



ND

CODE OF CONDUCT



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Blue Cross Blue Shield of North Dakota is an independent licensee of the Blue Cross Blue Shield Association

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A Message From the President

DEAR EMPLOYEES:

For over 80 years, we have been committed to keeping our members front and center, helping them manage their well-being and health events in a complex and highly regulated industry. Through those years, it is because of your commitment to doing what is right for our members that has kept us strong and successful. This Code of Conduct lays out our company expectations for you to navigate your care for our members and each other.

To be truly successful, we need to act in a manner that reflects our values of Integrity, Innovation, Stewardship, Collaboration, Service Excellence and Enthusiasm. Every one of us plays a role in managing our reputation by exhibiting integrity in all that we do, whether we are helping a member or helping a colleague.

And while our Code of Conduct cannot possibly cover every situation that may arise, it outlines our guiding principles for expected behaviors, reporting, controls, conflicts, communications and protections.

The Code of Conduct also applies equally to all employees, contingent workers and board members of Healthy Dakota Mutual Holdings, Blue Cross Blue Shield of North Dakota (BCBSND), Azurance Group Inc., BCBSND Caring Foundation and all affiliated companies.

If a situation arises where there is a concern about the right course of action to take, please reach out to your supervisor or the Compliance department to get the appropriate guidance. Our company's No Retaliation Policy pledges that no form of retribution will ever be acceptable for speaking up for the interests of our company and our members.

Thank you all for committing to do what is right for our members, and for each other.

A handwritten signature in black ink that reads "Dan Conrad".

Dan Conrad
President and Chief Executive Officer

Section 1

Compliance and Integrity

OUR VALUES

Our mission is to simplify healthcare, ensure affordability and elevate well-being. Our values are at the heart of how we operate to achieve our purpose and objectives. These values include:



Integrity

We do the right thing.



Effective Collaboration

We work together toward a common purpose.



Service Excellence

We provide value through quality service.



Constant Innovation

We seize opportunities to advance progressive change.



Responsible Stewardship

We manage all resources entrusted to us with efficiency and care.



Enthusiasm

We enjoy our work and have fun doing it.

INTEGRITY

We are committed to integrity in all that we do. The Code of Conduct defines what is expected of us and is a resource you can rely on to figure out what is right when it comes to acting with integrity in the workplace. You can rely on the following principles of integrity as a path to what is proper in most work situations, regardless of the job at hand:

- Always strive to do the right thing and to be accountable for our actions.
- Care not only for the end result but how we obtain it.

- We are trustworthy and honest. We observe all laws and regulations, but lawful behavior is not enough on its own. Ethical behavior is our standard.
- No individual's position or influence is more important than the core value of integrity.

ETHICAL LEADERSHIP AND ACCOUNTABILITY

Management is committed to living up to high standards of ethical behavior. By incorporating integrity as one of our values, our leaders aim to support a culture that not only embraces the principle of doing the right things, but also doing things the right way.

Leaders, because of their positions of authority, have added responsibilities. An important part of a leader's responsibility is to set the standard for outstanding business practices. We expect leaders to reflect commitment to integrity in both words and actions. As a leader, you should:

- Help everyone understand how the Code of Conduct applies to their positions and everyday behavior.
- Promote open and honest two-way communications.
- Be a positive role model by actively promoting company values and ethical standards.
- Encourage others to ask questions, make suggestions, and report concerns without fear of retaliation.
- Recognize a report made to you is a report to the Company. Reports received that include a violation of the Code of Conduct or Company policies need to be reported to Compliance.

RISK MANAGEMENT AND INTERNAL CONTROL

Robust risk management helps us manage risks and yield opportunities so we can achieve our objectives. We expect employees to play an active role in maintaining a strong corporate risk culture. You do this when you work together with your fellow employees to do what is ethical for our members and speak up when issues or concerns arise. We are responsible to identify, understand and properly manage risks. We manage risks by implementing and supporting internal controls. This ensures our operations are consistent with company values, objectives and obligations.

As appropriate for your area of responsibility, we expect you to proactively identify and understand the risks and opportunities, and report risk(s) through designated channels:

- Discuss with an immediate supervisor and give them a chance to address the risk(s).
- Discuss the risk(s) with a higher level of department management.
- Discuss the risk(s) with the Enterprise Risk Management department.
- If you are not comfortable talking to Enterprise Risk Management personnel directly, you may use one of the below anonymous reporting mechanisms.

An internal control is a system of planned actions built into our business processes and executed to offer reasonable, but not absolute, assurance regarding the achievement of our business objectives. Internal controls help us get to where we want to go and avoid the pitfalls and surprises that may occur along the way.

What is the Purpose of an Internal Control?

Promotes effective and efficient operations

Ensures reliable financial and operational reporting

Maintains compliance with applicable laws and regulations

Helps prevent, detect or correct errors

Management is responsible for identifying and implementing internal controls as necessary based on risk level. Management must also monitor, update and revise internal controls as needed based on changes in processes and the business environment. We are all expected to know and follow the internal controls that affect our day-to-day responsibilities.



ANONYMOUS REPORTING MECHANISMS

Compliance Hotline
701-281-8601
or toll free at 1-888-264-2227

Web Form
whistleblowerservices.com/nmic

ANTI-FRAUD COMMITMENT

Fraud, waste, and abuse occurs in many ways and can involve:

- Provider and member claims
- Over- and under-utilization
- Misrepresentation of provider application information
- Misuse of corporate assets
- Making false statements to obtain payment for products or services
- Other types of fraud

We are committed to identifying, preventing, correcting, and reporting fraud, waste and abuse. The efforts undertaken as part of these processes are collaborative in nature and involve training and education, internal controls (including automated claims system edits, monitoring, audits and investigations) and more. These steps protect the company and government from activities such as careless expenditures or abuse of resources. Externally, we may partner with a variety of agencies such as the North Dakota Insurance Department, Program Integrity Unit, Federal Employee Program and law enforcement tasked with those investigative actions. This commitment helps protect our company and members, and safeguards tax payer dollars.

