Leadership Message

At GuideWell we are building a new world of health care. We are collaborating with a spectrum of forward-thinking companies to offer a broad range of innovative products and services that are integral and useful in people’s everyday lives.

Today, we are serving more than 15 million people across the United States with more than 4.2 million members in our primary health business.

As we expand our business and reach even more consumers, it’s important we remain vigilant to protect our company’s reputation. Our five values – respect, integrity, imagination, courage and excellence – are essential to how we conduct business each day. Each of us must also accept our responsibility to question or challenge situations we suspect are unethical or that violate company policies, our Code, or any law or regulation.

The Code of Ethical Business Conduct explains your responsibility for conducting business ethically. We encourage you to read this important information and use these resources to help you make ethical choices in your day-to-day business activities.

Our goal as an enterprise is big and it’s bold. We’re here to be the best health solutions company in the United States. Please join us as we all pledge to keep ethics, integrity and compliance central to the way we do business.

Cordially,

Patrick J. Geraghty  Colleen Brennan  John Ramil

Chairman and CEO  VP, Chief Integrity & Compliance Officer  Chair, Audit & Compliance Committee
Our Company

GuideWell Mutual Holding Corporation is the parent organization to a family of companies focused on transforming health care and offering a broad range of health related products and services. Through a portfolio of forward-thinking companies and partnerships, from start-ups to industry leaders, we embrace emerging technologies and drive market innovations designed to improve the health care system and help people take an active role in their health. These companies include:

- Florida Blue, Florida’s Blue Cross and Blue Shield plan, which provides innovative health solutions and insurance plans to the people of Florida. Florida Blue has served Floridians since 1944, offering an array of health and wellness products and services to fit the individual needs of those we serve;

- GuideWell Health, focused on delivering superior health outcomes and experiences to patients through new, innovative care delivery models;

- GuideWell Connect, our consumer and retail services business, helping clients connect with their customers and providing them with the support they need; and

- Diversified Service Options, the parent company of First Coast Service Options and Novitas Solutions, which provide administrative and claims processing services for state and federal health care programs such as Medicare and Medicaid.

Our GuideWell family of companies is guided by the same vision, mission and values.

Mission
To help people and communities achieve better health

Vision
A leading innovator enabling healthy communities

Values
The beliefs and priorities that drive our company’s culture are our values of respect, integrity, imagination, courage and excellence.
## Table of Contents

### Integrity and Ethics
- Our Commitment 6
- Compass Program™ 7
- Code of Ethical Business Conduct 8
- Disciplinary Action 10
- Why Ethics, Integrity and Compliance Count 11
- Our Ethical Decision-making Framework 12

### Our Responsibility and Reporting Concerns
- Management and Individual Responsibility 16
- Providing Ways to Report Situations Without Fear of Reprisal 17
- Keeping it Confidential 18
- We Won't Tolerate Retaliation 19

### Our Environment
- Creating a Professional Environment 22
- Maintaining a Safe Work Environment 23
- Harassment 24
- Equal Employment Opportunities 25
- Soliciting and Distributing Literature 26

### Dealing with the Marketplace and Business Partners
- Fair Competition and Business Ventures 28
- Advertising and Marketing 29

### Use of Company Assets
- Using Corporate Assets 34
- Using the Internet and Email 35
- Procurement of Goods and Services 36

### Conflicts of Interest
- Conflicts of Interest 40

### Gifts and Entertainment
- Gifts and Entertainment 44
- Charitable Giving and Community Investment 45

### Accurate Company Records and Financial Integrity
- Accurate Record Keeping 50
- Travel 51

### Protecting Information and Property
- Privacy 56
- Confidential, Proprietary and Other Non-public Information 58
- Employee Data and Verification of Employment 60
- Retention of Records 62
- Copyrights 64
- International Travel Restrictions 66
- Our Brand 68

### Information Security
- Information Security 70

### Dealings with Government Programs and Interactions with the Public
- Working with Government Customers 74
- Political Contributions and Lobbying Activities 75
- Activities Abroad 78

### Legal and Regulatory Requirements
- Legal and Regulatory Requirements 82
INTEGRITY AND ETHICS

- Our Commitment
- Compass Program\textsuperscript{SM}
- Code of Ethical Business Conduct
- Disciplinary Action
- Why Ethics, Integrity and Compliance Count
- Our Ethical Decision-making Framework
Our Commitment

We have a deep commitment to conducting business ethically, with integrity and in compliance with the law.

Our compliance vision is to advance a corporate culture, guided by the highest standards of integrity and ethical business conduct, that demonstrates our deep commitment to compliance with all applicable laws and regulations. Compliance is a core competency. Strengthening it not only reinforces our mission and our values but also provides us with a competitive advantage in the marketplace.

Here’s how you can help us live up to that commitment every day.
Compass Program℠

The Compass Program serves as our compliance and ethics program. The program is designed to educate all company board members, officers, employees, temporary workers, contractors, and representatives of the company* on ethical behavior in the workplace. It also provides an avenue for employees to get answers to compliance and ethics questions and report suspected misconduct.

*All referred to as “employees” in this booklet.
Code of Ethical Business Conduct

This booklet is our official Code of Ethical Business Conduct ("Compass Code of Conduct"), an important part of the Compass Program. It provides guidance on applying the company’s commitment to integrity and ethical business conduct to day-to-day business situations and activities. The Compass Code of Conduct supplements company policies and procedures (see the company's Intranet homepage), which provides more detailed guidance on company expectations and requirements for behavior in the workplace and while conducting company business.

The Compass Code of Conduct applies to Guidewell Mutual Holding Corporation, certain subsidiaries and affiliates, and board members, officers, employees, temporary workers, contractors and representatives of the company. GuideWell Mutual Holding Corporation and certain subsidiaries and affiliates are collectively referred to as the “company.”

You are required to read, understand and comply with the Compass Code of Conduct, in addition to complying with all company policies and procedures. The Compass Code of Conduct and company policies and procedures can be located on the company’s Intranet homepage.
Disciplinary Action

Disciplinary action, including termination of employment and legal action, may result in response to violations of law, company policy, or the Compass Code of Conduct, or in cases of other misconduct or unethical behavior.

The types of misconduct that are likely to result in disciplinary action include, but are not limited to:

- Violating or directing others to violate the law or company policies;
- Failing to promptly raise a concern regarding illegal or unethical activity;
- Failing to cooperate with investigations into compliance allegations;
- Retaliation against an employee who has made a good faith complaint of potential violations or who has cooperated in a compliance investigation; and/or
- Making an allegation in bad faith and/or other intentionally false allegations of misconduct.
Why Ethics, Integrity and Compliance Count

Acting ethically, with the highest integrity and in compliance with the law is as important as any aspect of our business. How you conduct yourself reflects on you and the company.

That’s why we expect and require that you comply with all applicable laws and regulations in carrying out your responsibilities. Laws don’t cover all situations, and sometimes laws permit actions that don’t promote the level of honesty, fairness or integrity the company promotes. We expect you will:

- Promote the safety and welfare of employees and our customers;
- Encourage a cooperative and professional work environment;
- Protect personal rights and corporate property; and
- Demonstrate the highest standard of integrity and ethical behavior.
Our Ethical Decision-making Framework

When faced with an ethics issue or concern, the best course of action is not always clear.

The ethical decision-making process is a series of four questions that you should ask yourself anytime you are not sure about what you should do in a particular situation. This is especially important if there is something about the situation which makes you question whether what you are about to do, or what you are being asked to do, is right or wrong.
To help guide you on your course through ethical decision-making, consider the following questions when you are unsure about whether an action or situation is appropriate.

**What feels wrong about the situation?**
**Can you identify the ethics issue involved?**

- This question helps you identify and clarify the ethics issue at stake in a situation when you are unsure. It moves you beyond that uncomfortable feeling or intuition that “something’s not right” into a process of ethical reflection.

