



# AMN HEALTHCARE CODE OF CONDUCT

# MESSAGE FROM THE CEO

At AMN Healthcare, our core values aren't just something we talk about, we live them every day. We are committed to putting these values – respect, trust, passion, customer focus, continuous improvement and innovation – into practice in all aspects of our work and in all of our interactions. Living and working by our values is fundamental to our continued success.

Our Code of Conduct is anchored in our core values and serves as a guide for our daily decisions and actions. We constantly strive to do the right thing – even when it's not the easiest thing.

Please read our Code carefully and thoroughly and use it as your guide when the right choice may not be clear. If you have a question or concern about whether something complies with the Code, never hesitate to ask questions and seek guidance. If you observe ethical misconduct or other questionable behavior or practices, use one of the reporting channels identified in this Code. We depend upon each other to safeguard AMN's culture, the trust and reputation we have built as well as our industry-leading position and financial strength.

Thank you for putting our core values into practice, for your dedication to maintaining our commitment to ethics and compliance, and for your ongoing contribution to helping AMN empower the future of care.



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**Cary Grace**

A handwritten signature in black ink that reads "Cary Grace". The signature is fluid and cursive, matching the printed name above it.

President & Chief Executive  
Officer AMN Healthcare

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# OUR CORE VALUES

At AMN Healthcare, we put our values into practice every day – as we interact with each other, serve our clients, healthcare professionals, and patients, and provide value to our shareholders. The company's core values are woven into the fabric of our organization and, in addition to common sense and sound judgment, are our guideposts as we navigate ethical dilemmas.

We are dedicated to achieving our business objectives following the high ethical standards we have set out in this Code of Conduct. We strive to do the right thing, the right way, all of the time. By staying true to uncompromising ethical standards, we preserve our integrity, our reputation, and the trust and confidence of the stakeholders we serve.

## WE PRACTICE...

### RESPECT

We are dedicated to achieving our business objectives following the high ethical standards we have set out in this Code of Conduct. We strive to do the right thing, the right way, all of the time. By staying true to uncompromising ethical standards, we preserve our integrity, our reputation, and the trust and confidence of the stakeholders we serve.

### TRUST

We communicate and act with positive intent, authenticity and transparency.

### PASSION

We are dedicated to serving the needs of our diverse community which compels us to thoughtful and enthusiastic action.

### CUSTOMER FOCUS

We listen to our stakeholders and embrace their needs and challenges as our own in a relentless pursuit to deliver on their expectations.

### CONTINUOUS IMPROVEMENT

We proactively seek opportunities to better ourselves, our performance, and our community.

### INNOVATION

We create an inclusive environment where new approaches and ideas to propel us into the future are encouraged and thrive, generating differentiated value.



# OUR SHARED RESPONSIBILITIES

## Code Applicability

Our Code applies to all employees, agents, officers and directors of AMN Healthcare and our family of companies, regardless of position or tenure. This includes our corporate employees (“team members”) as well as interpreters, consultants, and healthcare professionals assigned to work with AMN customers and any others acting on our behalf. Although some provisions of this Code or the examples provided may be more readily applicable to some of us based upon our role within or our relationship to AMN, we are all responsible for following this Code in all our business and professional activities. If you have any questions about how a particular provision of the Code applies to you, please contact [AMNEthicsinaction@amnhealthcare.com](mailto:AMNEthicsinaction@amnhealthcare.com).

## Every Day, Everyone

We are each responsible and accountable for acting in an ethical manner in all aspects of our work. Misconduct by one person can discredit our company and harm our good name. In addition to following this Code of Conduct, we are expected to:

- Act in line with the company’s core values and high ethical standards in all our business and professional activities
- Follow the policies and procedures covered in the AMN Team Member Handbook, Healthcare Professional Handbook or other applicable handbook and/or the policies and procedures that are otherwise applicable to our role, including policies of any AMN customer to which we are assigned
- Comply with all laws applicable to the company and us individually
- Seek guidance when we have questions about compliance with our policies or laws

## Leaders

While all of us have a personal responsibility to follow the Code, our leaders share added responsibilities as stewards of our Code and should:

- Lead by example and act as mentors in ensuring our Code is being followed
- Create an environment where we all feel comfortable asking questions and making reports
- Take action and escalate concerns to the appropriate resources
- Avoid even the perception of retaliation
- Promote training and open discussion of ethical issues

## Vendor Code of Conduct

We believe in doing business with third parties that embrace our core values and demonstrate high principles of ethical business behavior. We rely on our suppliers, vendors and consultants (“vendors”) to help us serve our clients and clinicians and to achieve our goals. We treat these partners ethically, fairly and with respect and we expect all of our vendors to adhere to the **AMN Healthcare Vendor Code of Conduct** while conducting business with or on behalf of AMN.

