PrimeWest HEALTH™

January 2026

Code of Conduct

A MESSAGE FROM CEO
JIM PRZYBILLA

Dear Fellow Employee:

Ethics and accountability are essential to the core values and mission of PrimeWest Health. Our commitment to serving our members and communities with the highest level of ethical behavior is vital. That commitment has helped build a positive reputation with our members, providers, regulators, and other key stakeholders.

While PrimeWest Health possesses a solid reputation as a health plan, employer, and corporate citizen, reputations are fragile and fickle things. It's important to remember each one of us has the opportunity every day to solidify our reputation and credibility by promoting an ethical culture, serving our members with integrity, respecting coworkers, bringing forward concerns without fear of retaliation, and using our Code of Conduct to guide us in making good ethical decisions.

All of us possess a solid work ethic and set of professional values, yet some of our professional decisions still may be difficult. That is why resources such as our compliance training are available to us. Every employee and governing member of PrimeWest Health, including our Joint Powers Board of Directors (JPB) and leadership team, participate in this training. You can be assured that the JPB and I fully support our Compliance program and are personally committed to our Code of Conduct and core values.

PrimeWest Health is well positioned for continued success, and the realization of that success begins with our daily commitment to maintaining high ethical standards. You can join in that commitment by becoming familiar with the Code of Conduct and applying it to your work here at PrimeWest Health. Thank you.

SINCERELY,

Jim Przybilla, CEO
PrimeWest Health

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It's not hard to make decisions when you know what your values are.

~Roy E. Disney

Standards of Conduct/Ethics

Mission and Vision

Mission

The mission of PrimeWest Health is helping our members achieve healthier, fuller lives by improving their health care experience and population health and advancing health equity through our unique county-based ability to coordinate the delivery of cost-effective health care, human services, and community resources.

Vision

Our vision is to inspire each other and to be trusted within our communities for our commitment to providing high quality health care choices to our members.

Core Values and Guiding Principles

Core Values

Guiding Principles

Members First

- Our members are our top priority
- Respect and promote the dignity, individuality, independence, and privacy of our members
- Ensure member safety and access to quality health care and human services
- Promote and facilitate whole-person-centered care for our members
- Emphasize prevention, and early identification and intervention
- Embrace and follow the Special Needs BasicCare (SNBC) Guiding Principles for our members with disabilities
- Pursue innovation by applying evidence-based solutions to local health and social services challenges
- Strive to practice the Platinum Rule – Treat others as they would like to be treated
- Demonstrate respect and cultural sensitivity
- Value each person's experiences
- Provide compassionate care – "You are important"
- Promote and help build resiliency skills
- Optimize our integrated county-based payer, public health, and social services structure to integrate and coordinate health and human services delivery to improve our members' health and health care experience, advance health equity, and reduce health care costs

Health Equity

- Eliminate health/health care disparities
- Ensure fair treatment, equality of opportunity, and fairness in information and access to resources
- Optimize health care for all people through dialogue, communication, and innovation
- Advance trauma-informed care
- Focus on equity not equality
- Understand the historical trauma of populations that have been marginalized
- Develop partnerships to expand equity
- Assess and eliminate social determinants of health (SDOH) that negatively impact our members' health and social well-being
- Train providers on how micro-aggressions can affect health care delivery
- Actively engage others to instill a sense of belonging and acceptance
- Increase access to culturally specific providers
- Recognize and embrace cultural differences regarding pursuit of individual wellness
- Measure not only health care outcomes but also diversity, equity, and inclusion
- Build relationships to help us better understand

Provider-Centered

- Understand providers as foundational to our members' health, our communities, and PrimeWest Health
- Treat providers with the utmost respect and professionalism
- Support providers to the maximum extent our resources allow
- Honor provider-patient relationships
- Treat our providers as partners in the care of our mutual clients
- Facilitate provider pursuit of 4D (four dimensions of health care) for providing services and managing care for our members across the health, human services, and community social resource provider continuum

Stronger Together – County Integration

- Embrace counties and PrimeWest Health as "us"
- Own PrimeWest Health's resources, responsibilities, and member and population health outcomes
- Ensure equitable access and delivery of services and resources for our clients to advance equity
- Set the bar high in serving our clients and achieve health equity
- Work in partnership with the Minnesota Department of Human Services
- Trust we can do better for our clients together than we can do alone
- Support one another and be there for each other
- Respect each other as different but equal
- Build trust through frequent, constructive interaction and open communication
- Keep our focus on our clients

Guiding Principles *continued*

- Emphasize person and person-centeredness, not paperwork
- Exert our strength in being local to optimally integrate and coordinate client care and support
- Share ownership in the problems, the solutions, the accountability, and the success across counties and organizations
- Stress prevention and being proactive, not reactive
- Identify and replicate our best practices
- Root for and celebrate one another's success
- Continue to build strong partnerships with local providers
- Build strong partnerships with community resource organizations

Organizational Excellence

- Operate at the highest ethical, legal, and business standards as a government entity and Minnesota Health Care Programs (MHCP) county-based managed care organization
- Continually strive to be the leader in the public insurance programs industry
- Value and practice transparency in governance, management, and operations
- Hold ourselves publicly accountable
- Act as a catalyst and rural model for health reform
- Focus the entire organization on the pursuit of 4D
- Exercise fiscal prudence
- Reinvest our resources in our communities to further advance our mission and achieve our 4D goals
- Be forward-looking in our governance, operations, and leadership development and succession planning
- Ensure integrity at all levels
- Pursue collaboration and partnerships
- Encourage and embrace innovation
- Adopt a data-driven and evidence-based operational approach
- Conduct ourselves with dignity and self-awareness of cultural differences
- Ensure members and providers are and feel heard
- Consider every idea as worthy of respect and consideration
- Understand that the way it has always been done is not necessarily the way it should be done
- Be transparent with our "why," and have that as the base for every decision
- Be respectful and mindful of others' cultures
- Set aside condescending judgments

