

The logo for AMSURG, featuring the word "AMSURG" in white, uppercase, serif font centered within a dark blue rectangular box. A thin vertical orange line is positioned to the left of the box.

AMSURG

Code of Conduct

April 16, 2008

Duty to Act: Report inconsistent behavior to your supervisor, a Center Director, a Compliance staff member, or the Chief Compliance Officer or by calling the **Compliance Hotline (1-877-802-8484)**.

What is the Code of Conduct?

AmSurg and its affiliated surgery centers (collectively called “AmSurg”) follow a Code of Conduct with respect to patients, fellow employees, and all our associated constituents. The Code is an important expression of our commitment to doing the work of caring for patients and of supporting the work of our surgery centers. AmSurg is committed to

- achieving high standards of business and personal ethical conduct
- complying with all local, state and federal laws and regulations

We carry out this commitment by creating a positive working environment based upon values, ethics, and integrity.

Compliance is a shared activity by everyone, regardless of position or work location.

Compliance is not optional – it is mandatory. Consider it *your* personal responsibility to know and follow the legal and policy standards and restrictions applicable to your assigned duties and responsibilities. AmSurg expects all employees, partners, and medical staff to observe high standards of business and personal ethics in performing their work. Whatever your role is, your behavior communicates your standards to others and your expectations for them to observe the same high standards.

This Code is a resource for you. It is a critical component of our Corporate Compliance and Ethics (CCE) Program. The Program includes the T.A.S.T.E. principles (Truth, Accountability, Support, Trust, and Energy) and the Code of Team Behavior. This Code establishes a general framework for the conduct expected of all employees and partners; it serves as a key element of personal and corporate responsibility.

This Code of Conduct is not intended to cover every situation that an employee or partner may encounter. In addition to the Code, we have more detailed policies and procedures that address specific situations. Each employee and partner should also consult these policies and procedures.

Duty to Act

We each have a **duty to act**. If you become aware of a situation that is inconsistent with the expected behavior as outlined in this Code, you have a duty to report the situation to your supervisor, a Center Director, a member of the Compliance staff, or the Chief Compliance Officer. You can also submit a report confidentially or anonymously to the **Compliance Hotline (1-877-802-8484)**.

Failure to act when you are aware of a situation that is inconsistent with the expected behavior can result in disciplinary action.

AmSurg prohibits retaliation against someone who raises a concern about a situation. If retaliation occurs, it can result in discipline, up to and including termination.

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Relating to Those We Serve – Patients, Family Members, and Caregivers

Treat patients with dignity and respect while maintaining their confidentiality.

Patients are our first priority. We treat all patients with compassion, dignity, and respect. We only perform services that are either medically necessary or cosmetic in nature. We recognize that our patients have a right to be involved in decisions affecting their care. We include family members and caregivers as is appropriate and seek to understand their needs and the patient's needs as it affects care. We respond promptly and courteously to patient inquiries and requests, respect advance directives, and disclose medical errors and adverse events according to the appropriate process.

Our patients have a right to confidentiality of their healthcare information. We expect you to maintain the confidentiality of our patients' healthcare information as required by federal and state laws and our privacy policies, including the Health Insurance Portability and Accountability Act ("HIPAA"). We do not conduct discussions of patient issues in public areas or with non-authorized personnel, or leave medical information in unattended areas. Let the Golden Rule apply and consider how you would like others to handle your information.

Relating to Our Partner Physician and Referral Sources

Do not pay for referrals or offer kickbacks.

We will not make or offer to make any payment or incentive to *anyone* to induce the referral of patients or other items to a Center. Legally we cannot compensate based on the volume or value or potential volume or value of patient referrals to a Center by physicians or others. Our physician owners will not condition referrals to another physician or otherwise require another physician to perform cases referred by the physician owner at the Center.

Additionally, our partners who refer patients to the Centers will notify patients of their financial interest in the Center(s).

Center ownership may only be sold at fair market value. The sale of more or less of ownership interest depending on the referrals generated by such person is strictly prohibited. We will not

- offer ownership in a Center in exchange for referrals
- admit a physician as an owner of a Center or allow a physician to become or remain an owner of a Center based on his or her ability to generate referrals for other physicians

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- withhold any compensation from any owners who do not refer patients to a Center

All earnings distributions of a Center shall be based on the percentage of ownership held by the owners and shall in no way be based on the volume or value of referrals to a Center.

Maintain appropriate relationships with physicians and other referral sources.

We expect our Centers to enter into written contractual relationships with physicians or others involving compensation at fair market value and to fully comply with applicable laws. Again, these relationships shall not consider the volume or value of referrals.

Avoid the improper giving or receiving of gifts.

All gifts given or received must be reasonable and small enough in value to avoid appearing improper. We will never

- give or receive bribes or kickbacks
- give or receive gifts for the purpose of inducing or rewarding referrals
- give or receive gifts if a policy or law prohibits such gifts

There are specific laws governing gifts made to Centers and their employees, physicians or other referral sources, governmental officials, and Medicare, Medicaid or TRICARE patients. Consult our applicable policies or check with a supervisor for guidance before giving or receiving such gifts.

