



The Joint Commission **Code of Conduct**



The Joint Commission



Joint Commission
Resources



Joint Commission Center
for Transforming Healthcare





Code of Conduct

Table of Contents

Purpose Statement.....	3
Mission, Vision and Values.....	3
Introduction and Definitions	3
Letter from the President.....	4
Principle 1 Legal Compliance.....	5
Principle 2 Business Ethics	7
Principle 3 Confidentiality	9
Principle 4 Conflict and Duality of Interest	12
Principle 5 Core Activity and Relationships	14
Principle 6 Protection of Assets	16
Administration and Application	17
Getting Help and Reporting	17

PURPOSE

This Code of Conduct has been adopted by the Board of Commissioners of The Joint Commission, the Board of the Joint Commission Center for Transforming Healthcare and the Board of Directors of Joint Commission Resources to provide standards to guide Joint Commission Personnel (as defined below) in conducting themselves to protect and promote organization-wide integrity and to enhance The Joint Commission's ability to achieve its declared mission.

VISION STATEMENT

All people always experience the safest, highest quality, best-value health care across all settings.

MISSION STATEMENTS

The Joint Commission

The Joint Commission's mission is to continuously improve health care for the public, in collaboration with other stakeholders, by evaluating health care organizations and inspiring them to excel in providing safe and effective care of the highest quality and value.

Joint Commission Resources

The mission of Joint Commission Resources (JCR) is to continuously improve the safety and quality of health care in the United States and in the international community through the provision of education, publications, consultation, and evaluation services.

Joint Commission Center for Transforming Healthcare

To transform healthcare into a high reliability industry by developing highly effective, durable solutions to health care's most critical safety and quality problems in collaboration with health care organizations by disseminating the solutions widely and by facilitating their adoption.

ENTERPRISE CORPORATE VALUES

- **Quality** We believe that our customers are entitled to quality services and products provided in the most cost-effective manner
- **Teamwork** We believe that a productive work environment requires teamwork, active collaboration, and clear and open communication within and across organizational units
- **Respect** We value the contributions of each individual, encourage development of individual capabilities, emphasize the importance of individual well-being, and gain strength from the diversity of our staff

- **Courtesy** We affirm that courtesy is essential in all relationships
- **Integrity** We pledge that honesty and ethical behavior will characterize all of our transactions
- **Empowerment** We believe that each employee should have the authority and support necessary to contribute effectively to continuous improvement in organization performance
- **Responsiveness** We seek to understand and be responsive to the needs of one another and the needs of those who use our products and services
- **Recognition** We believe that effective performance should be recognized
- **Improvement** We seek to continually improve our performance

INTRODUCTION

This Code of Conduct contains *principles* which articulate the broad policy goals of The Joint Commission and *standards* which set forth specific measures to guide the behavior of all Personnel. The principles set forth in this Code of Conduct shall be distributed periodically to all Joint Commission Personnel. All Joint Commission Personnel shall ensure that their behaviors and activities are consistent with this Code of Conduct, and as applicable, with The Joint Commission's policies and procedures and The Joint Commission Employee Handbook.

DEFINITIONS

As used in this Code of Conduct, "The Joint Commission" means the corporate enterprise and each of its divisions and operating units including, but not limited to, The Joint Commission's wholly controlled not-for-profit affiliate, Joint Commission Resources Inc. (JCR), JCR's international division, Joint Commission International (JCI), the Joint Commission Surveyor and QHR Consultant Corporation and the Joint Commission Center for Transforming Healthcare (the Center). The term "Joint Commission Personnel" includes the terms "officer," "commissioner or director," "employee," designated "contractors," student "interns," "fellows" and "agents." The term "Joint Commission employee" refers to officers and employees but not "commissioner or director, independent contractors or agents." The term "business" includes all operations of The Joint Commission. The term "Accreditation" shall incorporate accreditation, certification, designation and any other evaluation-type activities of The Joint Commission.



To Joint Commission Enterprise Personnel:

The ability of The Joint Commission to achieve its mission requires that we continually strive to maintain the remarkable reputation for integrity that this organization has earned throughout its long history. This means that all of us are called upon to:

- conduct all our activities in a way that is truly compliant with our professional, legal, and ethical responsibilities, and
- observe the principles and adopt the behaviors of a safety culture.

That is why, every year, we review and agree to follow the Code of Conduct. The code sets forth the basic principles we hold dear in conducting our business and it recognizes our responsibilities to our peers, partners and the health care community that we serve. Because we are The Joint Commission, our every action is closely scrutinized by our stakeholders and other interested parties. I think you will agree that one of our most valuable assets is our reputation.

The enclosed Code of Conduct is intended to guide responsible decision-making with the goals to promote organization-wide integrity and to demonstrate that complying with our legal and ethical obligations is a natural extension of what we do every day. The Code of Conduct is our map toward these goals; it orients and directs us in our day-to-day work and in our dealings with others. Our work is not easy; but it is also both professionally and personally rewarding. I thank you for the pride you take in your work and I encourage you to be mindful of the Code of Conduct and of your role in keeping The Joint Commission's reputation one that others strive to emulate. Thank you.

Sincerely,

A handwritten signature in black ink that reads "Mark R. Chassin". The signature is written in a cursive, flowing style.

Mark R. Chassin, M.D., F.A.C.P., M.P.P., M.P.H.
President

PRINCIPLES AND STANDARDS



Principle 1. Legal Compliance

The Joint Commission shall strive to ensure that all activities by or on behalf of the organization are in compliance with applicable laws and regulations.

