



Department: COMPLIANCE	Version #: 13
Title: Corporate Code of Conduct	
Process Owner: Compliance Officer	Date Created: 10/02/2015 Last Reviewed Date: 4/24/2024
Document Type: Policy	Approver(s): Policy Review Committee
References: All applicable state and federal laws; Medicare Managed Care Manual; Prescription Drug Benefit Manual	Date Approved: 5/23/2023

Printed copies are for reference only. Please refer to the S/Policies and Work Instructions for the most recent version.

Purpose: To ensure ATRIO Employees and the Board of Directors are aware of and have read the Corporate Code of Conduct upon appointment or hire, annually, or when there are changes to this policy.

Summary: ATRIO Health Plans conducts business in compliance with all applicable federal and state laws and the Centers for Medicare & Medicaid Services’ (CMS) guidance, and in a manner consistent with the highest standards of business and professional ethics.

Scope: This policy applies to all ATRIO Employees and the Board of Directors. Throughout this policy, “you” may be used when the provision is applicable to both the ATRIO Employees and the Board of Directors.

Definitions:

Audit and Compliance Committee: The Audit and Compliance Committee is a sub-committee of ATRIO’s Board that is responsible for oversight of the financial reporting process, the system of internal controls, audit processes, and ATRIO’s process for monitoring compliance with applicable laws and regulations and the code of conduct. The Committee meets at least quarterly. During Committee meetings, the Compliance Officer reports on Compliance Program risks, audit results, corrective action plans, CMS Notices of Non-Compliance, and Warning Letters or formal sanctions.

Fraud, Waste, and Abuse (“FWA”):

Fraud is defined as an intentional deception or misrepresentation made by an individual who knows that the information is false and could result in an unauthorized benefit to him/herself, another person, or the Plan.



Waste is defined as the overutilization of services, or other practices that, directly or indirectly, result in unnecessary costs to the Medicare program.

Abuse is an incident or practice that is not consistent with sound medical business or fiscal practices, which may result in unnecessary program costs, improper payment for services and directly or indirectly results in unnecessary costs to the programs that ATRIO administers.

Employee means any full-time Employee, part-time Employee, temporary Employee and volunteer employed by ATRIO or Atrio Holding Company, and independent contractor.

Non-compliance is failure to adhere to any laws, regulations, CMS requirements, contractual requirements, company policies and procedures, and/or ATRIO's Code of Conduct. Non-compliance also means actions that may result in adverse impact to ATRIO members. Non-compliance includes but is not limited to:

- Members receiving untimely services or inaccurate plan information
- Inappropriate denial of benefits, services, medications
- Members being inappropriately held responsible for cost-sharing
- Failure to provide members access to due process (appeal)
- Failure to adhere to regulatory timeframes

Generally, a CAP will be required when an issue of Non-Compliance results in one or more of the following:

- Regulatory or contractual violations
- Measurable beneficiary/member harm (financial liability, inability to access drugs or benefits)
- Repetitive/systemic issues, rather than a one-time occurrence

Issues that fall outside of the above parameters should be documented and addressed by the applicable operational owner(s) in a Process Improvement Plan (PIP).

Plan means ATRIO Health Plans.

Outside Entities means any person or company with whom you may encounter outside of the Plan. Examples include but are not limited to, vendors or Service Area Contractors (SAC).

Policy:



You are asked to review this information carefully. If you are directed to do something that you believe is contrary to the ethical and legal representations of this code or suspect or detect that an issue of Non-Compliance exists, you are required to report the incident.

Non-compliant incidents may be reported as shown in the *Reporting/Investigation and Response* section of this policy (below).

Failure to adhere to these standards can result in criminal and civil penalties and those actions found to defraud local and/or state health care programs may exclude individuals and entities from participation in Medicare programs.

Code of Conduct:

ATRIO Health Plans recognizes that successful Plan administration relies upon the continued competence and integrity of its Employees and the Board of Directors, and that all policies and processes are in full compliance with all federal and state rules and regulations. The Corporate Code of Conduct provides guidelines that encourage and promote a working environment of legal, ethical, and professional standards.

