

OMNI

OPHTHALMIC MANAGEMENT CONSULTANTS



Vendor Code of Conduct

2018

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OMNI Ophthalmic Management Consultants, LLC and its affiliated professional corporations (“OOMC”) is committed to providing quality services, fully complying with Federal and State laws, and meeting the highest ethical practices for business conduct. We strive to live the values of integrity, honesty, fairness, and responsibility in all of our daily work activities.

To assure vendor compliance with the policies, vendor representatives who work on site with OOMC or who have access to sensitive information created or maintained by OOMC are required to follow the OOMC Vendor Code of Conduct and Compliance Program. Vendors furnishing goods and services to OOMC are required to comply with OOMC policies designed to promote ethical conduct and facilitate regulatory compliance.

OOMC’s Compliance Program provides a framework which helps OOMC ensure that it conducts business in an honest and ethical manner in accordance with state and federal laws, rules and regulations. The Compliance Program also establishes a mechanism to detect, correct and prevent errors that result in violations of the laws, rules and regulations applicable to OOMC, as well as violations of OOMC policies. Ongoing auditing and monitoring projects are completed to assess compliance with all laws, rules, regulations and OOMC policies. Open communication of possible violations of OOMC policies and procedures or the federal and state laws, rules and regulations governing health care is an important part of the success of OOMC’s Compliance Program.

We have created this OOMC Vendor Code of Conduct to communicate the minimum standards by which all OOMC vendors are expected to conduct themselves when providing goods or services to our organization.

Gifts

OOMC discourages vendors from providing any gifts or other items of value to our employees, physicians or contractors. The following items are never acceptable:

- Gifts given to OOMC employees for the purpose of influencing a purchasing or contracting decision;
- Gifts that reasonably could be perceived as a bribe, payoff, deal, or any other attempt to gain a competitive advantage;
- Cash or items redeemable for cash such as checks, gift cards, stocks, etc.;
- Gifts to, or from, government representatives;
- Gifts or other incentives given for the purpose of encouraging or rewarding patient referrals;
- Gifts that may violate a law, rule or regulation.

Conflicts of Interest

Conflicts of interest, in which an OOMC employees' relationship with a vendor conflicts, or could appear to conflict, with OOMC's business interests, must be avoided. We recognize there are circumstances in which a member of an OOMC household may work for a vendor. OOMC requires our employees to disclose such relationships to the Compliance Department in a timely manner. We also expect our vendors to bring any actual, potential, or perceived conflicts of interest to the attention of someone at OOMC (Director level or above) other than the person who has a relationship with the vendor.

Compliance with Laws

Vendors are required to conduct their business activities in compliance with all applicable laws, rules and regulations, including laws, rules and regulations that are applicable to individuals and entities receiving Medicare, Medicaid and other federal or state funds.

Vendors must also retain records consistent with applicable laws and regulations and any applicable provisions of their contracts with OOMC.

Vendors are required to cooperate with all reasonable requests for information from Federal and State government and regulatory agencies pertaining to their business dealings with OOMC. It is essential that the legal rights of OOMC and of our personnel are protected. Any governmental or regulatory inquiry, subpoena, or other legal document regarding our business, must be communicated immediately in writing to the OOMC Compliance Department.

Privacy and Security

Federal and state laws require OOMC and our vendors to maintain the privacy and security of OOMC personal health information ("PHI"). Vendors are responsible for ensuring that all vendor personnel who provide services to OOMC are aware of, and familiar with, the requirements of both the Health Insurance Portability and Accountability Act ("HIPAA") Privacy and Security Rules and, where applicable, those state laws that provide more stringent protection of PHI. If the business relationship with OOMC will require access to or usage of PHI, the vendor will be required to sign a Business Associate Agreement with OOMC.

In accordance with the Health Insurance Portability and Accountability Act of 1996 and its related regulations ("HIPAA"), Health Information Technology for Economic and Clinical Health Act of 2009 ("HITECH") and other applicable federal and state laws, any PHI obtained as part of the contract performance may not be disclosed to third parties, persons or entities outside of OOMC unless proper written authorization to share such information is in place.

Fraud, Waste and Abuse (“FWA”)

OOMC will promptly investigate any reports of alleged violations of laws, rules, regulations or OOMC policies involving a supplier or a supplier’s personnel, including allegations of FWA involving federal or state health care programs. Vendors are expected to fully cooperate in such investigations and, where appropriate, take corrective actions in response to confirmed violations. The Federal False Claims Act and similar state laws make it a crime to present a false claim to the government for payment. These laws also protect “whistleblowers” – people who report noncompliance or fraud, or who assist in investigations - from retaliation. OOMC policy prohibits retaliation of any kind against individuals exercising their rights under the Federal False Claims Act or similar state laws.

