

MAXIM HEALTHCARE SERVICES

Code of Conduct



Welcome



Dear Employees,

At Maxim Healthcare Services ("Maxim" or "Company"), our mission is to enhance the quality of life within our communities. Our vision is to set the standard for delivery of home and community-based services. As an organization and a united team, we have to embrace this mission and vision to make them a reality.

Maxim employees have the opportunity to make the right choices every day.

The Code of Conduct (the "Code") is the Company's compilation of written standards to help each employee make strong and ethical decisions based on good judgment. The Code is more than a set of rules. The Code lays the framework and foundation for the way we work, and how we interact with and care for our patients, customers, referral sources, and one another. The Code is a solemn agreement that we make together, that holds each of us accountable for doing the right thing – to making the right choices – each and every day.

Your charge is to read and understand the Code in its entirety. Please take the time to understand how the Code can help steer and guide you individually and collectively as a team. It is our collective responsibility to work each day governed by these standards.

Thank you for your support, your passion, and your commitment to the Compliance and Ethics Program.
Sincerely,

Jarrod

A handwritten signature in black ink that reads "Jarrod DePriest". The signature is stylized, with the first letters of the first and last names being prominent.

Jarrod DePriest
Chief Executive Officer

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Code of Conduct

This Code of Conduct (the “Code”) describes the commitment of Maxim Healthcare Services, Inc. (herein collectively referred to as “Maxim,” the “Company,” or the “Companies”), to the highest ethical standards of honesty and integrity as well as to compliance with all laws and legal requirements applicable to the Company, including specifically those related to healthcare fraud and abuse, antitrust, and applicable Federal and State healthcare and antitrust requirements.

This Code is meant to set forth the legal and ethical requirements of the Company for its directors, officers, employees, subcontractors, agents, and independent contractors (subcontractors, agents, and independent contractors are hereinafter collectively referred to as “Contractors”) engaging in business conduct for or on behalf of the Company. This Code supplements but does not replace existing Company policies and procedures, including the Maxim Employee Handbooks and the Company’s Policy and Procedure Manual, available on the [Maxim intranet site](#) for all internal and office employees and available on the [My Maxim Connect](#) extranet site for all caregivers and field staff. As such, all Company officers, employees, and Contractors are required to abide by this Code, all applicable Company policies and procedures and all applicable laws and regulations, when engaging in business conduct for or on behalf of the Company.

This is not a detailed rulebook, nor is it all-inclusive. Consequently, the Company relies on the good judgment and values of its employees and Contractors to implement the intent of this Code when neither this Code nor Company policies and procedures address a specific situation.

It is the responsibility of each director, officer, employee, and Contractor engaging in business conduct for or on behalf of the Company to ask questions regarding the application of the provisions of this Code or Company policies and procedures to specific situations or regarding situations not covered by this Code or Company policies and procedures and to seek guidance from the Compliance and Ethics Department or the Legal Department before acting.

Mission, Vision, Core Values

Mission

Enhance the quality of life within our communities.

Vision

Set the standard for delivery of home and community-based services.

Core Values

The core values embody our culture, spirit, and commitment to serve our employees, candidates, and clients.

- **We are Servant Leaders**
We value servant leadership and promote a culture of putting others first.
- **We Promote Diversity and Inclusion**
We build trust with one another in order to create an inclusive environment that respects each individual's diverse perspectives and experiences.
- **We Serve with Integrity and Trust**
Our service is delivered with compliance and integrity as our top priorities.
- **We Prioritize Quality**
We understand our commitment to the delivery of quality care differentiates us and fosters excellence.
- **We Have a Passion for Our Work**
We are passionate about what we do each and every day.
- **We Invest in Development**
We believe in the continuous development of ourselves and our teams in order to thrive and achieve our goals.
- **We Champion Innovation**
We embrace new methods and strategies including the development and adoption of new technologies as it is critical to our efficiency and effectiveness in caring for patients.

The Maxim Compliance and Ethics Program

The Maxim Compliance and Ethics Program is designed to assist the Company in preventing, detecting, and responding to illegal, improper, and unethical conduct. The Compliance and Ethics Program is based on the elements of an effective compliance program set forth in the Federal Sentencing Guidelines Manual and applicable Department of Health and Human Services Office of Inspector General (“OIG”) guidance, including the Publication of the OIG Compliance Program Guidance for Home Health Agencies set forth in Volume 63 of the Federal Register, page 42,410., as well as the Department of Justice’s guidance on “Evaluation of Corporate Compliance Programs”.

The Compliance and Ethics Program is designed, implemented, and maintained to:

1. Establish a culture that promotes prevention, detection, and resolution of instances of conduct that does not conform to all applicable laws, standards, ethical business practices, or the Companies’ policies and procedures;
2. Communicate and demonstrate Maxim’s commitment to compliance;
3. Establish monitoring and benchmarks that will ingrain compliance as part of the fabric of the organization;
4. Guide management and employees in efficient management and operations;
5. Provide ethical leadership and install systems to facilitate ethical and legal conduct;
6. Improve quality of care and safety for Maxim patients; and
7. Provide information, guidance, and education regarding ethics, regulatory requirements, and standards of practices.

The compliance and ethics program has the following key elements:

1. Written standards of conduct, including this Code and Company policies and procedures;
2. A Chief Compliance Officer and Compliance and Ethics Department;
3. Compliance-focused committees;
4. Regular, effective education and training;
5. Reporting channels to field compliance questions, concerns, and to report complaints, anonymously, if preferred, and without fear of retaliation;
6. Internal auditing and monitoring;
7. Publicized disciplinary guidelines to enforce the Company’s compliance standards; and
8. Mechanism to respond promptly to detected offenses and develop corrective action as necessary.

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Written Standards of Conduct, including this Code of Conduct and Company Policies and Procedures

As part of the Compliance and Ethics Program, to further the Company's commitment to compliance and to protect our employees and patients, Maxim has developed this Code, as well as specific policies and procedures to address those regulatory issues and standards likely to be of most consequence to the Company's operations and patients. Under this Code, all Maxim directors, officers, and employees are expected to abide by all the Company's policies and procedures. Contractors are expected to abide by Maxim's compliance and fraud, waste, and abuse policies and procedures as well as other specific Maxim policies and procedures relevant to the provision of services to or for the Company by such Contractors.

This Code as well as Maxim's antitrust, fraud, waste, and abuse policies and procedures are available at www.maximhealthcare.com/compliance-and-ethics. All Maxim directors, officers, and employees must annually acknowledge that they have received, read, understood, and agree to abide by this Code. New employees shall receive a copy of this Code and shall complete the required acknowledgement upon hire. Contractors shall acknowledge receipt of and agree to abide by this Code in their respective written agreements with Maxim or in separate certifications.

Maxim internal and office employees can find all Maxim policies and procedures on the Maxim intranet site, [Pulse](#). Caregivers and field staff can find all Maxim policies and procedures on the My Maxim Connect extranet site, [MMC](#). If you cannot locate a policy and procedure on a specified topic, please contact your manager, the Compliance and Ethics Department, or the Human Resources Department.



Compliance is the core aspect to what we do each and every day, and touches everyone throughout the organization.

– Office Operational Leader

Chief Compliance Officer and the Compliance and Ethics Department

The Compliance and Ethics Department at Maxim operates independently of daily operations. The Compliance and Ethics Department is headed by the Senior Vice President and Chief Compliance Officer (the “Chief Compliance Officer”), who is primarily responsible for administering the Compliance and Ethics Program. The Chief Compliance Officer reports directly to the Maxim Board of Directors and indirectly to the Chief Executive Officer. The Chief Compliance Officer is required to have unimpeachable integrity, good judgment, assertiveness, an approachable demeanor, and the ability to elicit the respect and trust of entity employees.

