



# COMPLIANCE PROGRAM OVERVIEW

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## I. OBJECTIVES

ReachOut Healthcare America Ltd., dba Smile America Partners (“SAP”), is a Dental Service Organization (“DSO”) whose goal is to provide the finest quality administrative support to the dental teams of the Dental Professional Practices (“DPPs”) that SAP serves. The DPPs’ goal is to provide high quality oral care in an efficient manner to underserved children in the convenience and comfort of their school or in fixed site locations. In this Compliance Program Overview, SAP and the DPPs are collectively referred to as “The Smile Way Group.”

The Smile Way Group is collectively dedicated to conducting its business in accordance with the highest ethical standards and in compliance with applicable laws. To ensure that we act accordingly, The Smile Way Group has established a centralized, corporate-wide Compliance Program (the “Compliance Program” or “Program”) designed to prevent, detect, and correct unethical conduct and potential violations of applicable laws.

This centralized Program consists of a shared Chief Compliance Officer (the “Compliance Officer”), which the Smile America Partners’ Board of Directors has designated to oversee compliance efforts within SAP. Smile America Partners has, in turn, contracted with the DPPs for the Compliance Officer to assist each corporate entity of The Smile Way Group in developing and maintaining a customized program tailored to meet the needs of their individual state statutes, regulations and health care program requirements.

The Compliance Officer reviews the practices and conduct of The Smile Way Group in order to protect our integrity and reputation and to ensure the provision of high quality services. Although the implementation and enforcement is centrally directed by the Compliance Officer, compliance is the responsibility of **every** employee and contractor of The Smile Way Group.

## II. HIGH-LEVEL OVERSIGHT

### A. Chief Compliance Officer

The Compliance Officer is responsible for the operation of the Program and for preparation of compliance-related reports. The Compliance Officer may delegate some or all of their primary duties to person(s) under their direct supervision.

The Compliance Officer will be provided with the resources necessary to fulfill their responsibility for operation of the Program. The Compliance Officer may inquire into any matters arising or appearing to arise within the purview of the Program, including, but not limited to, matters involving unethical or potentially illegal conduct, irregular billing, claims or payments, and regulatory compliance. All organization personnel, accountants, and legal counsel are available to assist the Compliance Officer in their duties and will report to the Compliance Officer on any matter assigned to them by The Smile Way Group.



The Compliance Officer is authorized to report on compliance matters, as appropriate, to the Board of Directors, or to a designated representative or committee of the Board of Directors.

**The Compliance Officer's primary duties include:**

- overseeing and monitoring the implementation of the Program within The Smile Way Group;
- overseeing periodic revisions to the Program considering changes in the organization's needs as well as changes in the law and policies and procedures of government and private payer health plans;
- reviewing the certifications of workforce members and contractors—that they have received, read and understood the standards of conduct;
- developing, coordinating and participating in a training program that focuses on the elements of the Compliance Program and seeks to ensure that all appropriate workforce members and contractors are knowledgeable of, and comply with, pertinent federal and state standards;
- investigating and acting on matters related to compliance and overseeing the implementation of any resulting corrective action;
- analyzing the legal requirements with which SAP and the DPPs must comply and identifying specific risk areas;
- working with appropriate departments to develop standards of conduct and policies and procedures that promote compliance;
- recommending and monitoring, in conjunction with the relevant departments, internal systems and controls to carry out the organization's standards as well as its policies and procedures associated with its daily operations;
- determining the appropriate strategy to promote compliance with the Program and detection of any potential violations, such as through hotlines and other fraud reporting mechanisms;
- developing a method of monitoring corporate-wide activities, including internal audits, external audits and investigations, for the purpose of helping identify potentially troublesome issues;
- implementing corrective and preventive action; and
- developing policies and programs that encourage workforce members to report suspected fraud and other improprieties without fear of retaliation.

