



ETHICS AT WORK

CODE OF CONDUCT

Your Guide to Goodwill of Southwestern Pennsylvania's
Standards of Business Ethics
and
Corporate Compliance Program

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TABLE OF CONTENTS

<u>Mission Fulfillment and Program Practices</u>	<u>Page</u>
Self Determination and Empowerment	5
Community-Minded	5
Customer Satisfaction	5
Diversity and Respect for Others	5
Universally Accessible Services	5
Meaningful Work and Lifelong Learning	5
<u>General Business Conduct and Practices</u>	
Accuracy, Retention, and Destruction of Business Records and Documents	5
Financial Integrity	6
Waste and Abuse of Company Assets	6
Confidentiality	6
Fair Dealing	7
Patents, Trademarks, Trade Secrets, and Copyrights	7
Use of Electronic Media	7
Use of Social Media	7
Stakeholder, Public, and Media Relations	8
Political Contributions and Activities	8
Accountability and Responsibility	8
Commitment to Excellence, Efficiency, and Professionalism	9
<u>Service Delivery</u>	
Confidentiality	9
Conflicts of Interest	9
Exchange of Gifts, Money, and Gratuities	9
Personal Fundraising	9
Personal Property	9
Professional Relationships/Boundaries	10
Witnessing Documents	10
<u>Employment Practices</u>	
Mutual Respect	10
Privacy	10
Equal Employment Opportunity and Diversity	10
Safety and Health	10
Substance Abuse	11
Mandatory Reporting of Suspected Abuse	11
Harassment and Workplace Violence	11

<u>Conflicts of Interest</u>	
Family Members	12
Ownership in Other Businesses	12
Outside Employment	12
Giving, Accepting, and Soliciting Gifts and Entertainment	13
Corporate Opportunities	13
Goodwill Store Purchases	13
<u>Compliance with Laws, Rules, and Regulations</u>	13
<u>Environmental Practices</u>	14
<u>Marketing, Fundraising, and Antitrust Practices</u>	
Advertising, Sales, Fundraising, and Marketing	14
Antitrust	14
Obtaining Competitive Information	15
<u>Contractual Relationships</u>	15
<u>Relationships with Customers, Subcontractors, Suppliers, and Vendors</u>	
Relationships with Customers (Clients)	15
Customer, Subcontractor, Supplier, and Vendor Selection	15
Customer, Subcontractor, Supplier, and Vendor Confidentiality	16
<u>Business Ethics and Compliance Program Administration</u>	16
<u>Resources for Obtaining Guidance and Reporting Questionable Behavior and Possible Violations</u>	16
<u>Enforcement of the Code of Conduct</u>	17
<u>Waivers of the Code of Conduct</u>	18
<u>Non-Retaliation and Non-Retribution Policy Statement</u>	Attachment 1



Dear Fellow Employee and Goodwill Representative:

At Goodwill of Southwestern Pennsylvania, our mission is to improve the quality of life for the people we serve. In so doing, we are committed to conducting our business in accordance with the highest standards of ethical behavior and regulatory compliance and to treating each other respectfully and with dignity at all times.

Our Code of Conduct outlines Goodwill's standards as they apply to our interactions with the people we serve, as well as to all of our stakeholders. Stakeholders are those individuals with whom we interact in the course of conducting our business and who are directly affected by our actions as individual representatives of Goodwill of Southwestern Pennsylvania, and as an organization. Goodwill stakeholders include our clients, customers, employees, communities, suppliers, vendors, regulatory agencies, and competitors. It is critical that all of our interactions with them are respectful and that we exhibit honesty, fairness, and integrity.

It is your responsibility to fully read this Code of Conduct and to understand and comply with the laws, rules, and regulations, as well as our organization's standards, policies, and procedures as they apply to your job.

Goodwill of Southwestern Pennsylvania is a trusted and respected organization with a long history of service in our various communities. It is through your continued commitment to ethical business conduct and compliance and to your personal commitment to treat others the way you want to be treated—respectfully and with dignity—that we will continue to deserve that fine reputation.

Sincerely,

A handwritten signature in blue ink, appearing to read "Michael J. Smith".

