



# Standards of Conduct

2025 – 2026



EmblemHealth®

Dear Colleagues,

I am pleased to share the enclosed 2025 – 2026 Standards of Conduct.

This document is intended to educate and remind each of us what is expected in our day-to-day work. All of us are responsible for knowing our policies and putting them into practice.

Reviewing and understanding this document is a key element of our Corporate Compliance Program, which aims to prevent, identify, and remediate problems. Please remember you always are encouraged to raise compliance concerns — either with your supervisor, our Compliance team, or through our confidential hotline. Callers to the hotline are assured anonymity up to the limits of the law. There will be no retaliation, intimidation, or reprisal against anyone for reporting problems in good faith.

Thank you for all of your efforts, and for your personal commitment to putting our standards into practice every day.

A handwritten signature in black ink, appearing to read "Debra M. Lightner", with a long, sweeping horizontal line extending to the right.

Debra M. Lightner  
Chief Compliance Officer

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The Standards of Conduct applies to Members of the Workforce of EmblemHealth, Inc., and all of its wholly owned affiliates and subsidiaries (the “Company”). It does not apply to AdvantageCare Physicians, P.C., which has a separate Code of Conduct.

For purposes of this document, Members of the Workforce means Employees; volunteers; trainees; Members of the Board of Directors; and other persons whose conduct, in the performance of work for the Company, is under the direct control of the Company, whether or not they are paid by the Company. An Employee means a regular full-time or part-time Employee of the Company.

Certain portions of the Standards of Conduct apply only to Company Employees, but some provisions apply to the broader group of individuals designated as Members of the Workforce. Use of the term “Employees” or “Members of the Workforce” in each section signifies to whom the section applies.

Additionally, throughout this document, the term “Company Personnel” is strictly defined as “All Company employees, Directors, and Officers.”

## I. OUR MISSION AND VALUES

Our mission is to create healthier futures for our customers and communities. Our Values are:

- **EMPOWER:** We believe in acting as proactive self-starters and enabling our colleagues to succeed.
- **DELIVER:** We believe in achieving our goals and taking accountability for our actions.
- **DO IT TOGETHER:** We believe in caring for our customers and one another, while valuing inclusion.

We live our Mission and Values every day in everything we do to support our members, customers, communities, and each other.

## II. COMMITMENT TO ETHICAL BUSINESS CONDUCT

The Company values its reputation for integrity and its adherence to ethical business practices.

To ensure that we continue to operate our business in a fair and ethical way, the Company has adopted corporate policies that set the standards of conduct for all Members of the Workforce. Members of the Workforce who violate these policies and standards of conduct are subject to a variety of disciplinary action, such as termination of employment, termination of Board of Directors membership or termination of a vendor contract. The Company’s corporate policies set the standards for legal and ethical practices, conflicts of interest, appropriate behavior in the workplace, proper use of Company funds and property, safeguarding of confidential and proprietary information, accounting and financial reporting, and other areas of business activities. Together with this document, the Company’s corporate policies set forth the Standards of Conduct for the Company and its Members of the Workforce.

## **A. Role of Members of the Workforce in Business Conduct**

Everyone who performs services for the Company plays an important role in ensuring that the Company carries out its business according to principles of fair and ethical practices.

### **Management Responsibilities**

Our management personnel play an important role in supporting our culture of ethics and compliance. All management personnel must set an example and always be role models of appropriate behavior. Management personnel are expected to:

- Reinforce our Standards of Conduct and make sure Members of the Workforce understand the behaviors expected of them.
- Create a positive work environment where Members of the Workforce feel comfortable raising concerns or challenging questionable conduct.
- Never disregard ethical standards in order to achieve any business objective or personal goal; and immediately report known or suspected Standards of Conduct violations.

If you have any direct reports, you are expected to:

- Adhere to, enforce, and periodically remind Employees about our **Non-Retaliation and Non-Intimidation Policy**;
- Ensure that all mandatory trainings, required disclosures, and certifications are completed in a timely manner by yourself and your team;
- Monitor the Members of the Workforce whom you supervise to ensure their conduct is consistent with our Standards of Conduct;
- Establish and accept ownership and accountability for the actions and conduct of your staff; and
- Upon an Employee's termination, transition the outgoing Employee's responsibilities to another qualified Employee or third party, including any necessary training.

All Members of the Workforce must comply with the Standards of Conduct, Company policies, and applicable rules, laws, and regulations. Members of the Workforce must demonstrate their commitment to these practices in their business dealings with Employees, clients, account administrators, regulators, vendors, and all third parties conducting business with the Company. The Company's management personnel are responsible for ensuring compliance by the Members of the Workforce within their respective areas of responsibility.

## **B. Purpose of Standards of Conduct**

The Standards of Conduct explains the guidelines for how Members of the Workforce should carry out their business activities on behalf of the Company each day. The Standards of Conduct serves as a formal statement of the Company's commitment to conduct its business with integrity at all times and in accordance with applicable laws and regulations.

The Standards of Conduct should be used as a resource for Members of the Workforce in connection with performing their daily Company responsibilities. Neither the Standards of Conduct, nor any policy referenced in it, constitutes an employment or other agreement between any individual and the Company, nor do they create or imply any term of employment. In addition, unless an individual is a party to a written agreement that identifies the particular length of that individual's employment and that is signed by an Officer of the Company who has the authority to enter into an employment agreement or modify an existing employment agreement, all employment with the Company is at all times "at will." This means that the Employee or the Company can terminate the employment at any time, and with or without notice or reason.

The Company regularly reviews and updates its policies and procedures and, accordingly, the Standards of Conduct may be modified by the Company at any time.

The Company reserves the right to interpret, modify, or rescind some or all of the Standards of Conduct's provisions at any time, as deemed appropriate. Any substantive amendments will be timely communicated to all Members of the Workforce. A request for an exception to a provision of the Standards of Conduct for any Member of the Workforce must be submitted in writing to the Chief Compliance Officer.

For further detail, Company policies and related business guidelines and procedures are available on the eNet at [enet.emblemhealth.com/compliance/policies.html](http://enet.emblemhealth.com/compliance/policies.html), from the Human Resources department, or from the Compliance department.

Employees are also encouraged to speak to their supervisors if they have questions about Company or departmental policies. Questions concerning policy interpretation should be referred to the Human Resources or Compliance departments.

Access the [Standards of Conduct Policy](#).

### **C. Treatment of Fellow Employees**

It is the Company's policy to maintain a work environment that is free of harassment, discrimination, intimidation, and violence, and that promotes mutual respect and cooperation among the Company's Members of the Workforce. All individuals are expected to exhibit professional behavior in all of their interactions with co-workers, supervisors, vendors, consultants, and fellow Employees.

### **D. Discipline and Duty to Report Violations**

A Member of the Workforce who does not comply with applicable rules, laws, and regulations, or with the policies, guidelines, and procedures in the Standards of Conduct, or with other Company policies, is subject to disciplinary action, such as termination of employment or other service to the Company.

Each situation is considered on a case-by-case basis so that the Company undertakes consistent and appropriate disciplinary action to address misconduct and deter future violations.

Access the [Compliance Infraction Discipline Policy](#).

If the Compliance department determines, after a fair and expeditious investigation, that an employee committed a compliance infraction, Compliance and the employee's leader will caucus with the applicable Human Resources Business Partner to communicate the confirmed facts and circumstances so that Human Resources can determine the appropriate level of discipline. Human Resources will share its recommended level of discipline with the Compliance department, who will review the recommendation to ensure that the intended disciplinary action is consistent with similarly situated circumstances. Upon agreement that the recommended discipline is appropriate under the circumstances, Human Resources will take the necessary steps to discipline the employee.

Members of the Workforce have a duty to report actual, suspected, or potential violations of applicable rules, laws, regulations, and policies of the Company, and to cooperate with Company investigations, whether conducted by internal staff or external parties. The Company provides Members of the Workforce with a mechanism for the anonymous reporting of actual, suspected, or potential violations. Even if complaints are made outside the anonymous reporting process, the Company will maintain the confidentiality of the Employee's identity during the investigation to the extent possible under the law and in light of the practicalities of any particular situation. Retaliation against a Member of the Workforce who reports in good faith an actual, suspected, or potential violation is strictly prohibited.

