



# Global Medical Response

## BUSINESS CODE OF CONDUCT & ETHICS



**Air Medical Group**  
Holdings



# BUSINESS CODE OF CONDUCT & ETHICS

GLOBAL MEDICAL RESPONSE, INC.  
and its subsidiaries, including

Air Medical Group Holdings LLC  
AMR Holdco, Inc.  
and their respective subsidiaries\*

## CONTACT INFORMATION

**Compliance Hotline:** 877.631.5722

**Compliance Hotline Website:** [www.ethicspoint.com](http://www.ethicspoint.com)

**Corporate Compliance & Privacy Office:** 636.695.5437

\*See full listing of subsidiaries at [www.gmr.net](http://www.gmr.net)

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## FROM OUR BOARD OF DIRECTORS

Our companies operate in two highly regulated industries – healthcare and aviation. Many of us are individually licensed, certificated or credentialed professionals, such as nurses, paramedics, EMTs, pilots and mechanics.

Our patients, community, professions and regulators expect us to meet high industry standards, not to take unreasonable risks, to use common sense and to do the right thing – by doing what is legally required (and not doing what is legally prohibited). We embrace those standards, and we expect everyone to honor our collective values while conducting Company business. This means that we are all expected to:

- Obey all laws and regulations governing our business conduct,
- Be honest, fair and trustworthy in all of our Company activities and relationships,
- Provide quality patient care and respect our patients' rights and privacy,
- Maintain a high standard of accuracy and completeness in our financial records,
- Recruit, hire, develop and promote employees in ways consistent with the recognition that employees are our most valuable resource,
- Maintain a work environment where we treat each other with dignity and respect in all aspects of our interpersonal and employment interactions,
- Promote a safe work environment,
- Avoid conflicts of interest between work and personal matters and
- Maintain a corporate culture that values ethical conduct.

We have adopted a comprehensive Compliance Program, which includes this Business Code of Conduct & Compliance Handbook (“**Code**”), to promote and to monitor business integrity and compliance with law and company policies within our organization and with our business partners.

This Code applies to you if you are:<sup>1</sup>

- An employee – including officers and any full-time, part-time or temporary employees,
- A director, or
- As appropriate, a consultant, supplier or contractor, including medical directors

of Global Medical Response, Inc. (“**GMR**”) or of any of their subsidiaries (the “**Company**”). A complete list of subsidiaries can be found at [www.gmr.net](http://www.gmr.net).

This Code was prepared as a working guide to our basic business and professional ethics policies, rather than as a comprehensive manual, and to provide an overview of certain employment standards, practices and policies of the Company. The policies and practices contained in this Code are subject to modification and interpretation by the Company as laws and practices change. This Code is not meant to be all inclusive. You can find additional information on a particular policy by accessing your Employee Handbook or the full texts of our policies available from the Human Resources Department, Ethics and Compliance Department or Law Department.

The Company intends to comply fully with all laws governing the practices and policies contained in this Code.

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<sup>1</sup> The following individuals are referred to collectively in this Handbook as “Covered Persons”: (1) Company department directors, managers, and employees; and (2) contractors or other third parties engaged by the Company to bill or submit reimbursement claims and/or furnish, market, or document items and services that are reimbursable by federal health care programs.

If any of the policies or practices outlined in this Code are, or become unlawful for any reason, the applicable law will be followed. Further, if any provision of this Code conflicts with any applicable law, such provision will be modified and administered in compliance with applicable law.

You should read and understand the standards in this Code. The Company expects each of you to apply these standards in your daily Company activities. When reading and applying this Code, you should apply your common sense with the attitude of seeking full compliance not only with the letter, but also with the spirit, of the rules presented.

If you are an employee, you should discuss any questions with any member of management with whom you feel comfortable or you can contact the Ethics and Compliance Department. Note that nothing in this Code is meant to alter the nature of relationship between the Company and its at-will employees. No Company representative other than the Board of Directors has the authority to modify that relationship.

If you are a consultant, supplier or contractor of the Company, you are expected to comply fully with the spirit of the Company's ethics policies set forth in this Code whenever you are conducting business with or on behalf of the Company. If you have any questions regarding the Company's policies or this Code, you should contact the Company's Ethics and Compliance Department or Law Department.

**Violation of any portion of this Code will be considered grounds for disciplinary action, which can include termination of your employment or relationship with the Company.**

**You must immediately report any violations of this Code. The Company will not retaliate against you in any way for reporting a violation.**

# A MESSAGE FROM THE ETHICS AND COMPLIANCE DEPARTMENT

As stated by our Board of Directors, GMR expects all employees to foster a just culture atmosphere by meeting high industry standards, not taking unreasonable risks, using common sense and doing the right thing.

A just culture is one wherein there is workplace accountability at all levels of the organization. This culture balances the need for an open and honest reporting environment with a quality learning environment. A just culture changes the focus from errors and outcomes to system design and management of the behavioral choices that we make as employees. While the organization has a duty and responsibility to employees (and ultimately to our patients), all employees are held responsible for the quality of their choices. This fair and just culture improves patient safety and quality by empowering employees to proactively monitor the workplace and to participate in safety and quality efforts within the organization, thus reducing risk by managing human behavior and redesigning systems. In a just culture, employees are not only accountable for their actions and choices, but they are also accountable to each other. Therefore, innovation and cross-departmental communication is fostered in the workplace. In short, in a just culture, both the organization and its people are held accountable. This Business Code of Conduct and Compliance Handbook is an important component of our just culture and compliance program.

This Code is designed to provide guidance on our internal principles and on external requirements that we must adhere to in our roles as employees.

## *Consultation & Guidance*

We have an open door policy. If you have a problem or complaint, or if you are simply looking for advice, you can approach any level of management where you feel the problem can be solved, up to and including our Chief Executive Officer. In addition, if you have a good faith concern about the Company's accounting, internal controls or auditing matters, you can report your concern to the Audit Committee of the Company's Board of Directors.

Positive relationships and morale can best be achieved and maintained in a working environment where there is ongoing and open communication. This includes open, candid discussions of all problems and concerns. **You are expected to express concerns on any issue regarding potential violations of this Code, related policies and procedures, or applicable law.** If you feel that a question or concern has not been properly addressed by a supervisor or another person in the chain of command, you should contact the Ethics and Compliance Department directly.

You will not be penalized in any way for reporting concerns in good faith. However, employees should know that self-reporting may not insulate them from appropriate discipline. Nonetheless, the Company will not engage in or tolerate retaliation against individuals who report in good faith suspected wrongdoing. Furthermore, promotion of and adherence to this Code and related policies, including making reports as necessary, will be an element considered in evaluating your job performance.



## Reporting Violations

The Company is committed to:

- Preventing the occurrence, and thoroughly investigating complaints, of unethical or unlawful behavior,
- Halting any such behavior that may occur as soon as reasonably possible after its discovery, and
- Disciplining those who engage in such behavior, as well as those who fail to exercise appropriate supervision, and thereby allow such behavior by their subordinates to go undetected, unreported or uncorrected.

You must recognize that in the area of ethics, legal compliance and integrity, you have an obligation to the Company that transcends normal reporting relationships. To raise a concern or to report misconduct is expected, accepted and protected behavior - not the exception. This obligation requires that you be alert to possible violations of this Code anywhere in the Company and to report such possible violations promptly. You need not fear retribution for such reporting.