The following standards provide guidance to all Joint Commission Personnel to support their compliance with applicable laws. These standards are neither exclusive nor complete. Joint Commission Personnel are required to comply with all applicable laws, whether or not specifically addressed in these policies. If questions regarding the existence, interpretation, or application of any law arise, they should be directed to The Joint Commission's Corporate Compliance Officer who, as appropriate, will consult The Joint Commission's Compliance Council and/or legal staff.

Standard 1.1. Antitrust

All Joint Commission Personnel shall comply with applicable antitrust and similar laws that promote competition. Examples of conduct prohibited by the antitrust laws include agreements to fix prices, rig bids, or other collusion with competitors intended to reduce competition for purchases of goods or services; boycotts; certain kinds of exclusive dealing; in certain circumstances, the tying of the sale of one product or service to a requirement to purchase another product or service; and unfair trade practices that may include bribery, misappropriation of trade secrets, deception, intimidation, or similar unfair business activity.

Standard 1.2. Tax Exemption

As a tax-exempt, not-for-profit entity, The Joint Commission has a legal and ethical obligation to act in compliance with applicable tax laws, to engage in activities in furtherance of its charitable purpose, and to ensure that its resources are used in a manner which furthers the public good rather than the private or personal interests of any individuals or groups of individuals. Consequently, The Joint Commission and all Joint Commission Personnel shall avoid compensation arrangements in excess of fair market value, shall

provide accurate reports to appropriate taxing authorities, shall file all tax and information returns in a manner consistent with applicable laws and shall avoid the appearance of impropriety as well as actual impropriety. (See Principle 4: Conflicts and Dualities of Interest.)

Lobbying/Political Activity

Joint Commission Personnel shall not engage in lobbying on behalf of The Joint Commission unless authorized. Political campaign activity on behalf of The Joint Commission is prohibited because it jeopardizes the tax-exempt status of the organization.

- **Political Activity** – No individual shall contribute or make any agreement to contribute any money, property, or services of any Joint Commission Personnel at The Joint Commission's expense to any political candidate, party, organization, or committee. Joint Commission Personnel may personally contribute money, time, or service to political organizations or campaigns, but they must do so as individuals, and not as a representative of The Joint Commission.
- **Lobbying** – The Joint Commission may participate in designated lobbying activities:
 - The Joint Commission may engage in advocacy when consistent with its mission, and may analyze and take positions on issues that have a relationship to the operations or interests of The Joint Commission and/or the quality and safety of care;
 - The Joint Commission may offer recommendations through written or oral testimony and statements concerning legislation, regulations or policy decisions being considered by governmental agencies; and
 - The Joint Commission can comment on existing federal or state law and administrative procedures.

The Joint Commission lobbying activities are coordinated through Department of State & External Relations or The Joint Commission's Washington, DC office.

The Joint Commission has many contacts and dealings with governmental bodies and officials. All such contacts and transactions shall be conducted in an honest and ethical manner. Any attempt to influence the decision-making process of governmental representatives or officials by an improper offer of any benefit is absolutely prohibited. Any requests or demands by any governmental representative for any improper benefit shall immediately be reported to the Corporate Compliance Officer.

Standard 1.3. Protecting the Environment

The Joint Commission shall manage and operate its businesses in a manner that respects its environment and conserves natural resources. All Joint Commission Personnel shall strive to utilize resources appropriately and efficiently, to recycle where possible and otherwise dispose of all waste in accordance with applicable laws and regulations, and work cooperatively with the appropriate authorities to remedy any environmental contamination for which The Joint Commission may be responsible.

Standard 1.4. Equal Employment Opportunity

The Joint Commission believes that fair and equitable treatment of Joint Commission employees and all who deal with The Joint Commission is critical to fulfilling its mission, vision, and values. To further this policy, Joint Commission employees will be recruited, hired, trained, promoted, assigned, transferred, laid-off, recalled, and terminated based on their own abilities in balance with corporate needs, achievements, experience, and conduct without regard to race, color, religion, sex, sexual orientation, ethnic origin, age or disability, genetic information and any other classification prohibited by law.

In addition, no form of harassment or discrimination on the basis of sex, sexual orientation, race, color, disability, age, religion or ethnic origin, and any other classification prohibited by law shall be permitted. Each allegation of harassment or discrimination shall be promptly investigated in accordance with applicable Joint Commission policies. Joint Commission Personnel are to contact Human Resources to report any incident of harassment or discrimination, or with any questions relating to this issue.

Standard 1.5. Safety

The Joint Commission is committed to providing a safe work environment for all Joint Commission Personnel. As an employer, The Joint Commission shall adhere to applicable laws, regulations, rules, and guidelines to ensure an environment free from recognized hazards that might cause harm to Joint Commission employees. Employees are responsible for carrying out their duties in a safe and efficient manner. Safety consciousness must be a key part of all Personnel thinking and planning. All Personnel must report any unsafe conditions immediately, including any suspicious, or unauthorized person found on the premises.

Standard 1.6 Intellectual Property

The Joint Commission complies with the laws and regulations that govern the rights to and protection of our own and other's copyrights, trademarks, patents, trade secrets, and other forms of intellectual property.



Principle 2. Business Ethics

In furtherance of The Joint Commission’s commitment to the highest standards of business ethics and integrity, all Joint Commission Personnel shall accurately and honestly represent The Joint Commission and shall not engage in any activity or scheme intended to defraud anyone of money, property or honest services. Further, all Joint Commission Personnel shall conduct themselves consistent with The Joint Commission Safety Culture.

The standards set forth below provide guidance to ensure that The Joint Commission’s business activities reflect the high standards of business ethics and remain consistent with the corporate value of integrity. Leadership will inspire others to be accountable to deliver results with integrity, and all staff will use teamwork and the sharing of information to foster ethical decision-making. Joint Commission Personnel’s conduct not specifically addressed by these standards shall be consistent with Principle 2.

