



# Standards of Conduct

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## Introduction

Associated Care Ventures, Inc. (ACV) maintains certain policies and reference documents to guide its employees, contractors, officers, governing body, and First-Tier, Downstream, and Related Entities (FDRs) with respect to their day-to-day conduct and performance. For purposes of these Standards, “employees” include all permanent, temporary, full-time, part-time, and volunteer employees who 1) have primary job duties related to Simpra Advantage Special Needs Plans (SNPs); or 2) are members of the Simpra Advantage Board of Directors (Governing Body).

This document represents ACVs’ Standards of Conduct (hereafter referred to as “the Standards”). These Standards describe the overarching principles and values of the organization. Compliance with the Standards is the responsibility of all ACV employees (as defined above), as well as FDRs, performing services on behalf of the Plan. This document outlines expectations of employee and FDR conduct in areas where improper activities may negatively impact Medicare Advantage (MA) beneficiaries and Medicare funds; damage ACV and Simpra Advantage (Simpra) reputations, and otherwise result in serious adverse consequences to ACV and Simpra and the involved parties. ACV has a robust FDR Oversight Program to enable ongoing oversight of FDR processes and conduct, and to track corrective action when required.

ACV is committed to complying with all applicable Federal and State standards and expects all its employees and FDRs to conduct themselves in an ethical manner, and to report all instances of non-compliance and potential fraud, waste, and abuse (FWA) through appropriate mechanisms. The Standards identify how issues can be reported and that such reporting may be done anonymously, confidentially, and without fear of retaliation for reports made in good faith. ACV has a widely published and enforced no tolerance policy for retaliation or retribution against a person who makes a good faith report of potential or actual FWA or non-compliance. Reported issues will be addressed and corrected as appropriate in a timely manner. Compliance and ethics are valued at the highest levels of authority within the organization.

As Simpra continues to develop, and as federal and state laws change, the need may arise—and ACV reserves the right to—revise, supplement, or rescind any policy or portion of these Standards as it deems appropriate, in its sole and absolute discretion. Employees and FDRs will be notified of changes as appropriate.

**As a condition of employment, all new employees, officers, and governing body members will receive the Standards and required compliance training within the first 90 days of hire and will comply with the elements addressed in these documents in their day-to-day activities. Existing ACV employees will receive these Standards at least annually or upon revisions. First-Tier Entities (FTEs) will also receive the Standards and compliance training at the time of engagement and annually thereafter.**

The actions of an employee under these Standards are significant indications of the individual's judgment and competence. Accordingly, those actions constitute an important element in the evaluation of an employee for position assignments and promotion. Correspondingly, insensitivity to, or disregard of, the principles addressed in these Standards will be grounds for appropriate management disciplinary action up to and including termination of employment as indicated in the ACV *Disciplinary Standards* policy.

## **Business Ethics and Conduct**

The successful business operation and reputation of ACV is built upon the principles of fair dealing and ethical conduct of its employees and FDRs. ACV's reputation for integrity and excellence requires careful observance of the spirit and letter of all applicable laws and regulations, as well as a scrupulous regard for the highest standards of conduct and personal integrity. Simpra's success is dependent upon its Members' trust, and we are dedicated to preserving that trust. Employees are expected to conduct themselves in a way that will merit the continued trust and confidence of our Members. ACV is committed to complying with applicable laws and regulations. As such, employees and FDRs are expected to conduct business in accordance with the letter, spirit, and intent of relevant laws and to refrain from any illegal, dishonest, or unethical conduct.

In general, the use of good judgment based on high ethical principles, will guide each employee and FDR with respect to lines of acceptable conduct. If a situation arises in which it is difficult to determine the proper course of action, the matter should be discussed openly with the employee's immediate supervisor and, if necessary, with the Chief Compliance Officer or Human Resources staff. Disregarding or failing to comply with these Standards could lead to disciplinary action, up to and including termination of employment.

## **Conflict of Interest**

ACV employees and FDRs have an obligation to conduct business within guidelines that prohibit actual or potential conflicts of interest. Conflict of interest is defined as a situation in which a person or entity has a financial interest, personal interest, or relationship that could impact the person or entity's ability to act impartially and in the best interest of Simpra Advantage when performing assigned duties. These Standards establish the framework and general direction within which ACV wishes the business—and by extension, its employees, and FDRs—to operate. Employees and FDRs should seek further clarification on issues related to acceptable standards of operation and may contact the Chief Compliance Officer at [compliance@simpra.com](mailto:compliance@simpra.com) for more information or for any questions concerning conflicts of interest.