These standards do not outline individual job or appointment responsibilities but provide a framework in which you must operate. No one standard can be written to cover every possible business situation, which may arise in the complex regulatory environment in which ATRIO operates. However, the use of available resources, including all state and federal regulations and guidance, ethical behavior, personal integrity, common sense, and good judgment will help to identify appropriate action. If you have any doubts or concerns please contact your manager/supervisor, the Compliance Officer or the Chairman of the Board.

ATRIO Health Plans operates in a heavily regulated environment with a variety of areas that may be considered at-risk. An effective compliance program seeks to mitigate these risks while providing a high standard of quality care and service to ATRIO members. The various policies and procedures that describe ATRIO Employee's day-to-day operational activities and are fully compliant with our legal, regulatory, ethical, and professional responsibilities.

Conflict of Interest:

You should not have any personal interests or outside activities that are incompatible or appear to compromise the integrity of the Plan. You are expected to maintain impartial relationships with all Outside Entities and to treat each interaction with the foremost interest of ATRIO in mind. You should avoid any outside financial interest, including gifts, that may influence a decision or action in the performance of your job requirements for the Plan.



ATRIO Health Plans distributes the *Conflict of Interest policy* to each Employee and the Board of Directors, upon appointment or hire and annually thereafter. The *Conflict of Interest policy* outlines the expectations and requirements regarding conflicts of interest in more detail. Employees and the Board are only required to complete the form, if a new conflict of interest has risen since the last completed form.

Confidentiality/Privacy:

When a member is enrolled into ATRIO Health Plans, a substantial amount of medical, personal, and insurance information is collected and retained for purposes of enrollment, treatment, payment, and other health care operations. This information is also known as Protected Health Information (PHI), and the usage or disclosure of this information is governed by state and federal law including the Health Insurance Portability and Accountability Act of 1996 (HIPAA), as amended. ATRIO is required by law to make sure that this information is kept private and it is ATRIO's legal responsibility to ensure full compliance with these laws. You must never disclose, release, or access any PHI in a manner that violates ATRIO's policy, HIPAA and/or the privacy rights of a member. Member information will only be discussed in a business-related manner. You will not have access to any information unless it is necessary to perform your job.

Confidential information that is acquired during the course of your employment or appointment at ATRIO is not to be discussed except as needed to perform your duties. Upon termination for any reason(s), you are prohibited from retaining, copying, or taking any information that is related to ATRIO Health Plans without express permission from the President/CEO.

Any violation of the company's HIPAA/Privacy policy must be reported immediately or as soon as reasonably to the Compliance Officer and/or the HIPAA Privacy Officer.

Employee Relations, Equal Opportunity Employer/Harassment:

ATRIO Health Plans values the skills, assets, and talent each Employee brings to the organization. ATRIO is determined to provide an equal opportunity environment and will comply with all laws, regulations, and policies regarding personnel actions. We provide all new Employees an *Employee Handbook* which outlines these and other expectations. It is our policy to provide equal opportunity without regard to race, religion, color, national origin, age, gender, disability, marital status, veteran status, sexual orientation or identity, or any other characteristics protected by federal, state, or local laws. ATRIO Health Plans does not discriminate against anyone with a disability regarding terms of employment and will make reasonable accommodations for the disability or special needs of an Employee when the



conditions allow us to do so.

As stated in the Employee Handbook, all employees should be committed to ATRIO's values and standards of conduct. Our values and standards are based on respect for all individuals and our business decisions are guided by this policy. We expect employees to conduct themselves in a manner that protects the interests and safety of all employees, ATRIO, and our members.

Fraud, Waste, and Abuse:

ATRIO Health Plans is committed to the detection and prevention of potential Fraud, Waste, and Abuse activities.

If you are asked to do something you believe is contrary to this Code of Conduct, state or federal law, or the regulatory requirements under which ATRIO operates, you are required to report the incident/occurrence.

Reporting/Investigation and Response:

ATRIO Health Plans has a confidential reporting process for all Employees, members of the Board of Directors, or members to report known or suspected conduct or activities by any person engaged in the performance of duties for ATRIO that violates this Code of Conduct or any state or federal law. This process may also be used for individuals who are uncertain whether an action violates this Code of Conduct and would like to communicate with the Plan on a confidential basis.