The Compliance Officer has the authority to review all documents and other information that are relevant and appropriate to compliance activities, including, but not limited to, patient records, billing records, billing companies' arrangements with other parties and marketing activities. This policy enables the Compliance Officer to review contracts and obligations that may contain referral and payment provisions that could violate statutory or regulatory requirements.



In addition, the Compliance Officer will review results of all internal audit reports and work closely with key managers at SAP and with Compliance Department and staff, at the DPPs to identify aberrant trends in potential compliance areas. The Compliance Officer should ascertain patterns that require a change in policy to remedy the problem. The Compliance Officer has the full authority to stop or suspend the processing of claims believed to be problematic until such time as the issue in question has been resolved.

The Compliance Officer will report directly to Smile America Partners' Chief Executive Officer and indirectly to the DPP owners, but has direct access to the Board of Directors, when needed. For example, the Compliance Officer will prepare, manage and report annual compliance work plans to the Board of Directors of SAP and the DPPs, which shall include a system for the routine identification of compliance risk areas specific to SAP and/or each DPP and include risk areas required by applicable state law.

### **B. Corporate Compliance Committee**

The Board of Directors may establish a Corporate Compliance Committee ("CCC") in order to manage the compliance function effectively and to supplement the activities of the Compliance Officer.

The duties of the Corporate Compliance Committee will be as determined by the Board of Directors, including to oversee or assist with the activities of the Compliance Officer, to receive reports from the Compliance Officer, and, as appropriate, to report compliance matters to the Board of Directors.

### **C. Compliance Steering Committee**

The Board of Directors may establish a Compliance Steering Committee ("Steering Committee") comprised of board members and senior executive leaders and chaired by the Compliance Officer. The duties of the Steering Committee will be as determined by the Board of Directors, including to assist the board's oversight of the compliance program, to promote adherence to the policies and practices for corporate accountability, transparency and integrity and to report activities at least quarterly to the Board of Directors.

The Steering Committee meets at least quarterly and may elect to include the Privacy/Security subcommittee to review privacy/security audits, as well as policies and procedures.

## **III. STANDARDS OF CONDUCT**

Because of the importance of understanding and abiding by all the standards, procedures and applicable laws of The Smile Way Group, the organization has implemented a Code of Conduct which summarizes key applicable laws and compliance policies. The Compliance Officer will distribute the Code of Conduct to (1) all employees and contractors, (2) subcontractors doing over \$50,000 annually in business with the organization, and (3) others designated by the Compliance Officer.



All recipients of the Code of Conduct must provide to the Compliance Officer a written attestation (see Exhibits A and B): (a) acknowledging receipt of the Code of Conduct; (b) confirming that the recipient has read and understands the Code of Conduct; and (c) agreeing to be bound by and to comply with the Compliance Policies contained in the Code of Conduct.

The Smile Way Group also has myriad policies and procedures (collectively, “Compliance Policies”) that employees and contractors must comply with, which are readily available to employees and contractors.

## **IV. TRAINING AND EDUCATION**

The success of the Program depends upon the active participation of all employees and professional staff of The Smile Way Group. Through the dissemination of the Code of Conduct and other standards of conduct to personnel, together with appropriate training, all such persons will be fully informed regarding their responsibilities for the Program, and the circumstances in which they should promptly notify the Compliance Officer of potential violations.

### **A. Initial Compliance Training**

The proper education and training of corporate officers, managers employees, and the periodic retraining of current personnel at all levels, are significant elements of an effective compliance program.

As part of its Compliance Program, the organization will require all affected personnel to attend training, including appropriate training in federal and state statutes, regulations and guidelines, and corporate ethics. The general training sessions will emphasize the organization’s commitment to compliance with these legal requirements and policies.

These training programs include sessions highlighting the Compliance Program and summarizing various compliance standards, including fraud and abuse statutes and regulations, confidentiality, federal, state and private payer health care program requirements, and marketing practices that reflect current legal and Compliance Program standards. The Smile Way Group will take steps to effectively communicate its standards and procedures to all affected employees, independent contractors and other significant agents, e.g., by requiring participation in training programs and disseminating publications that explain specific requirements in a practical manner. Managers of specific departments or groups can assist in identifying areas that require training and in carrying out such training. Training instructors may come from outside or inside the organization. New employees will be targeted for training early in their employment.

