

# CODE OF ETHICS AND CONDUCT for Vendors

Ethics Connects Us

JANUARY  
2025

Living Our  
Purpose and  
Core Values





## CODE OF ETHICS AND CONDUCT for Vendors

Since 1936, our Company has built its success around its commitment to its members, community and business partners to operate under sound ethical and sustainable business practices. Embedded in these practices are our core values of:

- **Integrity** – Always do the right thing;
- **Respect** – Everyone deserves it;
- **Commitment** – We keep our promises;
- **Excellence** – We drive extraordinary results; and
- **Caring** – We put our heart into our work.

We strive to do business with others who share our values and commitment to:

- Provide a respectful, safe and healthy work environment;
- Establish high standards of ethical conduct and compliance with all applicable laws and regulations;
- Support inclusion as an integral part of doing business today;
- Understand the importance of doing our part to keep the environment clean and sustainable for years to come; and
- Protect the privacy and confidentiality of information entrusted to us.

These values and commitments described in this Code of Ethics and Conduct for Vendors apply to all our business partners who currently perform services for, provide goods to or seek to do business with us and our majority-owned subsidiaries. We expect that these principles will be effectively communicated to all Vendor employees and Vendor's agents and subcontractors (collectively "Vendor" or "Vendors").

## Legal Compliance

- Our Company is committed to obeying the law. We expect our Vendors to comply with all federal, state and local laws and regulations applicable to Vendor's business and the rendering of services to our company. Additionally, our Vendors will comply with all applicable laws, regulations and government contracts, including Qualified Health Plan Issuer Agreements (Exchange requirements) entered into by our Company for which the Vendor is providing goods or services, directly or indirectly, in connection with such government contract, including anti-kickback statutes, False Claims Act, HIPAA, and other similar laws and regulations.
- Vendors must not submit false or fraudulent claims for payment, make any false statements or representations, be a suspended, debarred or excluded individual or entity or do business with such an individual or entity. Vendors must cooperate fully with any government requests for information.
- Vendors also must never offer gifts, entertainment, meals or anything of value to a government employee.
- Under no circumstances may Vendors accept or give kickbacks when obtaining or awarding contracts, services, referrals, goods or business. A kickback means to willfully offer, receive, request or pay anything of value, even nominal value, to induce or reward referrals of business, including goods or services.

- Vendors engaging in activities that involve foreign countries and governments will not offer anything of value (including money or items of value, including nominal value) to an official of a foreign government, foreign political party, candidate for a foreign government office or to any third party if the Vendor knows or has reason to know that all or a portion of the item of value will be offered by that third party to such foreign individuals or entities. Vendors engaged in activities outside the U.S. must comply with the Foreign Corrupt Practices Act of 1977, as amended, and where applicable, legislation enacted by member states and signatories implementing the Organization for Economic Co-operation and Development (OECD) Convention Combating Bribery of Foreign Officials, the UK Bribery Act of 2010, and the India Prevention of Corruption Act, 1988.
- Vendors will obtain written approval from our Company prior to Vendor performing duties related to our Company business from an offshore location (outside the United States).
- We are committed to a policy of vigorous, lawful, and ethical competition that is based on the merits of our products and services. We will maintain the trust of our customers and providers by developing and providing high-quality products and services in a fair, ethical, and legal manner. We expect the same commitment from our Vendors.

## Conflict of Interest

If a Vendor employee or workforce member has a familial, financial or other personal relationship with a Company employee or contingent worker, or if a Vendor employee or workforce member has any business or other relationship with a Company employee or contingent worker, the Vendor must disclose this fact to our Company and discuss whether there might be a conflict of interest to mitigate or resolve.

## Gifts and Gratuities

When doing business with our Company, Vendors are prohibited from exchanging gifts or gratuities with our Company employees or contingent workers beyond common business courtesies of nominal value (\$250 or less per calendar year given to or received from one source), and gifts or items of any value must never be offered to or accepted from government employees. When doing business with our Company, Vendors may not offer or accept any gifts of cash or cash equivalents regardless of the amount. Cash equivalents include checks, honorariums, money orders, stocks and saving bonds. Gift certificates and gift cards are not considered cash equivalents but are subject to the above nominal limitation on common business courtesies.

## Privacy, Confidentiality and Information Security

Our Company takes its obligation to protect the Personally Identifiable Information (PII) which includes Protected Health Information (PHI), State Personal Information, and Contract Personal Information (CPI) of members, employees, contingent workers, Vendors and customers, including any of our Company's Business Confidential Information (BCI) that we may create, collect or maintain very seriously. If a Vendor accesses, uses, creates or stores any of our Company's PII or BCI, the Vendor may be required to sign the Company Business Associate Agreement ("BAA") and/or the Company Minimum Security Requirements ("MSR") Addendum.

Vendors have a responsibility to manage risk and implement reasonable and appropriate security measures. Vendors must comply with applicable laws and contractual requirements regarding PII and BCI. To the extent a Vendor has access to our Company systems or confidential information, including PII and

BCI, and a security incident does occur, the Vendor will report the incident as soon as possible, within 24 hours, and in any event no later than as required pursuant to the terms of its agreements with our Company.

Vendors who access and use our Company's information must limit access to the Vendor's personnel that are directly assigned to work on our Company-sanctioned projects. Any sharing of our Company information among Vendor's must be limited to the minimum necessary and can only be shared via our Company approved network environment. Vendors may not use our Company information in any way not approved or authorized by our Company.