When you report a violation or suspected violation, your confidentiality will be respected to the extent practicable, but in all cases, retaliation for reports of potential violations is forbidden and is subject to severe penalties. Not only will the Company discipline any person responsible for or involved in any such retaliation, up to and including dismissal, the government also imposes some very specific penalties on companies that retaliate against “whistleblower” employees. Thus, not only the individual employee but also the Company will be penalized for retaliatory actions. However, because we cannot offer complete assurances of confidentiality, anonymous reports of possible violations are permitted, although those reports lacking sufficient information or corroboration may make it difficult for us to address the alleged wrongdoing. For example, by using the Compliance Hotline, you do not have to identify yourself and, thus, you can make an “anonymous” report. However, if we do not have your contact information, we will not be able to follow-up with you if further information is necessary to investigate or address the report. Therefore, any anonymous report should contain as much detail as possible, including relevant dates, times, the identity of other individuals involved in the reported activity, and detailed information about the activity. It is important to understand, though, that we may be prevented from fully investigating a report if the Ethics and Compliance Department is unable to contact the employee for clarification or follow-up information.

### How to Report a Violation

If you know about a suspected, actual or contemplated violation of this Code, you must promptly report the matter. Any violation or suspected violation may be reported:

- To your supervisor or safety manager for operational or safety violations,
- To your supervisor or human resources director for employment matters,
- To any member of the Company’s senior management (e.g., to the head of a Company business unit, the head of a department or an executive officer),
- To our Ethics and Compliance Department,
- To our Law Department, or
- In the case of a violation relating to accounting, internal controls or auditing matters, to the VP of Internal Audit or the Audit Committee of the Board of Directors.

Managers must review any incidents reported to them with the Human Resources Department, Ethics and Compliance Department or Law Department, as applicable.

**You violate this Code if you fail to report a Code violation. Failure to report a suspected, actual or contemplated violation of this Code could result in discipline.**

## Company Hotline

You may also contact the Company's Hotline regarding a Code violation or suspected violation.

You can contact the Hotline (toll-free from the U.S., Canada, Puerto Rico and the U.S. Virgin Islands) at **877.631.5722** and can call collect from any other location 24 hours a day, 7 days a week. Interpreters are available so that you can voice your concerns in any language. Our Hotline is answered by a third party, unaffiliated with the Company.

The Hotline is also available on the Internet at **[www.ethicspoint.com](http://www.ethicspoint.com)** – search for Air Medical Group Holdings or AMR in the Search Organization Name box.

Although you are encouraged to identify yourself to assist the Company in effectively addressing your concern, you may choose to remain anonymous when reporting through our Hotline, and we will respect your choice. The Hotline is not equipped with caller ID, recorders or other devices that can identify or trace the number from which you are calling.

The Compliance Hotline is not a substitute, however, for addressing concerns with a supervisor or using established Company grievance or dispute resolution procedures.

Remember, compliance is a shared activity by everyone, regardless of position or work location. GMR expects all employees to observe high standards of business and personal ethics in performing their work. Whatever your role is, your behavior communicates your standards to others and your expectations for them to observe the same high standards. By empowering employees to proactively monitor the workplace within this just culture and participate in system improvements and risk reduction, we will help to ensure our company's success, the safety of our employees and patients, and the quality of care that we provide to our patients. Within our just culture, we are all accountable.

## RULES AND STANDARDS

This Code provides guidance on specific standards of conduct that are fundamental to our business. It is intended to help you make lawful and ethical business decisions, but it is only an overview – it is not a comprehensive rule book. Any conflict between this Code and an existing policy should be brought to the Ethics and Compliance Department's attention to ensure correctness and consistency.

## *Foster a Just Culture Atmosphere*

As individual employees, and collectively as the Company, we owe each other:

**Clarity** in our expectations.

- Sometimes we are expected to deliver a specific result. The Company is responsible for clearly defining the result and communicating the expectation. We are responsible to deliver the result using our own common sense and training.
- Sometimes we are expected to work within a system and to follow specific procedures or rules. The Company is responsible for designing the system, establishing the procedures and training us to follow the procedures within the system to achieve the intended result. We are responsible to use our common sense and to follow our training.
- However, above all, we are expected to honor our collective values – which means that sometimes there is a good reason why we cannot do, or choose not to do, what is expected to deliver a specific result or follow a specific procedure. If we face unexpected circumstances, or unintended consequences, then we need to rely on our common sense and professional judgment to honor our collective values. This should be rare. It is not substituting our individual judgment for the judgment of others who designed a system or procedure – it is dealing with something never contemplated by the system or procedure in a way that is consistent with our collective values.

**Accountability** for not meeting expectations. Of course, we also owe recognition for meeting or exceeding expectations.

- There is nothing wrong with an honest, simple mistake – we all make them – but we also try not to make them. So, we are accountable for our own bad personal choices that increase the risk of making mistakes. The Company is accountable for flawed systems that increase the risk of making mistakes.
- Sometimes we think bending the rules, working around the rules or flat out ignoring the rules is justified or insignificant. This is risky for everyone. Depending on the circumstances, we may find ourselves being coached on the reason for the rule and the need to follow it. Those who do not listen – or are not coachable – have no place in our Company.
- Reasonable choices must be made in good faith – deciding to “ask for forgiveness instead of permission” does not show good faith. In addition, anyone who intentionally violates our collective values has no place in our Company.

**Consistency** in determining if expectations were met and accountability for actions.

- Determinations are not outcome based – the “no harm, no foul” rule does not apply.
- An isolated mistake or improper behavior is viewed differently than repetitive mistakes or improper behavior.

## *Compliance with Laws and Company Policies*

It is your personal responsibility to be familiar with our Company policies and the laws and regulations applicable in the jurisdictions where you conduct Company business, including federal and state statutory and regulatory requirements relating to the provision of health care services and the submission of claims for payment for such health care services.

It also is your personal responsibility to comply with both the letter and the spirit of such policies, laws and regulations. If you have questions regarding the Company's policies or applicable laws or regulations, you should consult with the Ethics and Compliance Department or the Law Department.

## *Ethical Standards*

You are expected to observe high standards of business, professional and personal ethics in the discharge of your assigned duties and responsibilities. This requires honesty and integrity in every aspect of dealing with other Company employees, the public, the business community, governmental and regulatory authorities, and our owners, customers and suppliers.

Every action, whether new or tried and true, should be tested against this Code, however, ethical behavior goes beyond strict compliance with applicable laws and regulations. No book or code of ethics can provide specific answers for all questions; therefore, each of you must accept responsibility for your own actions. The goal is not simply to follow the legal rules that apply to us, but to behave ethically in all situations, whether or not the rule is clear or whether there is a rule at all. In instances where the proper and ethical course of action is unclear, you should consult with any member of management with whom you feel comfortable or with the Ethics and Compliance Department.

## *Patient Care*

Our Company owns, operates and maintains a fleet of ground ambulances and aircraft that are dispatched to provide transportation and clinical services for patients requiring medical care. All patients have the right to receive appropriate and quality care without discrimination due to race, creed, religion, gender, national origin, disability, citizenship, veteran status or age. Emergency care will be provided without discrimination as to the patient's ability to pay. Our Company provides services to patients in accordance with each patient's medical needs and physical condition and we do not unlawfully discriminate in the treatment of or in the quality of services delivered to any patient. Our Company and each of you will:

- Strive to understand patient needs and requirements, and take all reasonable actions necessary to provide high quality services;
- Treat every patient with dignity, respect, and compassion;
- Demonstrate sensitivity and responsiveness to patients' needs by listening attentively and patiently to patients' comments and concerns;
- Provide patients any requested information regarding our policies, procedures and charges;
- Recognize that patients have the right to know the identity and qualifications of all of our people who provide services to them;
- Maintain and adhere to policies designed to reasonably ensure the right of patients to participate in decision-making regarding their health care – a patient's right to participate in his or her care includes the opportunity to refuse treatment (to the extent permitted by law), and to be informed of the consequences of such refusal;
- Take all reasonable steps to allow patients to exercise the right to voice their complaints about care and services provided;

- Have the experience and expertise necessary to meet patients' medical needs and maintain all required licenses and certifications;
- Provide quality medical services that are safe and comply with all applicable laws, regulations and professional standards; and
- Take all reasonable steps necessary to maintain complete and accurate patient medical records that support all medical decisions.