## Waivers

Waivers of our Code are granted only in rare circumstances and after careful consideration. Request for a waiver must be made to the Chief Legal Officer. If an executive officer or director of the Board requests a waiver, it will be considered by the disinterested directors of the Board and will be promptly disclosed, as may be required by law.

## Ethical Decision Making & Reporting

We are committed to conducting our business in an ethical and lawful manner. Each of us has an essential role in ensuring this commitment is present in our daily operations. This includes talking to our leader when in doubt about the best course of action in a particular situation.

This Code does not address all ethical situations we may encounter. There will be occasions when we are confronted by circumstances requiring a judgment as to the appropriate course of action. In those circumstances, we:

- Consider the AMN Healthcare Core Values,
- Consult AMN's policies and procedures
- Use common sense
- Reach out to our leader for guidance

If you are uncomfortable discussing a matter with your leader, other resources are available. If you need guidance, please contact the company's Chief Legal Officer, Deputy General Counsel, or email AMN Ethics in Action [AMNEthicsinAction@amnhealthcare.com](mailto:AMNEthicsinAction@amnhealthcare.com)







## ETHICAL ACTION TEST

### IS IT THE RIGHT THING TO DO? ASK YOURSELF THESE QUESTIONS:

1. Is it in sync with our core values?
2. Would it result in a violation of law, regulation, or company policy?
3. Would I be embarrassed if my family knew about it?
4. Would I be OK with someone doing it to me, my family, or friends?
5. Do I have authority to make this decision? How would I feel if I saw a report about my decision in the news or on the internet?

# CONFIDENTIALITY & INVESTIGATION OF REPORTS

All reports of actual or potential misconduct are promptly investigated. Although anonymous reporting is available, we encourage you to provide your name when making a report. Knowing the reporter's identity allows for more thorough and effective investigations. Additionally, the company will communicate back you upon conclusion of the investigation if you identify yourself when making the report. We protect your confidentiality to the greatest extent possible while allowing for an effective investigation and resolution to take place.

## WHEN MAKING A REPORT, YOU CAN EXPECT THE FOLLOWING:

- We will address your report promptly and discretely
- We will verify your report for accuracy and completeness
- We may ask you for additional information
- We will provide follow-up information and let you know that your report was addressed

Reporting and investigating potential misconduct play an important role in upholding our core values and preserving the AMN difference.

## NO RETALIATION

We do not tolerate retaliation against anyone for making good faith reports. All of us, regardless of role or relationship with AMN, may report any suspected violation of our Code, company policy, or the law without fear of either direct or indirect retaliation or any negative impact on our employment. Making a "good faith" report doesn't mean you have to be right, it simply means that you have honest intentions and you give a full and accurate account of what you know.

Retaliation is adverse action against someone for raising a concern and includes, but is not limited to:

- Bullying or intimidation
- Avoiding or ignoring
- Termination, demotion, suspension or limiting opportunities, as well as threats of these types of actions

## REPORTING RETALIATION

We If you believe you or someone else has been retaliated against for raising a concern or taking part in an investigation, raise your concern with Human Resources or the Legal Department immediately. Employees assigned to a client should notify their clinical manager or other AMN assigned contact.



### QUESTION

My colleague raised a concern in a meeting that resulted in an investigation of our team's procedures. I noticed that my colleagues no longer include this individual in lunch invitations or after work get together. However, that colleague is still treated professionally in our team meetings and communications. Could this be considered retaliation?

### ANSWER

Yes. These could be forms of "informal" retaliation and as such, violate not only the spirit of our standards against retaliatory action but also the law.



## CONSEQUENCES OF VIOLATIONS

Our response to Code violations or other misconduct depends upon a number of factors, including whether the improper behavior involved illegal conduct. Violations of our Code, company policies and/or applicable laws and regulations can have serious consequences, both for the individuals involved and the company.

These consequences can include disciplinary action, up to and including termination, fines, and civil or criminal prosecution. By following this Code and reporting any suspected misconduct sooner rather than later, we can avoid major consequences for ourselves and AMN Healthcare.

## SELF-REPORTING

We must all take responsibility for our own actions. Nothing in this Code should be construed as excusing any person from their own misconduct or protecting them from disciplinary action because of self-reporting that misconduct. However, if you self-report your own wrongdoing, we will take that fact into consideration in deciding an appropriate response to the misconduct.



## SPEAK UP

We all have a responsibility to report suspected or actual ethical misconduct, violations of this Code of Conduct, company policies, applicable laws or regulatory requirements. We take these reports seriously and are committed to promptly and thoroughly investigating all reports received.

