

West Virginia Family Health Plan Inc. Code of Conduct

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Our Commitment to Integrity

West Virginia Family Health (“WVFH”) strives to hire and retain responsible and ethical personnel who contribute to WVFH’s initiatives and operations. As a Managed Care Organization (“MCO”), it is essential that integrity is the foundation for everything our employees, management and physicians do. Building a strong reputation is difficult, but losing it is easy. That is particularly true today as the health care industry, including health insurers, is under increasing scrutiny. Questionable or unlawful acts quickly erode public confidence, causing customers and other stakeholders to lose trust. At WVFH, we recognize that it is not enough to merely comply with laws and regulations. We believe that it is imperative to abide by the highest ethical standards in serving our customers, providers, communities and dealing with our fellow employees.

The WVFH Code of Business Conduct outlines our values, standards of conduct, and provides an overview of legal requirements applicable to what we do. Please take the time to carefully read and periodically review the material in this handbook. It is the responsibility of every WVFH employee to understand its contents in order to know what is expected in the work environment. Your knowledge of this material will help keep WVFH in full compliance with applicable laws, regulations, and policies. WVFH leaders have the additional responsibility to make compliance with this Code, a vital part of our business.

We also have responsibilities for being good corporate stewards, to protect our good name and reputation. If you observe, learn of, or in good faith suspect an action or situation violates a law, regulation or WVFH policy or procedure, or breaches the standards of business conduct defined in this Code, you must report it. WVFH provides many resources to assist you and all questions and concerns will be treated confidentially and will be promptly researched. You may contact your leader, Human Resources, the Integrity and Compliance Department or the anonymous Integrity helpline. Further, to encourage our employees to speak up when they have questions or concerns, WVFH has a non-retaliation policy. This means that retaliation or intimidation against those who, in good faith, report concerns or wrong doing is prohibited. Every member of WVFH’s Board of Directors and leadership team is fully committed to conducting company business according to the Code of Business Conduct and in setting the ethical tone of the company.

Thank you for supporting a corporate-wide culture of working with integrity.

J. Fred Earley, II
President, WVFH

Steven Shattls
WVFH Board Chairman

West Virginia Family Health Plan, Inc. Code of Conduct

I. INTRODUCTION

This Code of Conduct (“Code”) is intended to provide guidance on how to support WVFH’s commitment to integrity and a strong business culture. WVFH has published this Code of Conduct to provide all employees, officers, and members of the Board of Directors with clear guidelines for their conduct as representatives of WVFH. All concerns deserve proper attention, no matter how small they are. If you are unsure about what to do in a given situation or something just is not quite right, you are encouraged to consult with your manager or supervisor. You are also encouraged to contact the Compliance Officer using the resources outlined in this guide. We are counting on your assistance in preserving and strengthening our integrity as an ethical organization. If you detect a problem or suspect someone is acting inappropriately, help maintain WVFH values and culture by reporting it immediately.

Ethical behavior and compliance with laws begin with several principles of integrity:

- Personal and professional integrity is our most important attribute;
- We care not only for the end result but how it is obtained;
- We are honest and forthright. We observe all laws and regulations. It is clear that lawful behavior is not enough; ethical behavior is our standard;
- We trust and rely on our instincts to tell us that something is not right;
- Customer, provider and supplier relations are the cornerstones of our business. These relations must be built upon credibility and mutual respects;
- We demand ethical conduct in all of our activities and,
- We strive to always do the right thing.

All employees, officers and members of the Board of Directors are expected to comply with this Code by respecting the principles of integrity and observing the rules of conduct described here, which is intended to establish and communicate general guidelines only. When an employee is faced with a difficult ethical situation that requires advice or interpretation of this Code, the employee should first consult with his or her supervisor. Employees who are not comfortable discussing the situation with a supervisor or who still have unresolved questions after speaking with supervisors should speak with Human Resource staff, the Compliance Officer or an attorney in Highmark WV Legal Department.

II. STRUCTURAL OVERVIEW

West Virginia Family Health Plan, Inc. d/b/a West Virginia Family Health (“WVFH”) is a licensed Managed Care Organization (“MCO”) that primarily provides services to Medicaid recipients under a contract with West Virginia's Bureau of Medical Services (“BMS”). Organizationally, WVFH is comprised of and supported by activities performed by three entities that contractually provide delegated services to WVFH (“Delegates”):

- Gateway Health Plan®, LP.
- Highmark West Virginia Inc. d/b/a Highmark Blue Cross Blue Shield West Virginia
- Highmark Inc.

Collectively, these entities provide all services needed to manage and operate WVFH as a Medicaid MCO in the State of West Virginia. The WVFH President oversees the delegated responsibilities and directs the overall business affairs of each of the delegates. In addition, the Compliance Officer, who is appointed by the Board of Directors of WVFH, has the overall responsibility for the WVFH ethics and compliance program. However, it is understood that the individual employees of each of the delegated

entities have a Code of Conduct in their respective organization that also mandates the focus on ethics, integrity, and compliance responsibilities to the employees. This Code of Conduct is aligned with the individual entities, and will be applied to the employees and operations of the MCO to ensure the WVFH commitment to integrity and compliance in our service to the members, BMS, and other government agencies. This Code applies to all members of the Board of Directors, officers and all employees of WVFH and its business partners as noted above. In addition, for the purposes of this Code, the standards apply to all our relationships with our customers, suppliers and each other. The Code reinforces the principle that each and every one of us, including senior management, officers, employees and the members of the Board of Directors, have a responsibility to help ensure that we, as a company, operate legally and ethically in our business conduct.

III. WVFH'S MISSION

WVFH emphasizes the development and delivery of innovative programs to positively affect the personal health of its members and works to maintain a healthcare delivery system that assures the availability of high quality medical care for WVFH members based upon access, quality and financial soundness.

IV. WVFH'S COMPLIANCE VISION STATEMENT

WVFH has a commitment to provide quality services to its members. As part of this commitment, WVFH strives to assure an ethical, compassionate, efficient and compliant approach to healthcare delivery and to management services.

WVFH is committed to conducting its business in compliance with all applicable federal and state laws and regulations. Management is dedicated to maintaining a working environment that promotes high ideals and permits the employees to demonstrate the highest ethical standards in performing their duties by conducting daily affairs with honesty, objectivity and integrity. In order to maintain sound ethical standards and avoid violations of law, WVFH has developed, implemented and maintains a formal Integrity and Compliance Program relating to its business operations.

V. WVFH'S OBLIGATIONS AS A MEDICAID CONTRACTOR

WVFH is a healthcare entity that services members enrolled in a federally-funded program (Medicaid). Employees and agents need to be aware of requirements and/or obligations that may be unique to WVFH's dealings with the government and its agencies. Integrity and ethical behavior are the foundations for continued success. Choosing the right path is as important as reaching the destination. Employees can help WVFH remain a strong and viable company by demonstrating integrity in all aspects of their employment and through prompt reporting of issues or concerns. When carrying out day-to-day business activities, employees need to be aware of situations that may make them feel uncomfortable and/or violate the WVFH's Code of Conduct, policies, state or federal laws and regulations. The obligations of WVFH are detailed in the following categories below:

- General Overview
- Dealing with Excluded or Ineligible Persons
- Working with Government Contracts
- Providing Accurate and Complete Statements
- Understanding Key Fraud and Abuse Laws
- Creating and Retaining Accurate Records
- Reporting Concerns and Seeking Advice

A. Committing to Ethics and Compliance

To be effective, WVFH's compliance program requires everyone's personal commitment.

