

Values that *Empower*

OUR CODE OF CONDUCT

 ScionHealth



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Empowering the *Hands that Heal*

A Message from Leadership

We want every team member to be proud to work for ScionHealth and feel empowered to make the right choices for themselves and the patients and communities we serve. Our high ethical standards are at the core of what we do and who we are.

ScionHealth was founded to provide innovative care solutions that cultivate a positive patient experience. Essential to this is our organization's values-based Ethics & Compliance Program. In fulfilling our purpose of empowering the hands that heal, we strive to deliver compassionate care and put our caregivers at the forefront of everything we do. Our Ethics & Compliance Program is integral in achieving these objectives.

Our Code of Conduct offers guidance to ensure our work is performed in an ethical and legal way and emphasizes our organizational values and culture. Our Code provides answers to questions about how we should act in and out of the workplace. Please take time to review it thoroughly and consult it regularly. Your dedication to both its spirit and its specific requirements is vital to ScionHealth's success and positive reputation in the healthcare industry.

Among our values and behaviors are showing courage and speaking up. If you come across any situation that you feel may be in violation of the Code, we encourage you to live our values and behaviors: Show courage, speak up, and do so without delay. Know that you are empowered, your voice is valued, and we do not tolerate any form of retaliation for raising concerns.

We are committed to ensuring our actions reflect our words. To that end, we thank you for living our values as you serve our patients and communities.

Sincerely,



Rob Jay
CEO
ScionHealth



Jennifer Mason
SVP, Chief Compliance
& Privacy Officer
ScionHealth



Throughout our Code of Conduct, when we refer to "ScionHealth", we are referring to the Support Center and all of our facilities and work locations. We expect employees, medical staff, board members, contractors, students/residents, and anyone acting on ScionHealth's behalf to abide by it.

Our Values. Our Behaviors.

How ScionHealth Team Members Show Up

The word "scion" means a young shoot or twig of a plant, especially one cut for grafting or rooting. ScionHealth was formed from distinguished and powerful legacy organizations with the expectation that it will evolve, develop, and thrive by putting its people first, showing great courage, and thinking differently about how we serve our patients and communities. We empower our caregivers to do what they do best by embracing our values and modeling the related behaviors. Our Code serves as a reference to help you to do so.



Value Every Voice

- Care deeply for every patient and each other
- Intentionally include diverse voices
- Create space for celebration and fun



Show Courage

- Speak up when something is not right
- Run toward the challenge, not away from it
- Roll up our sleeves and find a way



Lean Into New Ideas

- Encourage critical thinking
- Embrace curiosity and question-asking
- Learn from feedback and failure

Our Responsibilities and the Unique Roles We Play

Being part of the ScionHealth team means that we are intentional about living our values and our commitment to compliance, innovation, and quality. Depending on the role we play, we:

Team Members

Think critically and include diverse voices to drive our business forward.

Leaders

Lead our team members with humility and encourage curiosity and responsibility.

Students and Volunteers

Learn our values and expectations, and be respectful to our patients.

Contractors and Vendors

Enable our business while meeting our values and expectations.

Medical Staff

Provide compliant, high-quality and safe care for our patients.

Board Members

Guide our business to succeed and positively impact our society.

SPEAK UP *Show Courage*

It's OK to SPEAK UP if you're uncertain. It's not OK to be unsure and remain silent. Always seek guidance when you have questions. Email us at courage@scionhealth.com or call us at (833)3COURAGE





Apply our Values and Behaviors in Ethical Decision-Making

When faced with an ethical question or a situation that is unclear to you, ask yourself the following questions:

- Does it promote caring for patients or fellow team members?
- Does it seem like the right thing to do?
- Do I know that it is legal and consistent with ScionHealth's values, policies and procedures, and the Code?
- Would I be proud if my actions were shared in the news or on social media?
- Would I feel comfortable discussing my actions with my family?
- Would I stake my reputation on it?
- Does it build trust in ScionHealth and its affiliated facilities?

YES — **NO**

If the answer to all of these questions is YES, proceed with confidence.

If the answer to any of these questions is NO, the action could have serious consequences and you should pause related decision-making and seek guidance.

Show courage by working with your leader, Legal, and Ethics & Compliance to get clarity and, if necessary, come up with a new, workable solution.

Value Every Voice: *Valuing Our People*



Care deeply for every patient and each other • Intentionally include diverse voices
Create space for celebration and fun

Diversity & Inclusion

At ScionHealth, we know that excellent patient care starts with excellent teams. Excellent teams are diverse and embrace inclusion. *Diversity* in the workplace means welcoming differences among team members with respect to, but not limited to age, class, ethnicity, race, gender identification, sexual orientation, health, and physical and mental abilities. *Inclusion* is the act of creating work environments in which any group or individual can be, and does feel, welcomed, respected, supported, and valued to fully participate. When team members feel valued, we create a workplace where we want to invest ourselves and stay for years to come. Below are some questions we should ask ourselves to ensure we value every voice every day:

- Whose voice is not included in our team or meetings?
- How can we be more welcoming to new team members?
- Is everyone included in team or organizational events?
- Are we sensitive to cultural norms, expectations, and ways of communicating?
- Are we aware of our own unconscious and conscious biases?

