



Purpose of Our Code of Conduct

Our Code of Conduct provides guidance to all MedStar Health associates, contractors, volunteers, students, and all MedStar Health agents and representatives to assist us in carrying out our daily activities within appropriate ethical and legal standards, and in accordance with the SPIRIT values and MedStar Health Mission.

While no single document can address every issue, you may face a situation where the right course of action is unclear. Use this Code of Conduct and other MedStar Health policies as guidelines along with your own good judgment. If you are unsure about how to handle a situation, ask yourself the following four questions:

1. Is it inconsistent with MedStar Health's values and policies?
2. Is it illegal or unethical?
3. Is it unfair or inappropriate, or does it appear unfair or inappropriate?
4. Would MedStar Health (or you) be compromised or embarrassed if it became public knowledge?

If the answer to any of the above questions is yes, then you should refrain from engaging in the conduct.

If you are still unsure, or if you are unclear about anything in this Code of Conduct, please talk to your supervisor. You may also contact your entity's Compliance Officer or Human Resources department. As appropriate, you may contact MedStar Health's Privacy Director, MedStar Health's Chief Compliance Officer, the MedStar Health Office of Corporate Business Integrity (OCBI), or the MedStar Health Integrity Hotline at 1-877-811-3411.

MedStar Health associates are expected to comply fully with this Code of Conduct, as well as all other MedStar Health and affiliated entity policies, applicable laws and regulations, and are expected to exhibit the highest professional ethics. MedStar Health expects that all associates who are made aware of a situation or issue that violates this Code of Conduct, MedStar Health policies, or any other compliance related issue, should report their concerns immediately through the appropriate channels.

Vision, Mission, and SPIRIT Values

Vision

To be the trusted leader in caring for people and advancing health.

Mission

The mission of MedStar Health is to serve our patients, those who care for them, and our communities.

SPIRIT Values

Service

We strive to anticipate and meet the needs of our patients, physicians and co-workers.

Patient First

We strive to deliver the best to every patient every day. The patient is the first priority in everything we do.

Integrity

We communicate openly and honestly, build trust and conduct ourselves according to the highest ethical standards.

Respect

We treat each individual, those we serve and those with whom we work, with the highest professionalism and dignity.

Innovation

We embrace change and work to improve all we do in a fiscally responsible manner.

Teamwork

System effectiveness is built on the collective strength and cultural diversity of everyone, working with open communication and mutual respect.

TREATMENT OF PEOPLE

Open Communication

We make every effort to work openly across the entire system to promote the value of teamwork, collectively building effectiveness as a system through the strength and cultural diversity of everyone, working with open communication and mutual respect.

Open communication must be practiced when we are serving our patients, dealing with vendors or other business contacts, and working with our fellow associates. We must always remember that our patients come first. Our patients look to their MedStar Health provider for their medical care, treatment and healing, as well as for kind words of support. MedStar Health associates are expected to deal with patients, vendors, other business contacts, and coworkers with the utmost courtesy and professionalism.

MedStar Health values the contributions of every associate and believes that the free exchange of information promotes and enhances performance, teamwork, and innovation. We communicate frequently and honestly, listening to one another, regardless of level or position. The open exchange of knowledge, opinions and expressions of concern among associates and supervisors is always encouraged and a fundamental component of MedStar Health as a High Reliability Organization. As such, associates should not be discouraged or penalized for voicing their concerns or opinions in an appropriate manner.

Keep in mind, disagreements are bound to arise in the workplace. Constructive conflict can lead to healthy learning and understanding between associates and need not result in disruptive arguments. Under no circumstances should disagreements lead to unprofessional conduct. Being rude or abusive to a patient, visitor, coworker, manager, supervisor, or to others is never acceptable.

Professional Responsibility

MedStar Health embraces a patient first philosophy that combines care, compassion and clinical excellence with an emphasis on customer service. We value our associates and recognize their contributions and their right to prosper and obtain personal and professional goals in a clean and safe environment. We value our physician partners and seek to maintain strong and respectful relationships with them and with other healthcare professionals. And, we value diversity of ideas and cultures, and encourage open, two-way communications based on trust.

The stress of patient care situations can sometimes generate tense interactions among healthcare givers, family members, and other individuals. Conduct during patient care situations that is disruptive to patient care or to the safe operations of a MedStar Health entity will not be tolerated. Associates, consultants, vendors, volunteers, contractors, and healthcare providers are expected to treat others with respect, courtesy, dignity and to conduct themselves in a professional and cooperative manner.

Disruptive behavior includes, among other things, verbal and/or physical conduct or behavior (including through social media or other electronic communication methods) on the part of an associate, consultant, vendor, volunteer, contractor, or healthcare provider that tends to:

- Cause stress to a co-worker or among other staff or otherwise affect overall morale within the work environment;

- Impede the ability to work harmoniously with others;
- Undermine productivity or business operations;
- Contribute to staff turnover; or
- Adversely affect the quality and safety of patient care.

PATIENT CARE

Patient Rights

MedStar Health will serve the needs of our patients, those who care for them, and our communities. Among other important rights, patients have the right to be treated with courtesy, respect and to receive the highest quality of appropriate medical care.

We will make every effort to ensure patient satisfaction in all aspects of care and a core value is treating patients in a manner that delivers care in the patient's best interests while working to preserve their dignity, autonomy, self-esteem, civil rights, and involvement in their own care. MedStar Health is committed to the following for the patients we serve:

- Patients shall have equal access to MedStar Health facilities and services and, in accordance with Federal and state legal requirements, MedStar Health does not tolerate discrimination of any kind against its patients;
- Patients have the right to receive care in a safe setting;
- Patients have the right to be free from all forms of abuse or harassment.
- Patients have the right to an interpreter;
- Patients have the right to have visitors that they designate, to have a designee notified of the patient's admission to the hospital, and to have access to a telephone and writing materials during the hospital stay;
- Patients have the right to participate in the development and implementation of a plan of care (including pain management planning) and to make informed decisions regarding their care, unless they lack capacity to make health care decisions;
- Patients have the right to accept or refuse care and should be informed of the medical consequences of such decisions;
- Patients have the right to formulate advance directives and have medical staff comply with those directives to the extent permitted by law and hospital or business unit policy;
- Each patient or patient representative has the right to be provided with a clear explanation of the proposed care including diagnosis and treatment plan;
- Patients should provide their informed consent for treatment only after receiving an appropriate explanation of the medically reasonable risks, benefits and alternatives to proposed treatments in a manner that is understandable to them;
- Patients have a right to be free of physical or chemical restraints that are not medically necessary or are used as a means of coercion, discipline, convenience, or retaliation by staff;
- Patients have a right to privacy, safety, and the security of their health information and should have confidence that MedStar Health is committed to protecting patient privacy; and
- Patients have the right to review their records and have questions about their care answered as well as certain other rights relating to access and control over their health information.

