



Code of Conduct

VillageCare of New York

VillageCare at 46 & Ten

VillageCare Rehabilitation and Nursing Center

VillageCareMAX

Introduction:

VillageCare's Code of Conduct ("Code") is a compilation of the ethical and legal guidelines pursuant to which VillageCare directors, officers and employees are expected to carry out their professional duties. This Code applies to employees, directors and officers of all of VillageCare's affiliates and subsidiaries (collectively, "VillageCare"). The Code cannot cover every circumstance which may arise. It is meant to be a statement that is both broad and clear, but in many instances, a more comprehensive statement of VillageCare policy will apply. If you find yourself in a situation which is not specifically addressed in this Code, you should seek guidance from your supervisor, Human Resources, Legal Department or the Chief Compliance Officer.

Compliance with Law

All directors, officers, and employees are required to comply with all federal, state and local laws, and rules and regulations applicable to VillageCare's business. If you have any questions about the terms or applicability of any law, rule or regulation, you should contact the Legal Department or the Chief Compliance Officer for advice.

Honoraria and other compensation

You may be asked to give your time and expertise to activities outside of VillageCare during normal business hours, such as giving a speech or teaching at a seminar. You should first discuss the opportunity with your supervisor, to assure that the activity doesn't violate VillageCare's Conflict of Interest Policy and that the staffing needs of the department are met. If you take part in an outside activity during normal working hours, and you are compensated for that activity, you must either turn over the compensation to VillageCare or take vacation or personal time for the time you spend away from your job at VillageCare.

Health Care Fraud and Abuse

Preventing health care fraud and abuse, which drains the health care system of funds needed to provide patient care, is a high priority at VillageCare. We are committed to safeguarding health care funds and will not accept or offer incentives, other than as permitted by law, in exchange for referrals of business to providers or vendors. Violations of the anti-kickback laws are serious offenses and carry both civil and criminal penalties for individuals as well VillageCare and could lead to exclusion of VillageCare from participation in federally-funded healthcare programs such as Medicare and Medicaid.

Fraud - an intentional deception or misrepresentation made by a person with the knowledge that the deception could result in some unauthorized benefit to him/herself, some other person or VillageCare. It includes any act that constitutes fraud under applicable federal or State law.

Waste - The thoughtless or careless expenditure, consumption, mismanagement, use, or squandering of resources to the detriment or potential detriment of government. Waste also includes incurring unnecessary costs because of inefficient or ineffective practices, systems, or controls.

Abuse- means provider practices that are inconsistent with sound fiscal, business, or medical practices, and result in an unnecessary cost to the Medicaid or Medicare programs, or in reimbursement for services that are not medically necessary or that fail to meet professionally recognized standards for health care. It also includes enrollee practices that result in unnecessary cost to the Medicaid and/or Medicare programs.

Discrimination and Harassment

Federal, state and local laws and regulations impose on employers a legal obligation to ensure that employment policies and practices do not discriminate on the basis of race, religion, gender, color, age, ancestry, disability, veteran status or sexual orientation. VillageCare is committed to a policy of non-discrimination in member selection, employment and health care services.

VillageCare is committed to providing a work environment that is free of harassment of any sort, whether verbal or physical, including sexual harassment. Sexual harassment is completely unacceptable and will not be tolerated in any form at any level of VillageCare. Sexual harassment includes:

- making sexual advances, requests for sexual favors, or other verbal or physical conduct of a sexual nature, or making sexual conduct a condition of an employee's continued employment;

- granting, recommending or refusing to take any personnel action because of sexual favors, or taking or failing to take any personnel action as reprisal against any employee for rejecting or reporting such conduct;

- creating an intimidating, hostile or offensive work environment by such conduct.

Patient Relations

Quality of Care-VillageCare is committed to providing quality healthcare to our patients and, as such, treats all patients with respect and dignity and provides care that is both necessary and appropriate and provided by qualified individuals. We make no distinction in the care we provide based on race, color, religion, national origin or any other basis that is prohibited by law.

Patient Rights-VillageCare listens to and follows the choices made by our patients with respect to their clinical care. Each patient is provided with a written statement of patient rights and information regarding our privacy practices. VillageCare respects patients' rights to make decisions regarding their medical care, establishing their advance directives and the freedom to choose physicians and other service providers.