For more information about our commitment and how to report concerns, review the Fraud, Waste and Abuse Program section and [Financial Fraud Policy](#).

LEGAL AND REGULATORY COMPLIANCE

The companies are subject to a wide variety of federal, state and local laws and regulations as well as contractual requirements, ones created by accreditation and licensing.

We are all expected to:

- Know and follow the laws and contractual requirements that apply to our work
- Know and follow company policies
- Ask questions when uncertain about the legality or correctness of conduct
- Consult with the Legal department when interpreting laws or regulations
- Seek guidance from supervisors, the Compliance and Integrity department and the Legal department, if in doubt about an action

No instruction, excuse or pressure justifies breaking the law or encouraging someone else to do so. No one should ever believe breaking the law to help the company or its members, providers, business partners or vendors is the right thing to do.

A COMMITMENT TO COMPLIANCE AND INTEGRITY

The Compliance and Integrity Program is an important part of our governance structure. It shows our Board of Directors' commitment to the highest standards of compliance and integrity.

The Compliance and Integrity Program includes several processes designed to help fulfill the Board of Directors' commitment to compliance and integrity. These include:

- The Code of Conduct and other company policies and procedures
- Trainings and communications
- Investigations of alleged wrongdoing
- Disciplinary measures for violations of company policies

As a condition of employment, you should complete Compliance trainings and assignments in a timely manner. If you do not complete Compliance training and assignments in a timely manner, you may be subject to disciplinary action, up to and including separation of employment.

Section 2

Speak Up

WHY YOU SHOULD REPORT

We live the value of Service Excellence by being accountable to each other to help fulfill our obligation to offer products and services to members. We do this by following applicable laws, contract terms, highest ethical standards and by immediately reporting any issues or concerns.

By Raising Your Concerns

you are helping to protect yourself, your colleagues, our company and our members.

You should report a potential compliance concern so the Compliance and Integrity department can address it. Speak up immediately if you see or suspect activity that may be a violation of the Code of Conduct, related company policies, law, regulation or contractual requirement, which includes self-reporting.

You Ensure the Continued

success of the company by following company values and expecting the same of those around you.

If the company's attorneys believe the company is in violation of any state or federal law or breach of fiduciary duties, they will address those concerns. The company's attorneys should report the material violation to the Chief Legal Officer, Chief Executive Officer and/or Chief Compliance Officer.

IDENTIFYING AND ADDRESSING CONCERNS

The company does not expect each of us to have the answer to every ethical question but does expect each of us to know when to ask for help and where to go for help.

If you're ever faced with a difficult situation and are unclear about the right decision, ask yourself:

- Is it legal?
- Is the action consistent with our values, the Code of Conduct, contractual requirements and other company policies?
- Would I feel comfortable if this information appeared on the front page of the local newspaper?

If the answer to these questions is "yes," the decision to move forward is okay, but if the answer to any question is "no" or "I'm not sure," stop and seek help by following the steps on the following page.



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WAYS TO ADDRESS CONCERNS

DISCUSS WITH YOUR IMMEDIATE SUPERVISOR

Discuss the concern with an immediate supervisor and give them a chance to solve the problem.

DISCUSS WITH A HIGHER LEVEL OF DEPARTMENT MANAGEMENT

Discuss the concern with a higher level of department management.

DISCUSS WITH COMPLIANCE

You may discuss the concern with the Chief Compliance Officer or another member of the Compliance and Integrity department. Contact Compliance and Integrity personnel:



By phone



By email (compliance@bcbsnd.com)



In-person

REPORT ANONYMOUSLY

If you are not comfortable talking to Compliance and Integrity personnel directly, you may use one of the following anonymous reporting mechanisms:



Compliance Hotline (701-281-8601 or toll free at 1-888-264-2227)

The Hotline is not answered by a live person. Instead it allows you to leave a message and is available 24/7.



Web Form (whistleblowerservices.com/nmic)



Interoffice Mail Router addressed to Compliance

GUIDE TO REPORTING

You do not need to know all the details before making a report, however, if you have the following information, please include it when making a report:

- Describe the situation in detail and include the business area and people involved.
- Identify dates when events occurred.
- Let us know if you saw this directly or if someone told you about it.
- Tell us how the situation occurred (e.g., Was a policy not followed? Was someone told to do something inappropriate?). Describe any relevant documents or other references that could be helpful.

We contracted with a vendor to support the Compliance Hotline and Web Form. The vendor receives calls made to the Compliance Hotline, records the message and distorts the caller's voice to protect his or her identity.

You will receive a 14 to 16-digit code when you make a report through the vendor. Compliance and Integrity personnel may use the vendor's secured website to leave messages for you, and you may respond using the same website and your 14 to 16-digit code.

Sometimes, it may seem easier to look the other way when you notice what appears to be a violation but doing nothing can result in serious consequences. When you speak up about unethical or illegal behavior, you're saying an honest and ethical workplace matters to you.



For more information on reporting, visit the [Compliance and SIU SharePoint](#).

ANONYMITY AND CONFIDENTIALITY

You may remain anonymous when making a report. However, the Compliance and Integrity department encourages you to give your name in case we need to obtain more information to fully investigate the report. If we do not have enough information, we may not be able to act.