Staff – Our Most Valuable Resource

- Foster teamwork, cooperation, and collaboration among staff and departments
- Stimulate creativity, innovation, and pursuit of excellence
- Encourage self-motivation and initiative
- Instill individual accountability for performance, actions, and behavior
- Foster honest, forthright, and respectful communications and interactions
- Cultivate a pervasive can-do attitude toward all challenges
- Ensure that our workplace and virtual presence reflect diversity, equity, and inclusion

Stewardship

- Take ownership and pride in making health care equitable and inclusive for all
- Demonstrate trust in members and providers
- Focus also on areas that are often not funded and where there are gaps
- Cultivate a pipeline for a diverse future workforce

Goals

PrimeWest Health's goals are embedded in our mission of helping our members achieve healthier, fuller lives by cost-effectively improving their health care experience and advancing health equity. In fulfilling that purpose, we strive to achieve four goals for our members, which we call the four dimensions of optimal health care, or 4D: improving our members' health care experience (care outcomes, care quality, member satisfaction); improving member population health; achieving health equity across our entire member population; and improving the value of health care provided to our members. We pursue these goals within a set of organizational core values and guiding principles that put our members first, respect and support the providers who care for our members, and ensure public accessibility to and the integrity of our organization through operational transparency and accountability.

Four Dimensions of Optimal Health Care

The Code is the basis of PrimeWest Health's ethical and legal standards, guiding our decision-making processes and actions. By understanding and following the Code, you help ensure PrimeWest Health is an ethical organization!

Purpose of the Code of Conduct

The PrimeWest Health Joint Powers Board of Directors (JPB) has adopted this Code of Conduct (the "Code") to provide guidelines to help us sustain the highest possible standards and professional behavior as we work in a manner consistent with the appropriate ethical and legal requirements. Together with our vision, mission, core values, and guiding principles, the Code sets the ethical tone for the work performed at PrimeWest Health and provides an outline for reporting suspected or observed misconduct. The Code applies to every PrimeWest Health JPB member, employee, authorized representative of PrimeWest Health, and other individuals and entities performing services on behalf of PrimeWest Health, including consultants, volunteers, providers, contractors, subcontractors.

Ethical Responsibilities

Ethical Decisions:

The Code and our policies and procedures cannot replace our own sense of integrity and good judgment. We must do what is right on behalf of PrimeWest Health. We are responsible for acting with unquestionable ethics in all business matters. We must never commit or ask others to commit unethical or illegal acts. We should immediately report any request or direction to commit an act we think may be illegal or unethical.

The Compliance program provides the tools and training to help resolve concerns or questions we may have about organizational ethics and integrity. We are expected to ask questions and raise concerns when we have doubts about whether an action or situation is proper. We all have the responsibility to conduct ourselves appropriately and in a manner that reflects well on our organization. In addition, we must report any activity that we, in good faith, believe may be a violation of any applicable laws, regulations, policies, and/or the Code.

Non-Retaliation:

PrimeWest Health has zero tolerance for retaliation against any individual who is reporting in good faith any suspected misconduct or noncompliance. Acts of retaliation should be reported to the Corporate Compliance/HIPAA Privacy Officer. Refer to Policy and Procedure C04: Non-Retaliation/Non-Retribution in Compliance 360.

Code Enforcement

PrimeWest Health applies the Code, policies and procedures, other organizational standards, and applicable Federal and State laws and regulations consistently and fairly. If the required expectations set forth in these documents aren't followed, PrimeWest Health will respond appropriately. If it is identified that an organizational practice, policy, or procedure has resulted in or could cause a violation of our Code, we will hold ourselves accountable, acknowledge our mistake, and make necessary corrections to ensure our future performance is ethical and compliant. We have a responsibility to comply with all applicable laws, regulations, policies, and the Code. In addition, we must report any activity that we, in good faith, believe may be a violation of any applicable laws, regulations, policies, or the Code. PrimeWest Health offers multiple communication channels and resources for discussing concerns. All reported concerns are reviewed as appropriate to determine whether they rise to the level of an actual or potential ethical or compliance violation. Violations may lead to corrective action, up to and including termination.

General steps to be taken when we are faced with a question or concern:

Reporting Violations and Seeking Advice

Compliance Is Everyone's Responsibility

It is everyone's responsibility to follow the standards set forth in this Code; compliance with the Code and PrimeWest Health's Compliance program is a condition of employment with PrimeWest Health. The standards within the Code aren't just words and they are not here just to meet legal and regulatory requirements. They are important tools all of us should use every day to help guide our behavior and ethical decision-making. We each have a responsibility, regardless of our position or job duties, to understand and adhere to the Code, applicable laws, requirements, and PrimeWest Health's policies and procedures to achieve long-term success as a health care organization, safeguard the dollars and resources entrusted to us by the State and Federal governments, and maintain our reputation in the communities we serve.

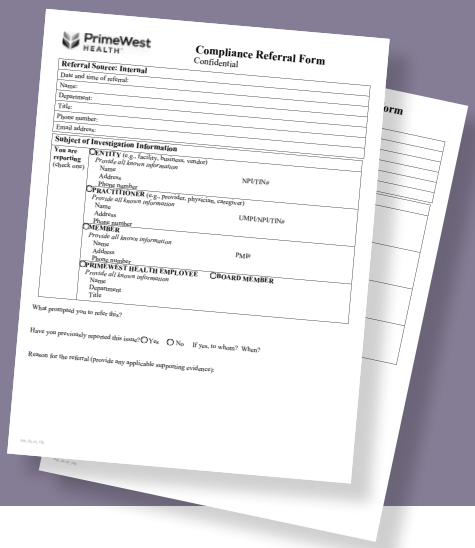
It's crucial that everyone understands how compliance affects their daily work and knows how to act in a compliant and ethical manner at PrimeWest Health.