## *Health Care Industry*

### Fraud and Abuse

Our Company is committed to compliance with the federal and state laws prohibiting fraud and abuse by health care organizations.

#### *The False Claims Act*

The Federal False Claims Act imposes liability on any person or entity that submits or causes to be submitted a false claim for payment to the government. The False Claims Act is the federal government's most broadly used weapon against fraud and abuse in the health care industry. The following practices may lead to liability under the False Claims Act:

- Upcoding or miscoding – use of an inappropriate code for a Medicare or Medicaid claim to obtain a higher reimbursement.
- Billing for services not performed or products not provided.
- Billing for medically unnecessary products or services.
- Billing for free products or services.
- Billing for services that do not meet the minimum standard of acceptable care.

Under the False Claims Act, the government can recover damages of up to three times the amount of the false claims, plus penalties for each violation. In addition, a violation of the False Claims Act can subject a provider to exclusion from participation in federal health care programs. Many states also prohibit similar conduct.

The federal government has suggested that when a provider signs a reimbursement claim, the provider has essentially said that all the program rules have been met. This is a strict standard and it shows how important it is for us to ensure the accuracy and appropriateness of its claims in order to avoid potential false claims problems. If you commit a knowing and willful violation of federal rules and regulations or billing requirements, both you and the Company could be prosecuted civilly and criminally under a "false claims" theory. Even mistakes or erroneous statements can result in severe consequences for the Company and for responsible individuals. Thus, it is essential that you understand and comply with all claim submission rules.

## *The Anti-Kickback Statute*

Kickbacks are illegal and strictly prohibited under applicable law and this Code. Generally speaking, the Anti-Kickback Statute provides criminal penalties for anyone who knowingly and willfully solicits, receives, offers or pays any “remuneration,” directly or indirectly, in return for or to induce business reimbursable by a federal or state health care program. For purposes of the Anti-Kickback Statute, “remuneration” is a payment of anything of value including, without limitation, money, free or discounted goods or services, or gift items. “Federal health care programs” include Medicare, Medicaid, other state health care programs, Indian Health Services, and the TRICARE/CHAMPUS, Veterans, and Public Health Service programs, but do not include the federal employee health benefits program or private insurance programs that do not receive any federal funds. The Anti-Kickback Statute prohibits making such payments to referral sources (such as physicians, emergency medical personnel or hospitals), as well as to those who only recommend or arrange for the ordering of such products or services (such as supply managers). People who solicit or receive illegal kickbacks are just as liable as those who offer or pay such kickbacks. Many states also have laws similar to the Anti-Kickback Statute that prohibit kickbacks in the health care context.

For someone to be found in violation of the Anti-Kickback Statute, the government must prove illegal intent or what the courts have termed “bad purpose.” An example of a situation that is a kickback is if a physician or other health care provider asks for special treatment, payments, or services in return for referring patients or other business to us. For example, it is against the law to give any provider that may be a source of referrals any of the following in exchange for, or to induce, referrals: (1) money; (2) free or significantly discounted services, such as billing, nursing, or other staff services; or (3) payment for services in excess of their fair market value.

Certain exceptions to the Anti-Kickback Statute, known as “safe harbors,” protect financial arrangements with referral sources when certain standards are met. For example, safe harbors exist for certain kinds of discounts, investments, financial relationships with managed care organizations, and payments to employees and consultants. Although an arrangement will be fully protected if it meets all of the requirements of a particular safe harbor, the failure to come within a safe harbor does not mean the arrangement is illegal. It merely means that the specific facts of an arrangement must be closely analyzed.

A violation of the Anti-Kickback Statute is a felony crime punishable by imprisonment and a fine. A violation of the Anti-Kickback Statute also may result in significant civil penalties and possible exclusion from participation in federal health care programs. These penalties and sanctions could have an extremely adverse impact on both you and the Company. Thus, if you have any question about the legality of a particular arrangement or activity, you must inform the Ethics and Compliance Department or the Law Department about all of the relevant facts in question and seek guidance.

## *Prohibition Against Beneficiary Inducements*

There is a federal statute prohibiting the provision of improper inducements to Medicare and Medicaid beneficiaries. This law provides that a person who offers or transfers to a beneficiary any remuneration that the person knows or should know is likely to influence the beneficiary’s selection of a particular provider, practitioner, or supplier of Medicare or Medicaid payable items or services may be liable for civil money penalties for each wrongful act. Anyone who violates this provision may also be excluded from the federal health care programs. The statute defines “remuneration” to include waivers of copayments and deductible amounts (or any part thereof) and transfers of items or services for free or for other than fair market value. The statute and implementing regulations contain a limited number of exceptions related to waivers of cost-sharing amounts based on financial need, incentives to promote the delivery of certain preventive care services, and any practice

permitted under the federal Anti-Kickback Statute. In addition, the Office of Inspector General of the U.S. Department of Health and Human Services (“OIG”) has interpreted the prohibition to permit Medicare or Medicaid providers to offer beneficiaries inexpensive gifts (other than cash or cash equivalents) or services without violating the statute if the retail value of the gift is no more than \$15 individually and no more than \$75 in the aggregate annually per patient.

Under appropriate circumstances, we may provide financial assistance to patients by allowing monthly payments over time or waiving patient copayment or deductible amounts based on an assessment of the individual patient’s financial condition. Any such assistance must be: (1) based on an individualized determination of financial hardship or exhaustion of reasonable collection efforts; (2) documented in writing; (3) approved by appropriate management with the Patient Accounts or Revenue Cycle Management Department; and (4) provided in accordance with established Patient Accounts or Revenue Cycle Management Department policies and procedures.

We maintain and regularly audit financial statements reflecting the soundness of our membership program. We are committed to ensuring that our membership program complies with all applicable federal and state laws, including consumer protection laws, and with the guidelines set forth for membership programs in the OIG’s Compliance Program Guidance for Ambulance Suppliers.

## Billing Compliance

We are committed to honesty, accuracy and integrity in all billing, coding and documentation activities. In order to avoid the submission of false or incorrect claims, billing and claim processing accuracy is vitally important. This includes the thoroughness and accuracy of supporting documentation and the forms and procedures used to submit claims. Those persons involved in billing, coding or the documentation or provision of services must be familiar with and comply with the billing, coding and documentation requirements under government programs and private insurance plans for health care items and services provided by us. All invoices, bills, claims or other requests for payment for health care services rendered must be accurate and complete and provide sufficient information and documentation to substantiate: (1) the particular health care services rendered; (2) the medical necessity of such services; and (3) the charges for such services. Specifically, you must cooperate with us in ensuring that:

- Each patient’s medical care record completely and accurately documents the specific health care services rendered to the patient and the identity of the health care professional(s) rendering the services;
- Claims are submitted only for services that are actually rendered and properly documented in the patient’s care record and only with billing codes that accurately describe the services provided;
- All claims submitted for payment are for services that are reasonable and necessary, as determined by the patient’s condition at the time of transport;
- Corrective action is taken to address any inaccuracies discovered in claims that have been submitted for reimbursement; and
- Reasonable efforts are made to collect any amounts due by patients and their families or insurers, including copayments or deductibles.

