

## 2020 PUBLIC ACCOUNTABILITY QUESTIONNAIRE

This Questionnaire Covers Calendar Year 2019.  
Please return your response to [jeri.freirich@arentfox.com](mailto:jeri.freirich@arentfox.com) no later than  
**May 15, 2019.**

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### OWNERSHIP AND ORGANIZATIONAL STRUCTURE

1. Describe the ownership structure of your GPO and/or its parent or affiliated companies, including details regarding the following:

- Person(s) or entities that control the majority of voting interests in your GPO;
- The types of equity holders of your GPO (e.g., publicly-held company, healthcare providers, individuals, for-profit and/or not-for-profit entities);
- The corporate form of your GPO and/or its parent or affiliated companies – such as corporation, partnership, limited liability company, co-op;
- Whether the GPO is organized as a for-profit or not-for-profit organization; and
- Location of corporate headquarters.

**TPC:**

- a) Member interest is equal among the Founding Members.***
- b) TPC membership interest is made up of healthcare providers. The current membership interest is exclusively not-for-profit entities.***
- c) LLC.***
- d) For profit, Texas.***
- e) 7160 Dallas Parkway, Suite 600, Plano, TX 75024.***

2. Describe the composition of your Board of Directors or other governing body and reflect any changes from the previous HGPII reporting year. Include the following in your response:

- Number of individuals serving on your Board;
- Percentage of Board representing GPO customers;
- Percentage of Board that are employees of the GPO; and
- Percentage of Board members also serving as employees, officers, or directors of a participating vendor.

**TPC:**

- a) Seven members of the Board of Managers and TPC has an Advisory Board made up of 12 members.***
- b) 100%***
- c) 14% - Representing one TPC employee for the Board of Managers and 8% of the Advisory Board.***

- d) No board member is an employee, officer or director of a participating GPO vendor.*

*Note: TPC has a Board of Managers which is comprised of the owners (Founders) of TPC and TPC's President and CEO. TPC also has an Advisory Board which includes Founders, Non-Founders and the President and CEO of TPC. The Advisory Board is made up of eleven Members (6 Founders, 5 Non-Founders and TPC's President and CEO). The Non-Founders are also not-for-profit health systems and no Advisory Board Member or Board of Managers Member is an employee, officer or director of a participating GPO vendor.*

3. Indicate whether any equity holder of your GPO and/or its parent or affiliated companies is a physician (or an immediate family member of a physician).

**TPC:**

*There is no physician ownership of TPC. There is no equity holder of TPC that is a physician or an immediate family member of a physician.*

**CONFLICT OF INTEREST**

4. Describe the GPO's policies and procedures that address conflicts of interest for:
- Employees in a position of influence with regard to contracting decisions;
  - Clinical Advisory Members; and
  - Members of the GPO's Board of Directors or other governing body.

**TPC:**

- a) All TPC employees are expected to comply with the TPC Business Ethics Policy. All employees are required to complete the Business Ethics Policies Compliance Certification Form when joining the company and annually thereafter.*
- b) Members of Clinical Advisory Committees are required to abide by the TPC Membership Agreement, which requires anyone on a committee to voluntarily remove themselves from any decisions where they may have a financial or family relationship (Conflict of Interest). Physicians that are not employed by a TPC Member may be excluded from this requirement.*
- c) TPC's Board of Managers and TPC's Advisory Board are representatives of not-for-profit healthcare providers and as such may be obligated to comply with their individual organization's Business Ethics Policies and/or Conflict of Interest Policies.*
- d) TPC addresses the company Conflict of Interest and Confidentiality policy at the beginning of each Member committee meeting during which Members are asked to disclose any actual, potential or apparent conflicts of interest and voluntarily refrain from engaging in any action or decision in which a conflict of interest may exist. Any participant in the meeting that discloses a conflict of interest or any potential conflict of interest is not allowed to participate in discussions about a contracting decision or is able to vote on contracting decisions.*

As part of your response, provide details about reporting requirements for conflicts and provide a copy of written policies.