As part of the initial training, the Code of Conduct will be distributed to all employees. At the end of this training session, every employee and contractor attendee will be required to sign and date a statement that reflects the employee’s knowledge of and commitment to the standards of conduct.

This attestation will be retained in the employee’s personnel file. For contracted consultants, the attestation should become part of the contract and remain in the file that contains such documentation. Further, any employee handbook delineating or expanding upon these standards of conduct will be regularly updated as applicable statutes, regulations and federal health care program requirements are modified.



## **B. Format of the Training Program**

A variety of teaching methods, such as interactive training, will be implemented so that all affected employees are knowledgeable about The Smile Way Group's standards of conduct and procedures for alerting senior management or the Compliance Officer to problems and concerns. Targeted training will be provided to corporate officers, managers and other employees whose actions affect the accuracy of the claims submitted to governmental agencies. All training materials will be designed to take into consideration the skills, knowledge and experience of the individual trainees, and when necessary, available in different languages to educate a culturally diverse staff.

Attendance and participation at training programs are a condition of continued employment and failure to comply with training requirements may result in disciplinary action, including possible termination of employment. Adherence to the provisions of the Compliance Program, such as training requirements, will be a factor in the evaluation of each employee. The Compliance Department will retain adequate training records of all employees of The Smile Way Group, including periodic re-education for all personnel.

## **V. EFFECTIVE LINES OF COMMUNICATION**

An open line of communication between the Compliance Officer and all personnel of The Smile Way Group is important to the successful implementation of the Compliance Program and the reduction of any potential compliance concerns. Personnel must seek clarification from the Compliance Officer in the event of any confusion or question regarding a policy, practice, or procedure. Questions and responses may be documented and dated and, if appropriate, shared with other staff so that standards, policies, practices and procedures can be updated and improved to reflect any necessary changes or clarifications.

Written confidentiality and non-retaliation policies have been developed to encourage communication and the reporting of compliance concerns. Employees may report compliance concerns in person, by phone, or via the compliance helpline or e-mail. Employees are permitted to report matters on an anonymous basis. Anonymous reports may be made via The Smile Way Group Compliance Helpline.

The Compliance Officer will require personnel to sign compliance attestations at least annually or as needed (see Exhibit C) and at the personnel's exit interview, following resignation or termination (see Exhibit D).

The Compliance Officer will keep a log of all compliance reports, including the nature of any investigation, results, and corrective actions, to the extent warranted.

Compliance concerns raised by employees who may have participated in illegal or unethical conduct raise numerous complex legal and management issues that should be examined on a case-by-case basis. The Compliance Officer may seek guidance from legal counsel regarding such issues, as needed.

## **VI. COMPLIANCE INVESTIGATIONS**

The Compliance Officer or their delegate will investigate each compliance complaint. The investigation process includes, but is not limited to, record review, personnel or third-party interviews, and audits or monitoring efforts.



If an investigation of an alleged violation is undertaken and the Compliance Officer believes the integrity of the investigation may be at stake because of the presence of employees under investigation, those subjects may be removed from their current work activity until the investigation is completed (unless an internal or government-led undercover operation known to the organization is in effect).

The Compliance Officer will take appropriate steps to secure or prevent the destruction of documents or other evidence relevant to an investigation.

## **VII. AUDITING AND MONITORING**

An ongoing evaluation process is critical to a successful compliance program. The Smile Way Group will regularly monitor its compliance with applicable laws, and results will be reported regularly to senior SAP officers and DPP owners. Findings of non-compliance will be further analyzed to determine the scope and breadth of any problems.

In the case of outsourced billing activities, even if the overpayment detection and return process of a billing vendor is working and is being monitored by the billing company's audit or coding divisions, the Compliance Officer must be made aware of any overpayments, violations or deviations that may reveal trends or patterns indicative of a systemic problem.