Michael J. Smith
President/CEO

Goodwill of Southwestern Pennsylvania's (hereafter known as Goodwill's) Code of Conduct applies to all agents of the organization including officers, directors, volunteers, sub-contractors, and employees of Goodwill and its subsidiaries and affiliates. The Code of Conduct is a summary of the policies, procedures, and practices that govern Goodwill's business management and conduct. It is not meant to replace Goodwill's more detailed policies and procedures. The Code is not an employment contract or agreement, nor does it create any contractual rights between Goodwill and its employees. The Code of Conduct does not create any express or implied contract or promise for continuing employment or specific treatment in any particular situation.

MISSION FULFILLMENT AND PROGRAM PRACTICES

- **SELF DETERMINATION AND EMPOWERMENT:** We honor and respect the expressed choices and decisions made by our customers¹ receiving services. To that end, we facilitate and assist as necessary the processes needed for them to make informed choices.
- **COMMUNITY-MINDED:** It is our responsibility to be responsible and responsive members of the communities we serve. We will strive to build and maintain relationships and a presence congruent with our mission, community needs, and values.
- **CUSTOMER SATISFACTION:** We promote a “customer first” attitude and will strive to exceed customer expectations at all times.
- **DIVERSITY AND RESPECT FOR OTHERS:** A positive attitude always makes for a better workplace, and we acknowledge each individual’s responsibility to behave in a way that contributes to this positive work environment.

We will be aware of the diversity of our co-workers and customers and will demonstrate respectful interactions at all times.

- **UNIVERSALLY ACCESSIBLE SERVICES:** Goodwill services are to be accessible to all customers. To that end, we will advocate for the removal of all barriers to services and facilities, ensuring access to everyone.
- **MEANINGFUL WORK AND LIFELONG LEARNING:** We commit to the development of skills needed to participate in meaningful work through lifelong learning for customers and ourselves.

GENERAL BUSINESS CONDUCT AND PRACTICES

- **ACCURACY, RETENTION, AND DESTRUCTION OF BUSINESS RECORDS AND DOCUMENTS:** To ensure the integrity of Goodwill’s records, documents, and reports, all business information including, but not limited to, reporting of hours worked, business and travel expenses, shipping and receiving data, and financial figures must be recorded and reported in a timely and accurate manner.

Business documents should be retained and disposed of in accordance with all regulatory requirements and your department’s policies.

Business documents and records include paper documents such as letters and printed reports, electronic documents such as e-mail, microfiche, and any other medium that contains information about Goodwill and/or its business activities.

¹ For the purpose of this document, the word customer is used to describe all individuals receiving goods or services from Goodwill of Southwestern Pennsylvania.

- **FINANCIAL INTEGRITY:** Financial information and invoicing will accurately reflect actual, authorized transactions for services rendered and conform to generally accepted accounting principles. No undisclosed or unrecorded funds or assets may be established. The organization has established and strictly follows a system of internal controls designed (a) to provide reasonable assurances that all financial transactions are executed in accordance with management's authorization, and are recorded in a proper manner so as to maintain accountability for Goodwill's assets and (b) to prevent fraudulent activities.

It is a violation of Goodwill Policy to change, alter, amend or manipulate financial statements, reports, or figures except in accordance with established Agency policy or generally accepted accounting principles and/or auditing standards.

We will provide full, fair, accurate, timely, and understandable disclosure in all our financial reports and documents, whether they are submitted internally, to regulatory agencies, other stakeholders, and/or the general public.

- **WASTE AND ABUSE OF COMPANY ASSETS:** We will exercise good stewardship over Goodwill's assets and will spend funds in a responsible manner. Each employee must act in a manner that preserves Goodwill's assets, including its physical property, supplies, and equipment. These assets must only be used for legitimate business purposes and never used for personal gain and/or business purposes unrelated to the agency.

- **CONFIDENTIALITY:** We will respect the privacy and confidentiality of customers and co-workers using guidelines as established by the agency and/or other applicable laws. Confidential customer, co-worker, and agency information may not be shared or discussed without prior authorization in order to prevent potential breaches of confidentiality.

Confidential and proprietary information about our business strategies and operations is a valuable asset to Goodwill. Confidential and proprietary information may include pricing and cost data, acquisitions and mergers information, business processes and procedures, financial data, trade secrets and know-how, computer programs, wage and salary information, marketing and sales programs, customer/supplier information, and other information and developments that have not been released to the general public. Confidential and proprietary information is non-public information that might be of use to competitors or harmful to Goodwill and/or our customers if disclosed. All Goodwill information must be used solely for the benefit of Goodwill and never for personal gain.

