



# Vendor Code of Conduct and Ethics

**ISMIE**<sup>®</sup>  
Our Passion Protects Yours<sup>®</sup>

## ISMIE Vendor Code of Conduct and Ethics

For more than 40 years, ISMIE<sup>1</sup> has demonstrated an unwavering dedication to realizing business successes with integrity. We have a long history of high ethical business practices and empowering our employees to **Do What is Right, Not What is Easy**. In an evolving business environment, we must ensure our actions and business practices protect ISMIE's reputation.

ISMIE's third-party service providers and vendors (individually "Vendor" and collectively "Vendors") are required to conduct business according to the ISMIE Vendor Code of Conduct and Ethics ("Vendor Code"). The Vendor Code outlines the principles, values, and expectations of behavior ISMIE has for Vendors when conducting business with ISMIE.

The Vendor Code serves as a guide to our Vendors and should be referenced frequently. It is intended to be shared with the Vendors' employees, and any subcontracted party performing work for the Vendor, to ensure they understand and are committed to conducting business with honesty, integrity and high ethical standards. The Vendor Code cannot cover every possible situation, but it provides the basic legal guidelines and essential ethical behavioral standards that will help you make the right business decisions.

We are confident that each and every one of our Vendors will do business in line with the Vendor Code. Working together, we will be able to build maintainable growth, create value for all our stakeholders and reinforce our commitment to our core values. Your pledge to integrity, acting honestly and ethically, and complying with the letter and intent of the law are critical to ISMIE's continued success.

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<sup>1</sup> For the purposes of identification and consistency within the Vendor Code of Conduct and Ethics the term "ISMIE" shall refer to the following entities: ISMIE Mutual Insurance Company; ISMIE Indemnity Company; ISMIE SPC Limited; ISMIE Risk Retention Group, Inc.; and ISMIE UK Limited.

## **Commitment to Honesty and Integrity**

ISMIE is committed to conducting business with honesty, integrity, and seeks to maintain high ethical standards. Vendor activities may influence ISMIE's reputation and relationship with policyholders, employees, and other Vendors. ISMIE seeks to establish business relationships with Vendors who conduct business with the same principles as ISMIE.

This Vendor Code incorporates ISMIE's principles of ethical conduct that ISMIE expects its Vendors, including their employees and any subcontracted party, to adhere to and to serve as a guide for ethical Vendor conduct.

## **If You See Something, Say Something**

ISMIE encourages its employees and Vendors to report any suspected or real violations of the Vendor Code. ISMIE expects Vendors to promptly report any known or suspected violation of the Vendor Code, any applicable laws, rules, or regulations, either by a Vendor or one of ISMIE's employees, in the following manner:

- Contact the Compliance Division by email at [compliance@ismie.com](mailto:compliance@ismie.com).
- Call 1-800-782-4767 and ask to speak with the Compliance Division.

## **Investigations**

Vendors are expected to cooperate fully with any internal investigations of alleged misconduct or violations of the Vendor Code. ISMIE shall make reasonable efforts to safeguard the confidentiality of the reporter.

## **ISMIE's Responsibility to Report**

Any Vendor found in violation of the Vendor Code shall be subject to discipline, up to and including termination of the business relationship with ISMIE. Where appropriate, ISMIE may refer the matter to applicable law enforcement personnel or state regulatory agency, and may pursue legal action.

## **Shared Responsibilities**

ISMIE may require a Vendor to provide information or documentation regarding the Vendor's compliance with the Vendor Code and with any applicable laws, rules, and regulations. ISMIE reserves the right to audit Vendors to ensure compliance with the Vendor Code and any applicable laws, rules, and regulations. All Vendors are required to reasonably cooperate with any audit which ISMIE deems necessary.

## **Expectations for Business Conduct**

ISMIE is committed to adhering to all federal, state and local laws, rules, regulations and requirements in all of its business activities. All Vendors are expected to conduct their business activities in compliance and in accordance with all applicable requirements.

## **Discrimination and Harassment Will Not Be Tolerated**

ISMIE is committed to providing an inclusive work environment, free from discrimination and harassment. ISMIE expects Vendors to comply with all applicable laws, rules and regulations concerning discrimination and the prevention of harassment especially when engaging with ISMIE employees. Vendors should provide a work environment free of harassment, inappropriate behavior, violence or threatening behavior.

## **Health and Safety**

ISMIE is committed to providing a safe and healthy work environment, and expects Vendors to comply with all applicable safety and health laws, rules and regulations in the countries in which they operate.

## **Asset Protection**

ISMIE's assets and property, whether tangible or intangible, must be protected and used only for legitimate business purposes. Vendors shall implement reasonable safeguards to prevent the misuse, damage, loss, or theft of ISMIE's information, systems, technology resources, equipment, facilities, and any other assets including information assets. Vendors shall protect and properly use intellectual property that belongs to ISMIE and third parties. Unless specified by agreement, any intellectual property created while working on behalf of ISMIE, is the property of ISMIE.

## **Information Privacy and Security**

ISMIE is committed to safeguarding the protected and confidential information of ISMIE, its policyholders, officers, directors, and employees against unauthorized access, use or improper disclosure. Vendors and their subcontractors have a responsibility to safeguard ISMIE's protected information (including personal health information (PHI), personal identifying information (PII), and non-public information (NPI)) disclosed to, collected from or on behalf of ISMIE. Vendors shall take (and require all of their subcontractors take) all necessary technical, procedural, and administrative safeguards to prevent the unauthorized use, access, or disclosure of protected information in accordance with the governing applicable laws.

## Avoidance of Conflicts of Interests

ISMIE is committed to conducting all business dealings with honesty and integrity. As such, all employees and Vendors are required to avoid conflicts of interest or the appearance of conflicts of interest between their personal interests and ISMIE's interests.

## Gifts

ISMIE employees will not be influenced by the offer of gifts or business courtesies. When doing business with ISMIE, Vendors are prohibited from exchanging gifts with ISMIE employees, officers, directors, or agents beyond common business courtesies of nominal value of not more than \$100 annually. Vendors shall not offer, solicit, provide, or accept any gift, money, or other item of value when awarding or obtaining contracts, services, referrals, goods, or business.

## Anti-Corruption and Fair Dealings

ISMIE is committed to protecting operations from any efforts to launder money for criminals, support terrorists, or engage in unfair methods of competition and unfair or deceptive act and practices. Vendors shall comply with all applicable anti-money laundering, antiterrorism and anti-corruption laws. Vendors shall conduct themselves in a fair, reasonable, and honest manner, and shall not engage in corruption, extortion, embezzlement, or bribery to obtain an unfair or improper advantage.

## Vendor Code Acknowledgment

Vendors and all of their agents and subcontractors are expected to be familiar with the Vendor Code of Conduct and Ethics and comply with ISMIE's policies, procedures, rules, and guidelines applicable to them and related to the ISMIE-Vendor relationship. ISMIE may amend the Vendor Code of Conduct and Ethics from time to time and as it deems necessary and appropriate. Changes to the Vendor Code of Conduct and Ethics will be posted online at [www.ismie.com](http://www.ismie.com). By doing business with ISMIE, you agree to abide with all of the obligations, duties, and responsibilities contained within the Vendor Code of Conduct and Ethics.

ISMIE Mutual Insurance Company  
20 N. Michigan Avenue, Suite 700  
Chicago IL 60602  
Email: [info@ismie.com](mailto:info@ismie.com)  
Phone: 312-782-2749 • 800-782-4767

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