**AND REMEMBER: AMN HEALTHCARE HAS ZERO TOLERANCE FOR RETALIATION.**

## WAYS TO SPEAK UP & REPORT ETHICAL MISCONDUCT

### ETHICAL QUESTION OR DILEMMA?

#### CONTACT:



Your Manager



HR/Employee Relations



Legal Department



AMN Ethics in Action

### SUSPECTED VIOLATION OF THE LAW OR CODE OF CONDUCT

#### CONTACT:



Chief Legal Officer (by letter, phone, or email)  
[Whitney.Laughlin@AMNHealthcare.com](mailto:Whitney.Laughlin@AMNHealthcare.com)



Confidential Hotline  
(866) 264-5474



Email Speak Up in Outlook  
[SpeakUp-DL@AMNHealthcare.com](mailto:SpeakUp-DL@AMNHealthcare.com)



AMN Confidential Reporting Form  
(Connections)

# OUR VALUES IN PRACTICE IN OUR WORKPLACE & COMMUNITIES

## WE RESPECT HUMAN RIGHTS

We endeavor to respect and promote human rights in all our relationships and in our local and global communities through adherence to our Human Rights Policy. We are committed to providing fair and equitable wages, benefits and other conditions of employment and recognize employees' rights to freedom of association and collective bargaining. Our Human Rights Policy applies to everyone at AMN, including our vendors.

## WE VALUE DIVERSITY AND TREAT OTHERS WITH RESPECT

### DIVERSITY, EQUITY, EQUALITY & INCLUSION

Our diversity, equity, equality, and inclusion commitment is grounded in the belief that we should respect all voices, seek diverse perspectives, and succeed when we act together as a positive force for all of humanity.

We can influence each other, our industry, and our communities by fostering a diverse team. We are actively building an organization and society where equality is the norm, equity is achieved, and inclusion is universal so that we may all thrive.

### EQUAL EMPLOYMENT OPPORTUNITY

Our policy is to ensure equal employment opportunity for all individuals. We make employment decisions based on merit and job-related qualifications without regard to any legally-protected classification.

## DISCRIMINATION & HARASSMENT

Rooted in our core values of trust and respect, AMN Healthcare is committed to a workplace free from all forms of unlawful discrimination and harassment. Harassment may be sexual or non-sexual in nature and includes any form of unwelcome behavior that has the purpose or effect of creating an intimidating, hostile, or offensive work environment.

### EXAMPLES INCLUDE:

- Verbal comments such as slurs, derogatory stereotyping, or offensive jokes
- Physical contact or unwelcome sexual advances
- Visual displays, including electronic images containing offensive photographs, videos, or hand gestures
- Threats or acts of intimidation, bullying, or other abusive behavior

We are all encouraged to speak out when a coworker's or vendor's conduct makes us uncomfortable, and we must report harassment or discrimination when it occurs. If you know or suspect discrimination or harassment has occurred, report the situation to the Human Resources Department or for employees assigned to a client, contact your clinical manager or other AMN assigned contact. Any questions or concerns about discrimination or harassment may also be reported via "Speak-Up."



### QUESTION

Every Friday, my co-workers and I go out for lunch. The group regularly talks about our plans for the weekend and shares personal stories and jokes. Last, Friday, Marissa, one of my co-workers, repeated a joke she had heard the night before, including a racial slur. I spoke up and let her know that it wasn't appropriate. The group moved on to other conversation, but a similar thing happened the next Friday. What should I do next?

### ANSWER

You did the right thing by speaking up. Jokes with racial slurs or undertones could be a form of discrimination or harassment and, regardless, are a violation of our core value of Respect. Since your co-workers didn't understand the significance, you should also talk with the manager, the Human Resources Department or the Legal Department. You can be assured that you will not face retaliation for reporting this behavior. AMN is committed to creating and maintaining an inclusive and respectful work environment and will not tolerate retaliation.

## WE ARE COMMITTED TO ENVIRONMENTAL AND SOCIAL IMPACT

We take a multi-stakeholder approach to managing Environmental, Social and Governance (“ESG”) risks and opportunities and we actively engage with each other, our healthcare professionals, clients, vendors our local and global communities and other stakeholders and to advance the health of people and the planet in line with our commitment to advance health and wellness for ALL. We strive to consider the impact on health, people, and the environment in the decisions we make. We invest in our team members in alignment with our commitment to social justice and diversity, equity equality and inclusion, maintain our holistic approach to corporate governance, support our communities through volunteerism, philanthropy and civic engagement and work to reduce our environmental footprint through more sustainable operations. Team members are provided paid time off to participate in volunteer activities (“VTO”) and we are encouraged to participate in charitable organizations that support and address areas of importance to us.

For more information on our commitment to ESG and Team Member VTO, see the company’s **2021 ESG REPORT** and the **VTO Policy**.

If you have questions regarding AMN’s privacy practices please contact the Privacy Office at **Privacy@AMNHealthcare.com**.

