

# CODE OF CONDUCT



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# Introduction

Research and Marketing Strategies, Inc. (RMS) is a full-service market research firm and operates and maintains its' reputation as a company that embodies the core principles of high moral and ethical standards among employees in serving our clients. Our Code of Conduct sets base requirements for business conduct and serves as a foundation for our company policies, procedures and guidelines.

RMS adheres to the highest legal and ethical standards applicable in our business. RMS' business is conducted in strict observance of both the letter and spirit of all applicable laws, and the integrity of each employee is of utmost importance.

Employees of RMS shall conduct their personal affairs such that their duties and responsibilities to RMS are not jeopardized and/or legal questions do not arise with respect to their association or work with RMS.

## Why do we have a Code, and why must we follow it?

To operate and maintain our reputation as a company that puts first the needs of the people we serve, we must learn, embody and comply with our Code. We value and seek to foster the respect and dignity of all individuals we serve and our clients.

Complying with our Code is about creating an environment where we can do our best work and be proud of the work we do, the challenges we overcome and the successes we achieve – all because we do these things fairly, legally and with integrity.

Whenever we become aware of a violation of the Code, company policy or the law, we will act to address the problem and prevent future occurrences. Depending on the circumstances, corrective actions and preventive steps might include training, counseling and disciplinary actions up to and including termination of employment.

We encourage our staff to take responsibility, and to speak up when in a situation or when aware of a situation that may violate or lead to a violation of the Code, company policy or the law. We rely on staff to be committed and to exercise sound judgement, to seek advice when appropriate, and to adhere to the highest ethical standards in the conduct of all professional and personal interactions. Anyone who believes he or she has a conflict of interest or the appearance of a conflict of interest, shall immediately report it to the RMS Human Resources Manager.

## Standards of Conduct

Each employee has an obligation to observe and follow RMS' policies and to maintain proper standards of conduct at all times. If an individual's behavior interferes with the orderly and efficient operation of a department, corrective disciplinary measures will be taken.

Disciplinary action may include a verbal warning, written warning, suspension with or without pay, and/or termination. The appropriate disciplinary action imposed will be determined by RMS. RMS does not guarantee that one form of action will necessarily precede another.

Among other things, the following may result in disciplinary action, up to and including termination: violation of RMS' policies or safety rules; insubordination; unauthorized or illegal possession, use or sale of alcohol or controlled substances on work premises or during working hours, while engaged in RMS activities or in RMS vehicles; unauthorized possession, use or sale of weapons, firearms or explosives on work premises; theft or dishonesty; physical

harassment; sexual harassment; disrespect toward fellow employees, visitors or other members of the public; performing outside work or use of RMS property, equipment or facilities in connection with outside work while on RMS time; poor attendance or poor performance. These examples are not all inclusive. We emphasize that termination decisions will be based on an assessment of all relevant factors.

Nothing in this policy is designed to modify the firm's employment-at-will policy.

## Client and Public Relations

RMS' reputation is built on excellent service and quality work. Maintaining this reputation requires the active participation of every employee.

The opinions and attitudes held by clients toward RMS may be determined for a long period of time by the actions of one employee. Each employee must be sensitive to the importance of providing courteous treatment in all working relationships.

## Non-Solicitation

RMS believes employees should have a work environment free from interruptions of a non-work-related nature, as work time is for work. Staff should focus on specific job functions and duties and not engage in activities that would interfere with work productivity or the work of others.

Although solicitation is not encouraged, it is permitted if it is limited to the employee's break and lunch time and kept out of active working areas. Nothing in this policy is intended to restrict an employee's statutory rights.

## Distribution

Distribution of any type (materials, goods, etc.) is prohibited in work areas at any time, whether the employees are on working time. Non-employees are prohibited from distributing materials to employees on RMS premises at any time. Inappropriate literature is prohibited, (e.g., literature that violates RMS' non-harassment and discrimination policies, items of a defamatory nature, items that include threats of violence, unprotected literature of a political nature that is highly inflammatory and likely to disrupt facility discipline and order or safety). Nothing in this policy is intended to restrict an employee's statutory rights.

## Social Media

RMS has policies in place that govern use of its own electronic communication systems, equipment, and resources which employees must follow. RMS encourages all employees to use good judgment when communicating via social media.

RMS staff are required to maintain the confidentiality of RMS trade secrets and proprietary or confidential information. Trade secrets may include information regarding the development of systems, processes, products, know-how and technology. Staff are not permitted to post internal reports, policies, procedures or other internal business-related confidential communications without permission or authorization.

Employees are encouraged to report violations of this policy. RMS prohibits retaliation against any employee for reporting a possible deviation from this policy or for cooperating in an investigation. Any employee who retaliates against another employee for reporting a possible

deviation from this policy or for cooperating in an investigation will be subject to disciplinary action, up to and including immediate termination.