- Ethical Leadership and Accountability: Leaders at all levels have the responsibility to set the example by always being role models of appropriate behavior. Ethical leadership begins with the Board of Directors and senior leaders setting the ethical direction.
- Management Responsibilities: Management must encourage open communication about ethical and compliance issues that may arise. A vital component of this responsibility is to communicate regularly with each person on your team and to actively promote values and standards that communicate to employees the value of the decisions they make.
- Employee Responsibilities: Policies help provide detailed guidance and requirements for behavior in the workplace and while conducting company business. Annually, each employee is required to attest that they understand and agree to abide by the Code of Conduct and the policies within their respective company. By committing to these responsibilities, we will meet the expectations of conducting our business with integrity. Each employee has a responsibility to come forward with any concerns regarding any aspect of WVFH's performance under its government contracts. Furthermore, if you are aware, or become aware of a potential or actual violation of the Code of Conduct, laws, regulations or WVFH policies and procedures, you are required to report it as soon as possible, even if you are not in a position to address or resolve the issue. WVFH provides multiple ways for you to report issues or concerns and make a good faith report without fear of retaliation. You can make the report to your management, the Compliance Officer or the Fraud and Compliance hotline. If the potential or actual violation involves your immediate supervisor, you may also report it to the next highest level management. Failure to promptly report a real or potential violation may subject you to disciplinary action.

Employee attendance and participation in compliance program activities, including fraud waste and abuse training, is a job performance expectation and a condition of continued employment. Additionally, all employees are expected to cooperate and assist in the resolution of identified compliance issues. Failure to do so may result in disciplinary action up to and including termination of employment. WVFH provides information and training to all employees so that they have an understanding of fraud, waste and abuse laws including the False Claims Act, whistleblower protections, and the role employees play in the Company's compliance program.

B. Dealing with Excluded or Ineligible Persons

Employees should know it is possible for individuals or business entities to be excluded from performing work or receiving payment under any government contract or subcontract. For example, a provider or employee who has been convicted of billing fraudulent claims to Medicare or Medicaid would be excluded from participation in the Medicaid program. WVFH is prohibited by law from contracting or doing business with any person or entity that has been debarred, suspended, excluded or declared ineligible from federal program participation. "Excluded or ineligible person" is most often thought to apply to providers, but also extends to employees. WVFH will not knowingly employ an individual who has been convicted of a criminal offense involving government business, is listed by a federal or state agency as suspended, debarred, excluded, or proposed for disbarment or suspension, or is otherwise excluded from federal or state program participation for fulfilling its obligation under certain contracts with the federal and state governments. As required, WVFH performs security level checks based upon the role of the employee. If staff is found to be included on the Department of Health and Human Services, Office of Inspector General (DHHS OIG) or General Services Administration (GSA) list, he or she must be immediately removed from any work related to all federal healthcare programs and may face disciplinary action, up to and including possible termination of employment.

C. Working with Government Contracts

The Federal Procurement Integrity Act dictates the business conduct to be followed and does not permit gratuities or anything of value to be given to any agency procurement official. A bidding organization is prohibited from seeking to obtain confidential information about the selection criteria prior to the contract

being awarded. In addition, the Truth in Negotiations Act requires WVFH to certify cost and pricing data submitted to the government. Costs and data must be current, complete and accurate. Willful submission of incorrect information could be considered fraud.

D. Providing Accurate and Complete Statements

It is important to track costs correctly, maintain documentation and records, report correct statistics and accurately track time or resources used. Errors and/or omissions in the data may cause costs to be overstated or understated. Employees should be aware that inflating time reports or workload statistics for individuals or departments is strictly prohibited as these statistics can be used as a basis of determining cost allocations. Several types of suspected misconduct should be reported to management or the Compliance Officer:

- Submitting false timesheets or expense reports
- Inappropriately accessing another associate's or member's confidential information
- Misleading or not cooperating during an investigation
- Not reporting a known or suspected violation of the Code
- Making an intentional false report of a Code violation
- Preventing or discouraging someone from reporting a potential issue or concern

WVFH expects its employees, officers and members of the Board of Directors to respond truthfully and completely regarding all requests for information. It is against the law and against WVFH's Code for any employee, officer and member of the Board of Directors to knowingly make a false or misleading statement to a government official. Employees are obligated to accurately and truthfully document work and to not make false or misleading oral or written statements regarding such work. Employees, officers, and members of the Board of Directors are prohibited from taking any action to manipulate, mislead, coerce or inappropriately influence any independent auditor engaged in an audit of the financial statements of WVFH. There are financial and criminal penalties that can be assessed against any entity or person that knowingly makes a false statement to the government. This has been interpreted to include making little or no effort to validate the truth and accuracy of statements or otherwise acting in a reckless manner as to the truth.

E. Understanding Key Fraud and Abuse Laws

WVFH is committed to detecting, correcting or preventing fraud, waste and abuse. WVFH provides information and training to its employees so they have an overall understanding of the fraud and abuse laws and how to identify issues that may need investigated. The efforts undertaken as part of these processes are collaborative in nature and involve training and education, monitoring and audits. Definitions of fraud, waste and abuse include the following:

- **Fraud** is an intentional deception or misrepresentation made by a person with the knowledge that the deception could result in some unauthorized benefit to himself or some other person. It includes any act that constitutes fraud under applicable Federal or State law.
- **Healthcare waste** is overutilization of services or other practices that, directly or indirectly, result in unnecessary costs to the health care system. It is not generally considered to be caused by criminally negligent actions, but by the misuse of resources.
- **Abuse** includes any action(s) that may, directly or indirectly, result in one or more of the following:
 - Unnecessary costs to the health care system, including the Medicaid program
 - Improper payment for services
 - Payment for services that fail to meet professionally recognized standards of care
 - Services that are medically unnecessary

The False Claims Act allows monetary penalties to be imposed upon a healthcare provider or individual person for knowingly and willfully making false statements or representations in connection with filing a claim seeking reimbursement. In this act, the definition of “knowingly” includes actual knowledge, deliberate ignorance and reckless disregard for the truth. In addition, there is often some falsification of records to support improper billings. Examples include billing for services not provided, billing duplicate claims, false certifications, lack of medical necessity or unauthorized codes.

Under the anti-retaliatory provisions of the False Claims Act contained in 31 USC Sec 3730(h), individuals are protected from retaliation or other illegal treatment. In addition, the law provides ways to recover a share of monetary damages if such damages are awarded to the Federal Government if/when a lawsuit is settled.

The Anti-Kickback Statute provides civil and criminal penalties for individuals or entities that knowingly and willfully offer, pay, solicit, or receive remuneration to induce the referral of business. Examples of remuneration include services (such as free testing or supplies) as well as items (such as cash, gifts, equipment, software and other things of value). No bribes, kickbacks or other inappropriate payments should be offered or given to any person or entity for any reason, including but not limited to, the acquisition or retention of business.

The Stark Law provides criminal penalties for individuals or entities that do not adhere to the regulations regarding financial arrangements between referring physicians (or a member of the physician’s immediate family) and entities that provide designated health services payable by Medicare or Medicaid. It does not require any showing of the wrongdoer’s intent. Examples include providing reduced fees for a physician’s family members or arranging to lease space at lower than fair market value from a physician.

