

 The  
**Toledo  
Clinic**  
Choose well, feel better.®



# The Code of Conduct

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# Letter From Our President

Dear Toledo Clinic Colleague:

As the Toledo Clinic continues to grow, we must stay focused on our commitment to Compliance, Ethics, Integrity, and supporting diversity in the workplace. Our Code of Conduct is the foundation of all our efforts in our day-to-day job duties. It helps us navigate the various environments of our business. By adhering to the Code of Conduct, we allow ourselves to do the right thing.

By choosing to be compliant, we are reducing unnecessary costs by eliminating waste of time, processes, and supplies. With ever-changing rules and regulations in the healthcare industry, and the federal and state governments ramping up fines and penalties, it is more cost effective to be compliant.

We have a strong portfolio of services to offer patients. However, having a variety of services isn't enough to survive in this industry. We must protect our brand and our reputation. As we continue to grow, we must be proactive in identifying potential issues. It is how we as an organization respond and mitigate those Compliance issues.

It is the responsibility of every employee and provider to read the Code of Conduct and be familiar enough with it to know what to do when issues arise. If you have questions, or need help understanding how certain parts may apply to your job, please contact any of the resources listed in this document. Our company does not tolerate retaliation against anyone for asking questions or raising concerns in good faith. It is also our expectation that if you observe any TTC employees or providers not following the Code of Conduct, you are expected to report your concerns immediately.

As I commit to being ethical and compliant, I ask that you join me in adhering to the Code of Conduct and doing the right thing, every time. Thank you.



**Henry Naddaf, MD**  
President, The Toledo Clinic, Inc.



# The Toledo Clinic Code of Conduct

The Toledo Clinic, Inc., (TTC) expects all employees to act with integrity and to comply fully with the Code of Conduct and other company policies and procedures. TTC encourages a safe and pleasant work environment where employees feel empowered to speak up and identify actions and behaviors not consistent with the Code of Conduct and other policies. This can only occur when everyone cooperates and commits to appropriate standards of conduct. These rules are not intended to restrict the rights of employees, but rather advise employees of prohibited conduct and allow the workforce and TTC to attain its objectives in an orderly and professional manner. Please remember, that every employee, including providers, represent The Toledo Clinic in and outside the office. Actions and behaviors exhibited outside of work are seen and noticed by others and reflect on The Toledo Clinic. At TTC, we encourage all employees to hold themselves to the highest of standards at all times.

## The Mission of The Toledo Clinic, Inc.

“It is the mission of The Toledo Clinic to promote healthcare and provide integrated, high quality primary and specialty care to Toledo and surrounding communities. The physicians, and other providers and employees of The Toledo Clinic, Inc. are committed to meeting the needs of their patients in a respectful and compassionate manner, and to deliver optimal care through their group practice.”

TTC employees and providers (collectively “Employees”) are expected to exhibit behaviors that are consistent with our mission. Employees of TTC are expected to observe the highest standards of ethics and integrity in their conduct. This Code applies to all employees of TTC. Additional work rules may be established to meet special requirements of particular departments or work units or as circumstances require.

## The Toledo Clinic Code of Conduct

1. Be honest, fair, ethical and trustworthy in all of your Toledo Clinic activities and relationships.
2. Obey applicable laws and regulations and policies governing our business.
3. Fulfill your obligation to be the voice of integrity and promptly report any concerns you have about compliance with law, TTC policies or this Code.

# Compliance with Healthcare Laws

The Toledo Clinic is required to comply with numerous laws and regulations from both the Federal and State level. It is the responsibility of all TTC Employees to comply with these laws in the course of their daily activities. Some of these healthcare laws require provider organizations to have a formalized compliance program. As TTC meets the definitions provided in these laws, TTC does have a formal compliance program and this Code of Conduct serves as the foundation of such a program. The Toledo Clinic also has formalized policies and procedures to support compliance efforts throughout the organization. It is expected that all TTC employees follow the policies and procedures. This document will go through some of the more important and higher risk laws, so each employee will know what is expected of them.

## Health Insurance Portability & Accountability Act of 1996 (HIPAA)

HIPAA is known for patient privacy and protection of medical information, which is called “Protected Health Information” or PHI. HIPAA is one of the easiest laws to violate as many of us are constantly dealing with patient health information as part of our daily routine. TTC has many policies, including the Confidentiality Policy and the Workforce Confidentiality Agreement, relating to the appropriate usage and disclosure of PHI. All employees are expected to be familiar with them.

