[COMPANY NAME] COMPLIANCE COMMITTEE CHARTER

CORPORATE COMPLIANCE—AN EFFECTIVE COMPLIANCE PROGRAM CONTINUALLY ALLOWS FOR THE PREVENTION AND/OR DETECTION OF VIOLATIONS INVOLVING LAWS, REGULATIONS, POLICIES, PROCEDURES, AND GUIDELINES GOVERNING ALL EMPLOYEES WITHIN THE ORGANIZATION.

PURPOSE

- The Committee facilitates compliance by serving as an informational and advisory resource for the Compliance Officer.
- The Committee extends the presence of the compliance function beyond the Corporate Compliance Officer and staff to the operational units of the organization.
- The Committee serves as a communication link between employees and the compliance function.
- The Committee's purpose, accomplished through the fulfillment of duties and responsibilities of each member at the operational level, is an integral part of the Company's commitment to compliance.

VALUES

- The Committee is guided by and dedicated to the Company's core values of [list core values], and the Company Code of Ethics.
- The Committee recognizes the necessity of independence, objectivity, accuracy, and confidentiality.

VISION

- The Committee endeavors to foster and maintain a culture of Corporate Compliance throughout the organization.
- The Committee endeavors to promote each employee's responsibility to abide by the Code of Ethics.
- The Committee endeavors to promote the benefits of Corporate Compliance initiatives throughout the Company.
- The Committee endeavors to facilitate the communication process involving Corporate Compliance information and the Code of Ethics.
- The Committee endeavors to serve as leaders for Corporate Compliance activities.

STRUCTURE

- The Corporate Compliance Officer chairs the Committee with the compliance staff supporting the Committee.
- The scope of the Committee encompasses operational functions within the various business units comprising the Company.
- The Committee includes representatives from the major business units.
- The Committee reports appropriate issues to the Executive Corporate Compliance Committee comprised of the Chief Executive Officer, Chief Operating Officer, Medical Director, and Corporate Compliance Officer.
- The Executive Corporate Compliance Committee evaluates strategic compliance issues and makes decisions regarding proposed corrective action plans.

FUNCTIONS

- The Committee assists in detecting and evaluating possible regulatory violations.
- The Committee assists in implementing corrective actions as needed to prevent the occurrence of unlawful or unethical behavior and to stop any such behavior as soon as reasonably possible after it is discovered.
- The Committee assists in developing and implementing appropriate solutions for compliance issues.
- The Committee assists in determining approaches for promoting compliance.
- The Committee assists in compliance training and education, including fraud and abuse prevention, for employees.
- The Committee assists in assessing policies and procedures designed to address internal and external environment, the regulations with which it must comply, and specific risk areas.
- The Committee assists in developing/completing compliance-related projects and provides feedback to the Corporate Compliance Officer and compliance staff.

RESPONSIBILITIES

- Compliance Committee members review and analyze compliance-related issues, rulings, or procedures potentially impacting the Company's operations.
- Compliance Committee members submit to the Compliance Officer ideas, concerns, questions, or discussion topics in advance of meetings.

Compliance Committee members review the agenda and supporting documents in advance of Committee meetings and are prepared to discuss issues related to their expertise.

Compliance Committee members attend regularly scheduled meetings.

Compliance Committee members attend ad hoc meetings as scheduled by the Compliance Officer, either in person, via telephone, or electronically.

CORPORATE COMPLIANCE COMMITTEE

MEMBERSHIP

Research (Director)