- Patients should be offered continuity of care, where appropriate, and should be given a reasonable amount of time to find a qualified replacement if a physician-patient relationship must be terminated.
- Patients being discharged from a hospital should be presented with a discharge plan, including realistic care options when hospital care is no longer appropriate.
- Patients have the right to file a complaint while in the hospital without retaliation.

If a patient or patient representative needs assistance resolving an ethical dilemma or conflict, he or she should be advised of the availability of ethics consultation services. When patients have questions about their hospital stay and care, patients also may access hospital resources such as patient advocates, social workers, or pastoral care.

Patient Responsibilities

The effectiveness of care and patient satisfaction with the treatment depends, in part, on the patient or the patient's legal representative, fulfilling certain responsibilities including, among other responsibilities:

- Providing the health care team with complete and correct information including health history and any necessary information for insurance claims or other information necessary to make payment arrangements;
- Asking for additional information or explanation about their health status or treatment when they do not fully understand information and instructions;
- Ensuring that the health care team has a copy of their written advance directive if they have one;
- Allowing the health care team to follow all policies, including those for infection control, administration of medications, dietary plans, as well as all other policies;
- Notifying the health care team of changes in the patient's condition;
- Communicating and collaborating with the health care team to establish a schedule of care based on realistic expectations;
- Following the plan of care established in collaboration with the health care team;
- Acting in a considerate and respectful manner toward other patients, staff and facility property (including not using derogatory language or exhibiting threatening behavior);
- Allowing staff to provide effective and efficient services; and
- Maintaining a safe environment.

Emergency Treatment

At MedStar Health, we are required to follow the guidelines mandated by the Emergency Medical Treatment and Active Labor Act ("EMTALA") in providing emergency medical treatment to all patients regardless of their ability to pay. Every person who comes to a MedStar Health hospital and requests medical treatment will be given a medical screening exam. Anyone with an emergency medical condition will be treated based on medical need or stabilized and transferred to another appropriate facility, consistent with EMTALA requirements. In an emergency situation, financial and demographic information will be obtained only after the immediate needs of the patient are met and the patient has been screened and stabilized.

A patient who has not been stabilized will only be transferred to another facility if either: (1) the patient or the patient's legal health care representative, after being informed of the risks, requests the transfer in writing; or (2) a determination is made by a physician that the benefits of treatment at another facility outweigh the risks of transfer. In either case, the receiving

facility must be able to provide appropriate care and must have agreed to accept the patient prior to transfer.

Research

We follow high ethical standards at MedStar Health for all research conducted in our facilities by physicians and professional staff. Research is a privilege at MedStar Health and is subject to oversight by internal and external departments. We do not tolerate violations of the internal or external policies or regulations or laws governing research or the unethical conduct of research.

To assure the accuracy, reliability, and integrity of research conducted at MedStar Health, research misconduct is strictly forbidden. Research misconduct includes, but is not limited to:

- Making up or changing results (fabrication);
- Omission or suppression of results (falsification);
- Copying results from other studies without performing the research (plagiarism);
- Failing to adhere to standards governing the use of human beings as research participants (including, but not limited to, failing to obtain Institutional Review Board approval prior to conducting such research); or
- Otherwise failing to adhere to accepted research practices appropriate to the area of research.

In addition, MedStar Health is committed to maintaining high standards of objectivity and integrity in research and requires all potential conflicts of interest to be disclosed and properly resolved before engaging in research activities.

All patients asked to participate in research projects must be given a full explanation of alternative services that might prove beneficial to them. They also must be fully informed of potential risks and expected benefits. The patients shall be given a full explanation of the procedures to be followed, especially those that are experimental in nature. Refusal by patients to participate in research studies will not compromise their access to health care services provided by MedStar Health.

All persons applying for or performing research of any type at a MedStar Health facility are responsible for maintaining the highest ethical standards regarding research projects. All researchers, and research participants, must comply with relevant policies, conditions of approval and directives of internal oversight departments and administrators. Those policies, study approval conditions and directives include, among other things, the MedStar Health Research Institute ("MHRI") policies, MHRI Office of Research Integrity policies/procedures, *the MHRI Institutional Review Boards directives, and requirements set by MedStar Health research compliance personnel*. As in all recordkeeping, our policy is to maintain accurate study files, data, and financial statements and to submit only true, accurate, and appropriate costs related to each research project.

CONFIDENTIAL INFORMATION

Patient Privacy and Confidentiality

At MedStar Health, patient information including medical condition, history, medication, and family illnesses is obtained in order to provide the best possible care. This information is highly sensitive and MedStar Health is committed to maintaining its confidentiality. The

Health Insurance Portability and Accountability Act 011996 ("HIPAA") as well as other state and Federal laws, protect the privacy and confidentiality of patient information, and grant certain privacy rights to all of our patients. The MedStar Health Notice of Privacy Practices explains our legal obligations under these laws and patient privacy rights. It is our promise to our patients that we will only access, use or disclose their health information as described in the Notice of Privacy Practices, and that we will seek their written authorization for any other use or disclosure.

Protecting patient privacy is an essential part of gaining and maintaining the trust of our patients. MedStar Health's associates are obligated to protect patient information (including during patient examination, case discussion, or consultation) and must never access, use or disclose any information that violates the law, our policies, or the privacy rights of our patients. No MedStar Health associate, affiliated physician, or other healthcare partner has a right to access, use, or disclose any patient information unless it is necessary to perform his or her job.

