



CODE OF CONDUCT

2024

Message from our compliance officer



Team,

I am delighted to welcome you to the 2024 edition of our Code of Conduct. As I have said on many occasions, compliance is everyone's responsibility at Blue Cross & Blue Shield of Rhode Island. The Code of Conduct is a living, breathing document that evolves with the changing landscape of our industry. Our roadmap to navigating uncharted territories, the Code is designed to guide us as we continue to grow as an organization.

In the past year, with your support, the compliance team has enhanced our compliance program, incorporating more relevant communications, offering occasional Coffee Chats and presentations on regulatory and legal compliance issues, engaging you in meaningful conversations and answering your questions and concerns in a timely manner. I am pleased to have developed wonderful partnerships with our key stakeholders and business leaders.

The team remains committed to ensuring that our organization is responsive to regulatory, legal, and ethical standards. We recognize that the key to a culture of compliance is empowering associates with the tools they need – insights, transparency, and information – to live by our corporate values of respect, integrity, collaboration and accountability. Also foundational to a culture of compliance are our supportive board of directors, president & CEO, and executive leadership team, all of whom proudly carry the compliance banner.

The compliance team believes all associates are trusted partners, and we are here to support each other. If you have any questions about the Code or any company policy, please speak with your manager, contact me, or send an email to the Compliance Department at compliance.office@bcbsri.org. Remember, at BCBSRI, we do not tolerate any form of retaliation for speaking up or raising a concern in good faith.

Thank you for continuing to champion a culture of trust and accountability.

Regards,

Sonia Worrell Asare, Esq.
Corporate Compliance & Ethics Officer

Corporate Values

Our culture is rooted in the belief that our success depends on demonstrating our corporate values every day in our interactions with our fellow employees, our customers, and our business partners. Thus, we expect you to uphold our corporate values as we fulfill our mission.

Collaboration

Collaboration is cooperative behavior among all associates in service to members, providers, and partners. We demonstrate collaboration with our colleagues, members, and stakeholders by working productively and cooperatively with others inside and outside of BCBSRI to achieve goals; by recognizing, incorporating, and valuing the contributions of others, by breaking down unproductive siloes and sharing information and expertise to achieve the desired result; and by seeking opportunities to assist and partner with others inside and outside the company.

Accountability

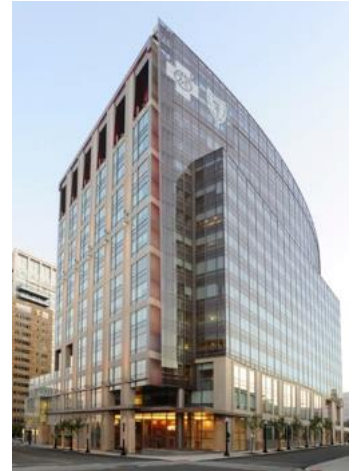
Accountability is responsible behavior to achieve company goals and objectives. We demonstrate accountability to our colleagues and customers by reliably fulfilling responsibilities and meeting deadlines, by putting the company first, by meeting our own and others' expectations, and by taking responsibility for and learning from mistakes.

Integrity

Integrity is principled behavior that upholds our ethical standards. We demonstrate integrity with our colleagues, members, and stakeholders by doing and saying the right thing, even when it might be difficult; by being candid, transparent, and truthful in our communications; and by upholding confidentiality.

Respect

Respect is considerate behavior toward all associates, members, and stakeholders. We demonstrate respect by treating all associates, members, and stakeholders, no matter their title or position, with dignity and consideration; by including others by valuing their input, points of view, and contributions; by showing genuine interest and appreciation for other people's cultures and backgrounds; and by creating a healthy work environment with zero tolerance for bullying, harassment and bias.



Contents

- 2 **Message from our Compliance Officer**
- 3 **Corporate Values**
 - Collaboration
 - Accountability
 - Integrity
 - Respect
- 5 **Doing What's Right at BCBSRI**
 - How we do business is as important as what we do
 - Managers play an even more important role
 - When in doubt, ask!
- 6 **Speak Up! Share Any Concerns**
 - How to share your concerns
 - Compliance hotline
 - Fraud, Waste, and Abuse
- 7 **Working with Integrity**
 - Zero means zero: No discrimination, harassment or retaliation
 - Enforcement of the code and cooperation with investigations
 - Disciplinary actions
 - A safe and healthy work environment
 - Work standards
- 9 **Our Commitment to Diversity, Equity & Inclusion**
- 9 **Putting Ethics into Practice**
 - Fair and honest dealings in our business relationships
 - False Claims Act
 - Anti-Kickback Statute
 - Government agency complaints
 - Government requests for information
- 11 **Avoiding Conflicts of Interest**
 - Situations you must avoid
 - Make sure you ask yourself
 - Handling personal and outside relationships
 - Outside employment
 - Serving on a board or board committee
 - Conflict of interest questionnaire
 - Giving or accepting gifts, gratuities, and entertainment
- 15 **Protecting BCBSRI**
 - Protecting information/privacy
 - Proper accounting and internal controls
 - Payments to consultants
 - Business dealings with associates
 - Use of company resources
 - Records management and retention
- 18 **External Communications**
 - Public representation of BCBSRI
 - Interacting with the media
 - Participating in social media
 - Endorsing other organizations or products
 - Trade secrets, competitive, and confidential information
- 19 **Understanding Government Business, Government Employees & Elected Officials**
 - Government business
 - Relationships with government employees and elected officials
 - Political activity and contributions
- 22 **Resources**
 - Contact information