In addition to the Chief Compliance Officer, the Compliance and Ethics Department includes a Senior Director of Issue Management & Field Audit and a Senior Director of Compliance. There are also Regional Compliance Officers, Regional Compliance Specialists, and Compliance Specialists available to Maxim personnel at Maxim’s offices throughout the United States who act as compliance resources for employees in the field. The Chief Compliance Officer is responsible, along with the Company Compliance Committee, for supervising Maxim’s compliance with its Code, policies and procedures, applicable laws and regulations, and Federal and State healthcare program requirements, and for monitoring the proper functioning of the Compliance and Ethics Program. The Chief Compliance Officer, along with the Compliance and Ethics Department and the Company Compliance Committee, shall perform the following activities:

1. Oversee and monitor the Compliance and Ethics Program;
2. Report, on a regular basis, to the Chief Executive Officer, the Company Compliance Committee, and the Compliance Committee of the Maxim Board of Directors as to the functionality of the Compliance and Ethics Program in establishing methods to improve Maxim’s efficiency, quality of services, and to reduce the Company’s vulnerability to fraud, waste, and abuse;
3. Periodically revise the Compliance and Ethics Program in light of the Company’s needs, changes in law and the policies and procedures of the government and private payors, as necessary;
4. Review director, officer, employee, and Contractor (as applicable) certifications that they have received, read, understood, and agree to abide by this Code;
5. Assist in developing, coordinating, and delivering compliance-oriented educational and training programs;
6. Ensure that Contractors who furnish nursing or other healthcare services to Maxim clients or billing services to Maxim are aware of the Company’s Compliance and Ethics Program and relevant fraud, waste, and abuse policies and procedures;

eth-ics

[eth-iks]

A system of moral principles: the ethics of a culture.

dictionary.reference.com

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7. Coordinate personnel issues with the Human Resources Department and ensure that all directors, officers, employees, and Contractors are not included on the Department of Health and Human Services/ Office of Inspector General List of Excluded Individuals/Entities, the General Services Administration Excluded Parties List System, relevant State Medicaid and other exclusions lists, if and as applicable;
8. Oversees contractual third party relationships;
9. Coordinate audits, internal reviews, and monitoring of the Company's compliance with this Code and its policies and procedures;
10. Implement risk-based auditing and monitoring systems designed to, among other things, detect non-compliant activity;
11. Independently investigate instances of suspected non-compliance with the Company policies and procedure, ethics principles, or applicable laws or regulations and develop appropriate corrective actions;
12. Formulate, update and implement appropriate compliance-oriented policies and procedures to, among other things, guide billing, address antitrust and healthcare fraud and abuse concerns mitigate identified risk areas, and encourage the disclosure of suspected violations of applicable law or the Company policies and procedures by Company employees and Contractors without fear of retaliation;
13. Review and amend this Code;
14. Develop methods to ensure that Company employees are aware of and understand this Code, Company policies and procedures, and standards;
15. Work with executive and regional management to develop plans for implementing Company policies and procedures;
16. Identify and work with appropriate personnel to coordinate timely operational integration of the Compliance and Ethics Program; and
17. Analyze the regulatory environments in which the Company operates.



By my daily commitment to doing the right thing, following the law, adhering to the highest possible standards of ethical business conduct, acting with integrity, and treating patients, clients, and employees with mutual respect, I am helping to build an organization that will create more value and strengthen our customer's confidence.

**– Compliance and
Ethics Team Member**

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Compliance-Focused Committees

To further its commitment and to facilitate an active compliance effort, the Company has established several compliance-focused committees to assist the Chief Compliance Officer in administering the Compliance and Ethics Program.

Compliance Committee of the Maxim Board of Directors ("Board Compliance Committee")

The Board Compliance Committee meets on at least a quarterly basis. The Board Compliance Committee is charged with overseeing the Chief Compliance Officer's administration of the Compliance and Ethics Program as well as the Company's compliance with applicable laws, regulations, industry standards, this Code, and its compliance policies and procedures. The Chief Compliance Officer or a designee meets with the Board Compliance Committee to discuss the administration of the Compliance and Ethics Program including, among other things, this Code, the effectiveness of compliance training sessions, the extent of compliance disclosures, and the substance of such disclosures on at least a quarterly basis. In addition, there may be ad hoc meetings of the Board Compliance Committee as necessary to respond to specific allegations or instances of non-compliance or to address pressing compliance-oriented matters.

On an annual basis, the entire Company Board of Directors receives an update on the Compliance and Ethics Program.

Company Compliance Committee

The Company Compliance Committee is chaired by the Chief Compliance Officer, meets monthly, and provides ongoing assistance to the Chief Compliance Officer in the development of policies and procedures, the identification of risk areas, and suggestions for the continuous improvement of the Compliance and Ethics Program. The Company Compliance Committee reviews and discusses legal, regulatory, and other compliance-related issues facing the Company. Actual or perceived compliance violations are routinely reported to the Company Compliance Committee by the Chief Compliance Officer. Specifically, the Company Compliance Committee assists the Chief Compliance Officer in administering the Compliance and Ethics Program by:

1. Analyzing the regulatory environment in which the Company operates, the legal requirements with which it must comply, and specific risk areas;
2. Assisting in the development of this Code and policies and procedures to promote compliance with legal and ethical requirements;



Compliance is the 'attitude' to do the right thing when no one is looking. Compliance can be easily defined by a dictionary, and reiterated on command; however, I feel that an actionable definition of compliance goes hand-in-hand with ethics. Ethics is actually doing the right thing when no one is looking.

– Compliance and Ethics Team Member

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3. Recommending and monitoring the Company's internal systems and controls aimed at carrying out the Company's standards and policies and procedures as part of its daily operations;
4. Developing the mechanisms to promote compliance with the Compliance and Ethics Program and the detection of potential violations of law or Company policies and procedures;
5. Developing a system to respond to complaints and compliance-oriented issues;
6. Monitoring internal and external audits and compliance investigations for the purpose of identifying compliance-oriented issues and deficiencies and implementing corrective and preventive action;
7. Defining Company compliance policies and procedures and recommending changes to bylaws as necessary;
8. Standardizing compliance policies and procedures across the organization;
9. Enforcing or recommending action for violations of the Company compliance policies and procedures; and
10. Approving compliance audit methodologies employed by the Compliance and Ethics Department.

The Company Compliance Committee consists of senior leadership members or their designees, including but not limited to:

1. Chief Compliance Officer (Chair)
2. Chief Executive Officer
3. Chief Information Officer
4. General Counsel
5. Chief Financial Officer
6. Clinical Leadership
7. Human Resources Leadership
8. Operational Leadership



Compliance means to always opt for the most ethical and honest path no matter what, and to always act in a way that will inevitably be in the best interest of our consumers and our company.

– Compliance and Ethics Team Member

In addition, the Chief Compliance Officer may, from time to time, invite other Company employees to attend meetings of the Company Compliance Committee or permanently join the Company Compliance Committee if their expertise is needed in addressing compliance-related issues facing the Company.

Regional Compliance Committees

The Company has Regional Compliance Committees that meet periodically throughout the year. Each Regional Compliance Committee is chaired by the Regional Compliance Officer. The purpose of each Regional Compliance Committee is to review trends and discuss legal, regulatory, and other compliance-related issues facing the Company's operations, employees, and Contractors in the region. Each Regional Compliance Committee presents a forum for field-based employees to raise compliance-related issues to the Compliance and Ethics Department and Company management. The Chief Compliance Officer receives briefings about such Regional Compliance Committee meetings from the Regional Compliance Officer chairing the Regional Compliance Committees.

Each Regional Compliance Committee may consist of the following members or their designees, including but not limited to:

1. Regional Compliance Officer (Chair)
2. Regional Controller
3. Human Resources Business Partners
4. Regional Operational Leadership
5. Chief Counsel, Healthcare
6. Regional Clinical Leadership
7. Compliance Issues Management

In addition, the committee may, from time to time, invite other Company employees to attend meetings of a Regional Compliance Committee or permanently join a Regional Compliance Committee if their expertise is needed in addressing compliance-related issues facing the Maxim operations in the region.

Compliance is not a body that prohibits growth, but in fact promotes growth. If we as an organization are doing things to uphold the integrity and character that has been defined by our leaders, then it will enable us to be the most admired and respected company in the nation. The end result will be better quality of care for our patients and high customer satisfaction, which will in turn lead to increased patient census. Compliance shouldn't be viewed solely as an entity that is monitoring our activity, but should be a component of our philosophy, becoming second nature in how we operate as an organization.

