Hospital will bill only for those services that are reasonable and necessary for the diagnosis or treatment of the patient's illness or injury. The claim must be supported by the patients' documented medical condition.
- Western Reserve Hospital will properly code its claims to actually reflect the service furnished to the patient consistent with the patient's diagnosis.
- Western Reserve Hospital will avoid duplicate billing for the same services.

False Claims Act [31 U.S.C. § 3729-3733] [18 U.S.C. § 287]

The False Claims Act has both civil and criminal aspects and protects the U.S. Government from being overcharged or sold inferior or non-existent goods or services. It is illegal to submit claims for payment to Medicare or Medicaid or to Medicare Managed Care and Medicaid Managed Care that you know or should know are false or fraudulent. The definition of "knowing" includes not only actual knowledge, but also instances in which the person acted in a way that was in ignorance or dismissal of the truth. No specific intent to defraud is required.

Learn more by reading these policies:

- A. Reporting actual or potential wrongdoing
- B. Non-retaliation non-retribution



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Whistleblower Provision of False Claims Act

One of the unique aspects of the federal False Claims Act is the qui tam provision, commonly referred to as the Whistleblower Provision. This provision allows private citizens to initiate a False Claims Act lawsuit on behalf of the federal government and request the government to join in the suit. The government may or may not intervene. That type of lawsuit is known as a qui tam, and the individual who reports evidence of the crime is a “whistleblower.”

The False Claims Act protects employees from being discharged, demoted, harassed or in any manner discriminated against by their employer because of their participation in or furtherance of a false claims action.

Do the right thing

- Submit bills for services, procedures, tests, supplies or medications prescribed accurately and only for services provided.
- Do not destroy electronic or hard copy records outside of the record retention policy.
- When making revisions to electronic or hard copy medical records, do so in compliance with the policy on addendums and late entries.
- Ensure all orders, tests, procedures, documentation, charges, coding and cost report information submitted to the government or third party payer is completely accurate and not misleading.
- If you discover an error in a claim that has already been submitted, contact your supervisor, the Compliance Department or the Compliance Hotline.
- Record and report only information that is accurate, true and complete.

Anti-Kickback Statute [42 U.S.C.– § 1320a-7b(b)]

In some industries, it is acceptable to reward those who refer business to you. However, in the federal healthcare programs, paying for referrals is a crime. The law prohibits asking for or receiving anything of value in exchange for referrals of federal healthcare program business. Healthcare anti-kickback laws provide important safeguards, and it’s our responsibility to understand and uphold these laws. An example of an illegal kickback is providing a direct, indirect or disguised payment in return for referring patients.

Do the right thing

- We shall not solicit, receive or offer to give anything of value to anyone in exchange for referral of patients.
- Contracts with referral sources shall conform to all applicable laws and will be reviewed by Administration or outside legal counsel prior to being entered into.
- We shall take no action which would otherwise be suspect merely because it appears to be customary in a particular location or particular area of business activity.

Physician Self-Referral Law [42 U.S.C. § 1395nn]

The Physician Self-Referral Law, commonly referred to as the Stark Law, prohibits physicians from referring patients to receive “designated health services” payable by Medicare or Medicaid from entities with which the physician or an immediate family member has a financial relationship, unless an exception applies. Financial relationships include both ownership/investment interests and compensation arrangements.

“Designated health services” are:

- Clinical laboratory services
- Physical therapy, occupational therapy and outpatient speech-language pathology services
- Radiology and certain other imaging services
- Radiation therapy services and supplies
- DME and supplies
- Parenteral and enteral nutrients, equipment and supplies
- Prosthetics, orthotics and prosthetic devices and supplies
- Home health services
- Outpatient prescription drugs
- Inpatient and outpatient hospital services

Whistleblower policies

Human resource prevention of false claims

Human resource reporting, non-retaliation

Compliance plan

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Financial Arrangements with Physicians

All financial arrangements with physicians or other referral sources must be reviewed by administration or referred to outside legal counsel prior to entering into such arrangements. All financial arrangements with physicians or other referral sources must be necessary for legitimate business purposes, set forth in writing at fair market value and signed by all parties involved. Western Reserve Hospital will not pay for referrals, nor will it accept payment for referrals made to other facilities. Western Reserve Hospital will not consider the volume or value of referrals in establishing compensation under their agreement with physician or other referral sources.

