



**LITTLE SPURS
HEALTHCARE**

Code of Conduct

Code of Conduct

Effective Date: 11/01/21

Dear Little Spurs Associate:

Little Spurs Associate is committed to conducting our business with integrity through honest and ethical behavior. Our mission is to provide excellent medical care to all pediatric patients/clients; strive for high-quality customer service and become a destination workplace for medical professionals.

To assist in facilitating a strong compliance culture within our organization, the Company has adopted this Code of Conduct to serve as the guiding principles for our organization. The Code of Conduct is the foundation of our Compliance Program. These basic principles provide a framework for our business decisions and should be used as a guide to support our values and fundamental commitment to fostering an ethical work environment.

Compliance is an individual's responsibility. Associates are required to be familiar with and understand the Code of Conduct. Violations of the Code of Conduct may result in disciplinary action up to and including termination. For questions regarding this Code of Conduct or to report questionable activity, please contact your supervisor, the Compliance Department or to report a concern anonymously, the Compliance Helpline at 877-375-5437.

Thank you for your support and commitment to our organization.

Sincerely,

Jeffrey Gerlach
Chief Executive Officer

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LITTLE SPURS COMPLIANCE PROGRAM

Overview

Little Spurs Pediatric Urgent Care, PLLC and Lone Star Urgent Care Managers, LLC herein referred to as “the Company,” including all entities owned or managed by either company will conduct business honestly and ethically wherever operations are maintained. We strive to improve the quality of our services, products, and operations and will maintain a reputation for honesty, fairness, respect, responsibility, integrity, trust, and sound business judgment. Our goal is to promote ethical, compliance and legal behavior within the organization that encourages prevention, detection and mitigation of conduct that does not conform to our standards, federal and state law or federal healthcare program requirements. To accomplish this goal, the Company has developed a Compliance Program based on guidance provided by the Department of Health and Human Services’ Office of the Inspector General.

This Code of Conduct is intended to provide guidance to all associates¹ on the Company’s ethical and legal standards. However, more complex matters may require additional guidance for those individuals directly involved through training and education, policies and procedures and direction from managers, supervisors, and legal counsel. If you have any questions about a compliance-related issue not covered fully within this Code of Conduct, you should:

- Speak to your Supervisor
- Contact the Compliance Department
- Contact the Compliance Helpline at 877-375-5437
 - Access the Helpline by Intranet:
[MyComplianceReport.com: Compliance and Ethics Reporting](https://mycompliancereport.com)
 - Scan the Helpline QR code in the clinic's breakroom with mobile device

Violation of the Code of Conduct and/ or Ethics can result in discipline, up to and including termination of employment. The degree of discipline imposed may be influenced by the existence of voluntary disclosure of any ethical violation and whether the violator cooperated in any subsequent investigation.

Thank you for your commitment to the Company’s Compliance Program.

¹ For the purpose of this Code of Conduct, “associate” means all active Little Spurs personnel, including, temporary, part-time and full-time employees, independent contractors, clinicians, officers and directors.

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Our Conduct in the Workplace

We treat fellow associates, customers, suppliers, and other stakeholders with fairness, honesty, and respect. This includes refraining from gender or racial bias, or sexual or other harassment. We treat each other in the way we would wish to be treated.

A. Equal Employment

Little Spurs believes in hiring, promoting and compensating associates without regard to race, color, national origin, age, gender, religious preference, marital status, sexual orientation, handicap or disability. We are committed to equal employment practices and comply with all laws, regulations and policies related to non-discrimination.

B. Freedom from Harassment

Little Spurs does not condone any form of harassment. This includes harassment based on race, color, religion, gender, national origin, age, sexual orientation, disability or any other basis protected by law. We fully expect associates to report violations to their supervisor, Human Resources representative, the Chief Compliance Officer or Compliance Helpline.

Remember, harassment means different things to different people, so we should all refrain from any behavior which may be construed as offensive or inappropriate. Examples of inappropriate behavior may include degrading jokes, intimidation, slurs, and verbal or physical sexual harassment. Reports of harassment will be promptly investigated and associates engaging in this behavior will receive disciplinary action up to and including termination.

C. A Safe Environment

We are all responsible for creating a safe working environment. Please use safety devices and report any potential or actual hazards to your supervisor. Hazards include security violations or criminal activity that take place on company premises. In addition, please report any injuries or illnesses to your supervisor.

Violence has no place at the worksite and will not be tolerated. This includes intimidation, violent acts and threats of violence.

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Maintaining Confidentiality

We honor the privacy of patients' and associates' personal information, whether medical or otherwise, just as we expect our privacy to be protected. In addition, we promise to protect trade secrets and the confidential information that belongs to Little Spurs and refrain from divulging information that could be harmful to Little Spurs or that could provide an advantage to our competitors.

