

HENRY FORD HEALTH

Supplier Code of Conduct

Henry Ford Health is committed to complying with all laws and regulations that apply to our organization and operating in a manner consistent with the highest professional and ethical standards. As a Supplier for Henry Ford Health, you play a critical role in helping us achieve these goals. This Code of Conduct is intended to communicate the minimum standards by which all Henry Ford Health Suppliers are expected to conduct themselves when providing goods or services to our system. Please note that Departments within Henry Ford Health may establish guidelines that are more restrictive than those described in this document. *It is your responsibility to share this Supplier Code of Conduct as a reference guide with all your staff who may be engaged in conducting business activities with Henry Ford Health, including all affiliates.*

Respectful Work Environment: All suppliers are expected to treat those they work with at Henry Ford Health with respect, dignity, and honesty. This includes maintaining a positive and courteous customer service orientation, speaking professionally and respectfully, and responding to requests for information or assistance in a timely manner.

Essential Services and Business Continuity: If a supplier's services are deemed vital to Henry Ford Health's ability to provide medical and other health care services to patients and customers of Henry Ford, suppliers must agree to develop, test, and implement business continuity and disaster recovery plans. Suppliers are also expected to implement adequate security safeguards to prevent cybersecurity interruptions.

Conflicts of Interest: Conflicts of interest in which a Henry Ford Health colleague's relationship with a supplier conflicts or could appear to conflict with Henry Ford Health interests, *must be disclosed*. Henry Ford Health does not permit persons with conflicts of interests to make purchasing decisions. In addition, Henry Ford Health colleagues are not permitted to work for a supplier if Henry Ford Health is a customer of the supplier. We expect our suppliers to bring any actual, potential, or perceived conflicts of interest to the attention of a Henry Ford Health high level representative (other than the person who has a relationship with the supplier) in a timely manner.

Gifts, Entertainment, and Meals: Henry Ford Health recognizes that the cost of gifts, including entertainment, meals, and social activities provided by suppliers is ultimately carried in the cost of products and services we purchase.

Henry Ford Health discourages suppliers from providing any gifts or other items of value to our employees, physicians or contractors working at Henry Ford Health facilities.

The following items are *never* acceptable:

- Gifts given to Henry Ford Health workforce members for the purpose of influencing a purchasing and 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 that may violate a law or regulation
- Gifts or other incentives given for the purpose of encouraging or rewarding patient referrals

HENRY FORD HEALTH

The above requirements do not apply to meals and refreshments provided in connection with a conference or other educational program sponsored by a supplier for the benefit of all attendees.

Entertainment: Henry Ford Health staff may accept an invitation from suppliers to attend a social or entertainment event in order to further develop appropriate business relationships subject to the following: (1) the supplier accompanies the employee/s to the event; (2) the cost associated with such an event is reasonable and appropriate, which, as a general rule, means the cost will not exceed \$100 per person; (3) no expense is incurred for any travel costs (other than in a vehicle owned privately or by the host company) or overnight lodging; (4) such events are infrequent, which generally means no more than once per year; and (5) the Henry Ford Health employee receives the approval of their supervisor.

Meals: Henry Ford Health staff may accept an offsite meal paid by suppliers to further develop appropriate business relationships subject to the following: (1) the costs associated with such meals is modest, and (2) such meals are infrequent, which generally means no more than once per year.

Sponsored Events: Henry Ford Health colleagues may attend supplier sponsored local or out-of-town programs, workshops, seminars and conferences that have a legitimate educational purpose or otherwise support a Henry Ford Health business objective (e.g. product training) provided such events are infrequent (i.e. no more than once annually) and Henry Ford Health, not the supplier, pays for any related travel and overnight lodging costs.

Fundraising: As a tax-exempt, charitable organization, Henry Ford Health may solicit charitable contributions to support our health system. Henry Ford Health policy restricts the solicitation of gifts from suppliers to foundations or specific departments responsible for fundraising activities. Henry Ford Health staff with responsibilities for ongoing business relationships with suppliers, including the negotiation or selection of suppliers, are prohibited from solicitation and fund-raising activities.

