Horizon Blue Cross Blue Shield of New Jersey Vendor Code of Conduct

Vendor Code of Business Conduct and Ethics
The Horizon Blue Cross Blue Shield of New Jersey Vendor Code of Business Conduct and Ethics contains the rules and principles that must be followed in doing business with us. It provides a foundation to help ensure that our business is conducted according to our Core Values. It also includes the requirement to report all suspected fraud, waste, abusive practices or dishonest actions, including those that involved Medicare Advantage and Part D fraud, waste or abuse.

A Commitment to Integrity
Horizon Blue Cross Blue Shield of New Jersey, including its subsidiaries and affiliates (collectively, Horizon BCBSNJ or the Company), has a reputation for doing business with honesty, integrity and excellence, and in compliance with all applicable laws, rules, regulations and subregulatory guidance (collectively, laws, rules and standards).

Maintaining that reputation requires more than simply complying with those laws, rules and standards. Operating under consistently high standards of conduct is critical to Horizon BCBSNJ’s success, and all individuals, companies or others, working for, or on behalf of, Horizon BCBSNJ, directly or indirectly, are expected to conduct themselves accordingly. This includes Horizon BCBSNJ’s suppliers, vendors, health care providers, pharmacies, and first-tier, downstream or related entities (collectively, Vendors) and their employees, agents and subcontractors. Vendors are responsible for ensuring that their employees, agents and subcontractors comply with the standards of conduct as described in this Vendor Code of Business Conduct and Ethics (Vendor Code).

Horizon BCBSNJ may request information, as necessary, from the Vendor to ensure such compliance.
Compliance with the Law
Horizon BCBSNJ is committed to complying with the spirit and the letter of all applicable laws, rules, and standards, both on the state and federal level, including Medicare and Medicaid program requirements. Vendors are expected to conduct their business in the same manner while performing services for, or representing, Horizon BCBSNJ. This also includes compliance with all labor, health and safety laws that apply to the Vendor.

Reporting Potential Misconduct
If a Vendor knows, or reasonably suspects, a violation of this Vendor Code, a Horizon BCBSNJ policy, or any law, rule or standard, in connection with work performed for Horizon BCBSNJ, the Vendor must report it.

Such a report may be made to the Vendor’s Horizon BCBSNJ business contact, the Horizon BCBSNJ Compliance and Ethics Office or the Horizon BCBSNJ Compliance Integrity Help Line.

Failure to promptly report a known violation may result in action up to, and including, termination of the business relationship.

Horizon BCBSNJ Compliance Integrity Help Line
The Compliance Integrity Help Line is one of the options provided by Horizon BCBSNJ to report a violation or suspected violation of this Vendor Code, or laws, rules and standards.

Reporting can be made anonymously through the Horizon BCBSNJ Compliance Integrity Help Line at 1-800-658-6781.

Calls are received by a third party entity that transcribes the information provided and transmits it to Horizon BCBSNJ’s Compliance and Ethics Office. The third party entity will not trace the call. Anonymous calls should provide enough information about the situation to allow Horizon BCBSNJ to perform a meaningful investigation.

Fraud, Waste, Abuse, Dishonesty and Criminal Conduct
All suspected fraud, waste, abusive practices or dishonest actions, including those that involve Medicare Advantage and Part D fraud, waste or abuse, should be reported to the Horizon BCBSNJ Compliance and Ethics Office, the Horizon BCBSNJ Special Investigations Unit, the Compliance Integrity Help Line, the Horizon BCBSNJ Medicare Advantage and Part D Hotline or the Horizon
BCBSNJ Fraud Hotline. Contact information is provided in the Compliance Contacts section of this Vendor Code.

**Non-retaliation**
Horizon BCBSNJ does not permit retaliation against any Vendor who reports a violation, or potential compliance violation, in good faith. This is also true if the Vendor gives information to, or cooperates with, an investigation by Horizon BCBSNJ or law enforcement or other regulatory agency. However, action by Horizon BCBSNJ may be taken as a result of the Vendor’s involvement in a non-compliant activity.