– Headquarters Team Member

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Advisory Boards

From time to time, Maxim forms teams of exceptional operational and clinical employees called “Advisory Boards.” These talented employees represent regional and local office and caregiver perspectives. Advisory Boards seek to promote changes and improvements as well as brainstorm new ideas for the Company. The Advisory Boards meet with Maxim leadership and identify key challenges, such as training, education, and best practices; provision of quality care; recruitment of talented caregivers and operational team members; compensation and incentives; and company culture. The Advisory Boards are instrumental in helping to make sure all employees have a voice in Maxim’s future.

Regular, Effective Education and Training

It is the Company’s goal to provide its officers, employees, and Contractors with the information and education they need to fully understand and comply with all applicable laws and regulations as well as the Company’s compliance policies and procedures. The Chief Compliance Officer or designees in the Compliance and Ethics Department shall be responsible, in tandem with various operational directors and managers, for designing compliance training programs appropriate for employees and Contractors. Such compliance training programs shall be tailored to functions performed by such employees and Contractors for the Company. Methodologies for the dissemination of information include, but are not limited to: bulletins, list-serves, professional education, memos, audio, and videotapes, lectures at meetings, regional meetings, and articles of interest. All training materials addressing billing, fraud, and abuse related to Federal and State healthcare programs, regulatory compliance, and this Compliance and Ethics Program must be reviewed and approved by the Chief Compliance Officer or General Counsel prior to distribution to Company employees and Contractors.

All employees and Contractors are required to complete healthcare and, if applicable, antitrust training, upon hire and annually thereafter. **Failure to complete any compliance training in a timely manner violates this Code and may lead to corrective action up to and including termination.** The Compliance and Ethics Department is responsible for ensuring that compliance training occurs in a timely manner and for maintaining logs and other documentation of such compliance training programs.

In addition to annual compliance training, the Chief Compliance Officer and/ or the Company Compliance Committee may mandate additional compliance training for some or all employees and Contractors in the event any instance of non-compliance or a concern regarding a compliance issue arises. Finally, changes to the Compliance and Ethics Program, including this Code, will be disseminated to all employees and Contractors, and will be available on the Maxim intranet site, Pulse.



Educating our employees supports our commitment to providing excellent, quality, patient-centered care and is essential to meeting federal and state regulations.

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Reporting Channels

All Company employees and Contractors have a duty to report any suspected violation of law, this Code, or Company policies and procedures to Maxim. Suspected violations may be reported to your manager, the Compliance and Ethics Department, the Legal Department, a member of the Company Compliance Committee, or anonymously through the Integrity Hotline, as described below. **Failure to report suspected violations of law, this Code, or Company policies and procedures violates this Code and may lead to corrective action up to and including termination.**

If you have concerns about reporting to your manager, or you have done so and the conduct has not been corrected, contact the Compliance and Ethics Department, the Legal Department, a member of the Company Compliance Committee, or report your concerns through the Integrity Hotline, as described below.

Managers who receive reports of suspected violation of law, this Code, or Company policies and procedures must report these suspicions to the Compliance and Ethics Department immediately.

Failure to report suspected violations of law, this Code, or Company policies and procedures violates this Code and may lead to corrective action up to and including termination.

For a full size image of this poster, see page 43.



maxim
healthcare services

HEALTHCARE INTEGRITY HOTLINE

1-866-469-9449

One number, one person, one call...
we are all part of the solution, and it only
takes one person to make a difference!

Employees should report any action or
situation reasonably believed to be
inappropriate, fraudulent, illegal, or
inconsistent with our policies. Employees
are encouraged to call with questions or
concerns related, but not limited to:

- Compliance
- Financial management
- Human resources
- Patient care/quality

The Integrity Hotline is not equipped with caller ID or
devices that can trace the phone number from which
you are calling. Callers should describe the situation
and provide details so the matter can be addressed.

Call
Call 1-866-469-9449
Anonymously, 24/7, without
any worry of retaliation.

Mail
7227 Lee DeForest Drive
Columbia, MD 21046

E-mail
compliance@maxhealth.com

No Retaliation
Anyone reporting misconduct in
good faith will be fully protected
against any form of retaliation.

ADDITIONAL RESOURCES

It is recommended that you program all of these important numbers into
your cell phone for quick and easy access whenever you need them!

Compliance Department
compliance@maxhealth.com

HIPAA hotline
1-866-297-2295
To report an actual or potential breach of confidentiality

Legal After-Hours Response Line
1-866-298-4023

Employee Relations
1-866-915-6481
employeerelations@maxhealth.com

The Maxim Integrity Hotline

Employees and Contractors may report suspected violations of law, this Code, or Company policies and procedures directly to their managers, the Compliance and Ethics Department, the Legal Department, or a member of the Company Compliance Committee. A report to the Compliance and Ethics Department may be made in one of the following ways:

1. **Integrity Hotline:** 866-469-9449
(reports may be made anonymously)
2. **Mail Address:** Compliance and Ethics Department-Maxim Healthcare Services, Inc.
7227 Lee Deforest Drive Columbia, MD 21046
3. **E-mail:** compliance@maxhealth.com
4. **Website:** <http://www.maximhealthcare.com/compliance-and-ethics>
5. [Internal Investigation Submission Link](#)

The Integrity Hotline is available 24-hours a day, 7 days a week and an outside, independent vendor answers incoming calls to the Integrity Hotline. If you submit a concern, complaint, or violation to the Integrity Hotline with your contact information, an appropriate representative will follow-up with you directly. If, after a discussion with your contact person, you conclude that appropriate action has not taken place, you may report the matter to any member of the Company Compliance Committee. If you submit a concern, complaint, or violation to the Integrity Hotline without your contact information, your report will be investigated to the fullest extent possible given the information provided. If the submission provided to the Integrity Hotline contains insufficient information to permit a meaningful investigation, the Compliance and Ethics Department will note such in its compliance report log.

All reports of suspected violations of law, this Code, or Company policies and procedures are logged and shall remain confidential, to the extent possible.

The Chief Compliance Officer will ensure that training and educational materials include information on how suspected violations of law, this Code, or Company policies and procedures may be reported including how to access the Integrity Hotline.

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Protection from Retaliation and Intimidation

All Company employees and Contractors have a duty to report any suspected violation of law, this Code, or Company policies and procedures to Maxim. **Maxim will not tolerate any form of retaliation or intimidation for reporting, in good faith, a perceived instance of such fraud, waste, or abuse or suspected violation of law, this Code, or Company policies and procedures.** Any such retaliation will be investigated and, upon substantiation, met with corrective action up to and including termination. Additionally, Federal law and many State laws prohibit an employer from discriminating against an employee in the terms of conditions of his or her employment because the employee initiated or otherwise assisted in reporting potential fraud, waste, or abuse or a suspected violation of law. Under Federal law, for example, such retaliation may constitute a crime in certain circumstances, and furthermore an employee who faces such retaliation is entitled to all relief necessary to make the employee whole, which may include reinstatement of the employee's position, monetary compensation up to two times back pay plus interest, and special damages, including reasonable attorney's fees. All Company employees and Contractors are protected from retaliation related to the good faith reporting of potential fraud, waste, or abuse or a suspected violation of law, this Code, or Company policies and procedures.

All Company employees and Contractors have a duty to report any retaliation relating to good faith reporting of potential fraud, waste, or abuse or a suspected violation of law, this Code, or Company policies and procedures. Such retaliation may be reported to the Compliance and Ethics Department, the Legal Department, a member of the Company Compliance Committee, or anonymously through the Integrity Hotline, as described above.

Knowingly making false reports of fraud, waste, or abuse or violations of law, this Code, or Company policies and procedures violates this Code and also may lead to corrective actions up to and including termination.



*Compliance is a worldview,
an outlook, and a
benchmark against which
we must base all of our
thought processes,
decisions, and actions.*

– Office Operational Leader

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Internal Auditing and Monitoring

Under the direction of the Compliance and Ethics Department, routine internal compliance audits are conducted by the Company. Such audits are aimed at assessing the Company's compliance with applicable Federal and state laws and regulations, including Medicare regulations and guidance, Company policies and procedures, and the prevention and detection of fraud, waste, and abuse and antitrust compliance. These compliance audits may be conducted by internal audit personnel or outside consultants and involve both document review as well as patient and employee interviews. Internal compliance audits are in addition to and not in lieu of other internal departmental or financial audits.