Members of the Workforce may report any actual, suspected, or potential violation of an applicable rule, law, regulation, Company policy, or the Standards of Conduct to a Company supervisor, Human Resources, the Legal department, or the Compliance department. Members of the Workforce may also call the confidential Compliance and Ethics Hotline at **844-I-COMPLY** (844-426-6759) or submit an online report through the Compliance and Ethics Hotline website: **emblemhealth.mycompliancereport.com**.

### III. LEGAL AND ETHICAL PRACTICES

All Members of the Workforce are expected to carry out their responsibilities in a legal and ethical manner.

In carrying out its business operations, the Company is committed to complying with all applicable rules, laws, and regulations and to maintaining the highest possible ethical standards.

These standards for legal and ethical practices provide guidance for Members of the Workforce to follow in carrying out their day-to-day activities. Fraudulent activities and illegal actions, such as unfair competitive practices and unauthorized use of licensed or copyrighted material, are strictly prohibited.

- **Fraud:** Members of the Workforce shall not engage in any fraudulent or deceptive activity. This includes the use of deception or misrepresentation in any business activities or business dealings.
- **Ethical Practices:** Each Member of the Workforce shall — in carrying out their duties — observe the highest possible ethical standards of business and personal conduct. Members of the Workforce shall be honest and ethical in their dealings with government officials, the public, Employees, members, vendors, providers, customers, brokers, consultants, general agents (and representatives or intermediaries), and competitors.
- **Legal Compliance:** Members of the Workforce shall not engage in any activity that involves themselves or the Company in violation of any applicable rule, law, or regulation. All Members of the Workforce are required to become familiar with the legal requirements applicable to their assigned duties and to comply fully with such requirements. Where deemed appropriate, the Company shall conduct periodic training sessions to ensure that all Members of the Workforce comply with applicable rules, laws, and regulations associated with the services they perform for the Company.
- **Competitive and Commercial Practices:** The Company shall compete fairly in the marketplace, without engaging in unfair practices on its own or with other parties. All Members of the Workforce are required to deal fairly with vendors, clients, brokers (or other entities that represent clients), and competitors. The Company shall advertise and sell its products and services fairly and honestly.
- **Compliance and Regulations:** The Company shall comply with applicable regulations and shall avoid misrepresentations and any form of deceptive or unfair practices in the advertisement and sale of its products and services. Acquiring proprietary information from others through improper means, possessing trade secret information that was improperly obtained, or causing improper disclosure of confidential information from past or present employees of other companies, for any reason, is prohibited. Making false or misleading remarks regarding a competitor may be illegal and is considered by the Company to be inappropriate and unethical. Members of the Workforce are also prohibited from involving the Company in arrangements with its competitors that provide for the setting or controlling of rates, prices, or marketing policies.

- **Compliance with Licensing, Copyright, and Authorization Requirements:** The use of software or shareware without a valid license or in violation of the applicable license is illegal and prohibited. This includes installing and operating media-sharing applications or using the internet or email in any way that may infringe upon any party’s copyright or intellectual property or contract rights.

If you are not sure about an action or decision, ask yourself:

- Is it consistent with the Standards of Conduct, our policies, procedures, practices, and values?
- Is it fair, honest, and appropriate under the circumstances?
- Will I compromise myself or the reputation of the Company by this action if it becomes known?
- Could this action appear inappropriate to others, even if it is legal and seems right to me?
- Have I asked my supervisor or a member of the Compliance team for clarification or additional guidance?

#### **IV. COMPLIANCE EXPECTATIONS**

The Company’s compliance policies and procedures are detailed and specific and describe the operations of the compliance program. They address issues such as the compliance reporting structure; training requirements; the compliance hotline and other reporting mechanisms; and how suspected, detected, or reported compliance and fraud, waste, and abuse issues are investigated, addressed, and remediated. The Company’s Members of the Workforce are expected to follow these policies and procedures, as well as those that are specific to the services they provide to the Company, to detect, correct, and prevent fraud, waste, and abuse. Mandatory compliance training is required of every Employee, temporary resource, and Member of the Board of Directors.

All Employees are encouraged to participate in an Exit Interview prior to their resignation from the Company in an effort to provide feedback to the Company so as to continuously improve the Company’s operations and its Corporate Compliance Program.

#### **V. CONFLICTS OF INTEREST**

The Company conducts its operations free of any actual or apparent Conflicts of Interest. Accordingly, all Employees and Members of the Board of Directors must conduct themselves in the best interests of the Company — that is, in accordance with the highest possible standards of integrity, honesty, and fair dealing — to preclude any conflicts between personal interests and activities and those of the Company. The Company recognizes that Employees and Members of the Board of Directors may take part in legitimate financial, business, and other activities outside their Company service, but any actual or potential Conflict of Interest presented by those activities must be disclosed promptly to the Company.

To ensure that all Employees and Members of the Board of Directors conduct themselves in the best interests of the Company and comply with applicable rules, laws, and regulations, the Company’s Board of Directors establishes, maintains, and oversees the implementation of, and compliance with, the Conflicts of Interest Policy. For purposes of Conflicts of Interest, the term “Immediate Family Member” includes a spouse, ancestor, domestic partner, child (whether natural or adopted), stepchild, grandchild, step-grandchild, great-grandchild, foster child, parent, step-parent, grandparent, step-grandparent, great-grandparent, legal guardian, siblings (by whole or half-blood), brother-in-law, sister-in-law, mother-in-law, father-in-law, son-in-law, daughter-in-law, grandchild-in-law, and great-grandchild-in-law.

In order to determine if an Employee's or Member of the Board of Directors' personal interests, activities, or relationships constitute a Conflict of Interest or the appearance of a Conflict of Interest, Employees and Members of the Board of Directors are required to fully disclose any actual or potential Conflicts of Interest on the Company's Conflicts of Interest Disclosure Form. Disclosures are required of all Employees upon acceptance of employment, and for all Members of the Board of Directors, upon acceptance of Board membership. Annual disclosures are required thereafter.

Individuals who act in an advisory or consultative capacity to the Company may also be required to complete the Conflicts of Interest Disclosure Form annually, at the discretion and instruction of the Company's Chief Compliance Officer.

Any reportable situations that occur or commence after the annual disclosure process should be reported to the Company's Chief Compliance Officer within 30 days after occurrence or commencement. If an Employee or Member of the Board Directors has any doubt about whether a given situation presents a Conflict of Interest, it is the responsibility of that Employee or Member of the Board of Directors to disclose the situation promptly and fully to the Company's Chief Compliance Officer. If the situation is approved, written approval will be granted by the Company's Chief Compliance Officer.

The following are examples of situations that create or appear to create a Conflict of Interest. This list is intended for guidance purposes only and does not represent every situation that should be disclosed because conflicts may not always be clear or easy to define. Employees and Members of the Board of Directors should avoid potential Conflicts of Interest and should report any situation that could be a conflict or that could have the appearance of being a conflict to the Company's Chief Compliance Officer.

1. To engage in any outside business venture, either directly or indirectly, or perform work or services for another business entity or organization, or private arrangement for profit:
  - a. To the extent such activity has an adverse impact on that individual's independent judgment and ability to perform that individual's duties fully and faithfully for the Company; or
  - b. That accrues from, or is based upon, that individual's position at the Company; or
  - c. That involves any dealings with a vendor, customer, or competitor of the Company.
2. To perform any services, either as an employee or a consultant, for another business entity that is a competitor of, or is seeking to do business with, the Company.
3. To own, directly or indirectly, a material financial interest in an entity that competes with, or is doing or seeking to do business with, the Company, except when such interest consists of ownership of widely held and traded securities in corporations.
4. To accept any gift directly, or through an Immediate Family Member, of more than nominal value, any loan, service, payment, money, entertainment (other than in the furtherance of Company business), vacation, pleasure trip, or promotional favor from any person or entity that is a competitor of, or that is doing or seeking to do business with, the Company. This prohibition includes receiving personal discounts or other benefits from Company vendors, service providers, or customers that are not available to all Company Employees.
5. To acquire, lease, or dispose of, by sale or otherwise, any Company property, facilities, equipment, materials or other assets, rights, goods, and services by means other than in accordance with all applicable Company policies and processes.