Standard 2.1. Ethics of Information

(a) Honest Communication

The Joint Commission requires candor and honesty from all Joint Commission Personnel in the performance of their responsibilities and in any Joint Commission related communication with each other, the government, customers and The Joint Commission attorneys and auditors. No Joint Commission Personnel shall knowingly make false or misleading statements of any kind, including through the use of email, about The Joint Commission, its products and services, or competing Accreditation entities and their products and services, to any person or entity doing business with The Joint Commission, specifically including, but not limited to, organizations seeking to obtain or retain Accreditation. All employees applying for research

grants or performing research of any type are responsible for maintaining high ethical standards in any written or oral communications regarding their research projects as well as for following appropriate research guidelines and Joint Commission policies.

(b) Misappropriation or Inappropriate Use of Proprietary Information

Joint Commission Personnel shall not misappropriate confidential or proprietary information belonging to any other person or entity or utilize any publication, document, computer program, information, or product in violation of a third party’s interest in such product. All Joint Commission Personnel shall ensure that they do not improperly copy for their own use or for The Joint Commission’s use any documents or computer programs in violation of applicable copyright laws or licensing agreements.

Standard 2.2. Ethics of the Workplace

(a) Safety Culture

The Joint Commission supports and functions within a Safety Culture - that is, a work environment that fosters mutual trust and individual accountability by embracing a respectful exchange of ideas and other behaviors that lead to organizational learning; continuous improvement; and processes, services, and products that are consistently excellent. Corporate behaviors reflect the three imperatives of trust, report, and improve.

(b) Harassment

The Joint Commission supports the principle that all individuals should be able to seek, obtain, and hold employment without being subject to harassment based on sex, sexual orientation, race, color, gender, age, disability, religion, ethnic origin or any other classification identified in law. It is Joint Commission policy to maintain a working environment free from all forms of such harassment or intimidation. Sexual harassment is an area of particular concern. Any unwelcome verbal exchanges, such as jokes, innuendo, slurs, or requests for sexual favors, or physical conduct, including touching, gesturing, unwelcome sexual advances, or other verbal or physical conduct of a sexual nature, shall be considered harassment which violates this policy and may subject the offender to disciplinary action.

(c) Unprofessional Conduct

The Joint Commission expects each Joint Commission employee to use common sense and good judgment and holds all Joint Commission employees to the highest standards of conduct, etiquette, and professionalism in all of their employment-related dealings with customers, vendors, and co-workers. Any Joint Commission employee who exhibits unprofessional conduct of any kind, including but not limited to disruptive, discourteous, intimidating, disrespectful or abusive behavior that interferes with the Joint Commission Safety Culture, threats or physical assaults, or sexual harassment to other Joint Commission Personnel or the Personnel of any entity having a relationship with The Joint Commission will be investigated by the Associate Director, Employment/Employee Relations of the Human Resources Department or the Corporate Compliance Officer. The Joint Commission reserves the right to impose appropriate disciplinary action for any behavior it considers to be disruptive and/or inappropriate. The circumstances of each situation may differ, and the level of discipline may vary depending upon factors such as the nature of the offense, whether it reflects repetitive behavior, and the impact of the conduct on the organization. Discipline may include such actions as verbal counseling, written warning, and termination. This section applies to Joint Commission Personnel; investigation and resolution of issues relating to

non-employees will be handled through the Office of General Counsel.

Standard 2.3. Ethics of Accounting Information

(a) Internal Control

The Joint Commission has established control standards and procedures to ensure that assets are protected and properly used and that financial records and reports are accurate and reliable. All Joint Commission Personnel share the responsibility for maintaining and complying with required internal controls.

(b) Financial Reporting

All financial reports, accounting records, research reports, expense accounts, time sheets and other documents shall accurately and clearly represent the relevant facts or the true nature of a transaction. Improper or fraudulent accounting, documentation, or financial reporting is contrary to the policy of The Joint Commission and may be in violation of applicable laws.

Standard 2.4. Fraud

The Joint Commission prohibits fraudulent activity and has established procedures for reporting and investigating any suspected fraud. Fraud includes, but is not limited to:

- A dishonest or fraudulent act;
- Embezzlement;
- Forgery or alteration of negotiable instruments such as Joint Commission checks or drafts;
- Misappropriation of Joint Commission employee, customer or partner assets;
- Unauthorized handling or reporting of Joint Commission transactions; and
- Falsification of records or financial statements for personal or other reasons.

Any Joint Commission Personnel who suspect that any fraudulent activity may have occurred or are aware of any activity in violation of this Code of Conduct are required to report such concerns to an Officer, the General Counsel, or the Corporate Compliance Officer.



Principle 3. Confidentiality

In accordance with applicable legal and ethical standards, Joint Commission Personnel shall maintain the confidentiality of The Joint Commission’s intellectual property, employee and financial information, and any confidential proprietary or otherwise sensitive information received from or about health care organizations that is acquired through the Accreditation process, including protected health information.

The Joint Commission and Joint Commission Personnel are in possession of and have access to a wide variety of confidential, sensitive, and proprietary information, including protected health information, the inappropriate release of which may be unlawful or could be injurious to individuals, health care organizations that are either accredited by or are seeking Accreditation from The Joint Commission or organizations which utilize JCR consultative technical assistance services. All Joint Commission Personnel shall actively protect and safeguard confidential, sensitive, proprietary information, and protected health information in a manner designed to prevent the unauthorized disclosure of such information. The prohibition for Joint Commission Personnel on releasing confidential or proprietary information does not terminate with the cessation of their relationships with The Joint Commission.