## **VIII. BACKGROUND SCREENING**

All employees must meet all federal health care program requirements, payer requirements, and school district contractual requirements regarding criminal history and sanctions exclusions or debarment. For all employees who have discretionary authority to make decisions that may involve compliance with the law or compliance oversight, the organization will conduct a background investigation, including a reference check, as part of every such employment application. The application will specifically require the applicant to disclose any criminal conviction, as defined by 42 U.S.C. §1320a-7(i), or exclusion action. Prior to engagement of any employee or contractor, and at least quarterly thereafter, Smile America Partners will query the exclusions database of the Office of Inspector General of the U.S. Department of Health and Human Services (<https://exclusions.oig.hhs.gov>), the General Service Administration's System for Award Management (<https://www.sam.gov>) and state provider exclusion lists. The Smile Way Group will prohibit the employment, contract, or other engagement of any individual or entity that has been convicted of a criminal offense related to health care or listed as debarred, excluded or otherwise ineligible for participation in federal health care programs (as defined at 42 U.S.C. § 1320a-7b(f) and 42 C.F.R. § 1001.2) (including Medicaid). In addition, pending the resolution of any criminal charges or proposed debarment or exclusion, individuals subject to such an action should be removed from direct responsibility for, or involvement in, any federal health care program. Similarly, with regard to current employees or independent contractors, if resolution of the matter results in conviction, debarment or exclusion, then organization will, at a minimum, remove the individual from any responsibility for or involvement with any federal health care program.

## **IX. DISCIPLINARY POLICY**

All employees and contractors (as appropriate) must carry out their duties for The Smile Way Group in



accordance with the Program. Any violation of applicable law, or deviation from appropriate ethical standards, may subject an employee to disciplinary action, which may include oral or written warning, disciplinary probation or suspension, reduction in salary, demotion or dismissal from employment. These disciplinary actions may also apply to an employee’s supervisor (or a staff member’s department chief) who directs or approves the employee’s improper actions or is aware of those actions but does not act appropriately to correct them, or who otherwise fails to exercise appropriate supervision.

The Smile Way Group will not retaliate against personnel or professionals who raise good faith concerns regarding potential non-compliance with applicable laws or this policy. Federal law provides protection for employees, contractors and agents from retaliation.

## **X. RESPONDING TO DETECTED OFFENSES AND CORRECTIVE ACTION**

Detected but uncorrected misconduct can seriously endanger The Smile Way Group’s entire mission, reputation and legal status. Upon conclusion of an audit or investigation, the Compliance Officer and/or Compliance Committee, with appropriate input from any other appropriate individuals, will determine the necessary follow-up action or corrective action plans to be taken, and will determine which individuals will have responsibility for such action. Corrective action plans may include revisions to procedures, policies, and systems when appropriate to prevent recurrence of non-compliant behavior.

### **Reporting Obligations**

#### ***A. Billing Misconduct***

Management companies that provide billing services, such as SAP, play a critical role in the restitution of overpayments to appropriate payers and resolving underpayments and denials. SAP, on behalf of itself and each DPP, will track and analyze any overpayments, underpayments, refunds and denials. Internal audits will be conducted periodically with respect to all such payments, and the Compliance Officer shall have access to the results of any and all such audits.

SAP will take appropriate corrective action, including prompt identification of any overpayment to the provider and the affected payer and the imposition of proper disciplinary action, if applicable. Failure to notify authorities of an overpayment within 60 days could be interpreted as an intentional attempt to conceal the overpayment from a governmental authority, thereby establishing an independent basis for a criminal or civil violation with respect to the billing company, as well as any individuals who may have been involved.

