

COMPLIANCE MANUAL

4th edition - Aug/2022



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Initial message

We live in a connected world. The speed with which information circulates on the internet and social media makes it difficult to distinguish between what is important, fundamental or even disposable. Technological achievements and the political and social transformations of the contemporary world are shaping a new way of thinking in which it is essential to value transparency in human relations and a more honest way of positioning oneself in the world. This happens in both the personal and professional spheres. Companies that want to keep up with trends and even go further cannot refrain from positioning themselves in the face of change and the new era.

Professional relationships must be more ethical, based on stronger individual and collective values. This means that companies' standards of conduct must be revisited. What was once acceptable is now questioned. Some historical vices are being overturned. The new way of relating at work is no longer an option, but a necessity.

This more critical and ethical vision is nothing new at the Mater Dei Health Network. We have always been aware of the rules and internal processes clearly and transparently. What's more, we are a company that invests in long-term relationships. There are members of our open clinical staff who have been with us for almost 40 years. Employees who have worked at the institution for decades, even before it was founded in 1980. And they, together with those who join the Network, help us to build our history. A large number of people are dedicated to keeping alive our Mission of "Commitment to Quality for Life" and our values, which are: Differentiated, personalized, and humanized service; Respect for the human being; Commitment to doing things safely and well; Care for the institutional image; Value for society; Encouragement for personal and professional development and growth; Long-term vision - Innovation, pioneering spirit, continuity and sustainability; Responsibility for results in the various dimensions.

This maturity of the Mater Dei Health Network means that it can go further and keep up with changes. That's why we've invested in a *compliance* structure. Clearly and transparently, we present to those who interact with us in the various spheres the standards, norms, and values that should guide our work.

With *compliance*, we make it clear to the families who are our clients and to the operators who rely on our service what they can expect from us. So that there is no doubt about the ethical conduct and values to be observed by employees and management, as well as by clinical staff, suppliers, and other partners, in the activities they carry out independently within the Mater Dei Network, we have drawn up this manual and shared it with everyone so that it can guide us in the activities carried out within the Mater Dei Network. More than just a document, this text becomes a guide for our conduct and a benchmark for what we believe to be a healthy, upright, and ethical way of positioning and relating to the people and organizations with which we live in our professional practice and our personal relationships at work.

The construction of this *Compliance* structure for the Mater Dei Health Network was carried out by many hands, with the contribution of employees, clinical staff and suppliers, and inspired by the best national and international references. We also seek the support of experienced and competent professionals so that we can have a tool that is effectively customized and meets our practical needs.

In this way, we hope to contribute to the sustainability and longevity of this organization, which has been so important to the lives of the people who work here or carry out their activities as self-employed professionals, and to those who entrust us with their health and that of their employees and loved ones.

Cordially,

Henrique Salvador
President



Mission, vision, and values of the company

The *Compliance* Manual is intended to be an instrument of consultation and guidance for proper corporate governance. It contains the ethical principles and functional rules that must be known and observed by all employees and trainees, as well as by the Clinical Staff and other partners of the Mater Dei Health Network, in the activities they carry out independently within the Mater Dei Network.

The *Compliance* Manual is made up of several documents, including the Code of Integrity and the Functional Code, which also guide everyone involved in conducting their duties or professions within the Mater Dei Network with high professional standards, without neglecting the ethical commitment that should guide the acts carried out within our Network or that could affect it, including, for employees, the provisions of the Mater Dei Health Network Decalogue and the Codes of Professional Ethics specific to each category.

The Code of Integrity and the Functional Code, as well as the other documents that make up the *Compliance* Manual, also seek to reflect the Mater Dei Health Network's mission, values, and vision.

The mission of the Mater Dei Health Network is **the Commitment to Quality for Life**. In this context, all efforts must converge to provide quality and excellent patient care. Taking care of health is taking care of people's lives.

These are the values of the Mater Dei Health Network:



HUMAN
Warmth



that
People makes the
DIFFERENCE



MAKE IT
SAFE and
WELL DONE



Pioneering
and **INNOVATION**



RESULT
for everyone

Vision

The Mater Dei Health Network's vision is to be a national benchmark in healthcare, growing sustainably with innovative solutions, maintaining and generating knowledge, attracting talent, and caring for people at every stage of life.

From corporate responsibility

It's the company's duty:

- a) Be guided by ethical standards;
- b) Do not contribute in any way to unfair competition or unethical commercial practices that could harm free competition;
- c) Respect the rules of the Anti-Corruption Law, Federal Law No. 12.846/13;
- d) Maintain partnerships with suitable individuals and companies;
- e) Ensure that the recipients conduct themselves, as appropriate, following the principles and rules of this Manual and the specific Codes of Ethics of each professional category.

CODE OF INTEGRITY



Introduction

The Code of Integrity establishes the principles, guidelines, and standards of conduct that should guide the actions of all employees, including those who have employment ties with the company, as well as the management of the Mater Dei Health Network.

Part of the rules contained in the Code of Integrity will apply to clinical staff, trainees, suppliers, and other partners and companies that are part of the group, in the activities they carry out autonomously within the Mater Dei Network, according to Article 3 of Anti-Corruption Law No. 12.846, of August 1st, 2013.

Purposes

The main purposes of the Code of Integrity are, among others:

I - To preserve ethical values within the Mater Dei Health Network and its commitment to transparency and probity;

II - To establish rules of integrity to be observed by all employees and trainees, as well as by clinical staff, suppliers, and other partners in the activities they carry out independently within the Mater Dei Network, to prevent the practice of acts considered illicit and/or that could harm the Mater Dei Health Network;

III - Establishing prohibitions and identifying the greatest risks for hiring employees and trainees, as well as establishing civil relationships with suppliers, professional companies, freelancers and other partners, taking into account the risks inherent in the various activities, whether middle or end, that involve the operation of the company, indicating mechanisms to minimize them;

IV - To establish prohibitions and identify the greatest risks arising from the work of employees of companies contracted or subcontracted by the Mater Dei Health Network, indicating mechanisms to minimize them;

V - Create a consultation mechanism to clarify doubts about the procedures set out in this Code;

VI - Providing an email address and hotline to allow for the submission of complaints, including anonymous ones, which will then be analyzed and investigated if there are indications of infractions.

Art. 1 For this Code, employees are members of the Executive Board, the Board of Directors, and any advisory bodies to the Board of Directors, as well as company employees and trainees directly hired by the company following labor legislation.

§1 Applicants for job vacancies may be subjected to the application of the PI-Predictive Index (behavioral inventory), competency-based interview, and external reference research method, when applicable.

§2 Candidates for job vacancies will fill in the questionnaire in Annex IV of the *Compliance* Manual, and it will be the responsibility of the Human Resources department to formally notify the Internal Audit and *Compliance* department of any risks detected so that the department can give its prior opinion.

§3 The formalization of a legal relationship of any kind is conditional, as the case may be, on the prior signing of the documents contained in Annex I and II of the *Compliance* Manual, through which the signatory declares that they are aware of and undertakes to observe the rules described in this Code and to refrain from committing illicit acts.

§4 When implementing this Program, it is up to the Human Resources area to collect the signature of Annex I of the *Compliance* Manual from current employees and trainees, within a maximum of 120 (one hundred and twenty) days of this Code of Integrity coming into force. After the implementation date, it is up to the Human Resources department to ensure that each new employee is signed off.

Art. 2 The Mater Dei Health Network's clinical staff is open to and made up of self-employed healthcare professionals, including doctors and other healthcare professionals, who are granted the right to use the hospital facilities to provide care to patients, enjoying professional, technical, scientific, political and cultural autonomy, following the best scientific evidence, protocols and operational guidelines aimed at the quality and safety of patient care, according to the Internal Regulations of the Clinical Staff, the content of which is also part of the *Compliance* Manual.

§1 The Medical Manager of the Healthcare Practices Management (HPM) of each unit is responsible for ensuring the signing of Annex II of the *Compliance* Manual by the current members of the medical staff within a maximum period of 120 (one hundred and twenty) days from the effective date of this Code of Integrity. For new members, it is the responsibility of the HPM Medical Manager to provide the signature for each new admission to the clinical staff.

§2The signature of the member of the clinical staff may be made by digital acceptance.