Reporting Possible Provider or Member Misconduct, Compliance Violations, Breaches of Confidentiality, or Security Incidents

All employees and PrimeWest Health representatives have a reporting obligation. If you are aware of an actual or potential ethical or compliance violation, you must report it right away.

To report a concern, use one of the following methods:

- Report the concern directly to your manager, director, or the Corporate Compliance/HIPAA Privacy Officer
- Call the PrimeWest Health Compliance Hotline at **1-866-763-2952** (toll free)
- Complete one of the referral forms on Confluence located at **http://collab/confluence/display/CMPLC/Submit+a+Compliance+Concern**. Fill out the appropriate form and click *Submit*.
  - **Internal Referral Form:** This form should be completed when staff want to report suspected noncompliance or fraud, waste, and abuse (FWA) of which they have become aware through their internal or external job activities. For example, in the course of your duties, you may discover a provider is noncompliant with billing policies or you may identify noncompliance within PrimeWest Health.
  - **External Referral Form:** This form should be completed when staff receive a tip from an external source regarding potential noncompliance or FWA. For example, you may receive information from a provider, member, or community member regarding suspected noncompliance or FWA.



PrimeWest HEALTH

Compliance Referral Form
Confidential

Referral Source: Internal
Date and time of referral:
Name:
Department:
Title:
Phone number:
Email address:

Subject of Investigation Information
You are reporting (check one)
○ ENTITY (e.g., facility, business, vendor)
Provide all known information
Name
Address
Phone number
NPI/TIN#
○ PRACTITIONER (e.g., provider, physician, caregiver)
Provide all known information
Name
Address
Phone number
UMPI/NPI/TIN#
○ MEMBER
Provide all known information
Name
Address
Phone number
PMI#
○ PRIMEWEST HEALTH EMPLOYEE ○ BOARD MEMBER
Provide all known information
Name
Department
Title

What prompted you to refer this?

Have you previously reported this issue? ○ Yes ○ No If yes, to whom? When?

Reason for the referral (provide any applicable supporting evidence):

Compliance Hotline

The PrimeWest Health Compliance Hotline provides a mechanism for callers to report activity related to known or suspected noncompliance with PrimeWest Health's mission; policies and procedures; Compliance program; Code; or any Federal, State, or local laws and regulations. The Compliance Hotline serves as a collection point for information about suspected noncompliance or FWA so that Corporate Compliance & Auditing department staff can promptly pursue identifying, investigating, correcting, and preventing inappropriate activities and misconduct. All callers to the Compliance Hotline may choose to report anonymously. Calls to the Compliance Hotline are not traced, and the information conveyed is treated in a confidential manner. Callers need not be certain that a violation has occurred in order to report information to the Compliance Hotline.

PrimeWest HEALTH

Compliance HOTLINE

Concerns about compliance with laws, rules, regulations, or policies?

1-866-763-2952

PrimeWest Health has a dedicated toll-free Compliance Hotline you can call to anonymously report potential concerns if you're not comfortable reporting in person. The Hotline is available 24 hours a day, 7 days a week.

This line is available to everyone—PrimeWest Health employees, county employees, health care providers, and others.

Members should refer to their ***Member Handbook*** for guidelines on submitting concerns and Grievances. Members may also call Member Services, who may refer them to the Compliance Hotline.

PrimeWest HEALTH

Compliance HOTLINE

Call our Compliance Hotline to voice your concerns or if you suspect a violation.

1-866-763-2952 (toll free)

Call anonymously, 24-hours a day, 7 days a week

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The Compliance Hotline is intended to supplement existing internal communication channels. It is not intended to replace our leadership team or other resources. The Compliance Hotline is available when we believe we have exhausted normal PrimeWest Health channels, wish to remain anonymous, or feel uncomfortable about bringing an issue to a manager, director, or the Corporate Compliance/HIPAA Privacy Officer.

YOUR ROLE: SPEAK UP!

Report violations of unethical behavior or behavior that violates the spirit of our Code.

Investigations and Corrective Actions

PrimeWest Health's Corporate Compliance & Auditing department reviews all suspected violations of applicable laws, regulations, policies, the Compliance program, and the Code, as appropriate, to determine whether a violation rises to the level of an actual or potential ethical or compliance violation. All suspected violations are taken seriously and are investigated. The Corporate Compliance & Auditing department may enlist other departments within the organization to review the information supplied or conduct their own investigations. The information provided will be shared only on a "need to know" basis with those investigating the suspected violation.

It is the responsibility of each person within PrimeWest Health to be truthful and cooperate fully with any regulatory or organizational-related investigation or audit. We must provide all related materials and facts concerning the suspected violations. We must also ensure that the information we provide is accurate, complete, and not misleading. We must not withhold information or destroy or tamper with any records or other evidence related to the investigation. If we participate in violating any applicable laws, regulations, policies, the Compliance program, or the Code or do not fully cooperate in an investigation, we may be subject to corrective action, including termination. Refer to Policy and Procedure C01: Reporting of Suspected Noncompliance or FWA in Compliance 360.

You can learn more about the Corporate Compliance & Auditing department on Confluence at **http://collab/confluence/pages/viewpage.action?spaceKey=CMPLC&title=Home**.

Examples of misconduct resulting in corrective action:

1. Not cooperating in an investigation
2. Knowing about or suspecting misconduct and not reporting it
3. Retaliating when an individual has reported a violation
4. Using confidential information inappropriately

Our Commitment to Doing Business Right

Compliance with Laws, Regulations, and Policies and Procedures

PrimeWest Health is committed to complying with all Federal, State, and local laws and regulations that apply to our business. We are all responsible for knowing, understanding, and complying with our policies and procedures and applicable laws. PrimeWest Health provides the JPB, employees, and other applicable representatives with the necessary compliance information and educational resources. We are each responsible for ensuring our own compliance with the laws, regulations, contractual obligations, and policies and procedures that apply to PrimeWest Health.