A. Confidentiality

We are committed to preserving the right of privacy for all of our patients and associates and protecting Little Spurs' interests. The following information is classified as confidential. Be sure to follow all applicable laws and company policies when using or sharing such information:

- Patients' protected health information, including diagnoses and treatments, personal data, billing and contact information;
- Associate information, including personnel files, evaluations and disciplinary matters;
- Business information such as financial, marketing and statistical data, competitive information, budgets, processes, techniques, mergers, acquisitions or significant reorganizations, bid proposals and contract negotiations, layoffs, research and development, and business reports and summaries. This company-specific information is referred to as "intellectual property."

Respecting Company Property

We protect and preserve company property and refrain from using it for personal gain.

A. Use of Resources

Little Spurs discourages inappropriate use of company property. Associates are trusted to act responsibly, reasonably and maturely, and to use good judgment in the use of all company-provided communications and computing devices, including but not limited to:

- All forms of printed and electronic media;
- Copying devices (scanners and copy machines);
- Telephones;
- Cell phones;

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- Portable/wireless PDAs;
 - Desktop and laptop computers; and
 - Remote access/dial-up hardware and software devices.

Associates should not use the computer to transmit, store or download materials that are threatening, maliciously false or obscene. Facilities, equipment, technology and resources are for business purposes in connection with your job responsibilities.

Avoiding Conflicts of Interest

While employed at Little Spurs we refrain from any associations or activities that might conflict with Little Spurs' interests. We also avoid doing business with competitors and accepting or giving gifts to contractors or customers. We do not take advantage of our association with Little Spurs for personal gain.

A. Activities and Relationships Beyond Little Spurs

It is important to ensure that our outside activities do not in any way conflict with or pose a hazard to the Company. There are some simple guidelines you should follow when determining whether a conflict of interest exists. First, avoid personal outside activities or associations that might influence your business decisions or your ability to do your job objectively. Also, avoid doing business with competitors or making significant personal financial investments in competitors, suppliers or customers.

Associates are obligated to report any potential conflicts of interest to the Compliance Department.

B. Entertainment, Gifts and Gratuities

Some business entertaining – including meals, social events or training and educational activities – is an accepted practice. However, the cost and scope of these activities should be reasonable and appropriate. Before accepting or extending such invitations, you should first check with your supervisor.

Similarly, you should refrain from giving or accepting excessive gifts to or from vendors, customers or other business associates. The value of gifts received or given should not exceed an aggregate value of \$100 per year, unless you have received prior approval from your supervisor. Associates should never accept cash gifts from vendors, suppliers, or customers.

Compliance with Laws and Regulations

We must act in accordance with federal, state and local laws and regulations in our business activities.

A. Regulatory Obligations and Relevant Laws

Little Spurs operates in a heavily regulated industry, subjecting the Company and its associates to a large number of federal and state, civil and criminal laws and regulations. The penalties for violation of these laws, regulations and requirements are severe and can apply to both the Company and any involved associates. Penalties include fines or other financial penalties, exclusion from participation in federally funded programs, loss of licensure, and in some cases, imprisonment. The Compliance Program is designed to prevent such violations. All associates must be aware of and comply with the regulatory requirements applicable to their respective positions and duties. The following are examples of relevant laws that Little Spurs and its associates must comply with to operate in the healthcare industry. Policies and procedures have been developed to provide additional information about each regulation.

Fraud, Waste and Abuse

Associates are expected to report suspected fraud, waste or abuse to their supervisor, the Compliance Department, or by calling the Compliance Helpline at the time the issue is identified.

Examples of fraud, waste and abuse activities which should be reported include:

- Billing for services not performed;
- Conducting procedures which are not medically necessary;
- Upcoding a claim submitted to the payor by using a CPT code or diagnosis codes that increase the reimbursement for that condition;
- Billing twice for the same services provided;
- Falsifying records or statements to get a claim paid or approved; and
- Failing to obtain proper physician certifications before patients are treated, if necessary.

False Claims Act

The Federal False Claims Act ("FCA") prohibits anyone from *knowingly* presenting, or *causing to be presented*, a false or fraudulent claim to secure payment from the federal government. As of 2021, a person found to have violated this statute is liable of not less than \$11,803 and not more than \$23,607 for each claim (adjusted annually for inflation),

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plus three times the amount of damages sustained by the federal government. The False Claims Act defines “knowing” and “knowingly” as: actual knowledge; deliberate ignorance of the truth or reckless disregard of the truth or falsity. Therefore, no proof of specific intent to defraud is required to demonstrate a violation of this Act.

Antikickback Statute

The Federal Healthcare Program Anti-Kickback Statute (the “Anti-Kickback Statute”), 42 U.S.C. § 13201-7b, imposes criminal penalties on individuals and entities that knowingly and willfully solicit or receive remuneration “in return for referring an individual to a person for the furnishing or arranging for the furnishing of an item or service” or “in return for purchasing, leasing, ordering or arranging for or recommending purchasing, leasing, or ordering any good, facility, service or item for which payment may be made in whole or in part under a federal healthcare program.”