**Here are a few simple tips and/or questions to ask yourself when dealing with PHI:**

- Is the information you are accessing necessary to do your job?
- Is this in the best interest of the patient?
- Would you want someone else accessing your PHI the same way you are accessing theirs?
  - If you answered “no” to any or all of the above, you need to reconsider your actions.

**HIPAA is all about appropriate access and patient’s rights to access their health information. If you need information to be able to do your job, you should have access to it. HIPAA is also meant to curb inappropriate access to patient information, such items include, but are not limited to:**

- Snooping/curiosity
- Accessing co-workers PHI without appropriate work need.
- Accessing your own records is always inappropriate.
- Accessing family members PHI without appropriate work need.
- Securing passwords, not sharing or giving ANYONE your passwords. Would you give your personal bank account login information to anyone?



Please remember, as part of the HIPAA requirements, we track all accesses within the systems that have PHI. Everything you search for, access, click on, print, etc. is auditable, and we do audit. We have purchased software to help make auditing access easier.

When it comes to PHI, there are laws and rules to protect the patient. If we take steps to protect the patient, we in turn, protect ourselves. But, when we don't follow policy, we expose ourselves and The Toledo Clinic as a whole, to unnecessary risk and liability. Your actions do not just affect you; they affect all of our patients and the entire organization. Many of the recent enforcement actions by the Federal Government have resulted in millions of dollars in fines and penalties for non-compliance with HIPAA. Please take appropriate measures to ensure that we don't end up in that situation. Remember, it is your job to be compliant.

## False Claims Act

The False Claims Act (FCA) was enacted in 1863. Congress was concerned that suppliers of goods to the Union Army during the Civil War were defrauding the Army. Since then, the FCA has been amended several times, most recently in 2017.

### **The False Claims Act states:**

*“Any person who knowingly presents, or causes to be presented, to the United States Government a false or fraudulent claim for payment or approval; knowingly makes, uses, or causes to be made or used a false record or statement to get a false or fraudulent record or statement approved by the Government; conspires to defraud the Government by getting a false or fraudulent claim paid or approved by the Government; or knowingly makes, uses, or causes to be made or used, a false record or statement to conceal, avoid, or decrease an obligation to pay or transmit money or property to the Government ... is liable to the United States Government for a Civil Monetary Penalty.”*

Penalty amounts are adjusted annually, calculated on a per-claim basis, and include triple the damages, which has no limit. Individuals, as well as companies, are liable under the False Claims Act.

The only defense TTC has against the FCA is appropriate documentation in the medical record. When you document in the patient medical record, it is crucial to ensure your documentation is as accurate as possible. If a mistake occurs, report it. As an employee of The Toledo Clinic, if you suspect any kind of wrongdoing, or even if something just doesn't seem right, it is your obligation to come forward and say something.

To help combat any provider from submitting a potential false claim, the TTC Compliance Department, conducts billing audits on all providers on an annual basis. It is the goal that all providers will have less than a 5% error rate on these audits in accordance with the U.S. Government and TTC standards.

## Anti-Kickback Statute

The Anti-Kickback Statute (AKS) works hand-in-hand with the False Claims Act. Anytime there is an AKS situation, there is an extremely high risk of having a False Claims Act issue at the same time.

### The Anti-Kickback Statute states:

*“Whoever knowingly and willfully solicits or receives any remuneration (including any kickback, bribe, or rebate) directly or indirectly, overtly or covertly, in cash or in kind –*

*In return for referring an individual to a person for the furnishing or arranging for any item or service for which payment may be made in whole or in part under a Federal Health Care Program, 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 Health Care Program.”*

Under the table arrangements are not acceptable. The most common examples involve providers referring to a certain lab, imaging center, or other type of provider, and in return, the provider receives anything of value. Common scenarios include discounted or free sporting event tickets (including golf), vacations, or money. These types of situations often are not in any type of contract or other document. Neither method, under the table or in a contract, is acceptable.

As employees of TTC, it is your obligation to question and report any suspected kickback arrangement.

One way TTC is helping to combat liability under the Anti-Kickback Statute is by having providers and other high-risk individuals within the organization complete and sign a **Conflict of Interest Disclosure Form** annually. The goal is that those who are most likely to either receive or provide the kickback disclose to TTC what their outside interests are. As an organization, we look at the outside interests and determine what may or may not be problematic, and work to mitigate those and lessen any implication of the Anti-Kickback Statute.