These arrangements may also be reviewed by other corporate officers and the Medical Executive Committee as appropriate for compliance with applicable federal and state laws and regulations, as well as HFAP (Healthcare Facilities Accreditation Program).

Do the right thing

- Complete the annual Conflict of Interest questionnaire if required.
- Do not refer patients to a designated health service that you or an immediate family member has a financial relationship with, unless an exception applies.
- If you have questions about laws related to your interactions with physicians, ask your supervisor, Administration or Corporate Compliance who can provide you with answers or additional information.

Exclusion Statute [42 U.S.C. § 1320a-7]

The government maintains a list of individuals/companies that have been determined to be excluded from the ability to participate in federal health care programs. There are numerous reasons why individuals/companies are excluded. Some examples are convictions of criminal offenses, patient abuse, fraud and defaulting on school loans. No payment from any federal health care program will be made for items or services that are provided by excluded individuals/ companies. Western Reserve Hospital cannot employ, contract with or have any services provided by an excluded individual/company.

Do the right thing

- Notify Human Resources immediately if you are currently, or to the best of your knowledge will be in the future, listed by the Federal Department of Health and Human Services Office of Inspector General, or the state excluded provider list, as a person who is excluded from participation in federal health care programs.

Medicare and Medicaid Program Requirements

Western Reserve Hospital physicians and facilities participate in the Medicare program and the Ohio Medicaid program. The rules and requirements of these programs are numerous, and some aspects change frequently. You are responsible for knowing and complying with the program requirements applicable to your role in the organization.

Do the right thing

- Be engaged in your work process; keep up with the dissemination of information on regulatory changes for your area of responsibility.
- Implement any required changes to your work flow, processes, policies or procedures to comply with regulatory changes.
- If you have questions, ask your supervisor who can assist you.

Health Insurance Portability and Accountability Act (HIPAA)

HIPAA regulations, which protect the privacy and security of patient information, apply to all of our interactions with patient information. Patients have the right to expect that their medical information will remain confidential. Under HIPAA regulations and health system operating policies, if you have access to patient information, you need to be thoroughly familiar with HIPAA regulations and the health systems policies and procedures. You must not reveal any personal or confidential patient information unless you have a legitimate business or patient care purpose.



Code of Conduct

Do the right thing

- Be knowledgeable of and comply with Western Reserve Hospital HIPAA Privacy and Security policies and procedures.
- Never use or disclose confidential information in a manner that violates the privacy rights of our patients.
- Only access protected health information that is necessary to perform your job.
- Do not discuss protected health information in public areas such as the cafeteria, elevators or outside of the workplace.
- Personal use of computer systems should be limited and must not interfere with hospital duties or business, or cause additional expense to Western Reserve Hospital.
- Don't visit inappropriate web sites.
- Never leave your unattended workstation unlocked.
- Don't share passwords or post them where others can find them.
- Never attempt to circumvent or subvert security or monitoring mechanisms.
- Always report incidents and suspicious activity.
- If you have HIPAA-related questions, contact your supervisor, the HIPAA Privacy Officer at (330) 971-7184 or HIPAA Security Officer at (330) 971-7456 at Western Reserve Hospital.

Antitrust

Generally speaking, antitrust and competition laws constrain or prohibit discussions or agreements among competitors that restrain trade. This can include discussion about past, present or future prices, bids, terms or conditions of sale and territorial markets.

Western Reserve Hospital employees and representatives are prohibited from engaging in the following:

- Agreements with competitors to fix prices, allocate markets, rig bids or engage in collusion (including price sharing).
- Boycotts or refusals to deal with suppliers, payers or vendors, including certain exclusive dealing and price-discrimination agreements.
- Unfair trade practices, including bribery, misappropriation of trade secrets, deception, intimidation and similar unfair practices.