Standard 3.1. Organization-Specific Information

The Joint Commission commits to health care organizations that certain documents received through the Accreditation processes will be kept confidential. Likewise, JCR and the Center commit to its client and participating organizations that any information about the organization obtained in connection with the performance of services will be treated as confidential and will not be disclosed without the organization’s written authorization. All Joint Commission Personnel are responsible for maintaining the confidentiality of any

organization-specific information in accordance with applicable laws and Joint Commission policies.

Standard 3.2. Protected Health Information

All Joint Commission Personnel shall conduct themselves in accordance with Joint Commission policy and all applicable laws and regulations to comply with the principle of maintaining the confidentiality of protected health information to which The Joint Commission is given access in the course of its Accreditation activities and supporting programs, the Joint Commission Center for Transforming Healthcare is given access for its patient safety projects and JCR is given access in the course of its consultative technical assistance services. Joint Commission Personnel shall comply strictly with all applicable Federal and State laws and regulations regarding the confidentiality of protected health information. If questions arise regarding the obligation to maintain the confidentiality of such information, Joint Commission Personnel should seek guidance from the Corporate Compliance Officer who, if necessary, will consult The Joint Commission’s Corporate Compliance Council or General Counsel.

Standard 3.3. Proprietary Information

Information, ideas, and intellectual property assets of The Joint Commission are important to organizational success. Confidential information pertaining to The Joint Commission's competitive position or strategies to accomplish its mission and information relating to negotiations with Joint Commission Personnel or third parties shall be protected and shared only with Joint Commission Personnel having a need to know such information in order to perform their job responsibilities. Joint Commission Personnel shall exercise care to ensure that The Joint Commission's intellectual property rights, including patents, trademarks, copyrights and software are carefully maintained and managed to preserve and protect their value. Joint Commission Personnel also have an obligation to maintain the confidentiality of any outside organization's proprietary information that is of a sensitive and confidential nature when such is acquired in the course of providing services to that organization. When Joint Commission Personnel obtain knowledge of a health care organization's intellectual property or confidential proprietary information in the course of the provision of services, such knowledge shall be treated with the same degree of confidentiality that is given to such Joint Commission information.

Standard 3.4. Personnel Actions/Decisions

Salary, benefit, and other personal information relating to Joint Commission employees shall be treated as confidential. Personnel files, payroll information, disciplinary matters, and similar information shall be maintained in a manner designed to ensure confidentiality in accordance with applicable laws. Joint Commission Personnel shall exercise due care to prevent the release or sharing of information beyond those persons who may need such information to fulfill their job functions.

Standard 3.5. Certain Financial Information

The Joint Commission believes in transparency of certain financial information. Therefore, IRS Form 990 is available to the public upon request and is posted on The Joint Commission's web site, and the Accreditation fee schedule is posted on the accredited organization's extranet site and is available to potential customers. However, the following specified financial information shall be treated as confidential and limited to those persons with a business need-to-know: insurance claim information; business rules; internal audit reports; survey contract information; customer financial information; vendor bids; certain business contract information such as negotiated discounts; tax analyses and assessments; government approved contract rates, including calculations and methodology; corporate credit card information; credit card information submitted with expense reports for employees or guest travelers; and JCR consulting and JCI Accreditation pricing information. Joint Commission Personnel shall exercise due care to prevent the release or sharing of such information beyond those persons who may need such information to fulfill their job functions.

Standard 3.6. Information Security

The Joint Commission is committed to providing safeguards for all confidential information. Joint Commission Personnel are provided access to The Joint Commission's IT network when authorized for business purposes. Joint Commission Personnel are responsible for ensuring that their behavior will maintain administrative, physical and technical safeguards. This includes but is not limited to protecting their passwords, not accessing information to which they are not authorized, not installing unauthorized material on their PCs, and reporting any vulnerabilities to or breaches of security to the Joint Commission Security Officer.

Standard 3.7. Firewall Policies

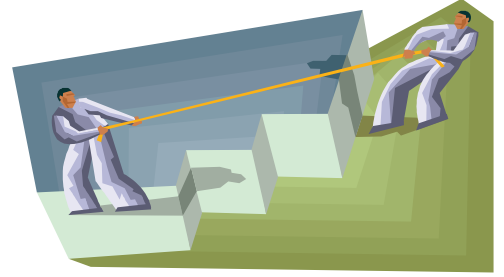
It is of the utmost importance to The Joint Commission to maintain the integrity and independence of The Joint Commission's Accreditation process and the integrity of JCR consultative activities. To prevent improper sharing of information, The Joint Commission has created the Firewall Policy which is designed to ensure that no confidential organization-specific information is shared between The Joint Commission's Accreditation functions and the consultative functions of JCR. Joint Commission Personnel are responsible for ensuring that their actions are consistent with the Firewall Policy, procedures, protocols, and guidelines that have been established. All violations to the policy must be reported to the Corporate Compliance Officer, and all Personnel are encouraged to raise concerns or to ask questions to clarify their understandings of the operations of the firewall.

Standard 3.8 Data Privacy

All individual personally identifiable information, including personal identifiers, of Joint Commission Personnel, customers, and patients will be kept confidential except where release is authorized. Examples of personal identifiers include but is not limited to: social security numbers, or names with demographic information, credit card information, account numbers, date of birth, or drivers license numbers. To protect personally identifiable information, all Joint Commission Personnel shall:

- Be aware of any personal information with which they work;
- Understand the legal and contractual limitations on the use of personal information;
- Collect, use and disclose personnel information consistent with the law and Joint Commission policies;
- Properly store or transport personal information
- Report any unauthorized access, use or disclosure to the Corporate Compliance and Privacy Officer.