F. Creating and Retaining Accurate Records

It is against WVFH’s policy, and possibly illegal, for any employee, officer or member of the Board of Directors to cause records to be inaccurate or misleading in any way or for any reason. Records must be kept for the appropriate time period and available for review as needed. Failure to maintain accurate records may expose WVFH to significant fines and/or penalties. In addition, it is a criminal offense to destroy records that are subject to a subpoena or government investigations. Company records include all documents and electronic media that record or reflect any activity or transaction. Records should be prepared accurately and in consistent formats. There are specific regulatory requirements with respect to record management, including retention timelines that must be met. Even when sending documents to off-site storage, it is important that correct document record coding be used to allow for easy and complete retrieval should the record need to be produced in the future. Records must not be destroyed before the retention period has expired or if related to a pending litigation or government investigation.

Before destroying records, you should always check the record retention policy and schedule to determine if the applicable retention period has expired. In addition, it is advisable to check with your manager to determine if the records are the subject of a Legal Hold Notice. Records that are the subject of a Legal Hold Notice must continue to be preserved and may not be altered or destroyed without approval even if the regular retention period has expired.

G. Reporting Concerns and Seeking Advice

If you are aware of or suspect unethical or illegal conduct, you have a duty to report and ask for guidance, even if not in a position to resolve the issue or concern. WVFH provides a number of ways to report issues or concerns, including the option to report anonymously. It is the duty and responsibility of every employee who has knowledge or a good faith belief that an applicable law, regulation, company policy or ethical guideline has been, is being, or may be violated, to promptly report the information.

[How do I report an issue?](#)

To make a report or seek guidance you can speak with your supervisor or manager or contact the Compliance Officer or Highmark Health's Integrity and Compliance Office by anyone of the following methods:

Integrity Helpline at 1-800-985-1056 (anonymously if desired), available 24 hours a day and seven days a week.

Write to the Confidential Post Office Box:
Integrity and Compliance
P.O. Box 22492
Pittsburgh, PA 15222

Email to: Integrity@highmark.com

What is the Integrity Helpline?

The purpose of the anonymous integrity helpline is to serve as a confidential resource for employees and external entities to report violations, make suggestions and ask questions. Unless you wish to remain anonymous, please leave your name and telephone number and provide detailed information about your concern including names and locations of those involved and dates and times of the event. You may also leave the message anonymously. Helpline calls are not traced, there is no caller ID and no attempt is made to identify anonymous callers. If you choose to make an anonymous report, please provide enough information about the situation to allow WVFH to properly investigate it. If you do not provide enough details, the ability to pursue the matter will be limited. If an employee does identify himself or herself, WVFH will make every effort to maintain his/her identity as confidential, within the limits of applicable law(s). If you leave a message, there will be follow-up on the calls.

What do I need to report?

Compliance issues can be complex and knowing when to report a potential issue is not always easy. Here are some questions that you can ask yourself when presented with a possible violation:

- Does the situation put someone at risk or harm?
- Does the action seem illegal?
- Is it inconsistent with WVFH policies and procedures or this Code?
- Does it violate your standard of ethical behavior?
- Would failing to act make the situation worse or allow a "wrong" to continue?

If you answer "yes" to any of the above questions, you have an obligation to report your concern. Even if you are not directly involved with the potential issue, failure to make a report is unacceptable. We all have a duty to report. Examples of situations or issues to report include but are not limited to the following:

- A situation with a potential conflict of interest.
- Inappropriate use of e-mail.
- Potential misuse of member identification cards.
- Fraudulent billing practices.
- Potential Code of Conduct issues.
- Security access levels.
- Potential non-compliance with the Medicaid program.

Will I get in trouble for reporting a violation?

WVFH has a non-retaliation policy that seeks to assure no one will be subject to any adverse action because they report in good faith, what they believe to be a compliance violation. Deliberately making a false report, exaggerating, or otherwise distorting a report of wrongdoing will not be protected under this policy and the individual will be subject to disciplinary action, up to and including termination of employment.

What happens after I report an issue?

All reports will be promptly investigated and when necessary, appropriate actions will be taken to reduce the potential for reoccurrence and to ensure ongoing compliance. Depending on the circumstances, corrective actions may include changes in business processes, employee coaching or disciplinary actions. All matters will be handled with the appropriate level of confidentiality. However, if a matter necessitates the involvement of law enforcement, information may be shared as required by law. In order to receive status updates on the matter or to provide additional information, individuals are encouraged to contact the Compliance Officer.

Disciplinary / Corrective Action Process:

WV FH does not tolerate behavior that is inconsistent with this Code. Failure to comply with laws, regulations and WV FH policies and procedures is a serious matter and may lead to disciplinary or corrective action, up to and including termination of employment. Any employee, who intentionally fails to report, is complicit to a cover-up, discourages another person from fulfilling his or her reporting obligation, or harasses, penalizes or retaliates against another employee for fulfilling his or her duty to report will be subject to the same disciplinary actions. The severity of the discipline depends on the nature of the violation.

VI. COMPLIANCE TOPICS

WV FH seeks to assure an understanding of its position on the many compliance topics while providing instruction and examples of the program requirements. These include several areas of interest that are detailed below with the standard addressed by the topic:

- Employment - equal opportunity, harassment, substance use/abuse
- Conflict of interest issues
- Political activity and relationships with government employees
- Fraud, waste, and abuse identification and processes
- Maintenance of accurate books, records and documents
- False claims, statements and certifications, antitrust, and government investigations
- Protecting Confidential Information
- Use of corporate property, software licensing/registration, along with data security and control
- Acceptable use of electronic communication and information

A. Diversity and Equal Employment Opportunity

WV FH is committed to providing a work environment that treats everyone fairly, assuring that all applicants and employees receive equal employment opportunities and are treated with fairness, dignity and respect. It is WV FH's policy to recruit, hire, train, compensate, evaluate, discipline and otherwise treat individuals without regard to race, gender, religion, color, age, national origin, marital status, sexual orientation or disability. WV FH is committed to diversity and the creation of an inclusive work environment where everyone is valued for both their similarities and their differences. With unique attributes and diverse thinking, each employee brings many diverse perspectives and life experiences to the workplace that seeks to assure WV FH's capacity to serve all communities and to reach new and emerging markets. Consistent with the Americans with Disabilities Act and Section 504 of the Rehabilitation Act, WV FH will make reasonable accommodations for limitations of an otherwise qualified individual. WV FH will also act diligently to recruit, select and place qualified persons who are minority group members, women, veterans, Medical Assistance recipients and those with physical disabilities.

All employees are to act in a manner consistent with WV FH's diversity and equal employment opportunity policies and refrain from expressing views conflicting with these policies when acting as representatives of WV FH.