**Does anything about this situation violate our Compass Program, company policy or the law?**

- This question prompts you to consult our company resources to determine whether the situation goes against our Compass Program, company policies/procedures, or the law.

With many ethics-related situations, you can arrive at definite answers to the first two questions and resolve the matter quickly. The right course of action in these cases usually will be clear and straightforward.

However, some cases may prove to be more complex and difficult. The facts may be in dispute, or several responses may seem appropriate. In short, there may not be any obvious “right answers.” Asking the next two questions can help you to think through these more challenging situations in order to arrive at the best course of action.
How will our customers or others be affected by my decision?

- This question focuses on the effect your decision will have on our customers and fellow employees. It’s important to think about whether the situation or action is consistent with our shared values and whether it is fair for everyone concerned. Who has an interest at stake in the situation, and how significant is it compared to others? Who will be helped or hurt by your decision?

What effect could this decision have on the company's reputation and on my own reputation?

- The last question helps bring into focus the consequences of your decision for both you and the company. Just ask yourself, would I want to read about this in the news?

If you need help applying this framework or have any other questions about a particular compliance or ethical situation, you should talk to your manager or contact Compass. You should not guess about decisions on ethics and compliance matters - if in doubt, always ask.
> OUR RESPONSIBILITY AND REPORTING CONCERNS

- Management and Individual Responsibility
- Providing Ways to Report Situations Without Fear of Reprisal
- Keeping it Confidential
- We Won’t Tolerate Retaliation
Management and Individual Responsibility

You have the right and the responsibility to question or challenge situations you suspect are unethical or violate company policies, the Compass Code of Conduct, or any law or regulation.

By raising your concerns, you are helping to protect yourself, your colleagues, our company, our employees, and our customers. You should raise concerns or seek guidance if you are unsure or have an uneasy feeling about whether certain behavior or activities are consistent with standards of ethical business conduct. We do not expect every employee to have the answer to every ethical question, but we do expect every employee to know when to ask for help and where to go for help.

All levels of management should clearly articulate our commitment to compliance and create an open environment where employees can report unethical or compliance situations, without fear of retaliation or reprisal.

If you have questions or need assistance regarding a business process, you may contact the Compliance Office at any time.
Providing Ways to Report Situations Without Fear of Reprisal

You should first discuss the situation with your immediate supervisor.

Give your supervisor the opportunity to address the situation. If the situation is not handled to your satisfaction, or you are not comfortable talking to your supervisor, we provide many additional ways to make an inquiry or report a situation without fear of reprisal.

You may contact the Compass Helpline at 1-800-477-3736 x56300 at any time or access the EthicsPoint website at www.compass.ethicspoint.com. Both avenues give you the option of making an inquiry or reporting a situation without disclosing your identity.

EthicsPoint allows you to receive an up-to-date status on any reports you file by providing a passcode to you when you submit an inquiry or file a report. You will use this passcode to communicate with Compass for any follow-up questions, as necessary.

If you prefer, you may contact the Compliance Office directly:

Colleen D. Brennan, Vice President and Chief Integrity and Compliance Officer
(904) 905-5068 x55068

You may also contact Legal Affairs at (904) 905-8720 x58720.

We are here to help.
Keeping it Confidential

If you wish to remain anonymous, call the Compass Helpline at 1-800-477-3736 x56300 or access EthicsPoint at www.compass.ethicspoint.com.

Our company has partnered with EthicsPoint, an outside vendor that provides a 24/7 service via the telephone or by website. This allows individuals the ability to either talk to a compliance representative or go directly to the EthicsPoint website to ask a question or file a report. Our vendor also allows you to receive an up-to-date status on any report you file. A passcode will be provided to you at the time you ask a question or file a report. We will use the passcode to communicate with you and ask follow-up questions, when necessary. You can log on to EthicsPoint at any time, enter your password and receive an update on your report. We will protect your confidentiality, although sometimes it is difficult to investigate situations without involving you, so we may ask you if you are willing to identify yourself. We believe it is better for you to come forward than to let the situation continue. Our company has a non-retaliation policy to protect you.

If you choose to make an anonymous report, you should provide enough information about the situation to allow us to properly investigate it. It can hamper our investigation if we do not have enough information.
Information needed when you make a report:

- Describe the situation in detail and include the business area and people involved.
- Identify dates when events occurred.
- Let us know if you observed this directly or someone told you about it.
- Tell us how the situation occurred (Was a procedure not followed? Was someone told to do something inappropriate?).
- Describe any relevant documents that could help us investigate the matter.
We Won’t Tolerate Retaliation

Reporting activities that violate our Compass Code of Conduct is vital to maintaining a strong culture of compliance.

We protect employees who, in good-faith, report wrongdoing or unethical behavior by prohibiting retaliation. It is a violation of the Compass Code of Conduct and considered misconduct to retaliate against an employee for reporting an ethical or legal concern, in good faith. We expect management to create an open environment for employees to report issues, regardless of what the outcome may be. Retaliation for good faith reports will result in disciplinary action up to and including termination and, in some cases, retaliation is also against the law. If you suspect that you or someone you know has been retaliated against for raising a concern, immediately contact Compass, Legal Affairs or an Employee Relations consultant.

We are committed to reviewing concerns raised by employees, providing proper guidance, and taking appropriate actions. The actions we take in response to reported compliance matters depend on the behavior involved. Depending on the circumstances, a review may result in changes in business processes, employee coaching, or disciplinary action, including termination of employment.
OUR ENVIRONMENT

- Creating a Professional Environment
- Maintaining a Safe Work Environment
- Harassment
- Equal Employment Opportunities
- Soliciting and Distributing Literature
Creating a Professional Environment

All employees are expected to conduct themselves in a manner that promotes the safety and welfare of employees, encourages a cooperative, courteous, productive environment and protects personal rights and corporate property.

Each of us needs to treat our fellow employees, customers, and the public with respect and dignity and hold ourselves accountable for our actions and behavior. Any form of harassment, intimidation (e.g., bullying) or retaliation will not be tolerated by our company.
Maintaining a Safe Work Environment

We are committed to maintaining a safe and healthy workplace that is free from hazards and promotes a productive working environment.

Here are some basics to remember:

- **Abide by the terms of our company’s drug-free workplace policy** as a condition of continued employment.

- **No weapons of any type are permitted** to be carried in a company office at any time except by law enforcement officers.

- **Report convictions, indictments, charges, and updated court dispositions of any criminal misdemeanor or felony** to Employee Relations as set forth in the employee handbook.

- **Comply with all laws and regulations** affecting safety, health and environmental protection.

- **Comply with our fire, safety, health and security policies and procedures**, such as the company’s procedures for handling and managing hazardous chemicals.

- **Notify your management** if you perceive conditions to be unsafe, unhealthy or hazardous to the environment.
Harassment

We prohibit and will not tolerate discriminatory or sexual harassment. Discriminatory harassment is misconduct based on race, color, religion, national origin, disability, sex, age, gender identity or expressions, sexual orientation, veteran status or marital status.

Sexual harassment is a specific form of sex discrimination. It includes any unwelcome sexual advances, requests for sexual favors, and other verbal, physical, or written conduct of a sexual nature in any of three situations:

- When submission to conduct is made either explicitly or implicitly a term or condition of an individual's employment;
- When submission to or rejection of conduct by an individual is used as a basis for employment decisions affecting such individual; or
- When conduct has the purpose or effect of unreasonably interfering with an individual's work performance or creating an intimidating, hostile or offensive working environment.

Here are some basics to remember:

- **Treat fellow employees, customers and the public** with professionalism, respect and dignity at all times.
- **Report and constructively confront all** incidents of harassment.
- **Retaliation against employees for reporting harassment, or assisting in an investigation, will not be tolerated** and may result in disciplinary action up to and including termination of employment.
- **Don't engage in any form of harassment.**
Equal Employment Opportunities

Our policy is that applicants will be recruited, selected, hired and promoted based on their individual merit and ability.