## POLITICAL ACTIVITY

We value a system where we are all free to express our political opinions with respect and we encourage personal participation in the political process. We may support candidates or organizations of our choice through personal contributions or volunteering so long as we separate our personal political activities from our work. As an organization, AMN complies with applicable laws related to political contributions and lobbying. For more information see the AMN Corporate Political Activity Policy.

## WE RESPECT EACH OTHERS’ PRIVACY & SAFEGUARD PERSONAL INFORMATION

### PRIVACY OF PERSONAL INFORMATION

We respect everyone’s privacy and have a responsibility to safeguard the personal information of team members, interpreters, clients, vendors and healthcare professionals, and the protected health information of patients entrusted to us. We all have a duty to protect, maintain, and limit access to personally identifiable information and protected health information consistent with the law and AMN Healthcare policies, including the Enterprise Privacy Policy and HIPAA policies.

We may only access, use, store, disclose or otherwise process personally identifiable information or protected health information if we are specifically authorized to do so as part of our job responsibilities and it is limited to the minimum extent necessary to satisfy an approved business purpose.

## EXAMPLES OF PERSONAL INFORMATION INCLUDE:

- Names
- Social security numbers
- Credit card data or financial account information
- Authentication credentials
- Addresses
- Driver’s license or passport information
- Date of Birth
- Email addresses or Phone Numbers



## QUESTION

What if I inadvertently share personal information with the wrong client?

## ANSWER

You should contact the Privacy Office at [Privacy@AMNHealthcare.com](mailto:Privacy@AMNHealthcare.com) immediately. There are complex laws that govern how we must respond if personal information is misdirected or otherwise compromised. It is critical that you report the incident immediately to enable the Company to take the appropriate and/or legally required actions promptly.

## QUESTION

My co-workers have been complaining about another team member's work ethic and frequent absences. Because of my job duties, I have access to his records and happen to know that he has a medical condition that is causing him to miss work. I'd like to let my colleagues know that there is a good reason for what is happening. Is this okay?

## ANSWER

No. While the motives here are positive, whether this team member chooses to share information about his condition with others that is his decision. When handling the personal information of your fellow team members, you have a responsibility to protect it at all times. This means that you cannot disclose information about another team member's medical history even if you are doing so in that person's defense. You can seek guidance from HR and should focus on avoiding or diverting these conversations and should report them if they become harassing.

## WE PROMOTE A SAFE AND HEALTHY WORK ENVIRONMENT

### SAFE WORK ENVIRONMENT

AMN Healthcare is committed to providing safe, secure working conditions and workplaces that promote health and well-being. We are all responsible for maintaining a safe workplace by following safety and health rules and practices. In the spirit of our core value of Continuous Improvement, please report any accidents, injuries, unsafe equipment, practices, or conditions immediately to a supervisor or the Risk Management Department. Any concerns about the safety or quality of patient care provided at one of our client's assignment sites should be reported through the assignment site's reporting protocol and AMN Risk Management. We prohibit retaliation against anyone who, in good faith, reports a safety or patient care quality concern.

### DRUGS & ALCOHOL

Substance abuse interferes with our ability to do our jobs safely and effectively. We are prohibited from working if our mental state or decision making is impaired or influenced by alcohol, illegal substances, or the misuse of legal substances or prescription medication. Alcohol may sometimes be served or available at company functions. On these occasions, we take care to drink in moderation and maintain our professionalism.

### WORKPLACE VIOLENCE

Weapons and violence are never allowed on company premises. We do not tolerate, or ignore threats of violence or acts of intimidation and take all reports of such misconduct seriously. If you ever feel threatened or see an act of violence at work, report the matter immediately to your manager or the Human Resources Department.



## WE ENGAGE STAKEHOLDERS THROUGH RESPONSIBLE USE OF SOCIAL MEDIA

In addition to personal social interactions, we have the power to engage with our stakeholders through various social media channels, including social networking sites, blogs, wikis, message boards, and chat rooms. We are expected to follow all company policies and procedures when using social media. Always keep in mind that these electronic messages are permanent and transferable records of our communications. We must be careful not to disclose personal information entrusted to us as part of our job, confidential or proprietary client or company information, or give the appearance of speaking or acting on behalf of the company unless authorized to do so. Team members may use social media sites or other online vehicles to promote the Company in accordance with our Social Networking policy, but should not engage in discussion about financial matters related to our business unless part of a company-approved program or as otherwise permitted under the policy. And, finally, we should never post anything that is obscene, threatening, discriminatory, or harassing. For more information on social media and networking, please see our Social Networking Policy.



### QUESTION

I am proud of the work I do and am committed to helping others achieve their goals as well as advancing our industry. I regularly contribute to industry blogs and other related social media venues. I'd like to share some of the innovative ideas and plans that I am working on at AMN, but understanding I need to be careful to not identify AMN or provide all the important details. Is there anything wrong with my plan?

