I. SCOPE:

This policy applies to (1) Tenet Healthcare Corporation and its wholly-owned subsidiaries and affiliates (each, an “Affiliate”); (2) any other entity or organization in which Tenet Healthcare Corporation or an Affiliate owns a direct or indirect equity interest greater than 50%, and (3) any facility in which an Affiliate either manages or controls the day-to-day operations of the facility (each, a “Tenet Entity”) (collectively, “Tenet”), except as modified by the corporate monitor provisions described below.

II. PURPOSE:

On September 30, 2016, Tenet HealthSystem Medical, Inc., the Criminal Division of the U.S. Department of Justice and the U.S. Attorney’s Office for the Northern District of Georgia entered into a Non-Prosecution Agreement in connection with the resolution of the criminal investigation of the Clinica de la Mama matters. The purpose of this policy is to facilitate compliance with the terms of the Non-Prosecution Agreement through the implementation of reasonable and prudent controls.

III. POLICY:

Tenet and Tenet Entities shall comply with the terms of the Non-Prosecution Agreement as described in this policy.

IV. PROCEDURE:

The following are Tenet’s obligations under the Non-Prosecution Agreement:

A. Ethics and Compliance Program. Tenet shall maintain its ethics and compliance program, which is designed to prevent and detect violations of the Anti-Kickback Statute; the Stark Law; their respective implementing regulations, advisories and advisory opinions promulgated thereunder; and other laws and regulations applicable to Tenet’s operations. Tenet’s ethics and compliance program is outlined in Tenet's Quality, Compliance and Ethics Program Charter.

B. Monitor. On February 1, 2017, Tenet retained two partners with the national law firm of WilmerHale to serve as independent compliance co-monitors (WilmerHale and the co-monitors shall collectively be referred to as the “Monitor”) to assess, oversee and monitor Tenet’s compliance with the obligations of the Non-Prosecution Agreement and to specifically reduce the risk of any recurrence of violations of the Anti-Kickback Statute and Stark Law. With respect to entities in which Tenet or an affiliate of Tenet owns a direct or indirect equity interest of 50% or less and does not manage or control the day-to-day operations, the Monitor’s access to such entities shall be co-extensive with Tenet’s access or control and for the purpose of reviewing Tenet’s conduct.
C. Independence of Monitor. During the term of the Monitor’s engagement, Tenet employees shall not discuss with the Monitor the possibility of future employment, affiliation or engagement outside the scope of the Monitor’s work performed pursuant to the Non-Prosecution Agreement. For a period of two years following the date on which the Monitor’s term expires, Tenet employees shall not employ, affiliate or engage the Monitor for any work. For purposes of this paragraph, the term “Monitor” means the firm engaged as Tenet’s Monitor and its employees, agents, contractors or subcontractors who perform work as or in support of Tenet’s Monitor regardless of whether they remain currently employed or engaged by the Monitor or are no longer affiliated with the Monitor. Prior to taking action on any proposed engagement that could be impacted by this paragraph, contact the Tenet Chief Compliance Officer and Tenet General Counsel for advance confirmation that the proposed engagement is not prohibited.

D. Acceptance of Responsibility. Tenet has accepted responsibility for the conduct outlined in the Statement of Facts attached as Exhibit A to the Non-Prosecution Agreement.

E. Public Statements. Tenet employees and any present and future attorneys, directors, governing body members, agents or other persons authorized to speak for Tenet shall not, in litigation or otherwise, contradict the acceptance of responsibility described above. In addition, because all public statements regarding the Clinica resolution require pre-clearance from the U.S. Department of Justice, all such individuals are prohibited from issuing a press release, holding a press conference or otherwise making a public statement with respect to the Clinica resolution unless approved by the Tenet General Counsel, Tenet Chief Compliance Officer and Tenet Senior Vice President of Public Affairs. Tenet Law Department attorneys shall inform external counsel of these requirements.