Art. 3 Employees, trainees, and other partners must act with integrity when carrying out actions and activities in the company:

I - know and observe the rules contained in this Code of Integrity;

II - formally consult the Internal Audit and *Compliance* department if they have any doubts about the rules contained in this Code of Integrity;

III - formally report to the Internal Audit and *Compliance* department any situations that may suggest violations of the rules contained in this Code of Integrity, the Functional Code, the Mater Dei Health Network Decalogue, the specific Codes of Ethics of each respective functional category, the Internal Regulations of the clinical staff and Brazilian legislation, especially Anti-Corruption Law No. 12.846/13. A complaint against a doctor who is part of the clinical staff will be initiated and conducted, following the Law and the relevant professional ethics rules, through a written procedure, duly identified, according to the position of the Regional Council of Medicine (CRM) in consultation Process 5952/2016;

IV - respond, within 15 days, to requests made by the Mater Dei Health Network Executive Board and the Internal Audit and *Compliance* department providing information and documents necessary to investigate possible illicit acts;

V - participate in training sessions when called upon, especially those related to the company's integrity program;

VI - act in such a way as to protect the company's interests, refraining, on their behalf or behalf of Mater Dei Health Network, from carrying out acts or formalizing agreements, even if lawful, that could directly or indirectly harm the company;

VII - Not to be subjected to pressure or threats that could lead to the commission of illicit acts and/or actions that could damage the company's image and interests;

VIII - Not to jeopardize, frustrate, or eliminate the competitive nature of procurements, prohibiting any kind of act that could represent a violation of the Brazilian laws that govern procurements, in particular Law No. 8.666/93, on their behalf or on behalf of the Mater Dei Health Network;

IX - Not to offer, promise or give money, valuables or gifts to any public official or their relatives in a direct, collateral or affinity line up to the third degree, to obtain an undue benefit or advantage for themselves or others, on their behalf or on behalf of the Mater Dei Health Network;

X - Not to make a loan in cash to any public official or their relatives in a direct or collateral line or by affinity up to the third degree, under the terms of the law, on their behalf or on behalf of the Mater Dei Health Network;

XI - Do not donate money, products or services, on their behalf or on behalf of the Mater Dei Health Network, to charitable organizations linked to public officials or their relatives in a direct, collateral or affinity line up to the third degree, to obtain an undue benefit or advantage for themselves or others, under the terms of the law;

XII - Not to receive money, valuables or gifts from companies or public/private entities, directly or through an intermediary, that have or have an interest in having commercial links with the Mater Dei Health Network;

XIII - Not to carry out, directly or indirectly, any activities that may, even possibly, conflict with the company's business and interests;

XIV - Not to send correspondence or participate in meetings with public agents, suppliers, and operators to deal with matters of direct or indirect interest to the Mater Dei Health Network, without the prior knowledge and formal consent of the Executive Board;

XV - Do not take part in political campaigning using any garment, instrument, or badge that might suggest a link with the company;

XVI - Maintain the confidentiality of the information to which they have access as a result of their relationship with the Network, not divulging, by any means, any information about the company, including that relating to the staff selection and remuneration policy;

XVII - Look after documents relating to the company and patients;

XVIII - Return, in the event of termination of contract, exclusion or departure from the clinical staff, documents in original or copies that contain information about the Network or patients and that are under their custody;

XIX - Do not sexually, economically or morally harass, pressure, intimidate or threaten any employees, trainees, members of the clinical staff, or partners;

XX - Do not allow unauthorized access to the work area.

§1 It is recommended that meetings with public officials are duly recorded in the minutes and attended by at least two employees.

§2 For the purposes of the company's eventual participation in public procurement, authorized employees must observe and follow all applicable laws, especially the Procurement Law (8.666/93) and the Law of the Administrative Council for Economic Defense (CADE) (12.529/11), which list the illicit acts that must be avoided. The Mater Dei Network provides training for these professionals, and it is up to them to participate as required.

§3 The concept of "gifts" for the prohibition referred to in items IX and XII of this article includes, among others, trips, dinners, lunches, snacks, and tickets to artistic and sporting shows.

§4 Are not included in the concept of “gifts” for the prohibition referred to in items IX and XII of this article is the offering of institutional and promotional gifts with no commercial value, such as pens, USB sticks, books, diaries, medicine samples, chocolates, and sweets, as well as the offering of lunches/dinners for the Network, who will be responsible for choosing who attends.

§5 If you have any doubts about the concept of "gifts", you should use the confidential channel in the doubts option before receiving them. In the event of improper receipt by a third party, the gift must be returned with a formal letter issued by the gift recipient.

§6 The Executive Board may decide to make sponsorships and donations of goods and services to other health or philanthropic institutions following the "Pra você ficar bem" (“For your well-being”) Social and Environmental Sustainability Program.

§7 According to a decision handed down by the Brazilian courts, any donation or political contribution by companies to political parties is prohibited.

§8 Donations must be received through the corresponding documentation (invoice or contract). In the case of products, the corresponding documentation must be submitted to the supplies department, and in the case of services, the corresponding documentation must be submitted to the communications and marketing department.

§9 A complaint must be filed if a public official requests a political or charitable contribution concerning any government act related to the company or its affiliates. It is not permitted to make political contributions, even in your personal capacity, on behalf of the company or its affiliates.

§10 Visits to the facilities of manufacturers and suppliers are permitted when paid for by the latter, if they are authorized in advance and formally by the Mater Dei Health Network executive board and do not involve retribution, compensation, or favors of any kind.

Art. 4 Admission to the clinical staff must comply with the provisions of the Internal Regulations, always observing the Code of Medical Ethics, to ensure good assistance and quality patient care.

Sole Paragraph: The rules set forth in Article 3 shall apply, insofar as is compatible with the civil nature of the relationship, to clinical staff in the activities they perform independently within the Mater Dei Network.

Art. 5 Companies contracted or subcontracted by the Mater Dei Health Network must undertake to require their employees, members, and other partners to comply with the provisions of Art. 3, insofar as this is compatible with the civil nature of the relationship.

Sole Paragraph: Contracts, agreements, or equivalent instruments signed by the Mater Dei Health Network with members of the clinical staff and other companies must contain a clause guaranteeing compliance with the provisions of the head provision of this article. It is up to the contracts area to regularize the documentation in these terms.

Art. 6 Under the codes of conduct of the professions and the General Data Protection Law (LGPD), it is the duty of all employees, in collaboration with members of the clinical staff, inside or outside the Mater Dei Health Network, to maintain confidentiality about:

- I - All information related to the patient;
- II - Situations witnessed during any medical or care-related act;
- III - The patient's health condition, as well as the progress of their treatment;
- IV - Information provided by the patient to the doctor or other health professional;
- V - Any data from the patient's medical record, unless authorized by the patient or their guardian.

§1 Clinical cases should only be discussed with the team responsible for the patient's care or with professionals who will contribute to their care, as well as in clinical presentations and medical congresses aimed at teaching and scientific updating.

§2 Direct or indirect identification of the patient is forbidden, even during clinical presentations and medical congresses.

§3 Access to patients' medical records is given in the Medical Archive Service (SAM) and is allowed only to the patient or team assisting them.

§4 It is expressly forbidden to take photos or videos of patients without prior authorization. If necessary, the Communications and Marketing department should be contacted beforehand.

§5 It is forbidden to take photos or videos with clients and companions, including "public figures", as well as to disrespect, ask for autographs or ask unnecessary or impertinent questions about the patient's situation.

§6 It is forbidden to post information and images of patients and/or Mater Dei facilities on social media without prior authorization. When the patient requests it, the photo can be taken, but from the patient's cell phone.

§7 It is forbidden to send personal data through equipment not authorized by the Mater Dei Health Network.

Art. 7 Contacts with the press must be made exclusively by the Mater Dei Health Network's Communications and Marketing department, by the Executive Board, or by anyone authorized by it.

Sole paragraph: When granting an interview, publishing an article, or any other form of public manifestation, comments must be restricted to technical aspects, with no value judgments and respect for the confidentiality of information relating to patients and the company.

Art.8 It is forbidden to take images and audio of patients, companions and relatives on the Network's premises, except by people previously authorized by the Executive Board, except in the case of training and events, in which case authorization must be previously formalized with the Communications and Marketing department.

Sole paragraph: Relatives, patients, companions, and visitors must be informed of the restrictions referred to in the heading of this article.

Art. 9 The use of the Internet, email, and social media must comply with the following best practice policy:

- I** - The password to access the Network's systems is personal and non-transferable;
- II** - It is forbidden to use social media, even though private equipment and outside working hours, to divulge information about patients;
- III** - Access to computers and the Internet made available by the Mater Dei Health Network is permitted only for the exercise of professional activities related to the Network, and access to sites that are not related to institutional activities and networking is prohibited.

Art. 10. The signing of contracts or any other type of agreement with individuals (freelancers) and/or private companies is subject to compliance with the following conditions:

I - The choice will be made based on technical criteria, to ensure that the contract is awarded to suitable people/entities who are technically capable of carrying out the required activities. Once these criteria have been defined, they must be formally registered, guaranteeing total transparency;

II- The requirement to complete the questionnaire in Annex IV of the *Compliance Manual* applies to the hiring of individuals (freelancers);

III - The hiring of companies that operate in the facilities of the Mater Dei Health Network will be done in compliance with the “Third Party Integration Manual”, which establishes standards, rules, and security in the provision of services;

IV - The hiring of individuals (self-employed) and/or companies that have been sanctioned under items III and IV of Article 87 of Law No. 8.666/93 and Article 7 of Law No. 10.520/02 is prohibited.