All reports will be treated with respect and held in the strictest of confidence. ATRIO prohibits retribution or retaliation against any person who in good faith raises a legal or ethical concern, suspected violation of this Code of Conduct, or a suspected violation of state or federal law or cooperating with an investigation. Neither you nor any of ATRIO's agents will engage in intimidation and/or retaliation for reporting a possible violation or participating in the investigation of an alleged violation. Confirmed intimidation and/or retaliation will result in disciplinary action, up to and including termination.

Questions or concerns about potential non-compliance issues or violations may be addressed to any of the following:

- Your supervisor or manager
- The Compliance Officer
- The President/CEO
- The Chairman of the Board
- Human Resources

Anonymous or known:



- Compliance Hotline: 877-309-9952
- PO Box 12645, Salem, OR 97309
- www.atriohp.com/compliance-at-atrrio/incident-reporting-form.

Reports that are made anonymously will be investigated and acted upon in the same manner as reports made by individuals who choose to identify themselves.

A prompt, appropriate, and confidential investigation will be conducted on all incidents reported. The Compliance Officer will coordinate the investigation and include Human Resources and/or the Chief Legal Officer as necessary.

When appropriate, the issue will be reported, along with the investigation and any findings to Audit & Compliance Committee to ensure a complete review. Once a reported incident is researched through the investigation process, the Compliance Officer will recommend appropriate corrective action.

Your Responsibilities:

- Act with honesty and integrity and in full compliance with the Code/Standards of Conduct;
- Promote honest and ethical behavior within the company;
- Avoid conflicts of interest, and to promptly disclose any potential conflict for further evaluation;
- Comply with all applicable state and federal rules and regulations;
- Respect the confidentiality of all information acquired in the course of your work and to not access or disclose information that violates the Confidentiality/Privacy policies of ATRIO;
- Follow the *Acceptable Use Policy* that explains requirements and expectations around information security and the use of ATRIO technological equipment, social media, and websites.
- Report violations of this Code/Standards of Conduct, local, state, or federal law;
- Disclose any indictment or potential indictment against you, with regard to a felony, a misdemeanor involving Fraud or dishonesty, or any crime punishable by imprisonment for more than one year and
- Disclose any exclusions placed upon you, by the federal Department of Health and Human Services (DHHS) Officer of the Inspector General (OIG) or General Services Administration (GSA), or other entity as required.

Training:

- ATRIO administers general compliance and Fraud, Waste, and Abuse training annually to all Employees and the members of the Board of Directors. HIPAA training is also required for all Employees. Training is distributed and



must be completed within 90 days from hire or appointment, and annually thereafter.

- Employees who fail to complete all required compliance courses by the established deadline will be reported to their manager by Compliance.
- Failure to complete the trainings 30+ days beyond the initial deadline will be tracked by Compliance, escalated to the CEO, and the employee will be added to the non-compliant list, which may impact their overall performance review and ability to earn raises, bonuses, promotions.

Policy Owners:

- Employees who are designated policy owners who fail to review/revise all applicable departmental policies by the established deadline will receive one (1) past due warning from Compliance and will be reported to their manager.
- Failure to review/revise policies 30+ days beyond the initial deadline will be tracked by Compliance, escalated to the CEO, and the employee will be added to the non-compliant list, which may impact their overall performance review and ability to earn raises, bonuses, promotions.

The Compliance Program and this Code of Conduct are mandatory policies of ATRIO Health Plans. You must sign the following page indicating you have received, read and understand this policy. ATRIO Health Plans endeavors to ensure that all business activity is conducted in full compliance with all contracts, state, and federal laws that govern the business activities of ATRIO. No policy will be created that undermines this intent. ATRIO will not tolerate any activity that violates these provisions.

Resources include:

ATRIO Compliance Program document
Employee Handbook
Information Services Acceptable Use Policy
Compliance Program Disciplinary Standards policy



CORPORATE CODE OF CONDUCT ACKNOWLEDGEMENT
(Acknowledgement is only required at the time of onboarding new Employee effective 12/1/2021)

I, _____[name] have received ATRIO Health Plans, Inc. Corporate Code of Conduct and I have read and understand the contents.

I further realize that failure to report a known violation of state or federal law, ATRIO's Corporate Code of Conduct, or any violation of the Compliance Program may be subject to disciplinary action up to and including termination or discharge from a company appointment.

(SIGNATURE)

(DATE)