



AKSM

State-Of-The-Art Care, Delivered When You Need It

American Kidney Stone Management, Ltd.

**AKSM Holdco, Inc.
AKSM Medical Ventures, Inc.
AKSM/Oncology, Inc.
AKSM/Oncology, LLC**

**Code of Conduct
January 1, 2015**

Dear Colleague:

At AKSM, we operate according to a set of values that are at the heart of all we do. These values shape our commitment to those we serve, to our payors, the government, our members, and ourselves.

To affirm our commitment to these values, and to “doing the right thing,” we have developed a corporate compliance program. An essential part of our compliance program is this Code of Conduct, which promotes our values and compliance with ethical principles, regulations and laws.

Our effectiveness and success depend on each one of us. Thank you for your continued commitment to high quality. We hope you will find this program to be a valuable resource.

Alan Buergenthal
President

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OUR MISSION

*To provide state of the art technology
and compassionate, cost-effective patient care
through our network of outstanding physicians and employees*

INTRODUCTION

This compliance program and this Code of Conduct (“Code”) have been formally adopted by the AKSM Board of Managers and covers all AKSM corporations and subsidiaries.

The following standards reinforce our mission, values, policies and procedures. Nothing in the Code, by its presence or absence, lessens the importance of complying with our existing policies and procedures. We intend that the information is consistent with existing policies and procedures but, if any conflict should exist, you should bring the matter to the attention of your supervisor or the compliance officer.

The information in the Code should be used as a resource to help guide you to make the right decisions when dealing with both routine and complex situations you may encounter in your daily activities. Other resources are also available to answer your questions, such as your supervisor, human resources, the hotline and the compliance office.

This Code states the objectives that we strive to meet in all circumstances. Whenever we identify a failure to follow the Code, we take prompt action to correct the situation and reasonable measures to ensure it

does not reoccur. There will be no retaliation of any kind for good faith reporting of these issues.

QUALITY OF CARE & SERVICES

We are committed to providing high quality care and services to our patients.

- We treat every patient with dignity and respect.
- Our clinical decisions are based on medical necessity and quality of care.
- We will not discriminate against any patient on the basis of race, color, religion, gender, age, disability, or other areas protected by law.
- We maintain the confidentiality of patient health information in keeping with all laws and professional standards.
- All personnel are properly credentialed and trained.

COMPLIANCE WITH LAWS & REGULATIONS

We conduct our business in accordance with all applicable laws, regulations and professional standards. Although our employees are not expected to be experts in law and regulation, each of us has a responsibility to understand the legal and regulatory requirements that directly affect our job.

- We always endeavor to operate in compliance with relevant government laws and regulations.

- We do not ask for, accept, offer, or give anything of value to physicians or other healthcare providers for the referral of patients or services. Kickbacks, bribes, rebates or any other kind of benefit intended to induce referrals are strictly prohibited.
- We compensate health care practitioners, medical directors/advisors and other referral sources at fair market value and based on commercial reasonableness.
- We do not pursue any business opportunity that is unethical or illegal.
- Our marketing and advertising provide an honest and accurate representation of our services.

We correct identified errors and take reasonable measures to prevent future similar occurrences.

- We record all financial information in accordance with generally accepted accounting principles, established financial procedures, and internal controls.
- We do not tolerate making intentionally false or misleading statements to a government agency, healthcare program, payor, or provider.
- We strive to comply with relevant government requirements regarding record keeping and record retention, and to cooperate with all legitimate requests for information from government auditors, investigators, payors or other officials

BILLING, CODING & RECORDS INTEGRITY

We are committed to properly billing the services we provide in accordance with all applicable rules and regulations established by local, state and federal authorities.

- We code and bill only for services that are actually provided and properly documented in the patient's medical record.
- We prepare billing records accurately and in accordance with established regulatory requirements.
- We regularly review our records for, and promptly refund, overpayments.
- We do not routinely waive insurance co-payments and deductibles.
- We do not alter or prematurely destroy any document in response to, or in anticipation of, a request for those documents by any government agency or court.

CONFLICTS OF INTEREST

We are committed to acting in good faith in all aspects of our work. We will avoid conflicts of interest, or the appearance of conflicts, between the private interests of any employee and his or her work duties.