Art.11. Contracts to be signed with partners must contain a clause whereby the individual (self-employed) and/or company undertakes to:

I - Know and comply with the Mater Dei Health Network's integrity program;

II - Not to commit illicit acts, especially those described in Article 5 of Anti-Corruption Law No. 12.846/13;

III - Respect Brazilian legislation, in particular, the Consolidation of Labor Laws (CLT), occupational safety legislation, environmental legislation, tax legislation, as well as all regulations that relate directly or indirectly to the object involved in the business relationship;

IV - provide truthful information;

V - act with probity, loyalty, transparency, efficiency, and respect for the values of the Mater Dei Health Network.

Art. 12. Employees, trainees, members of the clinical staff, suppliers, and other partners must prioritize the interests of the Mater Dei Health Network in any situation that characterizes a conflict of interest or could lead to a real or potential benefit for themselves or any third party.

Sole paragraph: If there is any doubt about the definition of a conflict situation or if a conflict-of-interest situation is suspected, the Internal Audit and *Compliance* area must be formally notified through the Confidential Channel for evaluation and guidance, if applicable.

Art. 13. The Internal Audit and *Compliance* department is hereby established, which shall report to the Presidency, the Audit Committee, and the Board of Directors of the Mater Dei Health Network.

§1 It is the responsibility of the Internal Audit and *Compliance* department to ensure the effective application of this Code, promoting its dissemination, updating and clarifying doubts, when formally requested.

§2 The Internal Audit and *Compliance* department will act independently, including having its budget, and will be able to take the necessary measures to monitor ethics and integrity within the Mater Dei Health Network.

§3 All complaints and doubts regarding the Mater Dei Health Network *Compliance* Manual, the policies it has developed and the legislation and regulations applicable to it, including but not limited to Anti-Corruption Law No. 12.846/13, should always be addressed to the Internal Audit and *Compliance* department at <https://www.canalconfidencial.com.br/materdei> or 0800 741 0017, within a maximum of 5 (five) working days of becoming aware of the fact, and there is no in-person service in this department.

§4 The Internal Audit and *Compliance* department undertakes to ensure the confidentiality of the complainant (if they have identified themselves), as well as that of the witnesses and the complainant themselves, and any measure that could result in retaliation or persecution of those involved is prohibited. In particular, in the case of employees, the complaint and the decision taken by the committee will be restricted to this committee, the Internal Audit and *Compliance* department, the CEO, the Audit Committee, the Board of Directors, and the leadership responsible for carrying out the disciplinary measure, if applicable. In the event of a complaint relating to a member of the clinical staff, the complaint will be restricted to the Internal Audit and *Compliance* area, the Presidency, the Audit Committee, the Board of Directors, and the decision taken by the medical ethics committee and/or coordination in the case of other specialties, only the committee itself and the board, if applicable.

§5 This complaint channel can be used both by the Mater Dei Network's internal public and by its external public - such as clients, suppliers, and service providers.

§6 The Internal Audit and *Compliance* department shall report to the President and the Audit Committee on the complaints made and/or situations that have arisen, to diagnose the greatest risks and suggest measures that may inhibit the recurrence of improper behavior.

Art. 14. Upon receiving a complaint, the Internal Audit and *Compliance* department is obliged to investigate it immediately, observing the following procedures:

I - Upon receipt of the complaint, it is the responsibility of the Internal Audit and *Compliance* department to conduct a preliminary analysis of the facts presented, requesting the complainant to submit additional information and documents when the preliminary data is insufficient, under the penalty of archiving the complaint.

II - If there are indications of irregularity, it is up to the Internal Audit and *Compliance* department to investigate the complaint and, in the end, forward the case to the Ethics and *Compliance* Committee of the location where the incident occurred. In the event of a complaint from a member of the clinical staff, it is the responsibility of the Internal Audit and *Compliance* department to forward the reported fact to the Medical Ethics Committee or Team Coordination, and to provide support in the investigation, if requested, depending on the specific situation reported;

III - It is up to the person who receives the case to evaluate it and decide on the action to be taken;

IV - The executive board and/or general management of each unit may at any time initiate an investigation and apply a sanction to complaints concerning employees, formally registering this with Human Resources, which will keep the documentation available for inspections and audits;

V - The medical ethics committee and team coordination may initiate an investigation and apply a sanction, under the law and applicable regulations, observing the provisions of Article 29 et seq. of the Internal Regulations of the Medical Staff concerning members of the clinical staff;

VI - It shall be the responsibility of the Presidency, the Audit Committee, and the Board of Directors of the Mater Dei Health Network to oversee the work of the Internal Audit and *Compliance* department and the other bodies involved in the investigation of the complaints.

Sole paragraph: Complaints regarding members of the clinical staff will be investigated by the medical ethics committee and/or the corresponding coordination body, and the Internal Audit and *Compliance* area may provide evidence identified by the management of Mater Dei Health Network.

§1 The Internal Audit and *Compliance* department may suggest to management changes to rites, flows or action plans and/or the revision of standard operating processes, the adoption of educational measures, changes to processes, taking into account the investigation carried out;

§2 The Internal Audit and *Compliance* department shall analyze the complaints received within a maximum of 45 (forty-five) days and send the conclusions to the person responsible under item III of this Article, who shall decide on the appropriate measures;

§3 The Internal Audit and *Compliance* department will forward to the competent area records that do not correspond to complaints with treatment identified as Ombudsman;

§4 Complaints related to healthcare practices will be initially evaluated by the SAC - Client Support Service, which will forward them as NEA - Notification of Healthcare Event, Complaint, or Report. In the case of the latter option, the complaint will be accepted, investigated, and concluded according to the standard process flow;

§5 To ensure greater transparency in the investigation, complaints relating to members of the board of directors, the audit committee, and members of senior management will be investigated by a third-party company to be contracted on demand;

§6 The leadership of units may formalize investigations into allegations without prior involvement of the Internal Audit and *Compliance* department. The record must follow the format standardized by Human Resources, as well as the delivery of the documentation to this department, with the signature of the Officer and/or Manager of the unit at the end. Inquiry processes will be audited periodically by Internal Audit and *Compliance*.

Art. 15. The action, omission, or connivance of employees that implies disobedience or non-compliance with the provisions of this Code subjects the offender to the sanctions described below, without prejudice to the application to employees of the applicable sanctions described in the Functional Code and the duty to repair the damage caused to the Mater Dei Health Network, other employees, the clinical staff and partners:

I - Written warning;

II- Unpaid suspension, under labor law, if an employee, or suspension of a member of the clinical staff or management of the Mater Dei Health Network;

III - Dismissal for cause if an employee, exclusion from the clinical staff (if doctors or members of the health area), or removal from position if a member of the management.

§1 Employees are those who have an employment relationship with the company and the management of the Mater Dei Health Network.

§2 The clinical staff of the Mater Dei Health Network are governed by the rules laid down in the Internal Regulations of the clinical staff and, if they fail to fulfill their duties in the exercise of their functions, transgress the principles of ethics in their relationship with patients, colleagues, and employees, or even commit disciplinary misconduct, they will be subject to the sanctions laid down by law and the respective professional ethics rules, without prejudice to the adoption of other appropriate measures.

Art. 16. The lack of understanding of this Code is not a valid justification for its non-compliance, recipients are required to:

I - Seek advice from the Internal Audit and *Compliance* department on the correct course of action and, if in doubt, from the ombudsman;

II- Report to the Internal Audit and *Compliance* department, via the complaint channel, any facts that contravene this Code or that could harm the company;

III - Report any irregularities in writing to the Regional Ethics and *Compliance* Committees of the Mater Dei Health Network for the adoption of the appropriate measures.

Art. 17. Recipients will be provided with periodic training, when aspects relating to the Mater Dei Health Network *Compliance* Manual, including this Code of Integrity and the Functional Code, and Anti-Corruption Law No. 12.846/13 will be addressed.

§1 It is the responsibility of the Internal Audit and *Compliance* department to coordinate the training referred to in this Article head provision, which may be given by employees, contracted third parties, or through *e-learning* that will be available to all.

§2 The first training on the *Compliance* Program in the Network took place in September/2017. For new units, this training will take place according to the integration schedule. The training will be due for new employees upon admission, and renewal is mandatory every two years.

§3 Employees and trainees who have been invited to attend training sessions are obliged to do so, and the participation of clinical staff is recommended; in all cases, attendance must be recorded.

§4 Training must be documented using available resources, especially audiovisual and *e-learning* resources.