Non-Retaliation and Non-Intimidation Policy

In accordance with the Federal Enforcement and Recovery Act of 2009, “FERA”, OOMC maintains a strict policy of non-retaliation and non-intimidation that protects individuals who report ethical or legal issues in good faith. This includes, but is not limited to, any employee, contractor, agent, or associated others who, in good faith, raises concerns or allegations of possible violations of the OOMC Code of Conduct, any OOMC policies or procedures, Federal and/or State laws, or regulations. Any individual or entity who in good faith reports a potential ethical or legal issue or concern will not be retaliated against, intimidated, threatened, harassed or discriminated against in any other manner.

Reporting Potential Violation

Vendors may use the OOMC Compliance Hotline to report any actual or suspected violations of this Vendor Code of Conduct, including FWA matters, or other matters, on an anonymous basis without fear of retaliation. The OOMC Compliance Hotline is available 24 hours a day, 365 days a year, at 1-833-424-2020. Regina Gurvich is OOMC’s Chief Compliance Officer and can be reached at [732.510.2588](tel:732.510.2588) or regina.gurvich@oomc.com. Vendors may also file reports online at www.OOMC.ethicspoint.com.

Eligibility for Participation in Government Business

Vendors must verify that their employees engaged in work for OOMC are eligible to participate in OOMC’s government business, and must certify that those employees have been screened against OIG’s List of Excluded Individuals/Entities (“LEIE”), the System for Award Management (“SAM”), OMIG’s List of Restricted, Terminated or Excluded Individuals or Entities (“RTEIE”), and any other applicable state healthcare exclusion lists. This must occur prior to the hiring or

contracting of any new employee, temporary employee, volunteer, consultant, and/or governing body member, and monthly thereafter, to ensure that none of these persons or entities are excluded or become excluded from participation in federal or state programs. If any vendor employee is found to be excluded from participation in government business, vendors are required to immediately notify OOMC's Chief Compliance Officer and immediately remove the person from his/her assignment at OOMC.

Use of OOMC Resources

Vendors must use OOMC's assets with care and respect, guarding against misuse, waste, abuse, loss, and theft, when authorized by OOMC to use such assets. Any use may be further regulated in accordance with the provisions of the Vendor's contract with OOMC. OOMC's assets include, but are not limited to, corporate data, business strategies and plans, financial or clinical data, and other trade secrets or confidential information about OOMC business or its employees, as well as equipment, furniture, office supplies, corporate funds, credit cards, employee time, and computer supplies and software.

Contacts with the Public

Vendors must not speak to the public or to representatives of the media about or on behalf of OOMC without first receiving express written authorization to do so from OOMC's President or Chief Operating Officer unless another approach is required or permitted by the Vendor's contract with OOMC.

Employment Practices

Vendors are expected to conduct their employment practices in compliance with all applicable laws, rules and regulations. Additionally, vendors must respect OOMC's commitment to maintaining a work environment where we treat each other with honesty, dignity, and respect. OOMC values diversity and the cultural contributions of all employees, regardless of their position, sexual orientation, family status, age, race, sex, disability, religion, or national origin.

OOMC respects its employees' right to work in an environment free from harassment and discrimination, and will not tolerate sexual advances, actions, comments, inappropriate physical contact, or any other conduct that is intimidating or otherwise creates an offensive or hostile work environment. Employees and agents of vendors must comply with this policy at all times.

OOMC maintains a drug-free work place. Employees or agents of a vendor may not possess, distribute, or use illegal drugs or be under the influence of illegal drugs or alcohol at any time while on OOMC premises or providing services on behalf of OOMC.

Vendors are expected to act in a manner that will not disturb OOMC business. To this end, vendors' employees or agents, if on-site at OOMC facilities, must only engage in duties they are specified to perform, and not in other business, or in political, charitable or other duties. Vendors must not recruit on OOMC's premises and are responsible for maintaining satisfactory standards for employee competency, conduct, appearance and integrity. Vendors are expected to take such disciplinary action with respect to its employees or agents as may be necessary.

Failure to follow the Code

OOMC takes the Code of Conduct for Vendors seriously. Any violation of the Code may result in the termination of your contract with us and/or disqualification from consideration for future business opportunities with us. In addition, the failure to comply with applicable laws and regulations may result in our reporting the circumstances of the violation to a governmental authority.



Vendor Code of Conduct Acknowledgment

When you enter into a contract with OOMC, you must certify that:

- You acknowledge that you have received, read and understand the OOMC Vendor Code of Conduct.
- You understand that the Vendor Code of Conduct has been adopted as a guide designed to alert those who do business with OOMC to the types of conduct expected of them.
- You understand that as a vendor doing business with OOMC, you are expected to abide by applicable provisions of the Vendor Code of Conduct and to act legally and ethically at all times.
- You understand that it is your responsibility to report questions or concerns regarding compliance with laws, rules, regulations, contract provisions, or OOMC policies to OOMC's Chief Compliance Officer or his/her designee.
- You understand that there will be no retaliation or intimidation for raising a compliance issue in good faith.
- You understand that any violation of the Vendor Code of Conduct may result in the termination of your contract with OOMC.

Name of the Company: _____

Name and Title of Signatory: _____

Signature: _____ Date: _____