Use the Compliance Hotline, Web Form (whistleblowerservices.com/nmic) and interoffice mail routers to report anonymously.

We keep communications confidential to the extent possible; however, there may be limited situations where we are not able to do this. This will be based on the nature of the allegations and the outcome of the investigation. It may be necessary to advise law enforcement officials, regulatory agencies and/or senior management. Any disclosure is limited to only those who have a need to know.



SCENARIO

Scenario: I am not sure whether I should report my concern to the Compliance and Integrity department or Human Resources?

Solution: The Compliance and Integrity department investigates allegations related to violations of the Code of Conduct, company policies (with the exception of the Employee Handbook), and civil, criminal or administrative law. If you want to report a violation of the Employee Handbook, you should report it directly to Human Resources. If the Compliance and Integrity department receives a report of a violation of the Employee Handbook, we will send it to Human Resources for review.

INVESTIGATION OF REPORTS

When you contact the Compliance and Integrity department, we will address your concern promptly and fairly. Compliance and Integrity personnel are authorized to investigate reports and make sure there is a proper resolution. For confidentiality reasons, we may not be able to inform you of the outcome of the investigation. We will contact you, when possible, to advise the investigation is closed.

All personnel should cooperate with the investigation of an alleged violation of the Code of Conduct, company policy or the Compliance and Integrity Program.

The Compliance and Integrity department can refer reports or investigate in collaboration with staff from Legal, Human Resources, Security and/or Privacy.



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NO RETALIATION POLICY

This company maintains a No Retaliation Policy. Open communication of issues and concerns, without fear of retaliation, is vital to the success of our Compliance and Integrity Program. Anyone who, honestly and in good faith, reports a potential violation or cooperates with an investigation is protected from retaliation. Reporting in good faith means you are truthful and acting with honest intent when letting the company know of potential conduct that violates any company policy or values.

Retaliation is any form of adverse treatment that is directed toward an individual who reports a potential violation of law or company policy or cooperates with an investigation. Forms of retaliation include but are not limited to intimidation, harassment, discrimination, revenge and adverse employment action. Examples of retaliatory actions include but are not limited to, a negative performance appraisal without performance justification, unwarranted disciplinary action, avoidance or exclusion by others or failure to include the retaliated person in work-related social functions.

If you suspect retaliation is occurring or has occurred report it immediately. Violations of the No Retaliation Policy may result in discipline up to and including immediate termination of employment.

REPORTING OUTSIDE OF THE COMPANY

In certain circumstances, we must report legal and contractual violations to our customers, business partners and/or the proper regulatory or oversight authorities. The Chief Compliance Officer, Chief Legal Officer and others, as appropriate, will decide when reporting to external authorities or parties is necessary. This obligation increases the importance of immediately reporting concerns of wrongdoing.



You must report lost or stolen mobile media immediately to the IT Help Desk or after hours to the security guard station at 701-282-1011.

If you become aware of, or suspect, any unauthorized acquisition, access, use or disclosure of Protected Health Information or Personally Identifiable Information, you must report such unauthorized actions per the [Breach Notification Policy](#). If we do not make timely disclosure of such violations, we could receive sanctions, including losing a contract and/or being suspended or debarred from federal programs, such as the Medicare Program or the Federal Employees Program.

Employees and contingent workers must contact the Compliance and Integrity department with all potential company regulatory issues that may fall under the jurisdiction of the North Dakota Insurance Department (NDID). Employees and contingent workers must refrain from contacting the NDID directly with potential company regulatory issues. If you are uncertain about whether an issue may be a potential company regulatory compliance issue that falls under the jurisdiction of the NDID, you should report the issue to Compliance for review. Compliance will then decide how the issue should be handled.

DISCIPLINARY ACTIONS

Disciplinary actions for violations of the Code of Conduct or other company policies are applied in accordance with the Employee Handbook.

Disciplinary action may take any one of the following forms: coaching, verbal warning, written warning or separation of employment.

WHEN IN DOUBT,
report the issue to
Compliance for review.
Compliance will then
decide how the issue
should be handled.

Section 3

Conflicts of Interest

We respect your right to manage your affairs and investments and recognize you may take part in financial, business and other activities outside of your job. The principles described in this and other sections are intended to ensure decisions are objectively based on what is best for the company and are not influenced by personal interests.

A conflict of interest occurs when a personal situation may compete with the interests of the company. We should not put ourselves into situations where questions may arise about our objectivity or ability to be unbiased.

If you think you or someone else has a conflict of interest, or the appearance of one, tell your supervisor and/or the Compliance and Integrity department so we can review and document the circumstances.

To further ensure independent decision making, the company must not directly or indirectly, including through any subsidiary, extend or maintain credit, arrange for the extension of credit, or renew an extension of credit in the form of a personal loan to or for any member of the Board of Directors or officer.

CONFLICT OF INTEREST DISCLOSURE FORM

You must report annually and as they occur throughout the year, personal situations which are or appear to be a conflict of interest in relation to company decisions and transactions. Compliance and Integrity personnel evaluate reports, work with supervisors as necessary and determine if any internal controls or safeguards should be implemented to reduce the risk of a conflict of interest.

You must disclose any financial interest you, a family or household member have in a competitor or company doing business (or seeking to do business with) with the company.

If you need to update your Conflict of Interest Disclosure Form, email compliance@bcbsnd.com.

You must notify the Compliance and Integrity department immediately in the event you are convicted of a felony.

OUTSIDE EMPLOYMENT OR ACTIVITIES

You must avoid outside employment or activities that would have a negative impact on your job performance, conflict with your work time, job duties or responsibilities at work or in any way negatively affect the company or its reputation in the community. You may not use Company resources, applications or equipment for personal financial gain/outside employment. If you have questions on outside employment or activities, discuss them with your supervisor, HR or the Compliance and Integrity department before you accept the outside employment or activity. More information can be found in the [Outside Employment Policy](#).



