



**Meridian Diagnostics, LLC**  
**Code of Conduct**

[Updated May 5<sup>th</sup> 2022]

Dear Meridian Team Members:

Meridian Diagnostics seeks to establish an environment that encourages all executives, officers, directors, employees, agents, subcontractors, vendors and independent contractors (collectively referred to as the Meridian “Team Members”) to conduct themselves at all times in accordance with the highest level of business and community ethics and in compliance with all applicable governing laws. Meridian recognizes the problems that misconduct by organizations and individuals in the healthcare industry can pose. We are committed to an unwavering pursuit of the highest standards of honesty, integrity, and quality in all aspects of our delivery of services.

With this in mind, Meridian has established a Code of Conduct, provided below, that sets forth the legal and ethical expectations of the Company for its Team Members. Meridian embraces the Code of Conduct, never crosses the line and expects all of the Meridian Team Members to do the same. This Code of Conduct is a document that all of us need to be familiar with, and use to guide our conduct and professional behavior with colleagues, patients, facilities we serve, vendors, and payers.

As a Team Member, you must review, understand and adhere to the guidelines as set forth in the Code of Conduct. If you have any questions or concerns related to the Code of Conduct, you may contact our Compliance Officer. If you are aware of a violation of the Code of Conduct, you must report it immediately to your supervisor, a member of the Management Team or the Compliance Officer (see page 6 for contact information).

Please note that the Code of Conduct is not meant to set forth all of the legal and ethical requirements of the Company and its Team Members. This Code of Conduct supplements but does not replace existing Company policies and procedures, including the Meridian Compliance Program, the Meridian Employee Handbook, Meridian Policies and Procedures, or any other manuals, training, or other directives provided by Meridian Management from time to time. As such, all Meridian Team Members 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 rule book, nor is it all-inclusive. Consequently, the Company relies on the good judgment and values of each member of the Meridian Team to implement the intent of this Code when neither this Code nor Company policies and procedures address a specific situation.

Sincerely,

A handwritten signature in black ink, appearing to read "Rhyann Walcott". The signature is stylized with a large "R" and a cursive "W".

Rhyann Walcott, CEO

## **Purpose**

Meridian's Team Members are fully committed to conducting business in compliance with all governing laws, regulations and acceptable standards of business applies to all Meridian Team Members (including Board Members), the facilities, provider and patients we serve and all of our contracted vendors.

## **Leadership Responsibilities**

Meridian's Executive and Management Teams have additional responsibilities under the Code of Conduct to:

- Lead by example—show what it means to act with honesty and ethics;
- Ensure that everyone on the Meridian Team has the necessary knowledge, training, and resources to follow the standards listed in the Code of Conduct and support the Company's commitment to its core values and beliefs;
- Monitor the compliance of the people they supervise;
- Enforce the standards of the Code of Conduct, the Compliance Program and all related company policies and procedures;
- Support and show respect for employees who in good faith raise questions or concerns about compliance and integrity issues. This means retaliation of any kind is never permitted; and
- Report potential instances of non-compliance to the Compliance Officer.

## **Mission Statement**

Meridian Diagnostics strives to help medical professionals make better healthcare decisions through functional, accurate, seamless, and timely diagnostic testing.

## **Core Values**

### **Integrity**

Meridian will consistently strive to adhere to all compliance expectations, high moral principles, and the utmost professional standards and in all aspects of its business.

### **Accountability**

Meridian will be responsible, and hold its Team Members responsible, for delivering efficient and effective services consistent with established best practices and industry and client expectations.

### **Quality**

Meridian will deliver only the highest quality and most committed laboratory services.

## **Meridian's Code of Conduct**

Meridian is committed to providing high quality services in an ethical and fiscally responsible manner. The Company's Board of Managers, Executive Team, Administrative Team, employees, agents, contractors, and vendors ("Meridian Team Members") are expected to act in an ethical manner compliant with all applicable laws and regulations. They must also conduct the business and affairs of Meridian consistent with the principles outlined in this Code of Conduct. Meridian Team Members are encouraged to report violations of law and policy to the Meridian Compliance Officer, or the Executive or Administrative Teams, and/or to law enforcement.

Meridian expects that Team Members will report suspected violations of the standards presented in this Code of Conduct, related compliance policies, and applicable laws, statutes, rules, and regulations.

Meridian established this Code of Conduct to describe appropriate conduct and business practices. The Code of Conduct, Compliance Programs and related compliance activities are fundamental to establishing an organizational culture that promotes prevention, detection, and resolution of situations that do not conform to our Core Values, policies and procedures, Federal and State laws, or ethical business practices. For its business, Meridian is committed to complying with all applicable statutory, regulatory, and other compliance program requirements in order to prevent, detect, and prevent fraud, waste, and abuse.