Transactions with outside firms must be conducted within a framework established and controlled by the executive level of ACV. Business dealings with outside firms should not result in unusual gains for those firms. Unusual gains refer to bribes, product bonuses, special fringe benefits, unusual price breaks, and other windfalls designed to ultimately benefit the employer, the employee, or both. An actual or potential conflict of interest occurs when an employee or entity is in a position to influence a decision that may result in a personal gain for that person or their relative as a result of ACV business dealings. For the purposes of these Standards, a relative is any person who is related by blood or marriage, or whose relationship with the employee is similar to that of persons who are related by blood or marriage.

No “presumption of guilt” is created by the mere existence of a relationship with outside firms. However, if employees have any influence on transactions involving purchases, contracts, or leases, it is imperative they disclose any such relationships to ACV management as soon as possible so that safeguards can be established to protect all parties. Personal gain may result not only in cases where the person or relative has a significant ownership in a firm with which ACV does business, but also when the person or relative receives any reward, bribe, substantial gift, or special consideration as a result of any transaction or business dealings involving Simpra.

## Prohibition of Improper Payments

ACV expects employees to use only legitimate practices in commercial operations and in promoting Simpra’s position on issues before governmental authorities. As stated below, “kickbacks” or “bribes” intended to induce, or reward favorable buying decisions and governmental actions are unacceptable and prohibited.

According to the Anti-Kickback Statute 42 U.S.C. § 1320a-7b(b), no Plan employee or any Network or Representative acting on ACV’s behalf shall, in violation of any applicable law, offer or make directly or indirectly through any other person or firm any payment of anything of value (e.g., compensation, gift, contribution, or otherwise) to:

- Any person or firm employed by or acting on behalf of any customer, whether private or governmental, for the purpose of inducing or rewarding any favorable action by the customer in any commercial transaction; or any governmental entity, for the purpose of inducing or rewarding action (or withholding of action) by a governmental entity in any governmental matter; or
- Any government official, political party or official of such party, or any candidate for political office, for the purpose of inducing or rewarding favorable action (or withholding of action) or the exercise of influence by such official, party or candidate in any commercial transaction or in any governmental matter.

In utilizing consultants, agents, sales representatives, or others, ACV will employ only reputable, qualified individuals or firms under compensation arrangements which are reasonable in relation to the services performed. Consultants, agents, or representatives retained in relation to the provision of goods or services to the federal government must agree to comply with all laws, regulations, and ACV policies governing employee conduct.

The provisions of this section are not intended to apply to ordinary and reasonable business entertainment or gifts not of substantial value, customary in local business relationships and not contrary to the law as applied in that environment. Managers are expected to exercise sound discretion and control in authorizing such business entertainment and gifts. When customer organizations, governmental agencies, or others have published policies intended to provide guidance with respect to acceptance of entertainment, gifts, or other business courtesies by their employees, such policies shall be respected.

## **Political Contributions**

ACV will not make any contribution to any political party or to any candidate for political office in support of such candidacy except as provided in these Standards and as permitted by law. In the United States, federal law strictly controls corporate involvement in the federal political process. Generally, federal law provides that no corporation may contribute anything of value to any political party or candidate in connection with any federal election.

While similar laws apply in some states and their political subdivisions, in many jurisdictions in the United States, corporate contributions to candidates and political parties in connection with state and local election campaigns are lawful.

These Standards are not intended to prevent the communication of ACV views to legislators, governmental agencies, or to the general public with respect to existing or proposed legislation or governmental policies or practices affecting business operations. Moreover, under the Standards, reasonable costs incurred by ACV to establish or administer political action committees or activities organized to solicit voluntary political contributions from individual employees are not regarded as contributions to political parties or candidates, where ACV may lawfully incur such costs.

## **Reporting Potential or Detected Non-compliance or Fraud, Waste, and Abuse**

ACV and Simpra are committed to complying with all applicable laws, including but not limited to those addressing non-compliance and FWA. ACV employees and FDRs are expected to immediately report potential false, inaccurate, or questionable issues to their supervisors or the Chief Compliance Officer in accordance with ACV policies.

An employee or FDR who is requested to engage in any activity which is, or may be contrary to, the

intent and spirit of these Standards must promptly report such information to his or her manager/contact or the Chief Compliance Officer.

Likewise, an employee or FDR who acquires information that gives them reason to believe that any other employee or entity is engaged in conduct forbidden by the Standards, must promptly report such information to his or her manager/Simpra contact, or the Chief Compliance Officer.