**TPC:**

***TPC employees are prohibited from participating in contracting decisions in which a potential conflict exists, which is defined as an employee having an interest in, or connection with, any company that TPC does business with, if the interest is of such a nature that it might influence, or appear to influence, the independent judgment of the employee. This may be further defined as an individual equity interest or property or service transactions. With prior management approval, TPC employees may serve as an officer or director of any company that does not have a material conflict with the interests of TPC. Employees may not serve on the board of managers or serve as an officer in a company that TPC management determines has material conflicts of interest with TPC, including but not limited to be a competitor or Vendor of TPC. TPC's Board of Managers and TPC's Advisory Board of Managers are required to follow the Ethics Policies of their employer(s). TPC's Business Ethics Policies address limitations and disclosure of gifts. Any company employee involved in the contracting process is prohibited from accepting any gift or participating in any business entertainment event offered by a prospective supplier/vendor if said participation would influence the contracting decision; in certain circumstances TPC employees may provide meals to vendors. Please see TPC's Business Ethics Policy. If an employee reports an ethics violation to any employee or manager, TPC's President/CEO is notified of the alleged activity. Depending on the circumstances, available information and perceived seriousness of the alleged violation, the President/CEO may notify the Chairman of TPC's Board of Managers and initiate an internal and/or an external investigation. TPC's Business Ethics can be found on TPC's website at [www.tpc1.com](http://www.tpc1.com). Scroll to the bottom of your screen and click on "compliance" to access TPC's written Code of Business Ethics and Conduct document.***

5. Describe actions the GPO takes to avoid conflict of interest issues for members of the Board of Directors (e.g. disclosure and/or prevention of equity investments in participating vendor relationships and acceptance of gifts/meals/travel/entertainment paid for by vendors.)

**TPC:**

***TPC's Board of Managers are representatives of not-for-profit healthcare providers and are obligated to comply with their individual organization's Business Ethics Policies and/or Conflict of Interest Policies. TPC shares the Business Ethics Policy with the TPC Board of Managers and TPC's Advisory Board and this policy addresses limitations and disclosure of gifts. TPC Board of Managers and TPC Advisory Board are asked to voluntarily remove themselves from discussions or decisions if a conflict of interest exists.***

6. Describe the GPO's policies and procedures that address activities, including other lines of business of the GPO and/or its affiliates (including non-GPO services and strategic

investments) that might constitute conflicts of interest to the independence of its purchasing activity. [1]

**TPC:**

*TPC owns Southwest Insurance Services, Inc., an insurance agency licensed in 35 states for the sale of insurance products such as life, disability, dental and vision, property and casualty coverage; the business interests of TPC and Southwest Insurance Services are complementary and aligned with no known or anticipated potential conflicts of interest. TPC has contracts for GPO services that are specifically outlined and define TPC's purchasing activity. There are no conflicts of interest to the independence of its purchasing activity. TPC's governance structure is designed to manage the best interests of TPC's participating health systems.*

**OTHER LINES OF BUSINESS**

7. Describe other lines of business or investments of the GPO and its affiliates. We are interested in hearing about new as well as nontraditional GPO services that your company and its affiliates are involved with.

**TPC:**

*TPC owns Southwest Insurance Services, Inc., an insurance agency licensed in 35 states for the sale of insurance products such as life, disability, dental and vision, property and casualty coverage; the business interests of TPC and Southwest Insurance Services are complementary and aligned with no known or anticipated potential conflicts of interest. TPC does maintain purchasing agreements that are separate and distinct from the agreements that are in place for traditional medical/surgical/pharmacy supply chain purchasing (agreements with TPC's primary GPO – currently Vizient). These TPC purchasing agreements primarily focus on purchased services categories such as insurance (referenced above), food services, clinical maintenance, information technology services, temporary staffing, revenue cycle, etc.*

8. What policies or guidelines does the GPO have to address potential conflicts of interest with regard to other lines of business engaged in by the GPO and/or its parent or affiliated companies?

**TPC:**

*TPC does not have other lines of business that are outside of the purchasing function whereby a conflict of interest exists. The lines of business that TPC engages in are focused on cost reduction specific to lowering the cost of supplies and lowering the amount of supplies used to care for patients. TPC works collaboratively with health systems, suppliers and consultants to aggregate volume to reduce the total cost of care and improve the overall financial and clinical performance of its Members. In addition, TPC engages in performance improvement activity that pursues best practices and adopts utilization criteria and proven benchmarks that supports quality outcomes at lower costs.*

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<sup>1</sup> Business concerns, organizations, or individuals are affiliates of each other if, directly or indirectly, (1) either one controls or has the power to control the other, or (2) a third party controls or has the power to control both. (See 48 CFR, Section 9.403 (2007): Securities Act, Sec. 16, 15 USC 77p(f)).

