



# Vendor Code of Conduct and Ethics

*Do What is Right,  
Not What is Easy*



Illinois  
State  
Medical  
Society

## ISMS Vendor Code of Conduct and Ethics

The Illinois State Medical Society (ISMS)<sup>1</sup> remains dedicated to its physician members as they practice the science and art of medicine with integrity and the highest ethical standards. ISMS remains prepared to meet the challenges faced due to changes in the medical profession by remaining committed to **Do What Is Right, Not What Is Easy** while pursuing innovative projects and updating the organization to represent the best interests for the physicians of our state.

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

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 make sound and ethical choices that serve our members and inspire others. Together, we share responsibility for implementing our standards of business conduct. Your pledge to integrity, acting honestly and ethically, and complying with the letter and intent of the law are critical to ISMS' 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 "ISMS" shall refer to the following entities: Illinois State Medical Society and the Educational and Scientific Foundation of the Illinois State Medical Society, Inc.

## **Commitment to Honesty and Integrity**

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

This Vendor Code incorporates ISMS' principles of ethical conduct that ISMS 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**

ISMS encourages its employees and Vendors to report any suspected or real violations of the Vendor Code. ISMS 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 ISMS' 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. ISMS shall make reasonable efforts to safeguard the confidentiality of the reporter.

## **ISMS' 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 ISMS. Where appropriate, ISMS may refer the matter to applicable law enforcement personnel or state regulatory agency and may pursue legal action.

## **Shared Responsibilities**

ISMS 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. ISMS 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 audits that ISMS deems necessary.

## **Expectations for Business Conduct**

ISMS 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**

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

## **Health and Safety**

ISMS 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**

ISMS' 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 ISMS' information, systems, technology resources, equipment, facilities, and any other assets including information assets. Vendors shall protect and properly use intellectual property that belongs to ISMS and third parties. Unless specified by agreement, any intellectual property created while working on behalf of ISMS, is the property of ISMS.

## **Information Privacy and Security**

ISMS is committed to safeguarding the protected and confidential information of ISMS, its members, officers, directors, and employees against unauthorized access, use or improper disclosure. Vendors and their subcontractors have a responsibility to safeguard ISMS' protected information (including personal health information (PHI), personal identifying information (PII), and non-public information (NPI)) disclosed to, collected from or on behalf of ISMS. Vendors shall take (and require 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

ISMS 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 ISMS' interests.

## Gifts

ISMS employees will not be influenced by the offer of gifts or business courtesies. When doing business with ISMS, Vendors are prohibited from exchanging gifts with ISMS 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

ISMS 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 ISMS' policies, procedures, rules, and guidelines applicable to them and related to the ISMS-Vendor relationship. ISMS 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.isms.org](http://www.isms.org). By doing business with ISMS, you agree to abide with all of the obligations, duties, and responsibilities contained within the Vendor Code of Conduct and Ethics.

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