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SCENARIOS

Scenario: My family member had a job change that could be a conflict with my job. Do I report it right away or wait for the annual disclosure process?

Solution: Report such changes right away to your supervisor and the Compliance and Integrity department.

Scenario: I am a Customer Advocate and I am interested in taking a part-time job at a provider billing office. Is it okay for me to accept this new position?

Solution: There are circumstances where outside employment may pose as a potential conflict. If you have questions on outside employment, discuss them with your supervisor or the Compliance and Integrity department before you accept the outside employment.

POLITICAL ACTIVITIES AND CONTRIBUTIONS

Federal and state laws control our ability to take part in political activities. These laws restrict using company assets in connection with federal and state elections. We may not include political contributions on expense reports, use company time for personal political fundraising or use company assets for political purposes in any other way. The Government Affairs and Legal departments must review and approve any political activity.

We encourage you to take part in the political process outside of work. You should always make it clear you are taking part on your own time and expense and you do not speak for the company.

USE OF INFORMATION OR ASSETS

We must not use information we learn in our jobs for personal investment or gain, nor may we provide this type of information to family members or others.

We are all responsible to ensure we are using assets per company policy. Company assets include not only equipment, inventory, corporate funds and office supplies, but also concepts, business strategies and plans, financial data, member and provider information, intellectual property rights and other proprietary information related to company business.

We may not use company assets for personal gain or give them to any other persons or entities, except in the ordinary course of business as part of an approved transaction.

On occasion, the company may sell unneeded assets to employees. Such sales must be supported by properly approved documentation signed by an authorized employee.

Protections of information and assets continue even after your relationship with the company has ended.

BUSINESS DEALINGS

We strive to maintain the highest standards of integrity and objectivity in our business dealings with vendors and service providers. We base our relationships with vendors and service providers on the cost and quality of the products and/or services they provide, rather than on our own personal interests. If you have or may appear to have a personal interest in the outcome of a company decision, you should excuse yourself from the decision-making process.

Our Purchasing Policy sets forth standards relating to competitive bids and other purchases. The review and acceptance of such bids should be made by those free from conflicts of interest.



SCENARIO

Scenario: My husband owns a company that offers a service the company is getting bids on. Can my husband submit a bid for the contract to offer these services?

Solution: Yes. The decision to determine whether doing business with your husband's company would be in the best interest of the company is done by those in the company who are objective and hold no interest in your husband's company. If we contract with your husband's company, you would need to list the business relationship on your Conflict of Interest Disclosure Form.

KICKBACKS AND BRIBES

We must never offer or accept kickbacks or bribes connected to a purchase or sale of goods and services. Kickbacks and bribes can take many forms other than direct cash payments or credits. In general, if you or your family could gain personally through the transaction, it is prohibited. Such practices are unethical and may be illegal.

A kickback could be:

- An offer for a discount on electrical work at a personal home for contracting with an electrician for BCBSND
- Use of XYZ's company condominium in Florida after renewing XYZ's group
- Free night's stay at a hotel for booking a convention on behalf of Azurance

BUSINESS COURTESIES

A business courtesy is a gift or favor for which we pay less than fair market value or nothing at all. It may include the following items:

- Gifts
- Transportation
- Discounts
- Tickets to events if the vendor won't be present
- Passes
- Promotional items
- Use of a giver's time, materials or equipment

Business courtesies offered to or received from individuals and entities with which we do business, or may do business, can create the appearance that our business decisions were influenced by these business courtesies.

Factors the Compliance and Integrity department considers as part of the evaluation may include the value and nature of the business courtesy and whether you have decision-making authority to potentially engage the entity offering the business courtesy.



ACCEPTABLE BUSINESS COURTESIES

- Non-cash gifts
 - Fair market value of \$100 or less
 - Fair market value of \$20 or less, when the gift is related to work performed for a federal program such as: Federal Employee Program, Medicare Advantage, Prescription Drug Program or Medicaid Managed Care.
- It is infrequent, not requested and imposes no sense of obligation on the giver or recipient.
- It would not reasonably appear to influence a business decision or gain favor.
 - Examples include promotional items, trinkets, candy, nuts or other food items or gift certificates/gift cards to restaurants or retail stores.



UNACCEPTABLE BUSINESS COURTESIES

- Gifts of money may never be offered or accepted
 - Examples include non-merchant gift cards and gift certificates (e.g., Visa or American Express).
- Fair market value is greater than \$100 or \$20 for a federal program.
- Violates a law, regulation or company policy.

We may never solicit business courtesies, whether monetary or non-monetary. To help keep our objectivity, we are each limited to no more than \$200 in business courtesies annually from a single vendor. Consult with the Compliance and Integrity department with any questions or if you're unsure.

BUSINESS ENTERTAINMENT

Business entertainment offered or received by employees as part of a legitimate business activity where the vendor or company representative are present must be reasonable and infrequent. All such offers over \$200 value, require prior Compliance and Integrity department evaluation and approval.



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SCENARIOS

Scenario: Can I keep a \$20 Visa gift card sent by a vendor?

Solution: No, the Visa gift card would not be an acceptable business courtesy because it's cash or cash equivalent. Additionally, you must report this to the Compliance and Integrity department.

Scenario: Do I need to report a \$15 gift card to Starbucks sent by a vendor?

Solution: No, you do not need to report it. It is an acceptable business courtesy because it's to a restaurant/retail store and is under the business courtesy limit.