*If and when identified, TPC's Business Ethics Policy is effective to address potential conflicts of interest.*

## **MONIES FROM VENDORS**

9. Describe the GPO's policy with respect to the receipt of sponsorship funds, grants for research or other educational programs, or any other source of non-administrative fee revenue from vendors. What policies does the GPO have to guard against any potential conflict of interest relating to such payments?

**TPC:**

*TPC does not accept receipt of sponsorship funds, grants for research or other educational programs or any other source of non-administrative fee revenue from vendors.*

10. Does the GPO and/or its parent or affiliated companies accept vendor fees relating to conference sponsorship or exhibit booth space? What policies does the GPO have to guard against a potential conflict of interest relating to vendor participation in industry trade shows, and donations in general?

**TPC:**

*TPC received fees from vendors related to sponsorship for an educational conference hosted by TPC on behalf of all TPC Member organizations. All funds received were used exclusively to off-set the cost of the program (speaker fees, technology, food and beverage). All vendors had equal opportunity to participate in the event, received equal benefits at each participation level and their participation in no way impacted any decision or action related to their business relationship with TPC and/or the Members. Vendors that attended the event did not exhibit in booth space or use the event to directly sell their services. The event was established as an educational and networking event only.*

11. Describe any services or products the GPO or its affiliates provide to vendors on a fee-for-service basis (e.g. data, claims processing, etc.).

**TPC:**

*No services are sold to vendors.*

12. Does the GPO make annual disclosures of administrative fees received from vendors for contracting activities with respect to the member's purchase of products and services (e.g. safe harbor reports)? If this document is publicly available, provide an electronic link to this information.

**TPC:**

*TPC makes annual disclosures of administrative fees received from vendors for contracting activities with respect to TPC Members' purchases of products and services. Moreover, in accordance with GPO Safe Harbor regulations, TPC discloses the terms and conditions (including administrative fees) of each new contract in writing to all Member CEOs and CFOs upon contract execution and upon request from TPC Members. This information is available upon request.*

13. Does the GPO disclose to members all payments other than administrative fees the GPO receives from any vendor in the course of the GPO's group purchasing activities (e.g. booth space, educational grants, marketing fees, honoraria, etc.) whether from the purchasing activity of those members or not? Describe your disclosure practices.

**TPC:**

*Fees other than administrative fees (if any) are disclosed through TPC's financial reporting system and governance process. TPC's financials are disclosed to the Board of Managers quarterly and TPC's audited financials by a third party financial accounting firm are disclosed to the Board of Managers annually. TPC's Members receive statements at least quarterly detailing purchasing activity. TPC's Board of Managers review TPC's financial statements at each Board meeting and may also request to inspect the financial records of TPC at any time.*

14. Describe the GPO's policy with respect to returning administrative fees to an ineligible vendor.

**TPC:**

*TPC will comply with contract terms and member agreements and promptly notify the vendor of the ineligible Member's administrative fee payment received and make every reasonable effort to refund the payment.*

## **MEMBER FEES**

15. Does the GPO pay fees or offer equity to members upon the signing or re-signing of a participation agreement with the GPO or the joining or renewal of membership in the GPO program?

**TPC:**

*TPC does not pay fees or offer equity to Members upon joining or renewing their Membership Agreement with TPC.*

## **BID AND AWARD/CONTRACTING ISSUES**

16. Does the GPO have a publicly-available description of its bid and award process? If so, provide a link and written description of your bid and award process. If not, describe how it may be obtained.

**TPC:**

*TPC has a publicly available description of its bid and award process available on TPC's website; [www.tpc1.com](http://www.tpc1.com). Scroll to the bottom of your screen and click on "compliance" to access TPC's Bid and Award Contract Process document.*

17. Describe the GPO's requirements for how products or services are published so they are accessible to potential vendors. If a bidder is not awarded a contract, is that bidder able to review the decision criteria used to evaluate the bid? Include in your response a general description of the GPO's criteria for vendor selection.