Q: What is unconscious bias?

A: Unconscious biases are stereotypes and prejudices each of us have about certain groups of people. These biases can come from our upbringing, friends, social media, etc. Some potential biases include gender, age, name, physical appearance, and authority.

Example

People of certain upbringings and/or generations may have an authority bias, or a tendency to believe in authority figures and, in turn, follow directions blindly. To avoid leaning too heavily into this bias, it's important to recognize the importance of asking your manager or leader questions when you're not sure about the path forward.

Harassment-Free Workplace

Each ScionHealth team member has the right to work in an environment free of harassment and disruptive behavior. We do not tolerate harassment by anyone for any reason, including harassment based on the diverse characteristics or cultural backgrounds of our coworkers. Inappropriate jokes, slurs, intimidation, or other harassing conduct is not acceptable in our workplace.

Sexual harassment is prohibited. This includes unwelcome sexual comments, advances, or requests for sexual favors in conjunction with employment decisions. In addition, verbal or physical conduct of a sexual nature that impacts a team member's work performance or creates an intimidating, hostile, or offensive work environment for the recipient is not tolerated at ScionHealth.

Harassment also includes incidents of workplace violence such as robbery and other commercial crimes, stalking, hate crimes, terrorism, or violence directed at leaders or ScionHealth. Team members who observe or experience harassment of any type should raise concerns to their leader, the Human Resources team, the local Ethics & Compliance Officer, or ScionHealth's Speak Up Line.

Team Member Health, Safety, and Privacy

The health and safety of our team members, including the safeguarding of their information, are top priorities for ScionHealth. We comply with all government rules and regulations, ScionHealth policies, and required facility practices that promote the protection of workplace health, safety, and privacy. It is vital that we are familiar with, and understand, how these may impact our job responsibilities and seek advice from our leaders, Safety Officers, Facility Privacy Officers, or the Human Resources or Ethics & Compliance teams if we have questions or concerns.

Every team member is responsible for immediately notifying his or her leader or the facility Safety Officer of any actual or potential workplace injury so steps can be taken to resolve the issue. Similarly, contact your Facility Privacy Officer or the Ethics & Compliance team if you are concerned that your information has been used, managed, or accessed inappropriately.

In addition, we are committed to addressing team member mental and physical health outside of the workplace and have established team member health and wellness programs, including our Healthy Steps and Employee Assistance programs. Team members can learn more about these programs at www.scionhealthforme.com or by contacting the Human Resources team.



SPEAK UP *Show Courage*

It's OK to SPEAK UP if you're uncertain. It's not OK to be unsure and remain silent. Always seek guidance when you have questions. Email us at courage@scionhealth.com or call us at (833)3COURAGE.

Value Every Voice: *Valuing Our Patients*

Our ultimate goal – zero patient harm – will help to make us the provider of choice for the communities we serve.

Our Commitment to Quality

As we serve our patients and communities, we strive to be a national leader in patient quality and safety. Recognizing that psychological safety for the entire healthcare team is required to achieve our goal, ScionHealth's National Quality Program offers caregivers foundational tools to drive high reliability, empowering them to show courage, speak up, and foster a culture of openness and responsiveness. The National Quality Program's focus areas, or ScionHealth Six, are:



Safe



Timely



Efficient



Effective



Patient
Centered



Equitable

Our measured focus on the ScionHealth Six will drive us closer to our ultimate goal of zero patient harm, making us the provider of choice for the communities we serve.

Q: I am a nurse in one of our facilities and was starting an IV for one of our diabetic patients. Before starting the infusion, I noticed that the Pharmacy had sent Dextrose instead of Saline, which would cause significant harm if given to this patient. What do I do?

A: Great job on paying attention to detail and recognizing a mistake. Do not proceed with anything that you know or believe might be harmful to a patient. To promote the high-reliability culture we strive to have, it is critical that you also show courage and report this "near miss" by letting your leader know, using your facility's risk reporting software, or reaching out to our Speak Up Line at **1(833)3COURAGE or via email at **courage@scionhealth.com**.**

By promptly speaking up, even when you've caught a possible error, you help our Clinical Operations team identify opportunities to enhance the quality of care we provide and improve outcomes for our patients.



Our patients come first, always.

Equitable Care and Patient Rights

We are committed to providing equitable care, meaning providing care that does not vary in quality or approach because of personal characteristics such as gender, ethnicity, religion, geographic location, sexual orientation, and education and/or income level. We strive to equip all caregivers with the knowledge and tools necessary to provide our patients with equitable care. We must all:

- Treat patients respectfully and consistently regardless of their personal characteristics;
- Create a care environment in which we respect the diversity within our patient population;
- Ask, listen, and learn how cultural factors should be considered in the individualized care of our patients; and
- Exhibit a humble, respectful, and unbiased approach toward patients of various cultures.

Further, we encourage the involvement of patients and their families in all aspects of care. Patients, their family members, and other caregivers are vital participants in the care and discharge process; therefore, we give priority to their choices whenever possible. We provide a written statement of rights to patients and families at the time of admission. At the same time, we must follow our policies on informed consent, advance directives, discharge planning, patient privacy rights, and patient participation in the care plan. ScionHealth also works to provide patient health and wellness programs as part of our overall effort to improve the quality of life for our patients and communities.