### ANSWER

Yes. We cannot share any confidential or proprietary information in a public forum, which includes blogs and other social networking sites. Not naming AMN or leaving out some pieces of information does not transform this into acceptable conduct. You must exercise caution to ensure the protection of our company's proprietary information. If you have any questions about what you can and cannot reveal through social media, or through other channels, please consult your individual confidentiality/non-disclosure agreement, our Social Networking Policy, or the Legal Department.

# OUR VALUES IN PRACTICE IN PROTECTING OUR COMPANY & SHAREHOLDERS

## WE KEEP ACCURATE AND COMPLETE BUSINESS RECORDS

Each of us has a role in keeping accurate and complete business records. “Business records” should be broadly understood to include any recorded information, whether written, verbal or otherwise, including notes entered into our technology systems, emails, and electronic and hard-copy documents.

Recording and reporting information honestly and accurately is critical to support the company’s reputation and credibility with business partners, shareholders and government officials. It is also essential for our ability to make responsible business decisions and to satisfy our legal and regulatory obligations.

### RECORDS RETENTION

We are also responsible for keeping and destroying business records by following the records retention requirements as defined by the company’s Records Retention Policy. If you are unsure of a record’s retention period, consult with your department’s Records Champion or the Legal Department for assistance.

### WE SHOULD ALWAYS:

- Do our part to ensure the company’s records do not contain any false or intentionally misleading entries
- Do our best to be as accurate as possible in all business records and communications, including emails
- Confirm the accuracy of any document and ensure we have authority before we sign – including contracts
- Retain and destroy records following the company’s records retention policy
- Immediately report any suspected falsification of business records

### FOR MORE GUIDANCE ON RECORDS RETENTION, PLEASE REFER TO THESE RELATED POLICIES:

- Records Retention Policy & Retention Schedule
- Email Retention Policy
- Global Anti-Corruption Policy & Procedure
- Records Relevant to Legal Proceedings Policy



### QUESTION

It is the last week of the quarterly reporting period. My director wants to make sure we meet our targets for the quarter, so he asks me to record a sale now that won’t be finalized until next week. The client will definitely sign the contract, so it really isn’t a big deal, is it?

### ANSWER

Yes, it is a big deal. Revenues and costs must be recorded in the correct time periods. AMN is committed to providing complete, accurate, and timely information in all material respects about our financial and business results. If you have any concerns about the accuracy of financial reporting or records, follow the steps outlined in the “ways to speak up & report ethical misconduct” on page 8 of this Code.

## WE PROTECT PROPRIETARY AND CONFIDENTIAL INFORMATION

It is essential that we protect both the confidential and proprietary information we create for work, including AMN's intellectual property, and the sensitive information we receive from our clients, vendors, and other third parties. Effectively managing proprietary and confidential information is vital for keeping our clients' trust and maintaining our competitive position.

### CONFIDENTIAL & PROPRIETARY INFORMATION

Each of us has an obligation to maintain the security of information that is confidential and proprietary and is entrusted to us by the company, or that otherwise comes into our possession in the course of our employment or association with the company and/or its clients, unless disclosure is authorized by the company or legally required. Our obligation to preserve confidential and proprietary information continues even after leaving the company.

### DATA SECURITY

Keeping confidential, sensitive and personal information secure is a top priority for the company. Each of us is a potential access point for someone trying to gain unauthorized access to confidential or personal information. Attempts to access sensitive information sometimes occur through direct communication or interaction with team members, including through email phishing scams or using social engineering to gain unauthorized access to our workplace.

## THE KEY IS TO BE VIGILANT, TRUST OUR INSTINCTS, AND USE THESE BEST PRACTICES

- Be on the lookout for phishing scams – if the email doesn't look or feel right, or if it comes from someone you aren't familiar with, click on the "Report Phish" button in Outlook or email [infosec@amnhealthcare.com](mailto:infosec@amnhealthcare.com). If you are unsure, do not forward the email, open it, or click any links or attachments
- Lock workspaces, including file cabinets and computers when away from our desk
- Safely dispose of any confidential or personal information by shredding it or putting it in a secure Cintas disposal box
- Never give out passwords or write them down
- Be wary of anyone seeking to obtain confidential or personal information over the phone. Never let someone into the office without a badge

### PASSWORDS

- Do not use passwords that can be easily guessed
- Remember the "magic number" for a secure password is 15 alpha/numeric characters

### SECURITY QUESTIONS

- It's best to not answer correctly
- Instead answer with something random or unrelated that you will remember
- Remember that hackers do reconnaissance and that information posted to your online profiles could be used
- Family, pets, hobbies, etc. are not good answers for security questions

When in doubt, email:


**[Information.Security@AMNHealthcare.com](mailto:Information.Security@AMNHealthcare.com)**.

## EXAMPLES OF CONFIDENTIAL OR PROPRIETARY INFORMATION

- Pricing, margin, and other financial data
- Training materials, including manuals, presentations, and policies and procedures
- Clinician, physician, interpreter, interim leader, or other healthcare professional information known only to AMN, including assignment details, preferences, and interests
- Client meeting notes and correspondence

- Other materials developed by on behalf of the company
- AMN's intellectual property, including
  - › Copyrights
  - › Trademarks
  - › Trade secrets
  - › Software and technology offerings

*Refer to your handbook, the Enterprise Privacy Policy, AMN Securities Trading Policy, and your individual confidentiality/non-disclosure agreement for additional guidance*



Information is material if it would be considered important to a reasonable investor when determining whether to buy, hold, or sell the stock or other security.