6. To use for personal gain or for the benefit of others:
  - a. Any confidential information that is obtained as a result of employment with the Company or membership on the Company's Board of Directors that is not generally available to the public; or
  - b. Business relationships that accrue from or are based upon employment with the Company or membership on the Company's Board of Directors.
7. To participate on behalf of the Company in any of the following activities with any person, business, or firm in which they or an Immediate Family Member have dealings:
  - a. Negotiation of or decision to award leases, contracts, or purchase agreements;
  - b. Settlements of any claims or charges in any leases, contracts, or purchase agreements;
  - c. Negotiation, award of, or setting premiums for insurance contracts;
  - d. Business activities that involve a former Employee or Member of the Board of Directors of the Company; or
  - e. Any other business transactions with any such entity.

Any Employee who violates the Conflicts of Interest Policy, fails to make a required report, attempts to influence deliberations regarding a review of a potential conflict, or fails to comply with any remedial action required by the Company will be subject to disciplinary action, up to and including termination of employment.

A Member of the Board of Directors who violates the Conflicts of Interest Policy, fails to make a required report, or fails to comply with any remedial action required by the Company will be subject to disciplinary action, up to and including termination of membership on the Board of Directors.

Any Employee or Member of the Board of Directors who takes adverse action against an individual who makes a good faith report or cooperates in an investigation of an alleged violation of the Conflicts of Interest Policy will be subject to disciplinary action, up to and including termination of service to the Company.

Access the [Conflicts of Interest Policy](#).

## **VI. GIFTS AND BUSINESS COURTESIES**

### **Gifts**

The Company strives to conduct business in a moral and ethical manner and in conformance with all applicable laws and regulations. Company Personnel solicit business on a competitive basis, as appropriate, and at all times to obtain a result that is in the best interests of the Company.

Company products and services are marketed on the basis of price, quality, and service. Company Personnel and their Immediate Family Members are prohibited from offering and accepting gifts, payments, or other valuable consideration in order to obtain preferential treatment, secure or retain business, or otherwise seek benefit for themselves or the Company. Rather, employment-related gifts should be offered and accepted exclusively as courtesies intended to strengthen business relationships and must never influence or appear to influence business decisions.

Company Personnel may accept a gift of nominal value (\$100 or less) if the recipient believes that the gift is not offered as a means of exerting influence on the recipient's decision-making. Frequent gift offering or receiving may be perceived as an attempt to influence.

Company Personnel should respectfully decline a gift if the giver's intent is in question. Under no circumstances, regardless of amount, should Company Personnel or their Immediate Family Members accept cash or a cash equivalent (i.e., gift card) as a gift from a current or potential vendor, member or potential member, or other party affiliated with the Company.

Government agencies have strict standards of conduct that prohibit their employees from accepting gifts of even nominal value (e.g., business meals). The federal Anti-Kickback Statute makes it illegal to knowingly or willfully offer, pay, solicit, or receive anything of value in return for the referral of business reimbursed by Medicare, Medicaid, or any other federal health care program. Violation of this Statute is a felony. Company Personnel shall not make or even offer such gift, even of a nominal value.

### **Business Courtesies**

Company Personnel may participate in Company business-related functions and activities, including lunches, dinners, and entertainment that occur in conjunction with meetings, seminars, and presentations. Company Personnel may offer, or be offered, Business Courtesies in the form of meals or entertainment in the normal course of business with the Company's customers and vendors.

This is acceptable as long as the invitation includes the participation of the offering customer or vendor, is consistent with customary business practices, is not excessive in value (e.g., Super Bowl, golf or tennis "Grand Slam" events) or frequency and could not harm the Company.

Business Courtesies where a representative of the company offering the activity will not be accompanying the Company Personnel or their Immediate Family Members are considered Gifts and are subject to the monetary limits.

Company Personnel and their Immediate Family Members shall not accept paid travel expenses offered in conjunction with Business Courtesies.

Under no circumstances shall Company Personnel or their Immediate Family Members accept Gifts or Business Courtesies, with the exception of business meals, from the Company's external auditors or other independent third-party oversight entities or agencies.

All Gifts and Business Courtesies received by Company Personnel and their Immediate Family Members, regardless of value, must be reported to the Compliance department on the annual Conflicts of Interest Disclosure Form. Gifts determined by the Chief Compliance Officer to be inappropriate shall be refused or returned by the recipient. All Gifts and Business Courtesies, above a Nominal Value, must be reported immediately to the Chief Compliance Officer. Gifts determined by the Chief Compliance Officer to be inappropriate shall be refused or returned by the recipient.

Access the [Gifts and Business Courtesies Policy](#).

## **VII. LOBBYING AND GOVERNMENT PROCUREMENT**

All Members of the Workforce are required to strictly abide by the Company's lobbying and procurement rules described below, which are based on New York state laws and rules, as well as federal laws and rules.

- The Company's lobbying efforts to influence legislation and government operations that affect the health insurance industry and the Company's business activities are done either directly or through its lobbyists, in accordance with all laws, rules, and regulations, and are reported to the appropriate parties.
- Only individuals designated by the Company are authorized to engage in lobbying on behalf of the Company.
- Lobbying means any attempt to influence on a local, state, or federal level:
  - Any legislation or resolution, including the introduction or intended introduction of any legislation or resolution or the approval or disapproval of any legislation.
  - Any executive order.

- Any rule, regulation, ordinance, or government policy.
  - The administration or execution of federal, state, or local programs or policies.
  - The nomination or confirmation of a person for a position subject to confirmation by the U.S. Senate or any state or local legislative body.
  - A rate-making proceeding.
  - The solicitation, award, or administration of a grant, loan, or agreement involving the disbursement of public funds in an amount in excess of fifteen thousand dollars (\$15,000).
  - Any determination related to a governmental procurement.
- All Lobbying, whether authorized or not, including unintentional or incidental conduct, shall be reported to the Government Affairs Team or the Legal department. The Company is obligated to report instances of Lobbying conducted on behalf of the Company to the appropriate governmental agency.

Penalties for violating these prohibitions are severe, including fines, imprisonment, loss of the contracting opportunity, and, for repeated offenses, debarment of the Company and lobbyist.

Access the [Lobbying Policy](#).

## **VIII. TREATMENT OF CONFIDENTIAL AND PROPRIETARY INFORMATION**

Our members, Employees, and clients expect us to protect their personal and business information.

Members of the Workforce are strictly prohibited from using, publishing, or otherwise disclosing confidential and proprietary information for purposes other than conducting authorized business.

Confidential information is valuable and sensitive to the Company, and, in certain cases, is protected by law. All Members of the Workforce are responsible for safeguarding all confidential information and ensuring that it is used only to carry out legitimate business activities on behalf of the Company.

As part of their job-related responsibilities, Members of the Workforce may have access to confidential information, which must be properly safeguarded and used only for appropriate business purposes. Such information may be available in a range of formats and media, including but not limited to paper, electronic, and oral communications.

Protecting the privacy of our members is critical. Federal and state privacy rules have increased the focus on confidentiality in the health care industry and added specific privacy and security protection requirements with which all health insurers must comply. These federal standards were put in place under the authority of the Health Insurance Portability and Accountability Act of 1996 (HIPAA) and the Health Information Technology for Economic and Clinical Health Act (HITECH Act) of 2009. State laws include the New York State Department of Financial Services Cybersecurity Requirements, 23 NYCRR 500, the Connecticut Department of Insurance Section 38a-38 (a)-(i) — Insurance Data Security Law Regulations, and the Massachusetts Division of Insurance 201 CMR 17.00: Standards for the Protection of Personal Information of MA Residents. Every Member of the Standards for the Protection of Personal Information of MA Residents. Every Member of the Workforce is responsible for complying with such standards and helping to protect the confidentiality of member information in their daily activities.

In handling confidential information, Members of the Workforce must comply with the following standards:

- Members of the Workforce may access and use confidential information only as authorized and must limit uses and disclosures of confidential information to what is minimally necessary to do their specific jobs. No Member of the Workforce shall in any way access, copy, retain, review,

divulge, release, sell, loan, alter, or destroy confidential information except as properly authorized within the scope of their services rendered to the Company.