By committing to these responsibilities, we will continue to conduct our business with integrity and maintain the trust and high-level service expected from us.

All organization-wide policies can be found in Compliance 360. Go to **http://collab/confluence/display/IT/Applications** and select *Compliance 360*.

Questions or concerns regarding specific laws, regulations, or any legal issue should be promptly brought to the attention of the Corporate Compliance/HIPAA Privacy Officer.

PrimeWest Health is committed to providing the highest levels of compliance education and training needed for staff to make ethical and legal decisions while performing their roles within the organization. The laws, rules, and regulations that govern PrimeWest Health are ever changing. PrimeWest Health recognizes that the application of laws, rules, and regulations can create uncertainty for employees and other PrimeWest Health representatives in some situations. Keeping current and refreshing our understanding of external regulations and requirements as well as internal policies and procedures is a necessity in our organization. All PrimeWest Health JPB members, JPB committee members, and employees, including all Executive Management Team members, are required to complete the compliance education and training assigned to them.

> *A regular training program is a key part of an effective compliance program. It ensures employees understand all relevant laws, regulations, and internal policies that must be followed on a day-to-day basis.*

Fraud, Waste, and Abuse (FWA)

PrimeWest Health is committed to preventing, correcting, and reporting FWA through our comprehensive Compliance program. Our Special Investigative Unit (SIU) Investigators are responsible for reviewing and evaluating all reports of FWA.

Fraud

Knowingly and willfully executing, or attempting to execute, a scheme or artifice to defraud any health care benefit program or to obtain, by means of false or fraudulent pretenses, representations, or promises, any of the money or property owned by, or under the custody or control of, any health care benefit program

Abuse

Actions that may, directly or indirectly, result in unnecessary costs to the Medicare and/or Medicaid programs. Abuse involves paying for items or services when there is no legal entitlement to that payment, and the provider has not knowingly or intentionally misrepresented facts to obtain payment.

Waste

Practices that, directly or indirectly, result in unnecessary costs to the Medicare and/or Medicaid programs, such as overusing services.

Noncompliance

Noncompliance is conduct that does not conform to the law, Federal or State health care program requirements, or an organization's ethical and business policies.

Conflict of Interest

Organizational decisions and actions must be based on the best interests of PrimeWest Health. PrimeWest Health JPB members, employees, and applicable representatives must avoid situations where their personal interests could conflict, or reasonably appear to conflict, with the interests of PrimeWest Health or an individual's ability to do their job. A conflict of interest arises when your personal interests or activities appear to influence, or may influence, your ability to act in the best interests of PrimeWest Health. In general, the following applies:

- We must be free of actual, apparent, or potential conflicts of interest when dealing with people or business entities on behalf of PrimeWest Health. We must award business solely on merit, getting the best value for PrimeWest Health and, wherever practical, on a competitive basis.
- We must not use information that comes to us in the course of employment for personal investment or gain. We also must not provide this type of information to family members or others.
- We must avoid direct or indirect responsibility for the hiring or supervision of a family member. Even the appearance of favoritism can have a degrading effect on employee morale and the perception of PrimeWest Health's fairness to all employees. Employment of family members is permitted as long as one family member does not report directly or indirectly to another family member.
- We must avoid romantic and other close personal relationships with another employee where one individual manages, directly or indirectly, the other's performance, salary, schedule, or other working conditions.
- PrimeWest Health employees and other applicable PrimeWest Health representatives must make full disclosure of any relationships that could be perceived or construed as a potential or actual conflict of interest.

Conflicts may arise in a number of ways.

Family member working in the industry: We may all find ourselves in a situation where an immediate family member works for a competitor, vendor, provider, or customer. In such cases, we must be especially sensitive to security, confidentiality, and conflicts of interest. Any person facing such an issue should review their specific situation with their manager or director to assess the nature and the extent of any potential conflict of interest and how it can be resolved.

Outside employment and other activities: A conflict of interest may exist if the demands of any outside activity hinder or distract us from the performance of our jobs or even appear to influence our judgment or performance for PrimeWest Health. We must not engage in any outside activity that has a negative effect on our job performance.

Other conflicts of interest: It is not possible for the Code to list every type of potential conflict of interest. When in doubt, employees and other PrimeWest Health representatives should share the facts of the situation with the appropriate director or the Corporate Compliance/HIPAA Privacy Officer and follow PrimeWest Health Policy and Procedure ADM01: Conflict of Interest in Compliance 360.

Lobbying and Political Activity

PrimeWest Health supports all employees' right to participate in and contribute to political activities as citizens of their country, state, county, city, and neighborhood. This includes voting in elections and educating yourself on issues that may affect your community. However, your political involvement must be separate from your duties as a PrimeWest Health employee. There should never be an appearance that PrimeWest Health is connected to or endorses your political activities.

Employees and other applicable PrimeWest Health representatives must not use PrimeWest Health property, facilities, or time for any political activity prohibited by law. Examples of prohibited political activity include, but are not limited to, any of the following:

- Using PrimeWest Health administrative support to send invitations for political fundraising events
- Using PrimeWest Health telephones to make politically motivated requests
- Allowing any candidate to use PrimeWest Health facilities or meeting rooms for campaign purposes
- Loaning PrimeWest Health property to anyone for use in connection with a local, State, or Federal campaign or election. Federal laws restrict the use of PrimeWest Health corporate funds in connection with Federal and State elections.

Lobbying involves the advocacy of an interest that is affected, actually or potentially, by the decisions of government leaders. PrimeWest Health officers, JPB members, department directors, employees and, where appropriate, contractors and other agents, must not engage in any lobbying or political activity that is not compliant with applicable law.

PrimeWest Health often has contact and conducts business with governmental bodies and officials. All such contacts and transactions must be conducted in an honest and ethical manner. Any attempt to influence the decision-making process of governmental bodies or officials by the improper offer of benefits is absolutely prohibited. Likewise, any requests or demands by any government representative for any improper benefit are not tolerated and should be reported to your manager, director, or the Corporate Compliance/HIPAA Privacy Officer.

