



# CODE OF CONDUCT AND ETHICS

## A Message from Russ Thomas

There is a well-known quote that says “*actions speak louder than words.*” Nowhere is that more true than when it comes to ethical behavior in the rapidly changing health care environment in which Availity is thriving. Our customer’s expectations have never been higher, technology is evolving at a dizzying pace, and transparency and efficiency are top priorities.

The “*words*” of Availity’s Code of Conduct and Ethics state we are committed to meeting these challenges while maintaining the highest ethical standards of business conduct. The daily decisions and “*actions*” of each and every employee are key to successfully upholding those standards. The key to success is you!

We aim to make it easy for all employees to understand our ethical standards, and to promote open communication regarding those standards. To that end, we have developed this Code of Conduct and Ethics to inform you of these standards in an easy-to-follow format.

Availity’s Code of Conduct and Ethics is designed to ensure that all employees are accountable to uphold ethical standards and that each employee contributes to the company’s success through ethical behavior, by always striving to do the “right thing.” While the provisions set forth in this Code of Conduct and Ethics do not cover every possible situation that may arise, all employees are expected to follow and apply the spirit of these principles.

With your help, Availity’s everyday business activities will broadcast the high ethical standards set forth in this Code of Conduct to customers and business partners. Indeed, our “*actions speak louder than words.*”



**Russ Thomas**  
*Chief Executive Officer*



**Catherine Hora Anderson**  
*SVP, Legal & Regulatory Affairs  
and General Counsel*

## Our Company

Availity is a trusted intermediary for information exchange between health plans and providers, easing the complexity of moving business and clinical information to health care stakeholders nationwide. Real-time, point-to-point connectivity provides speed and accuracy at the intersection of health care and technology.

## Our Values

Our values are at the heart of all that we do. They provide a framework to guide our daily actions and decisions as we serve our customers.

### Commitment to the Best Results for Our Customers

- We all have a responsibility to do our best work and continuously strive to improve the service experience for our customers.
- Always seek ways to make a positive impression and consistently deliver high quality performance.

### Open and Inclusive Dialogue

- Diverse thoughts and ideas bring the best solutions.
- It's important that we work together to achieve common goals and are open to feedback.

### Trusted Relationships

- Our customers trust us through the rapport that we've built, as well as the demonstration of character, competency, and consistency over time.

### Customer Inspired Innovation

- Our company's success depends on innovative solutions with wide market value. We continuously strive to improve to meet and exceed our customers' expectations.

**“OUR  
VALUES  
ARE AT THE  
HEART OF  
ALL THAT  
WE DO.”**

**Speed of Trust** is important to our culture, values, and organization. Practicing the 13 behaviors not only increases trust between our employees and teams, it also ensures we behave ethically.

1. Talk Straight
2. Demonstrate Respect
3. Create Transparency
4. Right Wrongs
5. Show Loyalty
6. Deliver Results
7. Get Better
8. Confront Reality
9. Clarify Expectations
10. Practice Accountability
11. Listen First
12. Keep Commitments
13. Extend Trust

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# INTEGRITY AND ETHICS

OUR COMMITMENT

COMPLIANCE PROGRAM

CODE OF CONDUCT AND ETHICS

WHY ETHICS, INTEGRITY, AND COMPLIANCE COUNT

OUR ETHICAL DECISION-MAKING FRAMEWORK

CORRECTIVE ACTION



## Our Commitment

Availity has a long-standing and deep commitment to conducting business ethically, with integrity, and in compliance with the law.

Our Compliance Mission is to promote an organizational culture that encourages ethical conduct and a commitment to compliance with the law. Compliance is a core competency. Strengthening it not only reinforces our mission and our values but also provides us with a competitive advantage in the marketplace.

We are all accountable to living up to this commitment every day in everything we do. This means employees, contractors, and business partners.

## Compliance Program

To accomplish our Compliance Mission, Availity has established a compliance program that is consistent with Centers for Medicaid and Medicare

Services (CMS), Electronic Healthcare Network Accreditation Commission (EHNAC), and Health Information Trust Alliance (HITRUST) standards, with modifications to fit our unique environment.

Our Compliance Program is one of the key components supporting our commitment to high standards of corporate conduct. Compliance sets the regulatory control structure for the company, while the audit staff tests and evaluates that control structure for effectiveness. The Compliance Program is a tool to strengthen the company's efforts to prevent and detect violations of law or company policy. While a compliance program does not assure that improper conduct will be eliminated, Availity expects that all employees, contractors, and vendors will comply with the Availity Code of Conduct and Ethics and the policies established in support thereof. In the event that Availity becomes aware of deviations from policy, we will investigate, take disciplinary action, and implement corrective actions to prevent future occurrences when appropriate.

Under the leadership of Availity's Chief Compliance Officer and Chief Privacy Officer, the Compliance

# INTEGRITY AND ETHICS

and Ethics Program is multi-layered, matrixed, and dynamic. It presents a supportive structure to the collaboration of management and staff across all areas of the company including, but not limited to, Sales, Marketing, Product Development, Operations, Information Technology, and Human Resources.



The Compliance Program applies to employees, contractors, and business partners; and showcases the commitment of senior management. Our policies have taken into consideration the nature of our business as a leader in providing health plan and provider services.

The program is designed to educate all company board members, employees, temporary employees, contractors, and representatives of the company on ethical behavior in the workplace.

To review our Compliance and Ethics Program Manual, [click here](#).

## Code of Conduct and Ethics

This booklet is Avality's official Code of Conduct and Ethics, and is an important part of the Compliance Program. It provides guidance on applying the company's commitment to integrity and ethical business conduct to day-to-day business situations and activities. The Code of Conduct and Ethics supplements company policies and procedures, which provides more detailed guidance on company expectations and requirements for behavior in the workplace and while conducting company business.

You are required to read, understand, and comply with the Code of Conduct and Ethics, in addition to complying with all the company policies and procedures.

# INTEGRITY AND ETHICS

## QUESTION

*I was hired as a temporary employee. Does the Code of Conduct and Ethics apply to me?*

## ANSWER

*Yes, the Code of Conduct and Ethics applies to all employees—full-time, part-time, temporary employees, and contractors.*

## Why Ethics, Integrity, and Compliance Count

Acting ethically, with the highest integrity and in compliance with the law, is as important as any aspect of our business. How you conduct yourself reflects on you and the company. That's why we expect and require that you comply with all applicable laws and regulations in carrying out your responsibilities.

Laws do not cover all situations, and sometimes laws permit actions that do not promote the level of honesty, fairness, or integrity the company promotes. Some things that are legal may still be unethical. We expect that you will:

- Promote the safety and welfare of employees and our customers;
- Encourage a cooperative and professional work environment;

- Protect personal rights and corporate property; and
- Demonstrate the highest standard of integrity and ethical behavior.

## Our Ethical Decision-making Framework

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

The ethical decision-making process is a series of four questions that you should ask yourself anytime you are not sure about what you should do in a particular situation. This is especially important if there is something about the situation that makes you question whether what you are about to do, or what you are being asked to do, is right or wrong.

To help guide you on your course through ethical decision-making, consider the following questions when you are unsure about whether an action or situation is appropriate.

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

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

# INTEGRITY AND ETHICS

## **Does anything about this situation violate our Code of Conduct and Ethics, company policy, or the law?**

- This question prompts you to consult our company resources to determine whether the situation goes against our Code of Conduct and Ethics, company policies and procedures, or the law.

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

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

## **How will our customers or others be affected by my decision?**

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

## **What effect could this decision have on the company’s reputation and on my own reputation?**

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



# INTEGRITY AND ETHICS

If you need help applying this framework or have any other questions about a particular compliance or ethical situation, you should talk to your manager or contact the Compliance Department. You should not guess about decisions on ethics and compliance matters—if in doubt, always ask. We are here to help.

## Catherine Hora Anderson

*SVP, Legal @ Regulatory Affairs and General Counsel*  
(904) 470-4547

## Privacy Office e-mail address

PrivacyOffice@availity.com

## Compliance and Ethics Helpline

1-800-826-6762

Availity.alertline.com

## Corrective Action

Disciplinary action, including termination of employment and legal action may result in response to violations of law or regulation, company policy, or the Code of Conduct and Ethics. The types of misconduct specifically related to the Code of Conduct that are likely to result in disciplinary action include, but are not limited to:

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

For additional information on corrective action, please refer the [Associate Handbook](#).