## Acceptable Use of Electronic Communications

RMS has a policy which contains guidelines for electronic communications created, sent, received, used, transmitted, or stored using company communication systems or equipment and employee provided systems or equipment used either in the workplace, during working time or to accomplish work tasks. Electronic Communications include, among other things, messages, images, data or any other information used in e-mail, instant messages, voice mail, fax machines, computers, personal digital assistants (including iPhone, iPods or similar devices), text messages, telephones, cellular and mobile phones including those with cameras, Intranet, back-up storage, information on a memory or flash key or card, jump or zip drive or any other type of internal or external removable storage drives. In the remainder of this policy, all communication devices are collectively referred to as "Systems."

Employees may use RMS' Systems to communicate internally with co-workers or externally with clients, suppliers, vendors, advisors, and other business acquaintances for business purposes.

All electronic communications contained in RMS' Systems are company records and/or property. Although an employee may have an individual password to access company Systems, the Systems and Electronic Communications belong to RMS. The Systems and Electronic Communications are always accessible to RMS including periodic unannounced inspections. Our Systems and Electronic Communications are subject to use, access, monitoring, review, recording and disclosure without further notice. Company Systems and Electronic Communications are not confidential or private. RMS' right to use, access, monitor, record and disclose Electronic Communications without further notice applies equally to employee-provided systems or equipment used in the workplace, during working time, or to accomplish work tasks.

Employees must always respect intellectual property rights such as copyrights and trademarks. Employees must not copy, use, or transfer proprietary materials of RMS or others without appropriate authorization.

All Systems passwords and encryption keys must be available and known to RMS. Employees may not install password or encryption programs without the written permission of the HR Manager. Employees may not use the passwords and encryption keys belonging to others.

Numerous state and federal laws apply to Electronic Communications. RMS will comply with applicable laws. Employees also must comply with applicable laws and should recognize that an employee could be personally liable and/or subject to fine and imprisonment for violation of applicable laws.

Violations of this policy may result in disciplinary action up to and including termination as well as possible civil liabilities or criminal prosecution. Where appropriate, RMS may advise legal officials or appropriate third parties of policy violations and cooperate with official investigations. RMS will not, of course, retaliate against anyone who reports possible policy violations or assists with investigations.

## Protecting RMS' Information

Protecting RMS' information is the responsibility of every employee. Do not discuss RMS' confidential business or proprietary business matters, or share confidential, personal employee information with anyone who does not work for us such as friends, family members, members of

the media, or other business entities. Staff are required to sign a nondisclosure agreement as a condition of your employment, in accordance with state and federal law.

Confidential information does not include information pertaining to the terms and conditions of an employee's employment. Nothing in this policy is designed to limit an employee's rights under Section 7 of the National Labor Relations Act.

## **Fair Treatment of Employees**

### **Non-Harassment**

RMS prohibits harassment of one employee by another employee, supervisor or third party for any reason based on a "protected class" including, but not limited to: veteran status, uniform service member status, race, color, religion, sex, national origin, age, physical or mental disability, genetic information or any other protected class under federal, state, or local law. Harassment of our employees by third parties also is prohibited.

In New York, the following are a protected class: age [18 and over], race, creed, color, national origin, sexual orientation, sex, transgender status, gender identity, gender dysphoria, disability (including use of a guide dog, hearing dog, or service dog), predisposing genetic characteristics, military status, marital status, victims of domestic violence or stalking, for displaying the American flag on the employee's person or work station, as long as the display does not substantially and materially interfere with the employee's job duties, legal use of consumable products or legal recreational activities off company premises during nonworking hours, and previous conviction of criminal offense unless directly related to employment or would involve an unreasonable risk to property, or to the safety or welfare of specific individuals, or the general public.

The Company will not retaliate against an individual based on his or her association with an individual in a protected class.

While it is not easy to define precisely what harassment is, it includes slurs, epithets, threats, derogatory comments or visual depictions, unwelcomed jokes and teasing.

Any employee who believes that (s)he has been harassed or who witnesses harassment should immediately report the situation to a member of the organization's senior leadership team. If an employee makes a report to any of these members of management and the manager either does not respond or does not respond in a manner the employee deems satisfactory or consistent with this policy, the employee is required to report the situation to one of the other members of management designated in this policy to receive complaints.

RMS will investigate all such reports as confidentially as possible. Adverse action will not be taken against an employee because (s)he, in good faith, reports or participates in the investigation of a violation of this policy. Violations of this policy are not permitted and may result in disciplinary action, up to and including termination.

### **Sexual Harassment**

Any type of sexual harassment is against company policy and may be unlawful.

