



UT Medical Group, Inc.
1407 Union Avenue, Suite 700
Memphis, Tennessee 38104-3641

CODE OF ETHICS AND BUSINESS CONDUCT

I. Introduction

UT Medical Group, Inc. (“UTMG”) strives in all of its activities to adhere to the highest ethical principles in fulfilling its mission to deliver quality health care and support the educational programs of the University of Tennessee College of Medicine and the University of Tennessee Health Science Center. This Code of Ethics and Business Conduct (“Code of Conduct”) was approved by the UTMG Board of Directors and made effective November 24, 2009. It is intended to provide guidance to and to be followed by all employees, directors, and contractors.

II. Compliance with Laws, Rules, and Regulations

UTMG will strive to ensure that all activities by or on behalf of the organization are in compliance with applicable laws, statutes, regulations, and generally accepted rules and standards.

III. Integrity and Professionalism

All employees, directors, and contractors are expected to conduct themselves with integrity and professionalism in all workplace interactions with patients, family members, third parties, and fellow employees.

IV. Patient Care

All patients are to be treated with dignity, respect, courtesy, and consideration of their personal values and beliefs.

V. Privacy and Confidentiality

UTMG is committed to protecting the privacy and confidentiality of patients’ medical and financial information.

Business and personnel information is to be used only for proper business purposes by authorized individuals.

VI. Conflicts of Interest

All employees, directors and contractors owe a duty of undivided loyalty to UTMG in the performance of all job-related activities. A conflict of interest exists when a person's private interest interferes with the interests of UTMG and is prohibited unless approved in writing by the UTMG Board of Directors. For more information on conflict of interest issues, please refer to UTMG's Conflict of Interest Policy.

VII. Protection of Assets

All employees, directors and contractors are to protect and preserve UTMG assets by making prudent use of its resources in an effective and efficient manner.

VIII. Record-Keeping, Financial Controls, and Disclosures

All of UTMG's accounts, records, and financial statements must reflect UTMG's transactions appropriately, must be recorded in accordance with all applicable laws and regulations, and must conform both to applicable legal requirements and to UTMG's system of internal controls.

IX. Non-Discrimination

UTMG is committed to providing patient care settings and a workplace environment in which all individuals are treated fairly and respectfully. Discrimination or harassment on the basis of race, color, religion, gender, national origin, veteran status, sexual preference, age, disability, or any legally protected status is strictly prohibited. Employment opportunities will not be distinguished on the basis of sex unless sex is a bona fide occupational qualification. Employment opportunities will not be distinguished on the basis of age except where age is reasonably taken into account as a factor necessary to the normal operation or the achievement of any statutory objective of a program or activity administered by UT Medical Group. Questions regarding these issues should be directed to the Human Resources Department at 901-866-8100.

X. Safe Environment

UTMG strives to provide all employees, directors and contractors with a safe and healthy work environment. Each person has a responsibility for maintaining a safe and healthy workplace by following approved environmental, safety, and health rules and practices and by reporting accidents, injuries, and unsafe equipment, practices, or conditions. Violence and threatening behavior are not permitted.

All employees, directors and contractors are expected to perform UTMG-related work in a safe manner, including remaining free of the influences of alcohol, illegal drugs, or controlled substances. The use, sale, transfer, possession, or presence in one's system of illegal drugs or legal drugs in a fashion other than as prescribed for that person is strictly

prohibited. Similarly, the use, sale, purchase, transfer, possession, or presence in one's system of alcoholic beverages while on duty is prohibited.

XI. Reporting of Actual or Potential Violations

All UTMG employees, directors and contractors with any information regarding an actual or potential violation of the Code of Conduct should report their concerns to any of the following:

- 1) The employee's manager, director of operations, vice president, division chief, or department chair
- 2) A UTMG executive officer
- 3) Vice President of Compliance and Privacy Officer
- 4) Vice President of Human Resources
- 5) Information Security Officer
- 6) Safety Officer

In addition, UTMG provides a Compliance Hotline at 901-866-8385 for those individuals wishing to remain anonymous or to speak confidentially with a Corporate Compliance Department representative.

There shall be no reprisals for good faith reporting of actual or potential violations of the Code of Conduct.

XII. Questions Regarding the Code of Conduct

This Code of Conduct is designed to remind employees, directors and contractors, of the general policies expected to be followed by UTMG employees and associates. It is not a substitute for existing and future UTMG policies, such as the Physician Code of Conduct, the Employee Handbook, UTMG Conflict of Interest Policy, Professional Billing Compliance Policies, workplace policies, or UTMG's specific policies regarding confidentiality and privacy complaints.

Questions regarding this Code of Conduct should be directed to the Vice President of Compliance and Privacy Officer at 901-866-8363.

**My Commitment to the
UT Medical Group, Inc.
Code of Ethics and Business Conduct**

I acknowledge that I received a copy of the UT Medical Group, Inc. Code of Ethics and Business Conduct (“Code of Conduct”) dated _____, that I have read the Code of Conduct, and that I understand it. I will comply with the Code of Conduct. If I learn that there has been a violation, I will contact appropriate individuals as outlined in the Code of Conduct. I acknowledge that the Code of Conduct is not a contract, and that nothing in the Code of Conduct is intended to change the traditional relationship of employment-at-will.

Dated: _____

Signature

Name (Please Print)