**“IF IN DOUBT,  
ALWAYS ASK.  
WE ARE HERE  
TO HELP.”**

# OUR RESPONSIBILITY AND REPORTING CONCERNS

MANAGEMENT AND INDIVIDUAL RESPONSIBILITY  
KEEPING IT CONFIDENTIAL  
WE WON'T TOLERATE RETALIATION  
RESPONDING TO GOVERNMENT INVESTIGATIONS



## Management and Individual Responsibility

**Each employee has an individual responsibility** to report any activity he or she suspects is unethical or violates any law or regulation, company policy, or the Code of Conduct and Ethics. By raising your concerns, you are helping to protect yourself, your colleagues, our company, our employees, and our customers. You should raise concerns or seek guidance if you are unsure or have an uneasy feeling about whether certain behavior or activities are consistent with standards of ethical business conduct. We do not expect every employee to have the answer to every ethical question, but we do expect every employee to know when to ask for help and where to go for help. You are required to cooperate with internal investigations.

**You should first discuss the situation with your immediate manager.** Give your manager the opportunity to address the situation. If the situation is not handled to your satisfaction, or you are not comfortable talking to your manager, Availity provides many additional ways to make an inquiry or report a situation without fear of retaliation.

If you prefer, you may directly contact the Compliance Department or the Legal Department, or Human Resources, or e-mail the Privacy Office, or call the anonymous Compliance and Ethics Helpline:

### **Catherine Hora Anderson**

*SVP, Legal @ Regulatory Affairs and General Counsel*  
(904) 470-4547

### **Erich Drotleff**

*Senior Corporate Counsel*  
904-538-5350

### **Zac Merson**

*Senior Corporate Counsel*  
(904)538-5527

### **Report the issue to the Privacy Office e-mail address**

[PrivacyOffice@availity.com](mailto:PrivacyOffice@availity.com)

### **Compliance and Ethics Helpline**

1-800-826-6762

### **Or your Human Resource Business Partner:**

#### **Carla King**

*HR Business Partner*  
(317) 814-6332

#### **Kristie Webb**

*HR Business Partner*  
(904) 538-5396

# OUR RESPONSIBILITY AND REPORTING CONCERNS

## QUESTION

*Is the Compliance and Ethics Helpline staffed by Availity employees?*

## ANSWER

*No. The Compliance and Ethics Helpline is staffed by specially trained, external representatives who aren't Availity employees. These representatives are obligated to keep all Availity information confidential. They won't share information outside of Availity or within Availity other than through approved channels for investigation and resolution.*

*Your confidential Compliance and Ethics Helpline is available 24 hours a day, seven days a week.*

- Identify dates when events occurred.
- Let us know if you observed this directly or someone told you about it.
- Tell us how the situation occurred. (Was a procedure not followed? Was someone told to do something inappropriate?)
- Describe any relevant documents that could help us investigate the matter.

## Keeping it Confidential

If you would like to report an ethics or compliance issue anonymously, call the Compliance and Ethics Helpline at 1-800-826-6762.

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

Information needed when you make a report:

- Describe the situation in detail and include the business area and people involved.



# OUR RESPONSIBILITY AND REPORTING CONCERNS

## We Won't Tolerate Retaliation

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

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

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

### QUESTION

*I think my manager is doing something that our Code of Conduct and Ethics says is wrong. I'm afraid to report her because she might make my job more difficult for me. What should I do?*

### ANSWER

*If you do not feel comfortable talking to your Leader about it directly, use the Helpline or contact Compliance. The company will not tolerate retaliation against you in any form.*

### QUESTION

*If I report something suspicious, will I get in trouble if my suspicion turns out to be wrong?*

### ANSWER

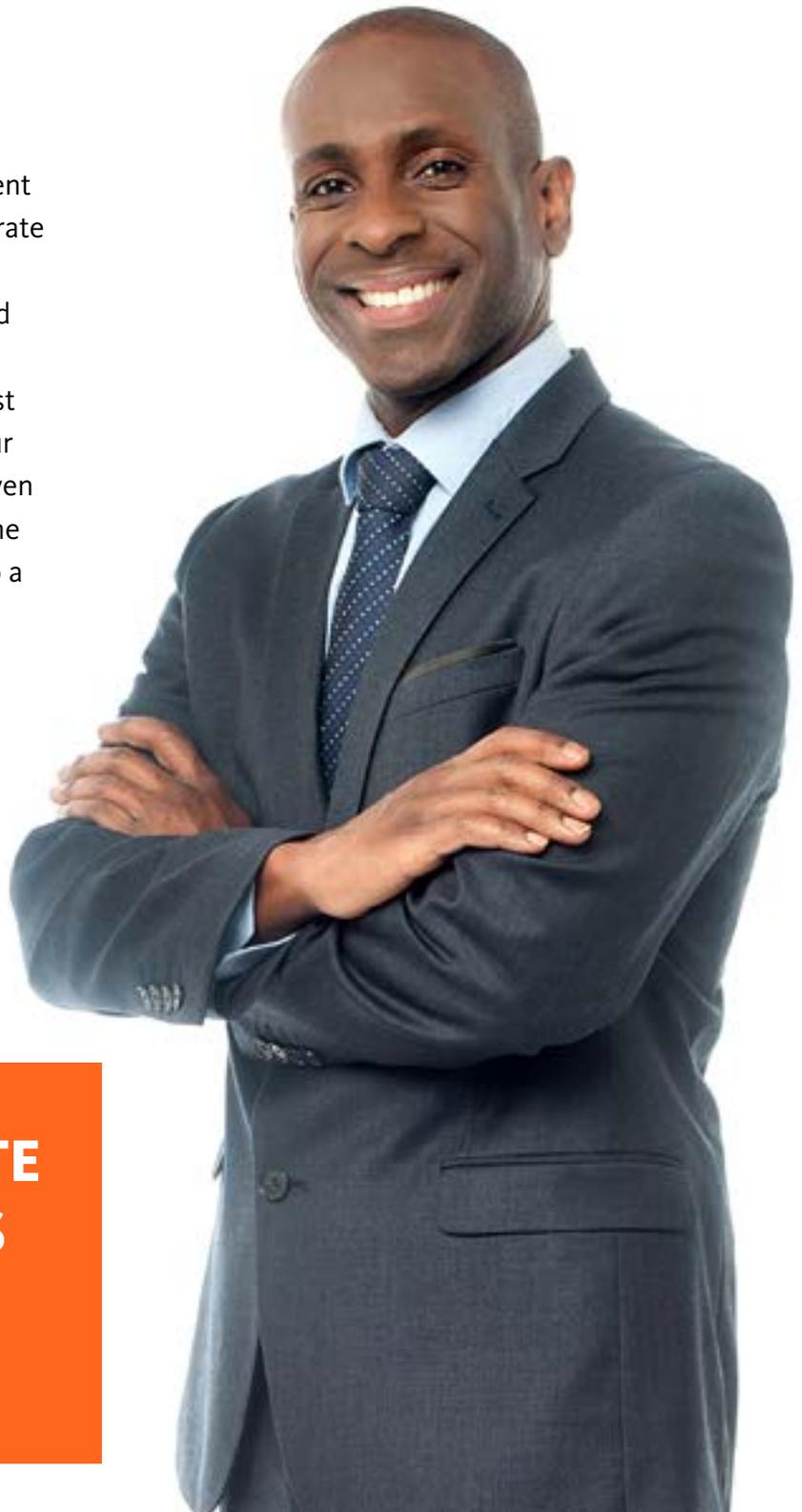
*As long as you have a good faith concern, our company prohibits you from being reprimanded or disciplined for simply raising your concern. As an Availity employee, you have a responsibility to report suspected problems. The only time someone will be disciplined for reporting misconduct is if he or she knowingly or intentionally reports something false or misleading.*

*Retaliation is never tolerated against employees who report known or suspected wrongdoing.*

# OUR RESPONSIBILITY AND REPORTING CONCERNS

## Responding to Government Investigations

Our company is regulated by various government agencies. We fully intend to comply and cooperate with all government investigations. If you are contacted by a government official, or are asked to provide information in connection with a government or regulatory agency, you must first contact the Legal Department immediately. Our team will help you to ensure all information given to an investigator is accurate and relevant to the request. Always cooperate and be courteous to a government investigator.