Our continued success depends on the strength and abilities of our employees, regardless of race, color, religion, national origin, disability, sex, age, gender identity or expressions, sexual orientation, veteran status or marital status. We support equal employment opportunity principles and promote diversity in our workforce and we are committed, through our employee resource groups and affirmative action program, to employ, promote and treat employees according to their ability and without discrimination. We have a continuing obligation to hire and develop the best people we can find, basing our assessment on job-related qualifications.

Here are some basics to remember:

- **All employment decisions and practices are based on job performance, experience and qualifications.** This includes recruitment, hiring, training, compensation, benefits, promotions, transfers, disciplinary action and terminations.

- **All members of management are accountable** for supporting our equal employment opportunities policy and affirmative action program.

- **The company will not tolerate** any employment-related discriminatory practices.
Soliciting and Distributing Literature

To prevent disruption of business activities, minimize distractions for all employees, and preserve company security and confidentiality, solicitation of funds or distribution of literature by employees and non-employees in any medium, including electronic, is prohibited, except as authorized by the company.

Here are some basics to remember:

- **Soliciting and distributing literature by non-employees** on company property or using company assets is prohibited at all times.

- **Don't solicit or distribute literature** in work areas at any time, within non-working areas during your work time or in public lobbies.

- **Get approval from Community Relations** before soliciting for charitable contributions.

**Question:** Our team would like to participate in a college basketball tournament office betting pool. Is this allowed?  
**Answer:** No. Our Compass Program℠ and our policies prohibit gambling in the workplace.

**Question:** My daughter is in Girl Scouts. It is OK for me to sell cookies?  
**Answer:** No. Selling any item during work time and/or in work areas is not allowed.
DEALING WITH THE MARKETPLACE AND BUSINESS PARTNERS

- Fair Competition and Business Ventures
- Advertising and Marketing
Fair Competition and Business Ventures

We are committed to fair competition and do not engage in practices that illegally restrain trade or reduce competition.

Our business activities must comply with federal and state antitrust laws that encourage competition and prohibit certain activities limiting competition. Additionally, many of the activities that violate federal or state antitrust laws may also violate federal and state unfair trade practice, trade secret, and procurement laws and regulations. Some examples of practices and agreements that are considered unlawful activities in restraint of trade include price fixing, bid collusion, allocating or dividing customers or markets, and agreements to boycott or refuse to deal with competitors, customers or suppliers.

Another unlawful practice is the use of market power to unfairly or unreasonably exclude competitors or suppliers or to influence product or service tie-ins where the availability of one product or service to a customer is conditioned upon the purchase of another.

**Question:** I am part of a team looking at opportunities to enter into ventures with facilities and clinics that will be open to everyone in the community, including seniors who may be traditional Medicare patients. Can this cause a conflict? **Answer:** Yes, it may. We do own a company that administers the Medicare program, so early on in the process of considering an arrangement with a provider or supplier where Medicare may be billed, you need to speak with Legal Affairs or Compass so that the potential conflict of interest can be addressed.
Here are some basics to remember:

- **Set pricing for products and services** independently, and not in consultation with any other potential provider of those products or services.

- **Avoid discussing or otherwise sharing pricing information with individuals who do not work for the company**, especially at trade or professional meetings or events that our competitors may attend. If such a discussion begins, and regardless of the setting, excuse yourself immediately. An unlawful agreement involving us may end up being implied by your attendance at such discussions even if you do not participate in them.

- **Avoid discussing the company’s business relationships with vendors or customers** with anyone uninvolved in those relationships.

- **Clear all agreements involving exclusive relationships, preferential pricing terms or commitments not to deal with others** through Legal Affairs.

- **Coordinate all merger and acquisition, joint venture and teaming arrangement discussions** and agreements through Legal Affairs as early as possible.

Here are some situations to always avoid:

- Agreements with one business or individual that limit the company’s ability to seek the most competitive terms possible with another business or individual.

- Formal or informal alliances with health care providers or others that seek to insulate the company or others from competition.

- “Take it or leave it” contractual terms imposed on others.

- Any statements, whether written or not, to competitors or others that could be understood to be an agreement to set prices, collude or engage in some other non-competitive arrangement.

**Question:** At a meeting of my professional association, some of the members talked about a plan to divide their sales territories to reduce competition. I did not agree to participate, but what should I say if this happens again? **Answer:** Collusion is a serious violation of law. Anytime you are in a meeting with competitors and the discussion turns to topics that could be or are anticompetitive, you should excuse yourself from the meeting. Contact Legal Affairs or Compass as soon as possible.
Advertising and Marketing

Our advertising, including written marketing materials and oral representations by employees, agents, or business partners, should always be clear, complete and accurate.

Legal Affairs and Brand Strategy and Development must review all of our advertising. Additionally, there are special rules that apply to certain state and federal lines of business (e.g., Medicare) which need review by the Compliance Office.
Here are some basics to remember:

- **Don’t make misrepresentations or misleading** statements to anyone. If you make specific claims about the company’s coverage plans, products or services, you must have a good faith basis for those claims.

- **Plans, products or services should not be marketed** in any way that might cause confusion between our plans, products or services and those of competitors. If you believe a customer or potential customer may have misunderstood you, promptly correct any misunderstanding.

- **You should be alert to any situation where a competitor may attempt to mislead potential customers** and inform your immediate manager or Legal Affairs of these situations.

- **Don’t disparage** any of the products, services or employees of any competitor.

We should offer advertising or promotional allowances on a proportionately equal basis to all customers. Advertising and promotional allowances are subject to detailed and technical regulations and should be offered only after being approved by Legal Affairs.

If you supply any estimates, they must be fair and reasonable. To the extent possible, they should be backed by objective facts and experience. If an estimate cannot be objectively verified, it should be based on the good faith judgments of those making the estimate.
USE OF COMPANY ASSETS

- Using Corporate Assets
- Using the Internet and Email
- Procurement of Goods and Services
Using Corporate Assets

You are responsible for assuring that company assets are used responsibly.

Company assets include both tangible and intangible property ranging from computers, office equipment, furniture, and supplies to intellectual property, data, strategies and financial and other business and customer information. The theft, misappropriation, or unauthorized sale, destruction or modification of company assets is misconduct that may result in disciplinary or legal action against you.

Here are some basics to remember:

• Don’t use company assets for personal gain.

• Don’t transfer any company assets to other people or entities, unless it is required in the ordinary course of business, and the appropriate safeguards (e.g., contracts) are in place.

• Don’t extend or give credit to any board member or employee (other than assisting with authorized relocation expenses or emergency disaster relief efforts).

• Report incidences of lost, damaged or stolen assets to your management, the Safety and Security department, or Compass.
Using the Internet and Email

The company provides information technology resources including Internet and email for business purposes. The company allows professional and limited personal use of information technology resources for occasional, brief activities which do not interfere with job responsibilities, conflict with the company’s interests or violate the law or any company policy.

We monitor email and Internet usage to ensure compliance with policies and standards and to identify and prevent inappropriate or malicious content. Use of the Internet, the content of files and emails is not private.

Further, delivery of email is not guaranteed; monitoring may result in the deletion or quarantining of any email content. All usage may be logged and retained and may be monitored at any time. As a result, you should use discretion and good judgment before using company property for personal use and should assume that any “personal” content will not be confidential.
Here are some basics to remember:

• **All laws, regulatory requirements and company policies apply** to your conduct when using information technology resources, including the Internet and when using email, including those dealing with intellectual property protection, privacy, misuse of company resources, standards of conduct, sexual harassment, information security and confidentiality.

• **Check with your management if you are not sure about your department’s policy.** Information technology resources, including Internet and email capabilities, are provided to you at the sole discretion of management.