As a MedStar Health associate, you may have access to MedStar Health systems to perform your job duties. You may also be a patient at one of our facilities. However, you are not permitted to explore your own health records (or the records of friends or family). This would not be a permitted use of the information since you probably do not need the information to perform your job.

For more information about the privacy of patient information, patient privacy rights or the Notice of Privacy Practices, visit StarPort or contact your facility's Compliance Officer, the Corporate Privacy Director, the MedStar Health Privacy Office or the MedStar Health Integrity Hotline at 1-877-811-3411.

Associate Privacy and Confidentiality

MedStar Health recognizes that privacy is important to every one of us. For that reason, MedStar Health retains only those associate records required for business, legal, or contractual reasons. Access to, and knowledge and disclosure of those records is limited to people who need the information for legitimate business or legal purposes.

If you have access to personal information regarding coworkers, you are required to take every precaution to ensure it is not improperly accessed, used or disclosed. In addition, associates are expected to be aware of and to observe all applicable laws, the Notice of Privacy Practices, and MedStar Health policies regarding associate information, which includes limiting the use or disclosure of personal data.

Identity Theft Prevention Program

Identity theft and medical identity theft are growing problems worldwide. In order to be the *Trusted Leader in Caring for People and Advancing Health*, we must protect the credit, finances and medical history of our patients, as well as the interests of our staff by regularly looking out for signs that their personal information has been compromised or is being misused.

The deterrence and detection of identity theft and medical identity theft have long been critical elements of MedStar Health's privacy and information security efforts. Additionally, the Federal Trade Commission (FTC) has issued regulations that require certain steps to detect, deter and respond to potential identity theft incidents.

MedStar Health has formalized a system-wide identity theft prevention program aimed at detecting, deterring and mitigating the harmful effects of known or suspected identity theft incidents. Identity theft or medical identity theft incidents could involve the compromise of our own patient or associate information or they could occur externally and be detected through our program efforts.

MedStar Health's Identity Theft Prevention Program includes:

- The adoption of specific corporate policies,
- A set of guidelines and best practices (which may be amended from time to time) to which facility policies must be aligned, as well as
- Training and education about potential identity theft or medical identity theft.

Computer Equipment and Information Security

The Health Insurance Portability and Accountability Act of 1996 ("HIPAA") Security Regulations require that we "ensure the confidentiality, integrity, and availability of all electronic protected health information ("ePHI")" that we "create, receive, maintain, or transmit." MedStar Health has stringent policies regarding computer use and the security of ePHI. All computers and laptops must be encrypted in accordance with MedStar Health security policy. Furthermore, appropriate measures should be taken at all times to physically secure any MedStar Health computer, laptop or other equipment when it is taken off site. Any associate who experiences loss or theft of MedStar Health equipment must report it immediately to their supervisor.

Examples of information security violations include, but are not limited to:

- Logging on using someone else's ID;
- Allowing your or someone else's ID and password to be used by anyone else; or
- Attempting to circumvent the security system to perform functions or access data for which a user has not been granted access.

It is important to remember that accessing the Internet and use of MedStar Health equipment is strictly for business purposes only. Corporate policy currently allows limited "personal" use. MedStar Health's data centers monitor Internet use. Inappropriate or illegal use of the Internet or MedStar Health equipment may lead to disciplinary action, up to and including dismissal.

For more information regarding computer use and security, please contact the MedStar Health Information Security Office.

Use of MedStar Health Electronic Resources

All communications systems, electronic mail, Intranet, Internet access, telephone, pagers, and voice mail, or other information systems that are the property of MedStar Health are to be used for business purposes only. Corporate policy currently allows limited "personal" use. Associates may not use internal communication channels or access the Internet at work to post, store, transmit, download, distribute, or view any material that is threatening, knowingly reckless, maliciously false, obscene, or harassing. Additionally, these channels of communication may not be used to send or receive chain letters or personal broadcast messages, illegal downloading of any type, nor are they to be used to conduct job searches or open misaddressed mail. MedStar Health data centers monitor Internet use, and inappropriate use of the Internet using MedStar Health information systems may be grounds for dismissal.

Confidential Business Information

MedStar Health creates and receives confidential information on a regular basis and just as we protect the privacy of our patient information, it is important that we also maintain the confidentiality of our fellow associates, our business information, as well as the information of vendors and suppliers who support the services we provide.

MedStar Health will not share or disclose confidential information given to us by a supplier with anyone outside of MedStar Health unless authorized in writing to do so by the supplier. We will not disclose contract pricing and information to outside parties. Contracts involving potential sharing of confidential information must include a contractual commitment from contractors that neither they nor their associates will disclose such information without the consent of MedStar Health.

Proprietary Information

Confidential information concerning MedStar Health's business strategies and operations is a valuable asset. Protection of this proprietary information is important to our organization's continued growth. Proprietary information must not be disclosed to others, except as required by law, or when permitted by company policy. When there is a legitimate business need to disclose proprietary information outside MedStar Health, a nondisclosure agreement may be needed. In such situations, associates must contact the MedStar Health Legal Department.

Proprietary information includes, but is not limited to:

- Personnel data maintained by the organization;
- Associate lists including associate home addresses, telephone numbers, or other personal contact information;
- Patient lists, records and clinical information;
- MedStar Health research and development, such as inventions, and patent applications;
- Pricing and cost data;
- Information pertaining to acquisitions, divestitures, affiliations, and mergers;
- Financial data;
- Research data;
- Strategic plans and marketing strategies; and
- Technology component/IT System information.

It is essential to maintain the confidentiality of, and not improperly access, use, publish, or disclose, any private or proprietary information acquired, learned, or created while employed with MedStar Health. Always store such proprietary information in a safe place and follow security procedures for the computer systems in use. In addition, use common sense to help prevent accidental disclosure of confidential information. Remember that conversations can be overheard in public places such as elevators, hallways, cafeterias, and restaurants, and when using portable communications devices. In addition, do not discuss MedStar Health proprietary information with family or friends, as they may not understand its significance or its confidential nature. Associates could be held responsible for the inadvertent disclosure of such information by a family member, friend, or acquaintance.