The results of compliance audits are reviewed by the Chief Compliance Officer or Regional Compliance Officers who report such findings to the Company Compliance Committee and Regional Compliance Committees. The Chief Compliance Officer and the Compliance Committee shall make recommendations to improve compliance, quality, business efficiency, and effectiveness. In addition, the Chief Compliance Officer shall report such findings to the Board Compliance Committee if the audit findings suggest that a potential violation of law may have occurred or that Maxim may be exposed to civil or criminal liability. Depending on the circumstances, the Chief Compliance Officer and/or the Board Compliance Committee may appoint an attorney, internal or external, to conduct a legal investigation.

In addition to formal compliance audits, the Compliance and Ethics Department routinely monitors departmental and office compliance with this Code and Company policies and procedures. Corrective action is implemented as needed.

On an annual basis, the Chief Compliance Officer will review this Compliance and Ethics Program, including whether the Compliance and Ethics Program's requirements have been satisfied. The Compliance and Ethics Program will also be updated to reflect changes in legal regulations or guidance, changes in Company practice, and following internal audits, risk assessments, and identified misconduct or problems. Updates to the Compliance and Ethics Program are subject to the approval of the Company Compliance Committee and acknowledgment by the Company Board of Directors.

The Company ensures all changes in policy are in line with government program requirements and encourages and incentivizes compliance and risk mitigation.



Compliance is part of all facets of our daily lives at Maxim, including patient care, financial growth, operational efficiencies, and employee relationships. By living compliance through our daily actions with clients, patients, and employees, we will continue to set the standard and increase demand for all operations of Maxim Healthcare Services, Inc.

– Area Operational Leader

Publicized Corrective Action Guidelines

Company directors, officers, employees, and Contractors are expected to abide by the standards set forth in this Code of Conduct and applicable Company policies and procedures. Compliance with this Code and Company policies and procedures may contribute to an employee's promotion and increased compensation, as compliant and ethical behavior is an important element in annual performance reviews.

Company employees are subject to corrective action in accordance with Maxim's Corrective Action Policy, up to and including termination, for violating this Code or applicable Company policies and procedures. Violations include participating in non-compliant activity, failure to report non-compliant activity, directing, facilitating or permitting non-compliant activity, or failure to cooperate in compliance audits and investigations. Corrective action will be imposed in accordance with the Corrective Action Policy. The Company will not assess corrective penalties without conducting an objective investigation, which ordinarily includes an opportunity for the employee to explain or defend their action(s). Employees can appeal any corrective action by utilizing the Company's Open Door Policy set forth in the Employee Handbooks.

Failure to comply with the laws, regulations, and Federal and State healthcare requirements discussed in this Code and Company's policies and procedures could subject individuals, as well as Maxim, to civil liability, including the imposition of fines, criminal liability, including penalties and imprisonment, as well as other sanctions including, for example, exclusion from participation in Federal and State healthcare programs.

While all Company employees and Contractors must follow the Code, each Company manager must be an example for those under his or her leadership. They must know the Code, the Employee Handbooks, and all policies and procedures relevant to their area of responsibility. Managers must create and maintain a workplace where all employees and Contractors under their leadership know that ethical and legal behavior is expected of them. Company managers must inform their employees that Maxim does not tolerate or condone activities or behavior contrary to this Code that result in or contribute to any type of fraudulent or abusive activity. A Company manager must take immediate and appropriate action if he or she learns about possible fraudulent or abusive activities.

Response to Detected Offenses

The Compliance and Ethics Department will review all reports of suspected violations of law, this Code, or Company policies and procedures received, via the Integrity Hotline or otherwise, and will investigate, in consultation with the Company Compliance Committee as appropriate, all such reports.

All employees and Contractors are obligated to cooperate with Maxim, including the disclosure of all information and records relevant to the investigation, in the investigation of suspected violations of law, this Code, or Company policies and procedures received, via the Integrity Hotline or otherwise. **Failure to cooperate with the Company in an internal investigation violates this Code and may lead to corrective actions up to and including termination.**

Any inquiries, questions or requests for information, documents, or interviews from a government official or representative should be directed to the Legal Department prior to responding. Upon the approval of the Company's Legal Department, all employees and Contractors are obligated to cooperate in all Federal and State investigations, including the disclosure of all information and records relevant to the investigation, unless advised by the Legal Department to the contrary. In response to government requests for information, the Company will provide complete, factual, and correct information. Employees who take part in government interviews must tell the truth and give complete, clear answers. Employees must always be accurate and truthful in statements to government officials or their representatives. **Failure to cooperate in a State or Federal investigation upon direction of the Legal Department violates this Code and may lead to corrective action up to and including termination.**

Whenever a compliance issue has been identified, the Chief Compliance Officer or designee develops a written corrective action plan designed to not only address the specific compliance issue identified but also with the intent of preventing similar compliance-oriented issues in the future in other areas or departments. Corrective action may include a recommendation that a sanction or corrective action be imposed on the offending employee(s) or Contractor(s). In the development of such corrective action plan, the Chief Compliance Officer may obtain guidance from the Company Compliance Committee, Board Compliance Committee, legal counsel, or other personnel as necessary.

Substantiated fraudulent billing documentation will result in termination of employee.

Commitment to Fair Competition and Business Practices

Maxim is committed to fair competition and business practices that reflect respect for the antitrust laws and our fellow market participants and business partners such as suppliers and payors. Maxim is committed to competing for business on a basis of its patient experience, quality of care, and efficiency of care delivery. Maxim will honor the antitrust laws by avoiding even the appearance of any unlawful agreements not to compete on price or in connection with competitive bidding, as well as unlawful agreements regarding employment and recruitment that may have the effect of depressing employee compensation and choice for employment. In order to minimize antitrust risk, the Legal Department should be consulted prior to engaging in communications with competitors or potential competitors. Further, Maxim will not share competitively sensitive or confidential information with competitors or potential competitors, including reimbursement rates and other material contract terms; strategic plans; cost and procurement information; and wage and benefits information.

Any conduct that may violate the antitrust laws, whether undertaken by Maxim or another individual or company, must be reported to the Legal Department or Compliance Department immediately.



Understanding of your obligations under the Maxim Antitrust and Fair Competition Policy is critical in order to help Maxim detect and avoid antitrust risk.

- Maxim Antitrust and Fair Competition Stoplight

Compliance with Applicable Laws and Regulations

All directors, officers, employees, and Contractors are expected to fully comply with all laws and regulations, including Federal and State healthcare program requirements, governing the Company's operations when performing duties for or providing services to Maxim. In order to do so, employees and Contractors must be knowledgeable of the applicable laws and regulations impacting their work area. Below is an overview of select laws and regulations applicable to the Company's operations to promote an awareness of the Company's legal environment. Please consult the Legal Department or the Compliance and Ethics Department for additional information regarding the laws and regulations summarized below or other legal or regulatory obligations or requirements applicable to Maxim.

The Federal Anti-Kickback Statute

The Federal Anti-Kickback Statute prohibits anyone from knowingly and willfully offering, receiving, or paying anything of value (1) to influence the referral of an individual to a person or entity for the furnishing or arrangement of an item or service for which payment is made in whole or part by a Federal healthcare program, including Medicare and Medicaid or (2) to influence the purchase, lease, order, or arrangement of any good or service for which payment is made in whole or in part under a Federal healthcare program, including Medicare and Medicaid. Examples of the types of payments and other remuneration prohibited by the Anti-Kickback Statute include kickbacks, bribes, and rebates. The Anti-Kickback Statute prohibits both "direct" and "indirect" remuneration.

Because the Federal Anti-Kickback Statute is so broadly drafted and can be read to encompass well-accepted and beneficial business practices in the healthcare industry, such as rebate agreements, Congress directed the Secretary of the Department of Health and Human Services to promulgate regulations that create "safe harbors" for certain business transactions and arrangements. A business transaction or arrangement must satisfy each and every element of a safe harbor to be immunized from prosecution. Transactions and arrangements that do not satisfy all elements of a relevant safe harbor are not per se illegal, but enforcement agencies may subject them to greater scrutiny and could determine that they violate the Federal



Compliance means asking a question before you act when you are unsure in a situation, knowing your team, from corporate, to region, to office, to field, is here to support you make the right decisions.