• **Exercise sound judgment** when using information technology resources, including email and the Internet.

• **Transmit confidential and proprietary information** securely using approved encryption capabilities, such as secure email or secure file transfer.

• **Use approved mechanisms when sending protected health information (PHI)** and other restricted confidential and proprietary data to outside entities.

**Question:** May I access facebook from work? **Answer:** Yes, facebook and some other social media websites are accessible from your company’s desktop. However, use is at your management’s discretion and may involve occasional, brief activities and must not interfere with your job responsibilities. Remember you must comply with all applicable company policies.

**Question:** I’d like to order something from an Internet website while I’m at work. Is that allowed? **Answer:** Although the Internet is a tool intended for business use, occasional brief personal activity is allowed with your management’s approval and provided the use does not interfere with your job responsibilities. Employees are encouraged to use the employee wireless network for personal use.
Procurement of Goods and Services

Part of protecting our assets includes making sure that our purchases of goods and services are done thoughtfully and make best use of our limited resources.

You are required to use company approved methods of procurement and contracting when purchasing business related goods, services and software. The goals of the company’s procurement policies and practices are to ensure that best value purchases are made based on quality, price, service, reliability and other reasonable criteria. Additionally, there are special requirements of government contracts (e.g., Federal Employee Program) and programs that require the company to follow certain procurement practices when subcontracting for goods and services.

Here are some basics to remember:

- **All purchases of goods and services must follow the company’s procurement policy and procedures.**

- **Agreements/contracts may only be signed by** an employee at or above the level of vice president or with authority for the functional business in the company. **Verify there is a valid agreement before providing any data or service.**

- **A business associate (BA) agreement or BA language must be included in the base agreement if protected health information (PHI) is being exchanged.**

- **All agreements/contracts require review by Legal Affairs** prior to signature, except for agreements/contracts utilizing our standard terms and conditions that have been previously reviewed and expressly approved by Legal Affairs.

- **Verify when the due diligence process is required** and complete all aspects of the due diligence process.
**Question:** I have been tasked with solving a technology issue for the company and have found the perfect vendor for the work. Corporate Procurement is evaluating several vendors, but I know my choice is the right one. The vendor has told me she needs to hear soon because other work is coming her way. I don’t want her to lose interest, so I sent her a friendly email stating, ‘You are still my top choice, and hopefully we will have you onsite in a matter of months.’ Is this OK? **Answer:** No. This creates a situation in which the vendor knows she can get what she asks for, removing Corporate Procurement’s ability to negotiate a fair arrangement for the company.

- **Avoid preferential treatment to vendors, suppliers and subcontractors** based on customer status. Doing so compromises the integrity of the procurement process and is illegal in some cases. It also creates a conflict of interest that may not result in an arrangement that is ultimately in the best financial interests of the company and may appear prejudicial to other customers and potential customers.

- **Be aware of special circumstances,** requirements and their applicability prior to initiating the procurement process because additional due diligence and/or contract language may be required. Review the Corporate Procurement policy for these special circumstances.

- **It is the responsibility of the signing officer** to understand the provisions and obligations of the agreement/contract. Only an officer can legally bind the company to an agreement or contract.

Here are some situations to always avoid:

- **Engaging in discussions** that could be construed as an agreement or creating an obligation on behalf of the company, or causing a potential vendor, supplier or subcontractor to think the employee, rather than Corporate Procurement, has authority to negotiate the arrangement.

- **Suggesting that a vendor begin work or come onsite prior to finalization of the contract,** or signing a contract or letter of intent or proposal without proper signature authority.

- **Contracting with suppliers who are suspended, debarred or excluded** from participation in any government procurement contract, grant program or health benefit program; procurement procedures also address suppliers that are excluded subsequent to entering into contracts with us.

- **Sharing confidential purchasing or procurement information** with a potential vendor, supplier or subcontractor, including source selection, award criteria, or internal documents evaluating them or their competitors.
> CONFLICTS OF INTEREST

Conflicts of Interest
Conflicts of Interest

A conflict of interest (COI) may arise when personal interest or personal gain potentially influences or interferes with a business decision or other employment or professional responsibility.

A COI may arise as a result of your own outside activities or financial interests or as a result of the activities or financial interests of family members or close personal or business associates. It is our goal to have our business conducted in such a manner so as to avoid even the appearance of a COI in our business dealings and relationships. You must avoid activities and situations that create a COI between personal or outside interests, including monetary interests, and the business interests of our company. The very appearance of a COI can create problems regardless of the intentions of the employee.

Here are some basics to remember:

- **Disclose conflicts** by completing a COI disclosure statement when hired, annually, and when your situation changes.

- **Keep your COI disclosure statement updated** at all times with new disclosures as changes occur.
• As an employee, owning individual shares of stock in a competitor company must be disclosed on your COI disclosure statement.

• Disclose any situation where you have been convicted of a crime of dishonesty or a breach of trust.

• Contact your management, Legal Affairs, Employee Relations or Compass if you are not sure whether a situation is a COI.

• Be aware of, and comply with, the laws and regulations governing organizational conflicts of interest that may arise when dealing with government agencies and programs. For more information, refer to the Question and Answer in the Fair Competition and Business Ventures section in this booklet.

Here are some situations to always avoid:

• Taking a leadership position or interest in an organization that competes with us or is a potential competitor.

• Entering into a business relationship with another person or business providing services to us or where you may be in a position to disclose confidential or proprietary information.

• Becoming involved in another business relationship that requires such time or commitment that your duties here suffer.

• As an officer–level employee, owning individual shares of stock in a competitor company (depending on an employee’s role, ownership of individual shares of stock in a competitor company by a non-officer could also be considered a COI that you must disclose).

**Question:** I am a customer service representative and have an opportunity to moonlight in the billing department of a large physician group. Can I take the job? **Answer:** In this situation, you will need to check with your manager and Compass or Legal Affairs before you take any outside position. There are certain guidelines that should be followed and you will need to disclose this on your COI statement.

**Question:** My spouse works for a vendor providing services to our company. Should I report this? **Answer:** Yes. You should disclose this on your COI statement.
> GIFTS AND ENTERTAINMENT

- Gifts and Entertainment
- Charitable Giving and Community Investment
Gifts and Entertainment

Offering or accepting business gifts, entertainment or travel is generally discouraged because it may create a perception of creating an inappropriate relationship or conflict of interest even if the intent is innocent and there is no influence on your business judgment.

In addition to perception, there are various circumstances where the offer or acceptance of a gift, including anything of value, cash, entertainment, gift cards, tickets to events, travel, or other favorable treatment, is illegal or, at a minimum, creates a conflict of interest. When applying Compass Code of Conduct guidance as it relates to offering or accepting gifts, a good rule of thumb is to avoid offering or accepting any gift or business courtesy under any circumstance from firms or individuals conducting business with us. This includes competitors and those who would like to conduct business with us. In addition, you may not accept non-monetary gifts that could be reasonably construed to be connected with our business relationship with that firm or individual.

You may not offer any bribe, kickback, or other valuable consideration to anyone, including customers or members of their family, in connection with the sale of any of our products or services, or to obtain preferential treatment, secure or retain business or solicit an improper benefit personally or for the company.

**Question:** I received an expensive basket of fruit from a vendor as a holiday present. I did not solicit the gift. Can I keep it? **Answer:** Let your management know that you received the gift. If it is not practical to return, it should be treated as company property and in this case, shared with others in the department. Be sure to let the vendor know that our company policy prohibits this practice.
Here are some basics to remember:

- **You may accept gifts of minimal value** (such as occasional pens or paper pads) or perishable items that have already been received. (Perishable items should be made available to the entire department or returned. Tell the sender that it is against company policy to accept these gifts, and ask them to refrain from sending these items in the future.)