- The Company may periodically review, revise, or revoke a Member of the Workforce's access to confidential information.
- Members of the Workforce may not disclose confidential information outside of the Company without first determining the authority of the person or entity to receive the information.
- Members of the Workforce have no right to ownership or interest in any confidential information. Members of the Workforce have a continuing obligation not to use, publish, or otherwise disclose confidential information during and after their employment with the Company.
- Members of the Workforce are responsible for the proper handling, storage, and disposal of all confidential information.
- Members of the Workforce must make all reasonable efforts to safeguard confidential information at all times, including ensuring that such information is safely secured in the workplace and not accessible to view or access by unauthorized persons. Paper files must be kept in secured cabinets. Computerized records must have limited access. Externally distributed emails that contain confidential information must be sent using approved encryption technology, and computer terminals must not be accessible to anyone other than authorized users. Each Member of the Workforce is responsible for all activities undertaken using their network password or other authorizations. Members of the Workforce may not share their passwords or other authorization codes or devices with others, including fellow Employees, except as permitted by the Company's information security policies.
- Governmental requests for information outside the normal course of business are to be referred to the Legal department. The Company and all Members of the Workforce must cooperate with government inquiries and investigations. In complying with any government request for information, it is important to protect the legal rights of the Company with respect to confidential information
- Confidential information may not be used, directly or indirectly, in connection with trading in or recommending the purchase or sale of any securities unless such confidential information has been publicly disseminated.
- Members of the Workforce may not record work-related conversations, phone calls, images, or Company meetings with any audio or video recording device without prior approval from IT Security and the Chief Compliance Officer. This includes work-related conversations and meetings with managers, co-workers, or third parties. As an exception, training sessions and product demonstrations intended to educate Employees or consultants may be recorded. These recordings must be retained in accordance with the Company's Records Retention Policy.
- Taking unauthorized photographs of protected health information or other confidential information as defined in the Company's policies and the Data Classification Standard, or of secured areas is prohibited. This includes the use of cameras in any form, whether they be stand-alone, or incorporated into a mobile device.
- All news media inquiries and other similar third-party inquiries regarding the Company must be referred to the Public Relations Director.

Remember that Employees must protect Confidential information from improper use or disclosure even after leaving the Company. Employees may not take customer lists, formulas, processes, contracts, trade secrets, intellectual property, sales data, presentations, or any other Company materials with them when their employment with the Company ends.

Access the [Confidentiality Policy](#).

## **IX. INCLUSION AND CULTURE POLICY STATEMENT**

We are a diverse and multicultural team. We believe that every Employee voice matters, we value equal opportunity for all, and we aim to have a workplace that welcomes and celebrates our diversity in all forms.

We reject racism, prejudice, and bigotry of all kinds.

We work to foster inclusion and are committed to providing a safe and welcoming environment. We believe in supporting one another as teammates as we care for each other, our members, and our customers. We also believe in sourcing highly qualified suppliers and partners for our business from the communities we serve.

## **X. DISCRIMINATION AND HARASSMENT**

The Company prohibits discrimination and harassment by Members of the Workforce against any individual on the basis of age, race, color, religion, creed, national origin including ancestry, ethnicity, pregnancy, gender, gender identity, gender expression, hair texture and protective hairstyle, physical or mental disability, alienage or citizenship status, military status including past, current, or prospective service in the uniformed services, genetic information, predisposing genetic characteristics, marital status, sexual and reproductive health decisions, domestic violence victim status, crime victim status, familial status, sexual orientation, unemployment status, caregiver status, partnership status, credit history, arrest or conviction record, salary history, registration as a qualifying patient or status as a caregiver of a qualifying patient under the Connecticut Palliative Use of Marijuana Act, or any other characteristic protected under applicable federal, state, or local law (Protected Characteristic).

It is the Company's policy to maintain a work environment that promotes mutual respect and dignity and that recognizes the various cultural, ethnic, and religious backgrounds of its Members of the Workforce. The Company's work environment must remain free of all forms of discrimination, intimidation, harassment, violence, or retaliation. Any Member of the Workforce who violates the policy against discrimination, harassment, violence, and retaliation or engages in conduct contrary to the Standards of Conduct or the Company's Freedom from Harassment Policy, as determined in the Company's sole discretion, will be subject to disciplinary action, up to and including termination of employment or other service to the Company.

It is the Company's policy to ensure that people in all communities have a right to access health care that is free from discrimination.

EmblemHealth complies with federal civil rights laws and does not discriminate on the basis of race, color, national origin, age, disability, or sex, including sex characteristics, including intersex traits; pregnancy or related conditions; sexual orientation; gender identity, and sex stereotypes. EmblemHealth does not exclude people or treat them less favorably because of race, color, national origin, age, disability, or sex.

The Company prohibits any type of harassment, discrimination, or retaliation as required by federal, state, or local law. This prohibition applies to Members of the Workforce and non-Members of the Workforce, such as applicants, customers, clients, vendors, interns, contractors, consultants, visitors, and other persons conducting business with the Company. It also includes conduct that takes place in person, electronically, online through social media, or by any other means. This prohibition applies to the Company's premises, the Member of the Workforce's Company-approved location where the Member of the Workforce primarily performs work during telecommuting, and off-site locations where Company-sponsored events occur.

## **Sexual Harassment**

Sexual harassment is a form of sex discrimination that includes harassment on the basis of gender, sex, gender expression, gender identity, sexual orientation or the status of being transgender. It is against the law, will not be tolerated, and subjects the Company to liability for harm to victims of sexual harassment. Harassers may also be subject to individual liability. Members of the Workforce who engage in sexual harassment, including managers and supervisors who engage in sexual harassment or who knowingly allow such behavior to continue, will be penalized for such misconduct, up to and including termination.

“Sexual harassment” means any unwelcome sexual advances, requests for sexual favors, or any conduct of a sexual nature when:

- Submission to such conduct is made either explicitly or implicitly a term or condition of an individual’s employment,
- Submission to or rejection of such conduct by an individual is used as the basis for employment decisions affecting such individual, or
- Such conduct has the purpose or effect of unreasonably interfering with an individual’s work performance or creating an intimidating, hostile, or offensive working environment, even if the complaining individual is not the intended target of the sexual harassment.

A sexually harassing hostile work environment may consist of words, signs, jokes, cartoons, photos, images or pictures, pranks, intimidation, or physical violence that are of a sexual nature, or that are directed at an individual because of that individual’s sex, gender, gender identity, gender expression, sexual orientation, or the status of being transgender. Sexual harassment also may consist of any unwanted verbal or physical advances, sexually explicit derogatory statements, or sexually discriminatory remarks made by someone, which are offensive or objectionable to the recipient, which cause the recipient discomfort or humiliation, or which interfere with the recipient’s job performance.

Sexual harassment is unlawful when it subjects an individual to inferior terms, conditions, or privileges of employment. It does not need to be severe or pervasive to be illegal. It can be any harassing behavior that rises above petty slights or trivial inconveniences. Every instance of harassment is unique to those experiencing it, and there is no single boundary between petty slights and harassing behavior. However, whether harassing conduct is considered petty or trivial as a matter of law is to be viewed from the standpoint of a reasonable victim of discrimination with the same protected characteristics. Generally, any behavior in which an employee or covered individual is treated worse because of their gender (perceived or actual), sexual orientation, or gender expression is considered a violation of the Company’s policy. Furthermore, the intent of the conduct, for example, making a joke, does not neutralize a harassment claim. The impact of the conduct on a person is what counts, rather than the lack of any intent to harass.

Sexual harassment also occurs when a person in authority tries to trade job benefits for sexual favors. This type of harassment is called “quid pro quo” harassment. It can include hiring, promotion, continued employment, or any other terms, conditions, or privileges of employment.

The following describes some of the types of acts that may be unlawful sexual harassment and that are strictly prohibited:

- Physical acts of a sexual nature.
- Unwanted sexual advances or propositions.
- Sexually oriented gestures, noises, remarks, jokes, cartoons, photos, images or pictures, or comments about a person’s sexuality or sexual experience that create a hostile work environment.