Do the right thing

- Exercise caution when talking with a competitor; be alert to improper discussion when attending industry meetings or functions.
- Question how any information about a competitor was obtained and whether the information is confidential.
- Do not acquire competitive intelligence through improper means.
- Seek guidance from the compliance or administration departments whenever you have any questions or are unsure about a situation involving a competitor.

State Laws and Regulations

The state of Ohio has also adopted similar laws that apply to the provision of healthcare services provided at Western Reserve Hospital. It is the responsibility of all employees to comply with applicable federal and state laws, regulations and Western Reserve Hospital policies and procedures that relate to your duties as an employee.

If an issue seems unclear, you should seek help from your supervisor.

Do the right thing

- Be engaged in your work process; keep up with the dissemination of information on regulatory changes for your area of responsibility.
- Implement any required changes to your work flow, processes, policies or procedures to comply with regulatory changes.
- If you have questions, ask your supervisor who can assist you.

Licensure or Certifications Related to Your Job Responsibilities

All employees who have made application for employment for a position requiring licensure, registration or certification by the state of Ohio must possess a valid, current license, registration or certification. At the time of renewal of licensure, registration or certification, employees are required to provide verification to their supervisor.



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Do the right thing

- You are responsible for timely completing the requirements to maintain your licensure or certification.
- Provide verification of your license or certification renewal to your supervisor prior to license or certification expiration.
- If you or your company have had any action taken against your license, have been excluded from participation in a federal healthcare program or have been found guilty, pled guilty or no contest to a criminal violation, you must notify your supervisor or Human Resources immediately.

Political Activity

Western Reserve Hospital is not permitted to engage in excessive lobbying activities at the state or federal levels, nor may its assets be used to support or oppose political candidates. While employees are encouraged to participate in federal, state and local government, they must be sure their activities are not viewed as activities taken on behalf of Western Reserve Hospital. Further, employees will not be reimbursed by the system in any manner for their involvement in political activities.

Government Officials

Western Reserve Hospital is committed to complying fully with the law and cooperates with any reasonable demand made by a government representative. If any employee receives an inquiry, subpoena or other legal document regarding Western Reserve Hospital business, whether at home or in the workplace, from any governmental agency, the employee must notify his or her supervisor and a member of administration immediately.

During a government investigation, inquiry or inspection, you must never conceal, destroy or alter any documents, lie or make misleading statements to the government representative. You may not cause another employee to provide inaccurate information or obstruct, mislead or delay the communication of information or records relating to a possible violation of law.

Question and Answer

Q: Whose responsibility is it to understand the laws and regulation in my work area?

A: It is the responsibility of all employees to comply with applicable laws, regulations and Western Reserve Hospital policies and procedures that relate to your duties as an employee. If an issue seems unclear, you should seek help from your supervisor.

Q: Where can I find Western Reserve Hospital's policies?

A: On the Western Reserve Hospital intranet, Employee Gateway.

Q: What is meant by kickbacks or incentives for patient referrals?

A: Anything of value flowing to someone who refers or is in a position to influence referrals may constitute a kickback. Examples include excessive discounts, supplies and equipment, gifts, writing off accounts receivables, professional courtesies, leases at less than fair market value, etc. If there are any questions about this, you should speak with your supervisor, administration or the compliance department.

Q: What do I do if I'm at a meeting with competitors and an improper discussion about anti-competitive matters takes place in a group setting?

A: You must immediately object to the subject and end the discussion. This may require you to leave the room if the improper discussion continues after you object.

Even after stating an objection, failure to withdraw from the group could be used to support an argument that an agreement existed if the improper discussion is continued. Any improper discussions should be promptly reported to administration or the compliance department regardless of the steps you took to object.

Q: I am active in political campaigns and have given donations in support of various candidates. Is this a conflict with my position at Western Reserve Hospital?