Art. 18. This version of this Code will come into force on the date of its approval by the Mater Dei Health Network Board of Directors.



FUNCTIONAL CODE

 **MaterDei**
Health Network

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Professional and personal integrity

Art. 1 In addition to the ethical duties described in the code of integrity, to employees and trainees:

I - Is forbidden to display attitudes that discriminate against people on the grounds of race, color, gender, sexual orientation, religion or lack thereof, origin, social class, age, and physical or mental disability and diagnosis, as well as any other forms of prejudice;

II - Is forbidden to trade or provide private services on company premises;

III - Is forbidden to access to or handling of goods and items belonging to patients and their companions, except in cases where such handling is essential for proper patient care;

IV - Is forbidden to use words or the practice of aggressive acts or acts that may result in offense or humiliation to any person;

V - Is mandatory to attend to and support the client, patient, or companion;

VI - Is mandatory to treat co-workers and third parties respectfully and cordially, avoiding the use of inappropriate words, regardless of the position or function they hold;

VII - Is mandatory to dress every day in a way that is compatible with the seriousness of the work environment, according to the Mater Dei Health Network's Mater Dei Way of Attending Manual;

VIII - Is prohibited to smoke inside the company;

- IX** - Is forbidden to come to work drunk and/or carrying any toxic material, explosives, drugs, narcotics, firearms, or melee weapon;
- X** - Is forbidden to eat any kind of meal in the workplace, except in the areas set aside for this purpose;
- XI** - Is mandatory to respect the established meal times and breaks;
- XII** - Is mandatory to uncompromisingly comply with all health, safety, and environmental standards and policies;
- XIII** - Is mandatory to look after the company's equipment, goods and facilities;
- XIV** - Is mandatory to respect the rules of the Mater Dei Health Network's, Mater Dei Way of Caring Manual;
- XV** - Is mandatory to wear a uniform identifying the company according to the requirements of the Mater Dei Health Network's, Mater Dei Way of Caring Manual;
- XVI** - Is compulsory to wear a personal identification badge throughout your stay at the company, from entry to exit;
- XVII** - Is mandatory the use of Personal Protective Equipment (PPE);
- XVIII** - Is mandatory to take care of uniforms and PPE, and it is forbidden to use them outside the workplace, according to NR 32.

Sole Paragraph: Employees are those who maintain an employment relationship with the company and members of the management of Mater Dei Health Network.

Health and safety at work

Art.2 The employees of Mater Dei Health Network must respect the norms and rules related to Health and Safety at Work, whose premises and guidelines ensure care for clients, patients, and all those working within the Company.

Art.3 To ensure the proper execution of the Program for Medical Control and Occupational Health (PCMSO), the employee of Mater Dei Health Network must:

- I - Attend the Health at Work department for laboratory tests and periodic medical consultations whenever requested, as instructed by the Company's Health and Safety at Work department and stipulated in the Program for Medical Control and Occupational Health (PCMSO);
- II - Obligatorily go through laboratory and medical examinations semiannually in cases of exposure to ionizing radiation and when using dosimeters;
- III - Follow the health and safety at work rules, ensuring the proper and continuous use of biosafety measures, which include using the correct techniques and Personal Protective Equipment (PPE) such as gloves, goggles, uniforms, masks, and others, as instructed by the Health and Safety at Work department of Mater Dei Health Network.

Art. 4 Personal Protective Equipment (PPE) must be used properly, observing its intended purpose and following the Regulatory Standard (NR) 6, Ordinance No. 3.214 of de 6/8/1978.

§1 PPE refers to any device or product designed for individual use by employees to protect against risks that pose threats to safety and health at work.

§2 The PPE - Personal Protective Equipment and uniforms will be provided to the employee at the time of admission, upon receipt, with the responsibility for their proper maintenance and hygiene resting on the employee.

§3 Employees are responsible for cleaning, preserving, and storing their PPE, and in case of damage or loss, they must replace it as instructed by the company.

§4 Any destruction, loss, or misuse of PPE resulting from improper use obliges the employee to reimburse the company.

Relationships with patients and companions

Art. 5 All employees working at Mater Dei Health Network must adopt an ethical, upright, and responsible posture in carrying out their duties to ensure excellence in patient care.

§1 Excellence in care is understood as the attitude of making oneself available to the patient and their companion to meet their demands and provide appropriate explanations or justifications, either in person or by phone.

§2 Patients and their companions must be treated with competence, kindness, promptness, attention, care, readiness, initiative, discretion, security, good humor, and above all, respect, while refraining from:

I - Negligence and recklessness in activities or services that endanger the safety, physical, psychological, or moral integrity of the patient, as well as their rest, privacy, and individuality;

II - Lack of care in preserving the patient's image, identity, and respect for their ethical, moral, and cultural values, regardless of their state of consciousness;

- III** - Identifying patients in inappropriate, disrespectful, or prejudiced ways, or referring to them by numbers, codes, or the name of their disease or health condition;
- IV** - Arbitrarily deciding on a course of action for patient care that is not described in the Standard Operating Procedure (SOP) or not authorized and directed by an immediate supervisor;
- V** - Showing disinterest in reducing waiting times and delays in care;
- VI** - Lacking calmness to reassure the patient and their companion during surgeries or examinations;
- VII** - Providing instructions to the patient or their companion on exam preparation without authorization;
- VIII** - Making unfounded or personal comments about the patient's health conditions or discussing them with people not involved in the respective clinical case, regardless of the location or medium used;
- IX** - Insinuations to the patient or their companion about any issues with the care provided within the company, and shifting responsibility for these problems to another department;
- X** - Being careless when handling patient records, resulting in the loss or misplacement of their information;
- XI** - Altering documents, information or data in the patient's medical record;
- XII** - Failure to explain documents and forms presented to the patient or their companion for their knowledge or signature, in a way that does not allow them to understand and make a conscious choice;
- XIII** - Withholding from the patient or their companion the knowledge of the norms and rules of Mater Dei Health Network;
- XIV** - Displaying personal or professional dissatisfaction to those being served;

XV - Demonstrating an improper personal appearance, particularly using clothing, footwear, accessories, or verbal language incompatible with the company's standards.

Professional confidentiality

Art. 6 It is the obligation of all employees, both within and outside the company, to maintain confidentiality regarding:

I - all information related to the patient;

II - situations witnessed during any medical or care-related act;

III - the patient's health condition, as well as the progress of their treatment;

IV - Information provided by the patient to the doctor or other health professional;

V - Any data from the patient's records, unless authorized by the patient or their responsible party.

Sole Paragraph: Employees wishing to conduct research using non-public data and information from Mater Dei Health Network must submit the study to the Ethics Research Committee.

Relationships with doctors and other health professionals

Art.7 Employees and interns of Mater Dei Health Network must treat the clinical staff with respect, promptness, efficiency, courtesy, quality, and safety in the execution of medical-hospital care, being responsible for:

I - Assisting in the adaptation of new doctors and other health professionals to the company's structure;

II - Strictly following the prescriptions and instructions provided by doctors and other health professionals for the benefit of the patient;

III - Safeguarding the good reputation of the clinical staff;

IV - Not receiving remuneration or gratuities directly from doctors or other health professionals to perform private work or activities that benefit a specific doctor or other health professional; **V** - Reporting in writing, clearly and objectively, to their immediate supervisor when witnessing behaviors or actions by doctors or other health professionals that are contrary to the law or the Code of Conduct specific to their profession;

VI - Referring to officers, superintendents, managers, coordinators, and supervisors with respect, maintaining the hierarchy, and adhering to their established guidelines and rules;

VII - Contributing to interdepartmental integration, considering leaders as intermediaries in workplace relations, especially concerning related departments involved in patient care;

VIII - Communicating directly with officers, superintendents, managers, coordinators, and supervisors regarding any issues or difficulties in client service to ensure their needs are met.

Art. 8 Interference in the relationship between the doctor and their patient or their respective companion will not be accepted in matters of diagnosis, prescription of procedures and medicines, or other medical or care-related decisions.

Art. 9 Under no circumstances will the following be accepted:

I - engage in private professional activities for doctors or other health professionals of the company during working hours at the Network;

II - use one's position, role, or information for personal gain;

III - obstruct the work of doctors and other health professionals through deliberate acts of omission or negligence.

Relations with healthcare plan operators and health insurance companies

Art. 10. Employees of Mater Dei Health Network whose activities relate to Health Plan Operators and/or other partner institutions, without prejudice to other functional duties, must act honestly and are restricted from:

I - Requesting documents or information that are not strictly necessary;

II - Requesting or receiving from operators or institutions, for themselves or others, any advantages or benefits, such as money, valuables, or gifts from contractors or interested parties, or their members and employees, except for institutional and promotional gifts of no commercial value, such as pens, notebooks, flash drives, books, calendars, flowers, and sweets;

III - Denigrating the image of operators or partnerships before their users, regardless of any complaints or disagreements expressed by third parties;

IV - Suggesting to the client the name of an operator or partnership for replacement or inclusion;

V - Disclosing partnership data with the company to operators or partner institutions, particularly concerning revenue and the number of people attended.