Innovation and Intellectual Property

MedStar Health values the creativity and innovation of its employees and has established processes for covering the costs associated with protecting our patent interests. We encourage individual creativity that will lead to scientific discoveries, new methods,

processes, or products that benefit the patients we serve. Intellectual property includes, but is not limited to, any invention, discovery, improvement, idea, computer software, scientific or technological development, or other form of expression of an idea (whether patentable, copyrightable, or subject to other forms of protection).

With certain limits, all intellectual property created by professional and management associates of MedStar Health during the course of performing duties for MedStar Health is the property of MedStar Health. However, MedStar Health has adopted policies which encourage our associates to develop intellectual property and permit our associates to share in the rewards resulting from the inventions discovered in the course of their employment. All intellectual property discovered or created must be disclosed to the MedStar Health Legal Department.

Patent Protections

A patent is an intellectual property right granted by the Government of the United States of America to an inventor "to exclude others from making, using, offering for sale, or selling the invention throughout the United States or importing the invention into the United States" for a limited time in exchange for public disclosure of the invention when the patent is granted. There are three types of patents:

- (1) Utility Patents — granted to anyone who invents or discovers any new and useful process, machine, article of manufacture, or composition of matter, or any new and useful improvement of such discoveries;
- (2) Design patents — granted to anyone who invents a new, original and ornamental design for an article of manufacture; and
- (3) Plant patents - granted to anyone who invents or discovers and asexually reproduces any distinct and new variety of plant.

Copyright Protections

Copyright laws protect the original expression in, among other things, written materials, computer software, works of art, and music, and prohibit their unauthorized duplication, distribution, display, and performance. As a result, materials including software, spreadsheets, and even form documents created by MedStar Health associates on MedStar Health's behalf or otherwise as part of their employment with MedStar Health are protected and may not be used or distributed without prior approvals.

In addition, we generally may not reproduce, distribute, or alter copyrighted materials from books, trade journals, computer software, or magazines without permission of the copyright owner or its authorized agent(s). Remember that computer software must be used only in accordance with appropriate licensing. Using unlicensed software could constitute copyright infringement.

Trademarks and Service Marks

MedStar Health vigorously protects its brand and the brands of its subsidiaries by registering its trade and servicemarks with the U.S. Patent and Trademark Office and by opposing confusing registrations. Trademarks can include any word, phrase, symbol or design, or a combination of words, phrases, symbols or designs, that identifies and distinguishes the source of the goods of one party from those of others. Servicemarks are the same as trademarks, except that they identify and distinguish the source of a service rather than a

product. Any request to register a trade or service mark must be sent to the MedStar Health Legal Department.

MEDSTAR HEALTH'S REPUTATION AND BRANDING

Marketing and Reputation

Patients trust MedStar Health because they are aware of our excellent reputation and they know we stand behind our patient-first commitment. The way we market and advertise our services is an important element in maintaining that trust and our good reputation. MedStar Health's internal and external publications and marketing materials avoid offensive, deceptive, or unfair marketing practices. These ethical values enhance the trust of our patients and the communities we serve.

Advertising Standards

MedStar Health's advertising can help establish a person's positive impression of MedStar Health and inform them of the services we offer. It can give patients confidence in the health care services we provide. To maintain our patients' hard-won trust, our advertisements and other communications must always be accurate, fairly describe our services, and follow MedStar Health's advertising and branding standards. Anything less would be a disservice to our patients and could damage MedStar Health's reputation.

ACCURACY, RETENTION, AND DISPOSAL OF DOCUMENTS AND RECORDS

Accuracy of Records

Every MedStar Health associate is responsible for the integrity and accuracy of our documents and records in any media. All records, whether medical, operational, or financial, should be maintained in accordance with applicable laws, accreditation standards, and policy. No one may alter or falsify information on any record or document. In addition, associates must be accurate in completing or providing information for such records as time reports, leave of absence records, expense reports, or other employment-related documents.

Record Retention

Medical and business documents and records must be maintained in accordance with the applicable laws, accreditation standards, and MedStar Health's Record Retention and Destruction Policy, whichever period is longer. Medical and business documents include paper documents such as letters and memoranda; computer-based information, such as e-mail or computer files on disk or tape; and any other medium that contains information about MedStar Health or its business activities.

Destruction of Records

Records should be promptly destroyed once they have served their useful business life and have been retained as required by applicable laws and MedStar Health policy. However, at MedStar Health, we will not tamper with records, nor remove or destroy them before the time period specified in the MedStar Health Document Retention and Destruction Schedule, and we will not destroy any records we are aware of that relate to pending litigation or government investigation.

EMPLOYMENT PRACTICES

Workplace Health and Safety

Workplace Health

It is the policy of MedStar Health to comply with all government regulations, policies and guidelines, and to develop and enforce company policies that promote the protection of workplace health and safety.

Workplace Safety

MedStar Health is committed to making the work environment safe and healthy for its associates, patients, and others. Accordingly, MedStar Health prohibits dangerous activities including threatening or violent behavior, or even the suggestion of such behavior; possession of firearms, explosives, or other weapons on company property while conducting company business; and willful destruction of company property or the property of others.

Substance abuse

To protect the interests of our associates and patients, MedStar Health is committed to an alcohol, tobacco and drug free work environment. All associates must report to work free of the influence of alcohol and illegal drugs. Reporting to work under the influence of any substance, or using, possessing, distributing, or selling illegal drugs while on MedStar Health work time or property, may result in immediate termination. MedStar Health associates can be subject to substance abuse testing in accordance with Federal, state and local laws and regulations, and with collective bargaining agreements. MedStar Health's Associate Assistance Program is available to all associates who request assistance with a substance abuse problem.

Environmental Concerns

Environmental Laws and Regulations

It is the policy of MedStar Health to comply with all environmental laws and regulations as they relate to our operations. We operate our facilities with all necessary permits, approvals, and controls. At MedStar Health, we strive to manage and conduct our business in a manner that respects the environment and preserves natural resources.