## Stark Law (Physician Self-Referral Law)

The Stark Law, also called the Self-Referral Law, is very similar to the Anti-Kickback Statute. The key difference is the Stark Law applies only to physicians, while Anti-Kickback applies to everyone. Also, Stark is a strict liability law; one only needs to prove violation of the law occurred but not the intent, whereas FCA and AKS look at intent.

### The Stark Law states:

*“If a physician (or an immediate family member of such physician) has a financial relationship with an entity, or has ownership, investment, or interest in the entity, or has a compensation arrangement between the physician (or immediate family member), the physician may not make a referral to the entity for the furnishing of Designated Health Services.”*

The Government has a defined list of what are Designated Health Services (DHS). Generally speaking, labs, imaging, Durable Medical Equipment and supplies are all considered DHS among others.

Similar to Anti-Kickback Safe Harbors, Stark has “exceptions”. A physician may have financial interest in a Designated Health Service as long as the arrangement meets one of the exceptions. If the arrangement does not meet an exception, the Stark Law is implicated. If the Stark Law is implicated, it will generally trigger an Anti-Kickback issue. If AKS gets triggered, then it may become a False Claims Act issue. By violating one law, you potentially violate 3 Federal laws.

One way TTC is helping to combat liability under the Stark Law is by requiring all TTC physicians to disclose, via the **Conflict of Interest Disclosure Form**, any outside financial interests and those of immediate family members. If we unknowingly enter into an arrangement with a physician who has a Stark issue, we, TTC now have a liability or risk.





## What Employees Must Do

### Be Knowledgeable

- Have an understanding of the Code of Conduct, and Policies and Procedures.
- Understand all policies relevant to your job responsibilities.

### Be Aware

- Stay attuned to developments in your respective specialty or service line that may impact TTC's compliance with laws and regulations or reputation in the marketplace.
- Understand TTC may review, audit, monitor, intercept, access and disclose information processed or stored on TTC equipment and technology, or on personally-owned devices permitted TTC network access.

### Be Committed

- Promptly raise any concerns about potential violations of law or TTC policy.
- Cooperate fully and honestly in TTC investigations.



## What Leaders Must Do

### Prevent

- Be an example of integrity through words and actions.
- Ensure employees understand that ethical conduct and compliance with TTC policies are more important than business results and personal relationships.
- Create an open environment in which every employee feels comfortable raising concerns.
- Communicate the importance of compliance with sincerity and conviction at every opportunity.
- Commit adequate resources to your business's compliance program.

### Detect

- Conduct periodic compliance reviews with the assistance of compliance leaders and/or compliance staff.
- Implement control measures, such as policies, procedures, and reports, to detect heightened compliance risks and violations.

### Respond

- Document and escalate any employee's expressed concern through the appropriate channels.
- Take appropriate corrective action to address identified compliance weaknesses.

# Non-Compliance Issues

Employees and providers who do not fulfill their integrity and compliance responsibilities face disciplinary action up to and including termination of their employment. The following are examples of conduct that can result in disciplinary action. This list is just some of the most common infractions:

1. Violating any TTC policies and/or procedures.
2. Immoral, indecent or disorderly conduct.
3. Insubordination, including disobedience or failure to comply with directions of supervisor.
4. Dishonesty.
5. Substandard quality or quantity of work including unsafe practices, unsatisfactory job performance, failure to perform duties and/or neglect of duties.
6. Failure to maintain appropriate licensure, certification, and/or any other position specific requirement(s).
7. Failure to follow instructions, verbal or written.
8. Causing excessive waste of time or materials.
9. Sleeping, loafing, loitering and/or otherwise ignoring work duties during work hours.
10. Discourteous treatment of the public, coworkers and/or supervisors.
11. Failure to observe time limits and scheduling of lunch and/or rest periods.
12. Falsifying records or information, including forgery, alteration, or misuse of TTC documents, records or identification, giving false information to employees responsible for record-keeping or investigations.
13. Failure to provide accurate and complete information whenever such information is required by an authorized person (for example: intentionally giving false or misleading information to obtain employment or a leave of absence).
14. Disclosure of information that becomes accessible through association with TTC that should be considered as privileged and confidential including information pertaining to patients and co-workers.
15. Misuse or removal of patient information, records, or confidential information of any nature from TTC's premises without permission or the unauthorized disclosure of confidential information.
16. Mishandling of accounts.
17. Doing personal work on TTC property either during or after working hours without permission.
18. Unauthorized solicitation.
19. Defacing or destruction of any TTC property as well as obstruction or disruption of clinic services.