Principle 4. Conflicts and Dualities of Interest



Joint Commission employees and Board members owe a duty of undivided and unqualified loyalty to the organization. Persons holding such positions may not use their positions to profit personally or to assist others in profiting in any way at the expense of the organization. Conflicts and dualities of Commissioners and JCR Directors are more specifically addressed in Policies and Procedures on Fiduciary and Confidentiality Requirements and Conflicts and Dualities of Interest. Additional provisions regarding conflicts that apply to The Joint Commission and JCR employees and Personnel are set forth in the conflicts policies of these organizations.

All Joint Commission Commissioners, JCR Directors, Center Directors and employees shall regulate their activities to avoid actual impropriety and/or the appearance of impropriety that might arise from their activities or involvement with other persons or entities that, if not disclosed, have the potential to influence the Accreditation activities, business affairs, or plans of The Joint Commission Accreditation. Joint Commission Personnel shall not make public statements with regard to Joint Commission matters unless authorized to make such statements as a representative of The Joint Commission. Should a conflict or duality be identified, it must be disclosed. All Personnel are encouraged to refer to the relevant Conflict of Interest Policy for more detail. All Personnel are encouraged to call the Corporate Compliance and Privacy Officer with any questions on whether a particular situation presents a conflict of interest.

Definition:

Conflict of Interest – A conflict of interest occurs when an interested person has a financial interest individually or as it relates to a family member, which is disclosed as or found to (a) impair the individual's objectivity or (b) create an unfair competitive advantage for any person or

organization other than The Joint Commission. Conflict of interest means more than individual bias. There must be a financial interest that could directly affect the work or services of Personnel to be considered a conflict.

Standard 4.1. Outside Financial Interests

While not all-inclusive, the following is a general description of the types of activities by any Joint Commission Personnel, or household member of such person, which would create a conflict or duality of interest:

- **Competition for Opportunities.** Competition with The Joint Commission by any Joint Commission employees or Board members, directly or indirectly, through the purchase, sale, or ownership of property or property rights or interests or business investment opportunities.
- **Ownership or Employment Interests.** Ownership in, employment by, or engagement in another business relationship with any outside concern which does business with The Joint Commission. This does not apply to stock or other investments held in a publicly held corporation, provided that the value of the stock or other investments does not exceed 5% of the corporation's stock. The Joint Commission may, following a review of the relevant facts, permit ownership interests which exceed these amounts if management concludes such ownership interests will not adversely impact The Joint Commission's business interests or the judgment of the affected person.
- **Conduct of Outside Business.** Conduct of any business not on behalf of The Joint Commission with any Joint Commission vendor, supplier, contractor, or agency, or any of their officers or employees.

- Interested Transactions. Representation of The Joint Commission by any Joint Commission Personnel in any transaction in which he or she or a household member has a substantial personal interest.
- Non-Financial Interests. Involvement in the management or oversight of a business or charity, whether or not competitive to The Joint Commission, which may divide the loyalty of Joint Commission Personnel to The Joint Commission.

Standard 4.2. Services for Competitors/Vendors

Joint Commission employees shall not perform work or render services for any competitor of The Joint Commission or for any organization with which The Joint Commission does business or which seeks to do business with The Joint Commission outside of the normal course of his or her employment with The Joint Commission unless such work or service has been identified as an allowable exception in the Conflict of Interest Policy and approval has been provided by the person's supervisor.

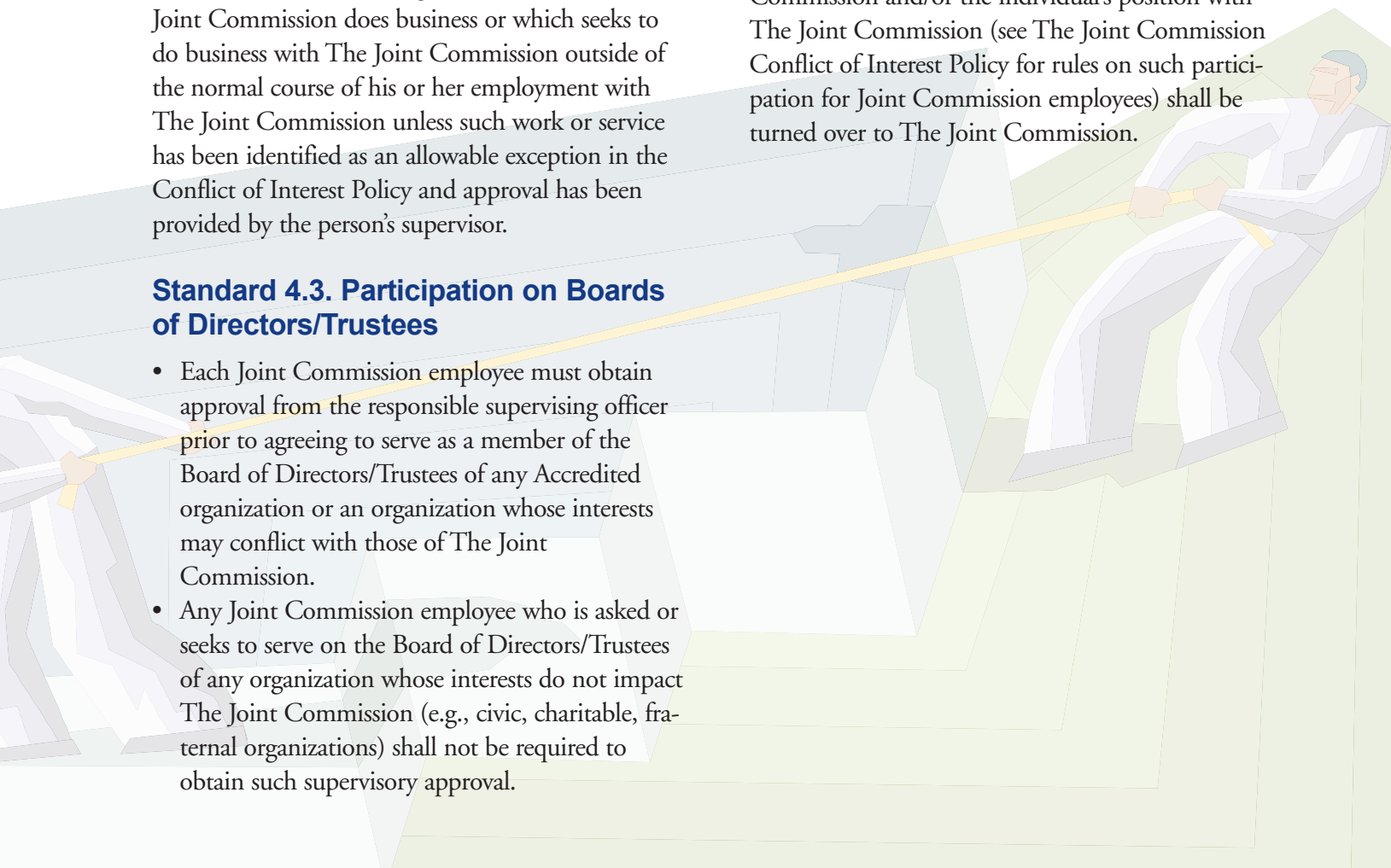
Standard 4.3. Participation on Boards of Directors/Trustees

