



# Compliance Program Description

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## **Preamble**

Altura Management Services (“Altura”) hereby sets forth this description of its Compliance Program. Altura’s adherence to the provisions of this program description is intended to (1) support and maintain Altura’s present and future responsibility with regard to its clients’ participation in federal health care programs; (2) further Altura’s goals of establishing an organization that (a) fosters and maintains the highest compliance standards among all Altura Team Members, contractors, and agents that furnish health care items or services; (b) values its compliance with all state, federal, international laws and regulations as a foundation of its corporate philosophy; and (c) aligns with Altura’s core value of Unifying people & innovation to deliver high-quality care. This Program Description shall apply to all Altura operations.

During the performance of their duties for Altura, Altura Team Members, contractors, agents, and members of the Altura Workgroup are required to adhere to the provisions of Altura’s Code of Conduct, Altura’s policies and procedures, and the requirements of the Compliance Program, Program Description as described below.

### **I. Compliance Program**

The Altura Compliance Program consists of the following:

- A. *Compliance Officer.* Altura has a Compliance Officer who is responsible for the management and operations of the Compliance Department and has a direct and uninterrupted reporting relationship to the Altura Advisory Workgroup and the RBO’s Board of Directors and can engage outside resources as necessary.

1. The Compliance Officer shall make regular (at least quarterly) reports regarding high-risk compliance matters directly to the Client's Board of Directors, the VP of Operations, Altura's Advisory Board and AltaMed Holdings CEO. The Compliance Officer shall be authorized to report to Altura's Workgroup and/or the Client's Board of Directors at any time and will provide a compliance program update to them at least annually.
  2. To further his/her Compliance Program duties, the Compliance Officer shall have the authority to perform and monitor compliance risk assessments of the business activities engaged in by Altura, Altura Team Members, contractors, agents, and members of the Altura Workgroup. The Compliance Officer may also reasonably request and have access to any Altura business record at any time in furtherance of the mission of ensuring Altura's compliance with applicable federal, state, international laws and regulations and company policies.
  3. The Compliance Officer shall be responsible for developing an annual Compliance Work Plan and managing, in collaboration with the Vice President of Operations, an annual budget for the Compliance Department. The Compliance Department shall be separate from the Altura Legal Department and shall not be subordinate to Altura's Chief Legal Officer.
- B. *Compliance Department.* Altura's Compliance Department, which is managed by the Compliance Officer, is responsible for the operation of Compliance Program and for ensuring Altura's compliance with all applicable federal, state, international

laws and regulations, accreditation standards, contractual obligations, and company policies.

1. The Compliance Department shall adopt a risk-based approach in overseeing compliance in areas including but not limited to:
  - a. Privacy and Security;
  - b. Consumer Protection;
  - c. Value-Based Care;
  - d. Conflicts of Interest
  - e. Third party (including vendors and clients) relationships; and
  - f. Regulatory Change Management.
  
2. Among its responsibilities, the Compliance Department shall be responsible for:
  - a. Assessing and, as appropriate, drafting and distributing company policies and procedures.
  - b. Developing, providing, and tracking compliance training for all new RBO employees, Altura Team Members and, as appropriate, contractors, agents, and members of the Altura Board of Managers within the first 30 days of employment/engagement and general refresher training each year thereafter;
  - c. Developing, providing, and tracking appropriate role-specific compliance training for RBO employees, Altura Team Members and, as appropriate, contractors within the first 30 days of employment/engagement and appropriate job-specific refresher

- training each year thereafter;
- d. Creating and disseminating Altura's Code of Conduct ("Code") and obtaining attestations of receipt and understanding of the Code as a condition of employment/engagement for all new Altura Team Members and contractors upon hire/engagement and annually thereafter;
  - e. Maintaining and promoting the Compliance Hotline (Altura's telephone hot line), which allows confidential reporting of compliance matters on an anonymous basis, and other avenues of reporting a concern such as the Compliance email inbox, online submission form, or direct contact with a member of the Compliance Department, emphasizing Altura's non-retaliation policy;
  - f. Responding to and ensuring timely resolution of all compliance-related allegations that arise from the Compliance Hotline or any other source that results in a report to the Compliance Department;
  - g. Ensuring that appropriate corrective action is taken by Altura when conduct not meeting Altura's Code of Conduct, policies and procedures, and/or contractual requirements is identified;
  - h. Maintaining a Conflicts of Interest disclosure process for Altura Team Members and ensuring, in partnership with Altura's Human Resources Department, that appropriate measures are

established to mitigate any identified Conflicts of Interest;

- i. Performing risk-based auditing, monitoring, and testing of Altura's adherence to all applicable Altura policies and legal and regulatory requirements;
  - j. Directing a screening of individuals and entities for exclusion from federal health care program participation and the Office of Foreign Assets Control, as required by federal regulations and dictated by client contractual obligations, upon hire or contracting and monthly thereafter.
  - k. Ensuring that all new areas of operations implement Altura's Code of Conduct within 30 days following the effective date of the transition, complete all necessary compliance training, and adopt Altura's compliance policies, systems, and processes according to a plan and schedule developed by the Compliance Department, but in no event later than 12 months following the effective date of the transition (with any necessary extensions or modifications to the plan and schedule to be approved by the Compliance Officer or designee);
3. **Structure.** The Compliance Department shall ensure subject matter expertise in areas including, but not limited to: Regulatory and contractual compliance; Privacy and Security; Conflicts of Interest and Regulatory Change Management.
  4. **Authority and Responsibility.** Compliance has the authority and obligation

to pursue matters to whatever level of management is necessary to achieve a satisfactory resolution. Compliance has full and unrestricted access to any of Altura's activities, records, systems data, physical properties, and personnel relevant to the subject under review.

