



**BlueCross BlueShield  
of Oklahoma**

# Code of Ethics and Conduct for Vendors

**ETHICS CONNECTS US**

**DECEMBER 2021**

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 are excited 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 laws and regulations that govern its business operations;
- Support diversity and 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 commitments are outlined in this Vendor Code of Ethics and Conduct and are applicable to all our business partners who currently perform services for us or seek to do business with us. We expect that these principles will be effectively communicated to all Vendor employees and the Vendor's agents and subcontractors ("Vendor" and "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 the Vendor's business and the rendering of services to our Company. Additionally, our Vendors shall 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 and other similar laws and regulations.

- Vendors must not submit false or fraudulent claims for payment, make any false statements or representations or do business with suspended, debarred or excluded individuals or entities. 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 is a Vendor allowed to 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 shall 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 OECD Convention Combating Bribery of Foreign Officials, the UK Bribery Act of 2010, and the India Prevention of Corruption Act, 1988.

### Conflict of Interest

If a Vendor has a familial, financial or other personal relationship with an employee or contingent worker from our Company, or if a Vendor has any business or other relationship with an 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 employees or contingent workers beyond common business courtesies of nominal value (\$50 or less per 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 and Confidentiality

Our Company takes its obligation to protect the Personally Identifiable Information (PII) of members, employees, contingent workers, Vendors and customers, including any 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 will be required to execute a confidentiality agreement and a Business Associate Agreement ("BAA") and/or Minimum Security Requirements ("MSR") Addendum.

### Information Security

Vendors have a responsibility to manage risk and implement reasonable and appropriate security measures. Vendors must comply with applicable law and contractual requirements with



our Company regarding PII and BCI. To the extent a Vendor has access to Company systems or confidential information, including PII and BCI, and a security incident does occur, the Vendor will work with our Company to determine the scope and impact of the incident. our Company expects those Vendors with access to Company systems or confidential information, including PII and BCI to:

- Continuously analyze cyber threats and vulnerabilities;
- Exercise diligence to monitor their environment for any impacts;
- Educate their workforce members so everyone understands the importance of security controls and notification; and
- Implement effective administrative, technical and physical controls and assess the effectiveness of those controls.

Vendors who access PII either within or outside the Company network environment are prohibited from transmitting or storing this information:

- On any personal device, including a mobile device or laptop, of a Vendor's contractor or employee;
- On any portable storage device;
- On any non-Company-owned or leased equipment, including but not limited to Vendor's issued mobile devices, laptops, personal computers and servers;
- Through non-Company e-mail, including but not limited to Vendor's own e-mail solution and any personal e-mail of Vendor's employees or contractors; and
- On any third-party solution, including but not limited to the network of a Vendor's subcontractor or a cloud storage solution.

Vendors who access and use our Company's information must limit access to the Vendor's personnel that are directly assigned to work on Company-sanctioned projects. Any sharing of Company data among Vendor's employees or contractors must be limited to the minimum necessary and can only be shared via an our Company approved network environment. Vendors may not use Company data 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 should be stored for the period of time required by the Enterprise Records Retention Schedule. A Legal or Tax Hold issued by our Company

to the Vendor supersedes any retention period set out in the Enterprise Records Retention Schedule and all records covered by a Legal or Tax Hold must continue to be preserved until the Legal or Tax Hold has been released in writing, even if the retention period in the Enterprise Records Retention Schedule has elapsed.

## Fair Competition

Our Company is 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.

## Employment and the Workplace

Our Company is committed to Diversity, Equity and Inclusion. We understand that a diverse 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 against, 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 our Company business (at any location), Vendors shall abide by Company's rules and guidance pertaining

to health, safety and security. Vendors assigned to Company business who violate our Company's rules and guidance pertaining to health, safety and security may be removed from our Company business or removed from 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 only to the extent necessary to provide services to or fulfill its contractual obligations to our Company, with express permission from our Company. This property includes but is not limited to computers, email and other Company-hosted collaboration tools, including internet/intranet, fax, phone and copiers. Vendors are prohibited from using these assets to send, receive or view inappropriate material, including offensive, threatening, biased or sexually explicit material.

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 the 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 Yammer and Jabber or externally through social media sites, including LinkedIn, Facebook, NextDoor, Pinterest, Reddit, Snapchat, TikTok, Twitter, WhatsApp, YouTube, Instagram or other similar digital communication channels. Vendors and their employees working for our Company 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 or its subsidiaries;
- 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 site;
- In performing Company work, it is your responsibility to protect confidential information and to abide by our Company's 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;"
- If you make a mistake on social media, correct it 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 business contact to ensure no additional corrections or clarifications will be required; and
- 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 Corporate Resource.



## Sustainability

We encourage all Vendors to have an effective environmental policy and to endeavor to achieve this policy using the best available techniques; to implement this policy at all levels throughout the company; and to 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 the Vendor's agreement with our Company, must immediately bring this to the attention our 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 **online** 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 shall not retaliate against others, who, in good faith, report potential wrong-doing.