- **You may accept reimbursement for, or waiver of, conference costs** or reimbursement for travel costs when there is a contract in place that allows for it or when the waiver is given in exchange for the employee acting as a presenter or member of a panel discussion group at a conference.

- **You may accept or provide modest meals and entertainment** where the primary purpose of the meal or entertainment is business-related. The employee, as well as the customer, supplier or business partner must be present; otherwise, the meal or entertainment must be treated as a gift. See company standard operating procedure 1.20.06 for guidance.

- **Dealing with government officials requires special attention.** Under no circumstances may you offer gifts, meals or entertainment to any government official.

- **Contact your management,** Legal Affairs, Employee Relations or Compass if you have any doubts about a particular situation.

Here are some situations to always avoid:

- **Accepting gifts or cash** from a member, customer, vendor, provider, physician or group administrator. If you are offered or receive a gift, either at home or at the office, tell your supervisor immediately. Return the item and inform the sender that our policy does not allow us to accept gifts. This includes gift cards, event tickets, trips, etc.

- **Offering gifts or entertainment** to influence any potential customers or any group administrator or person who has authority over an ERISA (Employee Retirement Income Security Act of 1974) health plan choice.

- **Accepting gifts from or offering gifts to a government agency or public entity.** This includes employees of the state, local government or a public entity, including a school board or a public hospital.

For more information on general guidelines to follow when dealing with government employees or officials, please refer to the Working with Government Customers section in this booklet.

**Question:** A vendor has invited me to its corporate headquarters to evaluate some new hardware. The building is in another city, but the vendor will pay for my airfare, hotel, car and food expenses. Is this OK?

**Answer:** No. You must avoid even the appearance that your decision to buy the equipment is improperly influenced. If there is a business need, our company can pay for the expenses.
Charitable Giving and Community Investment

Our corporate contributions program is based on the belief that, as a corporate citizen, we have an obligation to respond to community, economic and social needs.

We support qualified charitable organizations with financial and non-financial assistance (e.g., employee volunteers). To maximize the impact of our resources, Community Affairs coordinates our company’s charitable efforts and concentrates on influencing a select number of community concerns. A streamlined, strategic approach to distributing our charitable resources allows us to help those we serve in a meaningful way. For guidance on the organizations that may be supported by the company, please refer to the company policy on charitable giving.
Here are some basics to remember:

- **Make sure** to forward all inquiries about community investments to Community Affairs.
- **Don’t make any commitments** for community investments without consulting Community Affairs.
- **Follow all relevant company policies and procedures** when volunteering as a company volunteer.
- **When budgeting,** do not include charitable donations and community investments in non-Community Affairs’ cost center budgets including expenses such as travel, entertainment or other business-related expenses.
> ACCURATE COMPANY RECORDS AND FINANCIAL INTEGRITY

- Accurate Record Keeping
- Travel
Accurate Record Keeping

Federal and state laws and regulations require our contracts with government and non-government customers and our financial reporting and records to accurately reflect our business transactions. We have a system of internal controls, which includes policies, procedures and internal and external audits to help ensure that business transactions have appropriate approvals and are properly recorded. However, it is your responsibility to ensure the accuracy of data, records and reports, whether for internal or external purposes. You must promptly report any inaccuracies or discrepancies to your management or to Compass.
We are required to retain records for a variety of our regulated activities and contracts, but it is also a good business practice to retain records in a consistent, systematic and reliable manner. Failure to maintain accurate records could result in criminal and/or civil liability, improper payments, disallowance of costs, adverse findings in judicial and quasi-judicial proceedings, inaccurate statements and false claims.

All company payments and other transactions must be properly authorized by management in accordance with company policies and procedures and accurately and completely recorded in our company’s books and records in accordance with generally accepted accounting principles.

Under no circumstance may you create a false or misleading record or entry in any company record or report or submit any false record, data, report or claim to anyone. Such activities can have serious criminal and/or civil legal consequences and would be considered employee misconduct, as would creating a record that was false or misleading by the omission of a material fact or data element. Permanent entries in company records should not be altered in any way and any corrections to any record must be made in good faith, with supporting justification, not misleading and approved, in advance, by your manager.

Accurate record keeping also includes ensuring that all contract and consulting expenses, travel, timesheets and any other business related expenses and supporting data are accurate and complete, including ensuring the proper allocation of costs. Failure to make an accurate record and submission could result in a violation of our agreement with business partners and customers, including government agencies, or violate certain laws and regulations.
**Question:** What should I do if I have a question or suspect problems with some aspect of our financial reporting or internal accounting controls? **Answer:** The company must have a financial accounting framework that can generate reports that are readily verifiable with traceable data. The accuracy of our company’s financial statements and records and the proper functioning of our internal accounting controls are vital to the company. Issues must be reported. If you are comfortable doing so, talk to your management about it to make sure you understand the situation. You can also contact Compass.

Here are some basics to remember:

- **Disclose and record all corporate funds.** "Off-the-book" transactions are not allowed.
- **Protect and regularly compare** all corporate assets with actual assets and reconcile any variances.
- **Monitor fraud, waste and abuse** by using the controls in place to aid in the detection, investigation, civil and criminal prosecution, and prevention of such activities. You are also expected to cooperate fully and honestly with internal and external auditors.
- **Report immediately any suspected fraud, waste or abuse involving our employees** to Compass, Legal Affairs or an Employee Relations consultant.
- **Report immediately any suspected fraud, waste or abuse** involving provider(s), subscriber(s), agent(s) or other persons, who are not our employees. You should notify the Special Investigation Unit (SIU) by calling 1-800-678-8355 or emailing specinvestunit@floridablue.com.
- **Cooperate fully with the SIU when necessary.** The SIU is authorized to investigate allegations of fraud, waste and abuse. The SIU is also authorized to investigate business dealings that our company may have with outside contractors, consultants or vendors.
Here are some situations to always avoid:

- **Placing company funds** in a personal or non-corporate account.
- **Intentionally causing any record to be inaccurate.** Examples of prohibited acts include:
  - **Making records appear** as though payments were made to one person when they were made to another.
  - **Submitting expenses for reimbursement** which do not accurately reflect the true nature of the expense.
  - **Falsifying time in the timekeeping system** by recording time as worked when you are not working, or by working “off the clock.”
  - **Changing the recipient on a claim** to channel payments to an improper recipient.
  - **Deleting claims from the computer system** without rerouting for reprocessing and properly documenting the action.
  - **Creating any other record** which does not accurately reflect the true nature of the transaction.
  - **Fraudulently influencing, coercing, manipulating or misleading any auditor engaged in auditing our company.** These audits include, but are not limited to, audits of our company’s financial statements, audits of government programs and SSAE 16 audits of the company’s operations.

**Question:** My co-worker told me he falsified his production count. The guy has been struggling lately, and he said it was the only time this happened. What should I do? **Answer:** Falsification of any company records, financial or otherwise, is not acceptable. The company has programs in place to help employees when times are difficult. Talk to your management about this and contact Compass.
Travel

All business expenses must be documented promptly with accuracy and completeness on expense reports.

Here are some basics to remember:

• **Report expenses within 60 days** after returning from business travel.

• **Get approval from your management** for reimbursements.

• **Expenses must have a business purpose and be reasonable and necessary.**

• **Carefully review all meals and other expenses charged to lines of business that allocate to any government contract or program** to ensure that the expenses are allowable under the applicable rules.
> PROTECTING INFORMATION AND PROPERTY

- Privacy
- Confidential, Proprietary and Other Non-public Information
- Employee Data and Verification of Employment
- Retention of Records
- Copyrights
- International Travel Restrictions
- Our Brand
You must respect the sensitive nature of company confidential and proprietary information. Additionally, we have a legal and ethical obligation to protect the private and confidential nature of our customer and business partner information. We must respect the intellectual property of others.