RMS firmly prohibits sexual harassment of any employee by another employee, supervisor or third party. Harassment of third parties by employees is also prohibited. The purpose of this policy is not to regulate the morality of employees. It is to ensure that in the workplace, no

employee is subject to sexual harassment. While it is not easy to define precisely what sexual harassment is, it may include unwelcome sexual advances, requests for sexual favors, and/or verbal or physical conduct of a sexual nature including, but not limited to, sexually related drawings, pictures, jokes, teasing, e-mails, text messages, uninvited touching or other sexually related comments. The conduct prohibited by this policy includes conduct in any form including but not limited to e-mail, voice mail, chat rooms, Internet use or history, text messages, pictures, images, writings, words or gestures.

Sexual harassment of an employee will not be tolerated. Violations of this policy may result in disciplinary action, up to and including termination. There will be no adverse action taken against employees who report violations of this policy in good faith or participate in the investigation of such violations.

Any employee who believes that (s)he is a victim of sexual harassment should immediately report such actions in accordance with the following procedure. All complaints will be promptly and thoroughly investigated as confidentially as possible.

Any employee who believes that (s)he has been harassed or who witnesses harassment should immediately report the situation to a member of the organization's senior leadership team. If an employee makes a report to any of these members of management and the manager either does not respond or does not respond in a manner the employee deems satisfactory or consistent with this policy, the employee is required to report the situation to one of the other members of senior leadership team.

RMS will investigate every reported incident immediately. Any employee, supervisor or agent of RMS who has been found to have violated this policy may be subject to appropriate disciplinary action, up to and including immediate termination.

RMS will conduct all investigations in a discreet manner. RMS recognizes that every investigation requires a determination based on all the facts in the matter. RMS recognizes the serious impact a false accusation can have and trust that all employees will continue to act responsibly.

The reporting employee, and any employee participating in any investigation under this policy, has RMS' assurance that no reprisals will be taken as a result of a sexual harassment complaint. It is the policy of RMS to encourage discussion of the matter, to help protect others from being subjected to similar inappropriate behavior.

RMS believes sexual harassment cannot be allowed to occur in the work environment and solicits every employee's assistance to ensure this. In as such, every RMS employee is required to undergo a Harassment Prevention training course annually.

## Regulatory Compliance

As a full-service market research firm that is also a certified Consumer Assessment of Healthcare Providers and Systems (CAHPS) survey vendor, we strictly adhere to regulatory requirements published by Centers for Medicare and Medicaid Services (CMS) ensuring full Health Insurance Portability and Accountability Act (HIPAA) compliance with all aspects of maintaining patient's personal health information and mitigating risk for patient data breaches. We also are required to undergo annual site visits from various CAHPS teams to validate our adherence to regulatory standards set forth by various CAHPS survey product lines of business.

All RMS staff (including temporary telephone interviewers) have signed HIPAA confidentiality agreements on file. All confidentiality agreements contain language which describes the meaning of confidential information and covers all survey data obtained on behalf of clients

(including CAHPS survey data). In addition, RMS has a specific document that addresses the confidentiality of data as it pertains to CAHPS survey patient data.

All RMS staff is required to participate in a two-session HIPAA training course upon hire to ensure understanding of HIPAA requirements and individual responsibility. In addition, RMS Healthcare has policies and procedures in place regarding HIPAA compliance which are reviewed and updated annually, as needed. RMS requires all clients to have a fully executed Business Associate Agreement with RMS before any Protected Health Information (PHI) is shared for purposes of patient surveying. The company's HIPAA policies and procedures are made available in a central location so that all employees can review and refresh their knowledge on HIPAA at any time.

HIPAA updates (including training, policies and procedures) are provided to all staff on a quarterly basis during full staff meetings. In addition, random HIPAA audits are conducted to ensure staff is following security policies pertaining to locking computer screens when leaving their workstations. In addition, staff workstations are regularly observed to ensure PHI is not left exposed when a staff person steps away from their desk. Audit findings for computers and workstations are shared at quarterly staff meetings.

## Disaster Recovery Plan

RMS has developed and executed a Disaster Recovery Plan (DRP), which delineates policies and procedures for technology and a process-level plan for recovering critical technology platforms, telecommunications infrastructure as well as facility procurement and management. The plan details all pertinent information that describes RMS ability to withstand a disaster as well as the operational processes which will be deployed to successfully achieve disaster recovery.

The purpose of this DRP is to detail all information and steps relevant to the organization's ability to withstand a disaster, as well as to document the steps that RMS will follow if a disaster occurs. The DRP also provides a vehicle for implementation and execution of the Emergency Evacuation Plan.

The primary objective of the disaster recovery program is to document a well-structured plan which will help the company recover as quickly and effectively as possible from an unforeseen disaster or emergency which interrupts information systems and business operations. Additional objectives include the following:

- Ensure all employees fully understand their duties with the deployment of the disaster recovery plan
- Ensure that employees adhere to all operational policies that are detailed in the disaster recovery plan
- Ensure that proposed contingency arrangements are cost-effective for the organization
- Ensure that disaster recovery capabilities are applicable to all stakeholders, including staff, clients, vendors and the public as deemed appropriate