Confidential information must not be shared with anyone unless they have a legitimate business need to know this information in order to do business with us, or we are legally mandated to share this information. This obligation continues even after you are no longer employed by Goodwill. You must return all written and tangible proprietary information to your supervisor on your last day of employment.

- **FAIR DEALING:** Each employee, officer, and director must deal fairly with our customers, suppliers, competitors, and each other. No one should take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other unfair dealing practice.

- **PATENTS, TRADEMARKS, TRADE SECRETS, AND COPYRIGHTS:** The intellectual property of Goodwill is a valuable business asset. We have an obligation to respect all intellectual property, whether it is ours or belongs to another individual or organization. It is contrary to our policy to infringe upon or violate in any manner the patents, trademarks, trade secrets, and/or copyrights of any individual or organization, including our customers, suppliers, subcontractors, vendors, and former or current employees.

Goodwill owns all inventions, discoveries, ideas, and trade secrets created by Goodwill employees on the job or produced by using Goodwill's resources.

- **USE OF ELECTRONIC MEDIA:** All electronic media and communications systems such as voice mail, e-mail, commercial software, and the Internet are the property of Goodwill and are to be used primarily for the agency's business activities.

Communications on these systems are not private and may create permanent records. Even when an e-mail is deleted, there may still be a record of that e-mail in the system. These communications are business records and, as such, Goodwill reserves the right to limit, read, access, intercept, and disclose the contents of these communications. Employees should have no expectation of privacy resulting from the use of Goodwill owned communications equipment or systems.

Any individual who uses these systems must ensure that there are no electronic and/or voice mail communications of Goodwill proprietary information, confidential information, copyrighted information, or any other information that could create potential legal liability for the agency.

You may not use these systems to knowingly, recklessly, or maliciously post, store, transmit, download, or distribute any threatening, abusive, libelous, defamatory, or obscene materials of any kind constituting a criminal offense, giving rise to a civil liability, or otherwise violating any laws. All e-mail that you intend to broadcast throughout the agency must first be approved by your supervisor.

To prevent the circulation of computer viruses, you should not download any "shareware" or other software from the Internet onto Goodwill computers.

- **USE OF SOCIAL MEDIA:** Goodwill recognizes that the use of social media such as Facebook, MySpace, Twitter, blogs, and so on creates unique and positive opportunities to share information and to participate in interactive discussions regarding agency services and related topics. Goodwill employees are encouraged to use these tools to support and enhance their work in accordance with the agency's social media policy.

Be cautious not to disclose confidential or privileged information about Goodwill, its employees, customers, or participants through social media.

It is important to remember that communications through social media venues are not private or anonymous. Even during non-work hours, employees should exercise sound judgment concerning organization-related information shared through social media—even if the employee shares the information from a home computer.

Social media should never be used in a way that violates Goodwill policy. If a social media posting would violate a Goodwill policy in another forum, it will also violate it in an online forum. If you are concerned about the propriety of any social media posting, refrain from making the posting and/or check with management as to whether the posting would be appropriate.

If you become aware of social media content that discloses proprietary or confidential information or disparages or reflects poorly on Goodwill, its employees, volunteers, customers, or participants, inform your supervisor or a member of management right away. Although Goodwill monitors the use of the Goodwill name, logo, and proprietary information, protecting Goodwill's reputation and brand is every employee's responsibility.

- **STAKEHOLDER, PUBLIC, AND MEDIA RELATIONS:** It is our responsibility to provide information about our organization to the general public, our stakeholders, and the media. To assure that all information is timely, appropriate, and accurate, and to prevent the inadvertent disclosure of confidential information, any request for information from the public, a stakeholder, or a media representative should be immediately forwarded to the Vice President of Marketing and Development for a response. All requests for client information should be directed to the Director of Divisional Quality Improvement. Requests for employee information should be directed to the Human Resources Director.

- **POLITICAL CONTRIBUTIONS AND ACTIVITIES:** Employees may participate in community and political activities on their own time and at their own expense. When you participate in such activities, you must never give the impression that you are participating on behalf of Goodwill. You may voluntarily participate in the advocacy efforts of Goodwill as they relate to our work as an agency and to those we serve as approved by your supervisor.

Political contributions made by Goodwill are made only in compliance with federal, state, and local laws. Employees may not use Goodwill funds or property to make any contribution or provide any benefit to any candidates in connection with a state or local election, unless authorized by the President/CEO of Goodwill. You must not use any Goodwill funds or resources to support any political candidate, political party, or political activity. Goodwill will not reimburse you for any personal contribution made for political purposes.