- Each Joint Commission employee must obtain approval from the responsible supervising officer prior to agreeing to serve as a member of the Board of Directors/Trustees of any Accredited organization or an organization whose interests may conflict with those of The Joint Commission.
- Any Joint Commission employee who is asked or seeks to serve on the Board of Directors/Trustees of any organization whose interests do not impact The Joint Commission (e.g., civic, charitable, fraternal organizations) shall not be required to obtain such supervisory approval.

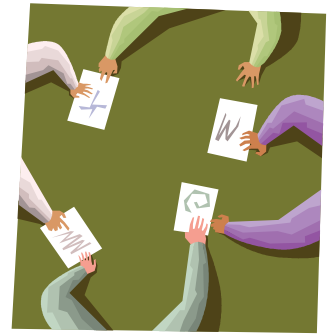
- All fees and/or compensation (other than reimbursement for expenses arising from Board participation) that are received for Board services provided during normal work hours shall be paid directly to The Joint Commission.
- The Joint Commission retains the right to prohibit membership on any Board of Directors/Trustees where such membership might conflict with the best interests of The Joint Commission or JCR.

Standard 4.4. Honoraria

Any honoraria provided to a Joint Commission employee for a speaking engagement or educational program that relates to the activities of The Joint Commission and/or the individual's position with The Joint Commission (see The Joint Commission Conflict of Interest Policy for rules on such participation for Joint Commission employees) shall be turned over to The Joint Commission.



Principle 5. Core Activity and Relationships



Joint Commission transactions with organizations seeking to obtain or retain Accreditation, vendors, contractors, and other third parties shall be conducted free from offers or solicitation of gifts and favors or other improper inducements in exchange for influence or assistance in a transaction.

The standards set forth below are intended to guide key Joint Commission Personnel in determining the appropriateness of certain activities or behaviors in the context of The Joint Commission's core activities and relationships, including relationships with organizations seeking to obtain or retain Accreditation, vendors, contractors, and government entities. This policy shall be construed broadly to avoid even the appearance of improper activity. If there is any doubt or concern as to whether specific conduct or activities are ethical or otherwise appropriate, the Corporate Compliance Officer should be consulted.

Standard 5.1. Gifts and Gratuities

The Joint Commission needs to preserve and protect its reputation at all times and to avoid even the appearance of impropriety. Consequently, the following situations are some examples where gift exchanges may require additional guidance:

- *Gifts Influencing Decision-Making.* Unless otherwise authorized, Joint Commission Personnel shall not accept gifts, favors, services, entertainment or other things of value to the extent that decision-making or actions affecting The Joint Commission may be influenced. Similarly, the offer or giving of money, services, or other things of value with the expectation of influencing the judgment or decision-making process of any purchaser, supplier, customer, government official, or other person by The Joint Commission is absolutely prohibited. Any such conduct must be reported immediately to the Corporate Compliance Officer.

- *Accreditation Process Decision-Making and Gifts.* Joint Commission employees, specifically including surveyors, directly involved in the Accreditation process may not accept any form of gift from a surveyed organization. A modest onsite lunch provided by the surveyed organization may enhance the efficiency of the survey and is not considered a gratuity or gift. In those organizations where it is culturally unacceptable to refuse a gift, such as the Indian Health Service and international organizations, the judgment to accept a nominal gift rests with the survey team leader.
- *Gifts From Existing Vendors.* Joint Commission Personnel may retain gifts from vendors which have a nominal value. The Joint Commission does not define "nominal" as a specific dollar value, but expects Joint Commission Personnel to exercise good judgment and discretion in accepting gifts.
- *Vendor Sponsored Meals.* At a vendor's invitation, Joint Commission Personnel may accept meals that are business-related at the vendor's expense, as long as the amount of which falls within Joint Commission reimbursement guidelines. For more detailed information, Joint Commission employees should refer to the Gift Policy.