If the Compliance Officer, Compliance Committee, or a management official discovers credible evidence of misconduct related to billing services and, after reasonable inquiry, has reason to believe that the misconduct may violate criminal, civil or administrative law, then The Smile Way Group will take prompt and appropriate action, which may include reporting the existence of misconduct to the relevant government authorities. When appropriate, prompt reporting will demonstrate the organization’s good faith and willingness to work with governmental authorities to correct and remedy the problem. In addition, reporting such conduct will be considered a mitigating factor by the Office of Inspector General or United States Department of Justice in determining administrative sanctions (e.g., penalties, assessments and exclusion), if the reporting company becomes the target of an investigation.



### ***B. Provider Misconduct***

If The Smile Way Group finds evidence of misconduct (e.g., inaccurate claim submission) on the part of any health care services provider, and, after reasonable inquiry, has reason to believe that the misconduct may violate criminal, civil or administrative law, the organization will take prompt and appropriate action, including to inform the billing company to refrain from the submission of questionable claims on behalf of such provider. The organization will notify the provider in writing of such a determination. This notification should include all claim-specific information and the rationale for such a determination.

If The Smile Way Group discovers credible evidence of the provider's continued misconduct, including any fraudulent or abusive conduct, the organization will take prompt and appropriate corrective action, which may include one or more of the following: (a) informing the billing company to refrain from submitting any false or inappropriate claims; (b) terminating the provider contract; and/or (c) reporting the misconduct to the appropriate federal and state authorities.

### ***C. Other***

The Compliance Officer will report to the Compliance Committee, the Compliance Steering Committee, the Board of Directors, or other appropriate persons any prosecutions, administrative actions, or investigations involving professional staff, or any employee or other workforce member of The Smile Way Group, charging or alleging (a) a felony; (b) any crime against or by The Smile Way Group entities or involving embezzlement or larceny; (c) a threat to patient safety; or (d) violation of any law relating to performance in a governmental program or regulation by a public body. The Compliance Officer, together with the Board of Directors, will determine the necessity of self or other reports to appropriate government agencies.

## **XI. REPORTS AND RECORDKEEPING**

The Compliance Officer will submit to the Board of Directors an annual report of its activities. The Compliance Committee, Compliance Steering Committee, or Compliance Officer, as applicable, will report more frequently to the Board as may be appropriate in the circumstances. All Compliance Program-related submissions to the Compliance Committee, Compliance Steering Committee, and/or the Board of Directors must be marked "Confidential".

All files of inquiries will be marked "Confidential" and maintained by the Compliance Officer on a confidential basis. They will not be disclosed except: (a) to members of the Committees and/or the Board; (b) to members of management or management representatives having a need to know; and (c) as may be required by law or order of a court of competent jurisdiction, as determined by legal counsel.



• **CODE OF CONDUCT ACKNOWLEDGMENT** •

I certify that I have reviewed The Smile Way Group's Code of Conduct and understand it represents mandatory policies of the organization.

***I agree to abide by the Code of Conduct.***

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Signature

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Printed Name

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Title

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Date

**Please check your employing entity name:**

- SAP:** ReachOut Healthcare America Ltd. dba Smile America Partners
- AZ:** Arizona Mobile Dental, PC dba Big Smiles
- CA:** Elliot Paul Schlang, DDS, Professional Corporation dba Big Smiles
- GA:** Shurett Dental Group, P.C. dba Shurett Dental Group
- GA:** Mark Shurett, DDS, PC dba Help A Child Smile
- IL:** Elliot P. Schlang, D.D.S. P.C. dba Smile Illinois
- IN:** Elliot P. Schlang DDS, Dental Outreach PLLC dba Indiana Dental Outreach
- KS:** Nevin K. Waters D.D.S., PA dba Big Smiles
- KY:** Big Smiles Kentucky PSC dba Big Smiles
- MA:** Elliot P. Schlang DDS Big Smiles Massachusetts P.C. dba Smile Massachusetts
- MD:** S.K. Pesis D.D.S., Big Smiles Maryland, PC dba Smile Maryland
- MI:** Michigan Dental Outreach, P.C. dba Michigan Dental Outreach
- MO:** Nevin K. Waters D.D.S., P.C. dba Big Smiles
- NC:** Theodore F. Mayer, DDS P.A. dba Smile North Carolina
- NY:** Big Smiles Dental New York, PLLC
- NY:** Smile New York Outreach, LLC
- OH:** Elliot P. Schlang DDS, Dental Outreach PLLC dba Ohio Dental Outreach
- PA:** Big Smiles Pennsylvania P.C. dba Smile Pennsylvania
- UT:** Big Smiles Utah, P.C. dba Big Smiles
- VA:** Big Smiles Virginia PC dba Smile Virginia
- WA:** Michael LaCorte Dentistry, PC dba Big Smiles
- WV:** Elliot P. Schlang DDS, Inc. dba Smile West Virginia