– Office Operational Leader

Anti-Kickback Statute. The safe harbor provisions are complex. Thus, you should not assume that you have fully complied with a safe harbor without first consulting the Legal Department or the Compliance and Ethics Department.

Maxim's policies and procedures set forth specific requirements for interactions with physician referral sources and vendors to ensure compliance with the Federal Anti-Kickback Statute, including applicable safe harbors.

State Anti-Kickback Acts

Most states also have anti-kickback acts. The acts vary from state to state. For instance, some are tied exclusively to Medicaid payment/reimbursement while others apply to any state payment or reimbursement. If you have additional questions about a state anti-kickback act, contact the Legal Department or the Compliance and Ethics Department.

False Claims Acts

Maxim policy requires compliance with all Federal and State laws that prohibit the submission of false claims in connection with Federal and State governmental programs and Federal and State healthcare programs, including Medicare and Medicaid. Every Maxim employee must comply with the following laws designed to safeguard Federal and State healthcare programs from fraud, waste, and abuse.

The Federal False Claims Act

The Federal False Claims Act prohibits knowingly submitting (or causing to be submitted) a false or fraudulent claim for payment or approval to the Federal government. It also prohibits knowingly making or using (or causing to be made or used) a false statement or record to secure payment for a false or fraudulent claim.

The claim can be paid or approved by a state Medicaid program, the Federal government, or its contractors, such as a Medicare Administrative Contractor. For purposes of the Federal False Claims Act, the term "knowingly" means to have "actual knowledge of falsity of information in the claim, act in deliberate ignorance of the truth or falsity of the information in a claim or act in reckless disregard of the truth or falsity of the information in a claim."

Civil penalties can be imposed on any person or entity that violates the Federal False Claims Act, including monetary penalties of \$13,946 to \$27,894 and treble damages for each false claim. Monetary penalties for violations of the Federal False Claims Act are periodically adjusted for inflation. Additionally, violations of the Federal False Claims Act may result in Maxim's exclusion from participation in federally funded programs, including Federal healthcare programs, and criminal liability.

The Stark Law

The Stark law prohibits a physician from referring a Medicare or Medicaid patient to an entity for the furnishing of certain health services if the physician has a financial relationship with the entity, unless the arrangement falls squarely within a statutory or regulatory exception to the Stark law. The Stark law also prohibits the entity which received the unlawful referral from the physician from billing Medicare or Medicaid for services rendered pursuant to the prohibited referral by the physician. It is important that Maxim employees and Contractors who interact with physicians, particularly those involved with payments made to physicians, are aware of the requirements of the Stark law. This law is very complicated and any questions relating to if and how it applies, should be directed to the Compliance and Ethics Department or the Legal Department.

The Federal False Claims Act includes a “whistleblower” provision that provides protection for an employee who investigates an allegedly false claim, assists with testimony, or otherwise in a false claim prosecution. The law entitles whistleblowers to protection against workplace retaliation including employment reinstatement and back pay. A whistleblower with actual knowledge of an allegedly false claim also is permitted to file a lawsuit on behalf of the government to enforce the Federal False Claims Act.

Federal Program Fraud Civil Remedies Act

The Federal Program Fraud Civil Remedies Act of 1986 also allows the Federal government to impose civil penalties against any person who makes, submits, or presents false, fictitious, or fraudulent claims or written statements to designated Federal agencies, including the Department of Health and Human Services.

State False Claims Acts

The Deficit Reduction Act of 2005 (“DRA”) incentivized states to pass false claims acts with whistleblower provisions similar to the Federal False Claims Act. If states do so, they will increase their share of any Medicaid fraud recoveries recouped by the Federal government by 10 percent. This incentive began on January 1, 2007. The OIG is charged with reviewing state laws to assess whether the whistleblower provisions are sufficient to entitle the state to the increased share of Medicaid fraud recoveries.

Several states have enacted broad false claims laws modeled after the Federal False Claims Act that impose similar civil penalties for each action, plus treble damages and reimbursement of costs of the action. Other states have enacted laws that impose civil penalties up to \$10,000 per violation, plus three times the amount of excess payment including interest and reimbursement of costs of the civil action, and criminal fines up to \$50,000 and possible imprisonment. Additionally, these state laws include whistleblower protections, which prohibit an employer from taking any adverse action against its employees for furthering a false claims action.

An overview of the Federal False Claims Act, Program Fraud Civil Remedies Act of 1986 and State False Claims Acts are included in Maxim’s Deficit Reduction Act Policy Package available at <http://www.maximhealthcare.com/compliance-and-ethics>. Please click the Compliance & Legal Policies link under the Employee or Independent Contractor menu, as applicable, to access each individual state-specific DRA law.

Employee and Contractor Responsibilities under the Company's DRA Policy

Pursuant to the Company's DRA Policy, no Maxim employee or Contractor may knowingly submit to a Federal or State healthcare program a false claim for reimbursement or a claim that is suspected to be false. All employees have a duty to report any suspected violation of law, including the potential submission of a false claim or suspected false claim for reimbursement. Such suspicions may be reported to your manager, the Compliance and Ethics Department, the Legal Department, a member of the Company Compliance Committee, or anonymously through the Integrity Hotline. **Failure to report suspected violations of law, including the potential submission of a false claim or suspected false claim for reimbursement, may lead to corrective action up to and including termination.**

Contractors are also required to report any suspected violation of law, including the potential submission of a false claim or suspected false claim for reimbursement. Such suspicions may be reported to the Compliance and Ethics Department or anonymously through the Integrity Hotline. **Failure to report suspected violations of law, including the potential submission of a false claim or suspected false claim for reimbursement, may result in termination of a Contractor's agreement.** In addition, Contractors are required to demonstrate that their employees are educated and trained on Federal and State False Claims Acts, the Federal Program Fraud Civil Remedies Act of 1986, and whistleblower protections available under these laws.

Failure to comply with laws and regulations, including Federal and State healthcare program requirements as well as antitrust laws, applicable to the Company's operations violates this Code and may lead to corrective actions up to and including termination.

Commitment to the Prevention and Detection of Fraud and Abuse

Maxim is committed to actively preventing and detecting potential fraud, waste, and abuse in Federal and State healthcare programs and throughout the healthcare industry. Through its Compliance and Ethics Program, the Company actively monitors for potential fraud and abuse by patients, employees, and Contractors. All directors, officers, employees, and Contractors are required to report potential fraud or abuse to the Company through the Integrity Hotline or otherwise. Failure to report potential fraud or abuse to the Company violates this Code and may lead to corrective actions up to and including termination.

Complete and Accurate Billing and Coding

The Company policies, procedures, and processes emphasize that all bills, claims, and requests for reimbursement and all documentation supporting those claims or requests must be complete and accurate and must be for the provision of medically necessary services. Bills and claims must comply with all applicable payor rules as well as applicable laws and regulations. To the extent required by law, regulation, or applicable program or payor requirements, services must be ordered by a physician or other appropriately licensed individual and documented as such. Sufficient documentation must support each claim. Such supporting documentation must be appropriately organized, legible, and available for audit and review.

In selecting codes to describe services rendered, physicians, nurses, other health professionals, and billing personnel are to select codes that they believe, in good faith, correspond to services actually rendered, as documented in the medical record. Maxim clinicians, other health professionals, and billing personnel have a collective responsibility to be knowledgeable about the meaning of the codes applicable to their area of practice, including relevant directives from billing authorities.

Cost reports must be accurate, properly reflect the statistics, charges, and costs for services rendered and must comply with all Federal and State laws, regulations, and guidance.

After such time that consultation has been sought with a supervisor or manager, when in doubt about how to bill a particular service, including the proper code to use, no claim should be submitted until appropriate guidance is obtained from a Regional Compliance Officer, Senior Director of Compliance, or from the Chief Compliance Officer. The resolution of any such billing questions should be documented in writing.