A: As long as you are contributing your personal time and money to public campaigns, there is no problem with your position. The time you contribute must not be part of your normal business hours and in no way can it be inferred that Western Reserve Hospital is contributing to the campaign. Any money that is contributed must be given by you personally and not reimbursed or paid directly by Western Reserve Hospital funds.

Q: Recently, someone in my department made a mistake and sent a patient's information to the wrong person. Should I report this as a potential HIPAA violation?

A: Yes. Any potential HIPAA violation must be reported to protect the privacy of the patient's information. Western Reserve Hospital is required to determine if any harm (financial or reputational) may result from the mistake and protect the patient from the harm to the extent possible. Please notify the entity HIPAA Privacy and/or HIPAA Security Officer.

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Avoid Conflicts of Interest

We make decisions based on sound business judgment and unclouded by any personal interest, relationship pressure or potential for personal gain.

Conflicts of Interest

A conflict of interest arises when your outside personal, financial, political or social interests or activities have the potential of making it difficult to perform your work in the best interest of Western Reserve Hospital. You must avoid situations that conflict, or could have the appearance of conflicting, with the best interests of Western Reserve Hospital. Conflicts of interest can occur in a variety of ways; however, the following situations can often produce conflicts of interest and should be carefully analyzed:

- Doing business with family or close friends.
- Hiring consultants, agents and other third parties with whom you have a personal relationship.
- Accepting entertainment or gifts from people or entities with which we do business.

Annually, the Conflict of Interest Questionnaire is presented for completion to all Board Members. At the time of appointment and reappointment, the Conflict of Interest Questionnaire is presented for completion to employed physicians, physicians in leadership positions, physician investors, contracted physicians and physician members of committees with purchasing decision making roles. The questionnaire is a required element to continue your position as a leader or contractor with Western Reserve Hospital. If a situation arises throughout the year that presents an actual or potential conflict, you are obligated to report it immediately.

If you do not receive the annual questionnaire but you have an actual or potential conflict of interest, you are obligated to report it immediately to your supervisor or to the hospital Compliance Officer/Manager.

Do the right thing

- The best way to avoid a potential conflict of interest is to ask questions and address any situation that has the potential to be misinterpreted by others.
- If you're unsure about what poses a conflict of interest, talk with your supervisor or the Compliance Department.
- Make decisions in the best interest of Western Reserve Hospital.
- Resolve conflicts of interest in an open, transparent manner.
- Timely submit the annual conflict of interest questionnaire and immediately report any situation that arises that presents an actual or potential conflict of interest.



Receiving and Offering Gifts and Gratuities

The rules for gifts and gratuities put precautions in place to prevent any impropriety or damage to Western Reserve Hospital's reputation, which is central to preserving our integrity. The basic rule is simple: Never accept a gift, favor, service or entertainment if your acceptance could be viewed as influencing a business decision or action.

Use good judgment about accepting gifts. Only gifts that are ordinary, customary expressions of social or business friendship or courtesy (meals, entertainment, golf, etc.) may be accepted. Avoid accepting anything with more than a small value (\$100). If possible, share any gifts with your coworkers. The following items shall never be accepted: money and travel that is not business related. All site visits to be paid for by vendors are to be approved by the director of materials management and administration.

In addition, employees and directors of Western Reserve Hospital may not attempt to influence the decisions of others by offering them money, services or other things of value.

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Question and Answer

Q: A vendor has offered to send me to a really interesting seminar. Can I go?

A: You should not accept the vendor's offer to pay your way to the seminar as it could be construed as a gift or inducement. If your supervisor feels the seminar is worthwhile and affordable, Western Reserve Hospital may send you but will pay for your expenses rather than the vendor.

Q: I am a full-time employee of Western Reserve Hospital. I've been asked to consult with another healthcare company using the skills I use in my job with Western Reserve Hospital. Is that a conflict of interest?

