



Direct Contracting Entity (DCE) Compliance Plan

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Triad HealthCare Network's Compliance Program

Summary

Triad HealthCare Network's (THN's) Compliance Program aims to advance quality in all respects by adhering to three hallmark commitments:

1. To encourage commitment to THN's Compliance Program by utilizing the best industry practices and methodologies to improve the health status of the community, provide high-quality health services, and to uphold the highest ethical and legal standards.
2. To provide a compliance culture that encourages employees to seek guidance and support regarding business practices. It is critical that the compliance environment is open, and employees are comfortable to report potential violations without fear of retaliation or retribution for their actions.
3. To conduct operations utilizing the highest standards of ethical behavior and to act with dignity and respect. To identify and mitigate potential compliance risks by performing annual risk assessments and mitigation strategies; thereby, increasing our efficiency and ensuring compliance.

Triad HealthCare Network - Code of Conduct

THN's Code of Conduct is maintained and updated by the Compliance Department and is approved by THN's senior management and Board of Managers (BOM). Its purpose is to convey THN's commitment to compliant and ethical behavior, including expectations for business conduct and appropriate corporate and employee practices.

THN's continued success is dependent on how well THN Related Individuals adhere to these compliance and ethical commitments. THN requires all employees to deliver quality services in accordance with its vision, mission, values as well as governing law as it is defined in the Code of Conduct.

Any employee, officer, or staff member who has any questions about any aspect of the Code of Conduct should contact their immediate supervisor or THN's Compliance Officer (CO).

The Code of Conduct is included below as a part of THN's Compliance Plan and can also be found on THN's [website](#).

Management Philosophy

THN management should maintain an open line of communication, be receptive to diverse ideas and perspectives, and keep team member well-being at the core of daily operations. This Code of Conduct reflects THN's core values: quality, ethics, and caring for our associates (Just Culture), Medicare beneficiaries, and providers.

Scope

The Code of Conduct applies to THN's employees, independent contractors, consultants, committee members, volunteers/student interns, and sub-contracted vendors.

THN Policy

All THN business and business-related activities should be conducted in accordance with the Code of Conduct.

All THN employees and vendors are required to read and abide by the Code of Conduct. If you have any questions about the Code of Conduct or how it applies to your job, contact your immediate supervisor or THN's Compliance Officer.

Each year, you will be asked to:

- Review our Code of Conduct to ensure that you understand its contents and are compliant with it and all other THN policies.
- Disclose any potential conflicts of interests (COIs).
- Raise concerns you may have about possible Code of Conduct violations.

THN has adopted this Code of Conduct to ensure that business is conducted in accordance with the highest legal, ethical, and business standards, and that such standards are consistently and uniformly understood and applied.

All THN business and any business-related activities should be conducted in accordance with the highest possible standards and in accordance with the Code of Conduct. Violations of this Code may be the cause of disciplinary action up to and including termination of employment.

Reporting Concerns

Any time you observe or suspect a violation of the Code of Conduct, the law, or our policies, you are obligated to report it. If you are not sure about the right course of action, you should ask for help from any of these resources:

- Your manager knows you and your job and can often apply his or her business experience to help you make the right decision.
- THN's Chief CO can help with concerns or issues related to business conduct, integrity, or compliance.

Additionally, you may report actual or suspected non-compliance or FWA to THN's Compliance Hotline. The Hotline is answered by a third-party vendor on behalf of THN and is available 24 hours a day, 7 days a week. Although you may identify yourself in your report, you will also be afforded the right to remain anonymous. At the end of your report, you will be provided with an ID number that you may use to call back and receive updates of any investigation initiated by THN.

THN's Compliance Hotline: (866) 683-9709.

Although not anonymous, email may also be used to report issues of actual or suspected non-compliance. Reports via email may be directed to david.orourke@conehealth.com.

THN's Compliance Website: <https://www.mycompliancereport.com/>

Employee Grievance Procedure

Misunderstandings or conflicts can arise in any organization. To ensure effective working relations, it is important that such matters are resolved before serious problems develop. Most incidents resolve themselves naturally; however, if a situation persists that you believe is detrimental to you or to THN, you should follow the procedure described here to bring your complaint to the attention of management:

Step One: Discuss the problem with your immediate supervisor as a first step. If, however, you do not believe a discussion with your supervisor is appropriate, you may proceed directly to Step Two.

Step Two: If your problem is not resolved after a discussion with your supervisor or if you feel a discussion with your supervisor is inappropriate, you are encouraged to request a meeting with the next person in your chain of command up to and including your department's Senior Vice President. To resolve the problem, your management will consider the facts and may review the matter with Human Resources. If you do not believe a discussion with your management is appropriate, you may proceed directly to Step Three.