**TPC:**



*TPC does not publish its decision criteria used to award potential contracts; however, the TPC contracting team, as part of its due diligence, will openly share with each vendor, upon request, the anticipated decision criteria and timelines that will drive the contract award process. Information is equally available to participating vendors. Upon request, TPC's contracting team will communicate to those bidders that do not receive an award the criteria used in reaching the decision. TPC data, Member data or other market/competitive information will not be disclosed. Requirements are developed for each unique contracting opportunity and are communicated by the TPC contracting process to each interested vendor. TPC does follow a best practice list of criteria when undergoing a vendor analysis and awarding a contract.*

18. Describe the GPO's policy with regard to the use of single, sole, dual, and multi-source procurement and provide an example or two to support use of these contracting tools.

**TPC:**

*As a member-driven organization, TPC may recommend a sourcing strategy but TPC Members choose whether to accept the recommendation or propose an alternative strategy. Sole or dual source procurement is only used when TPC Members determine it is necessary to meet the objectives of the initiative being pursued for improved value, service and/or quality. Member participation in sole or dual source procurement sourcing contracts is voluntary in nature and the award is based on the overall value provided by the award winner. When contracting for a category or product segment, all current suppliers and qualified supplier candidates are considered. TPC staff prepares and presents quality, service and cost data and other decision criteria to TPC Members and/or member committees. TPC Members determine the appropriate direction and authorize TPC staff to make the final award decision based upon quantitative and qualitative data. Examples of sourcing strategies include: Medical Surgical Distribution Services (single source) and Peripheral Vascular (dual source). TPC's contracting tools and governance process support the cost benefit analysis of having single, sole, dual or multi-source agreements.*

19. Does the GPO permit bundling of unrelated products or services from the same vendor or from different vendors? If so, under what circumstances would the GPO consider bundling to be appropriate?

**TPC:**

*TPC provides its Members with access to TPC's preferred GPO partner's contracting portfolio and adheres to TPC's GPO partner's policies regarding the use of bundling. TPC does not permit bundling of unrelated products or services from the same vendor, nor does TPC permit the bundling of unrelated products or services from different vendors.*

20. Describe the process for contracting for clinical preference items. Describe the GPO's policy guiding the appropriate length/term of contracts for clinical preference products.

**TPC:**

*TPC provides its Members with access to TPC's internal and preferred GPO partner's tools and consultants for many physician preference items. TPC directs its GPO partner to provide contracting support and subject matter expertise when evaluating opportunities and outlining decision options. In some circumstances, TPC may negotiate directly with*

*manufacturers of physician preference items. Physician preference items negotiated by TPC are done so based on the best interests and needs of TPC Members. Agreements for clinical preference products, when awarded, are typically structured with a term of three years or less and options are always available to Members to pursue innovative solutions that may improve the cost or quality of care delivered.*

## **ADMINISTRATIVE FEES**

21. What is the GPO's practice regarding the amount of administrative fees accepted? If there is a written policy, please provide an electronic link or copy of the GPO's policy regarding these fees.

**TPC:**

*When a contract is awarded to a supplier, TPC discloses the administrative fee details in writing to each TPC Member's CEO and CFO. In addition, TPC's administrative fees are disclosed to Members each calendar quarter as part of the financial statement process and upon the request of TPC Members. TPC follows the safe harbor rules specifically for healthcare GPO entities.*

22. Describe the conditions in which the GPO accepts administrative fees beyond 3 percent, requiring specific (not blanket) disclosure under the Federal Regulatory Safe Harbor provisions?

**TPC:**

*The conditions by which TPC may consider accepting an administrative fee beyond 3 percent vary and are evaluated on a case-by-case basis; TPC makes specific disclosure under the Federal Regulatory Safe Harbor for all contracts, regardless of whether the administrative fee is above 3 percent or not.*

23. Describe the range of administrative fees accepted and examples of the types of contracts (without specifying specific proprietary information) that have administrative fees greater than 3 percent.

**TPC:**

*The range for administrative fees varies depending on contract category. For example, administrative fees generated by supply spend may range from 0 to 3 percent; however, categories outside of traditional supply spend, such as purchased services categories, may be greater than 3 percent including but not limited to the following categories: Revenue Cycle Services, Managed Freight Services, Temporary Staffing Services and Bad Debt Collection Services. TPC provides services beyond contracting services that includes the programmatic management of helping Members optimize the value they can receive from vendors. For example, TPC supports ongoing implementation of services and tracks benchmarks to support the sharing of best practices to improve overall financial and clinical performance. All fees are disclosed to Members.*

## **PRIVATE LABEL PROGRAMS**

24. Describe whether the GPO has a private label program and if so, describe the products the private label program covers.