We expect you to deal truthfully with government agencies or their representatives or any other third-party payer. The Company will not tolerate false or misleading statements by you to a government agency, their representatives, or any third-party payer. Deliberate misstatements to government agencies, their representatives, or other third-party payors will expose you to severe sanctions by the Company (up to and including immediate termination of employment or contractual relationship), and criminal or civil penalties.

#### *Reporting of Any Error or Inaccuracy in Any Claim for Payment*

If you discover an error or inaccuracy in any claim for payment for health care services that has been submitted or will be submitted to a patient, government program, or other payor, you should immediately alert your supervisor, or the Ethics and Compliance Department.

#### *Education and Training Related to Billing*

Information regarding the applicable billing requirements of government programs and private third-party payors will be maintained in a central location that is readily accessible to all persons involved in billing. The Finance, Patient Accounts and Revenue Cycle Management Departments, in coordination with the Compliance Department, will review this information and update it on a regular basis and will notify billing personnel promptly upon the discovery of any material changes to applicable billing requirements. Significant changes to billing requirements will be communicated during in-house training sessions coordinated by the Patient Accounts and Revenue Cycle Management Departments.

If you are involved in claims filing, you must stay apprised of the applicable billing requirements through in-house training sessions or by attending training seminars sponsored by payors or professional societies and associations. The Company will require attendance at training sessions, as necessary, to educate you on issues applicable to billing requirements.

## Health Insurance Portability & Accountability Act (HIPAA)

#### *General HIPAA Information*

The Company is committed to complying with the requirements of the Final Privacy and Security Rules issued by the United States Department of Health and Human Services under its authority granted by Congress in HIPAA. The Company has adopted a manual entitled "GMR HIPAA Policies." Copies of the manual are available to you, and you must respect and continuously endeavor to protect the confidentiality of patient records and other personal information.

Company policies that may conflict with any provision of the HIPAA policies and procedures will be resolved in favor of the privacy of the patient or compliance with applicable rules. Any questions about privacy issues may be directed to the Privacy Officer or to the Ethics and Compliance Department.

#### *HIPAA Hybrid Entity Designation*

The HIPAA Privacy Rule allows entities subject to HIPAA, such as the Company, that have components or employees engaging in activities that, standing alone, would not constitute HIPAA-covered functions, to elect "Hybrid Entity" status. The Company has elected Hybrid Entity status by identifying its covered and non-covered functions and taking steps to:



(1) designate its covered functions as its “Health Care Component” (the portion of activities that fall under the HIPAA Privacy Rule – that is, the core business of providing ambulance transportation); and (2) segregate its non-covered functions (those that do not fall under the HIPAA Privacy Rule – that is, the AirMedCare program). The Company has adopted policies and procedures addressing the Hybrid Entity designation. To protect patient protected health information, the Company has implemented safeguards in the form of “firewalls” to restrict the flow of this protected health information from its Health Care Component to the workforce components conducting non-covered functions. Any questions about privacy issues as they relate to Hybrid Entity issues may be directed to the Privacy Officer or to the Ethics and Compliance Department.

### *Screening of Covered Persons*

The Company will not knowingly contract with or employ any prospective person who is listed by a federal agency as excluded, debarred, suspended or otherwise ineligible to participate in federal programs or state healthcare programs, or any individual who has been sanctioned by disciplinary authorities for any performance or conduct related to patient care. We will make reasonable inquiry into the status of any prospective employee or contractor by accessing OIG, GSA and State exclusions databases. We will also monitor the databases on a monthly basis to ensure current employees have not been added to the exclusions databases.

Prospective employees and contractors must disclose in writing:

- (1) any past, present, or threatened conviction of any felony or a misdemeanor related to: (a) the delivery of health care items or services; (b) patient abuse or neglect; (c) the unlawful manufacture, distribution, prescription or dispensing of controlled substances; (d) fraud, theft, embezzlement, breach of fiduciary responsibility, or other financial misconduct in a program financed by a federal, state, or local entity; or (e) obstruction of a governmental investigation; or
- (2) any past, present, or threatened debarment or exclusion from any federally-funded program.

The Company will evaluate such information in a manner consistent with current policies and procedures and all applicable laws and regulations. Failure to make a complete and accurate disclosure will disqualify the individual or entity from consideration for employment or a contractual relationship, or, if discovered after employment or engagement, will result in immediate termination of the employment or contractual relationship. Upon acceptance of employment or an engagement with the Company, each person must certify that he/she or it: (1) has not been convicted of a health care offense; (2) is not excluded, debarred or suspended from participating in a federally-funded program; and (3) will notify the Company immediately if this information changes.

If the Company has reason to suspect that a person may not be eligible to participate in federal health care programs, the Company will make reasonable inquiry into the status of the person, including a review of the above-described OIG, GSA and State databases. Also, the Ethics and Compliance Department may request, in accordance with any applicable laws and regulations, including the Fair Credit Reporting Act, that a background check be conducted on any person in connection with the investigation of any potential or alleged violation of this Code, related policies and procedures, or applicable laws.

## *Controlled Substances, Medical Supplies & State EMS and Health Care Laws*

As we prepare to conduct and perform patient transport health care services, we are subject to many federal and state laws and regulations. You must maintain and adhere to our policies designed to ensure that:

- All medications and other controlled substances used in the treatment of patients are maintained, dispensed and transported in conformance with all applicable laws and regulations;
- Medical supplies and medications are safely stored, secured and inventoried, and that missing supplies and medications are promptly reported to supervisors; and
- Our operations and services are conducted in accordance with our protocols and the rules and regulations of the state EMS agencies which regulate us.

## *Aviation Industry – FARs & Operations Specifications*

Our air operations are subject to extensive regulation by the Federal Aviation Administration (“**FAA**”), including under the Federal Aviation Regulations (“**FARs**”). Many FARs apply not only to the Company as a whole, but also to the conduct of individual employees. If applicable to your employment and the services you provide, you are expected to follow all FARs and other similar governmental rules, regulations, orders or directives applicable to your duties and conduct as part of an air carrier operations.

In addition, you must operate in accordance with our operation specifications issued by the FAA.

## *Personal Professional Licensure*

The Company, through its credentialing processes, will make appropriate efforts to verify that all persons who provide health care services to patients are appropriately licensed and certified under state law to provide such services.

You are expected to maintain in good standing any personal professional licenses, certifications, credentials or verifications required to perform your duties for the Company. We do not allow caregivers with lapsed, suspended or revoked credentials to provide care to our patients.

## *Employment Practices*

The Company seeks to be an outstanding employer by:

- Hiring and promoting employees based on merit, and not tolerating state- and federally-prohibited discrimination or harassment in the workplace,
- Observing laws pertaining to patient and employee privacy, and
- Striving to provide a safe work environment for our employees.

Our goal is to demonstrate, through our day-to-day activities, our belief that employees are our most valuable resource.

## Equal Employment

You must comply with the Company's affirmative action commitment to seek qualified applicants for employment without regard to race, religion, gender, color, age, sex, sexual orientation, gender identity, gender expression, marital status, medical condition, disability, citizenship status, national origin, military service or veteran's status, pregnancy, childbirth and related medical conditions, physical or mental impediment, disability, genetic information or any other classification protected by applicable federal, state and local laws and ordinances. This policy is applicable to all terms and conditions of employment, including advertising or soliciting for employment, recruitment, hiring, rates of pay or other forms of compensation, discipline, selection of training, promotion, transfer, layoff, reduction in force and termination. You must comply with all applicable laws relating to employment practices. We are committed to diversity in our workforce and we are an equal opportunity employer. The protections apply not only to our employees, but also to interns and volunteers.