Sole paragraph: The prohibition in Item II also includes requesting employment or other contractual relationships for oneself or others.

Relationships with suppliers

Art. 11. The departments duly authorized by the Mater Dei Health Network Executive Board are responsible for objectively selecting suppliers.

§1 Before contracting, the demand must be explained, indicating the objective to be achieved and always justifying the choice made.

§2 Market prices, cost-benefit ratios, and experience must be considered but do not exempt the obligation to justify the decision following the previous paragraph.

§3 Those interested in entering contracts must comply with the definitions of the *Compliance* Manual, the Policies of Mater Dei Network, the Quality Plan of the respective department, and the evaluation and certification requirements of health services from accrediting institutions.

§4 The Purchasing department must institutionalize registration and proper qualification, allowing interested parties to submit documents and continuously express interest in entering contracts to enhance competitiveness.

§5 Members of the purchasing, supplies, and authorized purchasing departments are prohibited from requesting or receiving any advantages or benefits for themselves or others from contractors, interested parties, or their members and employees, as stipulated in Article 10 of the Code of Integrity.

§6 The Supplies, Purchasing, Contracts, and other areas responsible for acquisitions, negotiations, and/or contracting are responsible for assessing *compliance* risks. These areas must report any irregularities identified during the due diligence to the Internal Audit and *Compliance* department through the Confidential Channel under the question option, for analysis and guidance.

Art. 12. Employee participation in courses, seminars, and other events at the invitation of third parties must have formal and prior approval from the Mater Dei Health Network Executive Board, and the Board will determine who will participate and the source/origin of funding, even if the invitation is addressed to a specific employee.

Relationships with competitors

Art. 13. In relationships with competitors, it is strictly prohibited to share proprietary information of Mater Dei Health Network or to maintain personal or virtual contact with competitors to transmit technical, scientific, or business-related data about the company, unless expressly authorized by the Mater Dei Health Network Executive Board.

Relations with the environment

Art. 14. Employees and interns of Mater Dei Health Network must take actions that contribute positively to environmental preservation and the conservation of natural resources, and are responsible for, without prejudice, other actions:

I - Keeping bathrooms and cafeterias in perfect hygienic condition after use;

II- Using water and electricity rationally and avoiding waste;

III - Properly utilizing waste bins;

IV - Avoiding the disposal of contaminating materials in drains, sinks, and toilets, ensuring they are discarded in appropriate locations;

V - Following the norms of the Plan of Management of Health Services Waste (PGRSS);

VI - Turning off equipment and electrical devices when not in use, except for those requiring constant operation, such as magnetic resonance imaging, tomography and Information technology, and other devices that must remain operational.

Leadership duties and conduct

Art. 15. Management, superintendents, coordinators, and supervisors are professionally obligated to act competently, fairly, and ethically in the following areas:

I - Supervising their area as a whole;

II - Leading their team;

III - Monitoring the working hours of their entire team;

IV - Executing work plans aligned with Standard Operating Procedures (SOPs);

V - Meeting the goals established in the planning processes;

VI - Carrying out interdisciplinary tasks with peers;

VII - Providing periodic accountability to the Company's Executive Board and other oversight bodies regarding the analysis of goals and results set in strategic and operational planning;

VIII - Identifying risks within their area and defining internal controls to mitigate them;

IX - Promptly and transparently responding to requests from the Audit and *Compliance* departments within deadlines established through Internal Audits, the Compliant Channel, and the Ombudsman.

§1 Internal controls must be documented in the unit's quality management system and made available for evaluations and inspections.

§2 Reports on indicators, financial or non-financial results, risks, and internal controls must be truthful, and any changes must be communicated after presentations to the Board and/or audits and supervisory bodies.

§3 The accounting files of Mater Dei Health Network must be accurate, complete, and truthful to precisely reflect the nature of each transaction.

Art. 16. Appropriate actions for superintendents, managers, coordinators, and supervisors include:

I - Participating, alongside the company's Human Resources department, in the recruitment and selection process of new employees, including defining job position requirements, candidate profiles, professional referrals, interviews, and reference checks;

II - Striving to maintain a positive and harmonious organizational climate in their area;

III - Safeguarding the assets of Mater Dei Health Network entrusted to them, ensuring a cost-benefit balance in all actions;

IV - Receiving suggestions, complaints, or reports from their subordinates, providing the necessary clarifications and/or forwarding them to the relevant authority or guiding subordinates on the proper procedure for such forwarding, when appropriate;

V - Training, guiding, and supporting their subordinates to improve the performance of assigned tasks continually;

VI - Continuously monitoring and tracking the team's results in the execution of duties;

VII - Providing periodic *feedback* on the performance of their subordinates, addressing shortcomings individually, recognizing, and praising outstanding work;

VIII - Complying with the Company's rules and regulations and ensuring that subordinates adhere to them fully;

IX - Do not use your prerogative in the hierarchy to request personal favors or services from subordinates or third parties;

X - Enabling, through their roles and teamwork, the implementation of projects and adherence to directives set by the Mater Dei Health Network Executive Board;

XI - Promoting and facilitating integration between the clinical staff and other employees in the areas they manage, coordinate, or supervise;

XII - Establishing synergy with other areas, promoting awareness of the client-supplier chain.

The assets of Mater Dei Health Network

Art. 17. The use of objects, materials, and equipment that constitute the company's assets must be characterized by attention, care, and it is the user's responsibility to seek training and guidance in case of doubt and ensure items are kept in their designated places, in proper working condition, ensuring that surgical tools, medical equipment, IT equipment, furniture, and other assets are neither lost nor mixed with other objects.

Art. 18. It shall not be permitted:

I - Disregarding the rules established by the company's Assets Department;

II - Using the company's assets for personal benefit;

III - Removing, without prior authorization, any asset from the workplace or other locations within Mater Dei Health Network;

IV - Omitting information about the loss of the company's assets;

V - Using the company's assets for purposes other than those initially designated;

VI - Using the company's assets, technology, methodologies, *know-how*, or any other proprietary information of Mater Dei Health Network for personal purposes or transfer to third parties.

Art. 19. To preserve hygiene standards in workstations and environments, as well as the functionality and longevity of the company's property, it is strictly prohibited to store food products in any location other than those explicitly designated for this purpose.

Relations with Information Technology

Art. 20. Computers, printers, and other computing equipment belonging to Mater Dei Health Network, as well as their respective resources and network assets, must be used solely for company-related services and exclusively for professional purposes.

Sole paragraph: The prohibition mentioned in this head provision includes email, telephone (audio), voicemail, videoconferencing, internet services, *hardware*, *software*, printers, copiers, and other electronic and print media resources.

Art. 21. The use of Information Technology resources by company employees and contractors is governed by the security policy, which includes rules and procedures related to the technology provided by Mater Dei Health Network, the personal use of the company's IT tools being prohibited under the following guidelines:

I - Access to any website unrelated to professional activities is prohibited, such as sites with pornographic content, leisure, sports, cooking, horoscopes, and others unrelated to the user's professional activities;

II - Institutional communication systems (email and chat) must be used strictly for professional purposes. Emails must contain the institution's recommended standard signature. The IT department will define access permissions according to the user's position or role.

III - The dissemination or propagation of messages for private purposes through company computers and/or systems is prohibited, especially those with religious, political, racist, discriminatory, or

pornographic content;

IV - Employees and interns in possession of a laptop or computer owned by Mater Dei Health Network, granted for use within the company, may not remove it from Mater Dei premises without prior written authorization from their immediate supervisor and approval from the Executive Board, following proper documentation formalization with HR;

V - Forgotten passwords must be reported to the manager, who will request immediate rectification from the Information Technology department;

VI - Employees are exclusively responsible for their access passwords and must answer for any damages caused by their misuse, even by third parties;

VII - All *software* and systems used must be licensed under the conditions set by copyright and commercialization rights holders, installation or copying of *software* and systems is only permitted with express authorization from the competent technical officer and under the conditions established by the aforementioned rights holders;

VIII - Under no circumstances should information related to Mater Dei Health Network's business, such as data about employees, the clinical staff, relations with operators, and other companies be sent or received through email by employees, unless expressly authorized in writing by the Executive Board;

IX - Internet access and email usage may be monitored at any time by the company, enabling the identification of the user, the equipment, the time, and the duration of the connection.

Art. 23. The use of pirated software or programs that violate copyright is prohibited.