**TPC:**

***TPC does not have a private label program. TPC does participate in its primary GPO's private label program (Vizient's Impact Standardization Program).***

25. Describe the GPO's practice regarding administrative fees derived from a private label program.

**TPC:**

***TPC does not have a private label program. TPC follows the guidelines of its primary GPO's private label program.***

**VENDOR GRIEVANCE PROCESS**

26. Describe the GPO's policy and process with respect to responding to a vendor's grievance regarding the bid/award process.

**TPC:**

***All Vendors have the right to register a grievance with TPC.***

***TPC's vendor grievance process is:***

- 1. Vendor notifies TPC of grievance.***
  - 2. TPC contacts supplier to discuss nature and details of grievance.***
  - 3. TPC management determines whether grievance warrants review by the appropriate member committee(s), specific member organization and/or TPC President/CEO.***
  - 4. If the grievance cannot be resolved, TPC management and vendor will work together to determine the appropriate recourse as provided in the agreement.***
27. Did any supplier, since submission of the last GPO's Public Accountability Questionnaire, request an evaluation pursuant to the HGPII Independent Evaluation Process? If so, please provide information regarding the outcome of such evaluation.

**TPC:**

***TPC has not received any supplier requests for an evaluation pursuant to the HGPII Independent Evaluation Process, since submission of our last Public Accountability Questionnaire.***

28. Does the GPO participate in HGPII's Independent Evaluation Process?

**TPC:**

***TPC has participated in HGPII's Independent Evaluation Process since 2014.***

29. Is the HGPII Independent Evaluation Process displayed on the GPO's public website? If so, please provide an electronic link to this information.

**TPC:**

***Yes, the HGPII Independent Evaluation Process is displayed on TPC's public website located at [www.tpc1.com](http://www.tpc1.com). Scroll to the bottom of your screen and click on "compliance", to access HGPII's Independent Evaluation Process document.***

## INNOVATION

30. Describe the GPO's policy and process to evaluate and provide opportunities to contract for innovative products and services.

**TPC:**

*Vendors/suppliers and Members are encouraged to introduce innovative technologies, services and products to TPC staff and TPC's GPO partner, Vizient. If TPC agrees that said technology, service or product is indeed innovative and will yield a positive quality/cost impact for TPC Members, the technology, service or product will be presented to TPC Members and/or member committee to further evaluate its credibility.*

31. Does the GPO have the right to enter into a GPO contract for innovative technology at any time during its bid and award cycle? Describe the process the GPO has for fostering the development of GPO contracts for innovative products.

**TPC:**

*TPC maintains the appropriate latitude to enter into new contracts where new technology differentiates a product category or segment from previous technology offerings. TPC encourages suppliers to present new technologies that offer material advantages over previous or current technologies; this may be presented directly to TPC or to TPC's GPO partner. In addition, when finalizing an award for a committed technology or product, TPC builds contingencies into its contract commitments that carves out the testing and potential adoption of innovative technology or products. If and when a new product or service can definitively improve the ability to deliver quality care and/or lower the cost, TPC will pursue adoption of such new products or services.*

32. Are GPO members allowed to evaluate products and/or communicate with vendors, regardless of whether a vendor has a contract with the GPO?

**TPC:**

*Yes. Members are not restricted from evaluating products and/or communicating with any vendor regardless of whether such vendor has a contract with TPC. Members are involved in TPC's selection process and TPC's governance model encourages Members to evaluate products and innovative services.*

33. Are GPO members allowed to purchase non-contracted products or services directly from non-participating vendors?

**TPC:**

*Yes. TPC Members may purchase non-contracted products or services directly from non-participating vendors.*

## VENDOR DIVERSITY PROGRAMS

34. Describe the GPO's program or activities that encourage contracting with Diverse Vendors (small, women-owned, veteran owned, minority-owned). Explain how you promote or market those programs to the GPO's membership and to Diverse Vendors.

**TPC:**

***TPC provides its Members with access to its GPO partner's diversity programs and promotes the GPO's contracted diversity suppliers.***

35. Has the GPO increased contracting with Diverse Vendors over the prior year(s)? If so, quantify these increases within each Diverse Vendor category (SBE, WBE, VBE, and/or MBE).