Example: *A candidate is applying for a full-time position. During her interview she is asked about her marital and family status. She responds that she is not married, but has a three-year-old daughter. The representative asked the question to gauge the candidate's commitment to her job. She is later informed that she will not be offered the position since it has been filled. Was the representative's conduct appropriate?*

Answer: *No. There are other ways to assess a candidate's work ethic. Family status does not determine whether an employee will be absent or late for work and questions of this type, based on gender and/or marital status, should not be asked in an interview. A decision not to hire an applicant because she may need time off to care for a child is not appropriate.*

B. Prohibition Against Harassment

Each employee has the right to work in an environment that is free from harassment, illegal drugs, and alcohol and workplace violence. WVFH does not accept, condone or tolerate any form of harassment in the workplace. WVFH has a responsibility to enforce this policy. In addition, all employees have the responsibility to clearly communicate disinterest in or offense taken to any perceived verbal, electronic or physical harassment to assure that the workplace is free from harassment. Harassment includes, but is not limited to, degrading or humiliating jokes, slurs, intimidation or any other behavior toward a coworker based on his or her diverse characteristic or cultural background. Examples of harassment include repeated kidding, teasing or joking that could be regarded by a reasonable person to be negative based on race, gender, religion, color, age, national origin, marital status, sexual orientation, socioeconomic status or disability as well as the display of objects and pictures of an inappropriate nature. It is important to report any suspected incidents of harassment at the earliest possible date so that an investigation can be conducted thoroughly and discreetly. Complaints and investigations will be treated seriously and, to the extent possible, confidentially. WVFH considers workplace violence as a form of harassment. This includes robbery, stalking, verbal threats, terrorist threats and hate crimes committed by current or former employees. As part of WVFH's commitment to an environment free of harassment, the possession of weapons/firearms, firearm ammunition, other weapons, explosive devices and any other dangerous materials is prohibited on WVFH's premises and in WVFH-owned or rented vehicles (regardless of whether the employee possesses a license to carry a concealed weapon).

There are state and federal laws prohibiting harassment based on gender or cultural background, as well as retaliation against an individual for making a complaint or participating in the investigation of a complaint. Accordingly, violations of this section of the Code of Conduct will not be tolerated and applicable law enforcement agencies will be informed of such offenses when appropriate.

Example: *An employee has been helping to plan the company's holiday party. Another employee, who is involved in planning the party, has learned that she has strong religious beliefs and begins to tease her about her beliefs. The co-worker has made jokes about her religion in front of other employees and has left notes and signs in her cube about religion. The employee is not comfortable with the co-worker's joking and has reported him to her supervisor and to Human Resources. Was this action appropriate?*

Answer: *Yes. According to the Code of Conduct, since she does not feel comfortable with her co-worker's jokes, she should report the situation to her supervisor and to Human Resources.*

C. Conflicts of Interest

It is critical for every employee, officer and members of the Board of Directors, to avoid situations where personal interests appear to conflict or actually conflict or compete with the interests of WVFH. Every employee is required to disclose any personal interest or involvement that might be an actual or apparent conflict of interest with WVFH at the time of initial appointment or hire. Conflicts of interest may arise at any time during the year and should be disclosed to the Compliance Officer at any time during the year as situations change. These changes should be discussed with a supervisor or the Compliance Officer. Please note that any interest or involvement of an immediate family must be disclosed by the employee. In addition, employees may not use outside persons or entities in connection with WVFH's business for the purpose of avoiding WVFH's policy concerning conflicts of interest. While it is impossible to list every situation that may be a potential conflict of interest, the following examples serve as a guide to the types of situations that might involve conflicts and, therefore, should be avoided and must be disclosed:

1. Gifts

Employees, officers and members of the Board of Directors are discouraged from accepting or offering any gift or entertainment that is not incidental to a business relationship. As a general rule, gifts and entertainment of a nominal nature may be an acceptable business practice as a means to build corporate goodwill. However, offering or accepting gifts or entertainment that are not incidental to a business relationship, or might be perceived to be primarily intended to gain favor or to compromise a business decision, must be avoided. Gifts, entertainment and/or other favors from members, providers or any outside company that does business with, is seeking to do business with, or is a competitor of WVFH should not be accepted. Acceptance of such gifts might suggest or indicate that they are intended to gain favor or to compromise a business decision.. Examples of inappropriate gifts and entertainment include, but are not limited to:

- Lavish dinners
- Weekend trips
- Cash or cash equivalents (gift cards, certificates, loans, stock, stock options) and honoraria for company related activities
- Personal charitable contributions on behalf of the employee
- “Quid pro quo” offerings – gifts that are given or taken in return for something else.

Employees may accept ordinary advertising items and mementos of minimal value such as pens, coffee mugs or routine promotional items that are unrelated to a particular transaction. An employee may never accept cash, check or money orders in their own name from any member, provider or outside company that does business with, is seeking to do business with or is a competitor of WVFH. All forms of gifts, including meals, sporting events and shows, may be accepted only if they are of minimal value and are presented in the course of routine business practices or necessary to conduct business. For example, occasional invitations to sporting or cultural events are common business practices and may be accepted but may also require reporting. If an employee is ever offered a gift in violation of company policy, the employee should refuse it and inform his or her supervisor immediately.

Example: *A Medical Director has recently been treated to several dinners worth \$300.00 by the Medical Director of a provider group that frequently requests authorizations of medical services. Should the health plan’s Medical Director report this as a potential conflict of interest for the dinners that she has received?*

Answer: *Yes. If the Medical Director does not disclose the meals/gifts that she has received, it may appear that she is authorizing services for the provider group based on the gifts alone, not the medical necessity for the services. Also, by submitting the action on a potential conflict of interest form, it gives the Compliance Officer an opportunity to ask follow-up questions and provide guidance.*

Example: *An employee is contracting with a vendor for a new software package. The vendor’s representative knows he loves to golf, so he advised him if he signs a contract by Friday with his company, he will arrange a tee-time at the new golf resort the employee has been hoping to play. Should he sign the contract?*

Answer: *No. The vendor is trying to lure the employee into signing a contract with his company by offering a very valuable gift he knows he would love. The employee should thank the vendor for the offer, but advise the vendor that even if the software product was the best fit for the company, the offered gift would make it appear that the software was purchased for improper reasons. The employee needs to go through proper channels to assure the proper vendor is selected for the right reasons.*

2. Improper Payments

The use of corporate funds for any unlawful or improper purpose is strictly prohibited. No bribes, kickbacks or other inappropriate payments will be offered or given to any person or entity for any reason including, but not limited to, the acquisition or retention of business. WVFH will market its business on the basis of quality and service, conforming to the requirements of BMS or other governmental entities. Marketing representatives will refrain from any and all activities listed below that could influence both

prospective and existing customers and/or members, or anyone else connected to the development and/or operation of any current or future line(s) of business:

- Inappropriate gifts
- Excessive entertainment
- Bribes, kickbacks or other similar payments

Example: *A marketing representative is receiving pressure from her boss to increase the number of members in a new territory. As a possible solution, she has decided to focus on participating providers to assist her in increasing plan membership. She has scheduled to take WVFH's large group practices out to lunch at a restaurant that costs \$75 per person as well as offering these practices \$20 for every patient that enrolls in their plan. Are these marketing strategies appropriate?*

Answer: *No. This employee is using company funds to influence providers to act in a way that is inappropriate. Providing the expensive lunch is against company policy. In addition, the kickback each practice will receive for every member that enrolls in WVFH is unethical and possibly unlawful.*

3. Public Representation and Media Interaction

When communicating publicly, you must be cognizant of keeping personal views separate from communications made and actions taken on behalf of WVFH. When speaking, writing or participating in public forums or social media networks, do not associate WVFH with personal opinions. Participating in social networking on your own time must not publish content that is WVFH's property and/or could damage WVFH's business reputation or the business reputation of its customers and providers.

As a general rule, WVFH directors, officers and employees shall not provide testimonial statements that could be used as an advertisement for vendors or their products.

4. Other Conflicts/Concerns

Examples of potential conflicts of interest to be disclosed and/or avoided include:

- Direct supervision or responsibility for performance evaluations, pay or benefits of any relative.
- Selling anything to WVFH or buying anything from WVFH, except pursuant to any normal program of disposal of surplus WVFH property offered to all employees in general.