If potential fraud or abuse is suspected, it is thoroughly investigated and may be reported to appropriate governmental agencies or authorities under the direction of the Legal Department. Confirmed overpayments are promptly repaid to the extent repayment is warranted under applicable law, regulation, Federal and State healthcare program requirements or applicable payor rules.

Excluded Persons or Entities

Maxim is committed to compliance with 42 U.S.C. § 1320a-7a(a)(6), which imposes penalties for “arranges or contracts (by employment or otherwise) with an individual or entity that the person knows or should know is excluded from participation in a Federal healthcare program... for the provision of items or services for which payment may be made under such a program.” Accordingly, prior to employing or contracting with any person or entity that would provide services to or submit bills to a Federal healthcare program, the Company will take appropriate steps to confirm that such individual or entity has not been excluded. Those steps include checking the person or entity name against the OIG List of Excluded Individuals/Entities available at www.oig.hhs.gov/exclusions and the General Services Administration (GSA) Excluded Parties List System available at www.gsa.gov. The Company also reviews relevant state Medicaid and government exclusions lists to the extent a prospective employee or Contractor will provide services to or submit bills to such state programs or to the extent such prospective employee or Contractor has previously provided services to Medicaid or other government programs in a given state.

In addition to conducting exclusion reviews prior to employing or contracting with any person or entity that would provide services to or submit bills to a Federal healthcare program or state programs or to the extent such prospective employee or Contractor has previously provided services to Medicaid or other government programs in a given state, the Company checks all employees or Contractors against relevant government exclusions lists, including the OIG List of Excluded Individuals/Entities and the GSA Excluded Parties List System, at least annually or more frequently as required by applicable law or regulation.

The following are examples of potentially fraudulent or abusive billing practices:

- Billing for services not rendered or billing more than once for the same service;
- Billing for services not deemed medically necessary;
- Providing home health services to a patient who is not “confined to the home” if and as required by applicable State and Federal law and regulation; and
- Misrepresenting the services provided.

Maxim's Background Investigations Team has implemented policies and procedures that provide guidance to employees with responsibility for personnel functions about how to access and review these exclusion lists. If the Company learns that a prospective employee or Contractor is excluded, it will not hire or use that employee or Contractor for the provision of services to Federal and State healthcare programs and/or Federal and State procurement programs.

All directors, officers, employees, and Contractors have an obligation to promptly disclose to the Company any exclusion, debarment, or suspension from a Federal healthcare program, including Medicare, Federal government procurements, a state Medicaid program or other state program. Any exclusion, debarment, or suspension should be promptly reported to your manager, the Human Resources Department, or the Compliance and Ethics Department. **Failure to report an exclusion, debarment, or suspension from a Federal or state government known to an employee or Contractor is a violation of this Code and employees are subject to corrective action up to and including termination.**

If the Company learns of the proposed exclusion, debarment, or suspension of any of its current employees or Contractors, it will remove such employees or Contractors from any involvement with or responsibility for the Company's provision of services to Federal and State healthcare programs and/or Federal and State procurements.

Commitment to our Patients

Quality of Care

Maxim is committed to providing quality healthcare services in strict compliance with all applicable laws, regulations, and standards related to patient care. This commitment to quality healthcare involves making sure that all care and all services are:

- Medically necessary, properly authorized, and covered;
- Safely delivered by qualified caregivers;
- Properly billed and clearly supported by appropriate documentation;
- Correctly reimbursed;
- Provided at or by appropriately licensed entities;
- Free from improper financial incentives that could exert inappropriate influence on the way the Company provides care; and
- Consistent with patient rights and contractual obligations.

All licensed and/or certified employees and Contractors are individually responsible for maintaining their licenses and/or certifications in good standing. The Company verifies licensure and certification of employees and Contractors upon hire and periodically thereafter.

Patient Rights

Maxim will not tolerate any type of patient discrimination, abuse, or neglect, including:

- Degradation, intimidation, or harassment of patients by the Company employees or of the Company employees by patients;
- Verbal, mental, or physical abuse, corporal punishment, and involuntary seclusion; and
- Failure to protect the privacy and confidentiality of patient medical information.

Company employees are required to report any instances of observed or suspected patient abuse or neglect to the Compliance and Ethics Department or the Legal Department and failure to do so violates this Code and may lead to corrective actions up to and including termination.

Maxim is committed to providing all of its patients with quality healthcare delivered by qualified healthcare professionals with dignity, courtesy, and respect in a cost-effective manner.

Patients have the right to:

- Be informed about their treatment and care and participate in their treatment and care;
- Be informed about their right to make advance directives;
- Know the name of all healthcare professionals caring for them;
- Privacy and confidentiality about their treatment and care;
- Access to the Company services without regard to race, color, gender, national origin, age, sexual orientation, or disability; and
- Access their patient medical information upon request.

Cultural Sensitivity

All people, including our patients and clients, have values that must be respected. Values of patients and clients might include:

- Religious or spiritual beliefs
- Lifestyle choices
- Sexual orientation
- Cultural behaviors
- Family interactions
- Other belief systems

Patients and clients come from all over the world and from diverse backgrounds. They may have belief systems, languages, or accepted health treatments different than what employees are familiar with. At times employees may not personally agree with the patient or client about particular beliefs, lifestyles or other choices but they must remain non-judgmental and show respect and value to these unique cultural behaviors and habits. This sensitivity to values and lifestyles has special meaning to the patients and clients we serve and will enable employees to provide better care.

Cultural sensitivity begins with education. It's striving for the knowledge that leads to an identifiably authentic commitment to cultural respect. This deep understanding helps us eliminate our cultural biases and accept our cultural differences.

– Marsha Plaine, Diversity & Inclusion Board Member

Cultural Sensitivity is not an agreement. It's about respecting someone for all of their uniqueness. Their beliefs, their language, their choices make them who they are. Having Cultural Sensitivity is acknowledging the differences between us and valuing them, regardless if you agree with it or not.

– Cheryl Ndukwe, Diversity & Inclusion Board Member

Privacy and Security

Security measures exist to maintain the privacy of the person and the confidentiality of their data. **Remember: Security Ensures Privacy!**

Protected Health Information means "Individually identifiable health information", including demographic data, that relates to:

- The individual's past, present, or future physical or mental health or condition; or
- The provision of health care to the individual; or
- The past, present, or future payment for the provision of health care to the individual

And that identifies the individual or for which there is a reasonable basis to believe it can be used to identify the individual.

Personally Identifiable Information is defined as any information that permits the identity of an individual to be directly or indirectly inferred, including any information that is linked or linkable to that individual.

What is the general relationship between Privacy and Security, especially regarding Personal Data?

Personal Data is information that allows you to identify an individual. This can take various forms, but usually includes a person's name combined with other identifying information such as birth date, home address, personal e-mail account, Social Security number, etc.

Privacy exists as an expectation in the mind of the person information pertains to. A person who gives us their data, especially Personal Data, expects us to maintain their privacy and protect their data.

Security is the collection of safeguards we use to protect data, especially Personal Data. When we accept a person's data, we are also agreeing to protect the data and the person's privacy.

Confidentiality of Patient Medical Information

As an employer and a healthcare provider, Maxim is required to operate in compliance with a variety of state and federal privacy laws, which have been implemented to protect the basic elements of a person's right and freedom to privacy/confidentiality. These rights and responsibilities apply to information entrusted to Maxim by its patients, patient family members, employees and clients.

Some of the more prominent privacy/security rules for our patients are included within:

- The Health Insurance Portability and Accountability Act of 1996 ("HIPAA")
- The Health Information Technology for Economic and Clinical Health Act ("HITECH")
- The European Union General Data Protection Regulation ("GDPR")

These rules and regulations set a national standard for the protection of any element of information that allows identification of the individual (name, address [physical/e-mail], phone number or social security number, or other information that, alone or in combination with other publicly available information, reveals the individual's identity. This includes, without limitation, *Protected Health Information* ("PHI") and *Personally Identifiable Information* ("PII").

Pursuant to HIPAA and HITECH, the Company must appropriately safeguard all PHI in electronic and other forms and may only use or disclose such information to treat patients, to arrange for payment for services rendered, for healthcare operations, as required by law, or as otherwise authorized by the patient.