## Accuracy and Retention of Records

Vendors must maintain accurate and complete records of all matters related to their business with our Company. In addition, all Company records designated as Official Records in the vendor's possession must be retained for the period of time required by our Company Enterprise Records Retention Schedule. A Legal or Tax Hold issued by our Company to the vendor supersedes any retention period stated in our Company Enterprise Records Retention Schedule and all Information and Records. Once the Legal or Tax Audit Hold has been released, all normal retention period requirements must resume.

## Employment and the Workplace

Our Company is committed to inclusion. We understand that an inclusive and positive workplace creates stronger partnerships and better business outcomes.

Our Company expects Vendors to treat others with dignity and respect. Vendors must not discriminate based on a person's race, color, religion, sex (including pregnancy, childbirth or



related medical conditions), age, ethnicity, national origin, disability, veteran status, family status, sexual orientation, gender identity or expression, genetic information or any other basis protected by law. Additionally, vendors must not sexually harass, mentally or physically coerce, verbally abuse, or threaten others. Vendors must adhere to all applicable laws pertaining to labor practices, including but not limited to human trafficking or forced labor, child labor, minimum wages, working hours and freedom of association.

Vendors are also expected to have practices that are consistent with our Company's alcohol-free and drug-free workplace policy. While working on Company business (at any location), Vendors will abide by our Company's rules and guidance pertaining to health, safety and security. Vendors assigned to Company business who violate Company's rules and guidance pertaining to health, safety and security may be removed from Company business or removed from our Company premises. In addition, our Company prohibits entering with or keeping weapons on Company property.

### Use of Company Physical Assets

Vendors may use our Company's property and physical assets ("Assets") only with express permission from the Company and to the extent necessary to provide services to or fulfill its contractual obligations to our Company. These Assets include but are not limited to computers, email and other our Company-hosted collaboration tools, such as internet/intranet, phone and copiers. Vendors are prohibited from using these Assets to send, receive or view inappropriate materials that are:

- Unauthorized, or personal, such as software or music
- Offensive, threatening, or malicious
- Criminal or promote criminal activity
- Sexually explicit.

Vendors will not download any (personal or other) software to Company computers without prior written authorization from an officer of our Company. Copying or unauthorized use of unauthorized software may be a violation of federal copyright laws resulting in civil and/or criminal liability.

User IDs and passwords issued to Vendors are for the exclusive use of the intended recipient and for the specific business use for which they are issued. User IDs and passwords may not be shared with others. Vendors must also promptly report any activities that may compromise the security and confidentiality of our Company's data and/or information systems. Violation of this policy may result in termination of Vendor's contract.

### Use of Social Media

We expect Vendors working on Company business to use good judgment when communicating internally through Company tools, such as Viva Engage and Teams or externally through social media platforms or other external sites. Vendors working on Company business should remember to follow these simple rules of engagement:

- Use common sense by being professional and appropriate in your communication. Make sure that anything you post or comment on is consistent with our Company's core values;
- Do not post your comments/views as if you are speaking on behalf of our Company;
- Protect yourself and our Company by being careful in what you share online. Social media is prime ground for attackers to collect information on an individual that can be used to target a company;
- Do not use your Company email address to sign up on any social media platform;

- Protect our Company's confidential information when performing Company work, including but not limited to, BCI and PII and abide by applicable Company policies, procedures and corporate standards online and offline, even if your profile or the page/forum in which you are posting is listed as "private" or "closed;"
- Correct mistakes you made on a social media platform, as quickly as possible. If you believe the error may have in any way compromised the privacy of our members or revealed proprietary or confidential Company information, report it immediately to your Company business contact as additional action may need to be taken. If you are a Business Associate also ensure you are following all contractual and notification obligations to our Company;
- Report any concerns to your business contact or an appropriate Corporate Resource if you see a post by a Company worker or a Company Vendor that you believe may violate any of our policies, bring this to the attention of your Company business contact. Do not use social media to report a concern. Please report any concern to an appropriate Company Corporate Resource; and
- Do not upload pictures or videos to social media sites that might compromise the security of our offices, including remote or home offices, or the privacy of workers, customers, and members. Make sure all content posted complies with copyright laws.

## Sustainability

We encourage all Vendors to have an effective environmental policy and to endeavor to achieve policy objectives using the best available techniques. An effective environmental policy should be implemented this policy throughout the company and include a commitment to continual improvement in environmental performance, energy efficiency, and waste reduction.

## Reporting Potential Misconduct

Vendors with any knowledge of any actual or potential violations of the terms and conditions of their Vendor agreement, this Code or Applicable Laws and regulations, even if not pertaining to work performed under Vendor's agreement with our Company, must promptly bring this to the attention of their Company business contact or call the **Corporate Integrity HOTLINE (1-800-838-2552)** which is available 24 hours a day, seven days a week. Issues may also be reported in writing and emailed to the Ethics and Compliance Department or faxed to (312) 938-5431. For anonymous web reporting, go to **this site** and follow the prompts to file a report or follow up on an existing report.

Our Company strictly enforces its non-retaliation policy, protecting those who, in good faith, report suspected wrongdoing. Likewise, Vendors will not retaliate against others, who, in good faith, report potential wrongdoing and have the right to be protected as whistleblowers under applicable law.

## Artificial Intelligence

Vendors utilizing artificial intelligence (AI) must adhere to a risk-based evaluative approach through each phase of the AI lifecycle that evaluates each solution for:

- Safety and responsible use
- Validity and reliability
- Fairness
- Explainability and interpretability
- Privacy, security and resiliency
- Transparency and accountability