Timely reporting of potential privacy and security concerns to the Ethics & Compliance team is essential to ensure we comply with the various federal and state laws that apply to our business.

Safeguarding Our Patients' Information

Our patients trust us, not only with their care, but also with their personal information, including Protected Health Information (PHI). If your role requires that you access such information, you have a responsibility to use and disclose it only as necessary to perform your responsibilities and to protect it from possible inappropriate use or disclosure.

We comply with all applicable state and federal laws as they relate to safeguarding our patients' information, which means that you must:

- Access or use only information necessary to perform your role;
- Never share PHI with anyone, within or outside of ScionHealth, unless there is a business or healthcare need to do so;
- Never disclose confidential information, including photos, on social media and always be careful to not discuss confidential information in any public area where others may be able to overhear you;
- Never use software, online messaging applications, or other applications that are not approved for business use;
- Familiarize yourself with and follow all applicable ScionHealth Privacy and Security policies and procedures; and
- Promptly report any known or suspected Privacy and Security policy violations to your Facility Privacy Officer or the Ethics & Compliance team. Reporting privacy concerns immediately is especially important. There are state and federal notification timeliness obligations that we must follow, so the sooner the Ethics & Compliance team becomes aware of a concern, the better.



Q: I noticed a patient's family member recording with her iPhone while she was walking through the hallway of our facility. How should I handle this situation?

A: If you are comfortable doing so, politely request that the individual not record in common areas to protect the privacy of other patients. If you prefer, immediately let your leader know so that he or she can intervene.

Examples of Privacy & Security Issues that must be reported to the Ethics & Compliance Team right away:

- Misdirected faxes, emails, or mail,
- Sharing of passwords,
- Lost or stolen company devices (e.g., laptops, cell phones),
- Any patient or patient family member complaint about providing them (or not providing them) with copies of, or access to, their information – this may also be referred to as “information blocking,”
- Fellow team members’ posts of patient images or information on social media sites,
- Any known or suspected “snooping” by fellow team members who are looking at medical records of friends, relatives, other team members, or celebrities seen in your facility,
- Sharing more about patients than is necessary to perform job responsibilities, or
- Inadvertently clicking on a link in a suspicious email.



Q: My LinkedIn profile states that I work as a nursing leader in one of ScionHealth's Specialty facilities. Does it matter what I "like," post, or share on that platform?

A: Yes. While we recognize that our team members have their own lives, voices, and interests, when you openly associate yourself with ScionHealth, you have the responsibility to use social media respectfully and consistent with ScionHealth's values.

You should think twice before you like a post that could be considered offensive, controversial, and/or discriminatory in nature. You can't predict if or when a post might go viral, and you could be held responsible (subject to discipline up to termination) for your part in associating ScionHealth with that post if it is deemed to negatively impact our brand reputation.

Social Media

Social media is a powerful tool. When used appropriately, social media enables us to connect with business partners, patients, and communities to promote individual and public health and our facilities and services. When used inappropriately, it can violate patient privacy leading to significant damage to ScionHealth through:

- Reputational harm;
- Loss of patient trust; and
- Potential fines and penalties.

When posting on social media sites, we must follow our privacy and security policies and protect confidential, patient, or other sensitive information, including photographic images – whether at one of our locations or at home, and while using company or personal devices. We also may never speak on behalf of ScionHealth via social media unless specifically authorized as a ScionHealth contributor. In addition, we must consider the following when posting on social media:

- State the materials and opinions you are posting are yours and not those of ScionHealth;
- Take every precaution to ensure that you are not disclosing any confidential information about ScionHealth; and
- Refrain from using ScionHealth logos or trademarks without written permission.

Qualified, Eligible Team Members & Providers

As part of our commitment to compliance and always providing high-quality patient care, we take steps to ensure that all of our employed and contracted team members and providers are eligible and appropriately licensed. This means that we have processes in place to continuously verify all team members and providers:

- Are eligible to participate in Federal Health Care Programs;
- Have not been previously suspended or debarred from participating in Federal Health Care Programs; and
- Maintain all required and relevant professional certifications, credentials, licenses, and registration.

Please contact Human Resources or the Ethics & Compliance team immediately if you learn that your or a coworker's license has expired or that you are not eligible to participate in Federal Health Care Programs.



Protect our patients. If you know or suspect that a fellow team member is taking drugs from our facilities or our patients for personal use or sale, you are obligated to report this to the Ethics & Compliance team immediately.

A Drug-Free Workplace

We are committed to a drug-free workplace across ScionHealth. Drugs include controlled substances, illegal drugs, cannabis (where legal), misused prescription medications, and alcohol. Working under the influence of drugs poses unacceptable risk to both our patients and our fellow team members. As a result, we strictly prohibit:

- Working under the influence of any type of drug, and
- Possessing, using, diverting, selling, or distributing any drugs or controlled substances while working on ScionHealth property unless in the appropriate provision of controlled substances at one of our patient care locations.