#### **MATERIAL INFORMATION CAN INCLUDE:**

- **Merges & acquisitions**
- **Earnings forecasts**
- **Financial results before public disclosure**
- **Significant business developments, such as new service lines or contracts**

#### **INSIDER TRADING**

Practicing our core value of Trust includes making sure we do not misuse confidential information learned in the course of our employment for personal gain. We may never use material, non-public information to make personal decisions to buy, sell, or trade in AMN stock, or in the stock of any other company based on information we have obtained through our position at AMN. This is considered “insider trading” and can have severe criminal and civil penalties both for you and the company. It is also illegal for us to share material, non-public information with others for purposes of investment decisions (referred to as “tipping”). Additionally, although not illegal, the company does not allow hedging transactions of any kind. We have a Securities Trading Policy that sets forth more particularly our obligations with respect to trading in the company’s securities. Consult with the Legal Department if you have any questions about our Securities Trading Policy.

#### **QUALITY IN SERVICES AND PRODUCTS**

We are dedicated to quality and take pride in all the services and products we provide. Our focus on the needs of our clients and clinicians continuously drives us to improve. Our continued success depends on exceeding the expectations of our customers and standing behind everything we do.



## QUESTION

Louis is looking to engage a consultant on behalf of the company and is considering his sister-in-law. She has extensive relevant experience and already knows a lot about AMN Healthcare because of Louis. Would this be in violation of our Code?

## ANSWER

This situation presents a potential conflict. Our vendor and consultant relationships must be based solely on their ability to competitively meet our business needs. Here, even if Louis's sister-in-law is the most qualified, it could appear that she was only engaged because of her family tie. Louis should disclose the relationship and separate himself from the selection process. The required approvals must be in place before she can be engaged as a consultant.

## REMEMBER

Having a potential conflict of interest is not itself a violation of this code. Not disclosing a situation that could give rise to a conflict, however, is a violation. If you are aware of or suspect that an outside interest may conflict with the company's best interest – or could appear to conflict – you have a duty to disclose the situation immediately. Disclosure allows the company to assess the situation, remove the conflict, if possible, and make the business decision that is in the best interest of the company and its shareholders.

## WE AVOID CONFLICTS OF INTEREST

To protect our company's reputation and ensure we are making decisions that are in the best interests of the company, our customers, and shareholders, we avoid any situations that create an actual or potential conflict of interest, or even the appearance of one. A conflict of interest occurs when an individual's private interest interferes, or appears to interfere, in any way with our loyalty to the company or our ability to make objective business decisions in the company's best interest.

It is not always easy to decide whether a conflict of interest exists, so we all must immediately disclose any potential conflicts of interests to the company's Legal Department and obtain approval from the Chief Legal Officer before engaging in the activities at issue. Activities that could give rise to conflicts of interest for our executive officers or a director of the Board must be considered in advance.

### SOME EXAMPLES OF SITUATIONS WHICH MAY GIVE RISE TO CONFLICTS OF INTEREST INCLUDE:

- You have, or a relative has, an investment or financial interest in a competitor, supplier or other business partner of AMN
- A member of your family receives a gift, opportunity or other personal benefit as a result of your position in the company
- You are offered a gift or entertainment that is extravagant or expensive or that might influence – or appear to influence – your loyalty or objectivity
- Your spouse, partner, parent, children or other relative or close friend works for or is otherwise associated with an organization that does, or wants to do, business with AMN

*See our policy on Identification and Disclosure of Conflicts of Interests with Customers and Conflicts of Interest – Board Service Policy for additional guidance.*



## CORPORATE OPPORTUNITIES

Keeping AMN's best interests in mind means that we do not take personal advantage of business opportunities we learn of through our work at AMN. Additionally, as a general rule, we should not have any outside business interests that are in any way competitive with or detrimental to the company's business. You should direct any questions about potential business opportunities that you learn of or arise through your employment at AMN to the Legal Department.

## WE ARE GOOD STEWARDS OF COMPANY ASSETS

Each of us should protect the company's assets and ensure their efficient use. Company assets include the company's offices and facilities, physical property and equipment, (such as computers, telephones, and office supplies), e-mail and other technology systems, confidential and proprietary information, and funds. We all share responsibility for protecting the company's assets and ensuring they are used appropriately.

