

CODE OF CONDUCT

A. PREAMBLE

The Board of Directors of CenCal Health has adopted the Code of Conduct ("Code") with respect to business conduct and practices. Unless the context otherwise requires it, a reference to "employee or employees" made hereafter means a "director, officer, employee, staff, trainee, vendor, or contractor" of CenCal Health. The Code shall comply with all applicable requirements and standards under the Medi-Cal managed care contract and all applicable Federal and State requirements.

This Code governs the manner in which employees conduct business activities on behalf of CenCal Health. Employees must be familiar with this Code and adhere to it at all times. CenCal Health is also committed to creating a workplace that, at all times, is free from harassment and discrimination, where co-workers respect each other, and abide by this Code.

CenCal Health's success is dependent upon our ability to deliver quality services and the ability of our employees to conduct themselves in accordance with high standards of business ethics and the law. Employees in doubt about any aspect of this Code should contact the Chief Compliance Officer.

B. PRINCIPLES COVERED UNDER THIS POLICY

Conduct

Anti-Discrimination/Anti-Harassment. Employees shall not unlawfully discriminate or engage in unlawful harassment against anyone on account of age, disability, marital status, national origin, race, religion, sexual orientation, or gender identity in hiring or other employment practices. Employees are responsible for supporting CenCal Health in its endeavor to protect others from such harassments and to assist affected employees in support and preventative action.

Honesty. Employees shall not make false or misleading statements to any members and/or persons doing business with CenCal Health or about products or services offered by CenCal Health. Intentional acts of dishonesty are subject to strict disciplinary action, up to and including termination.

Professionalism. Personal and professional behavior shall conform to the standards expected of persons in their positions and within their responsibilities to ensure there is no misrepresentation of facts.

Duty to Safeguard. Employees shall safeguard the identity, eligibility, individually identifiable health information, and other confidential information in accordance with CenCal Health policies and applicable legal requirements.

Proprietary Information. Employees shall safeguard confidential proprietary information, which includes, but is not limited to: contractor information, proprietary systems and software, research studies, and reports.

Ethics

Compliance with the Law. Employees shall not lie, cheat, steal, or violate any law in connection with their employment with CenCal Health. Employees shall not be suspended, terminated, debarred or otherwise ineligible to participate in any Federal or State health care program. Employees shall act ethically and have a responsibility ensuring compliance.

Compliance Program and Reporting. Employees are required to promptly report suspected violations of any Federal and/or State statute, regulation, or guideline, or of CenCal Health's own policies. Employees shall make reports to a supervisor, the Chief Compliance Officer and/or anonymously to the Compliance Hotline.

Regulatory Reporting. Employees shall notify the Chief Compliance Officer immediately upon the receipt of an inquiry, or other government request for information from an external body. Employees shall not take action with regulatory bodies that is false or misleading, and will deal with regulatory agencies in a direct, open, and honest manner.

Accurate Books and Records. Financial reports, accounting records, expense accounts, timesheets, and other documents must be prompt and accurately represent the facts or true nature of the transaction. Improper or fraudulent accounting documentation or financial reporting will violate this policy and may violate the law. Employees are to report inaccuracies promptly.

Preservation of Documentation and Records. Employees shall not destroy or alter information or documents in anticipation of, or in response to, a request for documents by any governmental agency or court with jurisdiction.

Protection of Company Property. Employees are responsible for protecting and taking reasonable steps to prevent the misuse, theft, or damage to CenCal Health assets. CenCal Health property may not be converted to personal use.

Conflicts of Interest

Avoiding Conflict. Employees are expected to avoid, and not engage in, situations or business practices that conflict with the interests of the company. If under any circumstance, Employees' interests conflict with those of CenCal Health's, in all such cases the Employee must seek advice from the Chief Compliance Officer and his or her supervisor or senior management.

Business Relationships. The offering, giving, soliciting, or accepting any form of bribe or other improper payment is expressly prohibited. CenCal Health business must be executed in a manner designed to further the interests of CenCal Health, rather than the interests of an individual.

Gifts. Employees shall not accept or solicit personal gratuities, gifts, favors, services, entertainment, or any other things of value from any person or organization unless specifically permitted by CenCal Health.

Meals. Employees may not accept cash or cash equivalents. Perishable or consumable gifts given to a department are not subject to any specific limitation. Business meetings at which a meal is served are not prohibited from being provided by CenCal Health to a partner, or by a partner to CenCal Health.

Use of Funds. CenCal Health and its employees shall not make gifts of public funds or assets or lend credit to private persons without adequate consideration unless such actions clearly serve a public purpose and are approved by the Legal Department.

C. VIOLATIONS OF THE CODE

Non-conformance with this Code will be construed as misconduct that could warrant disciplinary action, up to and including termination. Disciplinary action will be taken in accordance with CenCal Health Human Resources policies and Employee Handbook.

D. ACCOUNTABILITY

Employees are required to read, acknowledge, and sign this Code, annually. Employees understand and agree that signing the Code certifies that the Employee has received, read, agrees with, and will abide by, the Code and all CenCal Health policies.