5. *Independence.* The Compliance Department shall be independent, which means that:
  - a. Each member of the Compliance Department shall ultimately report to the Compliance Officer and provide support to the senior leaders of the applicable business units;
  - b. The Compliance Department shall be responsible for all hiring, performance management, compensation, and restructuring decisions for the members of its department; and
  - c. The Compliance Officer will consider independence in assigning responsibilities related to auditing, monitoring, and testing program development, or any other work performed by the Compliance Department.
  
6. *Coordination with Other Altura Departments.* Compliance Department shall interact and coordinate with the Altura Legal Department to facilitate information-sharing about compliance matters, including compliance-related legal matters such as legal audits and internal or external investigations of Altura's operations. Compliance Department will seek legal counsel, as appropriate, for legal advice and to protect the



company's legal rights and interests. The Compliance Department shall coordinate with and have the cooperation of all other Altura business units, including (but not limited to) the following: Operations, Client Delivery, Finance, Contracting, Procurement, and Human Resources, to appropriately and adequately address and respond to Altura's compliance-related matters.

*Compliance Roles.* Altura shall adopt a risk-based approach to staff its compliance function to ensure resource allocation is proportionate to the levels of inherent and/or actual risk posed by Altura's regulatory environment and operations. The Compliance Officer is responsible for ensuring the integration Altura's Compliance Program within the business units.

7. Compliance Officer's duties shall include the following:

- a. Advising and directing business unit Team Members (including senior executives) and contractors on Compliance Program matters;
- b. Escalating, as appropriate, compliance-related issues to the Compliance Officer (or his/her designee) and senior business unit executives;
- c. Serving as a compliance liaison for assigned clients and/or relevant areas of the business; and
- d. Assisting with the identification and assessment of Altura's

compliance risk areas, including the potential risk related to new client deals and/or service offerings and strategic/operational business decisions.

C. *Executive Compliance Committee.* The Executive Compliance Committee (ECC), a multi-disciplinary team, will oversee, in collaboration with the RBO, Altura's compliance with legal and regulatory requirements. The Compliance Officer shall chair Altura's Executive Compliance Committee and has the authority to modify membership of the Compliance Committee as deemed necessary by organizational structure and business changes. All membership changes will be reviewed and approved by the ECC. The ECC provides executive level oversight of the company's Compliance and Program. Members shall include, but not be limited to: the VP of Operations; VP of Medical Management; AVP of Claims and AVP of Provider Network.

The Executive Compliance Committee shall meet at least quarterly or, more frequently, as warranted by the company's compliance needs.

*Compliance Program Obligations.* Each Altura business unit and worksite location shall adhere to the requirements of this Program Description. The requirements include:

1. Refunding all overpayments received from federal health care programs within 60 days of identification (an overpayment means the amount of money Altura has received on behalf of its clients, after applicable reconciliation, in excess of the amount due and payable under any federal health care program requirement) and all overpayments

received by patients as required by state law;

2. Fostering a culture of compliance through adherence to policies and procedures, strategic messaging, prompt escalation of potential concerns, and promoting an environment where individuals can raise concerns without fear of retaliation.

3. Promptly reporting to the Compliance Department the following:

a. *Government Investigation or Inquiry or Significant Litigation.*

Formal or informal notice of a government investigation or inquiry, or of significant actual or threatened litigation, involving conduct by Altura, that is received by a Altura entity, client, or vendor;

b. *Potential Violation of the Law.* Information suggesting a potential violation of federal, state, or local law or regulation, not otherwise described above, by a Altura entity, client, or vendor for which significant penalties may be assessed (e.g., False Claims Act, Medicare and Medicaid requirements, Stark Law or Anti-Kickback Statute (or state and local equivalent), consumer protection laws, HIPAA Privacy or Security Rules (or state and local equivalent), 501r/charity laws (or state and local equivalents));

c. *Potential Fraud, Waste, or Abuse.* Information suggesting potential fraud, waste, or abuse, not otherwise described above, by a Altura entity, client, or vendor;

d. *Potential Breach of Contract or Potential Indemnity Obligation.*

Information suggesting conduct that would cause a potential

- breach of contract or incurrence of a potential indemnity obligation by Altura, not otherwise described above;
- e. *Potential Material Violation of Altura and/or Client Policy, or Code of Conduct.* Information suggesting a potential violation of Altura or applicable client policies, procedures, or code of conduct for which significant penalties may be assessed, not otherwise described above;
  - f. *Notice of external audit.* Formal or informal notice of audit of Altura's operations by an external party that is deemed in scope for the Ethics and Compliance Department's External Audit Response Program; and
  - g. *Risk of Reputational Harm.* Information about conduct by Altura, or a Altura client or vendor, that could negatively impact Altura's reputation, not otherwise described above.

## II. Annual Reporting

- A. At least annually, the Compliance Officer shall deliver a report to Altura's Executive Compliance Committee, for Altura business; Altura's Compliance Officer, client board committees, and Altura's Workgroup outlining Altura's significant compliance activities for the year. The purpose of the report is to provide information to Altura's client Board Committees so they can perform

their oversight function.

- B. The Compliance Department shall review and reassess, at least annually, the adequacy of its Program Description and recommend to the Executive Compliance Committee any improvements to the Program Description that the Compliance Department considers necessary or appropriate. Changes to the Program Description may only be effectuated upon approval of Altura's Executive Compliance Committee and Altura's Compliance Officer.