- **ACCOUNTABILITY AND RESPONSIBILITY:** It is our responsibility to act in good faith; responsibly; and with due care, competence, and diligence, without misrepresent-

ing facts or allowing our judgment to be impaired in fulfilling the duties our positions and the mission of the agency.

- **COMMITMENT TO EXCELLENCE, EFFICIENCY, AND PROFESSIONALISM:** We will strive for excellence in all we do. We will carry out our responsibilities in the most efficient and professional manner at all times. We commit to the promotion and practice of quality initiatives as they apply to individual positions and to the agency as a whole.

SERVICE DELIVERY

- **CONFIDENTIALITY** – We maintain the confidentiality of information regarding persons served using guidelines as established by the agency and/or other applicable laws. We will not discuss information related to the individuals we serve unless we have prior authorization.
- **CONFLICTS OF INTEREST** – We strive to avoid any real or perceived conflicts of interest in our delivery of services. Should an issue emerge that presents a real or perceived conflict of interest, we will find ways to remove the conflict, up to and including making arrangements for alternative services.
- **EXCHANGE OF GIFTS, MONEY AND GRATUITIES** – The exchange of money and other gratuities is prohibited between Goodwill Human Services staff and clients receiving services under the purview of Goodwill Human Services programs, including their families, caregivers, and other stakeholders.

Monetary and other gratuities may be accepted by staff working in departments other than Human Services according to departmental policy. Under no circumstances should any staff member accept gifts, money or gratuities from clients receiving services under the purview of the Human Services Division.

Generally, gift giving between staff, between clients, and/or between staff and clients is discouraged. In all cases the exchange of gifts, money, and gratuities must be limited in nature and never influence our decision making regarding customer services.

- **PERSONAL FUNDRAISING** – We prohibit personal and non-agency sanctioned fundraising in the workplace for both staff and clients.
- **PERSONAL PROPERTY** – Bringing personal property into the workplace is discouraged. When personal property must be brought to work, Goodwill will make reasonable efforts to provide secure storage options but cannot be responsible for lost or stolen property.

If it is discovered through a formal investigation process that, during the scope of service provision, the loss or damage to personal property belonging to a program participant was a direct result of a failure of Goodwill of Southwestern Pennsylvania to provide reasonable and adequate protection of personal property, Goodwill will either replace

the item or provide financial compensation equal to the replacement value of the lost or damaged item (per Chapter 51 of 2390 and 2380 regulations).

- **PROFESSIONAL RELATIONSHIPS/BOUNDARIES** – While Goodwill believes that the relationship between employees and individuals receiving services should be friendly, it should remain at a professional level. Therefore, any relationship with persons served that may exploit or adversely affect their welfare is prohibited.
- **WITNESSING DOCUMENTS** – We limit the witnessing of documents outside the scope of services provided and related to persons served to those designated by the President/ CEO. Notary Public agents who work for Goodwill will discharge their duties according to their authority as a Notary Public.

EMPLOYMENT PRACTICES

- **MUTUAL RESPECT:** We conduct our employment relationships fairly and respectfully. Teamwork is an important part of our success as an organization. In working together we will treat each other with respect, dignity, courtesy, and fairness.
- **PRIVACY:** Information about our employees, such as Social Security numbers, home addresses, telephone numbers, and personal medical information, is kept confidential and used only for business purposes.

With respect to the use of company services, facilities, and equipment, Goodwill reserves the right to full access and inspection. This includes, but is not limited to, computer files, telephone records, e-mail, voice mail, Internet usage, business documents, desks, lockers, and other company property.

- **EQUAL EMPLOYMENT OPPORTUNITY AND DIVERSITY:** We are committed to the principles of equal opportunity and respect the diversity of our workforce. We will comply with all laws, regulations, and policies relating to equal opportunity, affirmative action, and non-discrimination in all of our personnel actions. These actions include hiring, layoffs, benefits, transfers, terminations, recruiting, compensation, corrective action, and promotions. Employment opportunities will be extended to all applicants without regard to race, color, religion, national origin, gender, age, disability, marital status, veteran status, sexual orientation, or any other protected status as defined by federal or state laws.
- **SAFETY AND HEALTH:** We follow all federal, state, and local regulations related to workplace health and safety in order to provide our employees with a safe and healthy work environment.

Employees must be aware of and fully comply with all departmental related safety and health regulations, policies, and procedures and be prepared to execute emergency preparedness plans.