Hazardous Materials and Medical Waste

We make every effort to ensure all MedStar Health associates and agents follow proper procedures with respect to the handling and disposal of hazardous materials and medical waste. In accordance with applicable laws and policies, associates should be informed about the nature of the chemical hazards to which they may be exposed and the appropriate procedures for handling them. Hazardous materials in the workplace are to be properly marked and stored in designated locations only.

Cooperating with Environmental Agencies

MedStar Health will report environmental issues to relevant agencies within the time limits imposed by the agencies. Furthermore, we will work cooperatively with the appropriate authorities to remedy any environmental contamination or improper disposal. MedStar Health entities will ensure that appropriate processes and associate education are in place to meet this requirement.

Associate Rights and Responsibilities

Equal Employment Opportunity

At MedStar Health, we treat each other with respect and dignity, valuing individual and cultural differences. MedStar Health is committed to equal employment opportunity without regard to race, color, religion, national origin, gender, sexual orientation, age, disability, marital status, or veteran status, pertaining to associates, students, volunteers and business partners. We comply with legal requirements applicable to human rights and equal employment legislation. Just as MedStar Health does not allow discrimination in hiring practices or against patients, we do not tolerate discrimination on the job. Non-discrimination policies apply to all employment practices including, but not limited to: hiring, recruiting, compensation, benefits, disciplinary actions, educational assistance, promotions and terminations.

Harassment

MedStar Health prohibits any kind of harassment in the workplace, particularly but not limited to, harassment based on race, color, religion, sex, national origin, age, marital status, sexual orientation, physical or mental disability, or any other basis prohibited by law. Harassment prohibited by this Code of Conduct will not be tolerated, whether it is committed by, or committed against, supervisory or non-supervisory personnel, physicians, consultants, contract associates, vendors, patients, or visitors of MedStar Health.

Any form of sexual harassment is strictly prohibited. This prohibition includes, but is not limited to, unwelcome sexual advances or requests for sexual favors in conjunction with employment decisions. Moreover, verbal or physical conduct of a sexual nature that interferes with an associate's work performance or creates an intimidating, hostile or offensive work environment has no place at MedStar Health.

You should familiarize yourself with the harassment policy applicable at your entity. If you have any questions, or if you believe you have been subjected to any form of harassment or discrimination, you should follow your entity's complaint procedures or immediately inform Human Resources. If those options are not effective, associates may also call the Integrity Hotline at 1-877-811-3411. Associates will not be subject to any form of retaliation for filing what they believe to be a legitimate complaint.

How to Report a Concern

As a MedStar Health associate, you have an affirmative obligation to report any situation that you believe to be unethical and/or illegal, whether involving another associate or anyone acting on behalf of MedStar Health. Any potential issue should be reported to your supervisor, through the normal chain of command. If you believe your concern is not being handled appropriately, and/or your concern relates to the confidentiality of patient information, a patient privacy issue, or any other compliance issues, you can contact your entity Compliance Officer, the Office of Corporate Business Integrity, make an anonymous report via the toll-free MedStar Health Integrity Hotline, or contact an applicable Contracted Payor directly.

Associate Discipline

Associates may be disciplined for failure to adhere to compliance requirements or any provision of this Code of Conduct. Disciplinary measures may also be taken against those who intentionally make a false accusation against an associate, patient, visitor, vendor or other individual related to MedStar Health. This means that Code of Conduct violations,

even when committed for the first time, may lead to disciplinary action, up to and including dismissal. Additionally, certain incidents may be subject to criminal investigation and prosecution, as provided by law.

Non-Retaliation

Retaliation includes any adverse employment action taken in response to an associate's good faith reporting or participation in a protected activity, such as a government investigation or filing a complaint. MedStar Health will not tolerate retaliation in any form by management or non-management staff against an associate who reports in good faith, an actual or potential Code of Conduct, or any other type of legal, regulatory, compliance, quality, safety, or MedStar Health policy violation. Similarly, retaliation against an associate for cooperating in a government, compliance, legal, or human resources investigation is equally prohibited. Associates who engage in such retaliation may be subject to disciplinary action, up to and including dismissal.

Retaliation does not include disciplinary actions taken in response to an associate's job performance or failure to meet job requirements.

Associates who believe that they may be the subject of retaliation as described above should immediately report such conduct to their immediate supervisors, their facility Compliance Officer or Human Resources Department. As an alternative to these resources, associates may also call the MedStar Health Integrity Hotline.

Excluded (Sanctioned) Individuals or Entities

Each MedStar Health entity/facility will perform a check of potential new associates, physicians, or contracted business partners/vendors, and perform a monthly check thereafter, to ensure they do not appear on the Department of Health and Human Services' Office of Inspector General's List of Excluded Individuals/Entities nor the General Services Administration's (GSA) list of excluded individuals. MedStar Health will not knowingly employ or contract with any individuals or entities who appear on these lists.

BUSINESS PRACTICES

Conflict of Interests

As associates of MedStar Health, we owe our first working allegiance to our employer. A conflict of interests may occur if outside activities or personal interests influence, or appear to influence, our ability to make objective decisions or otherwise to perform our work responsibilities. Some conflict of interest situations may also implicate violations of the False Claims Act, Anti-Kickback Statutes, Stark and other laws and regulations. Examples of conflicts of interests include, *but are not limited to*:

- Owning, or having a financial interest in an outside organization that does business with MedStar Health, unless the business arrangement has been undertaken in accordance with the MedStar Health contracting and conflict of interests policies. (This prohibition does not apply to ownership of stock held by an associate in a publicly held corporation, where the value of the associate's stock does not exceed three (3%) percent of the value of the company).
- Conducting business for personal gain with a vendor, supplier, contractor, or agency that does business with MedStar Health, or with any officer or associate of such an organization, outside the vendor's usual business practices.

