



Upper Peninsula Health Plan Standards of Conduct

Upper Peninsula Health Plan (UPHP) is an innovative health plan managing the care of our members in the Upper Peninsula guiding them to quality, cost-effective care through our network of providers improving the overall health of the communities we serve.

To further our mission, UPHP promotes a culture of compliance and ethical behavior. We believe this is essential in protecting our beneficiaries and the integrity of our government programs. To this end, UPHP requires all employees, officers, independent contractors, governing body members, student workers, interns, contractors and any other agent to abide by sound ethical practices and the highest standards of integrity in the conduct of business.

UPHP's standards of conduct communicate our principles and values by which we operate, and describe the fundamental structure of our compliance program. These standards are supported by UPHP Senior Management, Chief Executive Officer, and Management Committee. We believe compliance is everyone's responsibility including providers, beneficiaries, employees of UPHP and any individual providing health or administrative services for Medicare and Medicaid enrollees on behalf of UPHP.

UPHP shares these standards with new employees, contractors, and management committee members and requires annual review and attestation. These standards are reviewed and updated by the compliance officer and compliance committee to respond and adapt to changing conditions. It is the expectation that all UPHP employees, contractors, agents and management committee members adhere to these standards, conduct themselves in an ethical manner, and report issues of noncompliance and potential fraud, waste and abuse through appropriate channels. These standards of conduct are a set of guiding principles; separate policies and procedures are available to provide detailed guidance on meeting these requirements. Nothing in these Standards of Conduct is intended to prevent employees from participating in activity protected by law.

UPHP employees, officers, contractors, governing body members, and any other affiliate will avoid real or apparent conflicts of interest.

A conflict of interest occurs when a professional or personal interest influences or appears to influence your ability to perform job duties objectively and in the best interest of UPHP. UPHP prohibits personnel and affiliates from engaging in any activity that results in a conflict of interest with business, corporate mission, goal, or culture. A conflict of interest may arise when:

- You hold a position as an employee, officer, director, consultant or agent with a company that is a direct competitor, business partner, vendor or subcontractor of

UPHP, and it compromises your ability to perform your responsibilities and duties in an impartial manner.

- You have a financial interest or ownership in a company that is a direct competitor, business partner, vendor or subcontractor of UPHP.
- You have an immediate family member or close friend under the employment of UPHP or its direct competitor, business partner, vendor or subcontractor of UPHP which compromises your ability to perform your job responsibilities in an objective manner.

UPHP personnel and affiliates must disclose any potential conflict of interest to their Manager and the UPHP Compliance Officer. If a conflict of interest exists, the conflict will be corrected by addressing the activity, transaction, relationship, or service that created the conflict. This could include recusing or terminating yourself from the position creating the conflict, disbursing or selling any financial interest, or repositioning your position or job function. Failure to comply may result in appropriate disciplinary actions, up to and including termination of employment or contract.

Gifts and Entertainment

Giving or accepting gifts or promotional items must be appropriate; you should not give or receive expensive gifts or benefits. You should not give or receive gifts of cash or cash equivalents. Giving or accepting occasional, inexpensive gifts or promotional items is permissible if the exchange is legal and neither intended or perceived as an attempt to influence business decisions. Use discretion and sound judgment when offering or accepting entertainment, gifts, or other business courtesies. Any gifts given must be disclosed in the applicable expense report.

UPHP will pay for your business travel as permitted by UPHP's travel reimbursement policy; generally these costs should not be paid for by others. Meals and entertainment during conferences, similar meetings or in conjunction with meetings to discuss UPHP business may be accepted unless the offer is lavish or expensive and likely to be perceived as an attempt to influence business decisions.

If you are a member of a professional committee or making a presentation, you may accept reasonable travel and lodging costs from a third party provided the same offer would be made to those who are not UPHP employees. If you are offered compensation from a third party for services rendered (such as for giving a presentation) and the services are related to your work at UPHP or UPHP's business interests, then the Finance Department will invoice the relevant party. All payments for services rendered would be made to UPHP. Do not accept a personal honorarium from a third party. You may not accept a discount or preferential treatment offered to you due to your position at UPHP. You may accept discounts offered to all employees. If you use a UPHP supplier or contractor for personal purposes, you must pay full market value for services and materials.