Doing What's Right at BCBSRI

How we do business is as important as what we do

Our code of conduct is your guide to working with integrity, helping you do what is right in every situation, every day. BCBSRI is built on integrity, quality, and trust – for our customers, business partners, and each other. Our reputation starts and ends with each of us. We are each responsible for understanding and following our code and other BCBSRI policies, as well as the laws that govern us. And it is just as important that we speak up if we see or suspect code violations.

Managers play an even more important role



- Lead and act with integrity.
- Understand the code and periodically review it with your teams.
- Encourage associates to raise questions and concerns.
- Ensure your team completes all required compliance training.
- Openly support the anti-retaliation policy.
- Take prompt and effective action where appropriate.
- Refer all potential issues to the following departments: Compliance & Ethics, Information Assurance; and/or Human Resources Department.
- Seek assistance from the Compliance & Ethics Department or the compliance officer when needed.

When in doubt, ask!

The code cannot provide specific advice for every situation. Most problems, however, can be easily avoided by referring to the code, using good judgment, and asking for help when in doubt.

If you are not sure if something raises an ethical concern, ask yourself:

- Is this the right thing to do?
- Is this legal and am I authorized to do this?
- Is this consistent with our code and other policies?
- Is this in line with BCBSRI's reputation or my personal reputation?
- Would I want to see this reported in the media or posted on social media?

If the answer to any of these questions is “no,” you should partner with your supervisor or the compliance officer immediately to discuss the situation.



You are empowered, you have a responsibility, you have a voice, and most importantly, there is help available to you whenever you need it.

Speak Up! Share Any Concerns

How to share your concerns

We are each responsible for living up to our code and acting with integrity. We have an equal responsibility to speak up and voice questions and concerns. If you believe anyone is not living up to our code or policies, you have a question or concern, you suspect fraud, waste, or abuse, or you are unsure of how to handle a situation, here are your options:

- Talk with your manager, the compliance officer, human resources, a member of the executive leadership team, or the general counsel.
- Check out the Resources section in the back of the code for more information about who to contact.
- If you are not comfortable talking with someone, call the compliance hotline or complete a compliance report which can be found on InsideBlue, under Associate Resources/Reporting Concerns and Violations. You can report your concern anonymously and confidentially.



Compliance Hotline

The compliance hotline is toll-free, confidential, and available 24 hours a day, seven days a week to BCBSRI associates. Reporting options include calling the hotline or online reporting. **Reports may be made anonymously.**

1-800-830-1444 (call)

<https://app.mycompliancereport.com/> – Enter access ID “BCRI”

Anyone who reports a concern is protected from retaliation by strict enforcement of our anti-retaliation policy.

Question: What happens when a concern is reported via the hotline or online?

Answer: The compliance hotline is answered by a confidential outside service. If you call, a live operator will ask you a series of questions to gather information about your concerns. If you submit a report online, please provide enough information so that we can thoroughly investigate your compliance or ethical concern. The information you provide will be forwarded to the corporate compliance officer for review and action. Any information you provide is kept strictly confidential and only shared with people who must know and can take action. The compliance hotline will never release the identity or gender of the callers who request anonymity.

We are committed to reducing fraud, waste, and abuse

Preventing and detecting fraud, waste, and abuse (FWA) is vitally important to ensure affordability and safety for our members. BCBSRI’s FWA program includes annual associate training, internal controls (e.g., automated claims system edits), data mining, monitoring, and investigations performed by the special investigations unit (SIU). When appropriate, the SIU works closely with federal and state law enforcement agencies in the investigation of suspected FWA.

You are a vital part of the effort to prevent, detect and remediate possible FWA. If you suspect fraud has been committed, you must report it.

To report suspected FWA, you can use the anonymous reporting methods outlined above or email the SIU at SIU@BCBSRI.org.

Working with Integrity

At BCBSRI, we want to do more than just follow the law. Working with integrity and treating each other with respect is the foundation of a work environment that inspires compliance.

Zero means zero: No discrimination, harassment, or retaliation



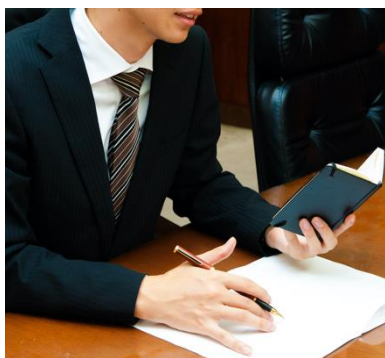
We have a zero-tolerance policy for discrimination. All employment decisions are made without regard to race, color, age, gender, gender identity, sexual orientation, religion, marital status, pregnancy, national origin/ancestry, citizenship, physical/mental disability, military status, or any other basis prohibited by law. This policy applies to our associates, directors, applicants, customers, and business partners (including vendors, consultants, contractors, and suppliers).