Example: *An employee in Community Relations frequently distributes promotional items in conjunction with company-sponsored community events. Due to poor attendance at one such event, she has a case of water bottles left in her car. With all of the extra water bottles, she decides to sell them at her garage sale this weekend. Were her actions appropriate?*

Answer: *No. She has violated her employer's conflict of interest policy by making a profit for herself rather than for WVFH.*

D. Political Activity

Federal law restricts the use of corporate funds in connection with federal elections. WVFH corporate funds cannot be contributed directly or indirectly to individual political campaigns or to political parties. Federal and state laws restrict the use of corporate resources or facilities to support fundraising activities of candidates for office. Employees, officers or members of the Board of Directors may not make a political contribution on behalf of WVFH. However, employees, officers or members of the Board of Directors may make private, personal contributions directly to a political candidate, political party or political action committee. It is against WVFH policy to include any political contribution on an expense account. WVFH policy and the law prohibit WVFH from reimbursing any expense connected with political fundraising. WVFH considers use of employees' work time in a campaign the equivalent of a contribution. WVFH cannot pay employees for time spent in campaign efforts for a political candidate or party. These activities must be pursued on the employee's own time, whether as vacation, approved leave, weekends or after business hours. No employee may use the influence of his or her position to persuade another employee to work for a candidate or political organization or to make personal contributions to a party or candidate. Employees will be neither favored nor penalized for their participation in or refusal to participate in legal political activities.

Example: *An employee who works in the community outreach department is running for local office. While he is conducting outreach activities, he is asking potential members for their votes in the upcoming election. He feels that by conducting outreach to the people of the local community, it will benefit his company and make the people of the community feel more involved in the upcoming election, but it will benefit him as well. Is the employee correct in his actions?*

Answer: *No. Although he may believe that his company will benefit from the outreach that he has conducted in the community, he is violating company policy by conducting personal political activities on company time. Questions about political activities, including those that are permissible as direct lobbying efforts on behalf of WVFH, should be directed to the Compliance Officer.*

E. Relationships with Government Employees

Under no circumstance should you offer money, gifts, services, entertainment, or anything of value, directly or indirectly to any government official or employee in connection with a government contract.

Complex rules govern the recruitment of government employees by private companies. Prior approval to discuss possible employment of or to make offers to any current or former government employee, either military or civilian, must be obtained from WVFH's Compliance Officer.

Example: *The Finance Director is responsible for sending monthly reports to the state regarding his company's financial performance. Knowing that the reports for this month are not near completion, he asks his contact person at the state for an extension. He wants to maintain a good relationship with his contact and decides to offer him a \$150 gift certificate to the restaurant of the contact's choice. Was the Finance Director correct in his actions?*

Answer: *No. By offering this gift certificate, he is attempting or at least appearing to attempt to improperly influence a state employee. Therefore, he may be subjecting his company to fines and/or penalties, not to mention damage to the company's reputation and credibility.*

Example: *During survey visits, soft drinks and cookies are placed in the surveyor's conference room during the course of afternoon meetings. Is this improper influence?*

Answer: *No, this business courtesy of providing on-site breaks during meetings is not improper influence. Further, offering any guest coffee or soft drink is a common courtesy of insignificant value.*

F. Commitment to Customers & Quality

WVFH is committed to maintaining the highest standard of quality in our products and services. Our customers, including individuals, government entities and private businesses, expect our products and services to meet their requirements and quality standards. WVFH strives to carry out all of our business contracts in accordance with the terms of those contracts and we must ensure that accurate and complete information is provided when negotiating and administering them.

Example: *A utilization review nurse approves requests for medical services. The department is currently short-staffed and has a backlog of requests that need immediate attention. Since all prior authorization requests have to be acted on in a certain time period, he may not have enough time to evaluate these requests for medical necessity. The employee decides to process all requests without reviewing them in order to reduce the backlog. He has now cleared the backlog of requests and processed them in a timely manner. Were his actions correct?*

Answer: *No. To assure that all members have equal and appropriate access to the services that they need, it is the utilization review nurse's responsibility to WVFH and its members to review and approve services according to medical necessity guidelines. By processing all requests without individual consideration, he has exposed WVFH to risks for over-utilization of services.*

G. Fraud and Abuse

Federal and state laws prohibit the submission of false statements and/or claims to Medicaid funded programs. These include, but are not limited to, the filing of unnecessary service claims, claims for services that were not performed and kickbacks or certain other inducements for referrals, items and services for which payment is made under the governmental programs. Violations carry severe penalties including possible imprisonment and monetary fines. This can also result in exclusion of a corporation and individuals from participation in the governmental programs.

These enforcement laws are part of a complex statutory and regulatory framework designed to protect patients and funding sources within these programs. These laws are particularly important to WVFH since it arranges for the provision of healthcare services for federal and state aid recipients. If you have any questions regarding these issues, contact the Compliance Officer. If you are aware of or suspect fraud or abuse by providers, members, other entities, or other employees, you are required to report the suspect activity. You can report via the Fraud Hotline at 855-412-8006 or the Compliance Officer (you can remain anonymous).

The federal and state False Claims Acts protect anyone who files a False Claims lawsuit from being fired, demoted, threatened or harassed by their employer for filing the suit. Additional employee whistleblower protections were established under the National Defense Authorization Act for Fiscal Year 2013. Similar to the False Claims Act, we cannot discharge, demote, or otherwise discriminate against an employee 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; a substantial and specific danger to public health or safety; or 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; or their management or the Compliance Department, who has the responsibility to investigate, discover, or address misconduct.

Example: *Through a tip received through the fraud and compliance hotline, WVFH is notified that a pharmacy is billing for a brand name drug but is dispensing a less costly generic alternative. WVFH decides not to investigate because the member has a history of being a drug seeker and the report may be unreliable and cannot be validated. Are WVFH's actions correct?*

Answer: *No. WVFH has an obligation to its members and customers to investigate and, if necessary, to inform the appropriate government agencies regarding all instances of fraud and abuse. If such allegations are not investigated and reported, WVFH and/or involved individuals may be held accountable for having knowledge of a potential illegal situation while doing nothing to prevent further activities. For more information and/or to report suspected fraud or abuse at WVFH, please make a report by using the Fraud Hotline at 855-412-8006.*

Example: *Through an anonymous tip, WVFH was notified that one of its participating providers has been fraudulently billing health plans in the area for services not rendered to his patients. WVFH is required to maintain an appropriate number of physicians in a specific geographical area. It decides not to follow-up on the tip, since the investigation would be difficult and the potential termination of the provider would cause a gap in its provider network. Are WVFH's actions correct?*

Answer: *No. WVFH has an obligation to its members to investigate and, if necessary, to inform the appropriate government agencies regarding all instances of fraud and abuse. If such allegations are not investigated and reported, WVFH and/or involved individuals may be held accountable for having knowledge of a potential illegal situation while doing nothing to prevent further inappropriate activities. For more information and/or to report suspected fraud or abuse at WVFH, please make a report by using the Fraud Hotline at 855-412-8006.*

H. Accurate Information and Records

Accurately maintaining complete information and records is vital to the success of WVFH. A record is defined as a book, document or any other data, regardless of the type or form. A record may be written or electronic. Records may contain financial or operational data. The government, WVFH's business affiliates, shareholders and other entities rely on the accuracy of verbal and written statements from WVFH, and often these bodies require WVFH to certify the accuracy and completeness of certain financial and performance data. These certifications usually require the signature of the President/Chief Executive Officer. Knowingly making false or misleading statements to a government official or in connection with a government program is a violation of federal laws. Employees responsible for contributing data to reports must exercise the necessary due diligence to assure that the data is accurate, complete and current. All discrepancies or problems encountered must be disclosed to the appropriate department so that WVFH can correct the problems, qualify the report or seek an extension from the appropriate entity to address the problem.