- Influencing, either directly or indirectly, MedStar Health's dealings with any vendor or supplier with whom you have a personal or financial relationship.
- Representing MedStar Health in a transaction in which you and/or immediate family member(s) have a substantial personal or financial interest. Immediate family members include a spouse or domestic partner, household members, and dependents of an individual with an actual or potential conflict of interest, including children, step-children and children by adoption.
- Disclosing or using MedStar Health's private or patient information for your and/or your family's personal gain or advantage.
- Competing with MedStar Health, directly or indirectly, in the purchase, sale, or ownership of property or property rights, or in business investment opportunities.
- Using MedStar Health's name, information, property, time, and/or other resources to perform outside activities such as a second job, or to volunteer for community activities not specifically sponsored or approved by MedStar Health or a MedStar Health entity.
- Outside employment arrangements that may compete with MedStar Health interests.

MedStar Health and each of its subsidiaries will require annual disclosures of any board member, senior level associate, employed and contracted physicians, or any other person with contracting, hiring or purchasing decision making responsibilities. Individuals who do have a conflict of interests will be asked to work with their leadership to establish a way to remediate the conflict.

For questions regarding the Conflict of Interests Policy and/or the management of potential conflicts of interests, contact the MedStar Health Legal Department or the Office of Corporate Business Integrity.

Contracting

It is the responsibility of those contracting on behalf of MedStar Health to secure contracts that will be in the best interest of the organization. We strive to build good working relationships with our suppliers because they help us achieve the highest standards of quality. Moreover, we manage our contractor and supplier relationships in a fair, ethical, and reasonable manner, consistent with all applicable laws and good business practices.

Vendor Selection

At MedStar Health, we employ high ethical standards in vendor selection, negotiation, determination of contract awards, and the administration of all contracting activities. Contracting decisions are based on the supplier's ability to meet MedStar Health's needs and not on personal relationships, friendships, or self-interests. Contracts are awarded in a fair manner with no discrimination or bias toward or against any bidders. MedStar Health associates with a business or personal interest in a vendor, or an appearance of such interest, will remove themselves from the vendor selection process if that vendor is involved, or, if that is not possible, will ensure that processes are in place to create an objective and unbiased

selection process which includes final approval by someone other than the conflicted individual.

BUSINESS COURTESIES

Accepting or Giving Personal Gifts

Cash or Cash Equivalents

Gifts are usually given to create good will. However, sometimes accepting or giving a gift may create a conflict of interest or the appearance of a conflict of interest. Accepting gifts can also pose concerns under the Federal and state Anti-Kickback Statutes. In general, all cash, cash equivalents (i.e. gift cards), and non-cash gifts including but not limited to, personal gifts (such as branded materials, artwork, music, sporting event tickets, or other entertainment) that are not part of a bona-fide and permitted business function as further described below, are prohibited.

Non-Branded Non-Cash Gifts

Unsolicited, non-branded, and general use gifts that have an educational value and are for the benefit of patient care or medical education, including books, anatomic models, illustrations, clinical diagrams, etc. are permitted, provided that they are of nominal value (not to exceed \$100) and are not solely for the benefit of a specific individual.

Meals (including Perishable Gifts)

Meals (including perishable or consumable gifts), whether provided to individuals or departments, have the potential to unduly influence purchasing or vendor selection and are generally not acceptable. Meals or individual gifts from Industry (i.e., pharmaceutical and device manufacturers) are specifically prohibited by MedStar Health Policy. However, associates may accept modest meals as a customary courtesy that is extended to further develop business relationships, provided that the meal is modest, not being offered to inappropriately influence business decisions and is offered only in conjunction with a legitimate business event. Unsolicited perishable gifts (such as a holiday gift basket) that are provided to a department or entity, rather than to an individual, are acceptable.

Soliciting Gifts

It is never appropriate to solicit for gifts of any kind, whether directly or indirectly, from anyone doing business, or seeking to do business, with MedStar Health. It is also not appropriate to solicit charitable donations or contributions from a vendor unless that is part of your specific job responsibilities (such as associates of MedStar Health's foundation or development departments). Purchasing decisions should always be made separate from fund-raising solicitation activities and purchases may not be conditioned upon any promises of donations.

Accepting and Extending Invitations

Complimentary Education/Invitations to Sales, Promotional, or Educational Events

Complimentary training/education and/or reimbursement by vendors for reasonable and necessary expenses associated with modest travel, meals, and lodging may be acceptable, so long as:

- You receive prior approval from your department's vice president
- The event is a bona-fide purchasing, sales, training, or education session

- If the event is sponsored by an Industry company (i.e. pharmaceutical or device manufacturer), the primary purpose of the event must be to:
 - i. Provide education or training on how to properly and safely use medical devices, equipment, and other technologies, or compliance with legal, regulatory, or accreditation requirements; and
 - ii. The payment is pursuant to the terms of a written agreement with the sponsoring company or is related to the review of capital equipment MedStar Health is considering purchasing or acquiring, which cannot be transported to the MedStar Health facility.

Accepting Invitations for Charitable Events or Entertainment

MedStar Health representatives may accept invitations from vendors to charitable events or events which include entertainment that benefit MedStar Health or MedStar Health's business relationships, so long as the individuals involved either remove themselves from a vendor selection process involving that vendor, or ensure that objective vendor selection criteria are in place to prevent inappropriate influence.

Associates may not accept invitations to outside events that have no direct relationship to MedStar Health's business and charitable purposes, such as sporting events or golf outings, unless those events meet the above criteria. For entertainment meeting those criteria, the value of such an event shall not exceed \$250 per person and must be infrequent (not more than once every six months) with respect to any one individual/vendor.

Extending Business Courtesies/Invitations to Potential Referral Services

MedStar Health does not buy referrals. Physicians send their patients to MedStar Health providers because of our clinical expertise, our community- based facilities and our patient-first philosophy. Associates must never offer money, favors, gifts, or promises of gifts, or anything else of value to influence, direct, obtain, or retain business and/or patient referrals. It is critical to avoid the appearances of impropriety when giving gifts to individuals who do business or are seeking to do business with MedStar Health. At MedStar Health, we will never use gifts or other incentives to improperly influence relationships or business outcomes.