**TPC:**

***N/A - TPC provides its Members with access to TPC's GPO partner's diversity programs and promotes TPC's GPO partner's contracted diversity suppliers.***

36. Does the GPO have a Vendor Diversity Committee or other program or group for developing diversity goals and expanding opportunities? If so, describe. What are its mission, goals, and objectives? Does it work directly with the GPO's sourcing team in developing its goals and expanding opportunities? What are the Committee's significant achievements over the GPO's last fiscal year? If it is a Committee, who are its members and how frequently does it meet?

**TPC:**

***N/A - TPC provides its Members with access to TPC's GPO partner's diversity programs and promotes the GPO's contracted diversity suppliers.***

37. Does the program described in the previous question provide education to member health systems regarding diversity program best practices and/or how to establish a Vendor Diversity Program within their system? Does it solicit member feedback to ensure it is meeting member expectations?

**TPC:**

***N/A - TPC provides its Members with access to TPC's GPO partner's diversity programs and promotes the GPO's contracted diversity suppliers.***

38. Describe any other actions concerning Vendor Diversity you think are important that are not covered by the preceding questions.

**TPC:**

***N/A - TPC provides its Members with access to TPC's GPO partner's diversity programs and promotes the GPO's contracted diversity suppliers.***

**ENVIRONMENTALLY-PREFERRED PRODUCTS AND SERVICES**

39. Have members of your GPO expressed a preference for environmentally-preferred products and services?

**TPC:**

***Yes***

40. Describe your GPO's approach in identifying and satisfying the desires of your various members for environmentally-preferred products and services. Provide examples of environmentally-preferred products and services within your current portfolio.

**TPC:**

***TPC works closely with its GPO partner and the suppliers within the portfolio to assess the Member's requirements specific to environmentally-preferred products and services. When RFPs are created, Members provide feedback on the questions asked of the potential suppliers and suppliers responses are weighted in the evaluation and selection process. Specifically, environmentally preferred attribute information is submitted by suppliers for criteria in all GPO contract awards.***

41. What challenges, if any, have you experienced in identifying or contracting for working a variety of environmentally-preferred products and services to your members? How have you responded to such challenges?

**TPC:**

***TPC works closely with its GPO partner and strives to provide hospitals with the environmental attributes that assist in product selections for meeting sustainability and patient safety goals. There are no specific responses at this time.***

42. Has your GPO designated someone to:

- Identify your GPO's environmentally-preferred objectives;
- Explore environmentally-preferred products and services; and/or
- Develop initiatives to help educate your members about the value of using environmentally-preferred products and services?

**TPC:**

***TPC works closely with its GPO partner to offer an Environmentally Preferred Sourcing Program that provides the necessary framework for health care organizations to implement and maintain an environmentally friendly program that supports their organization's overall sustainability objectives. TPC and its GPO partner work with our Members to better understand how to implement an Environmentally Preferred Sourcing Program policy and program, and why it's important. Working together in a consistent and thoughtful manner, TPC Members can better understand reasonable and achievable targets that are financially viable, environmentally sound, health improving and inspiring.***

**CODE OF CONDUCT**

43. Provide a copy of and an electronic link to) your GPO's written code of business ethics and conduct. Describe any changes made to it from the previous HGPII reporting year.

**TPC:**

***TPC's written Code of Business Ethics and Conduct and compliance training materials have been revised in December of 2019 to support consolidating the materials to improve the employee experience with signing off on materials and improve TPC's record keeping***

*administrative processes. The supporting documents did not materially change from prior years. TPC's Business Ethics can be found on TPC's website at [www.tpc1.com](http://www.tpc1.com). Scroll to the bottom of your screen and click on "compliance", to access TPC's written Code of Business Ethics and Conduct document.*

44. Describe whether and in what manner the GPO distributes its written code of business ethics and conduct to all applicable employees, agents, contractors, clinical advisory committees, and others involved in group purchasing activity. How often is the code of conduct provided to employees? Do employees receive annual refresher training on the GPO's ethics and the code of conduct? Describe the content of the training and the method of delivery.