**Question:** I know that protecting all information is important, but don't we go overboard with the controls? **Answer:** Not at all. Improper uses and disclosures can invade someone’s privacy, damage reputations, cause embarrassment, violate federal and state privacy laws and invite lawsuits. Improper uses and disclosures may also be violations of the company’s agreement or contract with a government agency or another customer. Federal and state privacy laws carry significant penalties for violations. These penalties apply both on a corporate and individual basis.
Privacy

We comply with all applicable federal and state privacy laws.

Here are some basics to remember:

- **Learn and comply** with the Customer and Consumer Information Privacy policy and procedures and any contractual obligations that apply.

- **Protect all health, financial, and/or employment information.** This includes information such as names, addresses, telephone numbers or any other data that can be used to identify an individual and may only be accessed, used and/or disclosed as permitted by state and federal privacy laws.

- **Limit access, use and disclosure of information** to the minimum amount of information necessary to achieve the intended purpose of the access, use or disclosure.

- **Use de-identified data** whenever possible.

- **Use of Social Security numbers (SSN)** internally or externally is prohibited unless there is an approved compelling business need.

- **Retaliation** against an employee for reporting privacy-related or other concerns is a violation of our Compass Code of Conduct.

- **Report any known or potential breach of privacy or non-permitted use or disclosure** of information to the Compliance Office immediately. This includes any loss or theft of information.
• Ensure disclosure of information is only to an authorized individual or entity.
• Get permission to use employee information or member information.
• Check for accuracy of information.
• Send all protected health information securely via secure file transfer or by typing the word "secure" on the subject line in emails.

Here are some situations to always avoid:

• Sharing information with someone who is not authorized to receive it, both internally and externally.
• Accessing information that is not needed for your job function.
• Not using caution when sharing information via email, fax, mail or other distribution means.
• Not protecting information that could result in a non-permitted disclosure, including inadvertent ones that could arise in social conversations or in business relations with individuals outside the company.
• Not protecting information that could aid others with the intent of fraud, waste, abuse or misuse of company products or services, or invasion of privacy.

Question: I need to update and save a spreadsheet that contains protected health information (PHI). Can I save this to my My Site?  
Answer: No. PHI or sensitive information should never be stored on a My Site or an unrestricted team site. These documents should only be stored on a restricted team site, or your H, I or J drives, as appropriate.
Confidential, Proprietary and Other Non-public Information

It is our policy to require all employees to respect the sensitive nature of company confidential and proprietary information.

Confidential, proprietary and other non-public information that you obtain about our company, customers and vendors is often subject to non-disclosure agreements or policies and specific privacy laws and regulations. The disclosure or personal use of such information may also violate trade secrets, securities and procurement laws and regulations. You are prohibited from using any unlawful or deceptive means to seek or obtain confidential, trade secret or other non-public information of competitors or regarding competing products and services.

**Question:** A vendor we contract with has asked me for a copy of our Records Retention policy. Is it OK to give it to them?

**Answer:** No. Although unrestricted confidential and proprietary information can be shared with company employees, approval is required to share or disclose with individuals or organizations outside of the company.
**Question:** I received an email that appears to be from our company. It is asking me to click a link and provide my password. Is it OK for me to provide this information when asked to do so? **Answer:** We will never ask you to provide your corporate user ID and password to an outside vendor. There are occasions when you may receive an email from one of our company’s partners. In this case, you will use a user ID and/or password that you have created with the vendor to register for a specific purpose such as a corporate meeting request. If you receive an email that appears to be from our company and asks for your corporate user ID and password, this is a phishing email and should be reported immediately to the IT Service Desk.

**Here are some basics to remember:**

- **You are required to sign a statement when joining the company** to assign to the company all of your rights, if any, in intellectual property that you may develop or create in the discharge of your duties.

- **You are required to acknowledge that you understand and will follow the company’s Classification of Information policy,** even after your employment with the company has ended.

- **You may not disclose or use** at any time, either during or subsequent to your employment, any confidential and proprietary information gained during your employment, whether or not developed by you, except as required in your duties as an employee of the company.

- **You must promptly return all company property upon termination,** including all manuals, letters, notes, notebooks, reports and all other confidential and proprietary materials.

- **Violations by an employee or former employee** may result in disciplinary and legal action. If you have questions about whether a particular matter is restricted, contact your supervisor or Legal Affairs.
Employee Data and Verification of Employment

The company recognizes the importance of privacy and confidentiality with regard to employee information.

We generally do not allow disclosing employee information to third parties outside the company unless:

- The employee authorizes the disclosure;
- A court orders such disclosure; or
- The company is under some other obligation to make the disclosure.
Here are some basics to remember:

- **Protect employee information from unwarranted exposure by providing only the minimum amount of information necessary** to accomplish the intended task. Never share employee information with other employees unless there is a business reason and it is within their designated scope of duties.

- **Access to or use of any employee information** is allowed only on a documented, need to know basis and must only be used to support the specific business function for which access was granted.

- **Follow normal business processes** when dealing with your personal insurance-related business and do not request that others in the business intervene to assist you.

- **When asked to provide employment references**, the company will confirm an individual’s dates of employment, job title and salary. We have an Automated Employment Verification Information Line available 24-hours a day, seven days a week, by telephone or Internet that provides information in minutes. Information is located on the company’s employee Intranet website.

Here are some situations to always avoid:

- **Using employee information** as test data, for training purposes or to provide examples or testimonials unless the employee completes the appropriate authorization form.

- **Bypassing normal operating procedures**. Any requests to do so should be reported to the Compliance Office.
Retention of Records

It is a good business practice to retain records in a consistent, systematic and reliable manner so that they can be retrieved promptly when required.

Failure to keep records in good order can result in negative consequences for the company. All employees who create, receive, use or manage the company’s records must comply with the Records Management and Retention policy.

**Question:** I moved into a new office, and there were documents left in one file drawer. Can I just dump them in a blue bin? **Answer:** You need to review the documents to determine if they are records. If unsure, talk to your management or contact the Records Retention Administrator in Legal Affairs.
Here are some basics to remember:

• All records (electronic or paper) are subject to a retention period.

• Records are not specific to any particular media or format. They may be: (a) paper documents, forms, reports, manuals, correspondence, and files; (b) computer files, such as spreadsheets, databases, word-processed documents and email messages; or (c) information in other formats, such as video streams, audiotape, microfilm and photographs.

• Make sure you manage, retain and destroy all business records in a manner that supports both ongoing business operations and compliance with various accounting, audit, customer, legal, regulatory and tax requirements. See the Records Management and Retention policy for guidance.

• Follow legal hold notices issued by Legal Affairs. In certain cases, a legal hold notice is sent out by Legal Affairs specifying retention requirements for certain records. A legal hold notice requires preservation of certain records under special circumstances, such as litigation, government investigation, audits or consent decrees and supersedes the requirements of the Records Management and Retention policy for the duration of the legal hold.

• Don’t destroy, discard, withhold or alter records pertinent to a legal, governmental investigation or audit action. Criminal penalties can result from these actions.

**Question:** To be on the safe side, whenever I create an important document, I mark it “permanent” for retention. Is this OK?

**Answer:** No. Few documents actually require permanent retention and retaining a document longer than necessary is not compliant with the Records Management and Retention policy. To ensure you are applying the correct retention period, please familiarize yourself with the Records Retention Schedule on the Records Management Intranet Site, which you can access from the Intranet Home Page under Employees.
Copyrights

The computer software that we develop and license is protected by copyright, as are the written and audio-visual materials we develop, purchase, lease or license.