- Sex stereotyping, which occurs when conduct or personality traits are considered inappropriate simply because they may not conform to other people's ideas or perceptions about how individuals of a particular sex should act or look.
- Sexual or discriminatory displays or publications anywhere in the workplace.
- Hostile actions taken against a person because of that person's sex, sexual orientation, gender identity, and the status of being transgender.

A broader list of examples is available in the Company's Freedom from Harassment Policy, which is available on the eNet.

Sexual harassment can occur between any individuals, regardless of their sex or gender. A perpetrator of sexual harassment can be a superior, a subordinate, a co-worker, or anyone in the workplace including an independent contractor, contract worker, vendor, client, customer, or visitor.

Unlawful sexual harassment is not limited to the Company's premises, the Member of the Workforce's Company-approved location where the Member of the Workforce primarily performs work during telecommuting, and off-site locations where Company-sponsored events occur. It can occur while Members of the Workforce are traveling for business. Calls, texts, emails, and social media usage by Members of the Workforce can constitute unlawful workplace harassment, even if they occur away from the Company's premises, the Member of the Workforce's Company-approved location where the Member of the Workforce primarily performs work during telecommuting, and off-site locations where Company-sponsored events occur, whether or not during work hours.

### **Other Forms of Harassment and Discrimination**

Unlawful harassment or discrimination may also include unwelcome behavior directed at an individual on the basis of a protected characteristic other than sex. Examples may include harassment or discrimination based on age, race, color, religion, creed, national origin including ancestry, ethnicity, pregnancy, physical or mental disability, gender, gender identity, gender expression, hair texture and protective hairstyle, alienage or citizenship status, military status including past, current, or prospective service in the uniformed services, genetic information, predisposing genetic characteristics, marital status, sexual orientation, sexual and reproductive health decisions, domestic violence victim status, crime victim status, familial status, unemployment status, caregiver status, partnership status, credit history, arrest or conviction record, salary history, registration as a qualifying patient or status as a caregiver of a qualifying patient under the Connecticut Palliative Use of Marijuana Act or any other characteristic protected under applicable federal, state, or local law.

Such harassment often takes a similar form to sexual harassment and includes harassment that is:

- Verbal (for example, epithets, derogatory statements, slurs, derogatory comments, or jokes).
- Physical (for example, assault or other inappropriate physical contact).
- Visual (for example, displaying derogatory posters, cartoons, photos, images or pictures or drawings, or making derogatory gestures).
- Online (for example, derogatory statements or suggestive postings in any social media platform including Facebook, Twitter, Instagram, Snapchat, etc.).

This list is illustrative only, and not exhaustive. No form of harassment or discrimination will be tolerated.

## **General Guidelines**

The Company respects the dignity and well-being of all its Members of the Workforce. To that end, the Company prohibits conduct that is inappropriate in a workplace environment and that may be offensive to fellow Employees or non-employees, even if such conduct does not rise to the level of unlawful activity. Depending on the circumstances, sexual jokes, flirtations, innuendoes, advances or propositions, verbal abuse of another, graphic commentary about an individual's body, sexual prowess or sexual deficiencies, leering, whistling, touching, hugging, kissing, suggestive or insulting gestures, texts, posts, emails and/or documents, or display of sexually suggestive objects, photos/pictures, or cartoons may or may not constitute a violation of the law, but still may violate the Policy and give rise to disciplinary action, up to and including termination of employment or other service to the Company.

Therefore, all individuals are urged to exercise common sense to avoid behavior that may be perceived as offensive.

The Company will not tolerate any type of harassment or discrimination prohibited by federal, state, or local law. All Members of the Workforce have a legal right to a workplace free from harassment or discrimination, and Members of the Workforce can enforce this right by filing a complaint internally with the Company, or with a government agency or in court under federal, state, or local anti-discrimination laws.

Harassment may take a variety of forms and may occur in a variety of circumstances. The following are some general guidelines applicable to harassment in addition to the above:

- The harasser can be the victim's manager, a manager from another department, a co-worker, or a non-Member of the Workforce (e.g., vendor, customer, in-network physician).
- A victim may be not only the person directly harassed, but also anyone adversely affected by the offensive conduct (e.g., employees in neighboring cubicles who overhear an offensive joke).
- The harasser's conduct must be unwelcome.
- To be unlawful or prohibited, harassment need not cause economic injury to, or loss of employment by, the victim.

The Company also will not tolerate any type of workplace violence committed by or against Members of the Workforce or non-Members of the Workforce. For purposes of this document, the terms "workplace" and "worksites" include the Company's premises, Member of the Workforce's Company-approved location where the Member of the Workforce primarily performs work during telecommuting as well as off-site locations where Company-sponsored events occur. Examples of workplace violence that will not be tolerated include, but are not limited to:

- Possession or use of weapons or incendiary devices of any kind on the Company's premises or at off-site locations where Company-sponsored events occur.
- Engaging in physical altercations or verbal disagreements that use profanity, personal derogatory statements, or other inciteful behavior not suitable for a professional environment while on the Company's premises, where Company-sponsored events occur, or while performing services on behalf of the Company.
- Violation of a restraining order.
- Sabotage.
- Threatening or intimidating behavior by a Member of the Workforce while on Company premises, at a Company-sponsored event, or while performing services on behalf of the Company.
- Misuse of Company equipment or property, or compromising the Company's safety and security procedures, in a manner that creates a potential for harm or that leads to harm.

Any Member of the Workforce who feels harassed or discriminated against should report the incident so that any violation can be corrected promptly. Any conduct, even a single incident, will be addressed by the Company.

### **Internal Reporting and Complaint Procedures**

A Member of the Workforce who believes they are the victim of harassment, discrimination, or violence should follow the Company's internal reporting and complaint procedures. Although it is not necessary to do so for purposes of the Company's reporting and complaint procedures, a Member of the Workforce is encouraged to directly inform the offending individual that the individual's conduct is unwelcome and must stop, if the Member of the Workforce is comfortable doing so.

In any case, a Member of the Workforce or non-Member of the Workforce who believes they have been subjected to behavior that may constitute harassment, discrimination, or violence, or who witnesses or becomes aware of potential instances of harassment, discrimination, or violence, should promptly report it to any Company manager, or to a representative of the Human Resources, Legal, or Compliance departments. Alternatively, a Member of the Workforce or non-Member of the Workforce may contact the Compliance and Ethics Hotline at **844-I-COMPLY (844-426-6759)** or submit their concerns through the Compliance and Ethics Hotline website: **[emblemhealth.mycompliancereport.com](https://emblemhealth.mycompliancereport.com)**.

Members of the Workforce or non-Members of the Workforce may also report sexual harassment using the **New York State Model Complaint Form for Reporting Sexual Harassment**. Members of the Workforce or non-Members of the Workforce who are reporting sexual harassment on behalf of someone else should use the complaint form and note that the report is being made on behalf of another individual.

An employer may be responsible under the law for harassment or discrimination if the employer knew or should have known of the harassing, discriminatory, intimidating, hostile, or offensive behavior.

Under certain circumstances, individual employees and managers can also be held individually liable for harassment or discrimination. Managers, therefore, must be alert and attentive to what is going on in the workplace and during work-related activities. All supervisors and managers who receive a complaint or information about suspected harassment or discrimination, observe what may be harassing or discriminatory behavior, or for any reason suspect that harassment or discrimination is occurring are required to immediately report such suspected harassment to a representative of the Human Resources, Legal, or Compliance departments. In addition to being subject to discipline if they engaged in harassing or discriminatory conduct themselves, supervisors and managers will be subject to discipline for failing to report suspected harassment or discrimination or otherwise knowingly allowing harassment or discrimination to continue. Supervisors and managers will also be subject to discipline for engaging in any retaliation as described below.

The Company will conduct a prompt and thorough investigation whenever management receives any complaint about harassment, discrimination, or violence, or otherwise knows of possible harassment, discrimination, or violence occurring. All complaints or information about suspected harassment, discrimination, or violence will be investigated, whether that information was reported in verbal or written form. Investigations will be confidential to the extent possible under the law. All persons involved, including complainants, witnesses, and alleged perpetrators, will be afforded due process to protect their rights to a fair and impartial investigation. Any Member of the Workforce or non-Member of the Workforce may be required to cooperate as needed in an investigation of suspected harassment, discrimination, or violence. Members of the Workforce or non-Members of the Workforce who participate in any investigation will not be retaliated against.