- We will avoid financial or business opportunities that conflict with AKSM's best interest.
- We maintain unbiased relationships with actual and potential vendors and contractors.
- We will not offer, accept, or provide gifts or favors, such as meals, transportation or entertainment, that might be interpreted as a conflict of interest.
- We will not accept a gift that exceeds courtesy value and will never accept cash or cash equivalents in connection with our responsibilities.

- We will exercise good faith and fair dealing in all transactions that involve our responsibilities to the organization.
- We will not misuse our position for personal gain.
- We will not accept outside employment that conflicts with our position without prior approval from our supervisor.
- We will not hire or have a business relationship with a relative without prior approval from our supervisor.
- We report any actual or potential conflicts of interest concerning ourselves, family members or business interests.
- We do not use confidential or proprietary information of AKSM, or those with whom we do business, for personal gain or other advantage.

PHYSICIAN-OWNERS

As a physician owned company, AKSM conducts business in accordance with all applicable laws, regulations and professional services.

- Physician-Owners cannot ask for, accept, offer, or give anything of value to other physicians, healthcare providers or facilities for the referral of patients or services. Kickbacks, bribes, rebates or any other kind of benefit intended to induce referrals are strictly prohibited.
- Physician-Owners cannot threaten to take patients to another facility for treatment.
- Physician-Owners may not negotiate contracts for Company services with health care facilities and should defer all such contracting negotiations to the Company's management and operational team. *(Physicians who are in management of AKSM may be involved in the contracting process but cannot participate directly with the health care facility regarding the negotiations.)*

- Violation of this rule could have serious consequences for AKSM and for the individuals involved in the violation including civil and criminal penalties, as well as possible exclusion from participation in federally funded health care programs.

HUMAN RESOURCES

Each of us shares responsibility for treating our fellow employees fairly and for maintaining a workplace that is safe and free from harassment and abuse.

- We respect the rights and dignity of our fellow employees and strive to maintain a workplace free of harassment or any form of physical, verbal, or psychological abuse.
- We adhere to the standards of our professions and exercise reasonable care and judgment when performing our duties.
- We offer equal employment, training, and advancement opportunities to all qualified individuals, regardless of race, age, color, religion, creed, gender, national origin/ancestry, disability or sexual orientation.
- We never disclose personal or confidential employee information unless we are authorized to do so or a work related “need to know” exists.
- We maintain a drug-free workplace. Possessing, using, distributing, or being under the influence of alcohol or illegal drugs while on duty is not tolerated.
- We will not retain employees or knowingly conduct business with professionals or vendors that are excluded or otherwise ineligible for participation in federal or state health care programs

HEALTH & SAFETY

Maintaining a safe and healthy environment is everyone's responsibility.

- We strive to maintain an environment that is safe and accessible. We are alert to potential hazards and report any unsafe condition to a supervisor.
- Incidents relating to personal injury, suspected abuse or neglect, security, property loss or damage, hazardous materials spills or exposures, fire protection deficiencies, equipment and utility malfunctions, or other suspected problems are reported, investigated, and corrected in a timely manner.
- We follow standard precautions at all times and handle, store and dispose of infectious materials and hazardous waste according to all applicable laws and regulations.
- We are committed to preventive maintenance of medical and other equipment. Training on the equipment's safe operation is provided to all affected employees and equipment failures are documented and addressed in a timely manner.

SAFEGUARDING RESOURCES & ASSETS

We share a commitment to preserve and protect our organization's assets and the assets of others entrusted to us, including physical property and confidential information, against loss, theft or misuse.

- We use resources carefully and ethically.
- We ensure that AKSM equipment entrusted to our care is properly used and maintained.
- Unauthorized use or removal of the organization's property is a misuse of assets and will not be tolerated.

- We properly dispose of surplus or obsolete property and equipment.
- We follow established internal controls for the proper expenditure, recording and use of our organization's funds, property and equipment.
- We take reasonable steps to safeguard the property of the persons we serve as well as employees, vendors, suppliers, and visitors.
- We preserve and protect confidential information, proprietary knowledge, medical records and "intellectual property," including ideas, from misuse or unauthorized disclosure.
- All communication systems, including electronic and voicemail, and computer equipment are used for legitimate business purposes.
- We use computers and computer software in accordance with copyright laws. We do not make unauthorized copies of computer software.