There are many laws, regulations and contract requirements that address company record retention for tax records, personnel records, government contract records and other documents. Further, relevant records may not be destroyed during pending litigation, government or internal investigation or audit. Destruction of records to avoid disclosure in a legal proceeding may constitute a criminal offense. Questions regarding retention or destruction of records should be directed to the Compliance Officer.

Example: *A processor in WVFH's claims review department, reviews claims for payment. An employee at a medical clinic that services member's calls routinely requests assistance in getting claims paid. The processor received yet another call today asking him for some time-consuming help to review the large account. The employee is tired of dealing with the person at the medical clinic and decides to change the claim date so the authorization will match the claim date. He believes that he did the right thing since the member really needed the service and the relationship between WVFH and provider has now been strengthened. Were the processor's actions appropriate?*

Answer: *No. He is knowingly falsifying company records and that is against company policy and practices.*

I. False Claims, Statements or Certifications

It is against company policy, and potentially unlawful, for any employee to falsify records that would cause them to be inaccurate or misleading. False entries may not be made in internal or external memorandum, correspondence or other forms of communication including telephone, electronic, facsimile or wire communications. Violations include, but are not limited to, submitting inaccurate expense reports or falsifying reports to regulatory agencies. It is a felony to knowingly make a false claim or statement to the government. Any violation of this type can subject WVFH to liability for sanctions, damaging publicity, expensive and time consuming audits and investigations and/or loss of government contracts. Both WVFH and individual employees may also be subject to civil and criminal penalties, including imprisonment, monetary fines and suspension or debarment from government contracting.

Example: *The manager of a call center is preparing for WVFH's NCQA accreditation review. The manager realizes that her department has not been meeting the performance standards for response, which is an NCQA requirement. The staff has been meeting all other NCQA requirements, but she doesn't want her department to score poorly during the review due to the recent performance. She modifies the report to show the standards have been met for the NCQA reviewer documentation. Has the manager done the right thing?*

Answer: *No. The manager has not done the right thing by modifying the data to meet NCQA requirements once she realized that WVFH did not meet the requirements. Modifying a document such as a performance report and sharing it with an organization like NCQA is highly inappropriate. The data used was inaccurate. In this case, NCQA could be misled into thinking that WVFH was meeting the standards when it was not. For more information around false claims, statements or certifications, please contact the Compliance Officer.*

J. Competition and Antitrust Laws

WVFH's policy is to comply fully with antitrust laws. These laws were enacted and designed to create a level playing field in the marketplace and to promote fair competition. They strive to maintain a competitive economy that is essential to the interests of the public, the business community and WVFH itself by prohibiting agreements that restrain trade, such as agreements by competitor regarding the price they will charge for their products. Other practices limiting competition, such as agreeing on product characteristics, dividing up markets, rigging bids for contracts, and agreeing to boycott competitors or suppliers may also violate the antitrust laws. Generally, antitrust laws enable participants in various segments of the healthcare market to compete equally and fairly for customers. WVFH may not offer or accept any kickbacks, gifts, entertainment, gratuities, or anything of value from suppliers, providers, consultants, or government officials in exchange for an unfair competitive advantage. Violations of antitrust laws can result in personal and corporate criminal liability and prosecution, as well as substantial civil fines and other legal orders. This section is intended to highlight some areas that involve antitrust risk to help employees recognize potential problems and seek guidance before problems arise.

1. Agreement with Competitors

Competitors may not agree on prices they will charge for products or services. This rule prohibits informal or implied understandings, as well as formal agreements. No employee should ever discuss or reach an agreement with a competitor on any of the following:

- WVFH's or a competitor's reimbursement rates
- Reimbursement and/or authorization policies or practices
- Fees
- Terms and conditions of marketing.

2. Selection of Vendors

WVFH is generally free to select its own vendors as long as this selection is not conducted in conjunction with other companies. Agreements between two or more companies not to do business with a particular company may be in violation of antitrust laws, regardless of whether the agreement is written, oral or implied. Therefore, no employee should ever discuss vendors with which WVFH will or will not do business unless that discussion occurs with an individual who is entitled to the information. Likewise, an employee should not attempt to persuade any other party, entity or company to deny business to a third party.

Example: *The President of a health plan did business with a durable medical equipment company and felt that his plan was not provided with the appropriate services as outlined in their agreement. Because of this, he has contacted his associates in the industry and explained to each of them that the durable medical equipment company violated its agreement and that each of them should think twice about conducting business with the company in the future. Are these actions appropriate?*

Answer: *No. He should not be persuading his colleagues at other health plans to refrain from doing business with the company because he feels this company has violated its agreement. This action may be in violation of antitrust laws because he is apparently acting with the intention of damaging the medical equipment company's business.*

K. Government Investigations

It is WVFH's policy to fully cooperate with any government agency responsible for audits, investigations or corrective actions. Government agencies include federal, state and local governments, for example, BMS or a county health department. WVFH has the right to be represented in such investigations by its own legal counsel. If you are contacted by a government agency regarding an investigation related WVFH, you must immediately contact the Highmark WV Legal & Regulatory Department.

The proper handling of government investigations is very important to WVFH and its employees. Virtually all laws regulating the conduct of WVFH's business, including state and federal Medical Assistance provisions, as well as other health provision, insurance, government procurement and financial laws,

contain criminal and civil penalties. Criminal penalties can be assessed against WVFH and its employees who take actions or fail to take actions that result in violations of those laws.

In some government investigations, WVFH's legal counsel can protect the interests of both WVFH and its employees. In other cases, however, there may be a conflict of interest between WVFH and individual employees. In these cases, individual employees may need their own legal counsel. You may consult with legal counsel Highmark-WV Legal & Regulatory Department for guidance as to whether individual legal counsel should be sought. During an investigation, WVFH and its employees have the right to be represented by legal counsel at all times whether or not during business hours, and even off WVFH property, such as at an employee's home. You may also ask government investigators for time to consult with legal counsel before answering any questions.

Example: *An employee who works in the claims department received a call from an FBI agent requesting documentation on claims paid to certain providers in the network over the last three months. She puts the agent on hold and asks her supervisor what should be done about the request. After talking with her supervisor, they decide it is best if she does not answer any of their questions and forwards the call to their legal department. Were these actions appropriate?*

Answer: *Yes. Not only did the employee make her supervisor aware of the issue, she correctly decided not to answer any questions from or provide any information to the agent and appropriately forwarded the call to her company's legal department for handling.*

L. Protecting Confidential Information

Everyone is expected to strictly comply with company policies regarding data confidentiality and information disclosure. We must safeguard all of the company's Confidential Information, including, but not limited to Protected Health Information (PHI), Proprietary/Trade Secret Information and Competitively Sensitive Information (CSI). All of us must strive to prevent improper disclosure of or access to that information. Even after employment ends, certain obligations remain in effect.

All information that is maintained by the company is classified into three major categories: Public Information, Government Information, and Confidential Information. The information within each category is subject to specific data sharing policies and approval processes.