> *All government contracts and grants must be administered in an honest and ethical manner.*

Gifts and Gratuities

PrimeWest Health must maintain the highest standards of integrity and objectivity in dealing with vendors and service providers. Generally, PrimeWest Health does not allow employees to accept gifts, entertainment, or other items from vendors or other interested parties. However, in limited circumstances, PrimeWest Health may allow employees and departments to occasionally accept gifts, entertainment, or items from vendors or other interested parties, provided that such gifts, entertainment, or items are of nominal value and are shared among employees or departments, to the extent possible. These limited circumstances should be discussed with the Corporate Compliance/HIPAA Privacy Officer to determine if the gift, entertainment, or item may be given or received.

We must never offer or accept gifts of cash or cash equivalents (checks, honoraria, money orders, stocks, gift cards, and savings bonds) to or from any current, former, or potential vendor, customer, or provider that are intended to influence a decision to purchase or recommend products or services. If an inappropriate gift, entertainment, or item is accepted or delivered to PrimeWest Health, the Corporate Compliance Officer/HIPAA Privacy Officer or Chief Executive Officer (CEO) should be notified immediately.

Although PrimeWest Health does not set a dollar limit on gift-giving among employees, it is important to always use reason and good judgment when giving or accepting a gift. Gifts of nominal value are always best, and contributing to or giving a gift should always be voluntary. A gift should never be given to another employee to influence, gain favor, or show favoritism. Generally, raffles and prizes that are part of an outside business activity are not considered gifts.

Q&A

Q. A vendor sends me a gift basket full of fruits, cheeses, meats, etc., to thank PrimeWest Health for our business. Can I keep it?

A. No. See policy ADM08: Vendor Gifts for further guidance.

Q. What are nominal value items?

A. Items worth $15 or less. Nominal value items must not include cash, checks, honoraria, money orders, stocks, savings bonds, gift certificates, gift cards, or other incentives that are readily converted to cash. The value of nominal incentive items is based on retail purchase price, regardless of the actual cost of the item.

Q. Can employees accept promotional items from first-tier, downstream, and related entities (FDRs); subcontractors; vendors; or other interested parties?

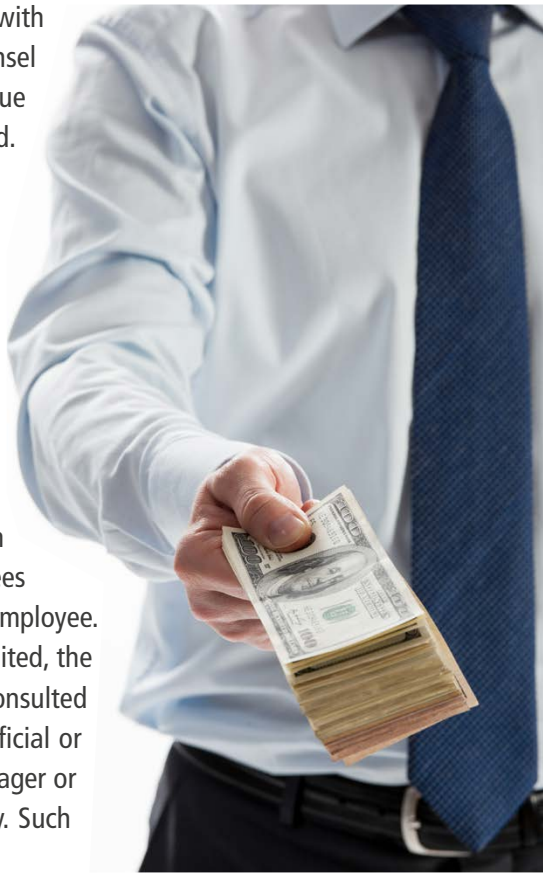
A. Yes. Items of nominal value such as ink pens and note pads can be accepted as long as such items are shared among employees, to the extent possible.

Kickbacks

A kickback means to willfully offer, receive, request, or pay anything of value—even nominal value—to induce or reward referrals of business, including goods or services. Under no circumstances do we accept or give kickbacks when obtaining or awarding contracts, services, referrals, goods, or business. Anti-kickback laws impose criminal and civil monetary penalties on individuals and companies who offer, give, solicit, or accept a kickback. Even an attempt to offer or obtain a kickback may violate the law, regardless of whether the attempt is successful.

> *Kickback schemes can affect judgment, eroding the trust of both our members and providers.*

The laws prohibiting kickbacks are very broad and cover many of our relationships with vendors, providers, and potentially our members. PrimeWest Health's legal counsel should be consulted before offering, giving, soliciting, or receiving anything of value that is not a bona fide, fair market value payment for actual services or items provided.



Gifts, entertainment, and meals of nominal value may be provided to PrimeWest Health customers, suppliers, or current or prospective business partners, provided that the expense is reasonable and consistent with applicable laws, regulations, and rules and when activities have a legitimate business purpose and the relevant employee or PrimeWest Health representative is present at the event.

PrimeWest Health's business involves dealing with Federal and State government officials and employees who are bound by specific laws and regulations governing gifts and gratuities. PrimeWest Health is committed to ensuring compliance with these laws and regulations. Therefore, as a general rule, PrimeWest Health employees and representatives must not offer any gift or gratuity to any government official or employee. Because even a modest item such as a greeting card or refreshment may be prohibited, the appropriate director or the Corporate Compliance/HIPAA Privacy Officer should be consulted before offering anything to a government official or employee. If a government official or employee demands a gift or gratuity, this must be reported to the appropriate manager or director, the Corporate Compliance/HIPAA Privacy Officer, or the CEO immediately. Such reports can also be made via the Compliance Hotline.