Standard 5.2. Contracting

Joint Commission Personnel may not utilize "insider" information from any business activity conducted by or on behalf of The Joint Commission for their own benefit. All business relations with contractors must be conducted at arm's length both in fact and in appearance and in compliance with Joint Commission policies and procedures. Joint Commission Personnel must disclose personal relationships and business activities with contractor Personnel that could be construed by an impartial observer as improper with reference to the Joint Commission Personnel's performance or duties. Joint Commission Personnel have a responsibility to

obtain clarification from management on questionable practices that may arise and to comply, where applicable, with The Joint Commission's conflict of interest policies. All non-governmental grant support or sponsorship must be approved by the Corporate Sponsorship Committee and formalized in an approved written agreement.

Standard 5.3. Business Inducements

Joint Commission Personnel shall not seek to gain any advantage through the improper use of payments, business courtesies or other inducements. Offering, giving, soliciting or receiving any form of bribe or other improper payment is prohibited. Appropriate commissions, rebates, discounts, and allowances are customary and acceptable business inducements provided that they are approved by Joint Commission management, or the CFO or his or her designee, and that they do not constitute illegal or unethical payments. Any such payments must be reasonable in value, competitively justified, properly documented, and made to the business entity to whom the original agreement or invoice was made or issued. Such payments are not to be made to individual employees or agents of business entities. In addition, Joint Commission Personnel may provide gifts, entertainment, and meals of nominal value to Joint Commission customers, current and prospective business partners, and other persons when such activities have a legitimate business purpose, are reasonable, and are consistent with all applicable laws.

Standard 5.4. Relationships with Government Agencies

All relationships with government agencies, officials, and employees must be conducted with honesty and integrity and must be in compliance with the letter and intent of applicable laws and regulations. In any procurement situation, offering or giving gifts is strictly forbidden. It is Joint Commission policy to cooperate with all reasonable requests concerning company operations from federal,

state, municipal, and foreign governmental agencies, such as the Government Accountability Office, the Department of Health and Human Services, the Office of Inspector General, the Centers for Medicare and Medicaid Services, and various state agencies. However, when non-routine requests from government agencies are received, employees should consult with senior management, the Department of State & External Relations (for state agency requests), The Joint Commission's Washington, DC office (for federal agency requests), or the Legal Department prior to responding to such requests.

Standard 5.5. International Business Practices

The policy of The Joint Commission is to abide by all laws applicable to the jurisdictions in which it operates, and it expects anyone doing business on its behalf to also comply with those laws. All Joint Commission Personnel, joint-venture partners, or anyone else doing business in The Joint Commission's name are required to comply strictly with the International Business Practices Policy, the Foreign Corrupt Practices Act, and all other applicable laws.

Principle 6. Protection of Assets



All Joint Commission Personnel shall strive to preserve and protect The Joint Commission's assets by making prudent and effective use of Joint Commission resources and properly and accurately reporting its financial condition

The standards set forth below are intended to guide key Joint Commission Personnel by articulating The Joint Commission's expectations with respect to activities or behaviors which may impact The Joint Commission's financial health or which reflect reasonable and appropriate use of the assets of a not-for-profit entity.

Standard 6.1. Internal Control

The Joint Commission has established control standards and procedures to ensure that its assets are protected and properly used and that financial records and reports are accurate and reliable. All Joint Commission Personnel share responsibility for maintaining and complying with required internal controls.

Standard 6.2. Travel and Entertainment

Travel and entertainment expenses should be consistent with each Joint Commission employee's job responsibility and the organization's needs and resources. It is Joint Commission policy that Joint Commission employees should not suffer financial loss or experience financial gain as a result of business travel and entertainment. Joint Commission employees shall exercise reasonable judgment in the use of Joint Commission assets and spend the organization's assets as carefully as they would spend their own. Joint Commission Personnel also shall comply with Joint Commission policies relating to travel and entertainment expenses.

Standard 6.3. Use of Corporate Assets

All Joint Commission Personnel are expected to refrain from converting assets of The Joint Commission to personal use. All property and business of The Joint Commission shall be conducted in a manner designed to further The Joint Commission's interests rather than the personal interest of individual Joint Commission Personnel. Joint Commission Personnel who have been entrusted with the care of The Joint Commission portable devices must safeguard such devices from loss, theft or unauthorized use. Joint Commission Personnel are prohibited from the unauthorized use or taking of The Joint Commission's equipment, supplies, materials or services.. All Joint Commission Personnel are required to comply with copyright laws as it applies to print and electronic materials. Prior to engaging in any activity on company time which will result in remuneration to Joint Commission Personnel or the use of The Joint Commission's equipment, supplies, materials, or services for personal or non-work related purposes, Joint Commission Personnel shall obtain the approval of an appropriate manager.

ADMINISTRATION AND APPLICATION

The Joint Commission expects each person to whom this Code of Conduct applies to abide by the principles and standards set forth herein and to conduct the Accreditation activities, business, and affairs of The Joint Commission in a manner consistent with the general statement of principles set forth herein and in all Joint Commission Policies and Procedures and in The Joint Commission Employee Handbook.

Employee Responsibilities:

- Understand and comply with the Code of Conduct.
- Prevent compliance violations and protect the reputation of the company.
- Report if you believe or suspect a violation has occurred.

Leadership Responsibilities:

1. Officers and Managers will assume a leadership role in the promotion of ethical conduct and ensuring all employees are familiar with the Code of Conduct.
2. Create an open environment to support staff in asking questions and making ethical decisions.

Failure to abide by this Code of Conduct, the guidelines for behavior that the Code of Conduct stipulates, or the other policies referenced herein may lead to disciplinary action. For alleged violations, The Joint Commission shall weigh relevant facts and circumstances, including, but not limited to, the extent to which the behavior was contrary to the express language or general intent of the Code of Conduct or other relevant policies, the egregiousness of the behavior, the Joint Commission Personnel's history with the organization, and other factors which The Joint Commission deems relevant. Discipline may, at The Joint Commission's discretion, range from verbal counseling to termination. In the event that any Joint Commission Personnel are covered by the terms of a collective bargaining agreement, discipline shall be in accordance with the provisions of that agreement.