The Company recognizes and supports its obligation to reasonably accommodate job applicants and employees with disabilities who are able to perform the essential functions of the position, with or without reasonable accommodation. The Company will provide reasonable accommodation to otherwise qualified job applicants and employees with known disabilities, unless doing so would impose an undue hardship on the Company or pose a threat of substantial harm to the employee or others.

The Company recognizes and supports its obligations to reasonably accommodate job applicants and employees with religious beliefs or practices who are able to perform the essential functions of the position, with or without reasonable accommodation. The Company will provide reasonable accommodation to otherwise qualified job applicants and employees, unless doing so would impose an undue hardship on the Company.

Any violation of this policy will not be tolerated and will result in appropriate disciplinary action, up to and including termination. If an employee believes someone has violated this policy, the employee should bring the matter to the attention of the Human Resource Department or the Ethics and Compliance Department. The Company will promptly investigate the facts and circumstances of any claim this policy has been violated and take appropriate corrective measures.

No employee will be subject to, and the Company prohibits, any form of discipline or retaliation for reporting perceived violations of this policy, pursuing any such claim, or cooperating in any way in the investigation of such claims.

If you, as one of our employees, or as an applicant for employment, have any questions regarding our policy or would like to view portions of the Affirmative Action Plan, please contact Human Resources.

## Discrimination and Harassment

You may not engage in discrimination or harassment in the workplace. Unfair treatment of fellow employees, job applicants, contractors, unpaid volunteers or interns because of race, color, religion, gender, age, citizenship status, sexual orientation, national origin, military status, physical or mental impediment, disability, genetic information, financial status, or any other basis, as proscribed by law, will not be tolerated.

Harassment as defined in this policy is unwelcome verbal, visual or physical conduct creating an intimidating, offensive or hostile work environment that interferes with work performance. Such conduct violates this policy, even if it is not unlawful. Because it is difficult to define unlawful harassment, employees are expected to behave at all times in a professional and respectful manner.

Sexual harassment can include all of the above actions, as well as other unwelcome conduct, such as unwelcome or unsolicited sexual advances, requests for sexual favors, conversations regarding sexual activities and other verbal or physical conduct of a sexual nature. All such conduct is unacceptable in the workplace and in any work-related settings such as business trips and business related social functions, regardless of whether the conduct is engaged in by a supervisor, co-worker, client, customer, vendor, or other third party. Sexual harassment in any form will not be tolerated. Each of us deserves to work in an environment where we deal with one another on a mutually respectful and professional basis.

## Employee Records

The Company respects the privacy and dignity of every employee. We collect and retain employee personal information as required by law or as needed for the effective operation of the Company. The Company will safeguard the confidentiality of your employee records by advising you of all personnel files maintained on you, collecting only data related to the purpose of which the files were established, and allowing those authorized to use a file to do so only for legitimate Company purposes. You may, by appointment, inspect (and challenge for correction as necessary) information in your personnel file, other than confidential letters of recommendation, material relating to other employees, investigatory material and audit material, unless otherwise provided under applicable law.

The Company will comply with all applicable laws relating to employee records and personnel files, including the privacy regulations issued under HIPAA. With respect to its healthcare and dental insurance and reimbursement account plans, the Company has adopted privacy policies and procedures that govern the use and disclosure of health information concerning participating employees. If you have access to such information, you must comply with these policies and procedures.

## Workplace Violence

Violence or physical intimidation or threats will not be tolerated. There is no place for such behavior in an environment built on mutual respect and professionalism. You should not fear for your safety or the safety of others when you are at work, and you should not fear for your job, if you tell us about your concerns. The Company will not allow retaliation against anyone who in good faith, alerts us to acts of workplace violence or who speaks out as a witness during an investigation.

## Safety

You must always put safety first. It is our policy that Company operations be managed to protect the health and safety of our employees, our patients and the communities where we do business. You must follow sound operating practices to foster a safe working environment. Appropriate training will be provided to employees to ensure a safe working environment.

Accident prevention is both an individual and a management responsibility. It demands the same management and control that is given to other aspects of improving efficiency in operations. Department heads and supervisors, therefore, are directly responsible for continuous efforts toward the prevention of accidents. Management at all levels will diligently enforce this policy.

The success of any accident prevention effort depends on the cooperation and active support of all employees. Accident prevention and the preservation of the health and safety of employees is a cooperative effort for the benefit of all. You must follow safe work practices in the interest of your own safety, as well as that of your fellow employees.

Many of our safety rules are based on legal requirements of the FAA or the U.S. Occupational Safety and Health Administration (“**OSHA**”). Some of our subsidiaries, divisions, operating groups or affiliates may have additional policies to protect our employees that supplement OSHA regulations.

While we respect individual privacy, we also recognize that substance abuse poses serious health and safety hazards in the workplace. We are dedicated to achieving a substance-abuse-free environment for the health and well-being of employees and for the enhancement of our competitive position. Our formal policy and guidelines are compassionate but firm. Our policy is designed to eliminate substance abuse. In addition to pre-employment drug testing, employees may be tested when they display unusual behavior or when there is a reasonable suspicion of drug or alcohol abuse, including when there is a concern related to company-maintained narcotics. Where permitted, employees may be tested on a universal, random basis.

Any questions about safety issues may be directed to your Safety Officer, the Risk and Safety Department or to the Ethics and Compliance Department.

## Business Travel

We will reimburse employees for ordinary, necessary and reasonable business expenses incurred in the performance of their assigned responsibilities. Each of us is responsible for ensuring that business travel is intended to further the Company’s business interest, and that travel and entertainment expenditures are reasonable and in accordance with all applicable Company policies. You are expected to exercise good judgment when traveling on Company business.

## E-mail and Internet Use

You should use our electronic mail (e-mail) system and internet connection primarily for Company business. You should use the same care, caution and etiquette in sending e-mail messages as in all other written or oral business communications. The Company will not tolerate discriminatory, offensive, vulgar, harassing, intimidating, violent, defamatory, pornographic and other similar type of messages or materials sent by e-mail or accessed through the Internet. Since the e-mail system and internet connection are the Company resources, we reserve the right to monitor and inspect – at any time and without notice – all electronic communications and information on personal computers owned by the Company or computers on the premises used in the Company’s business.

## Social Networking and Internet Communications

We are proud of our Company, mission and employees. The Company supports any efforts by employees to identify themselves as part of the Company, whether walking around in logo wear, driving around with an employee sticker on your car or posting on personal social media sites. All we ask is that when you represent our Company, you do so with the high professional standards that you should apply every day to your job.

Social networking sites and internet communications pose unique scenarios to consider. In our role as a responsible employer, we recognize that these personal sites can be used in a manner that could bring disfavor to our company, our mission and our fellow employees. This less formal, and often anonymous, way to communicate can lead to unprofessional conduct and unintended consequences, such as personal Facebook pages with photos of employees wearing flight suits or uniforms in unprofessional settings, pictures of accident scenes or comments and descriptions of patient transports. We do not police personal use of the Internet; we do, however, get contacted from time to time by co-workers, patients and ex-spouses who ask us to take a look at websites and justify employee behavior.