A: You can work a second job without a conflict of interest so long as the second job does not interfere with your responsibilities at Western Reserve Hospital (e.g. you are able to continue to dedicate necessary time and attention to your Western Reserve Hospital job, you are not competing with Western Reserve Hospital, you do not use the assets or confidential information of Western Reserve Hospital etc.). Since you are a full-time employee and would be using the same skills you use in your job with Western Reserve Hospital, there is a potential for a conflict of interest. The best way to avoid a conflict is to talk with your supervisor before accepting any outside employment or consulting arrangement.

Q: As a supervisor, I have been offered a computer and software free if I sign a contract with a certain vendor. I thought it would be a way to increase efficiency and get a good deal on the items that we need. Is this a problem?

A: This is not allowed by Western Reserve Hospital. It could be seen as an inducement or gift.

Intellectual Property and Proprietary Information

The information and ideas of Western Reserve Hospital are important to our success.

Western Reserve Hospital Intellectual Property and Proprietary Information

Information pertaining to our competitive position or business strategies, payment and reimbursement information and information relating to negotiations with our workforce or third parties should be protected and shared only with those who need to know such information in order to perform their job responsibilities. This type of information may only be disclosed to other parties internally or externally with the specific authorization of Western Reserve Hospital management.

Information received in confidence is not to be used for personal gain.

Copyright Laws

Western Reserve Hospital employees and representatives shall not reproduce any copyrighted materials without the express permission of the copyright holder. Copying copyrighted works, even for internal distribution, can lead to substantial organizational and personal liability for copyright infringement. Copyrighted works include, but are not limited to, printed articles from publications, magazines, books, television and radio programs, videotapes, musical performances, photographs, training materials, manuals, documentation, surveys, software programs and databases. In general, the laws that apply to printed materials are also applicable to all other media, including visual and electronic media such as diskettes, CD-ROM, DVD, and Internet pages.



Code of Conduct

Software Licensure

All software used in connection with Western Reserve Hospital business must be properly licensed and used in accordance to that license.

Do the right thing

- Do not load personal computer software programs onto Western Reserve Hospital owned-computers.
- All software requests should go through the routine budgeting and Information Technology and Services processes.
- If you are unsure if material you would like to share is copyrighted, please ask your supervisor.
- Do not share Western Reserve Hospital intellectual property or proprietary information without management's approval.

Personal Use of Organizational Resources

Western Reserve Hospital assets are to be maintained and used for business-related purposes. Unauthorized use, such as taking or borrowing Western Reserve Hospital equipment, supplies, materials or services, is prohibited. Personal use of any hospital asset without prior supervisory approval is forbidden. Unauthorized removal of Western Reserve Hospital property and unauthorized or inappropriate use of Western Reserve Hospital supplies, equipment and/or services are offenses that may result in immediate termination. Community or charitable use of Western Reserve Hospital resources (including employee time, information and telephone) must be approved in advance by a supervisor. Use of Western Reserve Hospital assets for personal financial gain is not permitted.

Question and Answer

- Q: I am aware that some people in our department have copied software that they did not purchase onto their computer hard drives at work. Is there anything I should do if I am aware that this is happening?
- A. Yes, you should remind the employee that copying someone else's licensed software without written permission is not legal and may result in financial penalties, in addition to disciplinary action by Western Reserve Hospital. If the employee refuses to remove the software from the hard drive, you should report the matter to your supervisor. The supervisor should be made aware so that if something happens in the future, it is known about.



Record Accuracy

We maintain a high standard of accuracy and completeness in the documentation and reporting of all our financial records. These records serve as a basis for managing our business and are important in meeting our obligations to patients, employees, suppliers and others. These records are also necessary for compliance with tax and financial reporting requirements.

Accounting and Financial Responsibility

Western Reserve Hospital is committed to the highest standards of business ethics and integrity, and to maintaining the integrity and accuracy of its books, records and accounts. This requires every employee to record and report information accurately and honestly, including accurate reporting of time worked, business expenses incurred, revenues and costs and other business-related activities.

Western Reserve Hospital records must accurately reflect the assets, liabilities, revenues and expenses of Western Reserve Hospital. All company records are subject to audit, and financial records are to be maintained in accordance with generally accepted accounting principles, as well as with all applicable federal, state and local laws.