Note: Nothing in this Code of Conduct or in other policies referred to herein is intended to or shall be construed as providing any additional employment or contract rights to Joint Commission Personnel or other persons. While it generally attempts to communicate policy changes concurrent with or prior to the implementation of such changes, The Joint Commission reserves the right to modify, amend or alter this Code of Conduct and its related policies at any time it deems necessary.

GETTING HELP

When a question arises over the ethics of a particular scenario, all Joint Commission Personnel are encouraged to make decisions consistent with the Code and with maintaining the integrity of The Joint Commission. The Joint Commission's reputation rests on the strength of each individual's business conduct. Should any questions about this Code of Conduct arise, the Corporate Compliance and Privacy Officer should be contacted at (630) 792-5627.

REPORTING OF POTENTIAL VIOLATIONS

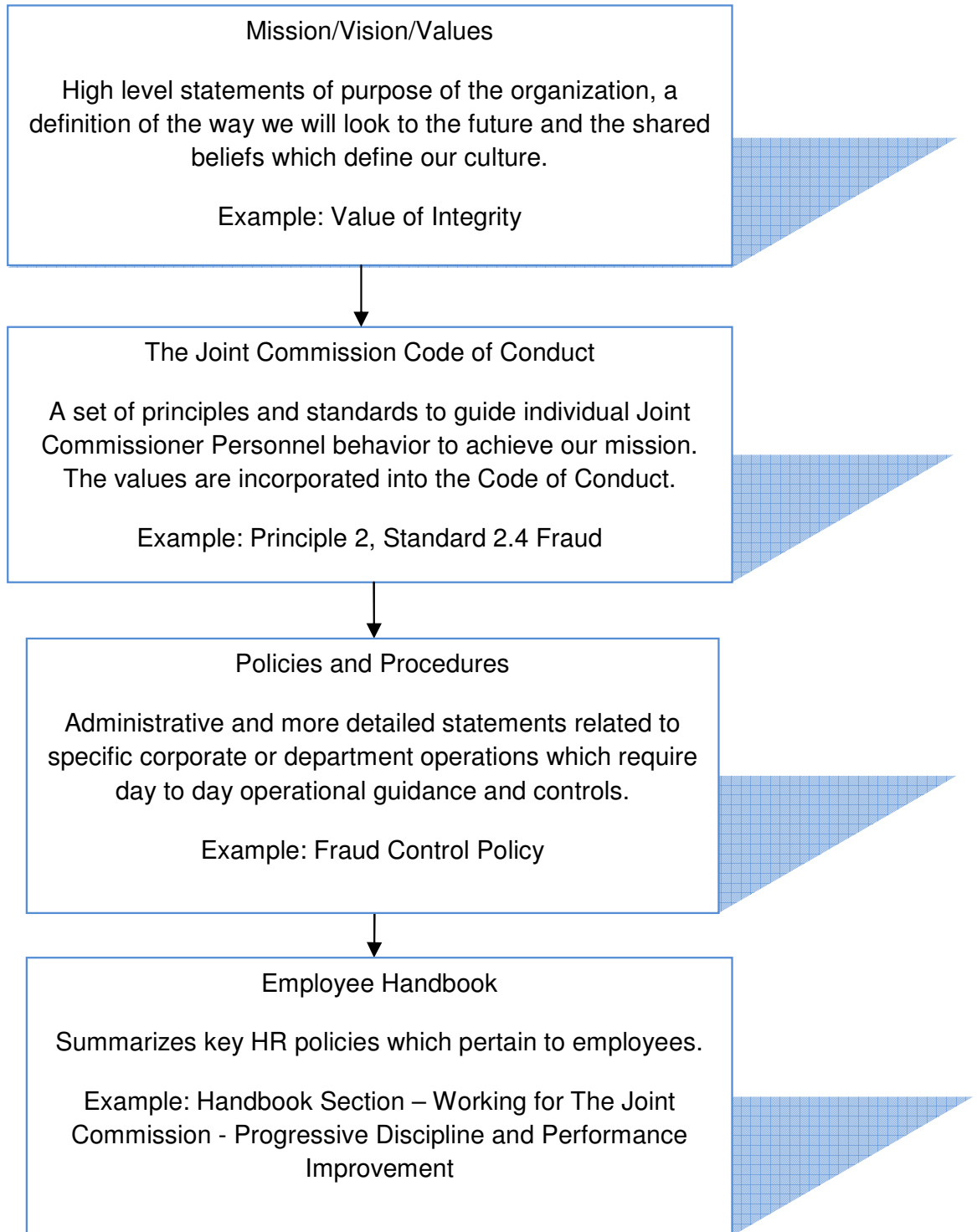
All Personnel are expected to report potential violations of this Code of Conduct as follows:

- To your supervisor, who will report up as necessary;
- If it is an HR related issue to the VP of HR at #5621;
- If the matter is related to a security breach, to the Security Officer thru the IT HELP Desk;
- All other compliance related matters to the Corporate Compliance and Privacy Officer at #5627;
- If anonymity is desired to the HOTLINE at 1-800-750-4972.

The Joint Commission has a non-retaliation policy which prohibits any punishment from good faith reporting of a concern about compliance with policy or legal requirements.

HIERARCHY OF JOINT COMMISSION ETHICAL PRINCIPLES

The Joint Commission, Mission, Vision and Values, Code of Conduct, Employee Manual and Policies and Procedures.
Definitions and Relationships with each other





The Joint Commission



Joint Commission
Resources



Joint Commission Center
for Transforming Healthcare