If you suspect that a fellow team member is coming to work under the influence or if you, yourself, have a drug or alcohol problem, it is imperative that you stop caring for patients immediately, if applicable, and get help right away.. Speak to your supervisor, Human Resources, or the Ethics & Compliance team. Our Employee Assistance Program is also available to you with additional resources.

If you know or suspect that a fellow team member is taking drugs from our facilities or our patients for personal use or sale, you are obligated to report this to the Ethics & Compliance team immediately.

Q: Lots of personal and professional stress has left me feeling anxious and depressed. My doctor has prescribed medication to help me cope, but lately, I'm finding that I need a little more help than it's giving me. I am concerned I have a substance abuse problem.

A: ScionHealth's Employee Assistance Program (EAP), which includes Work/Life Balance services, is here for you. As a ScionHealth team member, you have 24/7 access. You can access services via phone at 1-800-854-1446 (multilingual) or online at www.scionhealthforme.com.

Value Every Voice: *Valuing Our Communities*

Charity and Community Service

We are proud of the volunteer activities in which our team members are involved. Community service and charitable contributions are personal choices of our team members, performed during their own time. Our team members should not claim to represent ScionHealth in any voluntary activities unless they are ScionHealth-sponsored events. In addition, our team members should not use company time or resources for their own charitable activities.

Corporate Governance

We hold ourselves to a high standard of accountability at all levels and strive to ensure that we have the appropriate governance structures and internal controls in place to be good business stewards and economic contributors.

Through our Board of Managers and oversight committees, we measure progress on numerous key initiatives that mitigate organizational risk and drive financial and performance goals. Our executives' performance, compensation, and benefits are overseen by our Board of Directors. Our Ethics & Compliance and Internal Audit programs are structured to address regulatory expectations and use risk-driven best practices to regularly assess effectiveness as well as identify opportunities for improvement.



Q: I am an active supporter of a local charity that raises funding for parents of NICU babies. This is not a ScionHealth-sponsored charity but is consistent with our values. Can I send an email out to my team asking for donations?

A: While we are very supportive of our team members being active in charitable organizations, we do not permit the use of company email or contacts to fundraise for organizations that are not sponsored by ScionHealth. Doing so puts undue pressure on our team members to contribute to a cause for fear that it may impact their work relationships.



Environmental Responsibility

We understand the potential impacts that our geographical and environmental footprints may have in the communities we serve. We take proactive steps to identify opportunities to implement best practices related to minimizing negative environmental outcomes, wherever feasible, by:

- Ensuring compliance with all applicable Environmental Health and Safety Codes;
- Factoring environmental responsibility into our selection of third parties; and
- Educating and training team members to work in a safe, environmentally friendly manner.

Government Relations and Political Activities

We value every voice in the legislative and policymaking processes that shape the healthcare industry and our business. We advocate on behalf of our patients, team members, and business through our advocacy efforts, Political Action Committee, and accepted policymaking processes. We encourage our team members to participate in the voting and political processes, using their own time and resources, while clearly designating that their expressed opinions are their own and not ScionHealth's.

We have policies and processes in place to ensure that we follow all rules and regulations related to political contributions and interactions with local, state, and federal legislative and executive branches of government.

Human Rights and Trafficking

We take human rights and safety seriously and follow all related state and federal laws and regulations. We have policies and processes in place to:

- Provide safe and humane working conditions;
- Prohibit forced or child labor (by us or the third parties we engage); and
- Identify and report potential child and adult abuse and/or trafficking, where required by law.

Show Courage: *Your Voice is Valued.*

SPEAK UP.



Speak up when something is not right • Run toward the challenge, not away from it • Roll up our sleeves and find a way

Our team members are empowered to have the courage to speak up and raise concerns to leadership and the Ethics & Compliance team. Courage can take many forms and doesn't always have to be about a concern you have. Courage can also be about thinking differently and sharing a new idea about how we should do things. Bottom line, we value every voice and want to hear from you!

While we encourage you to raise concerns and bring ideas to your leader, we also have other ways for you to seek assistance, bring concerns forward, or surface a new idea. The ScionHealth Speak Up Line is available 24 hours a day, 365 days a year. Regardless of how you raise your concern, you have the option to remain anonymous. The Ethics & Compliance team will do its best to honor that request to the extent allowable by law.



Courage can take many forms and doesn't always have to be about a concern you have.

Talk to your supervisor or your local Ethics & Compliance Officer about your concern.

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Contact the Ethics & Compliance Team via email at courage@scionhealth.com.

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Call the ScionHealth Speak Up Line at (833)3 Courage.

What Happens When a Concern is Raised

At ScionHealth, every concern is reviewed through the process outlined below. Leaders should feel comfortable bringing team member concerns to the Ethics & Compliance team so that it can make sure all appropriate steps are taken to thoroughly investigate concerns, confirm whether or not the concerns may be more systemic, and help formulate corrective action plans to manage risk that the concern may create for the facility and/or company. When a team member speaks up, the following occurs:

STEP 1

A written report is created

When you raise a concern through the Speak Up Line, a summary of your concern will be provided to the appropriate Investigator for review and response.