Similarly, harassment is not tolerated. Harassment can include slurs as well as any other offensive remarks, jokes, and other verbal, non-verbal, graphic, electronic or physical conduct that could create an intimidating, hostile, or offensive work environment. Sexual harassment may include unwanted sexual advances and propositions, offering employment benefits in exchange for sexual favors, or threatening reprisal after a negative response to sexual advances.



You are also protected against retaliation for reporting a compliance or ethics concern in good faith. Examples of retaliation can include managerial abuse, reassignment, workplace harassment, job loss, etc. However, retaliation can also include any behavior that may prevent you from reporting another concern in the future.

BCBSRI has a zero-tolerance policy against retaliation, discrimination, and harassment. Confirmed cases of such behavior will lead to disciplinary action up to and including termination.



Enforcement of the code and cooperation with investigations

You are expected to cooperate with investigations related to violations of the code of conduct, noncompliance, or any other regulatory, legal, or policy-based obligations. Cooperation includes being truthful and forthcoming during the investigation. Every complaint will be promptly and thoroughly investigated, and no action can be taken against you for raising a concern or cooperating in any investigation. Failure to cooperate may result in disciplinary action, up to and including termination.

Disciplinary Actions

If any associate is found to have violated the code of conduct or any other company policy, we will take appropriate corrective action, which may include termination. We will also inform the individual who raised the concern as to whether the investigation determined their concern had merit.

A safe and healthy work environment

We are committed to providing a safe and healthy work environment for all associates, customers, and business partners.

Work standards

Zero tolerance for workplace violence and bullying

We will not tolerate any act or threat of physical violence (including intimidation, harassment, and/or coercion) or threat of violence that affects our associates, property, or company. This includes severe, offensive, or intimidating conduct that creates a hostile, abusive or intimidating work environment for anyone. This also includes cyberbullying or hostile behavior towards you on social media by another BCBSRI associate.

Drug and alcohol policy

You may not use, sell, possess, purchase, or transfer illegal drugs or sell, transfer or distribute personal prescription drugs on BCBSRI premises, in company vehicles or during work hours. You also may not be under the influence of illegal drugs during work hours, regardless of when they were consumed. You are not permitted to drink or be under the influence of alcohol during work hours or on BCBSRI premises.



Professional behavior

Associates are expected to behave responsibly when representing BCBSRI or attending company events, regardless of whether you are at our corporate headquarters or a different location such as a conference, seminar, or social event. You must represent BCBSRI in a professional manner when dealing with other associates, customers, business partners, and the general public. The code of conduct pertains to any time you represent BCBSRI, including, but not limited to, the information in the Zero Tolerance for Workplace Violence and Bullying section and the Drug and Alcohol Policy, above.

Abusing drugs, overindulging in alcohol, or behaving in a way that is offensive to a reasonable person while attending an outside event on behalf of BCBSRI, even during off-hours, may be considered a violation of professional behavior as described in this code of conduct.

Our Commitment to Diversity, Equity, & Inclusion

The definition of diversity goes far beyond the traditional categories of race, gender, and ethnicity. It also extends to personal qualities that can't always be measured. Diversity is part of who we are as an organization and reflects the richness of our culture. Our organization is formally committed to embracing diversity, equity, and inclusion (DEI) in order to best serve the needs of our associates, as well as those of our members, customers, and communities across Rhode Island.

We expect our associates to uphold our commitment to DEI by demonstrating our corporate values of collaboration, accountability, integrity, and respect. Further, as colleagues, we must be open to the contributions of all associates. Acknowledging that everyone's experiences, interests, and ideas enhance BCBSRI's organizational culture, which is foundational to business success, is key to advancing DEI throughout the company.

In the workplace: The diversity of our company represents the richness of our culture. We take pride in our commitment to DEI among our associates and our members. We embrace and value the diversity of our workforce and recognize that we can be at our best only when everyone has an opportunity to succeed. Our Diversity Council and employee business resource groups help to support our efforts companywide.

Diversity
Equity
& Inclusion

In the community: BCBSRI is committed to serving the needs of all Rhode Islanders. It is our goal to provide valuable and culturally competent experiences for all our members, associates, and communities that we serve. To achieve this goal, we proudly partner with and support community organizations that promote equity for all.

With our suppliers: Through our supplier diversity program, we actively seek and encourage certified minority, women, veterans, persons with disabilities, and LGBTQ+-owned suppliers from all segments of the business community to participate in our corporate procurement process. We recognize the value of an inclusive procurement strategy as an opportunity to actively join the fight against racial discrimination and create economic opportunities within underrepresented communities.

Putting Ethics into Practice

Our code of conduct reflects our commitment to deliver results with integrity and work to the highest ethical standards. Putting our code of conduct into practice means taking responsibility for our actions and thinking about coworkers and customers first.