Extending Business Courtesies/Invitations to Non-Referral Sources

There may be times when you may wish to extend an invitation to attend a social event in order to develop your business relationship to a current or potential business associate. The purpose of the entertainment must never be to inappropriately induce any favorable business action. These social events must not include any long distance travel or overnight lodging. During these events, topics of a business nature must be discussed, and you must be present. The cost of such an event shall not exceed \$250 per person and must be infrequent (not more than once every six months) with respect to any one individual. Any exception must be pre-approved by your department's vice president.

Memberships and Sponsorships

MedStar Health has established guidelines and criteria for the purposes of determining whether a membership or sponsorship is appropriate. Associates should reference the MedStar Health Memberships and Sponsorships Policy for more information and should contact the MedStar Health Chief of Staff with any questions.

Your Responsibilities

It is every MedStar Health associate's responsibility to know what types of gifts or invitations may be acceptable and under which conditions. Also, in addition to the guidance outlined in this Code of Conduct, MedStar Health associates should refrain from any conduct that could have an appearance of impropriety, if viewed objectively. If there is any question, you should decline it and explain MedStar Health's position to the gift giver as follows:

- MedStar Health's associates may not accept or give gifts or other incentives that improperly influence, or give the appearance of improperly influencing relationships or business outcomes.
- Associates may not accept cash or cash equivalents, such as gift certificates, from anyone doing business, or seeking to do business (including patients), with MedStar Health.

ADDITIONAL LEGAL CONSIDERATIONS

Tax Exempt Status

MedStar Health and many of its affiliated entities are organized and operate primarily for scientific, educational, or charitable purposes and therefore are organized as tax-exempt companies. In exchange, every year MedStar Health provides millions of dollars of charity care to the communities we serve and we promote health within our communities through the operation of our public Emergency Room; by permitting qualified community physicians to practice at our facilities; by providing educational opportunities for residents; by treating patients using public programs; and by using excess funds to improve patient care, expand hospital facilities, and advance medical training, education and research.

To fulfill our legal obligations and commitment to our communities, it is important that no part of our organization's net earnings is distributed for the benefit of any private individual. In addition, it is important that individuals in a position to exercise substantial influence over our organizations such as managers, directors, physicians, executives and board members do not receive any benefits in excess of the value of services they provide to our organizations.

Political Contributions and Activities

MedStar Health supports associate participation in the political process. However, MedStar Health is prohibited from participating in political activities. MedStar Health's funds or resources are not to be used to contribute to or support candidates or their political campaigns, or for gifts or payments to any political parties or any of their affiliated organizations.

It is important to separate personal and corporate political activities in order to comply with the appropriate rules and regulations relating to lobbying or attempting to influence government officials. You may not use your position at MedStar Health or use MedStar Health equipment and supplies to support a personal philosophy or belief without approval of senior management. Of course, associates may participate in the political process on their own time and at their own expense. Associates cannot seek to be reimbursed by MedStar Health for any personal contributions for such purposes.

At times, MedStar Health may ask associates to advocate on its behalf by writing letters that present our position on specific healthcare issues to various government agencies and elected officials. It is your choice whether to participate in these efforts. Additionally, some

MedStar Health associates interface with government officials on a regular basis. If you are involved in these communications on behalf of MedStar Health, be certain that you are familiar with applicable regulatory constraints and observe them.

Antitrust

Antitrust laws are designed to benefit consumers by promoting competition. These laws primarily prohibit activities that reduce or eliminate competition. Our competitors are other healthcare systems and facilities in markets where we operate. Antitrust laws could be violated by discussing with a competitor certain aspects of MedStar Health's business such as how our prices are set, current wage rates, strategic and marketing plans, or the terms of key contracts.

An agreement with a competitor that establishes pricing levels for services is unlawful. Discussions about pricing arrangements should be viewed as highly sensitive and should be reviewed by MedStar Health's Legal Department. Additionally, the antitrust laws are violated when two competitors agree not to compete against each other with respect to a geographical area or particular services or when they agree to boycott certain vendors or service providers. Discussions with competitors about services and strategic planning may raise concerns under the antitrust laws and require the close scrutiny of MedStar Health's Legal Department.

FRAUD AND ABUSE

Fraud, Abuse, and Waste

MedStar Health is committed to complying with all applicable laws and requirements of participation in the federal health care programs. This includes providing care and billing for services that are medically necessary, billing only for services which are actually provided, and not otherwise wasting our valuable resources in exchange for payments. It also requires each MedStar Health associate to diligently identify and report any activities that appear to be deceptive, misrepresentations of fact, or otherwise of potential concern. In the event you have a concern of this nature, you should report it to your supervisor, your entity's Human Resources Department, Compliance Officer, the Office of Corporate Business Integrity, the Legal Department, Internal Audit, or contact an applicable Contracted Payor directly. Anonymous reports may also be made to the MedStar Health Integrity Hotline.

Examples of Inappropriate Conduct

Although it is not an exhaustive list, MedStar Health and its associates will specifically refrain from engaging in the following practices:

- Billing for services or supplies not rendered;
- Billing for services that are not documented;
- Billing for services that are not "medically necessary";
- Double billing (billing twice for the same service);
- Upcoding (changing a procedure code to one that is reimbursed at a higher rate);
- Misrepresenting a diagnosis in order to obtain payment;
- Accepting or paying a kickback for patient referrals;
- Providing leased space to physicians for less than fair market value;
- Brand-name billing for generic drugs;

- Falsifying any type of records, including: payroll or time records, medical records, scientific research records, etc.;
- Giving unlawful patient inducements (free gifts or services to patients);
- Providing "charity care" without following and documenting appropriate processes; or
- Creating inaccurate cost reports, or filing cost reports without adequate supporting documentation.

Claims Submission

At MedStar Health, we are committed to ensuring that all claims to government and private insurance payers are accurate and truthful. Claims include not only individual claims for patient services but also cost reports. All claims must conform to all pertinent federal, state, and local laws and regulations. Claims should be submitted only for services that were appropriately provided and documented. MedStar Health prohibits any of its associates or agents from knowingly presenting, or causing to be presented, claims for payment or approval that are false, fictitious, or fraudulent. No false or misleading entries shall be made or submitted on any bills or claim forms, and no associate shall participate in any arrangement that results in such prohibited acts. Making a false statement in a medical record or any document that is used to support billing of medical services may be considered criminal fraud. Providing and billing for a service that results from a kickback arrangement also may be considered a false claim and must not be submitted.