As Western Reserve Hospital receives reimbursement under government programs, it is required to submit reports to government agencies on the costs of our operations. Western Reserve Hospital commits to complying with all federal and state laws, regulations and policies defining allowable costs and appropriate methodologies to claim reimbursement for services provided.

Do the right thing

- Record and report all information accurately and honestly.
- All employees are to accurately report their time worked.
- If you have any questions regarding generally accepted accounting principles, or the federal, state and local laws regarding your job duties, ask your supervisor.

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Question and Answer

- Q: How often do the hospitals have to submit cost reports to the government?
- A: It is an annual requirement to submit a Medicare cost report and a separate Medicaid cost report.
- Q: I have heard we have external auditors on site – are they investigating us for a problem?
- A: Western Reserve Hospital has a contract with an external auditing firm to complete routine audits of multiple aspects of our business to ensure our systems and processes are functioning as we intended. They validate our financial reporting to ensure its accuracy.

Relationships with Patients

Western Reserve Hospital is committed to providing the highest quality of care and delivering services in an ethical, professional manner. We shall provide high quality care to all patients without regard to race, creed, age, gender, religion, national origin or disability.

We shall treat all patients with dignity, respect and compassion at all times. We will honor the patient's right to give informed consent. We understand that informed consent is a continuing process and not just a form.

We shall honor the right of patients, or their legal designees, to participate in decision making regarding their care, including refusing treatment to the extent permitted by law and being informed of the consequences of such action.

To avoid compromising the quality of care, clinical decisions including tests, treatments and other interventions are based on identified patient healthcare needs. The plan of care is developed by a team of healthcare professionals based on the acuity of the patient's condition.

EMTALA

Emergency Medical Treatment & Active Labor Law

Any patient who comes to our Emergency Department requesting examination or treatment for an emergency medical condition is entitled to, and shall be provided with, an appropriate medical screening examination. This exam will be performed by a qualified medical practitioner regardless of the patient's ability to pay for the services. If it is determined that an emergency medical condition exists, the facility shall provide treatment to stabilize the emergency medical condition (within the capabilities of the facility), or provide an appropriate transfer to another medical facility in accordance with Emergency Department policies and procedures. Emergency medical treatment should not be delayed in order to inquire about the patient's method of payment, or to seek authorization from the patient's insurance carrier for screening or stabilization services.

Admission, Transfer, Discharge

Admissions, transfers and discharges are conducted in a medically appropriate and ethical manner, and in accordance with local, state and federal laws and regulations. Western Reserve Hospital does not base admission or transfer policies on patient or hospital economics.

Patient Freedom of Choice

Patients always have the freedom to choose their care provider. While we can and should properly promote Western Reserve Hospital programs and services, we will never restrict in any way the patient's freedom to choose a home health agency, DME supplier, long term care facility or any other provider to meet their medical needs.

Do the right thing

- Do treat patients who come to the emergency department requesting an exam, regardless of their ability to pay. No employee or representative of the hospital shall turn away a patient for lack of health insurance coverage or other inappropriate criteria.
- Do provide high quality care to all patients, regardless of age, race, gender, ability to pay, sexual orientation, religion, creed, color or medical condition.
- Do follow Western Reserve Hospital policies and procedures related to admissions, transfers, discharge and patient's freedom of choice.

Question and Answer

- Q: My patient does not speak English. How am I supposed to communicate?
- A: The hospital has access and a process to obtain interpreters. It is the caregiver's responsibility to ensure that every attempt is made to find a means of communication.

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Relations with Vendors and Subcontractors

Good relations with subcontractors and vendor representatives are important for being successful in the procurement of goods and services. Contacts with sales people and subcontractors add to the basis upon which public opinion about Western Reserve Hospital is formed. For these reasons, Western Reserve Hospital employees should always treat subcontractors and sales people with fairness and integrity. Western Reserve Hospital purchasing and subcontracting decisions are based on objective criteria, not on personal relationships or friendships. Objective decision-making considers factors such as quality, design, price, consistent and timely delivery, adherence to schedules, service and maintenance of adequate sources of supply.