• **SUBCONTRACTOR CERTIFICATION AND** •  
**AGREEMENT OF COMPLIANCE**

I certify that I am a duly authorized officer of the independent contractor named below (“Contractor”). On behalf of Contractor and its officers, directors, employees and agents, I certify that I have received and read The Smile Way Group’s Code of Conduct, and fully understand the requirements set forth in that document. I certify that Contractor will act in full accordance with the Code of Conduct. These rules and policies include The Smile Way Group’s commitment to comply with all applicable federal and state laws, and their commitment to conduct its business in compliance with the highest ethical standards.

I certify that Contractor and its employees, agents, or subcontractors have not been convicted of a criminal offense related to health care or listed as debarred, excluded or otherwise ineligible for participation in federal health care programs (as defined at 42 U.S.C. § 1320a-7b(f) and 42 C.F.R. § 1001.2) (including Medicaid). I agree to notify The Smile Way Group immediately if Contractor or its employees, agents, or subcontractors are convicted, debarred, excluded, or deemed ineligible.

The Smile Way Group’s Code of Conduct will be incorporated into and made a part of Contractor’s agreement with any entity comprising The Smile Way Group and will survive termination of that agreement for any reason. Any failure of Contractor to comply with the rules and policies set forth in The Smile Way Group’s Compliance Policy Manual or Code of Conduct, or to report known or suspected violations of those rules and policies, may result in immediate termination of the agreement with Contractor.

\_\_\_\_\_  
Contractor

\_\_\_\_\_  
Representative Name (Print)

\_\_\_\_\_  
Title

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Date

• COMPLIANCE CERTIFICATION •

- I am not aware of any compliance issues, including billing compliance issues, which have not been reported to the Compliance Officer.
- I am aware of the following compliance issues, which have not yet been reported to the Compliance Officer:

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**Examples of compliance issues include, but are not limited to:**

- Billing for services or items not provided;
- Offering, paying, soliciting or receiving any kickback, bribe or rebate;
- Intentionally submitting incorrect, misleading or fraudulent information to any payer;
- Failing to maintain customer confidentiality in accordance with applicable federal and state laws as part of the billing and claims submission process; or
- Any activity that is non-compliant with The Smile Way Group's policies.

I understand that failing to sign or providing false information on this form may result in disciplinary action (including termination of employment).

\_\_\_\_\_  
Employee Name (Print)

\_\_\_\_\_  
Employee Signature

\_\_\_\_\_  
Date

• EXIT INTERVIEW •  
COMPLIANCE CERTIFICATION

- I am not aware of any compliance issues, including billing compliance issues, which have not been reported to the Compliance Officer.
- I am aware of the following compliance issues, which have not yet been reported to the Compliance Officer:

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- Offering, paying, soliciting or receiving any kickback, bribe or rebate;
- Intentionally submitting incorrect, misleading or fraudulent information to any payer;
- Failing to maintain customer confidentiality in accordance with applicable federal and state laws as part of the billing and claims submission process; or
- Any activity that is non-compliant with The Smile Way Group's policies.

I understand that failing to sign or providing false information on this form may result in disciplinary action (including termination of employment).

\_\_\_\_\_  
Employee Name (Print)

\_\_\_\_\_  
Employee Signature

\_\_\_\_\_  
Date