Honoraria

Employees are encouraged to speak at and participate in educational programs and professional activities related to their work at PrimeWest Health. For example, an employee may be asked to serve on a committee or speak at a local/national conference. The employee may be offered a fee (known as honoraria) for their participation. However, unless the employee took time off to attend the program or activity for which the honoraria is given, any honoraria in excess of $250 must be turned over to PrimeWest Health.

Marketing and Advertising

PrimeWest Health abides by all Federal and State requirements for marketing to Medicare and non-Medicare member populations, including government agency review of marketing materials and other materials distributed to our members. PrimeWest Health provides clear, accurate, and appropriate information about services and member rights in the marketing materials that are distributed to members. If inconsistencies or errors are found in such materials, members are notified as soon as possible and all applicable Federal and State reporting requirements are followed. All employees who have direct contact with our members are trained and provided with accurate information about benefits and plan rules.

False Claims Act

The False Claims Act imposes civil and criminal liability on any person or entity who knowingly submits, or causes to be submitted, a false or fraudulent claim for payment to the government or its representative. The False Claims Act prohibits the following:

- Making, or causing to be made, a false record or statement with the goal of getting a false or fraudulent claim paid by the government
- Failing to report and return funds owed to the government that were paid in error within the required time frame
- Making or delivering a receipt for the government's property that is false or fraudulent
- Buying property belonging to the government from someone who is not authorized to sell the property
- Avoiding or decreasing an obligation to pay money or property to the government

Workplace Environment

Social Media

Social media provides unique opportunities to participate in interactive discussions and share information using a variety of electronic communication platforms such as blogs, chat rooms, and social media sites including, but not limited to, Facebook, Twitter, and Instagram. When using social media, we must maintain the confidentiality of PrimeWest Health's information. We are expected to consider PrimeWest Health Policy and Procedure HR46: Acceptable Use and Access Policy, available in Compliance 360, which provides information about acceptable and unacceptable uses of social media and the consequences of all forms of communications, both internal and external. Participation in social media on behalf of PrimeWest Health is limited to designated authorized users. Unless we have been specifically authorized to speak on behalf of PrimeWest Health, we should make it clear that we are speaking for ourselves and not PrimeWest Health as an organization. All of us have a role to play in protecting the reputation of PrimeWest Health. Employees should exercise caution and ensure their personal social media activity does not reflect poorly on PrimeWest Health. The content of our messages may not be discriminatory or harassing toward any employee or entity including other employees, managers, members, competitors, or any business partners of PrimeWest Health.

Discrimination and Harassment

All employees are entitled to work in a respectful environment, free from any fear of discrimination, harassment, or abuse. PrimeWest Health prohibits discriminatory harassment with respect to race, color, creed, religion, national origin, disability, gender, gender identity, age, marital status, familial status (including pregnancy; trying to secure legal custody of a child; or being a parent, guardian, or designee of a parent or a guardian with a child in one's domicile), genetic information (including family medical history), sexual orientation, veteran or military service status, status with regard to public assistance, membership in a local human rights commission, or any other classification protected by local, State, or Federal law. All employees have the right to an environment free from actions that are offensive, threatening, or discriminatory, as well as any form of sexual harassment and bullying. In addition, PrimeWest Health prohibits retaliation against others for reporting what they believe to be discrimination, harassment, or abuse.

Examples of prohibited discrimination, harassment, and abuse:

- Epithets, slurs, or negative stereotypes
- Hostile or intimidating acts that are made based upon protected classification
- Written or graphic material that denigrates or shows hostility or aversion to people of a protected classification that is posted or circulated on PrimeWest Health premises or that is circulated using PrimeWest Health resources (such as email)

Employees and other PrimeWest Health representatives with questions about whether conduct is permissible should discuss the conduct with a manager or the Director of Administrative Services.

Drugs and Alcohol

PrimeWest Health strives to provide a safe workplace for employees and to maintain a workplace free from drugs and alcohol. PrimeWest Health does not tolerate the possession or use of illegal substances, or the use or possession of alcohol on our premises, nor do we tolerate employees being under the influence of an illegal substance, being impaired due to misuse of a legal substance, or being under the influence of alcohol during work hours or while performing work on behalf of PrimeWest Health.

Weapons

PrimeWest Health prohibits weapons and ammunition on organization property or while conducting organization business. All PrimeWest Health employees are required to promptly report any knowledge of an individual having a weapon or ammunition on PrimeWest Health property or while conducting PrimeWest Health business.

Background Checks

PrimeWest Health believes hiring the best-qualified applicants contributes to our success. PrimeWest Health conducts appropriate background checks and reference checks on potential finalists for employment. Depending on the position and job description, these checks may include work references, personal references, education and licensure verification, criminal background checks, and an inquiry to ensure that the potential hire is not listed on the Federal government's "excluded persons" list.

Safeguarding Our Information

All PrimeWest Health JPB members, JPB committee members, employees, and applicable representatives must protect the confidentiality of the information handled by PrimeWest Health concerning our members, providers, vendors, business partners, employees, and the PrimeWest Health organization itself. We must take precautions to avoid improper, inappropriate, or inadvertent disclosures of sensitive, confidential, or privileged information, records, or documents. We must comply with PrimeWest Health's privacy and security policies, as well as the Federal, State, and local privacy and security laws that apply to PrimeWest Health. Within PrimeWest Health, we share information only with those employees who have a legitimate business need to know the information by applying the minimum necessary standard for accessing and sharing protected information. We must all maintain and protect this information even after termination of employment or other relationship with PrimeWest Health.

Employees are responsible for the protection and privacy of any PrimeWest Health member information and any confidential and proprietary information under their control. Failure to do so may result in disciplinary action, up to and including termination.

Confidentiality of Information

Member Information:

PrimeWest Health follows the Health Insurance Portability and Accountability Act (HIPAA), the Minnesota Health Records Act, and the Minnesota Government Data Practices Act when handling or disclosing any member protected health information (PHI) and nonpublic personal information. We use and disclose this information within PrimeWest Health only on a need-to-know basis for the purpose of conducting PrimeWest Health business. These requirements continue to apply even after an employee or other representative leaves PrimeWest Health employment or terminates their relationship with PrimeWest Health.