As further outlined in Maxim's *Information Security Program*, whether working a Maxim office, a home office, a client facility or a patient home, Maxim employees have a duty to secure all records and information used in the course of their duties. Contractors have additional obligations to maintain the confidentiality of records and information in accordance with their respective Business Associate Agreements with the Company.

Ways and means to secure information include, but are not limited to:

- Access, use, or modify records/information only as needed to complete official job duties. No person may access or use records/information for personal interest, curiosity or advantage.
- Never access, show, discuss, or disclose records/information to or with anyone who does not have the legal right to have access to such records/information or who does not require access to such records/information.
- Ensure patient records are left in the patient's home or office chart. No person may copy or retain copies of patient records for personal purposes.
- Keep records/documentation in secured envelopes and folders while in transit and write the word *CONFIDENTIAL* on its face, along with the office's name and address so that, if lost, it can be returned.
- When traveling, place documents and electronic devices used to perform services on behalf of Maxim in a secure container in the trunk or other concealed area of the vehicle.
- Do not give any records/documentation to third-parties (e.g. friends, family members, or co-workers) for delivery to the office. Notes must be turned in BY STAFF in secured envelopes or through secure mail/delivery services.
- Caregivers may not print or save patient information to their personal computers or accounts (e.g. personal emails, phones, texting applications, etc.).
- All documentation/records containing PHI or PII must be stored in a place physically secure from access by unauthorized persons and out of plain view. If working anywhere outside the Company's physical worksite, a secure work space must be established, away from others, to ensure records/information is not in sight or accessible by others having access to that work space.
- With the exception of the MaximCare Mobile Application, personal cameras/devices may not be used to take photographs or videos, for any purposes, while in the workplace.
- Use proper shredding bins for disposal of all documents/files containing PHI or PII. Records may NOT be thrown away or disposed of in any alternate means.

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- Do not download or export company records/information from Maxim systems into spreadsheets.
- Ensure electronic data and data files are protected and secured when transmitting through e-mail. If the data files cannot be protected/secured, transmit them through alternate means.
- Limit the relay of records containing PHI or PII via email systems unless the data and data files are protected and secured.
- Data or Company Information may be sent to or shared with other parties only as provided for within the Company's Privacy and Personal Data Policy.
- Do not share or expose passwords or account information to any person for any reasons.
- Log off all computer networks and e-mail when away from your desk or workspace.
- Never disable virus protection software on a Company computer or device.

Employees must promptly report any suspected or known privacy/security breaches, violations of applicable privacy laws including HIPAA and HITECH, or violations of the Company's privacy policies and procedures directly to the Company's Privacy Officer. Reports can be made through our internal reporting processes, through the Integrity Hotline, or via e-mail at hipaa@maxhealth.com. This includes, without limitation, any known or suspected instances of unauthorized access, loss, disclosure or destruction of documents, equipment, or data containing PHI or PII; the misuse, theft, or unauthorized modification of PHI or PII, including PHI or PII stolen in conjunction with the theft of a computer or any other portable device containing data, and any possible virus attacks.

Failure to safeguard personal information and/or report suspected privacy/security breaches, violations of applicable privacy laws including HIPAA and HITECH, or Company privacy policies and procedures violates this Code and may lead to corrective action up to and including termination.

Employees must promptly report any suspected or known privacy/security breaches, violations of applicable privacy laws including HIPAA and HITECH, or violations of Company's privacy policies and procedures directly to the Company's HIPAA Privacy Officer, through the Integrity Hotline, or via hipaa@maxhealth.com.

Commitment to the Community

Maxim is not only committed to the health and well-being of its patients, but also to the health and well-being of the community. With hundreds of offices throughout the United States, the Company has a presence in hundreds of communities nation-wide. The people in these communities are the Company's patients, caregivers, and families. The communities the Company serves are a part of Maxim, which is why we are steadfast in our commitment to providing opportunities for employees to support the communities in which they live.

The Company partners with and provides financial support for many national and local charitable organizations dedicated to the healthcare community, including the Ronald McDonald House and the American Red Cross.

Business and Financial Information

Accuracy of Company Records

Maxim requires that all books and records, including medical records, financial reports, accounting records, expense report, time records, marketing documents, press releases, and other documents that reflect the Company's business, be accurate and complete. All Company business records produced by employees or Contractors, including those kept off Company premises, are the sole property of Maxim.

All financial books, records, and accounts must correctly reflect transactions and events, and conform to generally accepted accounting principles, applicable laws, rules, regulations, and to the Company's system of internal controls.

The Company's guidelines for maintaining accurate books and records:

- Document accurately; do not make false or misleading entries;
- Make all entries to the Company's records in a timely manner. Do not pre-date or post-date any document;
- If corrections are required, follow the Company's policies and procedures governing record corrections;
- Do not omit relevant information;
- Use care when reviewing documents before approving them; and
- Promptly refund payments that are more than amounts billed or credit customer accounts.

Protecting the Company's Proprietary Information, Trade Secrets, and Intellectual Property

Every employee is responsible for safeguarding from public disclosure Maxim's proprietary information and trade secrets. Proprietary information includes, but is not limited to, information about the Company's finances, business practices, processes, employees, and clients. Trade secrets are valuable Company information and intellectual property used and known by the Company that may not be subject to patent, copyright, or trademark protections, but which will not generally be known by competitors or other third parties, and which Maxim takes commercially reasonable measures to protect.

RETENTION OF COMPANY RECORDS

Maxim maintains a Document Retention Policy and related guidelines, which outline retention and storage requirements for Company records. All Company records must be maintained in accordance with the timeframes set forth in the Document Retention Policy and related guidelines.

Code of Conduct

As an employee, you are obligated to maintain the confidentiality of any Company proprietary information and trade secrets that come to your attention in the course of employment. You are obligated not to disclose such information to anyone outside of the Company, except as expressly authorized by your manager or the Legal Department.

Your obligation to maintain the confidentiality of the Company's proprietary information and trade secrets continues even after your employment ends.

Among Maxim's most valuable assets is its intellectual property. Intellectual property includes materials, inventions, or ideas that are copyrighted or trademarked including the Maxim brand identity, name, and logo. Every employee has a responsibility to preserve Maxim's ownership interest in its intellectual property. Consult the Legal Department or the Marketing Department with questions or concerns about the use of Maxim's trademarks or name.

Respecting the Property Rights of Third Parties

Maxim believes in respecting third party ownership of intellectual property, trade secrets, and proprietary information. Company employees are prohibited from using or disclosing the intellectual property, trade secrets, or proprietary information of third parties, including competitors, when performing responsibilities for or on behalf of the Company.

If you obtain information by mistake that might be the intellectual property, trade secret, or proprietary information of another company, immediately consult the Legal Department.

Conflicts of Interest

Directors, officers, employees, and Contractors have a duty to avoid interests, both real and perceived, that may conflict with their employment or services to Maxim. A conflict of interest occurs when an employee or Contractor has professional or personal interests that compete with his/her services to or on behalf of Maxim, Maxim's interests, or the best interests of patients. Such competing interests may make it difficult for an employee or Contractor to fulfill his or her duties to the Company impartially. While Maxim cannot list every potential conflict of interest, the following are some common examples:

- Receipt of a gift from a Maxim vendor by an employee or the relative of the Maxim employee;
- Financial interest in a Maxim vendor, potential vendor, or competitor by a Maxim employee or the relative of a Maxim employee;
- A Maxim employee holding a second job or consulting arrangement that affects the employee's job performance or conflicts with the employee's obligations to Maxim;
- A Maxim employee serving as a director on the board of a competitor company;
- A Maxim employee having a relationship with a Maxim client/patient other than the provision of professional care giving, including residing with a Maxim client/patient or maintaining a friendship with a Maxim client/patient unless approved by the Legal Department as consistent with applicable law, regulation, and corresponding program or payor requirements;
- Use of Maxim proprietary information, trade secrets, and Company assets in connection with non-Maxim activities;
- A Maxim employee's spouse being employed by a Maxim competitor or referral source ; and
- Acquiring rights to property that you know Maxim is interested in acquiring.