All Team Members are responsible to ensure that their behavior and activity is consistent with the Code of Conduct. Those who violate the principles outlined in this Code of Conduct, Compliance Program and policies and procedures will be subject to disciplinary and/or punitive action.

Anyone reporting any known or suspected violations of the Code of Conduct, fraud and abuse, misuse of funds, and/or falsification of internal records to our Compliance Officer have the Company's assurance that they may do so without fear of retaliation.

Violations may be reported to: [compliance@meridiandiaglabs.com](mailto:compliance@meridiandiaglabs.com)

## **1. Compliance with Laws, Regulations, and Contracts**

Meridian is committed to conducting all its activities in compliance with applicable laws, regulations, and contractual obligations. Meridian requires that all employees, providers, and representatives comply fully with all applicable laws, regulations, and other contractual obligations. If there is any doubt as to whether an activity is legal or proper, the Team Member should contact Meridian's Compliance Officer.

## **2. Professional Ethics**

Meridian is committed to the highest standards of business ethics and integrity. Meridian will fairly and accurately represent itself in all business relationships and will not engage in any activity or scheme intended to defraud. Meridian's Compliance Program, training initiatives and related policies and procedures help ensure that the business activities reflect these high standards.

## **3. Fraud, Waste and Abuse**

Meridian has an internal fraud and abuse audit program. The compliance team investigates and reports any potential or known fraudulent activity to the Board. Fraudulent activity is deliberate deceptive behavior in order to secure unlawful or unfair gain. Meridian expects its Team Members to refrain from conduct that may violate any state or federal fraud and abuse laws.

## **4. Privacy, Security and Confidentiality of Information**

Meridian Team Members will protect all confidential information received consistent with applicable legal and ethical standards. Meridian will comply with all applicable Federal and State laws protecting the privacy and security of patient health information.

Meridian Team Members are expected to respect the proprietary and confidential information of the Company and others. Such information can include written materials, software and other "intellectual property."

Meridian Team Members are responsible for ensuring they do not improperly copy or use documents, materials, or any applications or programs in violation of applicable copyright laws or licensing agreements. All employees must comply with Meridian's Privacy and Security Policies.

## **5. Patient Rights**

Meridian's primary duty is to the patient, ensuring that each patient receives the highest quality of care according to current standards of practice. High quality laboratory services are safe, effective, efficient, timely, equitable, and patient-centered. Team Members will work with all patients / patient samples without regard to disease state, ethnicity, race, religion, or sexual orientation. Meridian will safeguard the dignity and privacy of patients and provide accurate information to patients and other health care professionals.

## **6. Conflicts of Interest; Protection of Assets**

Meridian Team Members are expected to conduct their activities to avoid actual or perceived conflict of interest. A conflict of interest arises when an individual's own interests influences or appears to influence decisions regarding Meridian. If a conflict of interest exists, it must be fully disclosed and appropriate action taken consistent with the organization's policies.

An employee's personal, social, or other activities or relationships that have the potential to interfere with the employee's loyalty to Meridian or objectivity in doing business may be a potential for conflict. Your obligation to conduct company business in an honest and ethical

manner includes the appropriate handling of actual and apparent conflicts of interest. This sometimes requires that conflicts be avoided altogether, and it always requires full disclosure of any actual or apparent conflicts of interest. It is your responsibility to ensure that you remain free of conflicts of interests in the performance of your role at Meridian. While not all situations cause a conflict, you must obtain the approval of the executive team before taking on a position with such an organization.

As employees of Meridian, we make decisions that affect the Company based on the company's best interest— independent of personal or other outside influences. We must never use our positions to profit personally or to assist others in profiting in any way at the expense of the organization. Upon new hire and annually thereafter, all Meridian employees must evaluate their relationship and dealings and determine whether a potential conflict may exist and advise the Compliance Officer of any such potential conflict of interest. However, conflicts of interest can be, and should be, reported at any time they are identified.

Meridian must preserve and protect its assets by promoting the efficient and effective use of its resources. Meridian must use its assets to further its legitimate business activities. Corporate assets to be protected include property, equipment, computers, company records, software, information and telecommunications systems, furniture, and supplies.

Corporate assets also include intellectual property such as member lists, pricing strategies, business plans and other proprietary information of Meridian. Directors, employees, and its representatives will report any situation that could lead to loss, misuse or theft of Company assets to a supervisor or the Compliance Officer.