COMMUNICATION

We encourage communication and practice an "open door" policy where information can be exchanged freely and issues and concerns may be raised without fear of reprisal.

- We support the free exchange of information within the organization.
- All employees have access to their immediate supervisor, Human Resources, and senior management to discuss any issue or concern.
- We listen attentively to one another and strive to understand the duties, responsibilities, and challenges our co-workers face.
- All supervisors and managers make every effort to respond to issues and questions raised by their staff in a timely manner.

- We inform all employees of their duties and responsibilities and provide timely feedback about their performance.
- We do not discuss confidential information with other employees who do not have a “need to know” or in any location where unauthorized individuals could hear us.

COMPLIANCE OFFICER

AKSM has appointed a Compliance Officer (CO) to oversee the day-to-day operations of the compliance program. The CO reports to both the Chief Executive Officer and the Chair of the Audit and Compliance Committee. The compliance program includes:

- Establishing and maintaining the Code of Conduct.
- Developing compliance training programs.
- Administering operation of the Hotline.
- Reviewing potential compliance issues, whether raised directly or reported to the Hotline.
- Establishing auditing and monitoring mechanisms to ensure compliance with relevant laws, regulations and the Code of Conduct.
- Correcting identified problems and preventing future similar occurrences of violations of laws, regulations or the Code of Conduct.

REPORTING ISSUES AND CONCERNS

If you have a question or concern about an activity being unethical, illegal, or wrong, use the following process to answer questions and report

concerns. Throughout this process your identity will be kept confidential to the extent permitted by law.

1. Talk to your supervisor. He or she is most familiar with the laws, regulations, and policies that relate to your work.
2. If you are not comfortable contacting your supervisor, or if you don't receive an adequate response, talk to another member of management. All supervisors have an open door policy regarding compliance concerns and issues. You may also speak with Human Resources.
3. If you have followed #1 or #2 and still have questions, contact the Compliance Officer. The Compliance Officer will maintain your confidence to the extent practicable or allowed by law and work to resolve any issues in a fair and unbiased manner.
4. If for any reason you feel you cannot follow the above steps, or don't want to give your name, call the confidential Hotline at 1-800-826-6762. All reports to the Hotline will be referred to the Compliance Officer for appropriate action.

AKSM NON-RETALIATION POLICY

No disciplinary action or retaliation will be taken against you when you report a perceived issue, problem, concern, or violation “in good faith”. **“In good faith” means an employee actually believes that the information reported is true.** We value and respect the dignity of the

individual; therefore, you have the right to be treated fairly and with respect, and the organization must make sure that you are treated that way.

AKSM HOTLINE 1-800-826-6762

We recognize that there are times when questions or problems cannot be addressed through the normal communication and reporting process. When this happens, you should call the Hotline. AKSM has hired an outside company to take Hotline calls, so callers who do not wish to give their names can remain anonymous. The operators of the Hotline are trained to assist you in resolving questions and reporting concerns. The Hotline may be reached at 1-800-826-6762.

Calls to the Hotline will not be traced or recorded. You will remain anonymous, unless you choose to identify yourself. If you do give your name, your identity will be protected to the extent allowed by law. No disciplinary action or retaliation will be taken against you for calling the Hotline.

All calls to the Hotline will be reviewed by the Compliance Officer and will be responded to fairly. Claims will be carefully investigated before any action is taken. The rights of all staff, including anyone who is the subject of a Hotline call, will be respected and protected. Actions taken will not be made public.

OUR RESPONSIBILITY

We must adhere to the Code of Conduct and all relevant laws and regulations that affect the performance of our jobs. If we become aware of, or have a reasonable suspicion of, a violation of law, regulation or the Code of Conduct, we must report our knowledge immediately.

We understand that if we fail to report a violation, we may be subject to disciplinary action and/or legal liability.

Supervisors and managers are responsible for maintaining an “open door” policy and for responding to issues and questions raised by their staff. Responses should occur in a timely manner, or employees should be referred to an appropriate source for resolution of their issue.