Further information and guidance on the reporting and complaint procedure are available in the Company's Freedom from Harassment Policy located on the eNet.

### **Retaliation Prohibited**

No person will be subject to adverse employment action including being discharged, disciplined, discriminated against, or otherwise subject to adverse employment action because the person reports an incident of harassment, discrimination, or retaliation; provides information; or otherwise assists in any investigation of a harassment, discrimination, or retaliation complaint. The Company will not tolerate retaliation against anyone who, in good faith, complains or provides information about suspected harassment, discrimination, or retaliation. Any Employee of the Company who retaliates against anyone involved in a harassment, discrimination, or retaliation investigation will be subjected to disciplinary action, up to and including termination of service to the Company.

Any Member of the Workforce or non-Member of the Workforce who believes they have been subject to such retaliation should inform a supervisor, manager, or a representative of the Human Resources, Legal, or Compliance departments. Alternatively, a Member of the Workforce or non-Member of the Workforce may contact the Compliance and Ethics Hotline at **844-I-COMPLY** (844-426-6759) or submit their concerns through the Compliance and Ethics Hotline website: [emblemhealth.mycompliance.com](https://emblemhealth.mycompliance.com). Although managers can use the Hotline, they are also required to report suspected retaliation to Human Resources, Legal, or Compliance.

Any Member of the Workforce or non-Member of the Workforce who believes they have been a victim of such retaliation may seek compensation in other available forums, as explained in the section on Legal Protections in the Freedom from Harassment Policy.

Unlawful retaliation can be any action that would keep an Employee from coming forward to make or support a harassment claim. The adverse action need not be job-related or occur in the workplace to constitute unlawful retaliation. Such retaliation is unlawful under federal, state, and (where applicable) local law. Unlawful intimidation is the act of intentionally coercing or frightening someone to do (or to not do) something against that person's will.

The law protects any individual who has engaged in "protected activity." Protected activity may occur when a person has (1) filed a complaint of harassment, discrimination, or retaliation, either internally or with any anti-discrimination agency; (2) testified or assisted in a proceeding involving harassment, discrimination, or retaliation under the Local City and State Human Rights Laws, or other anti-discrimination law; (3) opposed harassment, discrimination, or retaliation by making a verbal or informal complaint to management, or by simply informing a supervisor or manager of harassment, discrimination, or retaliation; (4) complained that another individual has been harassed or discriminated or retaliated against; or (5) encouraged a fellow Member of the Workforce or non-Member of the Workforce to report harassment, discrimination, or retaliation.

### **Legal Protections and External Remedies**

Unlawful harassment, discrimination, or retaliation is not only prohibited by the Company but is also prohibited by state, federal, and, where applicable, local law. Members of the Workforce and non-Members of the Workforce may also pursue their complaints with the federal, state, and local entities listed in the Freedom from Harassment Policy.

Access the [Freedom From Harassment Policy](#).

Access the [Non-Discrimination Policy](#).

Access the [Non-Retaliation and Non-Intimidation Policy](#).

## **XI. DRUGS, ALCOHOL USE, AND SMOKE-FREE WORKPLACE**

Members of the Workforce are required to maintain a workplace free of the health, safety, and security risks associated with alcohol use, drug abuse, and smoking. Alcohol use, illegal drug use, and smoking in the workplace pose potential health, safety, and security risks in the workplace and are prohibited.

Additionally, the Company is committed to conducting its operations in compliance with applicable health, safety, and environmental laws and standards. Members of the Workforce must obey safety rules and regulations. Members of the Workforce should immediately report any unsafe conditions or activities to management.

All Members of the Workforce are expected to assist in maintaining a work environment free from alcohol, recreational marijuana, illegal drugs, and illegal or abusive use of prescription drugs or other intoxicating substances. Consistent with state and federal law, the Company prohibits the unlawful manufacture, distribution, dispensation, possession, or use of drugs or controlled substances in the workplace.

Further, Members of the Workforce shall not consume alcoholic beverages during working hours or meal breaks on Company property or at a remote work location. Such conduct during non-working hours may also result in discipline to the extent that the Company determines it impairs the individual's ability to perform on the job.

Company policy does not prohibit the reasonable consumption of alcohol at Company-related, social functions.

Members of the Workforce attending to Company business are also prohibited from operating a vehicle while under the influence of alcohol, recreational marijuana or illegal or controlled substances, or any prescription or over-the-counter drug that causes drowsiness or affects the individual's alertness. Compliance with the **Drugs and Alcohol Policy** and the **Smoke-Free Workplace Policy** is a condition of employment with the Company. Any violation of the Drugs and Alcohol Policy or the Smoke-Free Workplace Policy will not be tolerated and will be grounds for disciplinary action, up to and including immediate termination from employment or other service to the Company.

Any person who believes that a Member of the Workforce is in violation of Company policy should notify their supervisor, the Human Resources department, or the Compliance department.

Smoking, including the use of e-cigarettes or other vaping devices, is prohibited in public areas at all Company facilities and in the workplace, including work areas not open to the public. Although smoking is not permitted on Company premises, individuals who desire to smoke may do so off Company premises during scheduled breaks.

### **The Company as Federal Contractor**

The Company, as a federal contractor, is required by law to adhere to federal laws and regulations.

In the event that an Employee is convicted of violating a criminal drug statute in or outside the workplace, federal law requires that the Employee notify the Company within five days of the date of the conviction. This notification shall be given by the Employee to the Chief Human Resources Officer, who shall then immediately communicate the notification to the designated Deputy General Counsel in the Company's Legal Department. An Employee who fails to provide this notification can be subject to disciplinary action, up to and including immediate termination.

The law requires the Company to notify the federal contracting officer of the Employee's conviction within 10 days of the Company's receipt of notice from the Employee. Such notice shall be given by the designated Deputy General Counsel in the Company's Legal Department.

Within 30 days of the Company's receipt of notice from the Employee, the Company will either discipline the Employee (discipline may include termination) or offer participation in a Company-approved rehabilitation or drug abuse assistance program. If a rehabilitation or drug abuse assistance program is offered by the Company and accepted by the Employee, the Employee must participate in and complete, to the Company's satisfaction, such program in order to continue employment.

In addition, the Employee will be subject to random alcohol/drug testing during the course of their employment both during and after successful completion of the program.

Access the [Drugs and Alcohol Policy](#). Access the [Smoke-Free Workplace Policy](#).

## **XII. PERSONAL USE OF EMAIL AND THE INTERNET**

Members of the Workforce may use email and the internet for business uses.

The Company provides the use of an email system and access to the internet to certain Members of the Workforce to support conducting Company business. While utilizing the Company email and internet capabilities, all communications, messages, and related data, personal or otherwise, created, sent, or received by email or through the internet are and shall remain the property of the Company. These communications, including any personal messages and accounts, retrieved or reviewed on the Company's systems, may be accessed, audited, or monitored by the Company at any time, for any reason, with or without notice. Such communications, messages, or related data are not private, and Members of the Workforce have no expectation of privacy in either the existence of, or the contents of, the email message or the internet transmission.

Members of the Workforce may use email and the internet for personal matters provided that such use does not rise above the level of incidental use and does not violate any Company policy. The following uses of email or the internet are prohibited:

- The creation or sending of defamatory, threatening, or harassing messages, including but not limited to, messages that contain any content that constitutes harassment or discrimination based on race, color, religion, creed, gender, gender identity or expression, sex, sexual orientation, national origin, age, marital status, disability, citizenship, veteran status, status as a victim of domestic violence, or any other characteristics protected by law.
- Any solicitations for personal, commercial, or business ventures, or religious, charitable, or social causes, for the benefit of outside organizations or for other non-job-related purposes.
- Accessing or any attempts to access an information system without permission (hacking) or for other illegal purposes.
- Visiting or downloading material from websites known or suspected to contain pornography.
- Installation or use of media-sharing applications.
- Engaging in any gambling, wagering, or betting activities, selling chances, or sending chain letters, playing games, expressing political or religious views, or engaging in any activities in violation of the law.
- Violating or infringing upon any party's copyright or other intellectual property rights.