Art. 24. Users of the information technology provided by Mater Dei Health Network must comply with applicable laws on intellectual property protection for computer programs.

Sole paragraph: In the event of violation of the legislation mentioned in this article, users are subject to the civil and criminal penalties established by law and may be held responsible for any resulting damages or losses.

Art. 25. All information, documents, inventions, software, files, models, formulas, analyses, reports, and any other materials produced by employees of Mater Dei Health Network are the property of the Company and may not be transmitted or disclosed without prior formal authorization.

Art. 26. All documents related to or under the custody of the company are considered confidential, particularly:

I - Financial and accounting data;

II - Data related to contracts with third parties;

III - Information about payments to employees and other aspects of the salary policy;

IV - Internal rules and workflows;

V - Business plans;

VI - Medical files;

VII - Patient files;

VIII - Accounts;

IX - Personnel dossiers;

X - Personal data of any individual (patients, companions, employees, clinical staff members, and others).

Sole paragraph: Personal data must be reported to the Digital Governance Committee for inclusion in the data mapping, as required by the General Data Protection Law (LGPD).

Infractions and penalties

Art. 27. The action, omission, or connivance that implies disobedience or non-compliance with the provisions of this Code or any other internal rule will subject the offender to the sanctions of:

I - Verbal warning;

II - Written warning;

III - Unpaid suspension, under labor legislation;

IV - Dismissal for cause;

§1 The employer may impose penalties based on the severity of the infraction and any mitigating or aggravating circumstances, without the obligation to start with the most lenient penalty.

§2 In cases of Adverse Assistance Events, the Patient Safety Center must be activated for investigation, the imposition of penalties remains the responsibility of the manager.

Art. 28. The following are considered mitigating circumstances:

I - Effective repentance;

II - Positive professional background;

III - Voluntary confession.

Art. 29. The following are considered aggravating circumstances:

I - Recurrence, defined as the repetition of the reprehensible conduct;

II - Severity of the injury;

III - Actions intended to execute, conceal, evade punishment for, or cause another infraction;

IV - Negative personal or professional background;

V - Deliberate illicit behavior;

VI - Negligence, recklessness, or incompetence.

Sole paragraph: Mitigating and aggravating circumstances must be

evaluated by the immediate manager and formally communicated to Human Resources.

Actions in the event of doubts and non-compliance of the Functional Code

Art. 30. Lack of understanding of this Code is not a valid justification for its non-compliance, employees are required to:

I - Seek guidance from Human Resources in case of doubts, as this Code addresses everyday situations in the company but does not cover all possible or unforeseen scenarios;

II - Inform their immediate manager or the area executive board about conflict situations in which people are or become involved;

III - Report, in writing, to Human Resources any facts that contradict this Code or could harm the company, and if reporting to Human Resources is not possible, use the complaint channel or submit a written report to the Ethics and *Compliance* Committee of the corresponding Regional unit;

IV - Request clarifications through the complaint channel under the question option if there is confusion about rules or procedures

V - Communicate in writing any irregularities to the Ethics Committee specific to each profession to ensure appropriate actions are taken;

VI - Reinforce the ethical principles of the company and ensure compliance with them;

VII - File a complaint about facts that contradict this Code or could harm the company, and if this is not possible, submit a written report to the Ethics and *Compliance* Committee of the corresponding Regional unit.

Managing the Functional Code

Art. 31. The management of the Functional Code is the responsibility of the Human Resources Department, which will oversee its dissemination, application, and updates, as well as provide support for the decisions made by the Ethics and *Compliance* Committees of Mater Dei Health Network.

§1 The Ethics and *Compliance* Committees of Mater Dei Health Network will consist of coordinators, managers, and officers representing employees, nursing staff, patients, medical staff, and the board, and these committees will operate under the provisions of the corresponding regulations, and their members will be formally appointed by the presidency of the Network;

§2 The Ethics and *Compliance* Committees of Mater Dei Health Network will meet biannually, without prejudice to extraordinary meetings whenever necessary, as called by their president, and all meetings will be formally documented in minutes.

Art. 32. Any cases omitted in this Code will be resolved by the Ethics and *Compliance* Committees of Mater Dei Health Network or, in urgent cases, by Network's Executive Board.



DECALOGUE

 **MaterDei**
Health Network

1. Apply yourself to your work

You underwent a rigorous series of tests and interviews to join Mater Dei Health Network. Your acceptance was a result of your intelligence, aptitude, and sensitivity, which we expect you to apply to your work with us. We believe in your potential.

2. Serve with excellence

Our greatest responsibility is to our clients. So, to provide them with the best possible care, everything you do should reflect our commitment to quality for life.

3. Understand the client

The clients of Mater Dei Health Network are aware of their importance to the company, and as a result, they may often be demanding and critical. You need to understand them and meet their needs. Their response will likely be reflected in their improved health.

4. Comfort the patient

Expressing words of comfort to patients is very important. At times, it may be difficult to meet their expectations. However, engaging in dialogue with them is the best way to demonstrate the honesty and dedication with which Mater Dei Health Network operates.

5. Collaborate with colleagues

Your colleagues should be treated with attention and respect. Working at Mater Dei Health Network means being part of a large team united by the same goal: to provide the best healthcare service in Brazil.

6. Communicate with your leader

Your manager will always be ready to listen to your suggestions and feedback. Open, polite, and transparent dialogue is the best way to address and solve problems.

7. Preserve the environment

Contribute to the preservation of the environment and natural resources by familiarizing yourself with related regulations. Start by keeping your workplace clean, organized, and safe.

8. Care for company assets

Use our equipment responsibly, including computers, printers, and the Internet, to ensure that clients, doctors, and colleagues are not subjected to inconveniences or disruptions in service.

9. Avoid waste

Help Mater Dei Health Network to reduce costs without compromising service quality, so we can consistently maintain reasonable pricing. This benefits everyone.

10. Sell quality

Be the best advocate for the quality services offered by Mater Dei Health Network. To do this, deepen your professional knowledge and inform clients of the advantages you have to offer.



INTERNAL REGULATIONS OF THE CLINICAL STAFF

 **MaterDei**

Health Network

Summary

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Chapter I

Principles and objectives

Art. 1 Mater Dei Health Network is a publicly held company, operating in hospitals, diagnostic, outpatient, urgent, and emergency care, with its principal business office located at Rua Mato Grosso, No. 1.100 - Santo Agostinho.

Art. 2 The Internal Regulations of the Clinical Staff have been developed and drawn up in the interests of health professionals and according to criteria set by them, in compliance with ethical and moral principles.

Art. 3 By voluntarily joining the Mater Dei Health Network Clinical Staff, professionals undertake to observe these regulations, as well as the Code of Ethics applicable to their respective categories.

Chapter II

The Clinical Staff

Art. 4 Characterization of the Clinical Staff: The Mater Dei Health Network's Clinical Staff is open, under the terms of the Diceological Norms of the Code of Medical Ethics (Chapter II, item VI), and is made up of self-employed health professionals, who are granted the right to use the company's facilities. They have the right to use the company's facilities and are responsible for carrying out all professional acts following ethical and humanitarian principles.

§1 Medical professionals are granted the right to admit patients.

§2 Members of the Clinical Staff have no employment relationship with Mater Dei Health Network, do not receive a salary or remuneration of any kind, and are not hierarchically subordinate to its management.

Art. 5 The doctor upon proven integrity (endorsed by another member of the Clinical Staff), duly registered with the Regional Medical Council (CRM) and legally qualified to practice their profession, may independently exercise their expertise within the facilities of the Mater Dei Health Network. This is under the express provision of item VI, Chapter II, of the New Medical Code of Ethics, approved by CFM Resolution 1.931/2009, while respecting techniques approved by the CRMMG and any subsequent regulations that may amend or revoke it.

Art. 6 The management of the Mater Dei Health Network shall ensure that medical professionals and other health specialties have full professional autonomy concerning the acts they carry out in the exercise of their activity and that they observe the general operating rules of the hospital establishment, which are necessary for the integration of services and activities, the well-being of patients and the preservation of ethics and integrity.

Sole paragraph: in carrying out its professional activities, the Clinical Staff will observe the provisions of these regulations, which it has drawn

up and approved, as well as the ethical principles described in the Ethic Codes of their categories.

Art. 7 The Clinical Staff of the Mater Dei Health Network is a group of doctors and health professionals who aid patients, whether private or contracted, and who enjoy professional, technical, scientific, political, and cultural autonomy.

Art. 8 Characterization of the Organization of the Clinical Staff - The organization of the Clinical Staff is done through representation according to the subjects and aspects to be dealt with:

I - In the Technical Council: to deal with issues and aspects related to patient care, the treatments given, the techniques applied, the technology and procedures used by all the professionals in the Clinical Staff.