Billing for Services

VillageCare is committed to ethical, honest billing practices. All policies, procedures and systems conform to federal and state laws and regulations. VillageCare will not tolerate any deliberately false or inaccurate submission of bills. Any employee who knowingly submits a false claim or provides information that may contribute to submitting a false claim such as falsified clinical documentation, is subject to dismissal. VillageCare will invoice patients, clients or third parties only for services that are provided and will provide assistance to those seeking to understand the costs associated with their care. VillageCare will attempt to resolve billing questions and complaints to the satisfaction of the patient/client/member.

Drug and Alcohol Use

VillageCare is committed to maintaining a work environment that is healthy, safe and secure for all employees and members. VillageCare recognizes drug or alcohol dependence as an illness and a major health problem. If you need help in dealing with such problems, you are encouraged to seek assistance either through the Employee Assistance Program or through your medical coverage. It is our intent and obligation to maintain a drug-free workplace based on the following principles:

All VillageCare facilities must be maintained absolutely free of the use of controlled substances, including illegal drugs and prescription drugs used without medical supervision.

The unlawful or unauthorized manufacture, distribution, dispensation, possession or use of a controlled substance or alcohol on any VillageCare premises (including company owned vehicles) or while conducting business on behalf of VillageCare.

Confidentiality

VillageCare takes confidentiality very seriously. This includes safeguarding member

information and VillageCare proprietary business information. All workplace members must be familiar with and comply with the VillageCare Policy on the Permitted Uses and Disclosures of Protected Health Information to ensure, to the fullest extent possible, we treat all clients/member information in a confidential and respectful manner.

Other types of confidential information are also safeguarded within VillageCare including, but limiting to:

- employment-related information about other VillageCare employees; and
- all proprietary business information belonging to VillageCare

The above confidential information must be treated in the same manner. You may not gain access to or disclose such information without proper authorization.

Use of VillageCare Assets

You must protect all VillageCare assets, including tangible and intangible property entrusted to you, and must use those assets in a proper manner for the purpose it is entrusted to you. Employees must maintain such assets in proper condition and promptly return such assets to VillageCare upon the termination of the need for such use, whether by completion of a project, termination of employment, or otherwise. VillageCare's tangible and intangible assets include, but are not limited to, its proprietary business information, money, equipment, inventory, office supplies, customer lists, business strategies and plans, financial data, and intellectual property.

Computer Use and Network Security

VillageCare provides computer hardware, software, and network connectivity to its employees for legitimate business use in the course of their assigned duties. These computer systems, including e-mail, internet access, electronic bulletin boards, and related on-line services, are the property of VillageCare and are for the use of authorized users for business purposes only.

Conflicts of Interest

VillageCare prohibits our employees from engaging in any activity, practice, or act that conflicts with or appears to conflict with the interests of the VillageCare facilities and programs. A number of situations may arise in the course of employment, which may cause or give the appearance of a conflict of interest. Employees have an obligation to avoid actual, or perceived conflicts of interest and to refer questions and concerns about potential conflicts of interest to their immediate supervisor and/or administrator. Any Conflict of Interest or potential Conflict of Interest must be fully disclosed, evaluated and if necessary, managed, reduced or eliminated.

Gifts and Gratuities

Village Care of New York prohibits all employees from soliciting or accepting gratuities from patients, clients, members, residents, relatives or friends of the above or anyone else

in the facility or program.

- Requesting or accepting gratuities is prohibited and shall result in disciplinary action leading up to and including termination.
- Employees who are offered cash or cash equivalent gratuities shall inform the giver that such gratuities are prohibited and shall refer the giver to the program administrator or Compliance Department if they have any further questions.
- Letters of recognition should be encouraged as the appropriate way to recognize exemplary service.
- As needed, a memorandum from the program administrator or department head explaining this policy shall be given to or posted for patients, clients, members, residents, families, relatives or friends.

Social Media

VillageCare prohibits employees from posting official company information on Social media without approval by the Corporate Communications Department. Personal use of Social Media should not interfere with VillageCare responsibilities. Photos and information about patients/clients/members should not be posted or discussed on social media sites. The VillageCare Social Media Policy identifies the requirements and guidelines for use of Social Media.

Patent, Trademark and Copyright Protection

VillageCare respects the valid legal rights of others to their ownership of intellectual property. “Intellectual property” rights are derived primarily from laws granting patent, copyright and trademark protection. Intellectual property can take many forms, including concepts, administrative or clinical programs, processes or products, copyrighted publications, computer software, biological materials or patentable inventions.