- Treat company assets with care, and report suspected incidents of fraud or theft to the Legal Department immediately
- Only use company assets for legitimate business purposes or other permitted uses
- Never use company assets for illegal purposes
- Do not use assets in any way that threatens the security or integrity of company systems or information

## EMAIL AND INTERNET SERVICES

Electronic media, including e-mail, internet services, telephones, and voicemail, are supplied to help us do our jobs. You may not access, create, send or download any information that could insult or offend others, such as sexually explicit messages, cartoons, jokes, unwelcome propositions, ethnic or racial slurs, or any other message that could be viewed as harassment in violation of company policy or our core values. While limited personal use of these services may be acceptable in certain circumstances, remember that "flooding" our systems with junk mail and trivia hampers the systems' ability to manage legitimate company business and is prohibited. Accessing inappropriate sites and resources can also expose the company to security threats.

Your messages (including e-mail, voicemail and instant messages) and computer information are considered company property and you should not have any expectation of privacy. Unless prohibited by the law, the company reserves the right to access and disclose this information as necessary for business purposes without notice to you. Use good judgment and do not access or send messages that you would not want to be seen or heard by other individuals.

Please refer to your confidentiality/ non-disclosure agreement (as applicable), your handbook, the Acceptable Use Policy and Social Media Policy for additional guidance.

## ACCEPTABLE USE OF COMPANY ASSETS

- Accessing social media during work hours as part of company authorized work duties
- Using a work computer during an off-the-clock lunch break to briefly check personal email
- Using company printers and paper to produce flyers publicizing a company-sponsored event

## UNACCEPTABLE USE OF COMPANY ASSETS

- Accessing social media during work hours to keep up with celebrity gossip
- Using your work computer and email address to regularly execute duties as the coach of your child's soccer team
- Using company printers and paper to print flyers for a fundraiser for a local charity

# OUR VALUES IN PRACTICE IN OUR RELATIONSHIPS WITH OUR CUSTOMERS, COMPETITORS & BUSINESS PARTNERS

## WE BELIEVE IN FAIR AND OPEN COMPETITION

### COMPLIANCE WITH ANTITRUST LAWS

AMN Healthcare is committed to competing vigorously, yet ethically and lawfully in the marketplace. We follow all laws that prohibit unreasonable restraints of trade, commonly called “antitrust” laws. These laws are designed to preserve fair competition in the marketplace.

Generally, these laws prohibit us from agreeing with our competitors in the following ways:

- Fixing prices or sales terms
- Dividing customers, territories, or markets
- Agreeing to contract terms with our competitors
- Boycotting customers

Any contact with a competitor may present problems under the antitrust laws. Team members should avoid contact with competitors relating to the business of the company or the competitor without first obtaining the Legal Department’s approval. For more information, please see our Antitrust Policy.



### QUESTION

Last week, I attended an industry association meeting on behalf of AMN Healthcare. On Friday, I had lunch with a group of competitor representatives. While we were eating, one of the other representatives casually mentioned that they are reworking their sales and pricing strategy and the group began to discuss the challenges in the current market environment. I didn’t say anything about AMN or ask any questions, but I stayed for the entire lunch. Was that a mistake? What should I do now?

### ANSWER

Yes, you should not be present for any conversation with competitors about pricing or business strategy. If these sorts of topics come up in a conversation with competitors, no matter the circumstance or situation, you should interrupt the conversation to excuse yourself, make sure everyone knows why you are leaving and then report the incident immediately to the Legal Department. Even though you did not take these steps on this occasion, you should still inform the Legal Department of the incident so that any necessary steps can be taken to protect the company. Failure to report the incident would be a violation of our Code and policies and could lead to negative consequences for both the company and you.

## COMPETITIVE INTELLIGENCE

To effectively compete in the marketplace, it is often important to gather information relating to our competitors. At AMN, we only gather competitive information through legal and ethical means. This means that we do not gather information about our competitors through deception or misrepresentation, nor do we request such information from new team members who previously worked for a competitor. If a new team member joins AMN from a competitor, we welcome the skills and talents of the individual, but not any of their former employer's confidential or proprietary information.

If proprietary information about a competitor is shared with you, deliberately or inadvertently, you should discuss the disclosure with the Legal Department to determine proper use or next steps. You should not use the information without first obtaining clearance from the Legal Department to do so.

## WE ACT WITH INTEGRITY IN DEALING WITH OUR BUSINESS PARTNERS & GOVERNMENT CLIENTS

### FAIR DEALING

We seek to deal fairly with each other, our clients, healthcare professionals, vendors, and the government. We accurately represent our products and services in our marketing and sales materials, and we will not take unfair advantage of anyone through illegal conduct, manipulation, concealment, abuse of privileged information, misrepresentation of material facts or any other unfair dealing practice.