The following values should always be observed in evaluating and awarding bids, in administering contracts and in conducting subcontractor/vendor relations:

- Keep all competition open and fair.
- Be truthful in all verbal and written transactions.
- Respect the confidentiality regarding quotes and other information provided by vendors or subcontractors.

In turn, all sales people must sign in through purchasing before meeting with hospital personnel. Subcontractors and vendors are expected to conduct themselves in accordance with the same values.

Do the right thing

- Treat vendors and subcontractors with fairness and integrity.
- Be truthful in all verbal and written transactions.
- Base purchasing and subcontracting decisions on objective criteria.

Question and Answer

Q: A vendor keeps showing up unannounced in my department, and they are not wearing the badge given to them in purchasing when they sign in properly. What can I do about it?

A: Ask the vendor if they are aware of Western Reserve Hospital's process to register with the material management department prior to calling on departments. Send the vendor to the material management department.

Marketing Practices

Marketing practices are conducted with truth, fairness and responsibility to patients, the community and the public at large. All information issued (including information on the Western Reserve Hospital website) will be accurate at the time of publication and will not be presented in an intentionally misleading manner. Western Reserve Hospital will not purposely misrepresent its services, supply needs or any other aspect of its business.

Western Reserve Hospital may engage in marketing and advertising activities to educate the public by providing information to the community, increase awareness of our services and recruit employees. We will present only truthful, informative and non-deceptive information in these materials, our website and/or other electronic publications and announcements. We will comply with applicable federal and state laws and, as relevant, professional ethical guidelines related to marketing, advertising and communication activity. You may not consent to allowing a third party (i.e. vendor) to use or associate Western Reserve Hospital's name, symbols, logos or trademark in an advertisement, press release, marketing material or website without the prior consent of the marketing and corporate communications department. Advertising relating to clinical trials will be conducted consistent with regulatory requirement and in compliance with Western Reserve Hospital policies.

Do the right thing

- Information represented in Western Reserve Hospital marketing and communications material will be truthful and informative.
- Follow Western Reserve Hospital's brand standards for creating and using materials.

Question and Answer

Q: I would like to market an existing service. Who should I call?

A: Contact the Marketing and Corporate Communications team



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Research

Western Reserve Hospital is committed to responsible conduct of research and to invest in educational programs that prepare researchers, staff and students. Research undertaken by our physicians and professional staff is conducted within legal and ethical standards. We are committed to research integrity in disseminating appropriate, valid scientific results in accordance with applicable regulations and guidelines.

All human subject research proposals must be approved by the Institutional Review Board that is contracted to provide oversight responsibility for the research project. Any employee or physician engaging in human subject research must do so in conjunction with Institutional Review Board approval and consistent with hospital policies and procedures governing human subject research.

Research misconduct is not tolerated. Researchers who falsify or change results, copy results from other studies without performing or citing the applicable research, fail to identify and deal appropriately with conflicts of interest, fail to strictly follow study protocol, fail to actively protect the rights of research subjects or proceed without review board approval will be appropriately investigated and sanctioned as necessary.

Physicians participating in research activities involving human subjects are expected to fully inform patients of their rights and responsibilities related to participating in the research or clinical trial. All personnel applying for or performing research of any type are responsible for maintaining the highest ethical standards in any written or oral communications regarding their research projects, as well as following appropriate research regulations and guidelines.

As in all record keeping, our policy is to submit only true, accurate and complete costs related to research grants.

Do the right thing

- Obtain approval from the Institutional Review Board for all human subject research projects prior to initiating them.
- Conduct all research with integrity and in accordance with federal regulations, Institutional Review Board approval and study protocols.
- If you participate in research, have knowledge of research policies and procedures and participate in research education.

Question and Answer

Q: I have been asked to assist with a research study, but I am not familiar with the study's protocol. Where can I find it to review and educate myself?