Scenario: A vendor has offered me four tickets to a Minnesota Twins baseball game. The vendor plans to attend. May I accept the tickets?

Solution: Before accepting an offer like this, consult with the Compliance and Integrity department, who will evaluate the offer in light of a legitimate business purpose and other potential conflicts.

Scenario: At a work-related conference, my name was entered in a random drawing and I won an Apple Watch Sport, valued at \$349. Can I keep this prize?

Solution: You need to report this prize to the Compliance and Integrity department to review since it is valued above \$100.

PRIZE DRAWINGS

Items given away in prize drawings at industry conferences are acceptable when:

- The event is a bona fide, legitimate giveaway.
- Everyone who registers puts in a ticket or otherwise enters the contest has the same opportunity or chance to win.
- The prize is not excessive or inappropriate to the occasion.
- The prize is not cash.
- There is no obligation for having entered and won the prize (e.g., an obligation to use a specific company's services or to provide the sponsoring company with your business attention).

You must report prizes having a fair market value over \$100 to the Compliance and Integrity department for review.

HONORARIUMS

We may be asked to participate in external forums, conferences or advisory boards. Invitations to participate in such capacities often include honorariums such as the payment of registration, travel and/or lodging expenses. If there is no actual or potential conflict of interest, we generally allow you to accept the waiver of a registration or conference fee. The offers to have travel and/or lodging paid should be declined. If your supervisor approves you attending the event, the company should pay for the travel and/or lodging expense.

Report any honorariums over \$100 to the Compliance and Integrity department.



SCENARIO

Scenario: I work in the Provider Audit department and have my American Academy of Professional Coders license. I have been asked to speak at a conference for my professional association. In return for speaking, the association has offered to waive my registration fee. Can I accept this?

Solution: Each speaking engagement is different so you should always consult with your supervisor and the Compliance and Integrity department. In this scenario, it does not appear that accepting the registration fee from the professional association would result in any conflicts of interest because the association is not acting as a vendor of the company. Subject to your supervisor's review and approval, it is acceptable for the association to waive your registration fee in exchange for you speaking at the conference.

BUSINESS COURTESIES IN FOREIGN COUNTRIES

Our commitment to compliance extends to all international requirements as well. We are subject to the Foreign Corrupt Practices Act, which prohibits us from offering payment of any value to a foreign official to obtain or retain business. In certain circumstances, we may be allowed to offer very small business courtesies to foreign officials. Before doing so, the Legal department must review and approve in writing all business courtesies.

Section 4

Protecting Assets and Information

CONFIDENTIALITY AND DATA SECURITY

Confidential Information

is one of the most valuable assets entrusted to us.

We must be diligent to ensure we are properly identifying, accessing, using, sharing, storing and destroying confidential information. Whether you work remotely or travel on company business, member information (including protected health information) should be protected at all times.

To be Diligent, We Must All do Two Things

1. Know what information is considered confidential.
2. Know how to protect this confidential information.

We must also ensure our use and protection of this information meets the requirements established by federal and state laws, which include, but are not limited to, Health Insurance Portability and Accountability Act, Health Information Technology for Economic and Clinical Health and the Privacy Act.

Our Confidentiality Policy defines three classes of confidential information to help you understand what information is considered confidential.

3 Classes of Confidential Information

1. Protected Health Information
2. Personally Identifiable Information
3. Proprietary Information

We are prohibited from using Noridian Healthcare Solutions Medicare data or communicating information about Noridian Healthcare Solutions Medicare data in connection with any private line of business unless authorized and permitted under law or contract.

We are prohibited from using Medicaid Expansion data for any purpose not directly related to BCBSND's performance of the Medicaid Expansion contract. Medicaid Expansion data requests involving proprietary information or Personally Identifiable Information should be sent to the executive director of Government Programs for written approval.

Other company policies tell how to protect confidential information:

- A comprehensive set of Privacy and Breach Policies for Protected Health Information provides information on accessing, using or sharing our customers' information. If you knowingly use or share information in violation of privacy requirements, you and/or the company will be subject to misdemeanor or felony charges, fines or imprisonment.
- A comprehensive set of Security Policies provides information on protecting all forms of confidential information. These company policies also provide direction on how we can appropriately use our information systems.
- The [Contract Review Policy](#) requires written agreements with vendors and service providers. We must ensure these agreements include confidentiality standards to protect our information.
- The Breach Notification Policy requires reporting of actual or suspected unauthorized actions involving protected health information or personally identifiable information.

Remember, you are responsible for maintaining the confidentiality of information even after you are no longer associated with the company.

INTELLECTUAL PROPERTY AND SOFTWARE LICENSING AGREEMENTS

It is important we understand and follow the rules about using the intellectual property of others. Intellectual property is any product of the human intellect that the law protects from unauthorized use by others. Intellectual property results when the creative thoughts of others become protected under applicable patents, trademarks, copyrights or other proprietary information laws and regulations.

We must follow any purchased software licensing agreements we have accepted. Most software licensing agreements have restrictions regarding the use of software.

Any unauthorized use of protected intellectual property or unlicensed software could subject us to significant financial penalties and possible civil and criminal penalties. One way to protect you and the company is to check copyrighted work you want to use. To see if there is coverage under our Copyright Clearance Center license and/or obtain more information, go to the [Compliance and SIU SharePoint](#).



SCENARIO

Scenario: I will be presenting a PowerPoint to my team. I found some articles and images on the internet. How do I determine if I can use them?

Solution: Copyright laws protect creative works, including articles and images. We have a responsibility to obtain proper permissions before using them. For articles, check coverage under our Copyright Clearance Center license and/or contact the Compliance and Integrity department. For images, contact the Brand & Marketing Communications department.