**“ALWAYS COOPERATE  
AND BE COURTEOUS  
TO A GOVERNMENT  
INVESTIGATOR.”**

# OUR ENVIRONMENT

CREATING A PROFESSIONAL ENVIRONMENT  
MAINTAINING A SAFE WORK ENVIRONMENT  
SECURITY OF FACILITIES  
WORKPLACE VIOLENCE  
DRUG AND ALCOHOL FREE WORKPLACE  
HARASSMENT  
EQUAL EMPLOYMENT OPPORTUNITIES  
INELIGIBLE OR EXCLUDED PERSONS



## Creating a Professional Environment

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

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

## Maintaining a Safe Work Environment

We are committed to maintaining a safe and healthy workplace that is free from hazards and

promotes a productive working environment. You are expected to adhere to all safety guidelines as outlined in our [Safety at Work Policy in the Associate Handbook](#).

## Security of Facilities

Availity operates in a highly regulated industry. HIPAA, and other government laws, require that Availity implement certain physical controls with regard to access to Availity's facilities. To that end, Availity's operations must be appropriately secured to protect Availity, our customers, and our business partners.

This includes customer and employee personal information, network operations and facilities, computer systems and passwords, security procedures, and company facilities.

Employees must take all appropriate precautions to protect Availity's systems and premises.

# OUR ENVIRONMENT

Do not leave visitors unescorted or sensitive areas unattended or unlocked. When on company property employees should wear their identification badge on their person at all times and should request identification from others whom they do not recognize. Most importantly, employees must immediately report all suspicious activity to their manager.

## Workplace Violence

Any act of violence is not tolerated. We require you to conduct yourself with common courtesy and engage in safe and appropriate behavior. Any act of physical violence is considered unacceptable behavior and violates company policy. Any physical altercations will result in disciplinary action, up to and including termination of employment.

If you suspect any incidents, you must report them to your manager, Human Resources, Compliance, the Legal Department, or the Compliance and Ethics Helpline.

### Here are some basics to remember:

- No weapons of any type are permitted to be carried in a company office at any time except by law enforcement officers while on duty.
- Report any convictions, indictments, or charges of offenses committed on company property or offenses related to or adversely affecting your employment, including drug-related activities,

to Human Resources no later than five days after a charge, indictment, or conviction.

- Comply with all laws and regulations affecting safety, health, and environmental protection.
- Notify your management if you perceive conditions to be unsafe, unhealthy, or hazardous to the environment.

## Drug and Alcohol Free Workplace

Availity promotes a safe and healthy work environment free from drugs and drug use in compliance with the Drug-Free Workplace Act of 1988. Availity policy prohibits the use, possession, transportation, promotion or sale of illegal drugs or drug paraphernalia on or off the job. Furthermore, Availity prohibits you from reporting to work, representing the company or traveling during working hours while under the influence of alcohol or any illegal or controlled substances.

Employees must be “fit for duty” while taking medication prescribed by their healthcare professional. Any violation of the drug policy will result in immediate termination of employment. If you violate the company's substance abuse policy, you will be subject to termination whether or not the violation occurs on company premises. For more information, please refer to our company's [Drug and Alcohol Free Workplace Policy in the Associate Handbook](#).

# OUR ENVIRONMENT

## Harassment

Availity does not tolerate harassment of our job applicants, contractors or employees by another employee, supervisor, vendor, customer, or any third party. Any form of harassment on the basis of race, religious creed, color, age, sex, sexual orientation, gender identity, gender expression, genetic information, national origin, religion, marital status, medical condition, disability, military service, pregnancy, childbirth and related medical conditions, or any other classification protected by federal, state, or local laws and ordinances is a violation of company policy and will be treated as a disciplinary matter. The company is committed to a workplace free of any harassment. Please refer to the **Anti-Discrimination & Anti-Harassment Policy in the Associate Handbook** for additional information.

### Here are some basics to remember:

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



# OUR ENVIRONMENT

## Equal Employment Opportunities

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

We enthusiastically accept our responsibility to make employment decisions without regard to race, religious creed, color, age, sex, sexual orientation, gender identity, gender expression, genetic information, national origin, religion, marital status, medical condition, disability, military service, pregnancy, childbirth and related medical conditions, or any other classification protected by federal, state, and local laws and ordinances. We support equal employment opportunity principles and promote diversity in our workforce and we are committed to employ, promote, and treat employees according to their ability and without discrimination. We have a continuing obligation to hire and develop the best people we can find, basing our assessment on job-related qualifications.

### Here are some basics to remember:

- All employment decisions and practices are based on job performance, experience, and qualifications. This includes recruitment, hiring, training, compensation, benefits, promotions, transfers, corrective action, and terminations.
- All members of management are accountable for supporting our **Equal Employment Opportunities Policy in the Associate Handbook**.
- The company will not tolerate any employment-related discriminatory practices.
- It is Availity's policy not to discriminate against qualified individuals with disabilities with regard to any aspect of their employment. Availity is committed to complying fully with the Americans with Disabilities Act (ADA), the Americans with Disabilities Amendment Act (ADAA), Section 504 of the Rehabilitation Act of 1973, as applicable, and all other applicable federal, state, and local laws to ensure equal employment for persons with disabilities. All employment practices are conducted on a non-discriminatory basis. Employees will be evaluated solely based on their qualifications for a particular job. The company will act without discrimination in regard to all employment practices and decisions, including, but not limited to, advertising, recruiting, testing, screening, hiring, selection for training, upgrading, transferring, layoff, termination, rates of pay, overtime, and other forms of compensation.



# OUR ENVIRONMENT

*I am a manager and I believe in equal opportunity, but the job coming available in my department requires too much travel for an employee who is a single parent. I am only interviewing someone as a courtesy because they are a current employee. Is that okay?*

## **ANSWER**

*If you made this assumption, you are violating company policy and possibly breaking the law. At Availity you need to give a fair chance to everyone.*

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## **QUESTION**

*What is an ineligible or excluded person?*

## **ANSWER**

*A person or organization excluded, debarred, suspended, or otherwise ineligible to participate in the federal health care programs or in federal procurement or non-procurement programs. Examples of how people become Ineligible or Excluded: Fraud and Abuse Violations, Anti-Kickback Violations, Patient Abuse or Neglect, Controlled Substance Felony, Breach of Corporate Integrity Agreement.*

## **Ineligible or Excluded Persons**

Availity will not knowingly hire, contract with, or engage any individual or entity that is excluded or ineligible to participate in any healthcare government programs, including Medicare or Medicaid, or suspended, debarred, or proposed for debarment by the federal government. The organization will search all employees, consultants, vendors, and suppliers on the Department of Health and Human Services' Office of Inspector General and General Services Administration's list of excluded and ineligible persons.

You are required to report any information, including any investigation or proceeding, whether administrative, civil, or criminal, relating to your debarment from participation in federal healthcare programs, or an allegation against you of filing a false healthcare claim, violating any anti-kickback laws, or engaging in other billing improprieties to the Legal Department.



# DEALING WITH THE MARKETPLACE AND BUSINESS PARTNERS

FAIR COMPETITION AND ANTITRUST  
INSIDER INFORMATION AND SECURITIES TRADING  
ADVERTISING AND MARKETING  
ANTI-KICKBACK LAWS



## Fair Competition and Antitrust

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

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

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

### Here are some basics to remember:

- Set pricing for products and services independently, and not in consultation with any other potential provider of those products or services.
- Never discuss or otherwise share Availity pricing information with customers or individuals who do not work for the company, especially at trade or professional meetings or events that our competitors may attend. If such a discussion begins and regardless of the setting, excuse yourself immediately. An unlawful agreement for collusion or price-fixing may be implied by your attendance at such discussions even if you do not participate in them.
- Avoid discussing the company's business relationships with vendors or customers with anyone not involved in those relationships.
- Clear all agreements involving exclusive relationships, preferential pricing terms, or commitments not to deal with others through the Legal Department.
- Coordinate all merger and acquisition, joint venture, and teaming arrangement discussions and agreements through the Legal Department, as early as possible.