Any unsafe working conditions or practices must immediately be reported to a supervisor or to a member of the Safety Department so that timely action may be taken to remedy the situation. All workplace related accidents, no matter how minor, should be reported at once to the department supervisor.

- **SUBSTANCE ABUSE:** Goodwill is a drug-free and alcohol-free workplace. Reporting to work under the influence of alcohol or any illegal drug, having an illegal drug in your system, or using, possessing, or selling illegal drugs while on Goodwill time or business may result in immediate termination.

If you are using prescription drugs that may compromise your ability to work safely, discuss this with your supervisor.

We will use drug and/or alcohol testing to enforce our drug-free and alcohol-free work environment.

- **MANDATORY REPORTING OF SUSPECTED ABUSE:** Goodwill firmly believes that all employees and customers should be treated with dignity and respect. It is mandatory and the responsibility of all employees to report potentially dangerous situations, including suspected abuse, neglect, exploitation, or domestic violence of a client, customer or co-worker immediately to your supervisor, the Human Resources Department, or any other member of management. The appropriate governmental agencies will be contacted.

Suspected cases of abuse, neglect, exploitation or domestic violence related to individuals served through the Office of Intellectual Disabilities or Department of Aging should be reported according to Goodwill's incident management plan. All other customers should be counseled to report the abuse, neglect, exploitation or domestic violence to appropriate law enforcement or external referral sources.

Failure of a Goodwill staff member to report situations of abuse or neglect is a serious matter and may result in disciplinary action.

Reporting protocol will comply with applicable laws and internal policies, including the Health Insurance Portability and Accountability Act (HIPAA), the Child Protective Services Act, and Goodwill's Incident Management Plan.

- **HARASSMENT AND WORKPLACE VIOLENCE:** Goodwill is committed to a positive, safe work environment free from harassment. We will not tolerate harassment of any type -- verbal, nonverbal, physical, electronic, or written. Conduct by any employee or person associated with our business activities (including suppliers, customers, and family members) that unreasonably disrupts, or interferes with another's work performance or creates an intimidating, offensive, abusive, or hostile work environment will not be tolerated. In addition, personal workspaces must reflect a professional atmosphere, as well as the mission, vision, and values of Goodwill.

Sexual harassment itself may include unwelcome sexual advances, requests for sexual favors, teasing, slurs, threats, derogatory comments, unwelcome jokes, exposure to sexually oriented materials, and other similar verbal or physical conduct which is unwelcome and which creates an environment that is intimidating, hostile, or offensive and interferes with work performance.

Incidents or threats of workplace violence will not be tolerated. Workplace violence includes robbery and other commercial crimes, domestic and stalking cases, violence directed at the employer, terrorism, and hate crimes committed by past or current employees and/or family members, customers, suppliers, and other third parties. We prohibit the possession and/or use of firearms, other weapons, explosive devices, and/or other dangerous materials on Goodwill premises or while conducting Goodwill business.

If you experience any form of harassment, threats, violence directed at you, or you observe this type of behavior being directed to another individual, you should report the incident to your supervisor, any member of management, the Human Resources Director, or the Corporate Compliance Officer.

CONFLICTS OF INTEREST

We avoid situations or circumstances where our own personal interests may appear to conflict or actually conflict with our ability to act in the best interest of Goodwill:

- **FAMILY MEMBERS:** A conflict of interest may occur if a member of your family has a significant business interest in a company doing business with or in competition with us. Family members include spouse, children, stepchildren, grandchildren, parents, step-parents, brothers, sisters, grandparents, and any other person related to the employee or living in the employee's household. In a situation where such a conflict could arise, you must notify your supervisor in writing for a determination of a potential conflict of interest.
- **OWNERSHIP IN OTHER BUSINESSES:** If you have a significant financial interest in a business that does or is seeking to do business with Goodwill, or is in competition with Goodwill, you should disclose this to your supervisor or to a Goodwill officer or director. In addition, you must abstain from any action on Goodwill's behalf related to the business matter in question. Significant financial interest is defined as ownership by an employee and/or family member of more than 5 percent of any class of the outstanding securities of a corporation, ownership of a sole proprietorship, participation in a general or limited partnership, or other similarly designated business as defined by the State, Territory, or Commonwealth the business is in including "Doing Business As" entities. Any situation of this type must be reported to your supervisor for his/her review.
- **OUTSIDE EMPLOYMENT:** Your work at Goodwill is our primary interest. Outside employment, such as a second job, must be kept entirely separate from your work at Goodwill. All employment outside of Goodwill should be disclosed to the Human Re-

sources Department along with full written disclosure of any potential conflict of interest that arises due to this employment arrangement.

