

Taking Your Code Digital: Here's How to Do It Right

May 1, 2020

1

Codes 2010-2016: From contracts to marketing documents



DISCOVERY COMMUNICATIONS, INC. CODE OF BUSINESS CONDUCT AND ETHICS

I. Introduction

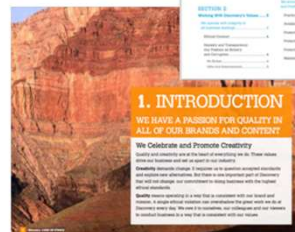
This Code of Business Conduct and Ethics (the "Code") applies to all directors, officers and employees of Discovery Communications, Inc. and its US and non-US subsidiaries and divisions (collectively, the "Company"). The Company requires the highest standards of professional and ethical conduct from its directors, officers and employees. The Company's directors, officers and employees (collectively, the "Discovery Team") are individually and collectively responsible for managing the Company's business activities in full compliance with the Code and applicable laws and regulations. You should carefully read this document. Where permitted by law, as a condition of employment at the Company, you must annually acknowledge that you have read and understood the Code. Officers and employees who violate the standards in this Code will be subject to disciplinary action, up to, and including, termination. Furthermore, violations of this Code may also be violations of the law and may result in civil or criminal penalties for you, your supervisor and/or the Company.

II. Purpose and Scope

You are expected to demonstrate the highest standards of ethical behavior and to comply with the laws and regulations applicable to the Company's business. The reputation of the Company, the quality of your work environment, and the satisfaction of the Company's obligations to stockholders depend on each member of the Discovery Team achieving these levels of conduct. The Code is intended to guide you to operate with the highest level of integrity in all business activities and to create an empowering work environment that fosters respect for each other and our clients.

1. Who Must Comply with the Code

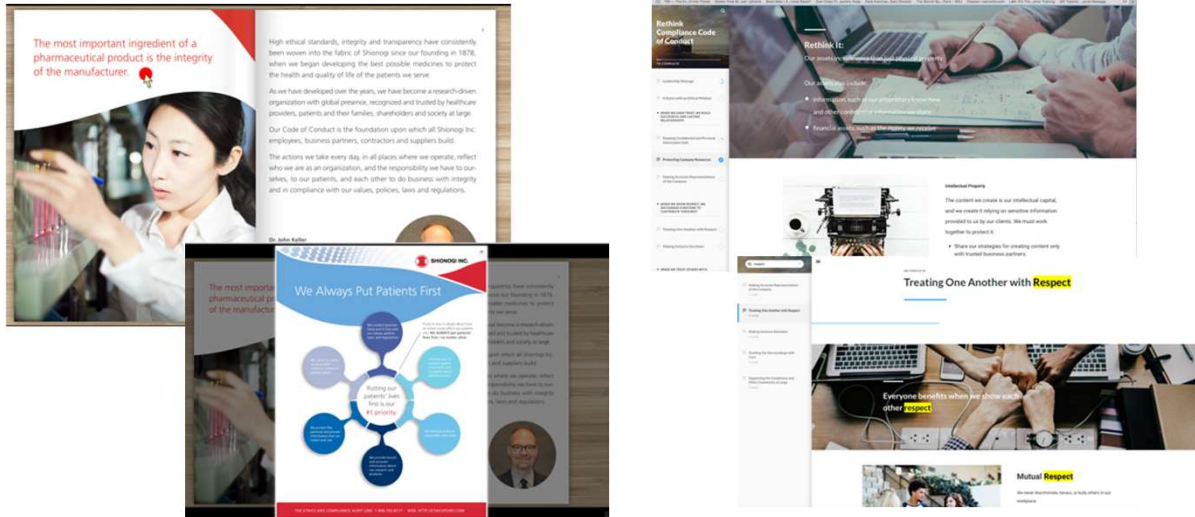
The Code applies to Discovery Communications, Inc. and to all other companies in which Discovery Communications, Inc. directly or indirectly owns and has the right to vote shares or other interests representing more than 50% of the voting power of such companies ("Controlled Companies") with respect to the election of directors or similar officials, and to all directors, officers and employees of each. Any reference to "the Company" includes Discovery



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2

Codes Today: “Digital magazine” “Flipbook” “App” “Mobile-first”



3

- **Section 1: What's behind changing Code standards**
- Section 2: Getting your content ready for digital
- Section 3: What a digital Code needs – and what to avoid
- Section 4: Putting the Code to work in your program



4

Why are Codes are changing?

Because regulator expectations, technology/tools, and your audience have changed.

Observation 1: Regulators/prosecutors no longer accept “check the box” programs

- Early Codes were written by lawyers and looked like contracts
- “Compliance 1.0” – Compliance often reported to (and thought like) Legal; program efforts were defensibility-based; goal was an audit trail
- Now prosecutors and regulators have signaled that “a perfect paper program” isn’t good enough – they want proof that programs are really working
- “Working” for a Code means engaging employees – a different standard



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5

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Observation 2: Your audience has changed

- Internet has re-wired our brains for quick processing – “screen and glean”
- Developments in technology & tools have raised expectations for content & visuals
- All this presents competition for ANY content, including your compliance messages



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6



Code of Business Conduct and Ethics



7

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8

Modern Code 1: Rethink the organization

Pick a framework and vocabulary that will be meaningful to your audience.

- Think beyond a list of topics – tie the organization to something that’s fundamental to the company and that will mean something to employees
- Tying the Code to business or culture communicates that doing the right thing is PART of your job
- Options can include: values, legacy, version of public branding, something from legacy/history – or any phrase or set of words that employees will really recognize
- Consider using positive language (“We follow the law”)



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9

4 Introduction

- 5 What is the Code?
- 5 Why do we have a Code?
- 5 Who needs to follow the Code?