HIPAA

The U.S. Department of Health and Human Services (“HHS”) issued the Privacy Rule to implement the requirement of the Health Insurance Portability and Accountability Act of 1996 (“HIPAA”). The Privacy Rule addresses the use and disclosure of an individual’s protected health information (PHI) by a Covered Entity who is subject to protect PHI. Additionally, a Covered Entity is required to comply with an individual’s right to understand and have control over their own PHI. The Office for Civil Rights (“OCR”) is responsible for enforcement of the Privacy Rule by assessing civil monetary penalties and corrective action plans to Covered Entities who may have engaged in a breach of PHI.

B. Illegal Activities

Little Spurs and its associates will not engage, directly or indirectly, in any corrupt business practices or other illegal activities. Such activities include, but are not limited to, fraud, embezzlement, kickback arrangements and drug use.

Providing knowingly inaccurate, incomplete, or misleading information when speaking on behalf of the Company or in the preparation of any employment-related documents including, but not limited to, job applications personnel files, employment review documents, intra-company communications, or expense records.

A kickback arrangement involves accepting or offering bribes or payoffs intended to induce, influence or reward favorable decisions of any person or entity in a position to benefit the

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Company. Such persons or entities include customers, contractors, vendors, suppliers and government personnel.

C. Antitrust and Unfair Competition

Antitrust laws make sure competition between companies is fair. These laws also protect the public against business competitors who band together or “collude” to unfairly set prices. You could be breaking these laws if you do things as simple as discuss with competitors pricing; terms and conditions of sales; or dealings with customers, suppliers or other competitors. Our competitors include other managed care organizations, or health care delivery companies that operate in our markets.

You should be particularly sensitive to antitrust rules if you participate in trade associations or other meetings where competitors are likely to be present.

D. Political Contributions

Federal and state laws clearly dictate the amount and frequency of political contributions, and the Company strictly adheres to those guidelines. Any other use of company assets for political reasons is prohibited. No employee can contribute on behalf of the organization.

E. Sales, Marketing and Advertising Standards

All sales associates are committed to fair, forthright and legally compliant sales and marketing practices. We adhere to any state regulations that require sales representatives to be licensed.

We do not engage in corrupt marketing practices, including misrepresentation of our covered services and “redlining,” which refers to the practice of avoiding sales in specific geographic areas or neighborhoods.

When advertising our products and services, we will present only truthful, nondeceptive information. In many cases, advertising and marketing materials require approval from regulatory agencies prior to distribution. When required, the Company will submit materials to agencies and ensure they are in full compliance with applicable regulations.

F. Copyright Law

We follow state, federal and foreign laws pertaining to copyright protection. This includes laws that prohibit duplication of print materials, licensed computer software and other copyright protected works.

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Responsibilities and Consequences

We are responsible for our actions and will receive consequences for improper behavior in accordance with company policies.

A. Associate Responsibilities

Little Spurs will provide you with the training and education you need to be knowledgeable about our ethics and compliance initiatives. In return, the company relies on you to help ensure that those initiatives remain a priority. This involves upholding all the standards outlined in this Code of Conduct, as well as reporting any suspected violations of those standards. All associates must acknowledge reviewing the Code of Conduct and agree to abide by its content which is requested in annual compliance training.

If you observe potential violations of law or the Code of Conduct, you should not hesitate to report such issues. Failure to do so could pose a risk to the Company or, in the case of illegal activities or regulatory violations, a risk to you or co-workers.

B. Reporting Suspected Violations

If you have compliance concerns to report, talk to your supervisor. If he/she is not available, or is unable to assist you, contact the Compliance Department.

You may also report issues through the Compliance Helpline – a service that allows violations or concerns to be reported anonymously. The Helpline is operated offsite by a third-party administrator and is available toll-free 24 hours a day, seven days a week, at 1-877-375-5437.

C. Resolution, Communication and Non-Retaliation

Once a problem or suspected violation has been reported, the Company pledges to quickly investigate and resolve the problem. The Company will not retaliate against you for reporting compliance violations in good faith.

D. Consequences of Violations

The Company will be thorough and fair when investigating potential policy or regulatory compliance violations. Associates who are deemed to have committed violations will be subject to disciplinary action up to and including termination.

Where to Find Answers to Your Questions

The Code of Conduct Guidelines are meant to provide an overview of the Company's policies on ethics, compliance and conduct-related issues. This publication is a living document and is subject to change as we refine our policies and procedures and as government agencies and regulators modify their rules.

If you need more information, or if you have a compliance-related question or concern, the best thing to do is talk with your supervisor or the Compliance Department. These are the best sources when you need help understanding the laws, regulations and practices that affect your work. Calling the Compliance Helpline is also an option if you wish to seek information on a specific company policy or standard.

In addition, associates are encouraged to explore the following resources:

- Little Spurs' Policies & Procedures: The Policies & Procedures cover various topics, including employment, benefits, performance reviews, wage and salary, and employee relations subjects such as dress code, workplace conduct, counseling, and health and safety issues.
- Little Spurs' Intranet Site: This site contains extensive information on company policies and procedures and other company standards that affect your work activities.