You may not directly or indirectly offer anything of value to a federal, state, or local government employee, or official that may influence or appear to influence their official acts or decisions. “Anything of value” means cash, gifts, meals, entertainment, political contributions, travel expenses, offer of employment or other benefits. You must use discretion and sound judgment when offering or accepting entertainment, gifts, or other business courtesies.

Privacy and Confidentiality

You must keep member information safe from access, use or disclosure that is not appropriate. You must treat sensitive information about UPHP, our employees, our members and those who do business with us confidential.

UPHP must comply with federal and state privacy and security laws; UPHP maintains corporate policies to protect the confidentiality, integrity and availability of Protected Health Information (PHI) and Personally Identifiable Information (PII) we create, maintain, transmit and receive. Failing to follow UPHP policies governing privacy and security will subject you to discipline up to, and including termination of employment.

To protect member information:

- Do not access, use, view or send member information within UPHP unless you are authorized and there is a valid and approved business reason.
- Do not make member information known to anyone outside UPHP unless in accordance with company policy.
- Encrypt any member information that you send through e-mail that may go outside UPHP. You must comply with all UPHP information security safeguards.

Protect and keep private any document under your control that includes member information or any other confidential information. This means using encryption when you send or store documents electronically, and locking up paper documents when they are not in use. UPHP must retain documents as required by Centers for Medicare and Medicaid Services (CMS), Health Insurance Portability and Accountability Act (HIPAA), Michigan Department of Health and Human Services (MDHHS), and other applicable laws or regulations. Confidential information must be kept safe and private until properly destroyed. Never destroy a document that could be relevant to an anticipated or pending lawsuit or investigation.

To protect other confidential information, do not access, view, or use or disclose confidential information unless you are authorized and there is a valid business reason to do so.

You must not take or keep member information or other confidential information once your UPHP job or affiliation ends. You must return any such information that you have,

and you must not use or disclose this information for any reason anywhere else, such as at a different employer or company.

Compliance with Laws and Regulations

UPHP must comply with all federal, state, and local laws and regulations. We must honor our contractual obligations. All employees and business partners have a responsibility to perform job duties in compliance with applicable laws, regulations and ethical rules. UPHP maintains a compliance plan and policies and procedures and expects employees and business partners to participate in and support the program as necessary. It is the expectation that employees and business partners are aware of laws helping prevent fraud, waste and abuse. This includes:

The False Claims Act

The False Claims Act (FCA) prohibits any person from knowingly presenting or causing to be presented a fraudulent claim for payment, including: Presenting a false claim for payment, making or using a false record or statement in support of a false claim, conspiring to violate the False Claims Act, falsely certifying the type or amount of property to be used by the government, certifying receipt of property without knowing if it's true, buying property from an unauthorized Government Officer, and knowingly concealing or knowingly and improperly avoiding or decreasing an obligation to pay the Government. See 31 U.S.C. §§ 3729-3733. Violators of the False Claims Act can be subject to civil and criminal penalties. Common violations of the FCA include billing for items or services not provided, improperly or up coding claims, failure to refund credit balances from government payment errors, and lack of supporting documentation. The False Claims Act contains whistleblower or qui tam provisions that allow individuals with knowledge of allegedly false claims to the government file a lawsuit on behalf of the U.S. Government. The whistleblower must file lawsuit on behalf of the government in a federal district court. The lawsuit will be kept confidential while reviewed and investigated. If the lawsuit has merit, the U.S. Department of Justice will prosecute and if successful, the whistleblower may receive a percentage of the amount recovered.

Anti-Kickback Statute

The Anti-Kickback Statute prohibits knowingly and willfully soliciting, receiving, offering or paying remuneration (including kickback, bribe or rebate) for referrals for services that are paid in whole or in part under a federal health care program. See 42 U.S.C. § 1320a-7b. Violation of the Anti-Kickback Statute may result in criminal and civil penalties and fines.