TRUTHFUL AND ACCURATE REPORTING

The company relies on all of us to be complete, accurate and honest in recording, preparing and reporting information.

Our records include all documents and electronic media that record or reflect any activity or transaction by us; this includes the reporting of time worked, business expenses, performance data and any other business-related activities. These records are critically important in meeting our financial, legal and contractual obligations.

We must never alter or falsify information in any record or document that misrepresents the facts otherwise, you may face disciplinary actions and/or civil penalties. We must not:

- Distribute or assign costs to contracts that violate the contract's provisions or do not follow applicable accounting rules.

- Inaccurately report labor costs, submit or instruct another person to submit false time charges or assign costs to the wrong contract.
- Provide inaccurate or untruthful information to our customers about our products and services. You must not misrepresent material facts, conceal information or engage in unfair business practices.

We must not use any company funds or assets for any unlawful or unethical purpose. In addition, payments cannot be made to anyone for any purpose other than that disclosed on payment documentation.



SCENARIO

Scenario: Last Tuesday, a co-worker told me she spent three hours on Facebook and charged the time she spent on Facebook to a labor code. Should I report this?

Solution: Yes, you should report this to your supervisor. Your supervisor can make corrections to your co-worker's timesheet and take appropriate disciplinary actions. We must ensure we are charging our time accurately.

FRAUD, WASTE, AND ABUSE PROGRAM

Fraud, waste, and abuse may occur in many ways and involve:

- Provider and member claims
- Over-and under-utilization
- Misrepresentation of member application information
- Other types of fraud

We demonstrate responsible stewardship by identifying, preventing, correcting and reporting fraud, waste and abuse. Collaborative efforts involve training and education, internal controls including automated claims system checks, monitoring, audits, the Special Investigations Unit (SIU) and more.

Activities of the Fraud, Waste, and Abuse Program are consistent with applicable laws, regulations and government health care program requirements such as the federal False Claims Act (FCA), which makes it a crime to knowingly and willingly make false statements or representations in connection with a claim submitted for reimbursement to a federal health care program.



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Under the FCA, violators could be liable to the United States Government for a civil penalty of not less than \$13,508 and not more than \$27,018 per violation, plus 3 times the amount of damages which the Government sustains because of the act of that person. The FCA prohibits employers from retaliating against employees who report fraud, waste or abuse to the government or who file a lawsuit on behalf of the government.

- Reporting suspected fraudulent insurance acts. The SIU, on behalf of the company, has reporting requirements under N.D.C.C. 26.1-02.1-06 and N.D.A.C. 75-02-05-06. If you become aware of possible fraudulent insurance acts, please report it to SIU@bcbsnd.com or confidentially by calling the Fraud Hotline at 701-281-8610 or 1-877-537-2830 (Toll Free).



SCENARIO

Scenario: My department's Record Retention Schedule has a 3-year retention period for a document. If the document is related to a legal hold can I still destroy it after 3 years?

Solution: If a legal hold is in place, you must not destroy any documents pertaining to the legal hold. Contact your departmental Records Clerk for further information.

RECORDS MANAGEMENT

All company records must be maintained in accordance with the law, contractual obligation and our company Records Management Program. This Program addresses how we maintain, retain and destroy records to comply with legal requirements, regulations and business practices. The Records Management Policy further describes our responsibilities.

You may contact the Compliance and Integrity department with any questions related to records management.

AUDITS

We are all expected to cooperate with any internal or external audit, external exam and/or compliance review. Such cooperation requires accuracy, candor and responsiveness. We must never try to alter data, make any false, misleading or inaccurate oral or written statement, or influence, pressure, mislead or manipulate any auditor in connection with any audit or examination of our company. Employees have an affirmative duty to promptly report impropriety and wrongdoing, and disclose any non-compliance issues, program deficiencies and program vulnerabilities during the review process. If deficiencies were noted, appropriate actions should be taken to remedy such deficiencies.

Examples could include, but are not limited to, those required by:

- Law (e.g., North Dakota Insurance Department)
- Contract (e.g., Medicare, Medicaid, Federal Employee Program (FEP) or BCBS Association)
- Our company (e.g., internal audits, quality audits, compliance reviews)

Section 5

The Government: A Unique Customer

A vital part of our business is the work we do for the federal and state governments. Like our other business, we are committed to conducting our government business with the highest degree of integrity and honesty. We must also comply with additional applicable government laws and regulations involved in the areas of false and fraudulent claims, cost records, time charging, gratuities, kickbacks, contracting and classified information.

We recognize our applicable legal and regulatory obligations and know these obligations apply not only to those performing work for government programs but to all personnel who support them and whose time or costs are charged to government programs.

Examples of government programs:

- Medicare
- Federal Employee Program
- Medicare Advantage Program
- Medicaid Managed Care Program
- Prescription Drug Program

We will comply with all applicable government laws and regulations, including those governing:

- Interactions with government personnel
- Charging and assigning costs and expenses under government contracts
- A compliant cost accounting system to support our government contracts
- Filing of government certifications
- Procurement
- The Federal False Claims Act

We must follow the Purchasing Policy to help ensure we pay the proper costs for goods and services and avoid conflicts of interest.



If I have a question about the unique requirements related to government contracts, where can I get more information?

Contact your supervisor or the Legal department.

MEDICAID MANAGED CARE PROGRAM

Neither BCBSND nor any Subcontractor* shall, for the duration of the Managed Care Organization Contract, have any interest that will conflict, as determined by the State of North Dakota, with the performance of services under the Managed Care Contract or that may be otherwise anti-competitive.

Subcontractors must be approved by the State of North Dakota. Subcontractor's operations under this program that includes Protected Health Information, must be conducted within the United States.