We apply the same common sense rules, expectations and policies to employee conduct on the street and on the internet. The following provides specific guidance on how our existing policies apply to expected employee behavior in the personal social media and social networking contexts:

- Postings cannot in any way compromise the confidentiality of our patients, including the use of photos, videos, names or other personally identifiable characteristics of patients or their medical conditions under our policies dealing with patient privacy and HIPAA.
- Postings cannot in any way compromise our company's confidential information and work product (such as business plans, member information and electronic resources) or the confidential information and work product of our business partners under our general confidentiality policies.
- Using Company logos and trademarks must comply with branding guidelines, or receive other approval from the company's Public Relations or Communications Department.
- Employees cannot represent the Company in any posting to a social media or networking website (blog, etc.) that is not controlled by the employee or the Company without prior written approval from the company's Public Relations or Communications Department under applicable media interaction policies.
- Employees should exercise good judgment in their personal use of social media sites, regardless of whether the content being posted relates to their job at the Company, because employee personal behavior may have unintended negative consequences on the Company that would fall under our policies dealing with improper employee conduct on and off duty.

## *Safeguarding Company Assets and Software Code of Ethics*

You have an obligation to our owners to safeguard our Company's assets and to manage them appropriately. This includes exercising care in using Company equipment, vehicles and bringing to the attention of higher management any waste, misuse, destruction or theft of Company property or any improper or illegal activity.

Computer hardware, software and data must be safeguarded from damage, alteration, theft or fraudulent manipulation, to prevent unauthorized access to and disclosure of Company information.

You must adhere to specific security measures and internal controls for each computer system to which you are authorized access, and should minimize any personal use of Company-owned hardware or software.

If you use licensed software, you are responsible for understanding and adhering to the terms of the license agreement. The right to use software is limited to authorized individuals for Company business. Copies of software and associated materials may be made only as specified in the license agreement. You may not sell, transfer or otherwise make available to any unauthorized person any software products, documentation or copies thereof. The Company recognizes the following principles as a basis for preventing prohibited actions:

- The Company will provide legally acquired software to meet legitimate software needs in a timely fashion and in sufficient quantities for all our computers and
- The Company will enforce reasonable internal controls to prevent the making or using of unauthorized software copies, including effective measures to verify compliance with these standards, and appropriate disciplinary measures for violation of these standards.

## *Confidential Information*

### Company Confidential/Proprietary Information

During the course of your employment, you may learn about trade secrets or other confidential or unpublished information relating to our business, operations, research or technology. You may not use or disclose to any third party any such confidential information, either during or after your employment, without the Company's prior express consent. Under no circumstances may you use such confidential information or disclose it to others for personal gain. The obligation to preserve confidential information continues even after employment ends.

### Business Partner Confidential/Proprietary Information

You must maintain the confidentiality of confidential information entrusted to you by our business partners, except when disclosure is authorized by the Law Department. Confidential information includes all non-public information that might be of use to competitors or harmful to us or our business partners, if disclosed. It also includes information that suppliers or other business partners have entrusted to us.

## *Conflicts of Interest*

As an employee, you owe the Company your loyalty and have an obligation to make sound business decisions that are not distorted or unduly complicated by your personal, financial, family or other interests. Our owners, patients, regulators and public should have full confidence in the integrity and fair and honest administration of our business and operations.

A conflict of interest exists when your duty to give undivided business loyalty to the Company may be prejudiced by actual or potential personal benefit or detriment from another source. You must avoid any association, relationship, investment or business interest that interferes, might interfere, or may appear to interfere, with the independent exercise of your judgment in the Company's best interest. For example, the following situations may constitute conflicts of interest:

- If you are an officer or employee of, or an investor in, one of the Company's business partners, suppliers, subcontractors or competitors,
- If your association or investment causes you to receive a benefit that the Company may have otherwise received,
- If you engage in a transaction with the Company, personally or through an affiliate of yours, or
- If you hire or directly supervise, as an employee or vendor, a relative.

If you were to supervise a relative – as an employee or a vendor – you might be, or might appear to be, improperly influenced by the existence of this relationship. Our Company is committed to making each business decision in an appropriate manner, avoiding actual conflicts of interest, and avoiding the appearance of any conflicts of interest. Therefore, you must receive appropriate, fully-informed approval from our Human Resources Department before you enter into a situation that would allow you to hire, supervise or participate in any way in a decision regarding the hiring, retention, promotion or compensation of an employee or vendor who is your relative or with whom you have an intimate or familial relationship.

Any association, relationship, investment or business interest which might be an improper conflict of interest, but which has been disclosed to management – in some cases, to the Board – and which after evaluation by the Ethics and Compliance Department has been approved by the Law Department or the independent directors of the Board, will not constitute an improper conflict of interest. If you are in doubt about whether a particular relationship may create a conflict, you should disclose the relationship to any member of management with whom you feel comfortable. That manager is then responsible for seeing that the matter is considered by appropriate management personnel.

Further, the Company recognizes that many of our employees, especially our medical crew employees, are also employed by organizations that may be referral sources to the Company (e.g., hospitals, other ambulance companies, fire departments, etc.). An employee's employment with a secondary employer is separate and distinct from his or her employment with the Company. The Company compensates employees solely for the performance of their employment duties while working for the Company. When working for any such other employer, the employee will honor his or her duty of loyalty to that secondary employer and will not make decisions (including, without limitation, the referral of patient transports) to the detriment of such secondary employer. When working for the Company, the employee will honor his or her duty of loyalty to the Company and will not make decisions (including, without limitation, the referral of patient transports) to the detriment of the Company. In all situations, employees are expected to make decisions in the best interest of our patients.

## *Dealing with Our Business Partners*

We compete fairly and in accordance with the highest ethical standards in all of our business relationships. We will:

- Earn business on the basis of superior services and competitive prices – not through improper, unethical or questionable business practices,
- Not give or accept gifts or entertainment that improperly influence or reward a business decision or that appears to do so,
- Protect our customers' confidential information, and
- Only make promises to customers that we believe we will be able to keep.

You may not give or receive any bribe, influence payment, kickback or similar unlawful payment. Company policy strictly prohibits giving or receiving any inducement to secure favored or preferential treatment for or from the Company.

Commercial bribery is illegal in many states in the U.S. and may also be in violation of certain federal statutes. Whether or not any such laws exist in a particular jurisdiction or are applicable to a particular transaction, you are absolutely prohibited from offering or accepting commercial bribes in any form.

## Receiving Gifts, Gratuities, Favors

You must select and deal with those who are doing, or seeking to do, business with the Company in a completely impartial manner, without any considerations other than the requirements of local, state and federal laws, and the Company's best interest.



Gifts are often expressions of cordial relationships between individuals closely associated by their work, but acceptance can place you or the Company in an embarrassing situation. Sound discretion should determine if a gift oversteps the bounds of propriety, but in no event should a gift be accepted if it is cash or cash equivalent (like a gift card) or if it would in fact, compromise you on the performance of your duties, cause the Company any embarrassment or appear to compromise you. Whenever you receive a gift, entertainment or favor as a result of a work relationship, it is a good idea to discuss it with a member of management with whom you feel comfortable and who is not participating in the receipt of the gift.

Gifts, entertainment or favors that do not exceed \$407 in aggregate per calendar year will not be considered improper simply because of their value.<sup>2</sup> However, you must not accept any gifts, payments, entertainment, or anything of value, even of nominal value, that is provided to you in connection with your employment by the Company in return for any potential or actual referrals or additional business from the Company.

## Giving Gifts, Gratuities, Favors

You must have prior executive (Board appointed) officer approval before giving any person a gift, entertainment or favor (which may include a series of related items) with a value exceeding \$100 per instance; or greater than \$407 per year in the aggregate.<sup>3</sup> Items that are branded with Company logos and that are provided by the Company (after consultation with the Ethics and Compliance Department) for general marketing purposes are excluded from these limits. In no case, however, can you make – directly or indirectly – any such gesture of any value to induce improper or illegal referrals.