Employee Information:

As with all confidential information, PrimeWest Health has an obligation to protect the confidential information of employees. Information about employees such as salary, Social Security number, age, status, type of leave, banking, or other financial information must not be shared with third parties unless required for PrimeWest Health operations or by Federal or State laws. It may only be shared with other employees on a need-to-know basis.

Provider Information:

As with all confidential information, PrimeWest Health has an obligation to protect the confidential information of our providers. Information about providers should not be shared unless it is authorized by policy, for a valid business purpose, and required by our assigned job duties. Information about providers such as wage/salary data, claims and medical information, employment agreement, Social Security number, financial and banking information, and other personnel information must not be shared with third parties unless required for PrimeWest Health operations or by Federal or State laws.

Proprietary Information

No person may disclose information about PrimeWest Health's intellectual property, trade secrets, business interests, providers, or suppliers to unauthorized third parties or to employees without the written approval of the CEO except as may be required for those third parties and employees to perform their job duties. Confidentiality of proprietary information is an essential element in complying with antitrust, trade, and other similar business laws that regulate competition, and such information must be kept in confidence. If questions arise regarding obligations to maintain the confidentiality of information or the appropriateness of releasing information, employees and other PrimeWest Health representatives should seek guidance from their director, the Corporate Compliance/ HIPAA Privacy Officer, or the CEO.

Proper Use of Corporate Assets

Intellectual Property and Trade Secrets

Intellectual property and trade secrets include all ideas, inventions, discoveries, improvements, and innovations including, but not limited to, the following categories:

- New product design
- Marketing plans
- Detailed financial or pricing information
- Computer programs, models, and databases (including source codes)
- Trademarks
- Copyrights
- Logos

PrimeWest Health owns all intellectual property that we make, create, develop, write, or conceive either on our own or with another person while employed by or contracted with PrimeWest Health, whether developed during working hours or not, that meets the following criteria:

- Relates in any way to actual or anticipated business, research, or development of PrimeWest Health
- Results from work assigned to or performed by us for PrimeWest Health
- Is conceived of or made with the use of PrimeWest Health systems, equipment, materials, computer programs, or confidential or proprietary business information

Use of the Internet and Other Electronic Media

PrimeWest Health's communication systems (e.g., phones, voicemail, fax, email, Internet, and intranet) are to be used for legitimate PrimeWest Health business purposes only. Occasional personal use is allowed as long as such use does not interfere with an individual's job performance or compromise the integrity and effectiveness of our electronic information exchange and network security systems.

PrimeWest Health owns these communication systems; therefore, employees and applicable PrimeWest Health representatives should have no expectations of rights to privacy. PrimeWest Health reserves the right to access, monitor, and disclose the contents of any communications made via PrimeWest Health's communication systems, whether made for business or personal reasons, in accordance with all applicable laws and regulations. Refer to Policy and Procedure HR46: Acceptable Use and Access and Policy and Procedure SEC01: Administrative Safeguards – Security Management Process. Both are available in Compliance 360.

Unauthorized Software

Employees must not make unauthorized copies of computer software programs or use personal software on PrimeWest Health computer equipment. The creating or loading of unauthorized software onto PrimeWest Health-owned PCs, workstations, or other computer systems is strictly prohibited. Such unauthorized actions could cause the destruction of information or computer systems, technical problems (e.g., incompatible drivers or commands, or viruses), or other substantial harm, if not approved by and coordinated with the Director of Information Systems & Technology in advance. In addition, the unauthorized copying or use of unauthorized software may be a violation of Federal copyright laws and could result in civil and/or criminal liability.

Respecting the Property Rights of Others

PrimeWest Health respects the property rights of others and does not engage in the unauthorized use of their intellectual property or trade secrets, including the copying or downloading of trademarks, copyrighted materials, and logos.

Accuracy of Records

Record Keeping:

We must all ensure that PrimeWest Health records, business expense accounts, vouchers, bills, payrolls, service records, and reports, whether electronic or on paper, are reliable, accurate, and complete. Transactions between PrimeWest Health and outside individuals and organizations must be promptly and accurately entered in PrimeWest Health records in accordance with PrimeWest Health policies and procedures. No person may improperly alter or make false entries, or willfully fail to make correct entries, on any PrimeWest Health record or document. False or misleading entries on records are unlawful and could subject PrimeWest Health and, in some cases, individual employees or others, to fines and other civil, or even criminal, penalties. In addition, no person may facilitate the creation of false or misleading records of any of our vendors or providers.

PrimeWest Health is committed to the creation and submission of only true and accurate reports by our employees and any third parties who create or update PrimeWest Health records. We must not create or submit false or misleading reports of operating statistics or measurements, such as performance data and utilization data. If we are not sure of the accuracy or reliability of information, we must take steps to verify it or immediately contact the appropriate director for advice.

We maintain, support, and follow PrimeWest Health's internal controls designed to provide reasonable assurance that transactions are authorized and that transactions and other data are recorded and presented in a manner that is accurate, complete, current, and not misleading. We record all PrimeWest Health transactions in accordance with Generally Accepted Accounting Principles or Statutory Accounting Principles. We charge all items to the appropriate account, regardless of the financial status of the line of business, contract, or cost center. We do not maintain any secret or unrecorded funds. We follow appropriate PrimeWest Health procedures to ensure that errors are corrected, as they become known, through credits, refunds, or other mutually acceptable means.

We never take any steps that would impede, obstruct, improperly influence the conclusions of, or affect the integrity or availability of, any audit, review, or investigation, regardless of whether that audit, review, or investigation is performed by government or external or internal personnel.