Step Three: If you are not satisfied with the decision rendered by management, or if you feel a discussion with your department management is inappropriate, you can request a meeting with someone from Cone Health's Human Resources Department. Human Resources will investigate and normally advise you of its decision within 15 working days. THN does not tolerate any form of retaliation against employees availing themselves of this procedure. The procedure should not be construed, however, as preventing, limiting, or delaying THN from taking disciplinary action against any individual, up to and including termination, in circumstances (such as those involving problems of overall performance, conduct, behavior, or demeanor) where THN deems disciplinary action appropriate. An additional resource for you to report your concerns, or to report actual or suspected non-compliance or FWA is THN's Compliance Hotline. The Hotline is answered by a third-party vendor on behalf of THN and is available 24/7. Although you may identify yourself within the report, you will also be afforded the right to remain anonymous. At the end of your report, you will be provided with an ID number that you may use to call back and receive updates of any investigations initiated by THN.

Record Retention

THN maintains books, contracts, records, documents, and other evidence associated with Direct Contracting Entity (DCE) operations for a minimum of 10 years from the final date of the agreement period or from the date of completion of any audit, evaluation, or inspection, whichever is later. THN will retain copies of all written and electronic DCE materials and activities and appropriate records for all other materials and activities provided to beneficiaries in a manner consistent with Section XVIII Audits and Record Retention.

The following records shall be maintained in a secure and dry location that is easily accessed for an inspection or audit. Copies of these records shall be maintained in the appropriate THN document retention portal for safe keeping.

Electronic Record Retention: If any record mentioned above in any area is in an electronic format, the retention period documented above applies. Most if not all of the above records will be retained (archived) centrally, so if they are in an electronic format, they will be archived on storage devices in the Cone Health Data Center.

It is important, however, that individuals take responsibility for maintaining the policy periods for any archived documents they may have copies of in electronic form, either on their PCs or on other storage media such as optical disks, i.e., CDs or DVDs (other removable storage media, such as flash drives or portable hard drives, should only be used – and only if necessary – for temporary storage of such records).

Conflicts of Interest

- THN's policy on potential Conflicts of Interest is designed to help directors, officers, and employees to identify situations that present potential conflicts of interest and to provide THN with a procedure that will allow a transaction to be treated as valid and binding even though a director, officer, or employee has or may have a Conflict of Interest.
- THN requires all employees, officers, directors, and the BOM to complete an annual Conflict of Interest Attestation where they identify any potential conflicts of interest. If identified, the person identifying the conflicts of interest will be asked for a follow-up attestation certifying that they will not allow any conflict to affect their decision making with THN and they will recuse themselves when appropriate from situations where a conflict is present or could be perceived as being present.

Sanction Screening and Exclusion

- THN has implemented a sanction screening process to ensure that a current or potential employee, provider, vendor, or corporate officer is not classified as an excluded individual, meaning they are prohibited from participation in any Federal health care program.
- THN runs this screening process prior to entering into a service agreement with an individual or entity and then, monthly. THN is required by law to exclude any individuals or entities identified on the List of Excluded Individuals and Entities.

The Five Elements of THN'S DCE Compliance Plan

The Building Blocks of Triad HealthCare
Network's Compliance Plan

The Five Elements of Triad HealthCare Network's Compliance Plan

1. Designated Compliance Officer
2. Mechanisms for Identifying and Addressing Compliance Concerns
3. Method for Anonymous Reporting
4. Compliance Training
5. Requirement to Report Probable Violations of Law

Element 1: Designated Compliance Officer

- THN's CO is charged with developing and administering the Compliance Plan. The CO reports directly to the BOM, THN's governing body. The CO is not legal counsel to THN, any DCE, provider, or supplier.
- The CO chairs the THN Compliance and Privacy Committee which meets no less than on a quarterly basis. The Committee is responsible for providing effective oversight and support for all compliance initiatives performed by the THN operational areas by the timely sharing of information; identifying risks, barriers, and opportunities; reviewing and understanding the key drivers of FWA for effective detection, prevention, and recovery; monitoring of key performance indicators and corrective action plans; and approving the annual Compliance Work Plan.

Element 2: Mechanisms for Identifying and Addressing Compliance Concerns

- Ongoing monitoring and auditing are critical to a successful compliance program. The CO will implement an annual compliance work plan and lead periodic reviews of THN's operations. The CO will conduct an annual THN-specific risk assessment. Mitigation plans will be developed in collaboration with the operational areas to ensure risks are reduced or eliminated if possible.
- An audit schedule will be based upon the risks to the organization. The findings and recommendations will be reported and shared with THN's Compliance and Privacy Committee and the BOM.