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20. Performing work beyond the scope and authority of an employee's position at the clinic.
  21. Failure to use designated timekeeping system according to policy, or tampering with or recording a time record other than the employee's own.
  22. The use of any tobacco product, including but not limited to: smoking tobacco, chew, snuff, snus, and dipping tobacco, cigarettes, electronic cigarettes, vaporizers, clove cigarettes, cigars, pipes, hookahs, bidis, blunts, cigarillos, smokeless tobacco, in addition to any illicit drug, or alcohol on TTC property or facilities.
  23. Engaging in any form of harassment or discrimination.
  24. Actual and/or threatened physical abuse, fighting, intimidation or detention of any person on TTC owned or controlled property or at clinic sponsored or supervised function, or conduct which threatens or endangers the health or safety of any such person.
  25. Making false or malicious statements concerning other employees, supervisors, patients or the clinic.
  26. Retaliation.
  27. Receiving compensation for services performed while on an unscheduled absence (i.e., call in) or on an approved medical leave of absence, or other actions inconsistent with stated reasons for leave.
  28. Accepting unauthorized compensation, reward, gratuity, gift, bribe, or kickback of any kind of value for any matter related to your job as an employee of the clinic from third-party companies or individuals from whom we purchase or those we serve.
  29. Accepting clinic services without paying or without permission.
  30. Unauthorized media contact without permission from the clinic.
  31. Unprofessional conduct including discussing personal issues, work related issues, or information involving other patients of The Toledo Clinic.
  32. Failure to fully and honestly cooperate in TTC audits and investigations.
  33. Failure to report compliance and integrity issues to appropriate individuals.

# How to Raise an Integrity/Compliance Concern

Being the voice of integrity and compliance at TTC isn't always easy, but when we raise integrity and compliance concerns, we strengthen our company and protect our colleagues from harm.

You do not need to be certain that a violation has occurred; you have an obligation to promptly raise a concern when you see a situation in which our integrity and compliance principles or policies are not being followed.

When reporting a concern, you may choose to remain anonymous. However, if you identify yourself, we are able to follow-up with you and provide feedback. Your identity and information will be shared on a "need-to-know" basis. Any retaliation, whether direct or indirect, against employees who raise a concern is grounds for discipline up to and including termination.

## Raising a Compliance and/or Integrity Concern

TTC offers several avenues for raising concerns. You can choose to speak to someone about a potential issue or put it in writing. Generally, your supervisor or manager will be in the best position to resolve a compliance concern. However, you may always contact:

- Next Level Management
- Human Resources
- Compliance
- Legal



## How We Handle Compliance and Integrity Concerns

TTC fairly reviews every compliance concern regardless of how big or small the potential consequences may be.

### During the investigation process, TTC:

1. Identifies which department(s) and individuals are best suited to lead the investigation.
2. Determines the facts through interviews and/or the review of documents and audit logs.
3. Recommends corrective action, if necessary. This may include corrective actions to individuals, and corrective actions to departments.
4. Provides the person who raised the original concern with feedback on the outcome where appropriate. Disciplinary details regarding actions taken by Human Resources may not always be available for feedback.

Employees are expected to cooperate in internal investigations. This means taking time to meet with investigators, providing documents and other resources requested as part of the investigation process. Investigations may take several weeks, or even months depending on the severity and availability of individuals and documents.

## Contact Information For Reporting Compliance Concerns:

■ **The Toledo Clinic  
Compliance Department**  
4235 Secor Rd.  
Toledo, OH 43623  
[TTCCompliance@ToledoClinic.com](mailto:TTCCompliance@ToledoClinic.com)

■ [ToledoClinic.EthicsPoint.com](http://ToledoClinic.EthicsPoint.com)  
■ **Call our toll-free number:  
844.481.4941**

■ **The Toledo Clinic Human Resources Department**  
4235 Secor Rd.  
Toledo, OH 43623  
[AskHR@ToledoClinic.com](mailto:AskHR@ToledoClinic.com)



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