## Governmental Official Gifts and Entertainment

You may not pay, loan, give or otherwise transfer – directly or indirectly – money or anything else of value to any federal, state, local or foreign government official or employee or to any entity in which such an official or employee is known to have an interest for the purpose of (1) obtaining, retaining or directing business or (2) affecting the conditions for doing business.

Entertainment of legislators or regulators is a particularly sensitive area. With respect to government officials and employees, the following shall apply:

- As a Company employee, you may not pre-offer any gift or entertainment prior to ascertaining whether or not the governmental entity involved has policies or regulations with respect to the acceptance of gifts, entertainment or other business courtesies by employees of that governmental entity. Where such policies exist, they must be followed.
- In no event may you give gifts of substantial value or extravagant entertainment to governmental employees, since these actions could be construed as attempts to influence government decisions. Assistance or entertainment provided to any government official should never appear to compromise the Company's arm's-length business relationship with the government agency or official involved. Always assume that any gift or entertainment is a matter of public record and act accordingly, including filing appropriate reports required in some states.

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<sup>2</sup> The annual amount as of 2018 is \$407. Under STARK regulations, this amount changes annually.

<sup>3</sup> The annual amount as of 2018 is \$407. Under STARK regulations, this amount changes annually.

- You may not enter into a contract or business arrangement with a company which you know to be owned, directly or indirectly, by a federal government employee whose government responsibilities include dealing with us.
- In accordance with Company policy and federal law, you, as a Company employee, may not make any unlawful contributions, expenditures or use of corporate funds or property for any political purpose.

## *Transactions with Governmental Entities*

You must conduct all aspects of any transaction with any governmental entity on behalf of the Company with the utmost integrity and truthfulness. You must comply with the laws and regulations applicable to government contracts, including those involving conflicts of interest, lobbying, subcontracting, protection of classified information and submission of claims for payment. Among other things, federal and state law prohibits submitting false or fraudulent claim for payment to the government, as well as making a false record or statement to get a false or fraudulent claim paid by the government.

You may not contact a government official who is personally participating in a government contract with us about future employment of that government official by us.

## *Business in Foreign Countries*

### **Compliance with Foreign Corrupt Practices Act (FCPA)**

In accordance with the FCPA and other laws governing foreign transactions, directors, managers, supervisors, employees and agents will not make any payment or gift, directly or indirectly, (i) to any government official or employee (including employees of a government corporation or public international organization) or to any political party or candidate for public office, or (ii) to any other person or entity under circumstances where such payment or gift would constitute a bribe, kickback or illegal payment under any applicable law of the United States or of a foreign government, either national, territorial or local.

Any director, manager, supervisor, employee or agent doing business in a foreign country or territory shall obtain all necessary governmental approvals, permits or authority to export, import, sell, license, sublicense and/or use the services in that country. Furthermore, all employees, contractors, agents, etc., shall register with any governmental authority in a foreign country or territory or the United States as may be necessary or appropriate to permit performance under this Agreement.

## *Political Activity and Contributions; Citizenship*

You are urged to participate in the political process. However, when involved in the political process, your personal participation must not interfere with your job and any personal political campaign contributions must not be given with any suggestion or implication that such contributions are from or endorsed by the Company. The Company will not reimburse any employee in any way for any political campaign contributions and no employee shall either be favored or prejudiced in

any condition of employment or promotion as a result of making or failing to make a political contribution. In addition, several laws regulate the amount of political contributions that the Company may give, and also impose reporting obligations on the Company. In order to comply with these laws, it is important that all political contributions that are – or may be deemed to be – made by the Company comply with our political contributions policy. If you have questions regarding a particular political contribution, you should contact the Ethics and Compliance Department.

We want to help promote the well-being of communities in which the Company maintains operations and to meet the responsibilities of good citizenship by appropriate participation in public affairs. You are therefore encouraged to participate in civic and community activities of a political, educational, charitable, religious or social nature, provided your participation does not interfere with your work duties. You should, however, exercise care if you are involved in political or civic activity to be clear that you are acting as an individual and not as a Company representative.

## *Suppliers and Consultants*

To the maximum practicable extent, we will acquire materials, supplies, equipment, consulting and other services from qualified suppliers who offer us the best value. In source selection, negotiation, award and administration of all purchase transactions, you should seek performance at the lowest cost that meets our requirements for quality and performance and our delivery schedule requirements. You should communicate to our suppliers (both present and prospective) the Company's expectations of ethical behavior in its supply relationships.

All agreements between us and contractors that are “Covered Persons” must include a signed statement indicating that the contractor: (1) has reviewed the standards of conduct outlined in this Code; (2) agrees to comply with such standards of conduct; and (3) will require compliance with such standards of conduct by all persons who provide services to us on behalf of such contractor.

## *Antitrust and Trade Regulation*

Antitrust laws forbid agreements and practices that restrain trade, such as price fixing, bid rigging, market allocation, and supplier or customer boycotts. They also forbid predatory pricing, i.e. pricing initiatives intended to drive a competitor out of a market or out of business. Similarly, disparagement or misrepresentations about competitors and their products can be antitrust violations. Activities such as stealing trade secrets, bribery and providing kickbacks, in addition to the other laws and Company policies they violate, can also violate antitrust laws. Violations can result in severe penalties for the Company and fines and imprisonment for individuals responsible for illegal activity. The antitrust laws also apply to international transactions affecting imports into and exports from the U.S.

Because these laws can apply to even casual information exchanges, if you are active in industry trade associations, you must be aware of the law and avoid situations where there is a discussion of future pricing, competitive initiatives and other information that might appear to relate to price fixing, market allocation and other violations of law. If you are a participant in a trade association, you should consult with the Law Department regarding any proposed association activity that would have a potential effect on competition, such as the development of product standards or an industry code or practice.

The receipt and use of competitive information is both proper and necessary in the ordinary course of business provided that such information is lawfully and properly obtained. In the case of competitive information obtained or used in connection with business with the U.S. government, special government rules are followed.

It is appropriate for the Company to keep up with competitive developments and to review all pertinent public information concerning competitive products (e.g., published specifications and price lists). You may not, however, attempt through improper means to acquire a competitor's trade secrets or other proprietary or confidential information, including information as to facilities, manufacturing capacity, technical developments or customers. No perceived company benefit, competitive or otherwise, shall be accepted as justification for violation of this policy. If you are uncertain as to whether the receipt or use of information is permitted by this policy, you should seek immediate guidance from the Law Department.

The primary responsibility for compliance with antitrust and trade regulation laws rests with each individual, particularly with those employees with management or marketing responsibilities. If you believe you have an antitrust issue, you should discuss it promptly with the Law Department.

## *Environmental Protection*

In the conduct of our business and operations of our facilities, you must comply with all applicable environmental laws, regulations and permits, including those governing the control, transportation, storage and disposal of regulated materials. Air emissions, wastewater, solid waste, medical waste, hazardous waste and storm water are included in "regulated materials".

The Company's highest priority is protecting the safety and health of our employees, patients and members of the communities where we do business. We recognize our responsibility for protection of human health, the environment and natural resources.

If your job involves contact with regulated materials or involves you making decisions about them, you need to understand how those materials can be safely handled to protect you and your co-workers from harm.

## *Financial Records, Accounting & Transactions*

We strive to establish and to maintain a high standard of accuracy and completeness in our financial records. Accurate and complete records are important to ensure that:

- We comply with applicable laws and regulations,
- Management decisions are based on sound economic analysis (including an appropriate consideration of risks),
- The Company's assets are safeguarded and utilized appropriately, and
- We timely and accurately know actual and forecasted financial information.

