



EXCEPTIONAL VALUE, FOCUSED RESULTS

Code of Conduct

Our Code of Conduct

American Healthcare Purchasing, LLC's ("AHP") does business with high ethical standards and responsibility. Our molded culture and basic beliefs are centered around:

1. Integrity
2. Commitment
3. Teamwork
4. Service

We serve the interest of our Members first with tandem goals in creating better patient care in a financially sustainable way. This Code of Conduct serves as a guide to our team members on how we interact, conduct and facilitate relationships with Members, Vendors and others who have a stake in our relationships. We also seek Vendor partners who share our values and give commitment to doing business within our fundamental principles and policies.

We comply with all applicable Federal, State and local laws and regulations in which we do business. AHP will keep current of changes in law and will provide guidance and training for all team members and stakeholders.

Conflict of Interests Policy

A. Employees

1. Acceptance of Gifts. No employee of AHP shall accept gifts, entertainment, favors, honoraria or personal services payments, except those of Nominal Value, from any participating or prospective Vendor.
2. Equity Ownership in Vendors / Vendor Compensation. No employee shall own shall have individual equity or receive financial compensation from any Participating Vendor.
3. Insider Trading. Insider trading or use of privileged or confidential information of AHP, Members or Vendors for personal benefit or gain is strictly prohibited. This applies to all employees, non-employee directors, officers and advisors of AHP.

B. Non-employee Officers, Directors or Advisors

1. Acceptance of Gifts. No director, officer or advisor of AHP who is in a position to influence AHP contracting decisions shall accept any gift, entertainment, favor, honoraria or personal services payment, except those of Nominal Value, from any Member or Vendor. In any contrary event, the subject person shall be required to recuse themselves from any negotiations or decisions.

2. Corporate Equity Interest by AHP, Directors or Officers. AHP shall hold no corporate equity interest in any participating vendor. Director or Officers who are in a position to influence contracting decisions and have equity ownership in a participating vendor must disclose the interest and are required to recuse themselves from any negotiations or decisions relating to that vendor.

Confidentiality

- A. Employees, Non-employee Officer, Directors or Advisors. During the course of business, AHP team members may come in contact with non-public information to be considered “Confidential”. Some examples include patient data, product usage, trade secrets, operational knowledge, designs, financial data, contract terms or other valuable business information. AHP is committed to protecting Confidential information. Our team members shall not disclose, use or store any Confidential information outside of their official job responsibilities.
- B. Vendors. AHP shall inform its Vendors and prospective Vendors of its Confidentiality Policy and seek the Vendors’ adherence to the same standard.

Member Advocacy, Vendor Fairness and Contracting

We believe and practice the following:

1. The best interest and value for our Members comes first.
2. We promote free exchange of information with industry best practices, available technologies and other innovative products.
3. Members shall always have the right to communicate directly with any Vendor, at any time.
4. AHP’s Members have full freedom of choice in which Vendors or programs it would like to participate in. Members, without interference, can purchase products or services from Vendors AHP does not have a contract with or utilize other GPO contracts.
5. We disclose annually all administrative fees received from Vendors for Member contracting activity.
6. We conduct fair, timely and unbiased review of healthcare products and services being considered for Member procurement.
7. We hold commitment in diversity among minority, women and veteran owned vendors.
8. We notify Vendors of our ethical standards and practices.
9. We promote prudent Contracting terms such as shorter term contract durations, no bundling of unrelated products or unrelated products across Vendors.

10. No upfront charges for administrative fees, no marketing fees or fees charged for RFP participation.
11. No administrative fees in the form of Vendor equity.
12. We listen carefully to any Vendor grievances and endeavor to address expressed concerns.

Compliance

AHP operates as a Group Purchasing Organization and acts in compliance with federal anti-kickback statute, set forth as 42 U.S.C. a-7(b), as amended, “safe harbor” regulations set forth in 42. C.F.R. 1001.952(j), the Health Insurance Portability and Accountability Act of 1996 and the requirements for participation in all Federal Healthcare Programs.

Definitions

Code of Conduct shall mean a set of adopted standards for governance behavior.

Corporate Equity shall mean securities, options, warrants, debt instruments (including loans), or rights to acquire the foregoing.

Individual Equity shall mean financial interest in the form of securities, options, warrants, debt instruments (including loans), or rights to acquire any of the foregoing, provided, however that the term shall not include: (a) interests in publicly held mutual funds or (b) interests held in a blind trust in which all investment decisions are independently managed by a third party and the existence and trust terms are fully disclosed to the appropriate governing body to ensure that neutrality of the GPO contracting decisions are protected.

Members shall mean a healthcare provider that has an agreement which authorizes AHP to act as the provider’s purchasing agent to negotiate contracts with Vendors to furnish certain goods and services to the provider.

Nominal Value shall mean any item, service or other thing of value (not including cash or cash equivalents) that does not exceed \$50 per instance or \$200 in any given calendar year.

Participating Vendor shall mean a Vendor in contract or submits a formal bid or offer to contract with AHP to provide good or services for Members or prospective Members.

Products or Services shall mean products or services used by providers directly or indirectly in the provision of health care services to patients.

Payments shall mean all payments by a Vendor of goods or services to AHP as part of any agreement to furnish goods or services to Members.

Vendors shall mean manufacturers, distributors, suppliers or other entities that sell goods or services to Members.