**Avoiding Conflicts of Interest**
Vendors must avoid any conflict of interest with Horizon BCBSNJ and its employees. Horizon BCBSNJ employees must not allow their work on behalf of Horizon BCBSNJ to be influenced, or appear to be influenced, by personal factors, including any situation that may call into question their ability to make fair and impartial judgments and to act in the Company’s best interests.

These requirements regarding avoidance, and reporting, of potential conflicts of interest also apply to their immediate family members. Immediate family members include the employee’s spouse, parents, children, siblings, mothers- and fathers-in-law, sons- and daughters-in-law, brothers- and sisters-in-law, and anyone (other than domestic employees) who shares the employee’s home.

To avoid any Horizon BCBSNJ employee from having any such conflict, a Vendor may not deal with any Horizon BCBSNJ employee who has an investment in the Vendor, not including an indirect ownership interest in a mutual fund, or similar investment vehicle, where the employee does not make decisions about investments. In addition, Vendor shall not offer a consulting arrangement, or employment, to any Horizon BCBSNJ employee who is involved with selecting, managing or evaluating the Vendor.

**Requirement to Disclose**
If a Vendor’s employee has any type of personal or professional relationship with a Horizon BCBSNJ employee or Horizon BCBSNJ Board Member, or if a Vendor has any business, investment or other relationship with Horizon BCBSNJ, or a Horizon BCBSNJ employee, that might represent a conflict of interest, or potential conflict of interest, the Vendor must disclose this fact to Horizon BCBSNJ. Such disclosure should be made to the Vendor’s Horizon BCBSNJ business contact.
Gifts and Courtesies

Business courtesies may not be given or accepted if they are inconsistent with customary business practices, are excessive in value or can otherwise reasonably harm the reputation of Horizon BCBSNJ if publicly disclosed. Gifts or items of value, including entertainment, must never be offered to, or accepted from, government employees.

It is Horizon BCBSNJ’s policy that Vendors may not offer gifts of cash or cash equivalents, such as non merchant-specific gift cards or gift certificates (e.g., Visa or American Express). In addition, Horizon BCBSNJ employees may not give or accept a non-monetary gift which, by itself, and when combined with any other gift provided to an employee and his/her immediate family members, exceeds a retail value of $100 per twelve-month period. Other restrictions apply to any gifts, entertainment or anything of value from a Vendor who is a seller of pharmaceutical products, medical supplies or related products.

No bribes, kickbacks or other similar payments, in any form, shall be made, directly or indirectly, to, or for, anyone for the purpose of obtaining or retaining business or obtaining any other favorable action. Horizon BCBSNJ employees may not accept discounts that are not available to the general public or recognized as part of Horizon BCBSNJ’s discount program. No gifts or entertainment may be given as an inducement to generate any business, including that involving a federal health care program, such as Medicare, Medicaid, Medicare Advantage, Medicare Part D, the Federal Employee Health Benefits Program or the State Health Benefits Program.

Before offering or providing any business courtesies or entertainment to a Horizon BCBSNJ employee, the Vendor must confirm with the Horizon BCBSNJ employee that such entertainment would not place the Horizon BCBSNJ employee in violation of the Horizon BCBSNJ Code of Business Conduct and Ethics or the Horizon BCBSNJ Gifts and Entertainment Policy. In addition, Vendor shall not offer or provide any business courtesies or entertainment under circumstances that could reasonably harm the reputation of Horizon BCBSNJ if publicly disclosed.

Purchasing Decisions

Horizon BCBSNJ’s purchasing decisions are made based on a Vendor’s ability to meet Horizon BCBSNJ’s needs and not on the basis of personal relationships or friendships. Gifts, meals, favors or entertainment, in any form, that would likely result in an expectation of a personal obligation, should not be extended or accepted.
Reciprocity
Horizon BCBSNJ will never pressure any Vendor to purchase its products or services as a condition of doing business with Horizon BCBSNJ. Neither may a Vendor dictate purchases of goods or services from them simply because they are customers of Horizon BCBSNJ.

Respect and Integrity in the Workplace
Worker safety, health and the protection of the environment are essential priorities for Horizon BCBSNJ. Horizon BCBSNJ is committed to providing a safe and healthy workplace where individuals are treated with courtesy and fairness and respect the dignity of others.