Fair and honest dealings in our business relationships

Doing what is right and acting with integrity is a fundamental part of our culture. Our associates, customers, and business partners know they can trust BCBSRI to be fair and honest. This trust is critical. You should always deal fairly with our customers, suppliers, vendors, competitors, and fellow associates. You should not take unfair advantage of anyone through manipulation, concealment, abuse of confidential information, falsification, misrepresentation of material facts, or any other intentional unfair dealing practice.

Professional competence and due care

All licensed and credentialed associates have a continuing duty to maintain their professional knowledge and skills at a level sufficient to ensure that all relevant stakeholders, including but not limited to our members, receive the advantage of competent services based on the latest developments in the profession and in keeping with current legislation. It is expected that colleagues that hold a professional license as a requirement to performing their job responsibilities shall obtain such license and complete any required continuing education or other requirements related to such licensure. It is expected that all associates will act with professional competence and due care.

False Claims Act

The False Claims Act is the single most important tool U.S. taxpayers have to recover the billions of dollars stolen through fraud by U.S. government contractors every year. Under the False Claims Act, those who knowingly submit or cause another person or entity to submit false claims for payment of government funds are liable for three times the government's damages plus civil penalties.

Anti-Kickback Statute

On the books since 1972, the federal anti-kickback law's main purpose is to protect patients and federal healthcare programs from fraud and abuse by curtailing the corrupting influence of money on healthcare decisions. Straightforward but broad, the law states that anyone who knowingly and willfully receives or pays anything of value to influence the referral of federal healthcare program business, including Medicare and Medicaid, can be held accountable for a felony.

Government agency complaints

Occasionally, an applicant, member, vendor or current/former associate may file – or threaten to file – a complaint against BCBSRI with the government. If you are contacted about a government complaint, immediately notify the general counsel and corporate compliance officer (see the Resource section for contact information). Neither your supervisor nor the company is permitted to take any action against you for making or reporting a government complaint.

Government requests for information

BCBSRI will always cooperate appropriately with proper government requests or investigations. If you are asked by a government official to provide company information (either written or verbally) for a government investigation – or if a government representative visits the workplace asking for company records, documents, or information – notify the Legal Department. You should always give truthful, accurate information and never try to obstruct, influence or impede any request for information. You should also not alter, falsify, mutilate, cover up, dispose, or destroy any documents or records related to a government request, investigation, or legal proceeding.

If BCBSRI is involved in a lawsuit, all associates are required to preserve any relevant information or documents they have, regardless of when the documents are dated. This is called a "litigation hold." The types of documents and information that must be retained may be paper documents (drafts or final versions) or electronically stored information. If you have a question about litigation holds or whether something should be retained, contact the Legal Department.

Avoiding Conflicts of Interest

What is a conflict of interest? It is when your personal interest or involvement in a situation interferes with your ability to make decisions objectively and act in the best interest of BCBSRI. It is important to avoid activities that create – or even appear to create – a conflict of interest with the company. Even when nothing wrong is intended, the appearance of conflicting interests can hurt your reputation and the company's image.

If you see or suspect a conflict of interest, speak up!

Situations you must avoid

- Giving, receiving, or soliciting tips, gifts, entertainment, discounts, or other personal benefits unless allowed by this code
- Directing business to third parties when you know they are owned or managed by your family members or close personal friends
- Misusing company resources, your position, or influence to promote or assist an outside activity, including a second job
- Using business relationships to further a personal interest, including support for charitable organizations



Make sure to ask yourself

If you are not sure if you face a conflict of interest, review this checklist:

- Will the activity influence my business decision?
- Will a family member or friend benefit personally from my involvement in this situation?
- If this situation becomes public knowledge, would the company be embarrassed?
- Will my participation in this activity interfere with my ability to do my job?
- Would anyone think it might affect how I do my job?



If the answer is “yes” or “maybe” to any of these questions, you may have a conflict of interest and should discuss the situation with your manager or a member of the compliance team.

Handling personal and outside relationships

BCBSRI is committed to a policy of employment and advancement based on qualification and merit. Our personal relationships policy has been implemented to ensure that the practices of the company do not create, nor appear to create, a conflict of interest with respect to hiring, salary progression, promotions, career advancement, or any other aspect of this policy.

Please refer to the personal relationships (nepotism) policy in the Employee Handbook for BCBSRI's rules regarding: (1) hiring and supervision of family members; and (2) marriage amongst BCBSRI associates.



Social activities and relationships

The company always seeks to respect the dignity of its employees. At the same time, when associate behavior, on- or off-duty, has the potential to create risk to the business or impact other associates, the company will review that conduct. Thus, occasions may arise when the actions of an associate must be reviewed.

These actions include fraternization between management and associates. It is not possible to anticipate all fraternization that may relate to the company's business, but we can provide some general guidelines. Further,

when in doubt, please ask before you act. You should feel free to discuss this policy at any time with the Compliance Department or Human Resources Department.

In general, social relationships between managers and direct reports, or between associates in positions that have an audit or oversight function over the other, are strongly discouraged. Social relationships are defined to mean more than friendship and include dating and intimate relationships. Associates are expected to disclose these relationships to avoid potential conflicts of interest.