Compliance with Laws: Suppliers are required to conduct their business activities in compliance with all applicable laws and regulations, including laws that are applicable to individuals and entities directly or indirectly receiving Medicare - including Parts A, B, C and D, Medicaid and other federal funds.

Privacy and Security: Federal and state laws require Henry Ford Health and our suppliers to maintain the privacy and security of Henry Ford Health patient health information ("PHI"). Suppliers are responsible for ensuring that all supplier personnel who provide services to Henry Ford Health 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. Suppliers are also responsible for ensuring all supplier personnel who provide services to network connected devices receive role-appropriate periodic training and assessments (at least annually) on cybersecurity. In addition, the supplier is responsible to ensure all reasonable and customary industry accepted actions are taken to ensure their respective devices are protected and malware free prior to installation and or use. If your business relationship with Henry Ford Health will require access to or usage of PHI, you will be required to sign a Business Associate Agreement with us.

Infection Control Policies: Supplier personnel whose activities require access to direct patient care environments are required to adhere to Henry Ford Health infection control policies applicable to the facilities visited. To ensure the safest environment for our patients and control the rate of infections, proper hand hygiene is required by all Henry Ford Health OR staff and vendors with access to patient care procedural areas.

HENRY FORD HEALTH

Eligibility to Participate in Federal and State Health Care Programs: Henry Ford Health will not conduct business with any supplier excluded, debarred, or ineligible to participate in federal or state health care programs such as Medicare and Medicaid, or whose officers, directors or staff are excluded from participating in federal or state health care programs. Suppliers are responsible for taking all necessary steps to ensure staff involved in providing goods and services to Henry Ford Health directly or indirectly, are eligible to participate in federal and state health care programs, including conducting periodic checks of the Office of Inspector General's List of Excluded Individuals/Entities (LEIE), General Services Administration's System for Award Management (SAM), and State of Michigan Sanctioned Provider databases.

Fraud, Waste and Abuse (FWA) and Stark Laws: Henry Ford Health will promptly investigate any reports of alleged violations of law, regulations or Henry Ford Health policies involving a supplier or a supplier's personnel including allegations of FWA involving federal or state health care programs. Suppliers are expected to fully cooperate in such investigations and, where appropriate, in taking 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. Henry Ford Health policy prohibits retaliation of any kind against individuals exercising their rights under the Federal False Claims Act or similar state laws.

Deficit Reduction Act of 2005 (DRA) Requirements: The DRA requires Henry Ford Health to provide detailed information to its staff, contractors and agents regarding the Federal False Claims Act and applicable state false claims laws. Suppliers are responsible for reviewing the False Claims Act information section on Page 6 of the Henry Ford Health Code of Conduct at: <https://www.henryford.com/-/media/files/henry-ford/hcp/physician-careers/code-of-conduct-2019.pdf> and for sharing this information with your employees conducting business with Henry Ford Health.

Environmental Purchasing Policy: Henry Ford Health is committed to purchasing goods and services whose environmental impacts are healthier for the environment and human health. Henry Ford Health expects suppliers to develop price competitive, environmentally sound and safe products and services that help us achieve these objectives.

Supplier Diversity Program: Henry Ford Health has a long tradition of support for programs that foster diversity in our organization, and in our communities. Where applicable, Henry Ford Health expects its suppliers to mirror our commitment, through subcontracting opportunities with diverse businesses and providing information to Henry Ford Health on supplier diversity when requested.

Visitation Policy: When visiting Henry Ford Health facilities, suppliers must comply with the applicable Henry Ford Health Supplier Visitation Policy, which is available at facilities upon request. Supplier representatives are required to schedule appointments and must register prior to visiting any Henry Ford Health medical facility. Representatives will be required to state the area to be visited, and visits must be restricted to those location(s) only. ***Visitor badges provided by the facility must always be worn.***

Product Samples: Sample medications must be approved by Henry Ford Health Pharmacy and Therapeutics Committee before being distributed to a physician office or clinic. Supplier product samples may not be provided without the advance review and approval of Henry Ford Health Supply Chain Management.

Publicity: Suppliers are not permitted to distribute advertising, press releases, or any other public announcement regarding its products or services to Henry Ford Health facilities unless they have obtained

prior written authorization from an authorized Henry Ford Health management staff.