# DEALING WITH THE MARKETPLACE AND BUSINESS PARTNERS

## Here are some situations to always avoid:

- Agreements with one business or individual that limit the company's ability to seek the most competitive terms possible with another business or individual.
- Formal or informal alliances with health care providers or others that seek to insulate the company or others from competition.
- "Take it or leave it" contractual terms imposed on others.
- Any statements, whether written or not, to competitors or others that could be understood to be an agreement to set prices, collude or engage in some other non-competitive arrangement.

## Insider Information and Securities Trading

Investments by Availity employees — or any member of their immediate family or household — in companies with which Availity has a business or investment relationship may pose ethical and even legal problems.



## QUESTION

*I have established good relations with the account executives of some of our competitors. At trade shows and conferences, we often catch up on industry trends, customer deals, etc. Is this appropriate?*

## ANSWER

*Use caution in these situations and do not discuss the price and terms of any Availity contracts or gain competitive information directly from a competitor. You should not even joke about work related topics since this could be misinterpreted. You should refuse to discuss any anti-competitive issues and leave such conversations immediately.*

*You must make pricing and marketing decisions independently and cannot coordinate your actions with our competitors.*

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## QUESTION

*At a meeting of my professional association, some of the members talked about a plan to divide their sales territories to reduce competition. I did not agree to participate, but what should I say and do if this happens again?*

## ANSWER

*Collusion is a serious legal issue. Anytime you are in a meeting with competitors and the discussion turns to topics that could be or are anti-competitive, you should excuse yourself from the meeting. Contact the Legal Department as soon as possible.*

# DEALING WITH THE MARKETPLACE AND BUSINESS PARTNERS

Although Availity is not a publicly traded company, it deals with companies that are publicly traded. It is a violation of the law for any person to buy or sell securities of a company while in possession of “insider” information regarding that company. Insider information is nonpublic information that a reasonable person would consider important in making investment decisions. Examples include knowledge of acquisitions or divestitures, new product launches or financial information. Availity employees must not use inside information for their benefit or pass it on to others.

- You should be alert to any situation where a competitor may attempt to mislead potential customers and immediately inform the Legal Department of these situations.
- Don't disparage any of the products, services, or employees of any competitor. Stick to the facts.

## Advertising and Marketing

Our advertising, including written marketing materials and oral representations by employees, contractors, or business partners, should always be bold, precise and realistic.

The Legal Department, and Marketing and Communications must review all of our advertising.

### Here are some basics to remember:

- Don't make misrepresentations or misleading statements to anyone. If you make specific claims about the company's products or services, you must have a good-faith basis for those claims.
- Products or services should not be marketed in any way that might cause confusion between our products or services and those of competitors. If you believe a customer or potential customer may have misunderstood you, promptly correct any misunderstanding.



# DEALING WITH THE MARKETPLACE AND BUSINESS PARTNERS

## Anti-Kickback Laws

The federal anti-kickback laws that apply to Medicare and Medicaid, and those that apply to the Company's federal government contracts, prohibit persons or entities from knowingly offering, paying, soliciting, or receiving remuneration of any kind to include the referral of business under a federal program. In addition, most states also have laws that prohibit kickbacks and which may be more stringent than federal guidelines. Employees should always consult with the Legal Department prior to engaging in any activity that may be perceived as a violation of federal or state anti-kickback laws.

If you have any questions please don't hesitate to contact the Legal Department:

### Catherine Hora Anderson

*SVP, Legal & Regulatory Affairs and General Counsel*  
(904) 470-4547

### Erich Drotleff

*Senior Corporate Counsel*  
904-538-5350

### Zac Merson

*Senior Corporate Counsel*  
(904)538-5527

### QUESTION

*Can we make a payment to a provider if he refers another provider to buy our Revenue Cycle Management (RCM) product?*

### ANSWER

*No. we cannot provide a payment to a provider for the referral of new business.*

# USE OF COMPANY ASSETS

## USING CORPORATE ASSETS

### USING THE INTERNET AND E-MAIL

### PROCUREMENT OF GOODS AND SERVICES



## Using Corporate Assets

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

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

Limited or infrequent personal use of company assets (e.g. fax or copy machine) is permitted.

### Here are some basics to remember:

- Don't use company assets for personal gain.
- Don't transfer any company assets to other people or entities, unless they are required in the ordinary course of business and the appropriate safeguards (for example, contracts) are in place.
- Report incidences of lost, damaged, or stolen assets to your management, Information Security or Compliance.

### QUESTION

*I need to fax some information to my child's school during work hours. Is this okay?*

### ANSWER

*Yes, reasonable, limited use of company assets is permitted.*

## Using the Internet and E-mail

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

Use of the Internet, the content of files, and e-mails are not private.

Further, delivery of e-mail is not guaranteed; monitoring may result in the deletion or quarantining of any e-mail content. All usage may be logged and retained and may be monitored at any time.

# USE OF COMPANY ASSETS

As a result, you should use discretion and good judgment before using company property for personal use and should assume that any “personal” content will not be confidential.

## Here are some basics to remember:

- All laws, regulatory requirements, and company policies apply to your conduct when using information technology resources. They include: the Internet and e-mail, those dealing with intellectual property protection, privacy, misuse of company resources, standards of conduct, sexual harassment, information security, and confidentiality.
- Information technology resources, including Internet and e-mail capabilities, are provided to you at the sole discretion of management.
- Exercise sound judgment when using information technology resources, including e-mail and the Internet.

- Transmit confidential and proprietary information securely using approved encryption capabilities, such as secure e-mail or secure file transfer.

## Procurement of Goods and Services

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

You are required to use company approved methods of procurement and contracting when purchasing business-related goods, services, and software. The goals of the company’s procurement policies and practices are to ensure that best value purchases are made based on quality, price, service, reliability, and other reasonable criteria.

## Here are some basics to remember:

- Only the CEO, CFO, or Controller (except where delegated or otherwise stated in the Delegation of Authority Policy) may sign agreements or contracts.
- A business associate (BA) agreement or BA language must be included in the base agreement if protected health information (PHI) is being exchanged.
- Procurement questions shall be directed to Finance and Accounting.

### QUESTION

*I’d like to order something from an Internet website while I’m at work. Is that allowed?*

### ANSWER

*Although the Internet is a tool intended for business use, occasional brief personal activity is allowed but not encouraged by Availity. Use of any and all Availity property is primarily for the purpose of Availity business.*

# USE OF COMPANY ASSETS

## Here are some situations to always avoid:

- Engaging in discussions that could be construed as an agreement or creating an obligation on behalf of the company, or causing a potential vendor, supplier, or subcontractor to think the employee has authority to agree to an arrangement.
- Suggesting that a vendor begin work prior to finalization of the contract, or signing a contract or letter of intent or proposal without proper signature authority.



## QUESTION

*I have been tasked with solving a technology issue for the company and have found the perfect vendor for the work. Procurement is evaluating several vendors, but I know my choice is the right one. The vendor has told me she needs to hear soon because other work is coming her way. I don't want her to lose interest, so I sent her a friendly e-mail stating, "You are still my top choice, and hopefully we will have you onsite in a matter of months." Is this OK?*

## ANSWER

*No. This creates a situation in which the vendor knows she can get what she asks for, removing Procurement's ability to negotiate a fair arrangement for the company.*

## QUESTION

*I am working on a big project and we need to hire a vendor for some assistance. One of the managers working on the project has identified a vendor that he wants to hire because he knows the owners of the business personally and worked with them at a previous employer. Can we do this?*

**ANSWER:** *If the vendor is the most qualified for the job, then this may be appropriate. You should contact Finance and Accounting for guidance in this instance.*

# CONFLICTS OF INTEREST

CONFLICTS OF INTEREST DEFINED

COMMUNITY INVOLVEMENT AND BOARD MEMBERSHIPS

PARTICIPATION IN PROFESSIONAL SOCIETIES AND SEMINARS

PERSONAL CONFLICTS OF INTEREST

RELATED PARTY TRANSACTIONS

OUTSIDE EMPLOYMENT



## Conflicts of Interest Defined

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

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

A potential conflict of interest should be disclosed to Compliance in any of the following situations:

- You have a Relative that works for Availity

- You or any of your Relatives receive compensation of any kind from, or hold a financial interest in any entity with which Availity has a competitive or business relationship
- You or any of your Relatives are employed by or receive direct or indirect compensation for goods or services from any entity with which Availity has a competitive or business relationship or which is currently soliciting a business relationship with Availity
- You are employed by or receive any direct or indirect compensation for goods or services from any entity other than Availity

### QUESTION

*What is a “conflict of interest”?*

### ANSWER

*A “conflict of interest” arises when an employee’s personal, social, civic, charitable, financial, political, or other activities or relationships have the potential to interfere with the employee’s loyalty or objectivity to Availity.*

# CONFLICT OF INTEREST

“Relative” is defined as a husband, wife, domestic partner, child, parent, brother, sister, aunt, uncle, cousin, niece, nephew, parent-in-law, brother/sister-in-law, son/daughter-in-law, spousal relationship, grandparent, or grandchild. This definition also applies to any “step-relatives,” “ex-relatives” and any such relationships that exist due to common-law partnerships or consensual romantic relationships. In addition, the “relatives” rule also covers domestic partners (whether or not officially recognized under local law), the person with whom you live, or the person with whom you are in a close personal or romantic relationship.