The above list is not intended to be an inclusive list but is intended to provide examples of the use of the Company's email system that the Company considers improper, unethical, or in violation of the Company's Standards of Conduct or a Company policy. Members of the Workforce and other Users are encouraged to direct questions regarding the use of email and the internet to appropriate management staff.

### **XIII. USE OF MOTOR VEHICLES**

While on Company business or while operating a Company vehicle, Members of the Workforce must not operate motor vehicles while in an impaired state or while distracted by the use of electronic or other devices.

The Company is committed to the safe operation of all motor vehicles used by its Members of the Workforce while on Company business. With the exception of hands-free devices (e.g., Bluetooth), Members of the Workforce are prohibited from: (a) using any Company-owned or-assigned wireless communications device while operating any motor vehicle while on Company business; (b) using any wireless communication device — whether assigned by the Company or owned by the individual — while operating any motor vehicle for Company business.

Members of the Workforce are also prohibited from using or operating any vehicle for Company related business while their abilities may be impaired by drugs, including prescription medication, recreational marijuana, or alcohol.

No person, other than a Member of the Workforce, may operate a Company vehicle.

### **XIV. SOLICITATION**

The Company recognizes that Members of the Workforce have interests in events and organizations outside of the workplace and encourages them to be involved in their communities, as long as it does not interfere with their work responsibilities.

The Company also strives to ensure that a professional and safe work environment is maintained for all Members of the Workforce.

- Solicitation or distribution of any kind on Company premises by non-Members of the Workforce is prohibited at all times.
- The Company prohibits solicitation by Members of the Workforce during work time and prohibits distributions for any reason whatsoever at any time in working areas. Members of the Workforce may not solicit for any cause during working time or distribute electronic or printed written materials of any kind in working areas at any time and for any purpose that is not related to performing Company-authorized job responsibilities.
- Individual solicitations for sales of merchandise or fundraising projects, for whatever the reason, will not be tolerated. By way of example, Members of the Workforce should understand that, during working time, it is not appropriate to sell cosmetics for personal gain, or to sell food and other products on behalf of charitable organizations in the workplace.
- Activities such as selling or collecting money, gambling, wagering, or office pool betting associated with sports events, or soliciting or distributing literature for any non-business purpose, including for religious and political causes, are not permitted.
- Such solicitations are prohibited whether they are made in person, by interoffice mail, or by electronic means.
- Company-sponsored charitable activities and other causes deemed appropriate by senior leadership are permitted.

## **XV. COMPANY PROPERTY, RECORDS, AND FACILITIES**

Members of the Workforce must use Company property and resources for authorized Company purposes only. Illegal or improper use or destruction of Company property, records, or facilities is prohibited.

### **A. Company Property**

Company property can be physical, electronic, financial, or intellectual and includes, but is not limited to: computer software, computer programs, networks, services, trade names, telephone and mail systems (including email and voicemail), connections to the internet and intranet, corporate data, concepts, business strategies and plans, money, checks, equipment, furniture, facilities, office supplies, documents, forms, procedures, work products produced by Members of the Workforce, and the paid hours of each individual's work day. All of these are to be used for Company purposes and all individuals should apply the following standards:

- All equipment, furniture, and other material provided by the Company to Members of the Workforce shall remain the property of the Company.
- Members of the Workforce shall use such property only for appropriate business purposes, in a manner consistent with all other Company policies and procedures; they shall take reasonable steps to safeguard and protect it from loss, damage, misuse, or theft.
- Members of the Workforce shall return all assigned property upon the Company's request or upon termination of employment or other association with the Company.

Access the [Information Systems Security Policy](#). Access the [Electronic Communications Policy](#).

### **B. Company Records**

Records and information maintained by the Company are an important resource.

All Company records must be completed accurately and truthfully, with appropriate supporting documentation and in compliance with the Company's system of internal controls. The maintenance of an effective program for managing records is essential to ensure that the Company continues to operate efficiently. The Company recognizes that it is good business practice to retain records in a consistent, systematic, and reliable manner so that they can be retrieved promptly when required for legal, regulatory, or operational reasons. Failure to keep records in good order can result in serious consequences for the Company, including enforcement action being taken by a regulator, reputational damage, or an inability to defend or pursue litigation.

Records may be any writings containing information related to the conduct of the Company's business that are prepared, owned, used, or retained by the Company in accordance with the Records Retention Policy. Records are not specific to any particular media or format.

All Company records should be retained in accordance with applicable: (1) federal, state, or local laws and regulations; (2) statutes of limitation; (3) contractual requirements; (4) legal holds; and (5) the Company's record retention schedule. Any questions regarding records retention should be directed to Carlos Manalansan, Vice President, Deputy General Counsel, at [Cmanalansan@EmblemHealth.com](mailto:Cmanalansan@EmblemHealth.com).

Members of the Workforce must comply with the Company's Records Retention Policy for the records used in carrying out their jobs.

Access the [Records Retention Policy](#).

### **C. Company Facilities**

Members of the Workforce are expected to use Company facilities in an appropriate manner for business purposes only and to comply fully with the security procedures designed to safeguard Members of the Workforce, Company property, and Company information.

## **XVI. PARTICIPATION IN POLITICAL AND CIVIC ACTIVITIES**

The Company supports local communities through activities such as contributions to charitable organizations, sponsorship of health-related programs, and efforts to expand health insurance options for low-income individuals. In addition, the Company maintains federal and state Political Action Committees to support candidates in favor of programs to promote accessible and affordable health insurance coverage.

The Company encourages the Members of its Workforce to be active members of their communities through such activities as volunteering with civic, charitable, and political organizations.

While encouraging participation in civic and political activities, the Company must also ensure that Company operations are not adversely affected by such participation and that Company support is not improperly extended to such activities. Political efforts by Members of the Workforce must be conducted on a purely personal basis and may not imply in any way that the activities have the concurrence or endorsement of the Company. Any activity must also follow any other applicable corporate policy, such as the Social Media Policy and the corporate communications policies. These activities must not present an actual or potential conflict of interest — or the appearance of such a conflict of interest — to the Company without the prior approval of the Chief Compliance Officer.

Federal law and Company policy also provide that the Company may not reimburse anyone for personal political contributions and no political activities may be undertaken using Company resources, such as Company computers, or soliciting political contributions from Members of the Workforce. The Company will not alter personal compensation in any way under any circumstances to reflect personal political contributions.

## **XVII. PROHIBITION ON KICKBACKS**

All Employees are prohibited from engaging in any conduct that violates both the federal and state Anti-Kickback Statutes.

The federal Anti-Kickback Statute makes it illegal to knowingly or willfully offer, pay, solicit, or receive anything of value in return for the referral of business reimbursed by Medicare, Medicaid, or any other federal health care program. A violation of the Anti-Kickback Statute is a felony punishable by up to five years of imprisonment. The federal government may also impose civil penalties and exclude culpable individuals or entities from participating in federal health care programs. Criminal penalties and administrative sanctions for violating the Anti-Kickback Statute include fines, jail terms, and exclusion from participation in the federal health care programs. Under the Civil Monetary Penalties Law, physicians who pay or accept kickbacks also face penalties of up to \$50,000 per kickback plus three times the amount of the remuneration.

The Company operates health benefit programs under which coverage is provided to beneficiaries of government programs pursuant to contract with government agencies. These programs include Medicare Advantage, Medicare Advantage Dual Special Needs Program (DSNP), Medicare Part D, Medicaid Managed Care, Child Health Plus, the Federal Employees Health Benefits Program (FEHBP), and Health Insurance Exchanges. The Anti-Kickback Statute applies to all transactions relating to or involving these lines of business.

Examples of the types of activity that might violate the Anti-Kickback Statute include, but are not limited to, the following:

- Compensating agents or brokers based on the claims experience of the individuals they enroll.
- Receiving “rebates” from vendors in advance of the implementation of a contract that are not reflected as rebates or discounts on identifiable items or services (sometimes referred to as “prebates”) as an inducement for doing business with the vendor.
- Accepting payments (other than legitimate discounts or rebates) from pharmaceutical manufacturers as an inducement for including the manufacturer’s drugs on the Company’s formulary.