Maintaining a Safe Working Environment
No type of violent or threatening behavior by Vendor’s employees is permitted, including threats, threatening language or any other acts of aggression or violence against anyone while on Horizon BCBSNJ premises, through its communication channels or while engaging in Horizon BCBSNJ business. While working on Horizon BCBSNJ’s premises, or while engaging in Horizon BCBSNJ business, Vendors' employees shall follow all Horizon BCBSNJ rules related to safety and security. Vendors are expected to cooperate with Horizon BCBSNJ in maintaining a safe work environment. In addition, Vendors must cooperate with agencies in any inspections and in enforcing applicable laws, rules and standards.

Prohibition of Harassment and Discrimination
There is no tolerance for any form of discrimination or harassment, including sexual harassment, in the workplace, whether or not the person intends that a comment or action offends another person. Discrimination and harassment are prohibited against any of the Vendor’s or Horizon BCBSNJ’s employees by reason of age, race, creed, religion, color, gender, pregnancy, national origin, marital status, sexual orientation, gender identity, real or perceived disability or handicap, genetic information, atypical hereditary cellular or blood trait, veteran status, service in the armed forces, refusal to submit to a genetic test or to make available the results of a genetic test, or any other status or condition that is protected under any federal, state or local law, rule or standard.

Prevention of Substance Abuse
The possession, use, sale or purchase of illegal drugs, or the abuse of legal drugs or alcohol, on Horizon BCBSNJ premises, anywhere while performing Horizon BCBSNJ business or in any situation where an individual may be identified as being associated with Horizon BCBSNJ is strictly prohibited.
Protecting Horizon BCBSNJ Assets

Horizon BCBSNJ resources may not be used for personal or financial gain unrelated to Horizon BCBSNJ business. Misuse of Horizon BCBSNJ assets may result in denial or restriction of access to those assets and may subject the Vendor to action up to, and including, termination of the business relationship.

Vendors may use Horizon BCBSNJ assets only to provide services or fulfill its contractual obligations to Horizon BCBSNJ, with permission from Horizon BCBSNJ. Horizon BCBSNJ assets include:

- All physical property, like workspace, supplies and equipment (including copy and fax machines).
- Information systems, like e-mail, voicemail, digital storage, Intranet and Internet access and software applications.
- Work time.
- Information about Horizon BCBSNJ, its business, members, employees, customers and vendors.
- Intellectual property.
- Horizon BCBSNJ’s funds, including cash, checks and Horizon BCBSNJ credit cards.

Improper use of Horizon BCBSNJ assets includes, but is not limited to, use for:

- Communicating in an obscene, hateful, defamatory or otherwise objectionable manner.
- Creating, viewing or sending sexually explicit material.
- Communicating information that a person knows, or should know, is false.
- Harassment of any type.
- Personal gain.
- Gambling or illegal activities.
- Creating or sending electronic chain letters.
- Downloading or sending non-business related audio/visual material.
- Downloading or sending commercial software or copyrighted material in violation of its copyright.

Vendors should have no expectation of privacy regarding communications produced with the use of Horizon BCBSNJ assets. Horizon BCBSNJ may review and disclose, for legal matters or to government agencies, without a Vendor’s knowledge or permission, any communication or other material produced
with the use of Horizon BCBSNJ assets. This includes e-mail, instant messaging, voicemail and other electronic communications systems.

**Safeguarding Horizon BCBSNJ Information**

Horizon BCBSNJ is committed to protecting the private, proprietary, and confidential information that its customers and employees share. Private information includes both financial and health information about Horizon BCBSNJ members, as well as Protected Health Information (PHI). Proprietary information is nonpublic information that Horizon BCBSNJ owns, or has agreed to protect, and has substantial value as a source of competitive advantage. It includes, but is not limited to, business strategies, customer and vendor lists and information, pricing methodologies, financial information, plans to enter or exit markets and product lines, new product designs, operations information and information system designs. All Horizon BCBSNJ information, files and documents are considered strictly confidential.

Various state and federal laws and regulations, including the Health Insurance Portability and Accountability Act (HIPAA), govern Horizon BCBSNJ’s use and disclosure of its members’ private information. This private information may not be used or disclosed except as permitted by Horizon BCBSNJ’s policies and applicable privacy and security rules. Generally, that means for the purpose of treatment, payment or health care operations, or with the member’s authorization.