## QUESTION

*What if a potential conflict of interest arises after I've been hired?*

## ANSWER

*If a potential conflict of interest develops after you've been hired, disclose it in writing to Compliance, and be sure to update your Conflict of Interest Disclosure Form. Compliance will then determine whether an actual conflict of interest exists and, if so, how to handle it.*

## QUESTION

*What if the conflict I disclosed changes?*

## ANSWER

*If the conflict you disclosed becomes inaccurate or changes in some way, you should immediately disclose the change to Compliance and update your Conflict of Interest Disclosure Form. All Availity employees are expected to do this on an ongoing basis.*

## Community Involvement and Board Memberships

Availity strives to be a responsible corporate citizen in the communities in which it operates. Availity provides financial support to organizations that educate and improve the quality of life in communities where Availity has a business presence. The community leadership of many Availity employees is another example of our civic commitment.

However, in the conduct of personal affairs, employees should make clear that their views and actions are their own and not those of Availity. Employees should also make sure that their activities are not a conflict of interest and do not interfere with their job performance.

Availity employees are permitted to serve on the boards of directors of community or other organizations, or volunteer time, if the activity does not diminish their ability to perform their duties for Availity. However, to ensure there is no conflict of interest, employees must notify their manager and update your Conflict of Interest form for Compliance to include the board membership.



# CONFLICT OF INTEREST

## QUESTION

*I am on the Board of Directors for The American Cancer Society. Do I need to report this?*

## ANSWER

*Yes. Although, this may not be considered a conflict of interest, you are still required to disclose this information to your manager and Compliance.*

- The person or you would audit, verify, receive or be entrusted with finances reviewed or handled by the other.

In addition, managers must not date employees in their reporting structure or have any relationship which impairs their objectivity in making decisions on behalf of Availity.

## Participation in Professional Societies and Seminars

Availity encourages all employees to broaden their knowledge and competence by participating in job-related professional and society meetings, seminars, and other standards committees. However, in serving as a speaker or technical expert or in any capacity that involves payment, employees should discuss and seek the approval of their manager prior to attendance.

## Personal Conflicts of Interest

Availity permits the employment of Relatives of employees. However, you may not hire, supervise, or manage any relatives where:

- The person reports directly to you,
- The person or you exercise any direct or indirect influence with respect to the other's hiring, placement, promotions, evaluations, pay or work assignments, or

## Related Party Transactions

If you or a Relative have an ownership interest in or work for a competitor, customer or vendor that the Company currently uses or is seeking to do business with, you must promptly disclose the relationship in writing to Compliance to determine whether there is a Conflict. If you have any doubt about whether a conflict exists, treat the situation as if there is a conflict until the issue is resolved.

## QUESTION

*My brother owns the building that Availity is leasing office space in. The rental rate in my brother's building is much lower than the rate Availity could get elsewhere. Do I still need to disclose this?*

## ANSWER

*Yes. Your brother is considered a "Relative" to you and you should disclose this on your conflict of interest disclosure statement regardless of whether the rental rate is the lowest possible. In this situation, it is up to Compliance and Availity to determine the appropriate way to handle the conflict.*

# CONFLICT OF INTEREST

## QUESTION

*My team just hired another team member's son. Is this allowed?*

## ANSWER

*We do have cases where relatives work in the same department, but when this occurs the company requires that one relative must not be in the position to hire, supervise, affect terms and conditions of employment, or influence the management of the other relative.*

## QUESTION

*I am a customer service representative and have an opportunity to moonlight in the billing department of a large physician group. Can I take the job?*

## ANSWER

*In this situation, you will need to check with your manager and Compliance before you take any outside position. There are certain guidelines that should be followed and you will need to disclose this on your Conflict of Interest statement.*

## Outside Employment

Any outside work or activity that interferes with an employee's duties with Availity, competes with Availity in the marketplace or reflects negatively on the organization is prohibited. In addition, employees may not accept compensation for services performed for Availity outside of their regular employment duties, unless those services have been disclosed and approved by Availity in advance. A conflict of interest may arise if an employee's potential outside employment activities impairs the employee's business loyalty and effective performance for Availity.

Employees must inform their manager if they plan to take employment outside Availity so that the proper determination can be made as to any potential conflicts of interest. In the event that outside employment is approved by Availity, performing outside employment activities on Availity time or using Availity resources, including computer systems or personnel, is strictly prohibited and may lead to disciplinary action, up to and including termination of employment.

### Here are some basics to remember:

- As an employee, you are required to disclose all conflicts and potential conflicts when hired, and to keep your Conflict of Interest Disclosure Statement updated at all times when a new potential conflict arises or if a previously disclosed situation becomes inaccurate or changes.



# CONFLICT OF INTEREST

- As an employee, owning individual shares of stock in a competitor company must be disclosed on your Conflict of Interest disclosure statement.
- Be aware of, and comply with, the laws and regulations governing organizational conflicts of interest that may arise when dealing with government agencies and programs.
- Contact your manager, Compliance, or Human Resources if you are not sure whether a situation is a conflict of interest.

## Here are some situations to always avoid:

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



- Entering into a business relationship with another person or business providing services to us or where you may be in a position to disclose confidential or proprietary information.
- Becoming involved in another business relationship that requires such time or commitment that your duties here suffer.

## QUESTION

*I have a small private, IT consulting practice on the side and Humana recently contacted me about a consulting engagement where I would help them build a new RCM product. Can I accept this consulting engagement?*

## ANSWER

*NO. This proposed engagement directly conflicts with Availity's business and would potentially deprive Availity of future revenue.*

## QUESTION

*I need to make extra money and I want to get a second job. Can I pursue part-time work on my own time?*

## ANSWER

*Yes, as long as the work does not interfere or conflict with your responsibilities at Availity, you do not spend time working on the part-time job while you're at Availity, and you do not use company information, assets or other Availity property to perform the part-time job.*

# GIVING OR ACCEPTING GIFTS, MEALS AND ENTERTAINMENT <sup>1</sup>



We must not, directly or indirectly through a third party, make or offer anything of value to anyone in order to improperly obtain or retain business or improperly influence any action to benefit Availity.

Our policy on gifts, gratuities and entertainment is designed to support our reputation as an industry leader that acts with integrity and bases decisions on business need.

- Availity employees who interact with business partners must avoid situations that create a conflict of interest, or the appearance of impropriety.
- Sound business decisions must not be influenced by travel, meals, entertainment or gifts given or received.

**Gift giving** is generally discouraged, and you should never solicit personal gifts. Availity may solicit corporate gifts to be used for fundraising activities that support local corporate giving/charity initiatives.

