



# Vendor Code of Conduct

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## Introduction

Encompass Health is committed to conducting business in compliance with all applicable federal, state, and local laws and regulations, and to acting at all times in conformance with the highest standards of business conduct, as we expect the same of our vendor partners. We have developed this *Vendor Code of Conduct* to help us accomplish these objectives by establishing a general framework for acting with honesty, openness, and integrity in accordance with a shared set of principles. The *Vendor Code of Conduct* applies to all vendors; we ask that you familiarize yourself and your employees with this document. Please note that all references to “employee(s)” includes temporary workers, subcontractors, and volunteers. No single document can address every issue that may arise in the course of business; therefore, should you have questions or need additional information, please consult one of the resources listed in the *Important Contact Information and Resources* section of this document.

## Compliance with Laws and Policies

Encompass Health expects vendors to operate and conduct business in accordance with all applicable federal, state, and local laws, regulations, and Encompass Health policies. Failure to comply with applicable laws and regulations could lead to serious consequences for you, your employees, and Encompass Health. Examples include termination of your contract, personal or corporate fines, incarceration, exclusion from Medicare and other healthcare programs, and harm to your professional reputation. Because the consequences of a compliance failure are so serious, Encompass Health takes action against any individual or entity who:

- authorizes or participates in any violation of law, the *Vendor Code of Conduct*, or Encompass Health policies and procedures, including applicable sections of the *Standards of Business Ethics and Conduct*;
- fails to report or conceals a violation;
- refuses to cooperate with an investigation or audit; or
- threatens or retaliates against any other individual who reports a violation or participates in an investigation.

Encompass Health expects vendors to promptly investigate all reports of suspected violations of applicable laws and regulations, and take reasonable steps to prevent, or promptly report and correct violations.

## Fraud, Waste, and Abuse (FWA)

Encompass Health strictly adheres to all state and federal fraud, waste, and abuse laws, and expects the same of its vendor partners. Federal and state laws make it a crime to submit false claims or statements to a federal or state agency in connection with a government contract. These laws also provide protections for individuals that report suspected violations- whistleblower protections. We will promptly investigate all allegations of vendor FWA, and where applicable, take appropriate corrective action, which may include contract termination, civil action, or referring to law enforcement for criminal investigation. Encompass Health strictly prohibits retaliation against any individual who makes a good faith report of suspected violations of the law, and/or participates in an investigation of this conduct; this prohibition includes retaliatory action by vendors.

## Conflicts of Interest

Encompass Health and our vendors must act appropriately to avoid conflicts of interest, or the appearance thereof. Examples of activities that may create a conflict of interest include, but are not limited to, the following:

- giving of or receiving gifts, gratuities, loans, or other special treatment of value from third parties doing business with or wishing to do business with Encompass Health in a manner that is not in accordance with Encompass Health policy;
- using Encompass Health facilities or resources for purposes other than Encompass Health activities;

- using Encompass Health’s name to promote or sell non-Encompass Health services; and
- contracting for goods or services with family members of Encompass Health personnel directly involved in purchasing decisions.

Vendors are responsible for implementing processes and procedures to review and disclose potential conflicts of interest. When an actual conflict of interest involving Encompass Health arises, you must disclose the conflict to Encompass Health’s Ethics & Compliance Department for further review.

## Excluded Providers

Encompass Health will not conduct business with any individuals or entities that have been excluded by, debarred from, or are otherwise ineligible to participate in federal or state healthcare programs, or that have been convicted of a criminal offense in relation to the provision of healthcare services. Vendors are expected to take all necessary steps to ensure its employees are not excluded from participation in federal or state healthcare programs. Vendors must immediately report to Encompass Health knowledge of an actual exclusion, or knowledge of any criminal conviction or other action that could result in exclusion, of itself or employees.

## Privacy and Security

During the course of business, vendors may have access to the protected health information (PHI) of Encompass Health’s patients. Vendors must treat all PHI as confidential and in compliance with the Health Insurance Portability and Accountability Act (HIPAA) and Health Information Technology for Economic and Clinical Health Act (HITECH). Vendors that require access to, or the use and disclosure of, patient PHI must only do so in accordance with contract terms. In the event of any security incident or impermissible use or disclosure of PHI, you must notify Encompass Health, in accordance with timeframe specified in your contract, of the discovery of such breach or suspected breach. Reports can be made to Encompass Health’s Information Technology Group at 800 646-9404, its Privacy Office at 205 969-6882, or [Support@encompasshealth.com](mailto:Support@encompasshealth.com).

## Gifts and Business Courtesies

Encompass Health discourages you and your employees from providing gifts, meals, or entertainment or other business courtesies to our employees or patients in order to avoid actual or perceived impropriety or conflicts of interest. Encompass Health employees may not accept cash or cash equivalents such as checks, gift cards, or debit or credit cards. In general, any gifts, meals, entertainment, or any other business courtesies received from vendors by individual employees should be modest in value and scope, directly tied to legitimate business purposes, and must not be given in an attempt to improperly influence decision-making on behalf of the Company.

## Visitation and Marketing Activities

When visiting Encompass Health, your employees must comply with the applicable Encompass Health visitation policy, which is available upon request. Vendor representatives should schedule appointments and register prior to visiting Encompass Health. Vendors must specify the areas to be visited, and restrict visits to those locations only. Vendors must wear visitor badges provided by Encompass Health at all times. Vendors should not disrupt workflow and should not distribute advertisements or information regarding products or services unless approved in advance by Encompass Health. Encompass Health generally only permits vendors to distribute health-related educational materials.