Relationship Managers must oversee the performance of Subcontractors in accordance with the Medicaid Subcontractor Oversight Procedure.

*Subcontractor: an individual or entity that has a contract with BCBSND that relates directly or indirectly to the performance of BCBSND's obligations under its contract with the State of North Dakota. A Network Provider is not a Subcontractor by virtue of the Network Provider agreement with BCBSND.

DEALING WITH EXCLUDED OR INELIGIBLE PERSONS

Federal government programs prohibit us, by law, from contracting or doing business with any person or entity debarred, suspended, excluded, proposed for debarment or declared ineligible to perform work under any government contract or subcontract.

To fulfill our obligations under government contracts, we will not knowingly employ or contract with anyone who has been convicted of a criminal offense involving government business, listed by a federal agency as suspended, debarred, excluded, proposed for debarment or suspension or otherwise excluded from participation in federal programs.

BIDDING ON GOVERNMENT CONTRACTS

We are subject to specific legal requirements when we bid or negotiate federal contracts. The Federal Procurement Integrity Act dictates certain business conduct for companies seeking to obtain work from the federal government.

During the bidding process, we may not offer to discuss employment or business opportunities with current or former government procurement officials, offer business courtesies or anything of value to current or former government procurement officials or seek to obtain any confidential information about the selection criteria before a contract is awarded. This includes information submitted by other companies.

The Truth in Negotiations Act requires us to certify cost and pricing data submitted to the government as “current, accurate and complete.”

Antitrust laws require we certify we did not engage in anticompetitive activities or unfair trade practices. Reference the “Compliance with Antitrust Laws” section of the Code of Conduct for more details.

OFFERING OR ACCEPTING ENTERTAINMENT, BUSINESS COURTESIES OR KICKBACKS

Strict rules apply to the offering or accepting of entertainment or business courtesies to government personnel. Although we discuss some of the subjects below more fully in other sections of the Code of Conduct, we must ensure we are in full compliance with these when dealing with the government.

- **Entertainment and Business Courtesies to Government Personnel.** We must avoid offering or accepting entertainment or business courtesies to government personnel when prohibited by that personnel’s agency regulations. Generally, a meal or business courtesy valued at more than \$20 or several meals or business courtesies valued at more than \$50 are prohibited. Before offering or accepting entertainment or business courtesies, consult with the Legal department to verify the rules applicable to the affected government agency.
- **Bribes and Kickbacks.** We must avoid offering or providing anything of value to give or receive favorable treatment in connection with government programs.



WHAT ARE SOME EXAMPLES OF FAVORABLE TREATMENT?

Examples of favorable treatment may include:

- Disclosure or receipt of confidential information relating to competitive bids
- Being included as a bidder without meeting the required qualifications
- Removing a qualified competitor from a bidder’s list
- Improper award of a contract
- Recovering improper or unallowable costs

COST RECORDS, PRICE ESTIMATES AND TIME CHARGING

We are required to keep and provide the government with access to accounting and other records. This lets the government verify its payment to us for work done on existing contracts. This also helps verify our cost and pricing estimates on future contracts.

UNALLOWABLE COSTS

We may submit proposals for reimbursement of indirect costs to the government either under cost reimbursement contracts or as part of overhead rates. We must never ask for reimbursement of costs from government contractors where we know those costs to be unallowable.

CERTIFICATIONS, REPRESENTATIONS AND SELF-REPORTING

Federal and state government officials may rely on the accuracy of our oral and written statements. It is a violation of law for anyone to knowingly make a false or misleading statement to a government official or auditor in connection with a government program. It is essential we take all steps necessary to ensure we do not assist with, make or transmit any false claims, statements or certifications. We are required to report to the government if we become aware of a violation of law, contract terms or if we receive a significant overpayment on a federal contract.

We will strictly adhere to applicable fraud, waste, and abuse requirements, whether such suspected wrongdoing has been committed by us or a third party.

These reporting provisions pertain to us and our subcontractors, consultants, vendors and agents.

PROHIBITION ON HUMAN TRAFFICKING

We prohibit trafficking of humans, including trafficking related activities. We have zero tolerance for violations of this policy.

COMPLIANCE WITH ANTITRUST LAWS

Antitrust laws, including the Sherman Act and other U.S. antitrust laws, are designed to promote fair competition and create a level playing field in the marketplace. Activities that would prevent a competitive marketplace are violations of these federal laws, and we must be alert not to violate such laws.

We must not engage in anticompetitive activities or unfair trade practices. You must not ask for or obtain information about our competitors in a manner that would be illegal or would require a person to violate a contractual agreement, such as a confidentiality agreement with a prior employer. You should not discuss proprietary information, including price information, or anything that may affect prices or customers with a competitor. Be mindful when attending trade association meetings or other events where interactions with competitors may happen.



WHAT ARE SOME ACTIVITIES THAT MAY BE PERCEIVED AS ANTICOMPETITIVE AND ARE PROHIBITED UNDER ANY CIRCUMSTANCES?

Here are some examples of prohibited activities:

- Agreements to decide what to charge for a product
- Pact among competitors to refuse to deal with suppliers or vendors (boycotts)
- Agreements to limit the production or quality of goods or services
- Bid rigging or other collusive action in pricing a bid
- Agreements to allocate the market for our goods and services among ourselves and our competitors
- Deals to give preferential pricing or terms to a customer
- Agreements to restrict marketing efforts (e.g., territory, customers)
- Deals that require purchase of one product as a condition of selling another

Additionally, we must not solicit or obtain confidential information about a competitor in an illegal manner or in a manner that would require a person to violate a contractual agreement, such as a confidentiality agreement with a prior employer.