## **7. Sanctioned Individuals**

Meridian will not knowingly employ or contract with any individual, person or entity, who has been convicted of a criminal offense related to healthcare or who is listed by a Federal or State agency as debarred, excluded or otherwise ineligible for participation in a government funded health care program. The Compliance Officer will ensure Meridian routinely checks the OIG's List of Excluded Individuals/Entities to ensure that potential and existing employees, providers, contractors, consultants, and any other person or entity with which Meridian may enter into a relationship have not been excluded from participating in federal programs. Employees and contracts will be terminated if an individual or a company with which Meridian does business has been excluded.

## **8. Business Inducements**

Meridian and its Team Members do not offer or accept inducement, bribes or kickbacks. These can be money, gifts, or special treatment given to someone in exchange for a favor. The favor may be many things, from a promise to make patient referrals to a promise to use a particular vendor's product.

Meridian and its Team Members also do not offer or accept "something of value" for patient referrals. "Something of value" includes money, services, gifts, entertainment, or anything else of value to the recipient.

As this is a highly complex area of the law, employees must take special care and promptly refer any questions to the Compliance Officer.

## **9. Fair Business Dealings**

Meridian is committed to achieving its success by fair and ethical means. Meridian prohibits

any unethical, non-competitive, and illegal business practices. In addition, Meridian will deal fairly with its members, providers, and other business associates. Meridian will not take unfair advantage of anyone through manipulation or concealment of information, abuse of confidential information, misrepresentation of facts or any other unfair business practice.

Meridian selects contractors, suppliers, vendors based on quality, price, delivery, technical and service excellence. Selections are not made based on personal or self-serving relationships but rather based on the needs of the organization. Meridian will employ those with high ethical standards in business practices.

### **10. Accurate Records**

Each Team Member is responsible for ensuring that all documentation, including patient records, documentation for coding and billing for services, accounting records, expense accounts, time sheets and other documents are accurate and clearly represent the relevant facts or the true nature of a transaction. Team Members should never make false or misleading entries in reports or other records. Business records will be kept in an accurate, true and complete manner, in accordance with all Meridian Policies and Procedures. If someone becomes aware of inaccuracies, they should immediately notify a supervisor so that the error can be corrected. If problems with documentation for claims are found and not corrected, the Meridian Team Member should contact the Compliance Officer.

### **11. Equal Opportunity**

Meridian is a culturally diverse organization and it believes that the fair and equitable treatment of employees, patients and staff within the facilities we support is critical to fulfilling its vision and goals. Meridian will treat everyone with dignity and with respect regardless of race, color, creed, religion, sex, national origin, disability, marital status, age, sexual orientation, or financial status. Meridian will conduct its employment and business practices free from discrimination.

### **12. Harassment and Workplace Violence**

Meridian Team Members have the right to work in an environment free of hostility and harassment. Meridian will not tolerate any conduct that is disrespectful, hostile, intimidating, threatening, belittling or harassing.

Team Members who observe or experience any of these types of inappropriate conduct should report the incident to their supervisor, leadership team or the Compliance Officer. Meridian maintains a zero tolerance to these types of behavior.

### **13. Document, Code and Bill Appropriately**

Meridian handles claims for payment of services with integrity to avoid fraud, waste and abuse in healthcare. Everyone within Meridian is expected to comply with federal healthcare program requirements, including, but not limited to, Medicare / Medicaid rules and federal and state False Claims Acts.

Meridian will bill only for medically necessary services rendered by eligible providers and properly documented and coded. Medical necessity requires us to be prudent in the utilization of our resources, being mindful not to over utilize or underutilize the services provided to our patients.

Management will respond to patient and payer questions concerning charges in an accurate and timely manner. Billing errors, of which management becomes aware, will be corrected



and the Company will refund payments received in error to third party payers and patients, with appropriate documentation.

Meridian will train its Team to provide care to patients, document, code and bill with accuracy and in compliance with all applicable billing rules and guidelines.

#### **14. Non-Retaliation**

Under no circumstances will retaliatory actions be taken against any employee or other person making a report of suspected misconduct to the Compliance Officer, their supervisor, Human Resources, or [compliance@meridiandiaglabs.com](mailto:compliance@meridiandiaglabs.com).

Employees are protected from retaliation by Federal law. However, in no circumstance will protection or immunity from disciplinary action or prosecution to those employees who have engaged in misconduct be provided merely because the employee or individual reported the misconduct. Meridian will rigorously enforce this non-retaliation policy.