## Supplier Diversity

Encompass Health values supplier diversity; we believe doing business with diverse organizations gives us a unique perspective on patient care, as well as access to a broader range of goods and services. Companies have to apply, and be approved for, diversity certifications. Examples of diversity classifications include Historically Underutilized Business (HUB) Zone, Minority Business Enterprise, Small Business Enterprise, Small Disadvantaged Business, Veteran-Owned

Business, Vocational Rehabilitation Services, and Women’s Business Enterprise (WBE). We ask vendors to indicate their supplier diversity status in order to recognize those organizations that obtain a diverse certification. Encompass Health tracks and reports vendor spend by diversity classification in support of our supplier diversity initiatives.

## Environmentally Responsible Purchasing

Encompass Health focuses on how to source products in an environmentally responsible way regarding procurement and distribution. Suppliers may be requested to identify products they source that qualify as sustainable, provide information on what initiatives they are undertaking to enhance sustainability, and identify opportunities where Encompass Health’s purchasing behaviors could improve environmental impact.

## Investments and Use of Inside Information

Your employees may become aware of information concerning Encompass Health that is not available to the public, but that would be considered important by an investor in deciding whether to buy or sell Encompass Health stock or the stock of another company with a significant business relationship to Encompass Health. You should never use such non-public information for investment or other personal gain. Any person who discloses confidential information to others may still be held accountable under federal law for any misuse of such information even if that “tipping” person does not buy or sell any securities. This requires caution in discussing Encompass Health information with anyone, including, but not limited to, friends, family or acquaintances, or participating in Internet “chat rooms” or blogs. You are strongly discouraged, and in some cases legally prohibited, from buying and selling Encompass Health securities or other companies with which Encompass Health does significant business.

## Offshore Operations

Vendors must notify Encompass Health of any intentions to engage in offshore operations or use an offshore entity to perform services involving the receipt, processing, transferring, handling, storing or access of PII/PHI related to its contract with Encompass Health. Vendors may not engage in offshore operations or utilize offshore services when acting on behalf of Encompass Health without the prior express written consent of an authorized Encompass Health representative.

## Oversight of Vendors

Vendors must not subcontract with any third party for the performance or completion of all, or any portion of, services covered under its contract with Encompass Health without the prior express written approval of an authorized Encompass Health representative. If your organization chooses to subcontract with other individuals or entities to provide administrative or healthcare services in connection with your Encompass Health contract, you are responsible for ensuring these entities abide by the standards set forth in this *Vendor Code of Conduct*. You must conduct appropriate oversight of these entities to ensure compliance with applicable laws, regulations, and policies. Encompass Health may conduct audits and other monitoring activities from time-to-time to ensure vendors are satisfying these obligations.

## Business Record Retention

Vendors must retain and make available all records related to business with Encompass Health in accordance with applicable law, regulations, and contract requirements.

## Medicare Managed Care Obligations

Encompass Health (either directly or through its hospitals or other affiliates) contracts with certain health plans for purposes of delivering healthcare services to Medicare Advantage beneficiaries. As such, Encompass Health has agreed to comply with certain compliance program requirements, including requiring the same of vendors providing

administrative or healthcare services on behalf of Encompass Health to Medicare eligible individuals. These requirements are set forth in federal regulations at 42 C.F.R. §§ 422.503 and 422.504 and in the Centers for Medicare and Medicaid Service (CMS) Chapter 21 of the Medicare Managed Care Manual Compliance Program Guidelines.<sup>1</sup>

## Compliance Training and Acknowledgement

Vendors should provide training to all employees that will provide goods or services, directly or indirectly, to Encompass Health on the requirements of this *Vendor Code of Conduct*. Vendors may be required to acknowledge their obligation to comply with this *Vendor Code of Conduct* as a condition of maintaining an active relationship with Encompass Health.

## Reporting a Possible Violation of Law

Vendors who suspect or know of violations of this *Vendor Code of Conduct*, or any laws, regulations, or policies related to services provided to Encompass Health should immediately report these violations to Encompass Health. Reports can be made directly to the Ethics & Compliance Department at 205 970-5900, or by email at [ComplianceHomeOffice@encompasshealth.com](mailto:ComplianceHomeOffice@encompasshealth.com). Reports can also be made anonymously through our Compliance Hotline at 800 888-2577, or online at <https://encompasshealth.weblinesaiglobal.com>. Encompass Health will not retaliate against anyone who makes a good faith compliance report. We require vendors to adopt a comparable non-retaliation policy regarding reports of potential noncompliance.

## Important Contact Information and Resources

To report suspected compliance violations:

Corporate Ethics & Compliance Department

Chief Compliance Officer

205 970-5900

Fax: 205 970-4854

[ComplianceHomeOffice@encompasshealth.com](mailto:ComplianceHomeOffice@encompasshealth.com)

Encompass Health Corporation

Compliance Hotline

888 800-2577

<https://encompasshealth.weblinesaiglobal.com>

To report a HIPAA Privacy violation:

Deputy Chief Compliance Officer,

Privacy Officer

205 969-6882

[Privacy@encompasshealth.com](mailto:Privacy@encompasshealth.com)

To report an Information Security Breach:

Information Technology Group

800 646-9404

[Support@encompasshealth.com](mailto:Support@encompasshealth.com)

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<sup>1</sup> CMS, Chapter 21, Medicare Managed Care Manual Compliance Program Guidelines: <https://www.cms.gov/Regulations-and-Guidance/Guidance/Manuals/Downloads/mc86c21.pdf>

To ask a contract-related question:

Legal Services

800 765-4772

[Legal.Services@encompasshealth.com](mailto:Legal.Services@encompasshealth.com)