II - In the Medical Ethics Committee to deal with matters involving ethics in the provision of services by members of the Clinical Staff.

III - In the Research Ethics Committee (REC) to defend the interests of research subjects in their integrity and dignity and to contribute to the development of research within ethical standards, under the terms of the specific resolution of the Ministry of Health.

IV - In the Epidemiology and Infection Control Service to contribute to minimizing the incidence and severity of hospital infections, through systematically developed actions.

Chapter III

The organization of the Clinical Staff

Art. 9. The clinical director of the Mater Dei Health Network will necessarily be a medical professional who is a member of the Clinical Staff, who will have the attributions conferred on them by the rules of the Federal and/or Regional Medical Council of each state in question.

Art. 10. Medical team Coordinators must be medical professionals, regularly registered with the CRM.

Art. 11. Medical Ethics Committee - Mater Dei Health Network will support the Medical Ethics Committee, which will act following the rules and regulations dictated by the Federal Council of Medicine and the Regional Council of Medicine of Minas Gerais and any subsequent rules that may amend or revoke them.

Art. 12. The members of the Medical Staff can organize themselves into teams, according to their convenience and interests, without the Executive Board interfering with their formation, management, and composition.

Art. 13. The members of the Clinical Staff treat their patients privately or through health plans or health insurance companies that have a commercial relationship with the Mater Dei Health Network.

Art. 14. The teams can be set up by self-employed professionals or, under the law, in the form of a legal entity, according to the resolutions and interests of their members.

Art. 15. There is no limit to the number of teams of the same specialty that can work on the premises of the Mater Dei Health Network.

Art. 16. There is no relationship of subordination between the team coordinator, its members, and the Network's Executive Board.

Art. 17. None of the team members are employed by their coordinators or by the Mater Dei Health Network.

Chapter IV

The duties of the Clinical Staff

Art. 18. Liberal health professionals who are part of the Mater Dei Health Network Clinical Staff, without prejudice to their autonomy, must respect the Code of Medical Ethics and other professional codes, under the law governing their profession, including the following principles:

I - according to Article 1 of the CFM's Code of Medical Ethics, it is forbidden for a doctor to cause harm to a patient, through intent or fault, including through action or omission, characterized as incompetence, recklessness, or negligence. Medical responsibility is always personal and cannot be presumed.

II- Assist the patients under their care with ethics, respect, consideration, and within the best technique for their benefit;

III - Collaborate with colleagues in the care of their patients, when requested;

IV - Be personally, civilly, and criminally liable for medical acts for which they are responsible, for the indication of methods, diagnoses, treatment, and medication, which, culpably or maliciously, have caused injury to the physical and/or mental health of the patient being treated;

V - Maintain a cordial demeanor, respecting patients, their relatives, colleagues in the Clinical Staff, and employees who are part of the Mater Dei Health Network;

VI - Observe safety regulations in the hospital environment and patient safety;

Art. 19. Among other things, it is the right of medical team Coordinators:

- a)** Represent their team;
- b)** Ensure compliance with these regulations;
- c)** Ensure the proper execution of the activities of the team they represent (specialties);
- d)** Encourage constructive criticism and stimulate study and research;
- e)** Ensure a sense of professional responsibility and medical ethics;
- f)** Ensure the technical, moral, and professional prestige of the team and the Clinical Staff;
- g)** Give an opinion on technical questions put to it and, if necessary, hear specialists related to the subject under study, receiving their opinion in writing;
- h)** Delegate to sub-coordinators, when necessary: scientific coordination, medical residency coordination, emergency room, specific services;
- i)** Ensure the preparation, implementation, and periodic review of protocols encourage scientific publications, attendance at meetings and scientific events.
- j)** Ensure that the team works well and propose actions to continuously improve results.

Art. 20. The Clinical Director is responsible for carrying out the activities provided for in the specific CFM Resolution;

Art. 21. The Technical Director is responsible for carrying out the activities provided for in the specific CFM Resolution;

Art. 22. The President and other members of the Medical Ethics Committee are responsible for exercising the powers conferred on them by CFM RESOLUTION No. 2.152/2016 and any subsequent rules that may amend or revoke it;

Art. 23. The Mater Dei Health Network government is composed of a Board of Directors, a President, and two Vice-Presidencies, one of whom is in the care department and the other commercial-administrative. The Assistance Vice-Presidency is responsible for:

- a) Propose strategic guidelines for the organization of care within the network, involving the entire clinical staff.
- b) Propose the approval of these guidelines to the Network's Clinical Staff and Board.
- c) Supporting the Clinical and Technical Board in strategic planning for the Clinical Staff.
- d) Registering new members of the Clinical Staff together with the Clinical and Technical Board.

Art. 24. The doctor, when invested in the role of officer, director, manager, or coordinator, will observe the ethical principles of respect, consideration, and solidarity with colleagues, always seeking the interest and well-being of the patient, without, however, failing to report acts that go against ethical principles to the CRM.

Chapter V

Admission and retention of members

Art. 25. The Mater Dei Health Network's Clinical Staff is open, and admission to it depends:

- I - at the request of the interested party, accompanied by their curriculum vitae;
- II - the formal recommendation of a member of the Medical Staff;
- III - proof of a license to practice medicine (CRM) in their specialty and for other areas of health, following the rules of the Brazilian Medical Association;

IV - the commitment to comply with patient safety and hospital environment standards, as required by law and other applicable standards, including sanitary standards and those of certifying agencies;

V - declare that there are no current or past ethical or legal issues with the CRM or the courts;

VI - the interested party must meet the other requirements demanded by law and by the rules of the Federal and State Councils of Medicine.

§ 1 The following are basic attributions according to the rules of the Federal Council of Medicine:

a) Do not leave patients unattended at the times you schedule with patients and teams, including during the shifts you arrange with teammates (Article 9 of the Code of Medical Ethics);

b) Monitoring patients under their responsibility;

c) Continuously update yourself so that you have the technical capacity to apply the scientific resources available in the best possible way in favor of medicine, aiming for the best results, without neglecting your human side, imbued with solidarity, all following the rule that established the New Code of Medical Ethics;

d) continuously improve their knowledge and use the best scientific progress for the benefit of the patient, their team, and society, all following the rule that established the New Code of Medical Ethics.

§ 2 The preparation of the duty roster is not subject to rules determined by the Mater Dei Health Network Executive Board, nor to its approval;

§ 3 The appointment of substitutes for shifts does not require prior communication to the Mater Dei Health Network Executive Board, which does not influence the progress of medical teams and is the sole responsibility of the doctor and his or her team.

Chapter VI

Medical fees

Art. 26. The establishment's income comes from providing hospital hotel services, fees for the use of equipment, materials, medicines, and complementary tests for diagnosis and therapy, excluding income from medical activity, which belongs exclusively to doctors.

Art. 27. In the case of care for non-contracted patients, the fees will be set and charged by the professionals themselves, in compliance with ethical principles, without interference or participation by the Mater Dei Health Network.

Art. 28. In the case of patients who are members of health plans and medical cooperatives, these will pay in full the fees owed to doctors and other self-employed health professionals.

Chapter VII

Penalties

Art. 29. It shall be the responsibility of the Technical Director to ensure the full and autonomous functioning of the Medical Ethics Committee, as well as to report to the Regional Medical Council, upon deliberation by the Ethics Committee, cases in which a healthcare professional commits a proven ethical-professional and/or moral violation, or acts with intent, recklessness, or negligence in the performance of their professional duties.

§1 - The offender may be excluded from the Clinical Staff, to be decided by a general meeting of the Mater Dei Health Network Clinical Staff, convened specifically for this purpose, ensuring full defense and obedience to the legal rules in force, including the terms of the specific Resolution of the Federal Council of Medicine (CFM).

§2 - The excluded member shall be formally notified by the resolution body through a duly motivated written document containing the reasons for their withdrawal from the Medical Staff.

Art. 30. Any cases not covered by these Regulations will be resolved on an emergency basis by the Vice-presidency of Care and/or the Clinical Director until the Clinical Staff Meeting evaluates them and makes its decision in conjunction with the Clinical Director.

Art. 31. These Internal Regulations come into force after being approved by the Hospital's Clinical Staff and endorsed by the Regional Medical Council of Minas Gerais, approved and registered.

Chapter VIII

Standing and temporary committees

Art. 32. The Mater Dei Health Network will maintain a Research Ethics Committee (REC) in constant operation, in compliance with Resolution No. 196/96 of the Ministry of Health and any subsequent regulations that may amend or revoke it.

Art. 33. The Mater Dei Health Network will maintain a Hospital Infection Control Committee in constant operation, which, under the terms of Law No. 9.431/97 and Ordinance No. 2.616/98, will carry out hospital infection control actions.