Public Information

Public information represents all information created or received by the company that is generally found in the public domain and is not otherwise sensitive, confidential, classified or secret. There are no special use or disclosure requirements regarding this information.

Government Information

Most of the information relating to government contracts is government property. Certain government contracts prohibit the use of government-owned information or data to further private business endeavors. Release of such data, even to our own subsidiaries, without the permission of the relevant government entity, is not permitted.

Confidential Information

Confidential information includes all sensitive or classified information either generated by the company or made available to the company for purposes of conducting its business operations. Confidential information is further subdivided into the following nine (9) categories: Financial Information, Human Resource Information, Group Customer Account Information, Proprietary Information, Provider Information, Competitively Sensitive Information, Protected Health Information (PHI), Personally Identifiable Information (PII) and Non-Public Personal Information (NPPI). For additional information concerning appropriate use and disclosures of this data, refer to the Highmark Health Handbook of Privacy Policies and Practices or to Policy 132, Information Use, Management and Disclosure. You may also contact the Highmark Health Privacy Department (privacy@highmark.com for additional information.

WVFH maintains data used in its business operations in strictest confidence, and according to established ethical standards and applicable federal and state laws and regulations. Safeguarding confidential information is every employee's responsibility. If you have any questions, contact the Highmark Health Privacy Department.

Competitively Sensitive Information

Competitively Sensitive Information is non-public information held by the Highmark Health System, which includes: past, present and future reimbursement rates and rate schedules; contracts with providers; contracts with payers; any term or condition in a payer-provider agreement that could be used to gain an unfair commercial advantage over a competitor or supplier, including but not limited to discounts, reimbursement methodologies, and provisions relating to performance, pay for performance, pay for value, tiering of providers, cost data and methodologies including specific cost and member information and revenue, or discharge information specific to the payer or provider; contract negotiations or negotiating positions, including but not limited to offers, counteroffers, party positions, and thought processes; specific plans regarding future negotiations or dealings with payers or providers; and claims reimbursement data.

All Highmark Health companies have adopted policies for the protection of Competitively Sensitive Information. These policies prohibit the sharing of Competitively Sensitive Information among certain corporate affiliates of Highmark Health. The improper sharing of Competitively Sensitive Information could result in the reduction of competition, competitive innovation, or pricing. Employees should refer to Highmark Health's "Policy Protecting Competitively Sensitive Information" or to their company's policy to learn how best to safeguard Competitively Sensitive Information. Questions concerning specific uses of CSI should be submitted to Infomgmtdecisions@highmarkhealth.org.

Employees who have access to any such information must assure that the information is handled in accordance with federal and state statutes and regulations, as well as WVFH's policies. These restrictions apply to any form of information, whether written, electronic or verbal. Employees must also follow confidentiality restrictions from previous employers, if any and not use or share such information with WVFH when such restrictions exist. Annually, every employee is asked to sign an acknowledgment certifying that he or she has received, read and understood this section of the Code of Conduct as well as WVFH's confidentiality policy. State and federal laws impose specific, detailed confidentiality requirements on information related to psychiatric, substance abuse and HIV-related conditions.

Example: *Two co-workers have become friends. They work in different departments but go to lunch together on occasion. One had a medical problem and was out of the office unexpectedly for several weeks. The other was concerned and wanted to get in touch with him, so she asked another co-worker for his phone number and address. The employee gave her the information from departmental records so that she could get in touch with her friend to see how he was doing. Was it okay to give the co-worker this information?*

Answer: *No. Employee information is considered confidential. The employee did not have the right to provide his co-worker's address and phone number without the employee's consent.*

Example: *An employee is in charge of picking up paychecks for her department on a bi-weekly basis. A co-worker recently had her evaluation and mentioned that she was given an increase in pay. She decides to glance at her co-worker's paycheck to see how much money she is now making, perhaps giving her more leverage with her manager during her own upcoming evaluation. Is this appropriate?*

Answer: *No. Employee paychecks are considered private and confidential, as is payroll information and data reports and statistics regarding WVFH, its employees and/or members. By reviewing someone else's paycheck, the employee has violated WVFH's policy regarding confidentiality and proprietary information.*

M. Use of WVFH Assets

The phrase "WVFH Assets" means all physical items and electronic systems in the workplace, including computers, on-line computer services for which WVFH maintains accounts, e-mail, interoffice mail, photocopying machines, fax lines or equipment, telephones, desks, filing cabinets, and other furniture or

supplies. WVFH assets are provided for use in the course of company business. Employees may not use WVFH assets for personal benefit of the employee or anyone else without prior authorization from a supervisor. WVFH reserves the right to open, inspect and have access to all WVFH assets, whether maintained on WVFH's premise or maintained at an employee's place of residence. Any misuse or physical abuse of WVFH assets will subject employees to disciplinary action in accordance with WVFH policy. It is impossible to list every type of corporate asset that employees may use in furtherance of WVFH's business. Therefore, WVFH urges its employees to exercise good judgment, considering the statements outlined in the previous paragraph. For example, company-owned computers are to be used for the benefit of WVFH but may be used, for example, with supervisor consent to type a term paper during non-work time. All data stored on company-owned computers is also WVFH assets to be treated in accordance with this Code. Proper use of company-owned computers requires employees to safeguard data and equipment.

In summary, examples of company assets include:

- Computer hardware and software.
- Copiers and scanners.
- Telephones and voice mail systems.
- E-mail, intranet and internet access.
- Office supplies.
- Buildings and fixtures.

Company assets may NOT be used for:

- Personal gain.
- Solicitation of personal business.
- Harassment of any type.
- Sexually explicit material.
- Communications that may be inappropriate, inflammatory and derogatory.
- Illegal activity.

Communications delivered via corporate systems are not private and are, as such, subject to management review and can be subpoenaed to serve as evidence in a court of law.

Example: *An employee is also a part-time student at the local community college. He has a lot of school work to catch up on and is having a slow day at work. He decides to use his work computer during work hours to finish up some homework since he is pretty much caught up on all of his projects at work. Has this employee made an appropriate decision?*

Answer: *No. He is doing his school work on his company's computer and company time and has not discussed the situation with his manager. The employee should discuss his work assignments with his manager as additional tasks may be available to be assigned to him during the work day.*

Example: *Last month, an employee opened his own consulting business and has WVFH's fax number on his consulting business cards. He makes a practice of sending faxes during his non-work hours but is receiving multiple faxes tied to his personal business during the day. Is this appropriate?*

Answer: *No. He did not seek authorization to use the fax machine. If he had, it would have been denied since there are expenses that WVFH will incur for printing supplies, for long distance calls and for excessive volume of local calls. Further, the employee's receipt of faxes during work hours may be decreasing his productivity and may be preventing or delaying the valid work activities of the other individuals in his department who need to use that fax machine for business reasons.*

N. Software Licensing and Registration

When WVFH or an employee purchases or licenses a software package, the copyright owner, not the purchaser of the software, retains the right to control the number of copies a purchaser may make. The purchaser's limited rights to use the software are detailed in a license agreement that comes with the computer software. To assure that no use of software purchased or licensed by or on behalf of WVFH

("WVFH Software") infringes upon the copyrights of any party or violates any license, various types of assistance, services and products must be coordinated in accordance with the following procedures:

- All WVFH Software must be obtained, licensed and installed by Information Services personnel
- All requests for new WVFH Software, upgrades of existing WVFH Software or installation of other software will be coordinated through the Information Services Department.
- Employees may not add software to or modify the software on any company computer as this impacts the licensing and integrity of the computer.