Outside employment

You are required to update your conflict of interest questionnaire before you take on any outside, paid position in addition to your position with BCBSRI. This includes consulting work. You must get the approval of the Compliance Department before accepting outside work or when you will have a significant ownership stake (more than 1%) in an outside company. The Compliance Department will work in conjunction with your manager as appropriate to determine whether a conflict exists.

Serving on the board or a board committee of another organization

BCBSRI supports and promotes associate volunteer activity outside of the company. When serving as a director or officer of another organization, BCBSRI requires complete disclosure on the conflict of interest questionnaire. In addition, before accepting a position, an associate should consult with the Compliance Department to avoid any potential conflict. The Compliance Department will work in conjunction with your manager as necessary to determine whether a conflict exists.

Conflict of interest questionnaire

Compliance with the BCBSRI conflict of interest policy requires full disclosure on the part of all associates. It is your responsibility to disclose actual and potential conflicts upon hire and annually, by completing a conflict of interest questionnaire. If the information disclosed on the conflict of interest questionnaire changes during the year, you are required to update your questionnaire as soon as possible. You can find the link to COI Smart and instructions on [InsideBlue](#).

Giving or accepting gifts, gratuities, and entertainment

Our company generally purchases products and services on the basis of price, quality, and service. We expect our customers to purchase our products and services on the same basis. All of our business transactions should be objective and free of improper influence (or the appearance of such). This section outlines the proper conduct when dealing with individuals and organizations in a business relationship with our company, including, but not limited to, actual or potential suppliers, vendors, and consultants. These policies also apply to immediate family members (spouse, domestic partner, parent, child, sibling) of associates and/or relatives who reside in the same household as the BCBSRI associate.



A gratuity is any benefit for which fair market value is not paid by the receiver. Gratuities may include such items as meals, drinks, edibles (e.g., boxes of chocolate, fruit baskets), entertainment (including tickets to sporting events), recreation (including golf course fees), door prizes, raffle prizes, transportation, discounts, promotional items, and accommodations. Business courtesies are generally permissible as long as they are infrequent and not lavish. No gratuity should be accepted or provided if it will compromise or give the appearance that it will compromise an individual's ability to make a fair and objective business decision.

Associates may not give or receive gifts or gratuities of more than "nominal value" from individuals in a business relationship with our company. Gifts or gratuities cumulatively valued at \$150 or less during the calendar year are nominal. No associate should give, accept, or solicit any item that could be construed as a bribe or kickback. Associates should never give or receive cash as a gift or gratuity in connection with a business transaction. Gifts valued at more than \$150 may be approved if protocol, courtesy, or other special circumstances exist. However, the giving or acceptance of such gifts must be approved by the corporate compliance officer.

Special limitations on gifts and gratuities

Giving or accepting business courtesies within three (3) months of a contract renewal or bidding period with an account, supplier, or vendor must be avoided. Giving any gift or gratuity must be in accordance with applicable reimbursement policies.

Federal laws require our company to report payments, gifts, meals, or other items of value provided to members of organized labor. There are special limitations regarding what can be given or provided to members of organized labor. Therefore, associates should contact the Legal Department before providing gifts or gratuities to members of organized labor.

For information regarding gifts and gratuities when dealing with government officials or in some instances, businesses owned by government officials, please see the government business section of the code of conduct.

Business meals and entertainment

Associates may provide or accept business meals and entertainment, including attendance at sporting and cultural events, provided they are associated with an appropriate business purpose. The events must be infrequent, not lavish, and be consistent with normal business practices in the industry and geographic area. In addition, both parties must be present. If both parties are not present, the meal or event is considered a gift and is subject to the \$150 gift limit. Offering or accepting attendance at any event must never be reasonably interpreted as an attempt to gain an unfair business advantage or otherwise reflect negatively on the reputation of our company.

Associates should behave professionally when representing BCBSRI, as described earlier in the Social Activities and Relationships section.

Travel



On occasion, entities in a business relationship with our company, or that desire a business relationship with our company, may offer associates the opportunity to attend business meetings or conferences at the expense of the entity. Accepting offers of this type is prohibited, with the exception of user conferences that are approved in advance by the corporate compliance officer and/or the general counsel. Please note, this prohibition does not apply to travel expenses that are part of a negotiated agreement to provide services to another entity. For example, if our company is contractually obligated to provide services to an entity in another state, it is permissible for that entity to pay our associates' travel expenses to travel to that state. Associates are allowed to take advantage of group rates established by the vendor for all attendees.

Associates may accept a waiver of conference fees if the associate is a speaker or has significant responsibilities related to the conference (e.g., a member of the organizing committee). Travel, hotel, and conference fees may also be waived at the discretion of the corporate compliance officer and/or the general counsel if the protocol, courtesy, or other special circumstances exist.

Stipends and honoraria

Associates may not accept stipends or honoraria for services or speaking engagements provided on company time or on behalf of our company. Associates must request that the stipends or honoraria be remitted to our company.