Gifts may be given to or accepted from **existing or prospective** business partners occasionally, but should not include cash or cash equivalents (i.e. gift cards)

- Do not give or accept gifts that are greater than \$50/occurrence or \$150 annually.
- Accepting gifts of tickets to local sporting events are acceptable, but should never be solicited.
- Never accept from or offer gifts, meals or entertainment to a government agency or public entity.
- Although we do not set a dollar limit on gift-giving among employees, always use good judgment when giving or accepting gifts. Gifts of nominal value are always best, and contributing to a gift must always be voluntary. Never give a gift to another employee to influence or show favoritism.
- Purchase of gift cards as means to award employees is strictly prohibited. Gift cards purchased and expensed through Concur will not be reimbursed. The Availity Love Program (Living Our Values Everyday) is available to recognize and award employees.
- Know that when the Company awards items to employees as recognition for a business achievement or as part of Company-sponsored events, they are not considered gifts, but they are subject to all applicable federal, state, and local tax requirements.

**Meals and Entertainment** are a part of doing business, and may be offered or received by employees as part of legitimate business activity.

<sup>1</sup>This policy applies to interactions with external business partners. For purposes of this policy, Availity owners are considered internal business partners and this Policy does not apply.

# GIVING OR ACCEPTING GIFTS, MEALS AND ENTERTAINMENT <sup>1</sup>

Employees may only accept or offer meals and entertainment linked to a business relationship that supports company objectives if:

- The expenditures are reasonable and infrequent.
- The entertainment expenses do not include travel or lodging, and do not exceed \$150 per person in attendance.
- A business partner is in attendance.
- Do not offer travel, meals, or entertainment to government employees.
- Gifts purchased and expensed to the company that violate this policy dollar limits may be denied expense reimbursement, and corrective action may be taken up to and including termination of employment. Please refer to the Gifts and Entertainment policy for further guidance.

**Exceptions should be approved by your SVP and such approval forwarded to the Chief Compliance Officer.**



## QUESTION

*I want to take one of my customers out to dinner to discuss business, but I know it is against his company's policy for him to accept meals. If he does not care about the policy, can I offer him the dinner anyway?*

## ANSWER

*No. If you know that giving a meal will violate the policy of his company, you may not offer to take him out to dinner. Just as we want others to respect our standards, we will respect theirs.*

## QUESTION

*I am in sales and found that one of the most effective ways into a new account is to give out \$10 Starbucks gift cards. The amount is low so is that okay?*

## ANSWER

*No. Although the amount of the gift falls into our guidelines, you may not give cash equivalents, which is a gift card.*

## QUESTION

*A business partner gave me two tickets to a local sporting event valued at \$150 each, and an invitation to use their suite at the stadium. The business partner will also be attending the game and accompany me in the suite. Can I accept the tickets?*

## ANSWER

*Yes. Since the business partner will be present with you at the event, this is not a gift. This activity is considered business entertainment and is therefore, acceptable. Also, since the value of the tickets is \$150 per ticket, this falls within the acceptable allowance range per this Policy.*

# ACCURATE COMPANY RECORDS AND FINANCIAL INTEGRITY

## ACCURATE RECORD KEEPING FRAUD, WASTE, AND ABUSE



## Accurate Record Keeping

Federal and state laws and regulations require our contracts with government and non-government customers and our financial reporting and records to accurately reflect our business. We have a system of internal controls, which includes policies, procedures, and internal and external audits to help ensure that business transactions have appropriate approvals and are properly recorded. However, it is your responsibility to ensure the accuracy of data, records, and reports, whether for internal or external purposes. You must promptly report any inaccuracies or discrepancies to your management or to Compliance.

We are required to retain records for a variety of our regulated activities and contracts, but it is also a good business practice to retain records in a consistent, systematic, and reliable manner. Failure to maintain accurate records could result in criminal and/or civil liability, improper payments, disallowance of costs, adverse findings in legal proceedings, inaccurate statements, and false claims.

### Here are some basics to remember:

- Monitor fraud, waste, and abuse by using the controls in place to aid in the detection, investigation, civil and criminal prosecution, and prevention of such activities. You are also expected to cooperate fully and honestly with internal and external auditors.
- Report immediately any suspected fraud, waste, or abuse involving our employees, contractors or business partners to the Legal Department.

### QUESTION

*What should I do if I have a question or suspect problems with some aspect of our financial reporting or internal accounting controls?*

### ANSWER

*The Company has a financial accounting framework that can generate reports that are readily verifiable with traceable data. The accuracy of our company's financial statements and records and the proper functioning of our internal accounting controls are vital to the company. Issues must be reported. If you are comfortable doing so, talk to your manager about it to make sure you understand the situation. You can also contact Compliance.*

# ACCURATE COMPANY RECORDS AND FINANCIAL INTEGRITY

## Here are some situations to always avoid:

Intentionally causing any record to be inaccurate.

Examples of prohibited acts include:

- Submitting expenses for reimbursement which do not accurately reflect the true nature of the expense.
- Falsifying time in the timekeeping system by recording time as worked when you are not working, or by working “off the clock.”

## QUESTION

*My files are overflowing and I need to do some “spring cleaning”. How will I know what I can throw out and what I cannot?*

## ANSWER

*You should review **Record and Information Management Schedule**, which you can obtain on the Availity SharePoint site or from the Compliance Department. Company records must be kept for the period specified in the schedule. In addition, you should preserve any records in your files which you were asked to hold for legal reasons.*

## Fraud, Waste and Abuse

Many of Availity’s business partners contract with the Centers for Medicare & Medicaid Services (CMS) to offer health and prescription drug coverage to eligible enrollees. These business

partners must follow applicable laws, regulations, and guidance that govern sponsors. CMS requires these sponsors and their first tier, downstream, or related entities to attest that they are in compliance with legal and regulatory requirements. Under current regulation, Availity is considered to be a “first tier, downstream, or related entity” due to the administrative services Availity provides.

For the reasons stated above, all employees are expected to follow all applicable laws and regulatory guidelines as they pertain to fraud, waste, and abuse. At a minimum, all employees will be required to complete annual training regarding the detection and prevention of fraud, waste, and abuse.

As an overview to such detection and prevention, fraud, waste and abuse are generally defined as follows:

- **Fraud** – An intentional act of deception, misrepresentation, or concealment in order to gain something of value.
- **Waste** – Over-utilization of services (not caused by criminally negligent actions) and the misuse of resources.
- **Abuse** – Excessive or improper use of services or actions that are inconsistent with acceptable business or medical practice. This refers to incidents that, although not fraudulent, may directly or indirectly cause financial loss.

All employees are expected to report any actual or suspected noncompliance with all regulations pertaining to fraud, waste, and abuse to the Legal Department.

# DEALINGS WITH GOVERNMENT PROGRAMS AND INTERACTIONS WITH THE PUBLIC



## Procurement Integrity Act

For U.S. government procurements, there is a ban on either obtaining or disclosing competing contractor bid or proposal information or government source selection information. This includes competitive information submitted to a government agency as part of, or in connection with, a bid or proposal to enter into a government procurement contract. This may also include nonpublic information which has been prepared for use by the procuring agency in the evaluation of a contractor's bid or proposal. These procurement integrity restrictions apply to company employees involved in a U.S. government procurement and apply until the contract is awarded. You should always exercise caution should a third party offer to provide you with bid, proposal or source selection information and pay special attention to receiving or disclosing marketing intelligence, which may include a competitor's price, cost data or program evaluation criteria.

## Mandatory Disclosures

For U.S. government contracts and subcontracts at any tier, the company is required to make certain disclosures to the U.S. government. If a Principal (defined below) has any information indicating that the company or a Principal, employee, agent, or subcontractor has, in the award, performance or closeout of such U.S. government contract: (i) received a significant overpayment; (ii) violated

certain federal criminal laws relating to fraud, conflicts of interest, bribery, or gratuity violations; or (iii) violated the civil False Claims Act, the Principal must immediately report the matter to the Chief Compliance Officer. "Principal" means all officers and other employees who have primary management or supervisory responsibilities within the company. Employees should be aware that the company's failure to make such mandatory disclosures to the U.S. government can result in the suspension or debarment of the company and/or individuals with knowledge of the violations.

## Representations and Certifications

U.S. government solicitations require Availability to make various representations and certifications regarding its compliance with laws and regulations. Availability has submitted online representations and certifications on the government's System for Award Management ("SAM") website, at [www.sam.gov](http://www.sam.gov). All of the company's representations and certifications in SAM and otherwise provided to customers in support of government contracts must be truthful and accurate. Employees should be aware that the submission of an intentionally false representation or certification can be considered a criminal false statement and subject the company, and the individual making the representation, to criminal charges.