ACV employees and FDRs can use the following information to submit questions or reports of suspected or detected non-compliance or potential FWA:

Methods for Anonymous/Confidential Reporting of Potential and Detected Non-compliance and FWA	
<b>Hotline</b>	1-833-416-5035
<b>Online</b>	SimpraAdvantage.ethicspoint.com
<b>E-mail</b>	<a href="mailto:compliance@simpra.com">compliance@simpra.com</a>
<b>Mailing Address</b>	ACV/Simpra Advantage ATTN: Compliance Department P.O. Box 1847 Birmingham, AL 35201

ACV does not tolerate fraudulent or other dishonest behavior and performs timely investigative and corrective action upon receiving such reports as appropriate. ACV is prohibited by law from retaliating in any way against an employee, FDR, or contractor who in good faith reports a perceived problem, concern, or issue involving non-compliance or FWA and will not take punitive action against any person who reports such information.

## Required Training and Education Activities

These Standards describe ACV's expectation that its employees and FDRs conduct themselves in an ethical manner. To assist with understanding potential issues and to comply with the Centers for Medicare and Medicaid Services (CMS) requirements, certain training and education activities are required.

### Fraud, Waste, and Abuse (FWA)

ACV is committed to the responsible stewardship of its resources, the Medicare fund, and maintenance of a comprehensive plan for detecting, preventing, and correcting non-compliance and FWA in its own operations as well as those of its FDRs. To that end, ACV encourages any individual who is aware of, or suspects acts of, FWA in any departmental area, by any provider, or entity, to report such acts to the ACV Chief Compliance Officer.

**In compliance with CMS requirements, all employees and governing body members are required to complete the FWA Training within ninety (90) calendar days of initial hiring or appointment, and annually thereafter. Job-related FWA training is provided at a**

**department-level. ACV FTEs are also responsible for completing FWA Training requirements at the time of engagement and annually thereafter.**

### **General Compliance**

General compliance training addresses preventing, detecting, and correcting non-compliance issues; a description of the Compliance Program; and the requirements for, and the methods to, report potential issues of non-compliance; and the assurance to protect confidentiality and anonymity for the reporter. Moreover, such training efforts will highlight that ACV adheres to a standard of non-retaliation for compliance-related questions or reports of potential non-compliance or FWA.

**In compliance with CMS requirements, all employees and governing body members must complete General Compliance training within 90 days of initial hiring or appointment, and annually thereafter. ACV FTEs are also responsible for completing General Compliance training requirements at the time of engagement and annually thereafter.**

### **Violations of the Standards of Conduct**

Violation of the Standards is grounds for discharge or other disciplinary action, as appropriate to the violation. Disciplinary action will be taken, not only against individuals who authorize or participate directly in a violation of these Standards, but also against:

- Any employee who may have deliberately failed to report a violation of these Standards;
- Any employee who may have deliberately withheld relevant and material information concerning a violation of these Standards; and
- The violator’s managerial superiors, to the extent that the circumstances of the violation reflect inadequate leadership and lack of diligence per the *Disciplinary Standards* policy.

### **ACV Chief Compliance Officer Contact Information**

<b>Chief Compliance Officer</b>	Celeste Panaro
<b>Phone</b>	1-832-278-3988
<b>E-mail</b>	Celeste.Panaro@acvcorp.com



## Anonymous/Confidential Compliance Hotline and Compliance Contact Information

<b>Hotline</b>	1-833-416-5035
<b>Online</b>	SimpraAdvantage.ethicspoint.com
<b>E-mail</b>	<a href="mailto:compliance@simpra.com">compliance@simpra.com</a>
<b>Mailing Address</b>	ACV/Simpra Advantage ATTN: Compliance Department P.O. Box 1847 Birmingham, AL 35201

## Change Log

Document Version	Major or Minor Revision?	Date	Name	Comments
8.0	Minor	12/07/2023	Celeste Panaro	Annual policy review. Simpra BOD Approval: 11/07/2023
7.0	Minor	TBD	Celeste Panaro	Annual policy review.
6.0	Minor	05/29/2023	Tanya George	Celeste Panaro appointed Chief Compliance Officer effective 05/29/2023.
5.0	Minor	11/4/2022	Cassandra Blair	Annual policy review. Clarifying wording edits, as well as changing Simpra Advantage wording to Associated Care Ventures when referencing employees and organization actions. Updated Compliance contact info (e.g., new Hotline telephone number and mailing address effective 1.1.2023). Board approval 11.15.2022.
4.0	Minor	2/15/2022	Cassandra Blair	Clarifying wording descriptions for Simpra versus Associated Care Ventures; FDR to FTE, where applicable; and mailing address correction; BOD acceptance.
3.0	Minor	8/12/2021	Cassandra Blair	Updated to reflect new Chief Compliance Officer and office fax number.
2.0	Minor	2.16.2021	Celeste Panaro	Annual policy review. Presented to the January BOD meeting for approval.
1.0	New	2020	Celeste Panaro	Initial creation. Compliance Officer Approval: Celeste Panaro 12/27/2019 Compliance Committee Approval: 01/16/2020