Charitable contributions

The company encourages all associates to become involved in community activities and charitable organizations. However, no associate may bring undue pressure on another associate to contribute to a charitable organization. All incoming and outgoing requests for charitable contributions, sponsorships, and in-kind services must be coordinated and administered by the Community Relations Department. Individual associates may not respond to requests from or solicit from individuals or organizations that have an actual or potential business relationship with our company unless approved by the corporate compliance officer or general counsel. Incoming or outgoing requests for sponsorships, charitable donations, volunteers, and in-kind services must be made in writing and forwarded to community relations for a decision regarding our company's participation. Please refer to BCBSRI's solicitation policy in the Employee Handbook for additional guidance.

Protecting BCBSRI

Part of working with integrity is protecting BCBSRI's physical assets as well as its intangible assets, which include our name, reputation, and confidential information.

Protecting information/privacy



Each associate must protect the confidentiality of non-public information and the information of our members at all times. Each of us must take reasonable steps to ensure that such information cannot be lost or intentionally or inadvertently seen or discovered by an unauthorized person. Associates must avoid discussing confidential information in public areas. These steps must be taken regardless of working environment, including but not limited to a BCBSRI office location, home office, airplane, hotel, etc.

Our company obtains a variety of information on business activities and strategies. Much of this information is proprietary, confidential, or sensitive, and is generally not available to the public. This may include information or data on business strategies and operations, sales materials, marketing materials, internal systems, pricing or other financial data, and information about members, customers, associates, subcontractors, and vendors. Associates must not disclose this type of information except when authorized.

Confidential information also includes protected health information (PHI) about our members, including names, addresses, dates of birth, claims histories, medical records, and other types of patient data. This type of information is regulated under the Health Insurance Portability and Accountability Act (HIPAA) and accompanying regulations, as well as under the Rhode Island Confidentiality of Health Care Communications and Information Act. It is imperative that such information be maintained in a secure and confidential manner. All associates must sign a confidentiality acknowledgment annually, in which each associate recognizes their obligations with respect to PHI.

Our company has a number of policies concerning the maintenance of PHI. These policies can be found on the corporate policies and procedures database within Archer. If you have questions about our privacy policies or the release of information (PHI or proprietary) please contact the privacy office at HIPAA_concerns@bcbsri.org or (401) 459-1077.

Proper accounting and internal controls

All of our stakeholders depend on our company to provide accurate, clear, and timely financial and operating information. It is the responsibility of each associate to ensure that all information is recorded and reported fully, accurately, honestly, and in a timely manner. No relevant information is to be omitted or concealed and no secret or unrecorded funds or assets are to be created for any purpose. In addition, making false or fictitious entries in our company's books or records is prohibited, and may result in further disciplinary action up to and including termination.

Associates are prohibited from taking any actions fraudulently to influence, coerce, manipulate, or mislead any independent public or certified accountant engaged in the performance of an audit of the financial statements of our company.

If you have questions or if you have a concern related to questionable accounting and auditing activities or

internal control irregularities, contact the corporate compliance officer at (401) 459-1122 or the compliance hotline at 800-830-1444. Any attorney who has evidence of a material violation of law or breach of fiduciary duty or a similar violation must report the matter to the general counsel or the president/CEO. If the general counsel or president/CEO does not appropriately respond to the violation, the attorney should report the matter to the audit committee of the board of directors.

Payments to consultants

A consultant is a person, organization, or entity not employed by our company but paid to provide a service or services. Examples of consultants include, but are not limited to, physicians who provide medical expertise, consulting firms that perform evaluations of business operations, and individuals retained to complete certain projects. Former associates retained for the purposes noted are also considered consultants.

The following are guidelines for the use of consultants:

- Consultants must be provided with a copy of our code of conduct.
- Agreements with consultants must be in writing and approved by the Legal Department in accordance with Policy AD 6.02 Contract Review and Administrative Policy.
- Agreements with consultants must be fully executed prior to a consultant beginning work in accordance with Policy AD 6.03 Procurement Policy and Procedures.
- Purchase orders are not considered valid agreements with consultants.
- Payments must be reasonable in amount and not excessive in light of practice of the trade.
- The associate or business unit engaging the consultant is responsible for maintaining documentation of services paid for by our company and ensuring that these services were performed according to the terms of the written agreement.
- Associates should refer to policies AD 4.14 and ADHR 3.01 for more information.

Business dealings with associates



In general, our company will not purchase goods or services from an associate or from a business in which an associate or a member of the immediate family of an associate has a significant financial interest. Significant interest means ownership by an associate and/or immediate family member(s) of more than one percent of the outstanding securities/ capital value of a corporation or more than .5 percent of the total assets of the corporation.

Use of company resources

Our company provides you with resources to help you do your job. Each associate is responsible for ensuring that resources are used only for valid business purposes.

Our company's resources are much more than equipment, computer systems, electronic, voice and data networks, and/or office supplies; they also include time, concepts, business strategies and plans, financial data, intellectual property rights, and other information about the business. These resources are the property of our company and must be safeguarded.

Our company will not extend or maintain credit, arrange for the extension of credit, or renew an extension of credit, in the form of a personal loan to any associate of our company.