A: The Principal Investigator of the study has the parameters in writing. Please request a copy from the Principal Investigator or the Institutional Review Board Coordinator before you provide any services or assistance with the study.

Students, Residents, Fellowship

We will conduct our training programs, including residency and fellowship programs, in accordance with applicable requirements for supervision, billing and evaluation of trainees. The attending physician or supervisor has both an ethical and legal responsibility for the overall care of the individual patient and for the supervision of the trainees involved in patient care and clinical research activities.

The supervisory staff, including attending physicians, must ensure that the level of responsibility given to a trainee is appropriate based on each trainee's skills and ability, and that the documentation of such supervision is consistent with all applicable requirements.



Code of Conduct

Safety and Environmental Preservation

The Environment, Medical Waste and Hazardous Materials

Western Reserve Hospital is committed to protecting the environment. Although Western Reserve Hospital business may affect its surroundings in many ways, Western Reserve Hospital's primary environmental impact lies in the management of medical waste and other hazardous materials and, to a lesser degree, in air emissions from pollutant sources and waste water discharges. Every hospital employee is responsible to safeguard patients, fellow employees, the community and the general environment from harm. Western Reserve Hospital complies with all applicable occupational health (OSHA), environmental and waste management (EPA) laws and regulations, and cooperates with local, state and federal agencies in their inspection and enforcement activities.

Safety

High-quality healthcare can only be provided in an environment free from identifiable hazards to Western Reserve Hospital patients, staff and visitors. Each hospital employee is required to observe completely all relevant laws and regulations, as well as the physical environment standards set by HFAP. Requests from regulatory agencies shall be referred to the Safety Officer.

Do the right thing

- Everyone within the hospital has an obligation to maintain a safe working environment, not only for themselves and their co-workers, but also for anyone entering Western Reserve Hospital property.
- Know where personal protective equipment and other equipment is located and how to properly use it.
- Employees are expected to know and to use specific safety policies, procedures and resources related to their individual jobs.
- All hospital employees should immediately report to their supervisor any injury to an employee, or any injury or unusual occurrence to patients or others.
- No one may use tobacco products in any Western Reserve Hospital building or outside any building entrance.

Question and Answer

Q: I believe the supervisor could be violating environmental laws and not following our policies and procedures. How should I report my concerns if I have addressed it with my supervisor already?

A: If you believe in good faith that your supervisor is not in compliance with environmental laws, report it up the chain of command to the Safety Officer or by calling the Compliance Hotline.

Harassment

All Western Reserve Hospital employees, patients and representatives have the right to an environment that is free of violence and harassment. Degrading or humiliating jokes, slurs, intimidation or other harassing conduct is not acceptable.

We will not tolerate a hostile work environment under any circumstances, regardless of whether the behavior takes place before, during or after normal working hours; inside or outside of the workplace.

All forms of sexual harassment or inappropriate behavior are prohibited. Sexual harassment includes but is not limited to unwelcome sexual advances, requests for sexual favors in conjunction with employment decisions or verbal or physical conduct of a sexual nature.

An employee having knowledge of any alleged harassment is responsible for reporting it to the supervisor and/or the Human Resource Department immediately. Such reports will be held in confidence, and the employee will be protected from harassment or retaliation for reporting this misconduct. Western Reserve Hospital will investigate all claims of harassment and take immediate and appropriate remedial action.

Do the right thing

- Do not participate in degrading jokes, harassing or intimidating behaviors.
- If you are the victim of harassment, report it immediately to one of the following individuals: the supervisor of the harasser, the department director and Human Resources.

Question and Answer

Q: What is meant by sexual harassment?

A: Sexual harassment can be described as aggressive sexual behavior that has been demonstrated to a person who has not suggested or encouraged the behavior. It can be sexual jokes, advances, demands or suggestions. If you have been the subject of this type of behavior, please notify your supervisor or Human Resources. This behavior is not tolerated at Western Reserve Hospital. Allegations will be investigated confidentially, and offenders will be appropriately disciplined.



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