Required Disclosures

All directors, officers, employees, and Contractors have an obligation to disclose any potential conflicts of interest to Maxim. Any potential conflict of interest should be promptly reported to your manager, the Human Resources Department, or the Compliance and Ethics Department. **Failure to report a potential conflict of interest known to an employee or Contractor is a violation of this Code and employees may be subject to corrective action up to and including termination for failing to report a potential conflict of interest.**

Professional Boundaries

According to the National Council of State Boards of Nursing, professional boundaries are the spaces between the clinician's power and the patient's vulnerability. Professional boundaries are particularly challenging within the homecare services setting. It is the employee's responsibility and obligation to set and maintain personal and professional boundaries. Employees should maintain high standards and remember that even one small step over the line of professionalism line can be extremely detrimental. Contact your supervisor for guidance and support in maintaining strong professional boundaries.

Gifts, Meals, and Entertainment

Receiving or offering gifts of any type, including meals and entertainment, may violate applicable State or Federal law, including the Federal Anti-Kickback Statute, and may present a conflict of interest.

Acceptance of Gifts including Meals and Entertainment

Maxim employees must comply with the following guidelines governing the receipt of any gifts, including meals and entertainment:

- Acceptance of an unsolicited, perishable gift is permitted (i.e. floral arrangement, fruit basket, cookies) if the gift cannot be returned and it is shared with all Company staff members at the receiving location. Unsolicited, perishable gifts may not be taken home for personal use;
- Acceptance of promotional gifts of nominal value (i.e. less than \$15 per instance, no more than \$75 in aggregate annually from the vendor) such as T-shirts, mugs and baseball caps that are given in the regular course of business is permitted;
- Acceptance of gifts or meals from a Maxim vendor or potential vendor are expressly prohibited unless approved in advance of receipt by the Chief Compliance Officer or the Legal Department;
- Never solicit or accept gifts from a client/patient or a client/patient's family;
- Never accept gifts of any value if it will compromise or appear to compromise your judgment;
- Never accept a gift given to win or retain Maxim business; and
- Never solicit gifts of a personal nature such as concert tickets or golf outings.

Questions regarding the appropriateness of the giving or receiving of a gift, including a meal or entertainment, should be directed to the Legal Department or the Compliance and Ethics Department **before** giving or receiving the gift, including meals or entertainment.

Offering Gifts including Meals and Entertainment

Maxim employees must comply with the following guidelines governing the offering or giving of any gifts, including meals and entertainment:

- Promotional items of nominal value such as pens, notepads, or mugs that promote awareness of Maxim's services may be offered to others provided the items have a retail value of no more than \$15 individually, and no more than \$75 in aggregate annually per potential referral source or patient;
- Do not provide meals or snacks to patients other than meals or snacks provided as a component of Maxim's services to patients;
- Meals or snacks may be provided to a physician, hospital, or other facility referral source so long as the meals or snacks have a retail value of no more than \$15 individually, and no more than \$75 in aggregate annually per potential referral source or patient;
- Never offer a gift intending to induce referrals to Maxim;
- Never offer anything of value to a Federal or State government employee or official, not even a cup of coffee. It may be against applicable Federal or State law;
- Never offer or give gifts of money or cash equivalent; and
- Never offer any gift if it is against the policy of the recipient's organization. Many companies have policies that do not allow any gifts.

Company Resources

Any questions or concerns regarding this Code of Conduct, including any interpretations or other issues, should be addressed to your manager, the Chief Compliance Officer, or another member of the Compliance and Ethics Department.

Any suspected violation of law, this Code, or Company policies and procedures may be reported to your manager, the Compliance and Ethics Department, the Legal Department, or a member of the Company Compliance Committee. A report to the Compliance and Ethics Department may be made in one of the following ways:

1. **Integrity Hotline:** 866-469-9449
(reports may be made anonymously)
2. **Mail Address:** Compliance and Ethics Department-Maxim Healthcare Services, Inc.
7227 Lee Deforest Drive Columbia, MD 21046
3. **E-mail:** compliance@maxhealth.com
4. **Website:** www.maximhealthcare.com/compliance-and-ethics

Other Company resources to raise questions or concerns can be reached via the following channels:

Legal Department

During Business Hours:

410-910-1500 (ask for a Homecare Legal Department representative)

After-Hours Legal Response Team:

888-298-4023 (emergencies only)

HIPAA Privacy Officer: HIPAA@maxhealth.com

866-297-2295

410-910-4089

Employee Relations Hotline:

866-915-6481

The Code of Conduct Top 11

Here are the top 11 takeaways from the Maxim Code of Conduct:

1. Core Values:
 - We are Servant Leaders
 - We Promote Diversity and Inclusion
 - We Serve with Integrity and Trust
 - We Prioritize Quality
 - We Have a Passion for Our Work
 - We Invest in Development
 - We Champion Innovation
2. The Compliance and Ethics Program contains the following key elements:
 1. Written standards of conduct, including this Code and Company policies and procedures;
 2. A Chief Compliance Officer and Compliance and Ethics Department;
 3. Compliance-focused committees;
 4. Regular, effective education and training;
 5. Reporting channels;
 6. Internal auditing and monitoring;
 7. Publicized disciplinary guidelines; and
 8. Response to detected offenses.
3. All Maxim employees and Contractors have an affirmative duty to report any suspected violation of law, this Code, or Company policies and procedures. Such reports may be made anonymously through the **Integrity Hotline 866-469-9449**.
4. All Maxim directors, officers, and employees have a duty to commit to fair competition and business practices and to abide by Federal antitrust laws.
5. Actively monitor for potential fraud and abuse by patients, Maxim employees, and Contractors and report any potential fraud and abuse to Maxim via the Integrity Hotline or otherwise.
6. Ensure all bills, claims, and requests for reimbursement are complete and accurate and for the provision of medically necessary services.
7. Provide Maxim patients with quality, cost-effective healthcare delivered with dignity, courtesy, and respect and in accordance with all applicable laws, regulations, and industry standards.
8. Maintain the confidentiality of and safeguard all individually identifiable health information or PHI in accordance with HIPAA, HITECH, applicable state law, and the Company's privacy policies and procedures.

Code of Conduct

9. Respect Maxim's proprietary information and trade secrets and the proprietary information and trade secrets of competitors and third parties. Safeguard and maintain the confidentiality of Maxim's proprietary information and trade secrets and do not use or disclose the intellectual property, trade secrets, or proprietary information of competitors or other third parties when performing responsibilities for or on behalf of Maxim.
10. All Maxim directors, officers, employees, and Contractors have a duty to avoid interests, both real and perceived, that may conflict with their employment or services to Maxim. Any potential conflict of interest should be promptly reported to your manager, the Human Resources Department, or the Compliance and Ethics Department.
11. Receiving or offering gifts of any type, including meals and entertainment, may violate applicable State or Federal law, including the Federal Anti-Kickback Statute, and present a conflict of interest. Think twice before accepting or offering a gift, consult this Code, the Company's policies and procedures and the Legal or Compliance and Ethics Department for guidance **BEFORE** accepting or offering a gift.



*Coming together is the
beginning. Keeping
together is progress.
Working together is
success.*

– Henry Ford
American industrialist and the
founder of the Ford Motor
Company

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HEALTHCARE INTEGRITY HOTLINE

1-866-469-9449

One number, one person, one call...
we are all part of the solution, and it only
takes one person to make a difference!

Employees should report any action or
situation reasonably believed to be
inappropriate, fraudulent, illegal, or
inconsistent with our policies. Employees
are encouraged to call with questions or
concerns related, but not limited to:

- Compliance
- Financial management
- Human resources
- Patient care/quality

The Integrity Hotline is not equipped with caller ID or
devices that can trace the phone number from which
you are calling. Callers should describe the situation
and provide details so the matter can be addressed.

ADDITIONAL RESOURCES

It is recommended that you program all of these important numbers into
your cell phone for quick and easy access whenever you need them!

Compliance Department
compliance@maxhealth.com

HIPAA Hotline
1-866-297-2295

To report an actual or potential breach of confidentiality

Legal After-Hours Response Line
1-888-298-4023

Employee Relations
1-866-915-6481
employeerelations@maxhealth.com