- **GIVING, ACCEPTING, AND SOLICITING GIFTS AND ENTERTAINMENT:** While it is often a common business practice to extend business courtesies, such as gifts, entertainment, and favors to a business associate and to be the recipient of the same, these activities must be limited in nature and never appear to influence or actually influence our decisions on behalf of the organization. It is important to use good judgment when giving and receiving business courtesies.

You must never ask for a gift from any supplier, potential supplier, customer, potential customer, client or any other business associate unless for the purpose of a sanctioned agency function and under the direction of the Marketing Department.

- **CORPORATE OPPORTUNITIES:** Employees, directors, and officers of Goodwill have a duty to advance the legitimate interests of Goodwill when the opportunity to do so arises. They are prohibited from (a) personally taking for themselves opportunities that are discovered through the use of corporate property, information, or position (b) using corporate property, information, or position for personal gain, and/or (c) competing with Goodwill.

- **GOODWILL STORE PURCHASES:** All donations received by the Retail and Computer Stores, Auto Auction and Attended Donation Centers are for resale. No one is permitted to purchase any new or donated items that are not displayed on the sales floor. Goodwill maintains a comprehensive Employee, Client, Volunteer and Customer Purchasing Policy. This policy is strictly adhered to in order to ensure equal and fair access to Goodwill merchandise by all customers, including Goodwill employees. Please read the Purchasing Policy in its entirety so that you can enjoy your Goodwill shopping experience. The policy can be obtained from the Human Resources Department.

COMPLIANCE WITH LAWS, RULES, AND REGULATIONS

We manage and operate our business activities in full compliance with all federal, state, and local laws, rules, and regulations governing Goodwill's operations and will be accountable for all of its actions. We must be aware that serious misconduct occurring outside working hours nevertheless may have a damaging impact on the Goodwill organization, especially where such action reflects adversely on the integrity or competence of the organization and/or the individual employee within the employment framework.

The agencies that regulate our business activities include, but are not limited to, the Internal Revenue Service, Occupational Safety and Health Administration, Department of Public Welfare, Department of Education, and Department of Labor. In order to fulfill our commitment to compliance, it is critical for employees to take an active role in being knowledgeable of, and ensuring strict adherence to, all laws and regulations affecting their jobs. Employees must immediately report any observed violations or suspected

violations to their supervisor or a member of management, so that the situation can be reviewed and resolved in a timely and appropriate manner.

It is important to fully cooperate with, and be courteous to, all government inspectors and auditors. We will provide them with the information they are entitled to during an inspection. During a government inspection or internal/external audit, employees should never destroy or alter any agency documents, lie or make misleading statements, delay or obstruct the collection of information, data or records, and/or attempt to cause another employee to fail to provide accurate information. It is against Goodwill's policy to fraudulently induce, coerce, manipulate, or mislead the agency auditors and/or any internal or external auditors, inspectors, and investigators.

ENVIRONMENTAL PRACTICES

We maintain the safety and cleanliness of our natural resources. We have a responsibility to conduct our business activities in a manner that protects and preserves our natural resources. In doing so, we will comply with all environmental laws and operate our facilities with the necessary permits, approvals, and controls.

MARKETING, FUNDRAISING, AND ANTITRUST PRACTICES

- **ADVERTISING, SALES, FUNDRAISING, AND MARKETING:** In our presentations to and discussions with our customers, our advertising, promotional literature, and our public announcements, we will present only accurate and truthful information about our products and services. Any erroneous communication for which we may be responsible will be promptly corrected. When asked to compare ourselves to the competition, we will present that information in an accurate and factual manner.

We will ensure that all services and products are promoted in a manner that respects confidentiality and promotes dignity and respect, including sensitivity to cultural beliefs and values, for our employees and for individuals receiving services. We will protect their privacy and disclose information about them as permitted by law and/or only with their expressed, written permission.

- **ANTITRUST:** In order to preserve competition and open markets, U.S. antitrust laws prohibit agreements and activities that may unreasonably limit competition.