If you raise a concern via email, you will receive a response within one (1) business day.

STEP 2

Your concerns are investigated

Once an Investigator receives the report, s/he will develop and implement an investigation plan. If you choose to share your identity, the Investigator will likely contact you for additional information during this time.

STEP 3

A resolution is achieved

If an investigation validates your concerns, in full or in part, steps are taken to resolve the issue. Resolution summaries are provided by the Investigator to the Speak Up Line vendor so that you can request updates, even if your concern was raised anonymously.

No matter how you raise your concern, a case number will be given to you so that you can obtain status updates and provide additional information, as requested by the Investigator.

We Celebrate Rather than Retaliate

Choosing to come forward with a concern can be very difficult. It may lead us to question: Will my leader think differently of me? Is it even something I should report? How will I be perceived by my team? If I request anonymity, will it *really* be handled that way?

At ScionHealth, we embrace the boldness it takes to raise concerns or elevate new ideas. Our team members can raise concerns in confidence without fear of retribution, retaliation, intimidation, or harassment. ScionHealth does not tolerate retaliation in any form. If you experience retaliation, you should let the Ethics & Compliance team know immediately so that it can be addressed right away.

Show Courage: *Our Commitment to Ethics & Compliance*

Essential to empowering our caregivers to do what they do best is ensuring that they have the knowledge and tools to always perform their roles properly, make values-based decisions, and act in the best interest of our patients. ScionHealth's Ethics & Compliance Program focuses on having practical, risk-focused, values-driven policies, procedures, education, monitoring, and support of our operations to foster such an environment.

Preventing Fraud, Waste, and Abuse

We are committed to conducting business openly and honestly. Our team members are expected to perform their work transparently, in the best interest of ScionHealth and the patients we serve, and by applying the highest ethical standards. We have policies and procedures related to the detection and prevention of fraud, waste, and abuse in the work that we do.



Fraud occurs when someone misrepresents or misstates facts to get a financial and/or personal gain.

Examples of Fraud:

- Falsifying documentation in a medical record to receive a higher rate of reimbursement
- Requesting reimbursement from ScionHealth for personal items
- Billing for services not provided
- Falsely recording hours worked to earn more pay or avoid discipline
- Misrepresenting financial information in our business records

Waste is the overuse or mismanagement of resources that result in unnecessary costs to the U.S. healthcare system.

Examples of Waste:

- Mismanaging supply or medication inventories and having to dispose of them
- Ordering and completing unnecessary tests, diagnostics, and therapies
- Performing a surgery when a non-invasive intervention will suffice
- Asking patients to fill out duplicative paperwork
- Delaying a discharge

Abuse is the improper use of something that is not consistent with accepted financial, business, or healthcare practices.

Examples of Abuse:

- Misusing codes on a claim
- Billing for services that are not medically necessary
- Charging excessively for services or supplies

We protect potential whistleblowers through our anonymous Speak Up Line reporting option and our Non-Retaliation policy.

False Claims Act and Deficit Reduction Act

The Federal *False Claims Act* and *Deficit Reduction Act* are in place to protect government programs such as Medicare, Medicaid, TRICARE, and the Veterans Health Administration from fraud, waste, and abuse. Most states have similar laws in place as well. ScionHealth is committed to complying with these laws and takes steps to prevent, detect, and report such activities. We also protect potential whistleblowers through our anonymous Speak Up Line reporting option and our non-retaliation policy.

If you become aware of inaccurate medical records or claims, you must take steps to fix the inaccuracies before the claim is submitted. If the claim has already been submitted to the payer, contact the Ethics & Compliance team immediately.



Federal False Claims Act

The *False Claims Act*, along with related state laws, prohibits knowingly or carelessly submitting false claims to the government or causing others to submit false claims.

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Deficit Reduction Act

The *Deficit Reduction Act* contains several requirements to strengthen Medicaid fraud and abuse enforcement, including the requirement to notify whistleblowers of their rights.

Documentation, Coding, and Billing

ScionHealth has implemented policies, procedures, and technology to ensure our documentation, coding, and billing are performed appropriately. These controls are developed in compliance with applicable federal and state laws and regulations and apply to all payers – federal programs, commercial plans, and patients alike.

Proper billing is dependent on accurate documentation in our patients' medical records. All caregivers who document in medical records must ensure that the information entered is factual and be careful not to destroy any information deemed part of the official record.

Any third parties engaged to perform coding or billing services must comply with ScionHealth's policies and procedures and take appropriate measures to ensure all claims are accurate and complete. ScionHealth requires these third parties to have their own ethics and compliance programs. Third parties performing coding and billing services must also be vetted through ScionHealth's procurement due diligence process.



Q: In reviewing a patient chart, I noticed that a couple of orders from a physician were missing signatures. When I called his office to let him know, his office manager told me to sign his name on them. What should I do?

A: Forging a signature on orders is considered fraud and a violation of our policies and procedures, even if someone with authority asks you to do so. You can begin by letting the office manager know this and request that the physician sign the orders. If you still get pushback, seek help from your leader, your local Ethics & Compliance Officer, or the Ethics & Compliance team.