## **XVIII. FALSE CLAIMS ACT**

Company Employees or agents may not submit false or fraudulent claims to any governmental payor.

Both federal and state False Claims Acts (FCA) make it illegal to knowingly present — or cause to be presented — a false or fraudulent claim for payment to the federal or state government. “Knowingly” includes acting not only with actual knowledge, but also with deliberate ignorance or reckless disregard of the facts.

The federal and state government may impose damages and penalties for FCA violations. The FCA provides that any person who knowingly submits, or causes to submit, false claims to the government is liable for three times the government’s damages plus a penalty that is linked to inflation. Under the civil FCA, each instance of an item or a service billed to Medicare or Medicaid counts as a claim, so fines can add up quickly. There also is a federal criminal False Claims Act (18 U.S.C. § 287); criminal penalties for submitting false claims include imprisonment and criminal fines.

The Company submits claims, as well as data and reports that are used for payment purposes, to the federal and state government under several health benefit programs, including but not limited to, Medicare Advantage, Medicare Advantage Dual Special Needs Program (DSNP), Medicare Part D, the Federal Health Benefits Program (FEHBP), Medicaid Managed Care, Child Health Plus, and Health Insurance Exchanges. To avoid liability under the False Claims Act, it is critical that all Members of the Workforce ensure that these submissions are complete and accurate.

The FCA might be violated, for example, if a Member of the Workforce knowingly submits to the Centers for Medicare & Medicaid Services (CMS) the State of New York, or the State of Connecticut:

- Erroneous encounter data;
- Cost reports reflecting non-covered services or misallocated administrative expenses;
- Inaccurate or incomplete discount or rebate information;
- False enrollment reports; or
- Misleading bid information.

## **XIX. GOVERNMENT HEALTH INSURANCE PROGRAM REQUIREMENTS**

All benefits provided by the Company under government-managed care programs must comply with applicable legal, regulatory, and contractual requirements.

The Company operates health benefit programs under which coverage is provided to beneficiaries of government programs pursuant to contracts with government agencies. These programs include

Medicare Advantage, Medicare Advantage Dual Special Needs Program (DSNP), Medicare Part D, Medicaid Managed Care, Health and Recovery Program, Child Health Plus, Federal Employee Health Benefit Program (FEHBP), and Health Insurance Exchanges. Even where the Company delegates administration of these programs to another company, the Company is ultimately responsible for ensuring that all legal, regulatory, and contractual requirements are satisfied.

In addition to the Anti-Kickback Statute and False Claims Act, state and federal regulations and the terms of government contracts govern the provision of benefits under these programs. The Company has adopted operational policies and procedures to ensure compliance with these requirements.

Among the key issues addressed by these policies and procedures are the following:

- All marketing must be conducted in accordance with all applicable rules, regulations, and guidelines of the Centers for Medicare & Medicaid Services (CMS), the New York State Department of Health (DOH), New York State of Health, the Connecticut Insurance Department, the Massachusetts Division of Insurance, and all other applicable federal and state agencies.
- No agent shall engage in any state or federally prohibited sales or marketing practice. No false or misleading information about Company benefits may be provided to enrollees or potential enrollees.
- Enrollment applications shall be processed consistent with applicable program rules. Members of the Workforce may not knowingly assist an ineligible person in obtaining government benefits.
- Coverage must be provided for all medically necessary services in accordance with the issued benefit plan. All clinical decisions about medical benefits shall be made by licensed clinicians subject to applicable rules, laws, or regulations. The coverage of prescription drugs is reviewed and approved by the Company's Pharmacy & Therapeutics Committee (P&T). The P&T Committee meets four times per year to review new drugs and the Company's existing formularies. Clinical decisions about prescription drug benefits shall be made by licensed clinicians subject to applicable rules, laws, or regulations.
- The Company shall ensure appropriate access to care, including preventive services. Services must be provided in a timely manner through qualified and geographically accessible health care providers. To the extent required by a government program, each member shall be assigned a geographically accessible primary care provider in a prompt manner.
- Under the Medicare Part D program, each enrollee's true out-of-pocket (TrOOP) costs shall be accurately calculated. Costs may not be improperly shifted to enrollees or CMS.
- All cost reports, encounter data, rebate calculations, bids, and other information submitted to state or federal government regulatory or administrative agencies shall be complete and accurate.
- Any suspected or actual fraud, waste, and abuse discovered by Members of the Workforce shall be promptly reported. The Chief Compliance Officer and the Legal department will ensure that all required actions, such as disclosures to government agencies and law enforcement officials, are done in accordance with relevant laws, regulations, and protocols. Any overpayments made by government agencies shall be promptly returned.

- Members of the Workforce are required to fully cooperate and be truthful in any audits or investigations of the Company carried out by state or federal governmental agencies.
- The Company may not employ, contract with, or reimburse any individual or entity to provide services under one of these programs if the individual or entity has been excluded from participation in a state or federal health care program. No Employee or contractor may be retained by the Company to provide such services unless the individual or entity is first screened against the U.S. Department of Health and Human Services Office of Inspector General List of Excluded Individuals/Entities, the U.S. General Services Administration Excluded Parties List System, Office of Foreign Assets Control, the New York State Office of the Medicaid Inspector General (OMIG) exclusion list, the Social Security Administration Death Master File, the National Plan and Provider Enumeration System (NPPES) list, the Office of Personnel Management Debarment list, the CMS Medicare Provider preclusion list, the TIBCO Exclusion Data List, the Medicaid Provider Sanctions list, or any other database the Secretary of the Department of Health and Human Services may prescribe.
- The Company monitors the activities of its Employees and contractors to ensure compliance with all requirements established by CMS, DOH, Connecticut Insurance Department (CID), Massachusetts DOI, New York DFS, Health Insurance Exchanges, and other applicable federal and state agencies.

## **XX. CORPORATE COMPLIANCE PROGRAM AND REPORTING**

The Company has a designated Chief Compliance Officer who is responsible for ensuring that the Standards of Conduct is followed by all Members of the Workforce. The Chief Compliance Officer reports to the Corporate Compliance Committee for all activities related to the Corporate Compliance Program. The Corporate Compliance Committee and its Corporate Policy Subcommittee review and approve all corporate policies.

It is the Company's practice to comply with all applicable laws, rules, and regulations. Each Member of the Workforce is responsible for complying with all standards and restrictions imposed by those laws, rules, and regulations. To help ensure that the Company complies with these requirements, Members of the Workforce should identify and raise potential issues before they lead to problems, referring to the Standards of Conduct and policies when in doubt.

If a Member of the Workforce becomes aware of any actual, suspected, or potential violation of the Company's Standards of Conduct, they should promptly notify a supervisor or someone in a leadership role. If a Member of the Workforce is not comfortable with that approach for any reason, or if no action is taken, the individual may contact the Human Resources department, Legal department, or Compliance department, call the Compliance and Ethics Hotline at **844-I-COMPLY (844-426-6759)**, or submit an online report through the Compliance and Ethics Hotline website: **emblemhealth.mycompliancereport.com**. The Compliance and Ethics Hotline and website are available 24 hours a day, seven days a week, 365 days a year, and are operated by a third party.

Callers to the hotline may choose to remain anonymous if they wish, and calls received will be forwarded to Compliance for appropriate action. Information provided by Members of the Workforce is treated as confidential to the extent possible under the law.

All Members of the Workforce are required to cooperate in any internal or external investigations of possible violations. It is a violation for any Member of the Workforce to retaliate against, intimidate, or threaten in any manner, directly or indirectly, another Member of the Workforce who reports an actual, suspected, or potential violation in good faith. For reporting concerns regarding health insurance-related fraudulent activity, Members of the Workforce may also call the Fraud Hotline at **888-4KO-FRAUD (888-456-3728)**.

Access the [Compliance Issue Resolution and Hotline Policy](#). Access the [Non-Retaliation and Non-Intimidation Policy](#).

### **Discipline**

A Member of the Workforce who violates the Company's policies or Standards of Conduct may be subject to disciplinary action, up to and including termination of service to the Company. Certain violations of the Standards of Conduct may subject the Member of the Workforce to civil and criminal charges and penalties, in addition to Company disciplinary actions.

Everyone who works with the Company is accountable for doing the right thing and for speaking up when something is not right.