O. Acceptable use of Electronic Communication and Information

The Company's information systems are the exclusive property of WVFH and are to be used for business purposes only. This includes but is not limited to desktop computer equipment; hard drives; printers; peripherals; software and operating systems; telephones; and network and/or Internet-related accounts providing electronic mail ("e-mail"), browsing, newsgroup access, social networking access and/or file-transfer capabilities. Subject to certain restrictions and with limited exceptions, WVFH provides to every employee, as required by the employee's individual job function, access to the company's internal network. All employees with such access are also provided with an Internet e-mail address. Other types of Internet access, such as browsing capabilities, are made available to Company employees with a demonstrated business need.

Personal Use

Authorized Users should only use WVFH assets for business related purposes. Highmark's information systems may never be used for personal gain or profit.

The use of external personal email accounts (e.g. Hotmail, AOL, Yahoo mail) to conduct Company work is prohibited.

Example: *An employee has been working a side job in the evening as a freelance website developer. Can he use WVFH assets to create his customer's websites, as long as it is in the evening and during non-work hours?*

Answer: *No. Although the employee is working off-hours, WVFH assets are only to be used to conduct WVFH business and never should be used for personal gain or profit. In addition, all information created or stored on the company's information systems is property of WVFH.*

No Expectation of Privacy

Authorized Users have no legitimate expectation of privacy with regard to any communication that they create, receive, or store in Highmark's assets and systems, including, but not limited to e-mails and photographs. Authorized Users should be aware that all information created or stored on the company's information systems, is the property of Highmark, and usually can be recovered even though deleted by the Authorized User. The company cannot and does not guarantee the privacy or confidentiality of any personal (i.e., non-business-related) information stored on Highmark's information systems. Personal (i.e., non-business-related) information that is intended to remain private and/or confidential should therefore not be created or stored in Highmark's systems.

Monitoring

Activity conducted under the Authorized User's ID and password is monitored.

WVFH maintains the absolute right to monitor all information system use by Authorized Users for any purpose, and particularly to ensure proper working order, to assure appropriate use, and to maintain the security and integrity of the company's information. WVFH may retrieve the contents of any communication or file created or stored on the company's systems. WVFH may access any Authorized User's files, including archived material of present and former Authorized Users, without the Authorized User's consent, for any purpose related to maintaining the security or integrity of the network, or protecting the rights of the company or other Authorized Users, or for any other purpose deemed reasonable by the company.

Example: *An employee created flyers on his WVFH laptop to promote an upcoming community event. He sent the flyer in a mass communication to WVFH employees. Were his actions appropriate?*

Answer: *No. WVFH maintains the right to monitor all information systems and Authorized Users should not expect any privacy with regard to any communication that they create, receive or store on WVFH's assets and systems. In addition, WVFH's assets are to be used for business purposes only.*

Use outside the United States

All company issued devices are not to leave the United States unless prior approval is granted with business justification in writing to the Chief Information Security Officer (CISO). If approval is granted business use may also require approval by the Chief Privacy Officer (CPO).

Social Networking

Social networking is the use of SharePoint, blogs, wikis, virtual worlds, Twitter, Facebook and other emerging media. Generally, WVFH does not permit Authorized Users to use its assets and systems for social networking. All Authorized User are personally responsible for the content they publish on social networking sites. WVFH strictly prohibits the use of its assets and systems for social networking communications that damage or that could damage Highmark's business reputation as well as the business reputation of its customers and providers.

Acceptable and Impermissible Content

Authorized Users must exercise good judgment and professionalism when creating, editing, publishing, storing or transmitting content on Highmark's systems. This applies to all systems and applications, including but not limited to email, video, audio, images or pictures. Among other things, Authorized Users may not use Highmark's systems and assets to create or transmit any of the following content:

- Ethnic or racial slurs, personal insults, obscenity, profanity, slanderous and libelous statements, political attacks, or statements that would violate any corporate policy
- Content that discriminates on the basis of an individual's protected status under the law;
- Content that is harassing, threatening, hateful or demeaning;
- Content that is pornographic or sexually explicit;
- Content that promotes or that is designed to incite violence;
- Content that violates or that encourages anyone else to violate the law, including the sale or distribution of illegal substances or the unlawful sale or distribution of controlled substances;
- Content that infringes on any intellectual property rights including, but not limited to, copyrights, trademarks and rights of publicity;
- Content that places a person in a false light or that portrays someone or someone's image inappropriately or distastefully;
- Protected Health Information and Personally Identifiable Information, beyond that which is authorized for business purposes and then only to the extent that is minimally necessary.

Restrictions and Prohibitions on Use and Access

All information activity, including e-mail communications and Internet access, should be conducted in a responsible and professional manner reflecting the Company's commitment to honest, ethical and non-discriminatory business practice. For more information, please review corporate policy 186 – Acceptable Use of Electronic Communication and Information.

Example: *An employee had a bad at work and is upset with a project he has been working on for more than a year. When he gets home, he decides to vent on social media and posts obscene comments about the Project Manager who has been overseeing his project. He arrives at work the next day and is immediately contacted by his manager. His manager is aware of the post and the obscenities about the Project Manager. How should the manager address this situation?*

Answer: *Even though the employee posted his comments on social media during off hours and from his personal equipment, he has violated the Code of Conduct by including the Project Manager was from WVFH. The employee must be reported to Human Resources for appropriate disciplinary action, up to and including termination.*

VII. VIOLATION OF THIS CODE OF CONDUCT

Employees, officers and members of the Board of Directors are obligated to report any violation of the Code of Conduct to the employee's supervisor, Human Resources, Legal & Regulatory Department, or the Compliance Officer. To encourage employees to raise ethical or legal concerns in good faith, WVFH maintains a reprisal-free environment and has a policy of non-retaliation and non-intimidation. In addition, any employee who makes a report in good faith will not be subject to retaliation or any other form of reprisal. If employees wish to remain anonymous, WVFH will make every effort to maintain the confidentiality of their identity, within the limits of applicable law(s). WVFH will also make every effort to protect the rights of any individual(s) accused of violating the Code of Conduct. However, any employee who deliberately makes a false accusation with the intention of harming or retaliating against another employee or WVFH itself will be subject to disciplinary action, up to and including termination of employment. Any employee, who is found to have violated the Code of Conduct, including the failure to report violations of it, will be subject to disciplinary action, up to and including termination of employment. WVFH may also have an obligation to contact the appropriate law enforcement authorities, since certain violations may be a violation of federal or state law. Anyone who has questions and/or concerns regarding this Code of Conduct, its implementation or their obligation under federal and/or state law should consult with their supervisor or the Compliance Officer.

VIII. AUDIT AND APPLICATION OF THE CODE OF CONDUCT

Compliance with this Code is monitored with reviews conducted by Compliance personnel. All employees, officers and members of the Board of Directors are required to cooperate fully with any such audits and provide truthful and accurate information. Upon accepting employment, annually, and at such time that new information is disseminated or significant revisions or additions are made to this Code, WVFH requires each employee to sign an acknowledgment confirming receipt and understanding of the mandatory policies that the Code represents. Employees, officers and members of the Board of Directors must adhere to WVFH's Code of Conduct and participate in compliance related activities and training.

This Code is reviewed annually and WVFH reserves the right to modify the Code of Conduct at any time when determined necessary. The most current version of the Code of Conduct is always available on WVFH's website.