### ANTI-BRIBERY & ANTI-CORRUPTION

We are committed to acting with integrity and upholding our values, regardless of where or with whom we are doing business. This commitment means that we follow the anti-bribery and anti-corruption laws that apply to us, including the U.S. Foreign Corrupt Practices Act ("FCPA"). These laws make it illegal to make or offer improper payments to public officials, which can include employees of government-owned enterprises and staff at all levels

of government. Doing business the AMN way means we never offer or accept any form of bribe, kickback, or other corrupt payment to further our business goals. This applies whether dealing with government officials, in a commercial setting, or otherwise.

Anyone contracting with foreign businesses, as well as those based in an international office or engaged in the international business of the company, wherever located, with authority to make, review, or approve payments to, or enter into, review or approve contracts outside the United States should refer to the company's Global Anti-Corruption Policy.

A "bribe" is offering anything of value to another person with the intent to influence that person.

A "kickback" is a type of bribe where some of the money to be paid to another company or vendor is given back to an individual to influence them.

### GIFTS AND ENTERTAINMENT

We rely on strong business relationships to sustain the company's continued success. Business gifts and entertainment are customary courtesies designed to build and maintain this goodwill among business partners. These courtesies include such things as meals, tickets to sporting or cultural events, and other merchandise or services. However, a problem may arise when clients, vendors or other third parties offer such courtesies to us (or our families) so as to compromise – or appear to compromise – our ability to make objective and fair business decisions. The same is true with respect to us offering gifts and entertainment to our clients or other business associates. Offering or receiving any gift, gratuity or entertainment that might be perceived to unfairly influence a business relationship should be avoided.



## IN DETERMINING THE APPROPRIATENESS OF A GIFT, CONSIDER:

- It is moderate, reasonable, and in good taste?
- Would public disclosure embarrass the company?
- Is there any pressure to reciprocate or grant special favors?
- Can the gift be shared with all department members or awarded to an individual in a random drawing or for special effort unrelated to the donor?
- Can the gift be re-gifted to a needy charitable or non-profit organization?

## ACCEPTABLE GIFTS AND ENTERTAINMENT MEET THE FOLLOWING REQUIREMENTS:

- Nominally valued
- Infrequent
- Moderately scaled and intended to facilitate business goals
- Do not create a sense of obligation or the appearance of impropriety

Gifts from vendors should not be solicited or encouraged, regardless of value.

## DISCLOSING TO YOUR MANAGER

In some situations, you should disclose gifts you receive to your manager and discuss the appropriateness of the gift with them.

## FOR EXAMPLE:

- If the value of the gift exceeds \$100\*
- Gifts that are repetitive (no matter how small) which may be perceived as an attempt to create an obligation to the giver
- If you are having difficulty deciding whether a specific gift or entertainment item lies within the bounds of acceptable business practice at AMN

*\*Departments may create additional guidelines for the giving or receiving of gifts, including a lower threshold amount for disclosure. If you have questions about your department's policies, consult your leader*

## REMEMBER

Gifts of cash (or cash equivalents) are never acceptable.

## GOVERNMENTS CLIENTS & CONTRACTS

We have valuable relationships with government agencies that are important to our contributions in healthcare and to our success as a company. Special laws and rules often apply to the work we do with the government. These rules can be complex and the consequences for violation are significant both for our company and to us as individuals. If you work on contracts or subcontracts involving the government, make sure you become familiar and follow the laws and company policies that apply. If you have questions, don't guess or make assumptions, be sure and contact the Legal Department.

Each of us working with government entity clients should be aware of the following rules and regulations specific to federal government procurement:

- We are prohibited from directly or indirectly offering, providing, asking for, or accepting anything of value in return for favorable treatment in connection with a government contract or subcontract
- All cost and pricing statements, communications, and representations of fact made to government
- Representatives during contract negotiations must be complete, current, accurate, and truthful
- The company must never present false claims, false records, or other false statements to the government to induce payment

Federal law requires the company disclose any violations of law involving fraud, conflict of interest, or payments of gratuities or bribes; violations of the False Claims Act; waste, fraud or abuse, or over payments in connection with certain covered government contracts. In some situations, we act as a business associate to organizations that contract with the federal government. We have the same responsibilities to adhere to the laws, rules, and regulations including the Federal False Claims Act and the anti-kickback statutes as when we are directly dealing with the government.

If you suspect violations of any rules and regulations related to government procurement, you must report your concerns immediately in accordance with the Ethical Decision Making and Reporting section of this Code.

### DOING BUSINESS WITH THE GOVERNMENT

Strict rules apply when we do business with government agencies, whether in the U.S. or other countries. Because of the sensitive nature of these relationships, talk with your supervisor and the Legal Department before offering any gifts or hospitality, regardless of value, to government employees, officials or contractors.