F. Cooperation in Government Investigations. Tenet Entities shall cooperate in all investigations conducted by the U.S. Department of Justice or U.S. Attorney’s Office for the Northern District of Georgia. As required by Regulatory Compliance policy COMP-RCC 4.21 Internal Reporting of Potential Compliance Matters, Tenet Entities shall immediately report receipt of any notice of a government investigation or inquiry involving federal healthcare programs or litigation alleging fraud involving federal healthcare programs to Tenet’s Vice President and Assistant General Counsel for Government Litigation with a copy to the facility’s Compliance Officer. Tenet’s Vice President and Assistant General Counsel for Government Litigation shall provide guidance to the facility on how to cooperate with the request.

G. Self-Reporting. Tenet employees shall immediately report all evidence or allegations of actual or potential violations of the federal and state Anti-Kickback laws and the federal Stark law and state self-referral laws in accordance with the requirements set forth in Regulatory Compliance policy COMP-RCC 4.21 Internal
Reporting of Potential Compliance Matters. Pursuant to that policy, such reports can be made to an immediate supervisor, department director, Hospital or Facility Compliance Officer (CO) or assigned Regulatory or Operations Counsel, Tenet’s Chief Compliance Officer or the Ethics Action Line (EAL). Upon receipt of any such reports, members of Tenet’s Compliance Department or Law Department shall review and escalate such matters as appropriate to Tenet’s Reportable Events Review Committee (RERC) in accordance with Law Department Job Aid J.A.L-24 to determine whether the matter is reportable to the U.S. Department of Justice as required by the Non-Prosecution Agreement. Tenet’s Chief Compliance Officer shall promptly report all matters determined to be reportable by the RERC to the U.S. Department of Justice.

H. Advance Notification of Proposed Acquisitions. Tenet Entities shall provide no less than 30 days advance written notice to the Tenet Chief Compliance Officer and Tenet General Counsel of a proposal to acquire a whole or partial interest in a non-Tenet entity. The purpose of this notification is to provide sufficient time to prepare for the acquisition of the new entity, to assess the application of Tenet’s ethics and compliance program to the new entity and, if the transaction is completed, to initiate training on Tenet’s Ethics and Compliance Program, including the requirements of the Non-Prosecution Agreement, to the employees of the new entity.

I. Advance Approval of Proposed Divestitures. Tenet Entities shall provide at least 60 days advance written notice to the Tenet Chief Compliance Officer and Tenet General Counsel of a plan to sell, merge, transfer or change the corporate form of any Tenet Entity. The notification shall be provided via email addressed to both the Tenet Chief Compliance Officer and the Tenet General Counsel who shall jointly determine whether the Non-Prosecution Agreement is likely to continue to apply to the acquiring or restructured entity after the sale; to ensure that any language that may be required by the Non-Prosecution Agreement is included in the transaction agreement; to confirm that the purpose of any such transaction is not to circumvent or frustrate the enforcement purpose of the Non-Prosecution Agreement; and, if required by the Non-Prosecution Agreement, provide thirty days advance written notice to the U.S. Department of Justice prior to undertaking the transaction.

J. Document Retention

The Tenet Entity shall retain all documents related to the requirements of this policy in accordance with Administrative policy AD 1.11, Records Management and its Record Retention Schedule.

K. Responsible Person

The Tenet Entity CEO, or highest ranking leader at the facility, is responsible for ensuring that all individuals adhere to the requirements of this policy. If the Tenet Entity CEO is unable to create adherence to this policy, the Tenet Entity CEO shall immediately report the non-adherence to the Compliance Officer.
L. Enforcement

All employees whose responsibilities are affected by this policy are expected to be familiar with the basic procedures and responsibilities created by this policy. Failure to comply with this policy will be subject to appropriate performance management pursuant to all applicable policies and procedures, up to and including termination. Such performance management may also include modification of Compensation, including any merit or discretionary Compensation awards, as allowed by applicable law.

V. REFERENCES:

- Stark Law, 42 U.S.C. § 1395nn, and implementing regulations
- Anti-Kickback Statute, 42 U.S.C. § 1320a-7(b)
- Non-Prosecution Agreement
- Administrative Policy AD 1.11, Records Management and its Records Retention Schedule
- Tenet Standards of Conduct
- Law Department Job Aid JA.L-24