# DEALINGS WITH GOVERNMENT PROGRAMS AND INTERACTIONS WITH THE PUBLIC

## Export Restrictions

At Availity, we are committed to abiding by applicable export control regulations, which restrict the sale of controlled goods and software to many destinations, and even can reach the export of technology and technical data, both to other countries and to non-U.S. nationals (i.e., a non-U.S. citizen or non-green card holder) who are located within the United States. Further, even goods that are not controlled (known as EAR99 goods) are subject to end use and end-user controls that restrict the shipment of uncontrolled goods where it is known that the good will be used to support prohibited uses (such as the proliferation of weapons of mass destruction or terrorism) or to prohibited persons (such as terrorists). Employees who transport and/or use controlled goods and technology, or who deal with controlled technical data, must have knowledge of, and comply with, the relevant laws and regulations. Keep in mind that controlled technical data does not have to leave the company's facility in order for it to be exported. The transfer of computer software or technical data to foreigners or foreign nationals is subject to export laws and regulations.



## Economic Sanctions

In addition to controlling various U.S.-origin goods, services software, technology, and technical data, the U.S. government also prohibits U.S. persons and corporations from engaging in commercial or financial transactions with sanctioned countries, governments, entities, and individuals. These laws require the company to conduct reasonable due diligence to ensure its customers, vendors, employees, and business partners are not subject to these economic sanctions. Relevant risks include most dealings with parties in or from Cuba, Iran, North Korea, Syria, Sudan, and the disputed Ukrainian region of Crimea, including persons who are “ordinarily resident” (live) in those countries. Economic sanctions also prohibit dealings with terrorist syndicates, narcotic traffickers, weapons proliferators, and other parties appearing on the list of Specially Designated Nationals (“SDNs”) and other Specially Designated persons maintained by the U.S. Treasury Department.

# PROTECTING INFORMATION AND PROPERTY

PRIVACY  
INFORMATION SECURITY  
CONFIDENTIAL, PROPRIETARY, AND  
OTHER NON-PUBLIC INFORMATION  
SOCIAL MEDIA  
MONITORING ON THE JOB  
RETENTION OF RECORDS  
COPYRIGHTS



## Privacy

Availity is committed to complying with all applicable federal and state privacy laws.

### Here are some basics to remember:

- Availity's Privacy Policy can be reviewed [here](#).
- Protect all health, financial, and/or employment information. This includes information such as names, addresses, telephone numbers, or any other data that can be used to identify an individual; this information may only be accessed, used, and/or disclosed as permitted by state and federal privacy laws.
- Limit access, use, and disclosure of information to the minimum amount of information necessary to achieve the intended purpose of the access, use, or disclosure.
- Use de-identified data whenever possible.
- Do not use Social Security Numbers (SSN) internally or externally unless there is an approved, compelling business need.

- Do not retaliate against an employee for reporting privacy-related incidents or concerns.
- Report any known or potential breach of privacy or non-permitted use or disclosure of information to Compliance immediately. This includes any loss or theft of information.
- Ensure disclosure of information is only to an authorized individual or entity.
- Get permission to use employee information. Check for accuracy of information.
- Send all electronic protected health information securely via secure file transfer or by secure e-mail.

### Here are some situations to always avoid:

- Sharing information with someone who is not authorized to receive it, either internally or externally.
- Accessing information that you do not need for your job function.
- Neglecting to use caution when sharing information via e-mail, fax, mail, or other distribution means.

# PROTECTING INFORMATION AND PROPERTY

- Neglecting to protect information that could result in non-permitted disclosures, including inadvertent ones that could arise in social conversations or in business relations with individuals outside the company.
- Neglecting to protect information that could aid others with criminal intent.

## QUESTION

*I need to update and save a document that contains Availity work product. Can I save this to my personal OneDrive account?*

## ANSWER

*No. Availity work product should never be stored on a personal storage site, as it has not been approved by information security and could compromise certain security controls. It should be stored on the appropriate Availity site.*

## Information Security

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

Employee access to protected information is limited based upon the job function of the

employee and the classification of the information requested. You will be required to provide access and authentication credentials prior to accessing protected resources.

### Here are some basics to remember:

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

# PROTECTING INFORMATION AND PROPERTY

For more information, refer to Availity's Information Security Policy or contact:

## **Damien Creavin**

*Senior Vice President and Chief Technology Officer*  
(904) 470-4914

## **Mike Green**

*Senior Director and CISO*  
(904) 538-5319

## **Confidential, Proprietary, and Other Non-public Information**

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

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

### **Here are some basics to remember:**

- You are required to sign a statement when joining the company which assigns over to the

company all of your rights, if any, in intellectual property that you may develop or create while employed at Availity.

- You are required to acknowledge that you understand and will follow the company's Confidential and Proprietary Information policy, even after your employment with the company has ended.
- You may not disclose or use at any time, either during or subsequent to your employment, any confidential and proprietary information gained during your employment, whether or not developed by you, except as required in your duties as an employee of the company.
- You must promptly return all company property upon termination, including all manuals, letters, notes, notebooks, reports, and all other confidential and proprietary materials.
- Violations by an employee or former employee may result in disciplinary and legal action. If you have questions about whether a particular matter is restricted, contact your manager or Compliance.

## **Open Source Software**

Availity has an Open Source policy that applies to all Availity employees including contingent workers, contractors, and consultants. The policy governs the use of Free or Open Source Software

**“IT IS OUR POLICY TO REQUIRE ALL EMPLOYEES TO RESPECT THE SENSITIVE NATURE OF COMPANY CONFIDENTIAL AND PROPRIETARY INFORMATION.”**

# PROTECTING INFORMATION AND PROPERTY

## QUESTION

*I received an e-mail that appears to be from Availity. It is asking me to click a link and provide my password. Is it OK for me to provide this information when asked to do so?*

## ANSWER

*Availity will never ask you to provide your corporate user ID and password to an outside vendor.*

## QUESTION

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

## ANSWER

*No. Although certain confidential and proprietary information can be shared with company employees, approval from Compliance is required to share or disclose with individuals or organizations outside of the company.*

## QUESTION

*May I access Facebook from work?*

## ANSWER

*Yes, Facebook and some other social media websites are accessible from your company's desktop. However, use is at your management's discretion and must involve only occasional, brief activities and must not interfere with your job responsibilities. Remember you must comply with all applicable company policies.*

or "FOSS" which is software that is distributed to the general public (including access to source code) under a license permitting the user to execute, copy, and redistribute the software, and to modify the software. When properly used, free and open source software ("FOSS") can offer effective software solutions while saving Availity significant software development time, costs, and resources. However, use of FOSS can result in legal liability and loss of valuable proprietary rights. The purpose of the Open Source Policy is to ensure the proper use of FOSS in compliance with Availity's software license obligations and to prevent the legal liability and loss of valuable proprietary rights in intellectual property assets that can result from the indiscriminate use or distribution of FOSS. Any violations to Availity's Open Source Policy is likely to result in disciplinary action which may include termination of employment. Please refer to the [Free or Open Source Software Policy](#) for additional information.

## Social Media

Social media is primarily Internet and mobile-based technology tools used to generate and exchange content (pictures, video, and audio) and/or engage in multi-directional interaction on topics of mutual interest. Examples of social media sites include but are not limited to Twitter, YouTube, Yammer, Facebook, Myspace, Craigslist, Flickr, LinkedIn, Yahoo, and Bing. Employees are expected to protect the privacy of Availity, its employees and clients, and are prohibited from disclosing information and other proprietary and nonpublic information to which

# PROTECTING INFORMATION AND PROPERTY

employees have access. Such information includes but is not limited to customer information, trade secrets, financial information and strategic business plans.

Employees should have no expectation of privacy while using the Internet or social media of any kind. Your postings may be reviewed by anyone, including Availity. Availity reserves the right to monitor comments or discussions about the company, its employees, clients and the industry, including products and competitors, posted on the Internet by anyone, including employees and non-employees.