Stark Law

The Stark Law prohibits physicians from referring Medicare patients to an entity that furnishes “designated health services” with which the physician or a physician’s immediate

family member has a financial relationship, unless an exception applies. See 42 U.S.C. § 1395nn. Medicare claims that violate the Stark Law are not payable and can result in a \$15,000 fine for each service provided, or up to \$100,000 for entering into an arrangement or scheme.

Exclusion

No federal health care program payment may be made for any item or service furnished, ordered or prescribed by an individual or entity excluded by the Office of the Inspector General. This includes Medicare and Medicaid. See 42 C.F.R. 1001.1902.

Deficit Reduction Act

The Deficit Reduction Act (DRA) of 2005 was signed into law on February 8, 2006. Section 6032 of the DRA requires any entity that makes or receives State Medicaid payments >\$5,000,000 annually must provide Federal False Claims Act education to their employees.

Intellectual Property

Intellectual property includes names, patents, logos, trademarks, service marks, registered marks and copyrights. Intellectual property is valuable to UPHP and must be protected from improper use or disclosure. Before using intellectual property, the Corporate Communications Manager must approve. You must follow the guidelines for use.

If you are aware of any unauthorized or improper use or disclosure of a UPHP name, logo, service mark, trademark, trade secret, confidential document, patent or copyright, be sure to notify your manager or compliance officer immediately.

Do not use the intellectual property of others unless you have written approval from the owner. Treat all documents, materials and computer programs of others the same way you treat UPHP intellectual property.

Media, Communications and Political Activity

You must not speak publicly for UPHP unless you have received approval from the CEO to do so. Media requests must go to the Corporate Communications Manager. He/She will review the request and answer for UPHP. In addition:

- Do not link UPHP to your political work. Do not suggest that UPHP endorses your political activity.
- Do not use UPHP letterhead or titles when you write about issues that are not related to UPHP. An example is a letter to the editor. There are times when you can use letterhead for civic, public service or charity events, but only if you get approval from the CEO.

- You must take care not to lead others to believe that UPHP supports your opinions. Do not link UPHP to your own opinions when you speak, write or take part in personal activities unless you have received approval from your manager to do so. This includes using the Internet.

Purchasing and Contracting Integrity

Successful vendor relationships are mutually beneficial to UPHP and the contracted vendor. To ensure a successful vendor relationship, UPHP will follow contracting processes and select vendors fairly and objectively.

UPHP will follow all federal, state and local laws that apply to government contracting and procurement. It is important to remember:

- You must not offer, promise or give a gift of any value to a federal, state or local government employee or elected or appointed official that might influence or reward them for their official acts or decisions. Do not pay for their travel or lodging costs. Do not pay for their meals, refreshments, entertainment or give gifts unless you know it is not against any laws or ethics rules.
- You must not use any UPHP resources from any source to lobby for or influence the awarding of any government business to UPHP without specific approval to do so from the CEO.

Some government contracts ask you to certify that when you pursued the contract you did nothing that is prohibited by procurement laws or regulations. Do not sign certificates or disclosures from a government body that are related to lobbying, lobbying costs, political contributions or election matters. These requests must go to the CEO for review and signoff. If you are requested to sign a certificate or disclosure related to conflicts of interest, you must contact your manager or the compliance officer.

UPHP must follow special rules because we contract with the U.S. federal government. Employees, officers, subcontractors and providers, must follow the laws, rules, regulations and requirements of contractor conduct as required in the Medicaid and Medicare programs. If you are an employee or officer and you do not follow these rules, you may be disciplined, up to and including termination. If you are a subcontractor or a provider and you do not follow these rules, you may lose your contract with UPHP.

- You must follow the rules on recruiting and hiring current or former federal workers. The CEO must give approval before you talk to such individuals about working at UPHP.
- You must immediately notify Human Resources and the compliance officer if you have been debarred, excluded or suspended from working with any government sponsored program.
- You must not give or accept “kickbacks” or “rebates” (that is, anything of value) in connection with a government contract. You must not use money paid to UPHP

from a federal government contract (referred to as “appropriated funds”) for lobbying activity that is focused on influencing federal officials and personnel in connection with the awarding of any federal contract, loan or other business. This same ban on appropriated funds is often adopted by state and local governments with respect to state or local government business.