Honoraria and payments for educational activities may be considered as gifts. Therefore, honoraria and payments for educational activities should comply with the gift guidelines.

Relating to One Another

Maintain a positive work environment.

We regard our co-workers as trusted and dedicated allies. We treat each other with respect, courtesy, and consideration. We honor the inherent dignity of each person. AmSurg provides equal employment opportunities to qualified people without regard to race, color, creed, ancestry, religion, sex, age, national origin, disability, or veteran status.

We are committed to an alcohol and drug free workplace. AmSurg does not tolerate

- The use, sale, possession, transfer, manufacture, distribution, dispensation and purchase of non-medically prescribed controlled substances or alcohol at our property
- Reporting to work under the influence or effects of such substances

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We maintain a safe, positive working environment free from harassment or violence. AmSurg does not tolerate any form of harassment, sexual or otherwise including degrading or humiliating jokes, slurs, intimidation, sexual, or other harassing conduct. If you feel harassed or threatened or observe any form of harassment or violence, you have a duty to act.

Leaders, including Center Directors, directors, managers, supervisors, team leaders, Vice Presidents, Executive Staff, and Board Members, will demonstrate exemplary behavior to all staff. Exemplary behavior includes listening to those they lead and acting on concerns in a timely and appropriate manner.

Maintain a safe and clean working environment.

We comply with all applicable environmental laws and regulations and maintain all necessary environmental permits and approvals. AmSurg expects you to follow all health and safety standards, including the appropriate procedures for handling, storage, use, shipment and disposal of all materials that are regulated under any applicable environmental law.

We conserve natural and other resources when managing and operating our businesses. We dispose of blood or chemical contaminated items properly. We recycle papers and other materials where possible.

Comply with all professional licensure and employment requirements.

AmSurg expects you to maintain all required professional licenses, certifications or other accreditations and to comply with all ethical standards of your respective professional organizations. Also, AmSurg expects you to perform only those professional duties that are within your authority to perform. We will not employ or otherwise engage any individual whom we know to have been excluded from participating in any federal healthcare program. To ensure compliance, we will check the status of all potential clerical, clinical, and medical staff prior to affiliation and will annually re-check their status.

You can expect AmSurg to provide corporate mandatory training for your job. You are required to attend training at various times each year, including compliance training.

Follow expense reimbursement guidelines.

Complete required documents in a timely manner, fully and accurately representing the facts. Ensure that travel and entertainment expenses are consistent with your job responsibilities and the needs and resources of AmSurg and your Operating Board. A financial loss or gain from appropriate business expense reimbursements should not occur. Obtain your supervisor's approval before participating in a non-work activity on company time. Do not use equipment, supplies, materials, or services to perform any activity unrelated to your work without proper authorization.

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Avoid conflicts of interest.

We expect you to perform your duties in a loyal and responsible manner. You should avoid any interests or activities that conflict or interfere with, or appear to interfere with, your ability to perform your duties in a loyal and responsible manner or place you in conflict with the interests of your surgery center or AmSurg.

Never use your position for private gain. Avoid making any business decision that involves friends and family. This includes activities, business relationships, or financial investments that could influence or appear to influence your judgment or performance of your duties on behalf of the surgery center or AmSurg. Disclosure of a conflict of interest is required for all matters. Disclosure may result in approval of your continued conflict association or it may result in your recusal from conducting related business matters.

Seek guidance in dealing with known conflicts of interest and refer to the applicable policy guidelines. Consider all facts and circumstances. Follow the policy guidelines to ensure others do not improperly influence your business decisions. Your loyalty must override any prior and current relationships to customers, competitors, or suppliers.

Use e-mail, voicemail, and computer systems appropriately.

We use e-mail, voicemail, and computer systems for business purposes and in keeping with our information systems guidelines. Remember that what you write in an e-mail is public information, not your personal information. Management can review your email.

Do not share or use your password to give computer access to others. Your computer password is yours alone.

Maintain accurate records and follow appropriate document retention and disposal procedures.

We expect you to keep accurate documents and records in compliance with regulatory and legal requirements. Do not alter or falsify information in any document, including medical records. Do not destroy records in an attempt to prevent the appropriate authorities from reviewing the information for a government or internal investigation or audit.

AmSurg is committed to retaining records only as long as they may be potentially useful for business purposes or as may be required under federal or state law or regulation. Accordingly, we expect that everyone will follow the policies for the retention and disposal of records.

Maintain accurate and complete financial records.

We expect our accounting and financial information to reflect actual transactions and be prepared accurately and completely, on a timely basis and in conformance with generally accepted

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accounting principles and other applicable accounting standards and rules. All of our financial reports to the public and the Securities and Exchange Commission also will be accurate, understandable and timely. If you learn of a material error or omission that may affect AmSurg's public disclosures or have concerns regarding questionable accounting or auditing matters, you must report such matters to a supervisor, the Chief Compliance Officer, the Board of Directors' Audit Committee chairperson, or the **Compliance Hotline (1-877-802-8484)**.

Preserve confidential information.