Our company's electronic mail systems, its telephone systems, and other information networks, including internet and intranet, may only be used for legitimate business purposes. Occasional use of company telephones, voice mail, fax machines, and computer networks for personal purposes is allowed as long as the frequency and cost of such use is not excessive and does not interfere with company business or an associate's ability to perform their work. Use all electronic communications in the same professional and respectful manner as all other internal or external corporate communications.



For additional information on proper use of electronic communications, please see our corporate electronic mail and internet use policy or the Employee Handbook for more information.

All systems of electronic communications are corporate-owned information resources and subject to standard business audit and control guidelines. Management may periodically access an associate's electronic communications. Access by management is permissible without the consent of the associate and without giving prior notice to the associate.

Never use any communication medium, including electronic communications or social media, to send or obtain offensive or disruptive messages that contain offensive sexual, racial, or gender-related comments, or any other comments that violate our non-discriminatory policies including, but not limited to, age, gender, sexual orientation, gender identities, gender expression, religious or political beliefs, national origin, or disability.

Records management and retention

Each associate must ensure that all business records (e.g., paper records, electronic mail, or information stored on any other medium) are retained in accordance with our company's records management policy (AD 2.05). The policy can also be found in the corporate policies and procedures database. Records pertaining to litigation or to a government investigation or audit must not be destroyed until the general counsel indicates the matter is closed.



External Communications

Public representation of BCBSRI

When communicating publicly, you must keep your personal views separate from the communications you make and from the actions you take on behalf of the company.

Interacting with the media

To ensure that the views of BCBSRI are appropriately and consistently represented in public, all news media communications shall be coordinated through public relations. You may not directly interface with the media on behalf of BCBSRI without the department's approval and guidance. Please refer to the Employee Handbook for more information.

Participating in social media

Participation in social media on behalf of BCBSRI must be coordinated through public relations. When you speak, write, or participate in public forums or social media networks, you must ensure that it is clear that you are speaking on your own behalf. Associates participating in social networking on their own time must not publish content that is BCBSRI's property or publish content that could damage the business reputation of BCBSRI or its partners, members, or providers. Please refer to the Employee Handbook for more information.

Endorsing other organizations or products

As a general rule, BCBSRI directors, officers, and associates shall not provide testimonial statements that could be used as an advertisement for vendors or their products unless supported by BCBSRI. If you receive a request for an endorsement of an external entity, you must seek approval from either the Legal or Compliance Department, who will consult with public relations as needed. An endorsement means any promotional message reflecting opinions or experience of a third party's services or products that the third party could use for advertising purposes. References provided for vendors in the ordinary course of business are not considered endorsements.

Trade secrets, competitive, and confidential information

All of us are expected to comply with company policies regarding data confidentiality and information disclosure. We must safeguard the company's trade secrets and competitive, confidential, and financial information and prevent improper disclosure or access. Even after our employment ends, this obligation continues to remain in effect, as outlined in the Employee Nondisclosure and Inventions Agreement we signed upon hire and as part of the annual forms acknowledgement.

All information that is maintained by the company is subject to specific data sharing policies and approval process.

Question: *A friend who is a local newspaper reporter asked me about BCBSRI's plans for expansion next year. How should I respond?*

Answer: Only authorized individuals can communicate the company's official position on certain topics such as business strategy, financial performance, and legal matters. You should refer your friend to public relations.

Understanding Government Business, Government Employees & Elected Officials

Government business

Our company acts as a contractor to the United States government and the state of Rhode Island to provide benefits for customers through programs such as the Federal Employees Health Benefits Program and the Medicare Advantage and Prescription Drug Benefit Program. Our company's working relationship with the government is based on integrity, mutual respect, trust, and high ethical standards. We are committed to complying with all applicable statutory, regulatory, and other government program requirements. If you are involved in administering these programs, you are responsible for knowing and complying with the applicable laws, rules, regulations, and policies that apply to those programs. The following are some general rules to keep in mind when the government is our customer:

- It is a felony to knowingly make false claims or statements to the federal government. This type of conduct may subject the company and you to civil and criminal sanctions, including fines, prison, and suspension or debarment from government contracting.
- We must hold our business partners to the same high ethical standards our company sets for itself. If you are involved in contracting with other entities or organizations to provide services to our company for government business, you must ensure that those entities and organizations are aware of the requirements of our code of conduct and our company's expectations for ethical behavior.
- Associates must report suspected violations of the law and policy to the corporate compliance officer. We will conduct a full investigation of any report of non-compliance. If we determine that an associate has committed a compliance violation, the associate will be subject to disciplinary action, up to and including termination. Subcontractors and other business partners who commit compliance violations will be subject to contractual penalties, up to and including termination of their agreement with our company.
- Additionally, both federal and state laws and regulations impose restrictions on offering business courtesies to government associates. If you have any questions concerning these laws or regulations, contact the general counsel or the corporate compliance officer.