Overpayments

There are times when, through various means, we may discover that we've been overpaid due to a billing error. MedStar Health is committed to providing repayment of any money appropriately identified as an overpayment by government payors or private payors whose contract terms mirror those of the government payors. All MedStar Health associates who know of a potential error in reimbursement that may require the return of any prior payments must immediately provide all information related to the potential error to the appropriate department head. In the event a systematic error is discovered, the entity's compliance director and the department and/or facility leadership will work with Office of Corporate Business Integrity and the Legal Department, if necessary, to identify appropriate processes for mitigation.

Interactions with Physicians and Allied Health Professionals

MedStar Health strongly values its relationships with the exceptional and professional physicians and allied health professionals who provide services within our facilities. MedStar Health prohibits kickbacks and bribes to physicians and allied health professionals that taint the integrity of these relationships and patient care. It is important that all physician and allied health professional relationships are structured and document appropriately to comply with all applicable laws and regulations. In general, any compensation provided to physicians in exchange for services should be consistent with fair market value and such compensation should not take into account the value or volume of any referrals. Please contact the Legal Department with any questions regarding structuring these relationships.

Responding to Government Audits/Investigations

Any MedStar Health associate or agent receiving notice of a government audit or investigation shall immediately refer the issue to their Compliance Director, the MedStar Health Corporate Compliance Officer, or the MedStar Health Legal Department, who will respond in accordance with established protocols. If you are contacted by a government

representative, it is important that you obtain and forward a copy of any documents presented to you as well as the name and contact information of the government representative.

COMPLIANCE WITH FEDERAL AND STATE FALSE CLAIMS ACTS

Requirements Pertaining to False Claims and Statements

The Office of Corporate Business Integrity provides all MedStar Health facilities with compliance support, billing integrity support, occurrence reporting and resolution, and training and education. MedStar Health's Internal Audit department conducts routine independent audits of business practices, and all financial managers are required to attend training on the Financial Manager's Code of Ethics and reporting obligations. Under the Code of Conduct, every associate has an obligation to report any situation reasonably believed to be fraudulent or illegal. Associates are encouraged to report privacy, financial reporting, human resources, and other compliance concerns to their supervisors or local compliance directors, or to make an anonymous and confidential report to the MedStar Health Integrity Hotline. The confidential hotline is available 24 hours a day. Associates can also email the MedStar Health corporate compliance officer at complianceofficer@medstar.net, or contact an applicable Contracted Payor directly. Retaliation against an associate for reporting in good faith or cooperating in compliance, legal, or human resources investigation, is expressly prohibited.

Federal False Claims Act and Civil Monetary Penalties

The Federal False Claims Act, 31 U.S.C. H3729-3733, makes it illegal for persons or entities that knowingly and willfully submit, cause to be submitted, or conspire to submit a false or fraudulent claim, or that use a false record or statement in support of a claims for payment to a federally-funded program. The phrase "knowingly and willfully" means that the person or entity had actual knowledge of the falsity of the claim, or acted with deliberate ignorance or reckless disregard of the truth or falsity of the claim. Any person who violates the Federal False claims Act may be liable to the federal government for civil penalties and damages.

Under the Federal False Claims Act, any private party may bring a civil action in the government's name against the person or entity that submitted the false claim, subject to certain jurisdictional bars and statute of limitations. This is known as the False Claims Act's "qui tam" or whistleblower provision. Depending on the outcome of the case, a whistleblower may be entitled to a portion of any judgment or settlement in favor of the government. The Federal False Claims Act provides legal protections to whistleblowers that are retaliated against by his/her employer for investigating, filing or participating in a False Claims Act lawsuit.

In addition, other civil monetary penalties and damages may be imposed against persons or entities that knowingly and willfully present or cause to be presented a claim that the person knows or should know is a false or fraudulent claim, is a claim that the person knows or should know was not provided as claimed, or is for a pattern of medical items or services that a person knows or should know are not medically necessary (42 U.S.C. § 1320a-7a).

State False Claims Acts

A number of states have enacted false claims acts in an attempt to prevent the filing of fraudulent claims to state funded programs. The District of Columbia has established such an act under Title 2, Chapter 3 of the District of Columbia Code. The District of Columbia law

provides that any person who knowingly presents, or causes to be presented, a false claim, record or statement for payment by the District, or conspires to defraud the District by getting a false claim paid can be liable to the District for penalties and damages. District of Columbia law allows whistleblowers to bring claims under certain circumstances, and protects whistleblowers from retaliation by employers.


Maryland also has its own False Claims Act that prohibits certain actions constituting false claims against a Maryland health plan or a Maryland health program. Any person that knowingly presents or causes to be presented a false or fraudulent claim for payment or approval, or knowingly makes, uses, or causes to be made or used a false record of statement material to a false or fraudulent claim, may be held liable for penalties and damages under the law. Like the District of Columbia False Claims Act, Maryland permits whistleblowers to file suits on behalf of the state, but limits recovery under the law if the Maryland Attorney General's Office declines to intervene in the lawsuit. Maryland's False Claims Act protects whistleblowers from retaliatory action by employers.

Virginia has a similar law known as the Taxpayers Against Fraud Act established under Chapter 3 of Title 8.01 of the Virginia Code. Virginia's law also permits whistleblowers to bring actions in the name of the Commonwealth of Virginia and protects whistleblowers from discrimination by employers.

Attestation

MedStar Health requires all associates to sign an attestation document confirming they have received, read and understand this Code of Conduct and understand that it represents mandatory policies of MedStar Health with which they will abide. New associates will be required to confirm their receipt and understanding of the Code of Conduct and sign an attestation as a condition of employment. Adherence to and support of MedStar Health's Code of Conduct, and participation in related activities and training, may be considered in decisions regarding hiring, promotion, and compensation for all candidates and associates,

Amended: June 7, 2016

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| Reference: | |
| Approved By: |  _____ Oliver M. Johnson, II, Executive Vice President and General Counsel |
| Additional Signature Information (if any): | _____ |