- If your job includes working with federal contracts, you must follow the federal privacy laws and regulations that apply to the federal agency that maintains the contract.
- Be accurate and complete when you represent, certify, negotiate or work with a federal government contract. You must give the federal government cost, pricing and other required data that is current, complete and accurate. You and UPHP may be liable for false, incomplete or misleading:
 - proposals, quotes and rates,
 - reconciliations,
 - certifications, or
 - other documents and statements

Equal Employment Opportunity and Harassment Free Workplace

UPHP is proud to be an Equal Opportunity and Affirmative Action employer. It is our goal to have a work force that reasonably reflects the diversity of qualified talent available in relevant labor markets. As such, we base employment decisions, including selection, development and compensation, on an individual’s qualifications, skills and performance. We do not base these decisions on personal characteristics or status, such as race, color, sex, pregnancy, national origin, citizenship, religion, age, disability, veteran status, sexual orientation, gender identity, marital status, and/or genetic information.

UPHP strives to maintain a workplace that is free from harassment. We do not tolerate inappropriate behavior or harassment by, or of, our employees or business partners, including when it is based on the characteristics or statuses described above. Under our anti-harassment policy, harassment is any behavior that unreasonably interferes with a person’s job performance, or creates a workplace that is intimidating, hostile or offensive.

All employees, officers and directors must:

- Treat everyone with respect, and
- Refrain from unwelcome or potentially offensive verbal or physical behavior, including slurs, name calling, jokes, touching and other potentially harassing or intimidating actions.

All supervisors and managers must:

- Administer UPHP policies and programs in a way that is appropriate, consistent and does not discriminate,

- Monitor the workplace and take steps to prevent and address inappropriate behavior,
- Support UPHP's equal opportunity and affirmative action policies and programs, and
- Make reasonable accommodations for workers with disabilities in keeping with the laws that apply.

UPHP prohibits intimidating behavior, threats and acts of violence in our workplace. We require a workplace that is free from drugs and alcohol. All employees must come to work free from the negative effects of drugs or alcohol and able to perform job duties.

Employees are not allowed to abuse or to unlawfully make, distribute, dispense, possess, use, transfer, solicit, purchase or sell:

- Alcoholic Beverages
- Controlled Substances
- Illegal or prescription drugs

This applies while you are on company property and while doing company business.

UPHP has the discretion to decide what behavior is not acceptable in our workplace. We will discipline those who do not comply.

Obligation to Report

Noncompliance is conduct that does not conform to the law, federal health care program requirements, or to UPHP's ethical and business policies. Noncompliance and FWA can occur in many areas. If you believe you have experienced or witnessed noncompliant behavior, you must report this. Reported issues will be addressed and corrected. You may report it:

Directly to your Supervisor.

Directly to your Compliance Officer, Melanie Bicigo at:

Upper Peninsula Health Plan

Upper Peninsula Health Plan Compliance Officer

853 W Washington Street

Marquette, MI 49855

mlbicigo@uphp.com

(906) 225-7749

Through UPHP's Compliance Hotline: 906-225-5081

Employees may also report via the Compliance Intake Application:

<http://report/compliance/index.aspx>

An employee who violates any provision of this document or related corporate policies and procedures is subject to appropriate disciplinary action, up to and including termination.

In addition, that employee's supervisor is subject to the same disciplinary action if the

supervisor knowingly or negligently allowed the employee to violate any provision of this document or related policies and procedures. UPHP prohibits retaliating against anyone because he or she in good faith makes a complaint about or reports a violation of any of these policies or cooperates in the investigation of such a complaint.

Reviewed and approved by the Compliance Committee on: September 7th, 2017

Reviewed and approved by the President and Chief Executive Officer: September 8, 2017

Reviewed and approved by the UPHP Management Committee on: September 14th, 2017

Melanie Bicigo
Compliance Officer Signature


Compliance Officer Signature

Date

Dennis Smith
President and Chief Executive Officer


President and Chief Executive Officer Signature

Date