Financial Incentives, Referrals and Bribes

We comply with all industry anti-bribery laws, including those that regulate the relationship between hospitals and physicians or other referral sources who may send patients or other business to our facilities. There are two Federal U.S. laws – the Stark Law and the Anti-Kickback Statute – that prohibit physicians and ScionHealth team members from giving or receiving any item of value in exchange for indirect or direct referrals of patients or any business. Some examples of types of exchanges with physicians or other referral sources to which the Stark Law or Anti-Kickback Statute will apply include:

- Paying physicians or other referral sources for services;
- Providing space, equipment, or services to physicians or other referral sources;
- Designating physicians or other referral sources in leadership roles within the facility (e.g., Medical Directorships, Physician Advisors, program leaders);
- Recruiting physicians to the community; and
- Sending patients to a facility or practice owned by a physician or family member.

It is critical that we set up arrangements with physicians or other referral sources that comply with legal requirements as well as with our policies and procedures. Additionally, we must monitor to be sure we are following our contractual commitments because even properly structured arrangements can cause problems for ScionHealth and, in some cases, the individuals involved, if not executed as intended.

Always contact ScionHealth's Legal team to get guidance on structuring referral source arrangements. If you believe that an inappropriate interaction with a referral source has occurred, or that an arrangement has not been administered properly, contact ScionHealth's Ethics & Compliance team immediately.

Stark Law

Prohibits physicians from referring patients to another healthcare provider for designated healthcare services with which the physician or an immediate family member of that physician has a financial or ownership relationship. It also prohibits the provider from billing Medicare, Medicaid, other payers, or the patient/guarantor for any designated healthcare services performed based on a prohibited referral.

Anti-Kickback Statute

Prohibits offering or paying anything of value in exchange for referrals for services or products that are eligible for coverage under Federal Health Care Programs like Medicare, Medicaid, TRICARE, and the Veterans Health Administration.

ScionHealth's Referral Source Relationship Essentials



We do not pay for referrals.



We do not accept payment, in any form, for referrals we make.



We do not make referrals based on financial relationships.

Some examples of Potential Referral Sources for ScionHealth facilities may include:

Physicians or Physician Practices

Patients

Ambulance Companies

Laboratories

Specialty Clinics

Outpatient Clinicals

Imaging Centers

Nursing Homes

Home Health or Hospice Agencies

Managed Care Companies

Rehabilitation Facilities

Show Courage: *Conflicts of Interest*

Having an actual conflict of interest is not necessarily a policy violation, but failing to disclose it is.

Conflicts of interest occur when an individual's personal interests interfere, or conflict, with the interests of ScionHealth and our patients. We must always act in the best interest of ScionHealth and our patients.

Conflicts of interest come in many forms. What is important to keep in mind is that having a conflict of interest is not a policy violation, but failing to disclose it is. All ScionHealth team members are expected to disclose conflicts of interest to their leaders, Human Resources, and/or the Ethics & Compliance team at the time of hiring and as they arise. Those in director and above positions are required to respond to an annual conflict of interest disclosure request as well. Once disclosed, your leader must confer with key stakeholders such as Legal, Human Resources, and Ethics & Compliance to review the facts surrounding the conflict and determine if proceeding is in the best interest of ScionHealth and the patients we serve. Perception and the actual impact of the potential conflict on the work we do are both considered for each conflict that is reviewed.

It is important to remember that failure to share a potential conflict – and withdraw from it if warranted – may result in potential disciplinary action up to and including termination.

Examples of Potential Conflicts of Interest that must be disclosed:

Working a second job at a competitor.
.....

Referring patients to a provider for which a relative works or in which you have ownership interest.
.....

Ordering supplies from a vendor owned by a close friend or relative.
.....

Having a second job that requires that you spend some of the time you are working for ScionHealth focused on the other job.
.....

Providing care for a family member or close friend.
.....

Using company email addresses, time, or relationships to fundraise for a charity that is a personal interest.
.....

Accepting gifts, entertainment, or other favors from vendors or physicians that may impact decisions you make in your day-to-day work.



Use of Company Assets

We count on you to use ScionHealth equipment and supplies honestly, efficiently, and in accordance with our related ScionHealth policies. Business assets are intended only for business purposes. You also have a responsibility to protect our networks, equipment, and other resources, including data, from theft, loss, damage, waste, or abuse. Protecting company funds is particularly important if you have spending authority, approve travel and entertainment expenses, or manage budgets and accounts.

Gifts, Entertainment, and Other Favors

ScionHealth is committed to receiving referrals and other business based on the superior quality of our services and our reputation in the industry. We must be mindful that offering gifts, entertainment, or other favors to attain or retain business is unethical and may be illegal. Specifics about exchanging gifts, entertainment, or other favors with physicians or other referral sources and patients are outlined in the box on the next page.