We prohibit any discussions or agreements with competitors concerning: (a) prices, discounts, or terms or conditions of sale; (b) profits, profit margins, or cost data; (c) market shares, sales territories, or markets; (d) allocation of customers or territories; (e) selection, rejection, or termination of customers or suppliers; (f) restricting the territory or markets in which a company may resell products; and (g) restricting the customers to whom a company may sell.

- **OBTAINING COMPETITIVE INFORMATION:** Goodwill has a responsibility and a right to obtain information about other business organizations, including our competitors, through appropriate ethical and legal means.

A Goodwill employee who has a nondisclosure/confidentiality agreement with a former employer must make that agreement known during the interview and pre-employment process or immediately upon hire. Any employee who has competitive trade secrets or proprietary information from another organization must not disclose them or cause Goodwill to make use of them.

CONTRACTUAL RELATIONSHIPS

Goodwill will solicit, bid, negotiate and uphold the terms of any contract ethically, legally, and fairly. Contracts that are executed will be in the best interest of Goodwill and will support and maintain public trust in the agency and in its operations. The President/CEO, or designee, will serve as Goodwill's representative in all contractual relationships including negotiating contract terms and signatory authority. Other Goodwill employees may be directed to solicit contracts and discuss terms of agreement in accordance with ethical expectations as outlined throughout this Code of Conduct document.

RELATIONSHIPS WITH CUSTOMERS, SUBCONTRACTORS, SUPPLIERS, AND VENDORS

- **RELATIONSHIPS WITH CUSTOMERS (CLIENTS):** While Goodwill believes that the relationship between employees and individuals receiving services should be friendly, it should remain at a professional level. Therefore, any relationship with persons served that may exploit or adversely affect their welfare is prohibited.
- **CUSTOMER, SUBCONTRACTOR, SUPPLIER, AND VENDOR SELECTION:** We select our subcontractors, suppliers, and vendors objectively and manage our relationships with them in a fair and objective manner. Our selection of subcontractors, suppliers, and vendors will be made on the basis of objective criteria, including quality, technical excellence, cost/price, schedule/delivery, services, and maintenance of adequate sources of supply. Our purchasing decisions will never be compromised by personal relationships or influenced by the acceptance of inappropriate gifts, favors, or excessive entertainment.

Goodwill expects our subcontractors, suppliers, and vendors to establish their own business conduct and compliance programs and expects them to conduct their businesses within the highest ethical standards and in full compliance of the laws, rules, and regulations that govern their business operations.

When required by law, regulation or other governing entity, Goodwill of Southwestern PA will furnish our subcontractors, vendors, suppliers or other entities with which we do business a copy of the applicable policies, including the Code of Conduct, and require

documentation of their review and agreement to abide by the Code of Conduct. (*Related to PREA and CARF requirements*)

- CUSTOMER, SUBCONTRACTOR, SUPPLIER, AND VENDOR CONFIDENTIALITY: We will not disclose the terms of our business relationships with our subcontractors, suppliers, and vendors and/or any related contractual information to a third party, unless we are authorized in writing by the subcontractor, supplier, or vendor to do so.

BUSINESS ETHICS AND CORPORATE COMPLIANCE PROGRAM ADMINISTRATION

Goodwill's Business Ethics and Corporate Compliance Program is administered by the agency's Corporate Compliance Officer. The Corporate Compliance Officer is responsible for the day-to-day administration of the program, for applying the Code to specific situations in which questions may arise, and for interpreting the Code in particular situations. Should any concerns arise regarding the conduct and/or actions of the Corporate Compliance Officer, the President/CEO and/or the Chairman of the Board of Goodwill of Southwestern Pennsylvania, and/or the Governance Committee of the Board should be notified.

An internal corporate compliance management committee comprised of the members of the agency's Leadership Team and other appointed staff as needed assists the Corporate Compliance Officer in implementing, evaluating and communicating the agency's Corporate Compliance Program from the staff level.

The Corporate Compliance Officer reports to the Chairperson of the Board of Directors and to the Board's Governance Committee. This committee will monitor Goodwill's policies and programs in order to ensure corporate responsibility for Goodwill's Business Ethics and Corporate Compliance Program.

The Code of Conduct and overall Corporate Compliance Program have the unanimous support and full endorsement of Goodwill's Board of Directors.