**TPC:**

*TPC's Business Ethics Policy, which includes a written code of conduct, is distributed annually to all Members (including Clinical and Administrative Advisory committees) and to TPC's Board of Managers, annually. TPC employees receive a copy at the time of hire and annually thereafter. All employees are required to review TPC's Business Ethics Policy annually and acknowledge their review of the policy in writing by signing a written compliance certification form at their time of hire and annually thereafter. Contracting employees adhere to a standardized contracting process that requires the appropriate documentation to support TPC's contracting and business decisions. Agents, contractors and others involved in group purchasing activity may also request a copy or go to TPC's website at [www.tpc1.com](http://www.tpc1.com). Scroll to the bottom of your screen and click on "compliance", to access TPC's Business Ethics Policy. TPC requires Members involved with contracting decisions to complete a Conflict of Interest disclosure form at least annually.*

45. Describe the mechanism (e.g., a corporate review board, ombudsman, corporate compliance or ethics officer) for employees to report possible violations of the written code of business ethics and conduct to someone other than one's direct supervisor, if necessary.

**TPC:**

*Employees may report possible violations directly to the President/CEO, Human Resources or Chair of the Board of Managers. Reports may be made via email, telephone or anonymously in writing to the President/CEO, Human Resources or the Chair of the Board of Managers. Any report of an infraction, of any kind, is investigated promptly, discreetly, professionally and may involve external counsel to provide protection against retaliation.*

**REPORTING POTENTIAL ETHICAL VIOLATIONS**

46. What process is used to protect the confidentiality of the reporting employee's identity and what safeguards are in place to mitigate the opportunities for retaliation?

**TPC:**

*Employees may report by way of email, telephone or anonymously in writing to the President/CEO, Human Resources or the Chair of the Board of Managers. Any report of an infraction, of any kind, is investigated promptly, discreetly, professionally and may involve external counsel to provide protection against retaliation.*

47. Describe how the GPO follows up on reports of suspected violations of the code of business ethics and conduct to determine if a violation has occurred and if so, who was responsible. Describe corrective and other actions taken in such circumstances.

**TPC:**

***All employees are responsible for monitoring compliance through the organization. The President/CEO and Human Resources are responsible for conducting investigations of reports of non-compliance. The Chair of the Board of Managers is notified promptly of any investigation.***

48. Describe the processes the GPO follows up on, to monitor on a continuing basis, adherence to the written code of business ethics and conduct, and compliance with applicable federal laws.

**TPC:**

***TPC will complete HGPII's Annual Public Accountability Questionnaire and implement the best practices deemed most relevant and applicable by the President/CEO, CFO and Vice Presidents that lead contracting. Ongoing and periodic targeted training and education sessions occur with individual staff members responsible for contracting and with the entire TPC staff. TPC also consults with outside legal counsel to periodically review TPC's code of business ethics and conduct practices. In addition, TPC provides training and education on Anti-Trust regulations to support TPC's fair and equitable business practices.***

49. Are periodic reports on the GPO's ethics and compliance program made to the GPO's Board of Directors or to a committee of the Board? If so, please state how often and in general, what information is reported? Are periodic reports on the company's participation in HGPII made to the GPO's Board of Directors or to a committee of the Board? If so, please state how often and in general, what information is reported.

**TPC:**

***The President/CEO provides an annual report to the Board of Managers regarding the compliance program and the company's participation in the HGPII.***

50. How many of your GPO employees attended the most recent Best Practices Forum? Include the name of the most senior executive who attended.

**TPC:**

***Five TPC employees attended the Best Practices Forum in 2019. TPC's most senior executive in attendance was Mark Phalen, Senior Vice President & CFO. Beau Moon, Senior Vice President of Sourcing, Chris Coldicutt, Vice President of Supply Chain Operations, Cody Waldrop, Vice President of Revenue Cycle, and Kelly Love, Vice President of Marketing and Communications were also in attendance.***

51. List the name, title and contact information of the senior manager assigned responsibility to oversee the business ethics and conduct program. Provide the name, title and contact information for the individual(s) responsible for responding to this report.



**TPC Senior Manager:**

**Roger Nolan, President & CEO**

**TPC, 7160 Dallas Parkway, Suite 600, Plano, TX 75024 / 469.366.2105**

**[rnolan@tpc1.com](mailto:rnolan@tpc1.com)**

**TPC contacts responsible for responding to this report:**

**Roger Nolan, President & CEO**

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**[rnolan@tpc1.com](mailto:rnolan@tpc1.com)**

**Mark W. Phalen, Senior Vice President & CFO**

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**Michael B. Moon, Senior Vice President, Sourcing**

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