Because antitrust laws are complex and vigorously enforced, we must take special care in this area. Violations may result in severe penalties, including substantial fines and criminal penalties, for you and/or the company. Consult the Legal department for questions about the interpretation of antitrust laws.

GOVERNMENT INVESTIGATIONS

We may be asked to cooperate with a government investigation or to respond to a request for information from the government about how we conduct our business. We are all expected to cooperate with any government investigation with accuracy, candor and responsiveness, whether information requests come from the government or from a member of an investigative or enforcement entity.

If you are contacted in relation to an investigation, you should immediately contact the Legal department to ensure our informational rights and privileges are upheld.

EMPLOYMENT OF FORMER AND CURRENT GOVERNMENT PERSONNEL

We will comply with all laws concerning the recruitment and employment of former and current government employees, either as employees or consultants. Contact HR or the Legal department for further guidance.



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NOTICE TO EMPLOYEES CONCERNING WHISTLEBLOWER RIGHTS AND REMEDIES UNDER THE FEDERAL PROGRAM FOR ENHANCEMENT OF EMPLOYEE WHISTLEBLOWER PROTECTION (41 U.S.C. 4712)

We are committed to operating with integrity and in compliance with all applicable laws and regulations concerning Whistleblower protection. We maintain a No Retaliation Policy. Any employee who, honestly and in good faith, reports a potential violation or cooperates with an investigation is protected from retaliation. This Notice of Whistleblower Rights and Remedies provides employees with a summary of rights and remedies as set forth in 41 U.S.C. 4712.

BACKGROUND

The Federal Program for Enhancement of Employee Whistleblower Protection (Program) is established at 41 U.S.C. 4712 by section 828 of the National Defense Authorization Act for Fiscal Year 2013 (Pub.L.112-239) and Federal Acquisition Regulation 3.908.

We are required to provide information to employees about the program. Provisions of the program are summarized next.

POLICY

Statute 41 U.S.C. 4712 states that an “employee of a contractor, subcontractor, grantee, or subgrantee or personal services contractor may not be discharged, demoted, or otherwise discriminated against as a reprisal for ‘whistleblowing.’”

Employees are protected against discharge, demotion and discrimination as a reprisal for disclosing information (except for classified information) that the employee reasonably believes is evidence of any of the following:

- A gross mismanagement of a Federal contract or grant
- A gross waste of Federal funds
- An abuse of authority relating to a Federal contract or grant (where “abuse of authority” is defined as an “arbitrary and capricious exercise of authority that is inconsistent with the mission of the executive agency... or the successful performance of a [Federal] contract or grant...”)
- A substantial and specific danger to public health or safety
- A violation of law, rule or regulation related to a Federal contract (including competition for or negotiation of a contract) or grant

Employees who disclose these types of information to the following persons or entities are protected:

- A member of Congress or a representative of a committee of Congress
- An Inspector General
- The Government Accountability Office
- A Federal employee responsible for contract or grant oversight or management at the relevant Federal agency
- An authorized official of the Department of Justice or other law enforcement agency
- A court or grand jury
- A management official or other employee of the contractor, subcontractor or grantee who has the responsibility to investigate, discover, or address misconduct (Information on how to report an issue at the company is listed below)

In addition, an employee who initiates or provides evidence of contractor, subcontractor or grantee misconduct in any judicial or administrative proceeding relating to waste, fraud or abuse on a Federal contract or grant shall be deemed to have made a disclosure.

REPORTING TO FEDERAL AGENCY

The Program provides a process for whistleblowers to file complaints with Federal agencies if they believe they were discriminated against for their disclosure of information, provided those complaints are submitted within three years of the date of the alleged discrimination.

Whistleblowers may submit complaints to the Inspector General of the Federal agency involved. The Inspector General will generally perform an investigation and submit a report to the Federal agency, which then determines whether a sufficient basis exists to conclude that discrimination occurred.

If the agency determines that discrimination has occurred, the Program sets out remedies that may be available, including ordering an institution to reverse the reprisal, reinstate the employee with compensatory damages and employment benefits and/or pay costs reasonably incurred by the whistleblower in bringing the complaint. The company has the right to appeal any agency order to the relevant United States court.

REPORTING TO THE COMPANY

We have a Compliance Program in place so you may report internally to the company's Compliance and Integrity department. The Code of Conduct outlines the different reporting mechanisms employees may use to report the types of activities covered by the Program.



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WAYS TO ADDRESS CONCERNS SUMMARY

We are teammates, working together toward a common goal: delivering affordable solutions to improve the care and health of those we serve. We all have an obligation to report potential compliance concerns. The Compliance and Integrity department will address all reports received.

WAYS TO ADDRESS CONCERNS

DISCUSS WITH YOUR IMMEDIATE SUPERVISOR

Discuss the concern with an immediate supervisor and give them a chance to solve the problem.

DISCUSS WITH A HIGHER LEVEL OF DEPARTMENT MANAGEMENT

Discuss the concern with a higher level of department management.

DISCUSS WITH COMPLIANCE

You may discuss the concern with the Chief Compliance Officer or another member of the Compliance and Integrity department. Contact Compliance and Integrity personnel:



By phone



By email (compliance@bcbsnd.com)



In-person

REPORT ANONYMOUSLY

If you are not comfortable talking to Compliance and Integrity personnel directly, you may use one of the following anonymous reporting mechanisms:



Compliance Hotline (701-281-8601 or toll free at 1-888-264-2227)

The Hotline is not answered by a live person. Instead it allows you to leave a message and is available 24/7.



Web Form (whistleblowerservices.com/nmic)



Interoffice Mail Router addressed to Compliance