SPEAK UP *Show Courage*

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Giving Gifts, Entertainment, or Other Favors

All gifts, entertainment, or other favors provided to or received by team members must always be considered reasonable. "Gifts, Entertainment, and Other Favors" may be anything of value. There are limited circumstances in which the giving of modest gifts, entertainment, or other favors is appropriate. In general, the following guidelines apply:

- Do not provide gifts, entertainment, or other favors to the same individual or vendor more than occasionally (1-2 times per year).
- Make sure any gifts, entertainment, or favors you give or receive are reasonable given the circumstances; they should never be extravagant.
- Do not provide gifts, entertainment, or favors if you are doing it to make the other person feel obligated to give business to ScionHealth.
- Do not provide gifts or entertainment that may appear to violate our commitment to respecting each other.
- Do not provide gifts or entertainment if doing so may violate the recipient's employer's policy on gifts and entertainment.
- Never give cash, checks, money orders, gift certificates, loans, electronic cash, or other types of money.

Exceptions to these guidelines must be approved, in writing, by the General Counsel, Chief Compliance Officer, or designee.

YES

Patients

- Gifts, entertainment, and other favors to patients not exceeding \$15 per item and \$75 in total per year per patient or potential patient

Physicians

- Gifts, entertainment, and other favors received by a team member from a physician as long as the amount does not exceed \$50 per item per team member and \$100 in total per year
- In limited circumstances, gifts, entertainment, and other favors purchased by ScionHealth for a physician as long as the value of the items is within the annual non-monetary compensation limit*
- Occasional business meals and entertainment with or for physicians within the non-monetary compensation limit*

NO

Patients

- Gifts from patients or their family members; we may not accept or solicit gifts from patients or their family in any form
- Business meals or entertainment for/ from patients or their family members

Physicians OR Patients

- Cash or other cash equivalents to/ from patients, vendors, customers, or physicians
- Free healthcare items or services purchased or provided to patients or physicians
- Trips purchased for or received from vendors, customers, patients, or physicians – ScionHealth shall pay for all business trips taken by its team members

**These gifts, entertainment, or favors must always be entered into the applicable facility's Non-Monetary Compensation Log.*

Receiving Gifts, Entertainment, or Other Favors

From time to time, you may find yourself in the position of being offered gifts, entertainment, or other favors by patients, patient family members, physicians, or vendors. It is very important that you do not accept any gift, entertainment, or other favors that may skew your judgment and prevent you from acting in the best interests of ScionHealth and the patients we serve. Guidelines for accepting gifts from physicians or patients have already been provided.

Generally, the only types of gifts or entertainment you may accept from anyone who does or may do business with ScionHealth (vendors, vendor employees, other third parties) are:

- Infrequent gifts not exceeding \$25 such as pens, calendars, mugs, or small promotional items related to business.
- Non-cash perishable gifts such as cookies, pizza, gift baskets, chocolates, or flowers that are shared with a department.
- Occasional, reasonably priced meals with a business contact to discuss work-related matters.
- Occasional attendance at local sports, concerts, theater or other cultural or social events, where tickets are generally available to the public provided that (1) they do not exceed more than once per year per vendor, (2) the vendor is present, and (3) ScionHealth business is discussed.

Always make sure your leader knows of any gift or business courtesies you receive. Team members should never:

NO

- Accept anything if it will make you feel you should do, or promise to do, anything in return.
- Accept anything without a business purpose.
- Accept anything in return for sending ScionHealth business to an individual or entity.
- Accept any cash or cash equivalent such as a gift card.
- Ask for a gift or other business courtesies.
- Accept anything involving travel or overnight lodging expenses such as vendor trips or conference registration fees. If asked to speak at a conference, please seek guidance from your local Ethics & Compliance Officer or the Ethics & Compliance team.

If you receive or are offered anything outside of these guidelines, you should politely return it and explain that our policies do not allow you to keep it. If it potentially violates a social custom to return it, talk to your manager about donating the item to charity or another solution. If you are not sure whether the gift, entertainment or favor offered to you complies with our Code of Conduct or related policies, talk with your leader or the Ethics & Compliance team.

Insider Trading and Use of Non-Public Information

Through our efforts to grow and innovate, we may have access to non-public, material information about ScionHealth or other related businesses. This information should only be used or shared on a “need-to-know” basis to complete normal business activities. No one (including members of your family or friends) may use or share the information to purchase stocks and/or make trade transactions for your own or another’s benefit.

Fair Competition and Use of Competitive Information

We run toward challenges, which include competing for business in the locations we operate. We believe in the value of the care that we provide, and we earn the business we have fairly and without using illegal business practices. This means ScionHealth team members do not:

- Discuss or make agreements with our competitors on pricing services.
- Divide customers or patients, territories, or geographic regions with a competitor.
- Share or accept confidential, non-public information with or from a competitor.
- Agree with a competitor to not recruit certain job candidates or coordinate compensation or benefit offerings.
- Discuss or tamper with bidding processes or third-party agreements.

Examples of Non-Public/Material/Competitive Information:



Changes in executive/senior management



Information about potential mergers and/or acquisitions



Earnings projections



Financial results

Lean into New Ideas: *Our Drive to Do Things Differently*



Encourage critical thinking • Embrace curiosity and question-asking • Learn from feedback and failure

ScionHealth team members are encouraged to intentionally take a new and different path to success.

While we have deep-rooted expertise across the healthcare industry, we are on a mission to provide innovative care solutions that cultivate quality patient care and positive business outcomes.