Business Record Retention: Henry Ford Health requires suppliers to retain and make available records related to business with Henry Ford Health in accordance with applicable law, regulation, and contract requirements. Henry Ford Health also requires suppliers to retain and make available known cybersecurity vulnerabilities as well as mitigations for devices purchased from supplier.

Medicare Managed Care Obligations Applicable to Suppliers – Henry Ford Health contracts with health plans to provide healthcare, prescription drug, and/or administrative services to Medicare eligible individuals reimbursed through Medicare Parts C and D plan sponsors. The Centers for Medicare & Medicaid Services (“CMS”) requires Henry Ford Health and other First Tier, Downstream, and Related Entities (“FDRs”) contracting with Medicare Parts C and D health plans to comply with certain CMS’ compliance program requirements applicable to plan sponsors. These requirements extend to Henry Ford Health suppliers engaged in one or more of the following activities on behalf of Henry Ford Health:

- Suppliers providing health care services to Medicare eligible individuals;
- Suppliers providing administrative services relating to Medicare program activities, including claims processing, patient management, and credentialing. Henry Ford Health suppliers engaged in performing services reimbursed, in whole or in part, by the Medicare program are required to:
 - Maintain a code of conduct and Medicare compliance policies and provide to all supplier and supplier subcontractor employees;
 - Provide FWA training and general compliance training to supplier employees and subcontractors. See Fraud, Waste and Abuse (FWA) herein for more information;
 - Screen all employees and subcontractors for eligibility to participate in federally funded healthcare programs. See Eligibility to Participate in Federal and State Health Care Programs herein for more information;
 - Receive and respond to supplier reports from employees and subcontractors of suspected or detected non-compliance or potential FWA;
 - Obtain Henry Ford Health approval prior to conducting any offshoring activities by supplier, its employees or subcontractors including receipt, processing, transferring, handling, storing or accessing of Protected Health Information (“PHI”) involving Medicare eligible members from outside the United States and its territories;
 - Maintain operational oversight of supplier employees and subcontractors to ensure compliance with applicable laws, rules, and regulations, including Medicare, Medicaid and other government funded health care program regulations; and
 - Maintain documentation supporting supplier’s compliance program and all records pertaining to supplier’s business relationships with Henry Ford Health for a period of not less than ten (10) years.

As a component of the operational oversight required by Medicare, Henry Ford Health reserves the right to audit and/or monitor supplier's compliance with Medicare managed care requirements at any time upon seven (7) days' notice. Currently or formerly enrolled Medicare, Medicaid, or Children's Health Insurance Program (CHIP) Suppliers or their owners/managing employees are requested to notify Henry Ford Health of any Disclosable Events occurring within the past ten (10) years. Disclosable Events are defined as:

- Currently uncollected debt to Medicare, Medicaid or CHIP;
- Supplier has been or is subject to a payment suspension under a federal health care program;

HENRY FORD HEALTH

- Supplier has been or is excluded from Medicare, Medicaid or CHIP; or
- Supplier had its Medicare, Medicaid or CHIP billing privileges denied, revoked or terminated.

The Affordable Care Act provision 42 C.F.R. § 424.519 Disclosure of Affiliates requires HFHS to report to the Centers for Medicare and Medicaid Services any supplier Affiliations with Disclosable Events upon request.

Resources – For more information on Henry Ford policies, visit the Henry Ford Health Supply Chain Management web site at <https://www.henryford.com/about/supply-chain>

Henry Ford Health Code of Conduct and Compliance Hotline - The Henry Ford Health Code of Conduct describes actions and behaviors expected of all HFHS workforce members. The Code of Conduct is available at <https://www.henryford.com/-/media/files/henry-ford/hcp/physician-careers/code-of-conduct-2019.pdf>

Suppliers may use the Compliance HotLine to report any actual or suspected violations of the Code of Conduct including FWA matters, safety concerns, or other matters on an anonymous basis without fear of retaliation. The Compliance HotLine is toll-free and staffed 24 hours a day, 365 days a year at 1-888-HFH-3044. Suppliers may also file reports online at www.mycompliance.com. When prompted for an access ID, please use HFH to designate Henry Ford Health. Medicare Managed Care Obligations Applicable

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DM Compliance Department