Art. 34. In addition to the committees already listed, the Mater Dei Health Network will also maintain the committees necessary to comply with health legislation and the rules of the competent public bodies:

- I - Medical records review committee;
- II - Infant and fetal death committee;
- III - Maternal death committee;

IV - In-hospital committee for the donation of organs and tissues for transplantation;

V - Internal accident prevention committee.

Art. 35. The Mater Dei Health Network may create temporary committees within the institution according to the need to better organize its work to provide the best healthcare.

These regulations may differ depending on where they were approved by the CRM.

ANNEXES

 **MaterDei**
Health Network

GLOSSARY

- **Public official:** Anyone who provides any kind of service to the State, who performs public functions, in the broadest possible sense of this expression, meaning any public activity.
- **Melee weapon:** any object that can be used to attack or defend someone, other than a firearm.
- **Effective repentance:** is the action taken by the perpetrator that prevents the perfect attempt, or flawed crime, from taking effect.
- **Moral harassment:** Any conduct that characterizes abusive, frequent, and intentional behavior, through attitudes, gestures, words, or writings that can harm a person's physical or psychological integrity, endangering their job or degrading their working environment.
- **Cade:** Administrative Council for Economic Defense
- **Compliance:** Commitment to the internal and external rules that govern a company's business.
- **Unfair competition:** an illegal market practice in which illegal and even abusive techniques are used to gain clients, to the detriment of competitors.
- **Conflict of interest:** a situation generated by the clash between personal and professional interests, which may compromise the collective interest or improperly influence the performance of the job.
- **Internal controls:** these are mechanisms, rules and procedures implemented by a company to guarantee the integrity of financial and accounting information and processes, reducing risks.
- **Deliberate:** that has been decided, and resolved, after exhaustive discussion and analysis.
- **Charitable organization:** a legal entity that provides services to society, especially to the neediest people, and whose purpose is not to make a profit.

- Interns: fellows, students, academics, and young apprentices
- 1st-degree relative: father and mother, son and daughter
- 2nd-degree relative: grandfather and grandmother, grandson and granddaughter
- 3rd-degree relative: great-grandfather and great-grandmother, great-grandson and great-granddaughter
- Relatives in a collateral line: people who are not descended from each other
- Straight-line relative: descended from one another
- Relatives by affinity: father-in-law, mother-in-law, daughter-in-law, son-in-law and brothers-in-law
- Integrity: a characteristic of someone who appears to be honest, correct.
- Illicit: contrary to the law. Illegal.
- Incompetence: lack of experience, skill, or aptitude for carrying out an activity.
- Recklessness: lack of caution, attention, and care when carrying out an activity.
- Integrity: commitment to ethical values.
- Negligence: lack of care in the exercise of a research activity involving human beings
- Prerogative: a special right inherent in an position or profession.
- Probity: uprightness, honesty, decorum, decency.
- Intellectual property: Rights to knowledge products and/or processes, whether tangible or intangible.
- Retaliation: retaliation for an offense or aggression suffered; reprisal, revenge.

Annex I - Employee declaration

I, _____

CPF: _____

CI: _____

ADDRESS: _____

I hereby declare that I have had digital access to the contents of the Code of Integrity and the Functional Code and that I am aware of its contents, as well as all the other internal rules of the Mater Dei Health Network, and I undertake to carry out the duties inherent in my position with strict observance of the aforementioned rules and the legislation in force, refraining from acts that could cause material or immaterial damage to the company.

I also declare that I am aware that the mission of the Mater Dei Health Network is "Commitment to Quality for Life", and that by establishing a working relationship with Mater Dei, I also assume this commitment and will strive to serve our clients with excellence. Finally, I hereby declare that I am aware that any acts in breach of internal rules, especially those contained in the Code of Integrity and the Functional Code, may result in the application of penalties, including dismissal for cause, without prejudice to the duty to repair any damage caused to the company, patients or third parties, even moral damage.

_____, ____/____/____

Name: _____

Signature: _____

Annex II - Clinical staff member's declaration

I, _____

CPF: _____

CI: _____

ADDRESS: _____

I hereby declare that I have had digital access to the contents of the Code of Integrity and the Internal Regulations of the Clinical Staff and that I am aware of their contents, as well as all the other internal rules of the Mater Dei Health Network, and I undertake to carry out the duties inherent in my position in strict compliance with these rules and the legislation in force, refraining from acts that could cause material or immaterial damage to the company, employees and patients.

I also declare that I am aware that the mission of the Mater Dei Health Network is "Commitment to Quality for Life", and that by establishing a partnership with the Hospital, I also assume this commitment and will strive to provide excellent care for patients and their companions.

Finally, I hereby declare that I am aware that any acts in breach of the internal rules, especially those contained in the Code of Integrity and the Internal Regulations of the clinical staff, may result in penalties, including exclusion from the clinical staff, without prejudice to the duty to repair any damage caused to the company, employees and patients, even moral damage.

_____, __/__/__

Name: _____

Signature: _____



Annex III - Confidentiality agreement

Employees, trainees, clinical staff, and partners undertake to observe the strictest confidentiality concerning all confidential information they become aware of through their relationship with the Mater Dei Health Network. They may not, under any pretext or excuse, omission, fault, or willful misconduct, reveal, reproduce or make known to third parties, and are forbidden to produce copies or back-ups of documents they have become aware of or which are in their custody. If documents containing confidential information are destroyed, appropriate security measures must be taken.

Employees, trainees, clinical staff, and partners are aware that the duty of confidentiality, by its very nature, will remain in force, in perpetuity, even after they leave the Mater Dei Health Network.

Any confidential information disclosed inappropriately will subject the employee, trainee, clinical staff, and partner to the penalties provided for in the Functional Code and/or Internal Regulations of the clinical staff, without prejudice to other legal penalties.

_____, ___/___/___

Name: _____

Signature: _____

Annex IV - Questionnaire for candidates for job vacancies

The Mater Dei Health Network, acting in compliance with Law 12.846 - the Anti-Corruption Law, carries out a risk evaluation, among other ways, also by evaluating the profile of its internal and external employees. According to the Mater Dei Health Network's Code of Integrity, candidates for job vacancies must complete the following questionnaire under the law.

Name: _____

CPF: _____ ID: _____

Full address: _____

Telephone: _____

Email: _____

Answer yes or no to the following questions and give reasons if you answer yes.

1. You are or have been affiliated with a political party. () Yes () No

Reason: _____

2. Have you ever been convicted, administratively or judicially, of committing illicit acts typified in Article 5 of Anti-Corruption Law No. 12.846/13. If yes, please provide the relevant clarifications.

() Yes () No

Reason: _____

3. Have you ever been suspended/prevented from contracting with the Public Administration (penalty provided for in item III of Article 87 of Law No. 8.666/93, the Procurement and Contracts Law), declared unfit (penalty provided for in Article 87, item IV of Law No. 8.666/93, the Procurement and Contracts Law), or prohibited from participating in public procurement and contracting processes (penalty provided for in Article 7 of Law No. 10.520/02, the Auction Law). () Yes () No
Reason: _____

4. Have you ever been dismissed for cause by federal, state, or municipal government entities. () Yes () No
Reason: _____

5. You have, or have had business ties with federal, state, or municipal political agents. Political agents are the heads of the executive branch, their deputies, ministers and secretaries, and the members of the legislative houses. A commercial relationship is considered to be a business or simple company and the provision of services on a routine basis. If yes, please provide the relevant clarifications. () Yes () No
Reason: _____

6. Do you have a relative up to the 2nd degree, including by affinity (father, mother, child, brother, sister, grandmother, grandfather grandchild, father-in-law, brother-in-law, son-in-law, daughter-in-law, and husband or wife), who are members of the Public Administration and may have a connection with the work to be carried out for the Mater Dei Health Network? Public administration is any body or entity belonging to the three spheres of government. () Yes () No
Reason: _____

7. Do you have any relatives, up to the 2nd degree, including by affinity (father, mother, child, brother, sister, grandmother, grandfather, grandchild, father-in-law, brother-in-law, son-in-law, daughter-in-law and husband or wife) who are part of the staff of the Mater Dei Health Network. () Yes () No

If yes, please complete:

1 - Relative's name: _____

2 - Relationship: _____ 3 - Position: _____

4 - Department/Unit where the relative works: _____

Further information: _____

I declare for all due purposes that the information contained in this form is true and consistent with the reality of the facts at the time. I declare that all the information mentioned in this form is my sole responsibility. Furthermore, I have been informed that if there are any changes to the data contained in this Declaration, they must be informed and registered with the Human Resources Department. Finally, I am aware that any falsehood in the information provided constitutes a crime under the Brazilian Criminal Code and may be prosecuted under the Law. There being nothing further to declare, and aware of the responsibilities for the declarations made, I hereunto set my hand.

_____, ____/____/____

Full name: _____

Signature: _____