To accomplish this, we cannot be afraid to question how things have always been done. ScionHealth team members are encouraged to intentionally take a new and different path to success. We embrace patient, stakeholder, and critic feedback and use it to fuel our continuous improvement.

”

“At ScionHealth, we want to challenge ourselves to keep improving. That means promoting a culture in which we embrace new ideas, explore new and innovative ways to deliver outstanding care, and create new opportunities for team members to learn and grow. This could be through implementing new technologies, processes, services, or learnings that make us better – when you have an idea, please share it.”

–Rob Jay, CEO, ScionHealth

Policies and Procedures

To achieve quality patient care and positive business outcomes, we understand that consistent practices and common procedural understanding is critical to our success. As part of our Ethics & Compliance Program, we have a formal policy program to address ongoing policy management that drives the work we do each day.

We make every effort to be anticipatory and responsive to impactful regulatory change, communicate expectations related to those changes to all impacted parties, and give all team members access to ScionHealth's policies and procedures. If you have questions about any ScionHealth policy or procedure, speak to your leader, the policy or procedure owner, or the Ethics & Compliance team.

Research

Participating in clinical research allows ScionHealth providers to contribute to advancements in healthcare and aligns with our value of leaning into new ideas to cultivate innovation.

When we participate in clinical research, we are careful to ensure that integrity drives our practices. That is, we not only avoid wrongdoing, but also ensure rigor, carefulness, and accountability are demonstrated in the work we do. We take special care to:



Keep ethics at the center of all activities



Follow all applicable laws, regulations, and Institutional Review Board rules



Ensure patients provide necessary consents and are informed and respected throughout

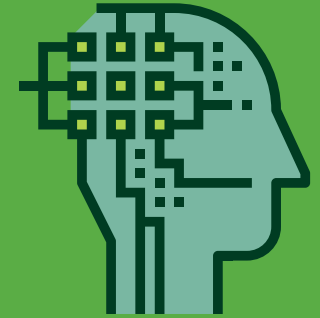


Keep accurate financial records for any related grant funds

Whether AI is used in non-clinical or clinical functions, we are committed to using it both ethically and responsibly.

Use of Artificial Intelligence

In ScionHealth's quest to provide innovative care solutions and drive operational efficiency, we will leverage artificial intelligence (AI) applications to improve patient outcomes and operate more efficiently. Whether AI is used in non-clinical or clinical functions, we are committed to using it both ethically and responsibly.



The Dos and Don'ts of Ethical and Responsible Uses of AI in Our Work

DO'S

- Be open-minded about how AI can enhance the work we do each day
- Comply with all applicable ScionHealth policies and procedures, as well as state and federal laws when using AI
- Use clinical judgment to interpret and act on recommendations made by AI applications
- Make sure you know if and when contracted vendors are using AI in their services and confer with the Information Security, Legal, Ethics & Compliance, and Clinical Operations leaders, as needed, to ensure those uses are appropriate
- Ensure that patients and team members know when and how AI may be used in your interactions
- Ensure that patient and ScionHealth confidential and proprietary data collected and processed by AI is securely stored, accessed, and shared
- Report any AI application performance or integrity concerns through ScionHealth's Speak Up process

DON'TS

- Use AI to replace the human element of healthcare services
- Engage a vendor who uses AI to perform services without first coordinating with Information Security, Legal, and Ethics & Compliance
- Rely solely on AI applications for medical advice or diagnoses
- Discriminate against any patient, prospective or current team member and/or contractor based on race, ethnicity, gender, religion, sexual orientation, or any other personal characteristics in your use and configuration of AI

How Psychological Safety Drives Innovation & Excellence in Our Work

Leaders

- Model the behaviors you wish to see
- Communicate openly and honestly with your team and ScionHealth stakeholders
- Promote teamwork and collaboration
- Encourage, don't discourage, team members who show curiosity, question the status quo, or raise concerns
- Challenge your team to MIB – Make-It-Bigger, Make-It-Better
- Promote shared accountability and help team members learn from their mistakes
- Lead through change; don't work against it
- Celebrate wins – always

Team Members

- Be curious and don't be afraid to ask why
- Keep your mind open and see change as an opportunity not an obstacle
- Find balance in your life – rest and replenish
- Always strive to learn from your mistakes
- Understand that exciting things happen when you are outside of your comfort zone
- Look for the silver lining and avoid negative thinking
- Show compassion to yourself and others

Empowering Through Psychological Safety

As we serve our patients and communities by driving quality and innovation within ScionHealth and within the healthcare industry, we are committed to fostering an environment in which our team members know their voices are valued and, as a result, are not afraid to speak up. It is our priority to foster an environment in which all team members are courageous about raising concerns, as well as questioning how things are done, bringing forth new ideas to make our business better, and asking for help when in doubt.

Our journey together will not always be easy, and every scenario we face may not be covered by the guidelines offered in this Code or even in ScionHealth's policies and procedures. If you find yourself in a situation in which you are unsure about how to proceed, **live our values, show courage, speak up, and get help.** ScionHealth's Ethics & Compliance team exists to give you a place to turn to for guidance and support.



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