Copyright holders have certain protected and exclusive rights, which are protected by law, that prohibit the unauthorized duplication, distribution, performance and other uses of copyrighted works. In the digital age, it is much easier to create, use, copy and distribute information than in the past, but many people are unaware of the copyright restrictions and responsibilities that arise when using the media materials that seem almost universally available. As an employee, you must respect computer software copyrights and adhere to the terms and conditions of all software licenses to which our company is a party.
Here are some things to remember:

- **Violating the rights of copyright holders is a breach of ethical conduct and could expose you and the company to significant legal penalties.**

- **Only licensed software** acquired through the appropriate procedures may be used on our computers.

- **Corporate-owned software must not be installed on your home or personal computer unless specifically approved for use**, such as corporately approved virus protection software.

- **Ensure that you have permission before you use or copy any media**, including computer programs, music, photos, drawings, articles, movies, etc.

- **Media and materials on the Internet are not in the “public domain,”** and are not exempt from copyright protections, merely because they are publicly available.

**Question:** I found some artwork, photos and video on the Internet that I would like to incorporate into a presentation. Can I use these materials? **Answer:** No. At least not without permission or verifying that the materials are in the public domain. This type of intellectual property is generally protected by copyright law as are books, articles, magazines and music. Permission must be granted from the copyright holder for most uses and that permission sometimes requires a fee or some other royalty payment arrangement with the copyright holder or someone acting on their behalf.
International Travel Restrictions

If you support our company in activities that require international travel or transactions with international business partners, you must ensure that you understand the export restrictions and requirements related to your activities.

Taking or sending company equipment, including laptop computers, and the transfer of technical data overseas may require license approval from the federal government. The deemed export control laws may also apply, depending on the type of technology or software, if used by foreign national employees or contingent workers. At a minimum, you should know the export category and any applicable exemption for your technology or software, if you travel for work or if you are a foreign national.
Our Brand

We have an Enterprise Brand Management policy in place to ensure compliance with legal considerations, as well as our company's brand strategy, including our brand identity system.

It provides parameters and guidance for brand use in communications that contain any reference to our company or are seen as coming from the company or one of our subsidiaries and/or affiliates.

The guidelines which describe the core elements of our corporate identity and provide examples of their application are intended for use by our company, and by designers, printers, advertising agencies and other consultants who design, create or produce items bearing our brand. The correct application of the core elements is essential to maintain the integrity of our signatures and the brand as any deviation will weaken the overall brand image. An electronic version of these guidelines can be found on the company’s Intranet.

Here are some things to remember:

- **Brand policy is designed to protect the brand value of the company’s symbols and the reputation of our name.** It guides us in delivering on our promise and living up to the key attributes that define our company’s personality and purpose. Use it to communicate a consistent message in tone, look and feel across multiple media and to our diverse audiences.

- **Advertising and promotion of our company, subsidiaries, products and services must be reviewed in advance** by Legal Affairs and Brand Strategy and Development.

- **If you need assistance regarding use,** please contact Brand Strategy and Development.

**Question:** I just signed up a new contracted general agent to sell our products and gave him a copy of the company logo to use in his advertising. He could get the logo off our Internet site anyway, so it’s OK, right? **Answer:** Maybe. Our brand and logo are vital to the company. There are strict usage guidelines. Consult with Brand Strategy and Development or Legal Affairs for guidance.
> INFORMATION SECURITY

- Information Security
Information Security

We protect our technology and information through a combination of policies, standards, procedures and technology. Ongoing monitoring of information and system access and use is routinely performed for appropriateness, unauthorized activity, new threats and opportunities for improvement.

Information assets are secured according to classification level as defined in our policies. If you are uncertain about the classification level for any particular use of information, it is our policy to protect the information at the highest level of classification. Employee access to protected information is limited based upon the job function of the employee and the classification of the information requested. You will be required to provide access and authentication credentials prior to accessing protected resources.
Here are some basics to remember:

- **Identify and protect** our confidential and proprietary information.
- **Limit sharing and use** to those who need to know, and limit access based upon job role.
- **Get appropriate approvals**, authorization or contractual arrangements before sharing information with anyone outside of the company.
- **Store information** according to its classification.
- **Never store** confidential and proprietary information on a personal mobile computing device.
- **Lock your workstation** when away from your desk (CTRL+ALT+DEL).
- **Physically secure** your laptop or portable device(s). Use extra care to protect mobile devices when traveling. Never leave mobile items in a car.
- **Report lost, stolen or damaged computing equipment, portable devices or media** immediately to Safety & Security.
- **Keep your login credentials secure and never share** with others.
- **Choose complex passwords that are not easily guessed.**
- **Email and Internet use is monitored.**
DEALINGS WITH GOVERNMENT PROGRAMS AND INTERACTIONS WITH THE PUBLIC

- Working with Government Customers
- Political Contributions and Activities
- Activities Abroad
Working with Government Customers

We conduct business with the U.S. government and various state and local government entities and agencies. The laws and regulations that govern those activities are strict and often complex. Failure to comply can have serious legal consequences for the company and for individual employees. Therefore, all employees must be aware of and abide by all laws, regulations, rules and other requirements that govern the conduct of government programs, contracts and associated transactions.

If you are unsure about the applicable legal, regulatory, or contract requirements in a particular situation, contact the Compliance Office or Legal Affairs for guidance. Interacting with government agencies and officials also requires a continuing commitment to the highest ethical standards, attention to detail and significant due diligence in order to protect the company’s reputation and on-going participation in government markets.
Here are some basics to remember:

- **Always be accurate and truthful** when interacting with government agencies and officials. Documents and other records provided as well as oral or written representations made to the government must always be clear, accurate, complete, and not misleading.

- **Cooperate fully and honestly** with government audits and inquiries.

- **Report any improper payments or offers of payment** to government officials or from suppliers and vendors, including gifts, cash and anything of value, to the Compliance Office.

- **Adopt and follow controls and processes** that ensure the accuracy of data and representations communicated to the government and/or used in connection with government contracts and/or government programs.

- **Ensure consultant, vendor, and supplier adherence with government and company policies and contract terms.**

- **Ensure that charges to government contracts and the use of appropriated funds are accurate and authorized**, including ensuring that work time is accurately recorded and unallowable expenses are excluded.

- **Promptly report to the Compliance Office or Legal Affairs activity that you believe is unlawful, would result in a false claim, or would result in an overpayment** by the government to us or in the retention of funds that are owed to the government.

- **Conduct appropriate due diligence on potential suppliers and vendors.**

- **Never accept gifts from or offer gifts to a government agency or public entity.** This includes employees of the state, local government or a public entity, including a school board or a public hospital.

- **A violation by you of the laws and regulations regarding gifts to government employees can result in serious criminal and/or civil legal consequences.** You should also remember that a violation by you of any laws or regulations can result in appropriate disciplinary action up to and including termination of your employment.
Here are situations to always avoid:

- Deviating from contract requirements without proper written approval from an authorized government official.

- Offering, promising, or giving a gift, cash, or anything of value to a government employee or official.

- Requesting or accepting gifts, cash, or anything of value from a government employee or official.

- Engaging in employment discussions with a government official who has decision-making or procurement responsibility for contracts with the government. Because there are significant restrictions regarding employment discussions with current and former government employees and officials, consult with the Compliance Office prior to engaging in any such discussions.

- Accepting or seeking to obtain non-public source selection or competitive information about government procurement or a competitor’s bid or proposal.

- Hiring or contracting with individuals or entities that are excluded from federal procurement and non-procurement programs for performance under any government contract or program, including the Federal Employees Health Benefits Program (FEHBP) and Medicare.

**Question:** The company is thinking about how to create new provider arrangements that give incentives to providers for better managing the outcomes of our members and increasing their patient base. Is it OK for me to negotiate as part of the arrangement that our company compensates the provider group for an increase in our company’s membership? **Answer:** The Anti-Kickback statute is complex. The statute prohibits an arrangement that offers payment in return for referrals of patients. There may be some safe harbors, so check with Legal Affairs to get guidance on how to proceed.
Political Contributions and Lobbying Activities

We encourage all employees to vote and be active in the political process.