Antitrust

Antitrust laws exist to ensure that the market for goods and services operates competitively and efficiently. These laws are complex and carry both civil and criminal penalties which can be imposed on individuals as well as the organizations they represent. You must not engage in any kind of agreement or business practice that restricts free and fair competition. You should never engage a competitor in discussions of product prices (e.g. premiums, rating methodology and underwriting criteria), customers, suppliers, benefits offerings and service areas.

Recordkeeping and Retention of Records

Employees must record, organize and report information and transactions in all records, books and documents of VillageCare in an accurate manner, in accordance with applicable VillageCare policies and procedures.

A variety of regulatory and legal requirements govern the retention of records for stated

periods of time. In some circumstances, such as litigation or government investigation, special care must be taken to avoid destroying relevant documents. If you are uncertain as to the proper retention period for a record, or restrictions on discarding records, please refer to the VillageCare Record Retention policy or consult your supervisor or the Legal Department.

Workplace Safety

VillageCare is committed to providing a safe workplace. As part of this commitment, we have created policies and procedures which promote compliance with applicable government health and safety regulations. In addition, we prohibit possession of firearms, other weapons, explosive devices, or other dangerous materials on VillageCare premises. It is important for you to understand and follow these procedures, and to report any unsafe, unhealthy or hazardous conditions to your supervisor immediately.

Political Contributions

VillageCare makes donations and contributions, joins various professional associations and sponsors community relations programs to promote VillageCare's interests and mission. VillageCare is, however, prohibited by law from making political contributions or from reimbursing individuals who make political contributions. While you are encouraged to be active in your community, you cannot seek reimbursement from VillageCare for political contributions, and you cannot use VillageCare facilities for political activity.

Corporate Communications

VillageCare seeks to maintain an open and positive relationship with the news media and to meet their needs for timely, consistent and accurate information. The Corporate Communications Department is responsible for media outreach as well as response to media inquiries and requests. All news releases and other written or verbal communication must be coordinated and approved by the Corporate Communications Department.

Reporting Violations

Each employee has an individual responsibility for reporting any activity by any colleague or vendor that appears to violate applicable laws, rules, regulations, or this Code. To obtain guidance on a compliance issue or to report a suspected violation, you should, where possible, begin by raising concerns with your supervisor. If this is uncomfortable or inappropriate, you should discuss the situation with your Human Resources representative, the Legal Department, or the Chief Compliance Officer. If an employee wishes to remain anonymous, they may contact the Compliance Hotline 1-844-348-2664 or www.ethicspoint.villagecare.com Please refer to the VillageCare Compliance Reporting policy for more information.

All “Affected Individuals” (employees, executives, governing body members, appointees, and persons associated with VC such as vendors, or contractor representatives, volunteers, interns, and students) are protected from intimidation, retaliation and reprisal for good faith reporting of wrongful or unethical conduct, violations of the Code of Conduct or policies, or suspected violations of law or regulations. Any such behavior will not be tolerated.

Disciplinary Action

Violations of VillageCare policy and rules may result in one or more of the following disciplinary actions:

- Documented Oral Warning
- Written warning(s)
- Suspension from work without pay
- Termination of employment

VillageCare requires all employees to sign an acknowledgment form confirming they have received the Code of Conduct and understand it represents the policies of VillageCare. New employees will be required to sign this acknowledgment as a condition of employment.

Adherence to and support of VillageCare’s Code of Conduct and participation in related activities and training, will be considered in the annual performance review of all employees.

Acknowledgement of Receipt of VillageCare Code of Conduct

Acknowledgement Process

VillageCare requires all employees to sign an acknowledgment statement confirming they received the Code of Conduct, understand that it represents mandatory policies of VillageCare and agree to abide by the Code of Conduct during their term of employment. New employees are required to sign this acknowledgement as a condition of employment. Every existing employee is also required to participate in annual compliance training and update their acknowledgment of the Code of Conduct.

Receipt and Acknowledgment

I acknowledge that I have received a copy of the VillageCare Code of Conduct. I understand that I am responsible for knowing its content and conducting all VillageCare activities consistent with these policies, principles and standards. I also understand that I am responsible for reporting any alleged or suspected violations of The Code of

Conduct to my supervisor or to the appropriate person(s) identified in this handbook. I may contact the Compliance Department 212-337-5637 or the Compliance Hotline at 1-844-348-2664.

I further understand that my failure to follow the Code of Conduct will subject me to disciplinary action, up to and including termination. In addition, I understand there is also a range of penalties which can apply to individuals or organizations for violation of applicable Federal and State laws and regulatory requirements.

Signature: _____

Print Name: _____

Department/Program: _____

Date: _____