## Monitoring On the Job

In order to protect company assets, provide excellent service, ensure a safe workplace, and to investigate improper use or access, Availity may monitor an employee's use of Availity's communications devices, computer systems and networks (including the use of the Internet and corporate and personal web-based e-mail accessed from Availity devices or systems), as permitted by law. In addition, and as permitted by law, Availity reserves the right to inspect, monitor and record the use of all company property, company provided communications devices, systems and facilities - with or without notice - and to search or monitor at any time any and all company property and any other personal property on company premises.

## Retention of Records

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

Failure to keep records in good order can result in negative consequences for the company. All employees who create, receive, use, or manage the company's records must comply with the **Enterprise Records Retention Schedule**.

### Here are some basics to remember:

- All records (electronic or paper) are subject to a retention period.
- Records are not specific to any particular media or format. They may be: (a) paper documents, forms, reports, manuals, correspondence, and files; (b) computer files, such as spreadsheets, databases, word-processed documents, and e-mail messages; or (c) information in other formats such as video streams, audiotape, microfilm, and photographs.
- Make sure you manage, retain, and destroy all business records in a manner that supports both ongoing business operations and compliance with various accounting, audit, customer, legal, regulatory, and tax requirements. See the **Enterprise Records Retention Schedule**.
- Follow legal hold notices issued by the Legal Department. In certain cases, a legal hold notice is sent by the Legal Department specifying retention requirements for certain records.

### QUESTION

*I moved into a new office and there were documents left in one file drawer. Can I just throw them away?*

### ANSWER

*You need to review the documents to determine if they are company records. If unsure, talk to your manager.*

# PROTECTING INFORMATION AND PROPERTY

A legal hold notice requires preservation of appropriate records under special circumstances, such as litigation, government investigation, audits, or consent decrees; and it supersedes the requirements of the records retention policy for the duration of the legal hold.

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

## Copyrights

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

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

### Here are some things to remember:

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

- Only licensed software acquired through the appropriate procedures may be used on our computers.
- Corporate-owned software must not be installed on your home or personal computer unless specifically approved for use, such as corporate approved virus protection software.
- Ensure that you have permission before you use or copy any media, including computer programs, music, photos, drawings, articles, and movies. See Marketing and Communications for assistance.
- Media and materials on the Internet are not in the "public domain," and are not exempt from copyright protections, merely because they are publicly available.

### QUESTION

*I found some artwork, photos, and video on the Internet that I would like to incorporate into a presentation. Can I use these materials?*

### ANSWER

*No. At least not without permission or verifying that the materials are in the public domain. This type of intellectual property is generally protected by copyright law as are books, articles, magazines, and music. Permission must be granted from the copyright holder for most uses and that permission sometimes requires a fee or some other royalty payment arrangement with the copyright holder or someone acting on their behalf.*

# DEALINGS WITH GOVERNMENT PROGRAMS AND INTERACTIONS WITH THE PUBLIC

WORKING WITH GOVERNMENT CUSTOMERS

POLITICAL CONTRIBUTIONS

ACTIVITIES ABROAD

BRIBERY AND CORRUPTION



## Working with Government Customers

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

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

### Here are some basics to remember:

- Documents and other records provided, as well as oral or written representations made to the government, must always be clear, accurate, complete, and not misleading.
- Cooperate fully and honestly with government audits and inquiries and always promptly inform the Legal Department of any audit request or inquiry before responding.
- Adopt and follow controls and processes that ensure the accuracy of data and representations communicated to the government and/or used in connection with government contracts and/or government programs.
- Ensure consultant, vendor, and supplier adherence with government and company policies and contract terms.
- Ensure that charges to government contracts and the use of appropriated funds are accurate and authorized, including that work time is accurately recorded and unallowable expenses are excluded.
- Promptly report to the Legal Department any activity that you believe is unlawful, would result in a false claim, or would result in an overpayment by the government to us or in the retention of funds that are owed to the government.

# DEALINGS WITH GOVERNMENT PROGRAMS AND INTERACTIONS WITH THE PUBLIC

- Conduct appropriate due diligence on potential suppliers and vendors.
- Never accept from or offer gifts, meals or entertainment to a government agency or public entity. This includes employees of the state, local government, or public entities, including a public hospital or medical clinic.

## **Here are situations to always avoid:**

- Deviating from contract requirements without proper written approval from an authorized government official.
- Engaging in employment discussions with a government official with decision-making or procurement responsibility for contracts with the government. Because there are significant restrictions regarding employment discussions with current and former government employees and officials, consult with the Legal Department prior to engaging in any such discussions.
- Accepting or seeking to obtain non-public source selection or competitive information about government procurement or a competitor's bid or proposal.
- Hiring or contracting with individuals or entities that are excluded from federal procurement and non-procurement programs for performance under any government contract or program.

## **Political Contributions**

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

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

## **Here are some basics to remember:**

- The political process is highly regulated.
- No reimbursements are allowed for personal political contributions, including contributions to political action committees.
- Don't work on political campaigns during work hours.
- Don't use company resources, such as telephones, copying and fax machines, as part of a campaign effort, including fundraising.
- Make sure you direct questions to either the Legal Department or Compliance before agreeing to do anything that could be construed as involving the company in any political activity at the federal, state, or local level.

# DEALINGS WITH GOVERNMENT PROGRAMS AND INTERACTIONS WITH THE PUBLIC

## Here are some situations to always avoid:

- Soliciting political contributions on company property during work time.
- Distributing political literature in work areas.
- Distributing political literature in non-work areas during your work time or in public lobbies.

## QUESTION

*I am a volunteer for a political candidate. Is this OK?*

## ANSWER

*Yes—as long as you perform volunteer activities on your own time and at your own expense.*

## Activities Abroad

Company employees may engage in national and international activities in support of the company's mission.

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

employees and our business partners working overseas on our behalf.

Certain customers have legal contracts with Availity that may not permit the offshoring of services to be performed or may require prior approval for it to occur. Offshoring refers to Availity using a vendor that provides all or some of the services we contract for outside the borders of the United States of America. Know the requirements on the programs, products, and accounts you are working on. Check with the Legal Department immediately if you have any questions.

## Bribery and Corruption

Availity prohibits any form of bribery or corruption, whether in commercial dealings with private parties or in dealings with officials of any government. We are committed to complying with the U.S. Foreign Corrupt Practices Act (FCPA), the U.S. Travel Act, the U.K Bribery Act and all other applicable anti-bribery laws. Please refer to Availity's Foreign Corrupt Practices Act (FCPA) Policy for further guidance.

We must not, directly or indirectly through a third party, make or offer anything of value to anyone in order to improperly obtain or retain business or improperly influence any action to benefit Availity.

# DEALINGS WITH GOVERNMENT PROGRAMS AND INTERACTIONS WITH THE PUBLIC

## Waivers

In appropriate circumstances, the Chief Compliance Officer may grant a waiver of a provision in the Code of Conduct and Ethics. Waivers for any member of the Board of Managers or the Senior Leadership Team may only be granted by the Chief Compliance Officer, and will promptly be disclosed to the CEO and CFO, and as otherwise required by applicable statutes and regulations.

These disclosure requirements are intended to inhibit casual and possibly questionable waivers, and constitute controls designed to protect Availity.

The organization will not implicitly grant waivers by failing to take action with respect to a known or suspected violation of applicable law, regulation, or this Code of Conduct and Ethics, or other Availity policy or procedure.



# ADDITIONAL RESOURCES



## Additional Resources Available To Employees

[The Availity SharePoint Site](#)

[Availity Associate Handbook](#)

[Record and Information Management Policy](#)

[Enterprise Record Retention Guide](#)

[Health Insurance Portability and  
Accountability Act \(HIPAA\)](#)

[Fraud, Waste, and Abuse](#)

[Anti-Kickback and Stark Laws –  
Office of Inspector General](#)

Or contact:

**Catherine Hora Anderson**

*SVP, Legal @ Regulatory Affairs and General Counsel*  
(904) 470-4547

**Erich Drotleff**

*Senior Corporate Counsel*  
904-538-5350

**Zac Merson**

*Senior Corporate Counsel*  
(904)538-5527

**Jack Hunt**

*SVP and Chief Technology Officer*  
(904) 479-4144

**Mike Green**

*Senior Director and CISO*  
(904) 538-5319

**Privacy Office e-mail address**

PrivacyOffice@availity.com

**Compliance and Ethics Helpline**

1-800-826-6762  
Availity.alertline.com