Record Retention:

PrimeWest Health preserves and maintains organization records in accordance with Federal and State laws and regulations, as well as PrimeWest Health retention policies. We do not improperly destroy, change, or falsify any corporate accounts, records, or other applicable documents. When litigation, a government audit, or investigation is imminent or pending, our normal document destruction procedures will be suspended until all documents relevant to the litigation, audit, or investigation can be identified and segregated. Refer to Policy and Procedure C07: Record Retention in Compliance 360.

Doing Business with the Government

Compliance with Government Regulations

PrimeWest Health is committed to complying with the laws and regulations that govern State and Federal health care programs. We must all act in a respectful manner in the presence of all government and regulatory officials. We must cooperate fully with all reasonable requests from government and regulatory agencies for information to which they are entitled. All information provided must be truthful and accurate.

Government Contracting and Grants

All government contracts and grants must be administered in an honest and ethical manner in accordance with applicable Federal and State laws and PrimeWest Health's commitment to follow contract requirements and specifications.

Government Inquiries, Investigations, and Audits

During a government inspection, we must never conceal, destroy, or alter any documents or lie or make misleading statements to a government representative. We should not attempt to cause any other employee to fail to provide accurate information or to obstruct, mislead, or delay the communication of information or records relating to a possible violation of law.

Conclusion

This Code reflects PrimeWest Health's commitment to the highest standards of legal and ethical business conduct. The Code does not contain all PrimeWest Health policies or include all details regarding any policy. Rather, the Code sets forth the fundamental legal and ethical principles for conducting all aspects of PrimeWest Health business. Detailed policies and procedures for conducting PrimeWest Health business are contained in Compliance 360. Go to **http://collab/confluence/display/IT/Applications** and select *Compliance 360*.

Nothing contained in the Code constitutes a contract of employment. The Code should not be construed as creating an express or implied contract of employment or continued employment by PrimeWest Health. PrimeWest Health reserves the right to modify the Code at any time as we deem appropriate.

PrimeWest HEALTH™

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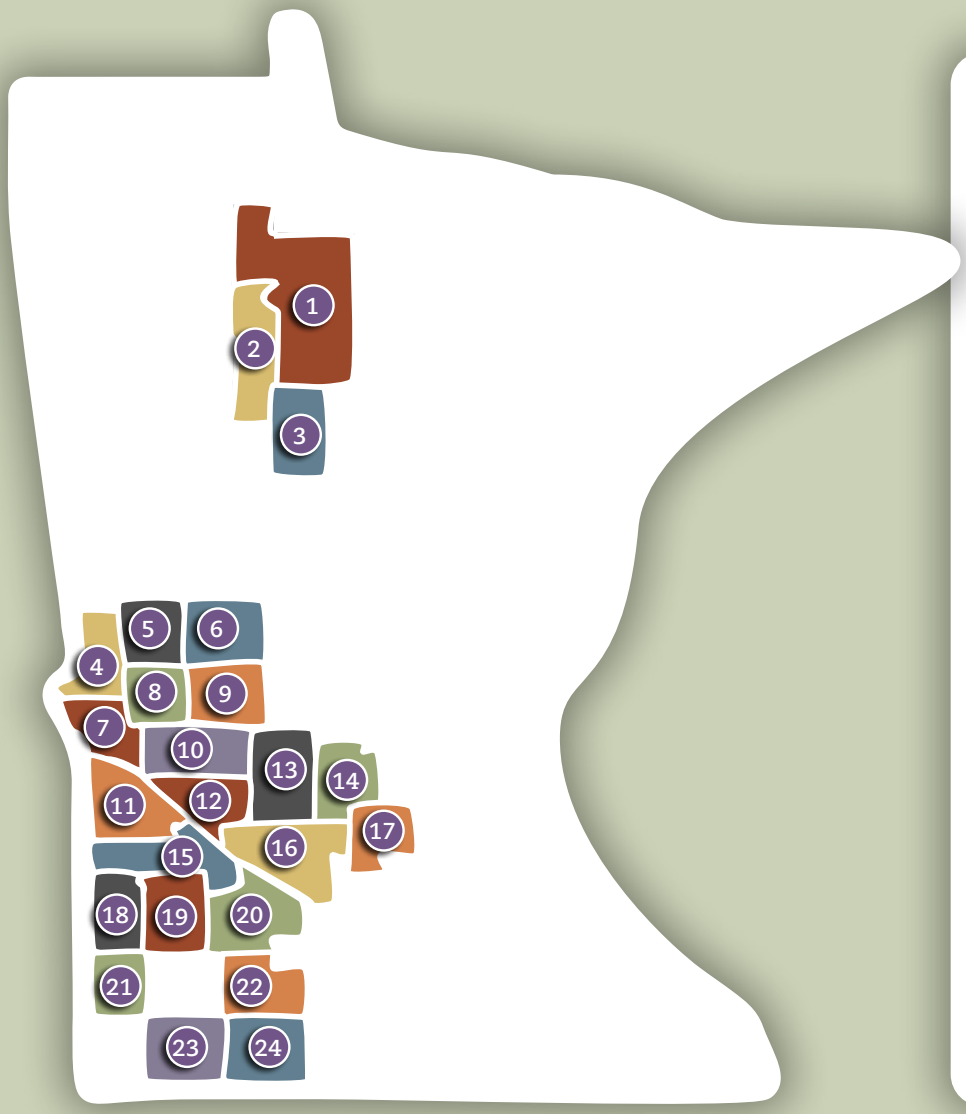
Alexandria, MN 56308
www.primewest.org

PrimeWest Health Service Area



1. Beltrami
2. Clearwater
3. Hubbard
4. Traverse
5. Grant
6. Douglas
7. Big Stone
8. Stevens
9. Pope
10. Swift
11. Lac qui Parle
12. Chippewa
13. Kandiyohi
14. Meeker
15. Yellow Medicine
16. Renville
17. McLeod
18. Lincoln
19. Lyon
20. Redwood
21. Pipestone
22. Cottonwood
23. Nobles
24. Jackson

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