Vendors may not access, use or disclose confidential information unless they have a legitimate business need to do so and are performing an appropriate business function for Horizon BCBSNJ. All Horizon BCBSNJ information should be considered strictly confidential. Vendors must protect private and confidential information even after they are no longer associated with Horizon BCBSNJ and are not permitted to take, disclose or use private, proprietary or confidential information in work for any other company or employer or for any purpose other than to further Horizon BCBSNJ’s legitimate business interests.

In addition, Vendors who provide services to, or on behalf of, Horizon BCBSNJ and require the use and disclosure of PHI are considered Business Associates. Any Vendor who is a Business Associate must enter into a Business Associate Agreement with Horizon BCBSNJ, as required by HIPAA, as amended from time to time.

**Passwords and Access**

All information used to access Horizon BCBSNJ’s information systems, including user IDs, access
codes, computer passwords and password protected information, is completely confidential. They are to be used for the business purpose for which they were issued. Sharing computer passwords or using another person’s password is prohibited. Violations may result in termination of the Vendor’s business relationship with Horizon BCBSNJ.

**Reporting**

A Vendor who is a Business Associate of Horizon BCBSNJ must report any activities that may compromise the security or confidentiality of Horizon BCBSNJ data, including PHI, and information systems, in accordance with the terms of its Business Associate Agreement with Horizon BCBSNJ. Vendors who are not Business Associates of Horizon BCBSNJ must promptly report any activities that may compromise the security or confidentiality of Horizon BCBSNJ data, including PHI, and information systems. Failure to immediately report a security, privacy or confidentiality violation may result in termination of the Vendor’s business relationship with Horizon BCBSNJ.

**Horizon BCBSNJ Books, Records and Documents**

**Accuracy of Books and Records**

Horizon BCBSNJ relies on its books and records, which must be complete, accurate and understandable. In conducting business with Horizon BCBSNJ, Vendors are expected to:

- Follow all laws, rules and standards and Horizon BCBSNJ policies and procedures when accessing, creating and managing records.
- Obtain appropriate authorizations, as well as establish, and comply with, internal controls, for all transactions.
- Not create or submit false or misleading reports, records or entries.
- Not omit, conceal, alter or destroy relevant information or take any other action that might compromise Horizon BCBSNJ’s ability to defend the integrity of its data.

**Retention of Records**

Horizon BCBSNJ is required to maintain all records, whether paper, electronic or in any other media, and to destroy those records properly and in accordance with applicable laws, rules and standards and Horizon BCBSNJ’s policies. Vendors must maintain accurate and complete records of all matters related to its business with Horizon BCBSNJ for the period of time required by applicable laws, rules and standards, contracts or the agreement with Horizon BCBSNJ, whichever is longest.
When litigation or a government investigation, examination or audit is pending or threatened, relevant records (in all types of media) must not be destroyed until that audit, lawsuit or investigation is concluded. Information shall be provided to the Vendor by Horizon BCBSNJ’s Legal Affairs Division or the Vendor’s Horizon BCBSNJ business contact. Destruction or other alteration of documents or records in contemplation of an actual or possible legal proceeding or a governmental audit, investigation or examination will likely constitute a criminal offense.

Intellectual Property Rights

**Horizon BCBSNJ’s Intellectual Property**

Horizon BCBSNJ’s intellectual property is one of its most valuable assets. Intellectual property includes the product of any work created, made, developed, written or conceived which:

- results from work performed on behalf of Horizon BCBSNJ,
- used Horizon BCBSNJ equipment, materials, computer programs or facilities, or
- used Horizon BCBSNJ’s confidential or proprietary information.

None of Horizon BCBSNJ’s intellectual property may be shared with others outside of Horizon BCBSNJ, unless specifically authorized, in writing, by Horizon BCBSNJ.

**Intellectual Property Rights of Others**

Horizon BCBSNJ respects the intellectual property of others, and Vendors may not use or copy any copyrighted work without the approval of the copyright owner or its authorized agent. Generally, trademarks may be used as permitted by the license terms. When using Horizon BCBSNJ systems and equipment, Horizon BCBSNJ security policies and procedures must be followed. Only software that is properly licensed by Horizon BCBSNJ is permitted on Horizon BCBSNJ computers.