Therefore, in the preparation and maintenance of records, you must:

- Use good business judgment in the processing and recording of all transactions,
- Comply with generally accepted accounting principles, standards and practices, rules, and regulations and controls,

- See that accounting entries are promptly and accurately recorded and properly documented,
- Ensure that accounting entries do not intentionally distort or disguise the true nature of any transaction,
- Maintain books and records which will fairly and accurately reflect our business transactions,
- Sign only those documents you believe to be accurate and truthful,
- Devise, implement, maintain and comply with internal controls sufficient to assure that record-keeping objectives are met,
- Prohibit the establishment of any undisclosed or unrecorded funds or assets for any purpose, and
- Take no action to fraudulently influence, coerce, manipulate or mislead the Company's independent auditors for the purpose of allowing the Company to report financial statements and other financial information to the public that is inaccurate, incomplete or misleading.

The USA Patriot Act prohibits the transmission of funds that are known to have been derived from a criminal offense or are intended to be used to promote or support unlawful activity. Violation of this Act by our employees would expose the Company to civil and criminal liability and, therefore, transmission or use of such funds is strictly prohibited. If you are aware of such activities, you should contact any member of management with whom you feel comfortable and the Law Department.

## *Government Investigations, Inquiries & Audits*

It is our policy to fully cooperate and to be forthright and candid in dealing with any appropriate governmental or regulatory investigations, inquiries and audits. Such events are a fact of life in today's healthcare environment, and procedures for cooperating with these matters may be complex. Our compliance program is intended to organize and to facilitate our cooperation with any such matter or the execution of a search warrant or service of a subpoena. Our response to a government inquiry will depend on the nature of the inquiry.

If you receive an inquiry, a subpoena or other legal document regarding our business from any governmental agency (whether at home or in the workplace), it is essential that your legal rights and the legal rights of others involved, including the Company, be protected.

If a government investigator contacts you for an interview, you may choose to talk to the government investigator, or you may choose not to talk. We would prefer to assist you with responding thoroughly and accurately, which is why we recommend that you consult with the Ethics and Compliance Department or the Law Department before making any response. However, you always have the right to either answer or refuse to answer a government representative's questions without first consulting with anyone at the Company. Whether you choose to respond immediately or not, you should promptly notify the Ethics and Compliance Department or the Law Department if a representative of any government agency contacts you related to an investigation so that we can ensure that the government agency receives full cooperation.

If a government investigator requests Company documents from you, you should contact the Ethics and Compliance Department before fulfilling the request so that we can ensure that the government receives accurate and comprehensive information.

You are expected to provide truthful responses to government inquiries.

You must not alter, destroy, mutilate or conceal a record, document or other object (or attempt to do so), with the intent to impair the object's integrity or availability for use in a government proceeding. Furthermore, you must not otherwise obstruct, influence or impede any government proceeding (or attempt to do so).

## *Leadership Responsibilities*

Although all employees are required to abide by this Code, our Company expects more of our leaders than it does of other employees. First, the Company expects candor from managers at all levels. One harm which can result when managers conceal information from higher management is that employees within their departments or business units think they are being given a signal that policies can be ignored when they are inconvenient. This can result in corruption and demoralization of an organization as well as possible criminal and/or civil liability for the managers and the Company. The Company's system of management will not work without strong leadership committed to honesty, exhibited through honest recordkeeping, honest budget proposals and honest economic evaluation of projects. In addition, if you are a Company leader, you are expected to:

Build and maintain a culture of compliance by:

- Leading by example, using your own behavior as a model for all employees,
- Making sure that employees understand that business results are never more important than compliance, and
- Encouraging employees to raise their integrity questions and concerns.

Prevent compliance problems by:

- Ensuring that compliance risks associated with your area of responsibility are systematically identified, and
- Ensuring that policies and procedures, tailored to the particular risk areas faced in your area of responsibility, are issued and communicated.

Detect compliance problems by:

- Implementing appropriate control measures to detect compliance risks and/or violations, and
- Promoting an effective system that permits employees to raise concerns without fear of retaliation.

Respond to compliance problems by:

- Taking prompt corrective action to fix any identified weaknesses in compliance measures,
- Taking appropriate disciplinary action, and
- Consulting with the Ethics and Compliance Department and the Law Department and making appropriate disclosures to regulators and law enforcement authorities.

## *Penalties for Violations*

If you violate the letter or the spirit of the Company's policies, you will be subject to disciplinary action, up to and including termination of employment.

The amount of money involved in a violation is immaterial in assessing the seriousness of the violation. Enforcement decisions are based upon the perceived ethical or legal failing and not the immediate dollar value of the transgression. Heavy penalties may be asserted against the Company for a violation involving a relatively small amount of money. Therefore, you should not discount possible violations merely because they appear to be of inconsequential value. All violations must be reported to help the Company and affected employees minimize their exposure to penalties.

The overall seriousness of a violation will be considered in setting the disciplinary action to be taken against an individual employee or director. Such action for an employee may include – but is not limited to – one or more of the following:

- Reprimand
- Probation
- Suspension
- Negative performance review
- Reduction in salary
- Demotion/Reassignment
- Termination

Disciplinary action against a director may include – but is not limited to – one or more of the following:

- Censure
- Reduction in duties
- Recommendation to stockholders for removal from the Board, or against nomination for reelection

Action against a contractor or supplier may include termination of any agreements with the Company.

Disciplinary action may be taken against a violator's manager or supervisor if the circumstances of the violation reflect inadequate leadership or a lack of diligence, or where reasonable diligence on the part of the manager or supervisor would have led to the discovery or prevention of such violation and permitted an earlier correction of the violation.

Some conduct may result in the referral to criminal prosecution or civil action. Some examples of conduct that may result in discipline are:

- Violating a Company policy
- Requesting others to violate a Company policy
- Failing to promptly report a known or suspected policy violation
- Failing to cooperate in investigations of possible violations of Company policies
- Retaliating against a Company employee for reporting a violation
- If you are a supervisor, condoning or permitting illegal or unethical conduct by those reporting to you

## *Personal Commitment to Integrity*

As a Company employee, you must sign an acknowledgment of your personal commitment to integrity. This acknowledgement of your commitment must be renewed as this Code of Conduct is revised at least every two years. This acknowledgement will be maintained in your personnel file.

# YOUR PERSONAL COMMITMENT TO INTEGRITY AND CONFLICTS OF INTEREST DISCLOSURE FORM

I acknowledge that I have received the Global Medical Response, Inc. (and subsidiaries) Business Code of Conduct & Compliance Handbook (the “Code”).

I understand that I am required to read the Code and comply with the policies described in the Code.

When I have a concern about a possible violation of the Code or any Company policy, I will raise the concern with a member of management with whom I feel comfortable, with the Human Resources Department, the Ethics and Compliance Department or the Law Department. I will report any known or perceived violations as soon as possible but without unreasonable delay.

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Name (Print): \_\_\_\_\_

Company: \_\_\_\_\_ Employee ID#: \_\_\_\_\_

Position Title: \_\_\_\_\_ Location: \_\_\_\_\_

Signature: \_\_\_\_\_ Date: \_\_\_\_\_

I certify that I have read and understand the GMR Conflicts of Interest policy contained within the Code and that:

\_\_\_\_\_ I have no conflicts of interest.

\_\_\_\_\_ I request assistance in determining whether I have a conflict of interest. (please describe below)

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Signature: \_\_\_\_\_ Date: \_\_\_\_\_