Federal and state laws, however, limit the nature and extent of individual and corporate political participation. For example, federal law prohibits corporate contributions to federal political candidates or office holders. State law limits corporate contributions to candidates for state or local office to $500 per candidate per election.

We maintain our non-partisan political action committee, the Florida Health Political Action Committee (FHPAC), as one way that eligible employees may voluntarily participate in the political process. Political contributions made by FHPAC are funded entirely by voluntary contributions from eligible employees. FHPAC’s activities are regulated by the federal government, including detailed disclosure requirements with the Federal Election Commission. These reports are publicly available and include an itemization of all receipts and disbursements, including any political contributions, over a certain amount. Participation is completely voluntary at the discretion of eligible employees.
Lobbying disclosure laws require the reporting of contacts and expenses and include activities beyond promoting or opposing legislation.

Lobbying is broadly defined to include making contact with government officials and officers regarding legislation, rules, regulations, programs and the award of contracts. It does not include routine contacts made in the course of normal government business like the administration of a government contract (including submission of a proposal), responding to a government request (including requests for comments on rulemaking), responding to legal process, or filing required reports.

It is not only important for compliance with existing law to be aware of restrictions and requirements regarding political activities and contributions, but due diligence in keeping track of lobbying activities and contributions is required in order for the company to accurately certify to cost submissions and file lobbying disclosure reports related to government contract awards and participation in government programs.
Here are some basics to remember:

• The political process is highly regulated.

• No reimbursements are allowed for personal political contributions, including contributions to political action committees.

• Don't work on political campaigns during work hours.

• Don't use company resources, such as telephones, copying and fax machines, as part of a campaign effort, including fundraising.

• Make sure you direct questions to Governmental and Legislative Relations before agreeing to do anything that could be construed as involving the company in any political activity at the federal, state or local level.

Here are some situations to always avoid:

• Soliciting political contributions on company property during work time is not allowed. (Our FHPAC may solicit eligible employees on company property during work time.)

• Distributing political literature in work areas is not allowed at any time.

• Distributing political literature in non-work areas during your work time or in public lobbies is not allowed.

Question: I am a volunteer for a political candidate. Is this OK?
Answer: Yes – as long as your activities are done on your own time, at your own expense, and without the use of company assets.
Activities Abroad

For those employees involved in international activities and transactions, there are additional rules to follow. It is of critical importance that employees understand it is a criminal violation of U.S. law to pay or promise to pay or give cash or anything of value to a foreign official in order to obtain or retain business or receive favorable treatment. This applies to our employees and our business partners working overseas on our behalf.

Certain programs, products and accounts do not permit the offshoring of services to be performed or may require prior approval for it to occur. Offshoring refers to our company using a vendor that provides all or some of the services we contract for outside the borders of the United States of America. Know the requirements of the programs, products and accounts you are working on. Check with Legal Affairs or the Compliance Office immediately if you become aware of offshore activities involving our State Group or Medicare business.
LEGAL AND REGULATORY REQUIREMENTS

We are subject to many state, federal and, in some cases, even local laws and regulations that apply to our business. Although not inclusive, the following are some of the laws with which you should become familiar. As with any law or regulation, if you question whether a particular law or regulation applies to our company or have concerns that we are not fully complying with a law or regulation, you should consult with the Compliance Office or Legal Affairs.

Our Environment

Age Discrimination in Employment Act
The Age Discrimination in Employment Act prohibits discrimination on the basis of age in hiring, promotion, discharge or other privileges of employment by any applicant and employee 40 years of age or older.

Americans with Disabilities Act of 1990
The Americans with Disabilities Act prohibits discrimination on the basis of disability in employment, governmental activities, public accommodations, transportation and communications.

Civil Rights Act of 1964 (Title VII)
Title VII of the Civil Rights Act prohibits discrimination on the basis of race, color, religion, sex or national origin. Title VII also prohibits discrimination against an individual because of his or her association with another individual of a particular race, color, religion, sex or national origin.
Fair Labor Standards Act of 1938
The Fair Labor Standards Act of 1938 mandates a basic minimum wage and overtime pay for most private and public employers. It also prohibits the use of workers under the age of 16 in most jobs and the use of workers under the age of 18 in those occupations deemed dangerous.

Florida Whistleblower Act
This Florida Whistleblower Act protects employees from any form of retaliation when they disclose information about actual or suspected violations or misconduct.

Dealing with the Marketplace and Business Partners
Antitrust Laws
Federal and state antitrust laws prohibit business practices that unfairly deprive consumers of the benefits of competition. Without competition, consumers may pay higher prices for goods and services.

Protecting Information and Property
Copyright Laws
Copyright laws protect the original works of authors and artists and give exclusive rights to reproduce, distribute, perform, display, or license the work.

Health Insurance Portability and Accountability Act of 1996 (HIPAA)
HIPAA is a federal law that principally reformed the group health insurance market. HIPAA creates greater access to health care insurance, promotes standardization and efficiency in the health care industry, protects the privacy of health care information and sets standards for the security of electronic health care information.
Dealing with Government Programs and Interactions with the Public

Anti-Kickback Statute
The Anti-Kickback Act prohibits knowingly and willfully soliciting, receiving, offering or paying remuneration, including any kickback, bribe, rebate, or anything of value, for referrals for services that are paid, in whole or in part, under a federal health care program or is provided to any federal contractor or subcontractor for the purpose of improperly obtaining or rewarding favorable treatment in connection with a federal contract or subcontract.

Bribery and Gratuities
Federal law makes it illegal to directly or indirectly offer or promise anything of value to a public official with the intent to influence an official act (bribery) or to offer or promise anything of value to a public official “for or because of” an official act (illegal gratuity). No corrupt intent is required in order to be considered an illegal gratuity and the statute prohibits gratuities for past and future official acts.

Excluded Parties
As a general rule, federal contractors and federal health program participants are prohibited from entering into subcontracts with and making payments to parties suspended or debarred from procurement and non-procurement programs and parties excluded from participation in federal health care programs. This includes for items or services furnished, ordered or prescribed by an excluded individual or entity.

Federal and State False Claims Acts
Federal and state false claims acts prohibit the knowing submission of a false claim or causing another to submit a false claim payable under a federal or state program. In addition, the failure to return any overpayment of government funds may also be a false claim.

Foreign Corrupt Practices Act
The Foreign Corrupt Practices Act prohibits certain classes of persons and entities from, directly or indirectly, paying or offering, bribes, kickbacks, or other payments of money or anything of value to anyone, including officials, employees, or representatives of any government, company, or public or international organization, or to any other third party, for the purpose of wrongfully obtaining, retaining or directing business.
The Stark Law (Physician Self-Referral Law)
The Stark Statute, otherwise known as the Physician Self-Referral Law, prohibits a physician from making a referral for certain designated health services to an entity in which the physician (or a member of his or her family) has an ownership or investment interest or with which he or she has a compensation arrangement.

Other
Affordable Care Act
The Affordable Care Act includes many reforms that have overhauled the U.S. healthcare system, including the establishment of health insurance exchanges, the elimination of pre-existing condition exclusions and lifetime maximums, the requirement that individuals who do not have insurance must buy insurance or pay a tax (individual mandate), and the availability of cost sharing subsidies and premium tax credits, among numerous other provisions.

Florida Insurance Code
In conducting our health insurance and HMO businesses, we must comply with all applicable provisions of the Florida Insurance Code and regulations duly promulgated from time to time by the Florida Office of Insurance Regulation, the Florida Department of Financial Services, and the Agency for Health Care Administration.

Telephone Consumer Protection Act
The Telephone Consumer Protection Act (TCPA) is a federal law that restricts use of an Automated Telephone Dialing System for certain types of telemarketing activities. TCPA implemented the national Do-Not-Call list in 2003.