**Fair Competition and Business Practices**

Horizon BCBSNJ competes fairly in the marketplace and conducts its business with integrity. Interactions must always be fair and in keeping with ethical business practices. Horizon BCBSNJ strictly adheres to all federal and state antitrust laws. Violation of these laws, regardless of intent, exposes Horizon BCBSNJ, and individuals involved, to significant civil and criminal penalties, including fines and imprisonment. Similarly, Vendors are expected to comply with all antitrust laws.

**Insider Trading**

Vendors must not buy, sell or trade in the securities of companies about which they have inside
information, obtained as a result of their interaction with Horizon BCBSNJ, until that information becomes public. Material, non public, or "inside", information is information about a company that is not available to the public and which a reasonable investor would likely consider as important in deciding whether to buy, hold or sell a security. Vendors are not permitted to provide inside information to others who may then trade on that information.

**Interacting with the Government**

Any Vendors who are authorized to act on behalf of Horizon BCBSNJ with any governmental body or federal or state regulatory agency must do so in a direct, open, respectful and ethical manner. No action may be taken that could mislead, directly or indirectly, any governmental representative. Additionally, Vendors must know and comply with all the terms of the government contract.

Vendors shall comply with all reasonable requests of authorized officials and governmental agencies. This includes cooperating to provide access to records or facilities, as required by law or regulation. If a Vendor is contacted in reference to a governmental inquiry, or at the start of any unscheduled audit, inquiry or production of documents or other Horizon BCBSNJ property, the Vendor must contact the Horizon BCBSNJ Legal Affairs Department or the Horizon BCBSNJ Compliance and Ethics Office.

**Government Contracts**

Activities that may be acceptable when working with the private sector may be improper, and even illegal, when the government is a customer. All Vendors must comply with all requirements that apply to the governmental contracting process. No payment of money, gifts, services, entertainment or anything of value may be offered, directly or indirectly, or through an intermediary, to any government official or employee. No kickbacks or anything of value, in connection with activities involving a government contract, may be accepted.

**Federal Health Care Programs**

Organizations with federal contracts are prohibited from hiring or entering into contracts with individuals who have a propensity to engage in inappropriate or improper conduct. Therefore, Horizon BCBSNJ will not do business with those who have been debarred, excluded or are otherwise ineligible for participation in federal health care programs (including Medicare and Medicaid). Vendors are responsible for conducting adequate screening to ensure that no entity or individual has been so debarred or excluded or is otherwise ineligible. Such screening must occur at the time of hire, or contracting, and at least annually thereafter. Vendors must notify Horizon BCBSNJ’s Compliance and Ethics Office if it, or any of its employees, agents or subcontractors, has been debarred or excluded.
from any federal health care program. Anyone identified as being debarred or excluded must be removed from servicing Horizon BCBSNJ business.

**Compliance Contacts**

In addition to the Vendor’s Horizon BCBSNJ business contact, a Vendor may obtain advice or report any violations or suspected compliance violations to:

- **Horizon BCBSNJ Compliance Integrity Help Line**
  - 1-800-658-6781

- **Horizon BCBSNJ Compliance and Ethics Office**
  - 973-466-8471 or 973-466-5184
  - [CorporateCompliance@HorizonBlue.com](mailto:CorporateCompliance@HorizonBlue.com)

- **Horizon BCBSNJ Privacy Office**
  - 973-466-8715 or 973-466-6537

- **Horizon BCBSNJ Information Security Governance**
  - 973-466-4496

- **Horizon BCBSNJ Special Investigations Unit**
  - 973-466-8724
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<tr>
<th>Service</th>
<th>Phone Number</th>
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<tr>
<td>Horizon BCBSNJ Medicare Advantage and Part D Hotline</td>
<td>1-888-889-2231</td>
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<tr>
<td>Horizon BCBSNJ Fraud Hotline</td>
<td>1-800-624-2048</td>
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<tr>
<td>Horizon BCBSNJ Legal Affairs</td>
<td>973-466-8788</td>
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Note: This Vendor Code sets forth general principles to which Vendors must comply. More restrictive requirements may be set forth in the business agreement with Horizon BCBSNJ.