Relationships with government employees and elected officials

Relationships with government employees and elected officials are governed by complex legal requirements. Our ethical standards require that our relationships with government employees and elected officials be free from improper influence. Here are some general guidelines to follow when dealing with government employees and elected officials:

Our company may contract with current and former government employees and elected officials when contractual arrangements are substantially on the same terms and conditions offered to broad categories of similarly situated persons such as providers, subscribers, or employers obtaining health coverage and such contractual arrangements are approved by the general counsel. If a current or former elected official or government employee does not fall into the category of "similarly situated person" the following policies apply:

- Associates are prohibited from knowingly employing, contracting with, or purchasing goods and services from current government employees and elected officials unless the government employees or elected officials provide a written opinion from the Rhode Island Ethics Commission stating that the proposed employment or business transaction is not a conflict of interest, and such proposed employment or business transaction is approved by the audit committee of the board of directors.
- Associates are prohibited from knowingly employing, contracting with, or purchasing goods and services from former government employees and elected officials who have not been out of government employment or elected office for more than one year, or whose duties at our company conflict with laws governing former government employees and elected officials, unless the government employee or elected official provides a written opinion from the Rhode Island Ethics Commission stating that the proposed employment or business transaction is not a conflict of interest, and such proposed employment or business transaction is approved by the audit committee of the board of directors.
- In some instances, organizations with which our company conducts business may choose to be represented by or to employ an elected official. As a result, our company may be put in a position of conducting business with or providing reimbursement to an elected official. In these instances, the name and role of the elected official involved in a business dealing or transaction should be reported to the general counsel and the corporate compliance officer. The general counsel or the corporate compliance officer will conduct a review of the issue and provide additional guidance to ensure that the companies remain in full compliance with our legal, regulatory, and ethical obligations.
- Any business dealings with government or elected officials or businesses owned by such officials must be reported to the general counsel.
- Pursuant to RI law, no one gift, or business courtesy shall exceed \$25 in value, and the gifts and business courtesies extended by all associates of our company shall not exceed in the aggregate a value greater than \$75 per elected official or government employee recipient per year. Offering gifts and business courtesies to elected officials and government employees is restricted to associates above the level of vice president with the express permission of the chief legal officer or general counsel, and associates designated by the chief legal officer or general counsel who regularly interact with elected officials and government employees.
- All gifts and business courtesies provided to elected officials and government employees must be recorded on company-approved expense forms and reported to government relations. Government relations shall maintain a list of such reported gifts and business courtesies. Prior to providing a gift or business courtesy to an elected official or government employee, associates must consult the general counsel, it being the intent of this code of conduct to prohibit gifts or business courtesies from our company that exceed the aggregate annual threshold for all associates of our company.



Federal and state laws make it illegal to give anything to a government official or associate in return for that person's influence or actions on the job. It is also illegal to do anything that will benefit an official if such action results in, or is a reward for, that official's influence or actions. Even indirectly benefiting an official such as by benefiting members of the official's family may be illegal and is strictly prohibited. Violations can result in severe fines or imprisonment. If you have questions regarding what is appropriate when dealing with a government official, contact the corporate compliance officer.

Political activity and contributions

Our company seeks to improve the quality of life in our communities and encourage individual associates' service to our communities. Only associates specifically appointed may represent our company in political activities. Associates may not use our company's assets to engage in political activities without the prior review and approval of the general counsel.

It is against corporate policy and illegal for associates to be directly or indirectly reimbursed by our company for any political contribution. Examples of prohibited activities include, but are not limited to:

- Using company time of any associate to assist with personal political fundraising activities
- Allowing any candidate to use facilities, such as meeting rooms, for political purposes without approval
- Loaning any company property, such as telephones, copiers, or other resources, for use in connection with a political campaign



Our company recognizes the right of associates to run for political office. However, associates are not permitted to use company time, including company-granted volunteer hours, to campaign for political office or to perform the duties of the position if elected. Any associate holding political office must also refrain from discussing and voting on matters related to our company. Our company also recognizes the right of associates to contribute to the candidate of their choice. We encourage associates to consult the laws that govern political contributions.



Senior management, government relations staff, and other associates as requested by government relations may, to the extent permissible under law, actively participate in political activity to advocate on behalf of our company. Because the political process is highly regulated, associates considering any conduct that could be construed as involving our company in any political activity or violating any applicable law or regulation must seek advice from the general counsel in advance.

Resources

Contact information

Compliance and Fraud Hotline

800-830-1444

Michele Lederberg

Executive Vice President, Chief Legal Officer and Chief Administrative Officer
(401) 459-1202

Sonia Worrell Asare

Managing Director and Corporate Compliance & Ethics Officer
(401) 459-1122

Kristen McLean

Vice President and General Counsel
(401) 459-1383

Fred Webster

Managing Director, Information Security
(401) 459-5728

Erin Mata

Manager and Deputy Privacy Officer
(401) 459-1077

Brian Casilli

Director, Special Investigations Unit
(401) 459-1727

Jordan Martin

Associate Corporate Compliance & Ethics Officer
(401) 459-2845

Richard Salit

Public Relations Manager
(401) 459-1035



500 Exchange Street • Providence, RI 02903-2699

Blue Cross & Blue Shield of Rhode Island is an independent licensee of the Blue Cross and Blue Shield Association.