Confidential information is proprietary information about us that is not known to the public, including personnel information, patient medical and financial records, contract details, and information relating to mergers, acquisitions, divestitures, and affiliations. This information should only be distributed to employees and others with an absolute need to know such information. We expect you to maintain the confidentiality of this proprietary information and protect it against unauthorized disclosure, theft, or loss. Even if you stop working at AmSurg, you still are responsible for protecting our proprietary information.

Do not use insider information.

You may become aware of information not available to the general public that would be considered important by an investor in deciding whether to buy or sell stock in AmSurg or another company. You are prohibited by securities laws from trading in the securities of AmSurg or another company on the basis of material non-public information. If you obtain access to such information, you will not use the information to trade AmSurg stock or the other company or tip others to do so.

Maintain a policy of non-retaliation for those who report potential violations.

AmSurg prohibits retaliation against someone who raises a concern of possible ethics or compliance violations. If retaliation occurs, it can result in disciplinary action, up to and including termination.

Relating to External Parties

Compete fairly in the marketplace.

We are committed to fair and open competition and will comply with all applicable antitrust laws. While we will compete vigorously in the marketplace, we will only do so in accordance with the highest standards of business ethics. We will not make agreements with competitors to stifle competition or engage in inappropriate tactics to eliminate competition. We also will avoid any

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activities that may be construed as unethical, an unfair method of competition or a deceptive or unfair practice.

We are free to choose our suppliers and to refuse to do business with any particular supplier as long as that decision is made independently and does not involve any agreement with another company or person. We generally will not enter into exclusive arrangements with suppliers, which unreasonably restrict the suppliers' ability to deal with our competitors. However, certain types of exclusive agreements with suppliers are permissible. Consult with the Compliance Office before entering into these arrangements.

Act appropriately when participating in political activities.

We respect your right to participate or not participate in the political process. From time to time, AmSurg may identify legislative issues that affect our business. In certain instances, you may be encouraged to support or oppose such legislation. However, this participation is entirely voluntary.

AmSurg will not make financial contributions to political campaigns, including indirect assistance, such as meals or refreshments. Your political contributions must not be, or appear to be, made with or reimbursed by funds or assets from AmSurg or a Center. Similarly, you shall not use work time or company facilities for a candidate or political party.

Protect our intellectual property rights and the intellectual property rights of others.

We will protect AmSurg's patents, copyrights, trademarks, and other intellectual property. You are expected to fully support this effort. You should not enter into agreements relating to AmSurg's intellectual property without appropriate approval. We also will comply with all intellectual property laws and not infringe on the intellectual property rights of others.

Relating to Those Who Oversee Our Industry

Comply with all laws and regulations.

We expect you to follow all policies applicable to your position, as well as all state and federal laws and regulations pertaining to our business. You have a duty to act if

- you have a question about any legal obligations, policies, or procedures
- you are aware of violations or suspected violations
- you suspect someone is not complying with any legal requirements, policies, or procedures

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AmSurg encourages you to have open and honest communication about business and financial reporting practices within your business operation and with AmSurg. Regularly review policies with Center staff regarding how to respond to inspections and how to handle government investigations. Cooperate with the Chief Compliance Officer, the AmSurg Compliance & Ethics Office, attorneys and internal auditors and with all government representatives, as provided by policy.

Bill for services in a manner that is legally appropriate.

We expect claims to government and commercial payers to accurately reflect the services provided to our patients and to comply with all pertinent billing rules and regulations.

We will not tolerate false, fictitious, or fraudulent claims.

The Civil False Claims Act (FCA) is a federal law that covers fraud involving any government-funded program, including the Medicare and Medicaid programs. The FCA establishes liability for any person who **knowingly** presents or causes to be presented a false or fraudulent claim to the U.S. government for payment. The term “knowingly” is not limited to situations where there is actual knowledge of the falsity of a claim; the term also includes the submission of a claim in deliberate ignorance or in reckless disregard of the truth or falsity of the claim information. Billing twice for the same service, billing a higher level of service than that provided, unbundling charges when bundling is required, and billing for equipment or supplies that were never provided are all examples of false claims. Fines are significant, up to \$11,000 per false claim filed plus three times the amount of the government’s damages or overpayment, and jail terms may generally apply. One of the unique aspects of the FCA is the “qui tam” provision, commonly referred to as the “whistleblower” provision. This allows a private person with knowledge of a false claim to bring a civil action on behalf of the United States Government. The purpose of bringing the qui tam suit is to recover the funds paid by the Government as a result of the false claims. The FCA also contains a provision that protects a whistleblower from retaliation by his employer for filing a claim. In addition to the FCA, various states also have false claims laws.

If you encounter any billing situation that you believe is improper (whether intentional or unintentional), you have a **duty to act** and immediately report your concerns to the appropriate person.

In Closing

AmSurg is committed to this Code of Conduct. We expect you to abide by it. Together we will provide the care and services our patients expect and deserve.

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Code of Conduct

Acknowledgment

I have read and agree to abide by this Code of Conduct and all applicable policies and procedures.

Name (Print)

Signature

Date

Please return this signed Acknowledgment page for retention in our files.

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