Element 3: Method of Anonymous Reporting

- THN's employees and stakeholders may report potential compliance issues directly to the CO or the Compliance Line. The toll-free telephone line is available 24 hours a day, 7 days a week for individuals to report any potential compliance issues. Callers may choose to remain anonymous (to the extent possible and allowed by law), and the issues discussed will be handled in a confidential manner. All reported concerns are documented, investigated, and corrected, as applicable.
- Employees or other stakeholders may also contact THN's Compliance Department when seeking information about the application or interpretation of policies and procedures, Code of Conduct, or applicable laws and regulations.

Element 4: Effective Training and Education

- THN's training program is designed to educate the entire workforce, including physicians, on the specifics of the Compliance Program. The focus of this annual training is the Code of Conduct, THN compliance policies, procedures, and regulatory requirements. This training is a condition of continued employment.
- THN will provide each participating and preferred provider with a copy of the THN Participant Agreement.
- In addition to the general compliance and FWA education, THN will also offer ongoing education regarding new and emerging compliance issues. THN records the topic presented, the date of the presentation, and the personnel in attendance. These records will be retained for a period consistent with THN's record retention policy.

Element 5: Requirement to Report Probable Violations of Law

THN's Compliance Plan includes the requirement to report all probable violations of law to the appropriate law enforcement agency. All potential violations should be forwarded to the Director of Compliance or Chief Compliance Officer at Cone Hospital. Reports can be made using the THN Compliance Line or through the reporting tool at Cone Hospital.

Procedures and System for Prompt Response to Compliance Issues

- Any report received concerning alleged violations of the Code of Conduct, policies, or law will be promptly and thoroughly investigated, documented, and appropriate corrective actions implemented. Appropriate disciplinary action will also be implemented as needed and will be consistent with similar infractions. In some cases, THN may be required to voluntarily self-report the matter to an appropriate government authority, and THN will promptly take such steps.
- All compliance investigations led by the CO shall be summarized in a written report and stored in THN's internal database that tracks compliance-related issues.
- All employees are required to report a potential compliance issue timely and shall not face retribution or retaliation for reporting.

Annual Compliance Plan Review

- The CO will complete an annual review of this Compliance Program and will update the plan based upon the compliance activity and risk assessment.
- An annual report will be provided to the Compliance and Privacy Committee and BOM summarizing the activity and issues in the current year and with recommendations on the new year's compliance plan.

THN Governance – Board of Managers

- THN maintains a BOM as the identifiable governing body with sole and exclusive authority to execute the functions of THN and make final decisions on behalf of the DCE.
- The Board of Managers receives regular reports from the Compliance Officer.
- The BOM has the responsibility for oversight and strategic direction of the DCE and is responsible for holding DCE management accountable for the DCE's activities. The BOM will provide a transparent governing process.
- The CO will provide the Board with the GPDC (Global and Professional Direct Contracting) Participation Agreement signed by the DCE including amendments at least annually. Any changes to the Participation Agreement will be communicated to the Board as soon as warranted.
- The THN BOM is separate and unique to the DCE and is different from the Governing Body of the legal entity of any DC (Direct Contracting) Participant or Preferred Provider.
- Each member of the BOM has a fiduciary duty to the DCE, including the duty of loyalty, and shall act consistent with that duty.
- The Board will include one beneficiary served by THN and does not have a conflict of interest with THN; has no immediate family with a THN conflict of interest; is not a THN participating or preferred provider; and does not have either a direct or indirect financial relationship with THN, THN participating or

preferred providers, except that the beneficiary may be compensated by THN for his/her duties as a BOM member.

- The Board shall also include at least one person with training or professional experience in advocating for the rights of the consumer. This person can also be the previously described beneficiary and meets the same requirements listed above.
- At least 25 percent control of the Board shall be held by THN participating providers or their designated representatives.

THN Management and Leadership Including Clinical Management

- THN has hired a DCE Executive and a Medical Director, whose appointment and removal are under the control of the Governing Body.
- THN's clinical management and oversight shall be managed by a senior-level medical director that has demonstrated the ability to influence or direct clinical practice to improve the efficiency of processes and outcomes.
- The senior level medical director will be a THN participant; physically present on a regular basis at any clinic, office, or other THN participating location; and be a Board-certified physician, licensed in the state THN operates.