RESOURCES FOR OBTAINING GUIDANCE AND REPORTING QUESTIONABLE BEHAVIOR AND POSSIBLE VIOLATIONS

Goodwill employees and Board members have the responsibility to report violations of the Code of Conduct. To obtain guidance about a business ethics or corporate compliance concern or to report a questionable behavior and/or a suspected, planned, or actual violation, you are encouraged to speak with your supervisor or any member of management. You may also call the Corporate Compliance Officer at 1-412-632-1900, or write to the Corporate Compliance Officer at Goodwill of Southwestern Pennsylvania, 118 52nd Street, Pittsburgh, PA 15201. In addition, you may choose to anonymously report your concerns online at www.ethicspoint.com or by toll free telephone at 1-877-213-0983.

Goodwill Board members should report suspected violations of the Code of Conduct by utilizing the resources identified above or by reporting directly to the Board Chairperson. The Board Chair, in consultation with the President/CEO, will discuss the reported concern with the individual Board member(s) and interview other appropriate parties. The issues and recommendations will be referred to the Board Governance Committee for review and resolution.

Reporting is protected and encouraged. Goodwill will make every effort to protect the confidentiality of any person who makes a report or requests guidance on an issue. There will be no retaliation against any person who, in good faith, reports a suspected, planned, or actual violation or questionable behavior. However, if a Goodwill employee knowingly makes a false report of a violation, that employee will be subject to disciplinary action.

All reports of violations will be taken seriously, initiated and investigated promptly (usually within 24 hours), and resolved appropriately and in a timely manner that is adequate for prompt consideration resulting in a timely decision. Goodwill employees are expected to fully cooperate in any agency investigation. Goodwill will maintain the confidentiality of reports and investigations to the fullest extent allowable by law.

ENFORCEMENT OF THE CODE OF CONDUCT

Violations of the Code of Conduct cannot and will not be tolerated. Individuals, regardless of their level within the agency, who are found to have violated Goodwill's Code of Conduct, as well as those who have knowingly failed to report a known violation, will receive appropriate disciplinary action, up to and including termination. Goodwill employees who violate laws and government regulations may also be exposed to criminal fines, prison terms, and civil damages.

Each Goodwill employee is responsible for his/her own conduct. An illegal or unethical act cannot be justified by the individual committing it claiming that he/she was acting under the order of another individual, including that individual's supervisor or a member of senior management.

Failure to read and/or acknowledge the Code of Conduct does not exempt an employee from his/her responsibility to comply with the Code of Conduct, all applicable laws, rules, and regulations, as well as our agency's standards, policies, and procedures as they apply to his/her job.

The expectations placed upon each employee by the Code of Conduct will be governed by the policies and procedures of Goodwill of Southwestern Pennsylvania.

WAIVERS TO THE CODE OF CONDUCT

Waivers to the Code of Conduct will be strictly limited to situations where they are necessary and warranted and, in the rare instance that one is granted, accompanied by appropriate controls to protect Goodwill. All waivers to the Code of Conduct will be approved in advance by the Governance Committee of the Board of Directors of Goodwill of Southwestern Pennsylvania. Disclosure provisions as approved by the Board will be followed in these circumstances.

NON-RETALIATION and NON-RETRIBUTION POLICY

Effective 1/2005, Reviewed 5/2015

1.0 Purpose

The purpose of this policy is to establish Goodwill's zero tolerance policy for any act of retaliation and/or retribution against any employee, volunteer or other stakeholder who in good faith reports a suspected, planned, or actual violation of Goodwill's standards of business conduct and/or regulatory requirements.

2.0 Applicability

This policy applies to all Goodwill employees, volunteers, clients, officers, and directors.

3.0 Policy

It is the policy of Goodwill to provide an environment where all employees and other stakeholders can report, without fear of negative consequences, suspected, planned, or actual violations of Goodwill's standards of ethical or business conduct and/or regulatory requirements.

4.0 Specific Rules

4.1 Reporting Retaliation/Retribution

Any employee or other stakeholder who has reason to believe that he/she is the subject of retaliation or retribution as a consequence of reporting in good faith, a suspected, planned, or actual violation of Goodwill's standards of ethical conduct and regulatory requirements should report the situation immediately to the Corporate Compliance Officer.

4.2 Investigating Retaliation/Retribution

Investigations of possible retribution and retaliation will be taken seriously, investigated promptly, and resolved appropriately.

4.3 Disciplinary Action

If an employee has committed an act of retaliation or retribution against another employee or other stakeholder, disciplinary action, up to and including termination from employment with Goodwill, will be administered.

5.0 Interpretation

The Corporate Compliance Officer is responsible for the interpretation of this policy.