6 Developing and Promoting High Quality Products for Our Customers

- 7 We create safe and high quality products.
- 7 We appropriately promote our products.

9 Doing Business the Right Way

- 10 We compete fairly.
- 11 We do not bribe or pay kickbacks.
- 12 We exchange gifts and entertainment appropriately.

13 Demonstrating Professional Integrity

- 14 We avoid or disclose conflicts of interest.
- 14 We protect Company assets and information.
- 15 We protect the Company’s intellectual property.
- 15 We use Company information systems responsibly.
- 16 We protect the privacy of personal information.
- 17 We exercise good judgment when using social media.
- 17 We do not engage in insider trading.

18 Operating Truthfully and Transparently

- 19 We maintain accurate records and financial controls.
- 19 We manage our records responsibly.

20 Fostering a Safe and Respectful Workplace

- 21 We value diversity in experiences and perspectives.
- 21 We treat one another with respect.
- 22 We keep our work environment safe.

23 Good Corporate Citizenship

- 24 We care for the environment.
- 24 We support charitable contributions and civic involvement.
- 24 We participate appropriately in the political process.

25 Our “Speak Up” Environment

- 26 When should I speak up?
- 26 How should I speak up?
- 27 Will I get in trouble for my report?
- 27 Will my report be taken seriously?
- 27 Will my report make a difference?
- 27 What if I’ve checked the Code but need more guidance?

10

Modern Code 2: Talk like a human

This can be surprisingly hard for people used to communicating in a formal way!

- People in the web talk like humans – like friends. (There's a reason why – we respond!)
- **Fluency heuristic** – “We are swayed by...ease and palatability... We not only process certain information more quickly and effortlessly, we like and trust it more.”
- The more normal this becomes, the stranger a disembodied corporate voice sounds – and the faster we screen it out.



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11

Providing Equal and Fair Opportunities

Our success is driven by diverse employee talent around the world. We embrace and value all the things that make us unique individuals.

YOUR ROLE

- Contribute to a supportive work environment that values different perspectives and ensures that everyone's voice is heard.
- Speak up if you see someone being treated unfairly.
- If you hire anyone or make any employment-related decisions, make sure your evaluation is based on ability, skills, knowledge, work experience and job performance (when such information is available).
- Make sure you work with HR and Legal to understand what local labor and employment laws require in the areas where you do business.

ADDITIONAL RESOURCES

- Equal Employment Opportunity/Affirmative Action Policy 05-105US (US scope)
- Equality Policy 05-164UK (Outside US scope)

Demonstrating Respect for Others

Our employees, patients, business and society benefit when we show respect, consideration and inclusion of different perspectives in our work every day. The same applies to our interactions with external business partners. Each of us should contribute to a work environment that is free from harassment and intimidation. Disrespectful behavior will not be tolerated.

? Q&A

What is harassment?

Typically, harassment is behavior the recipient finds insulting, demeaning, hurtful, threatening, or exclusionary. Harassment takes many forms and can include words, gestures, or acts.

Be aware that behavior that is “acceptable” in your home country may not be acceptable elsewhere.

YOUR ROLE

- Never take actions that are intended to intimidate or harm someone.
- Avoid actions that could be considered harassment – even if meant as a joke.
- If you witness behavior that you believe is harassment, report it.

What to Watch Out For

Here are some examples of behavior that our Code prohibits:

- Jokes or slurs related to race, religion, ethnic origin or other personal characteristics
- Sexually explicit conversations, questions, stories or communications
- Teasing that causes someone to feel humiliated
- Unwelcome flirting or sexual advances
- Displays of inappropriate material
- Bullying or “ganging up” on someone
- Violence or threats of violence

12

Modern Code 3: Focus on practical, relevant guidance

Not what the law says – but what employees need to know and do

- Use the word “you” or “this means we” (in the collective sense) – it can force you to think in terms of specific behaviors and actions
- Keep legal concepts and definitions (what employees need to know) separate from specific guidance (what employees need to do)
- Overall principles or “point of view” statements should be compelling and brief

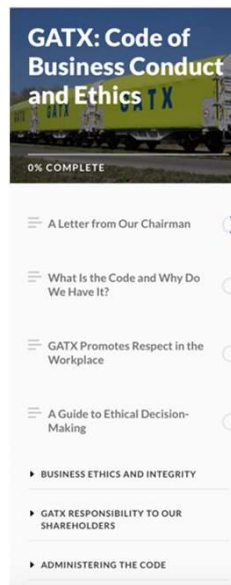


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13

TABLE OF CONTENTS

A LETTER FROM OUR CHAIRMAN	03
WHAT IS THE CODE AND WHY DO WE HAVE IT?	04
WHAT SHOULD I DO? A GUIDE TO MAKING ETHICAL DECISIONS	05
MAINTAINING HIGH STANDARDS IN OUR WORKPLACE	07
CONFLICTS OF INTEREST	08
PRIVACY MATTERS: CONFIDENTIAL, INSIDE AND PERSONAL INFORMATION	11
USING RESOURCES RESPONSIBLY	13
OUR COMMITMENT TO COMPLIANCE	14
SOCIAL MEDIA	17
WORKING WITH OTHER COMPANIES	18
ANTI-CORRUPTION	20
REPORTING A VIOLATION	21
RESOURCES AND CONTACTS	25
SCOPE	26
ANNUAL ACKNOWLEDGEMENT	27



14

- Section 1: What's behind changing Code standards
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15

Why take your Code digital?

- **Meet people where they are:** The average American adult spends four hours a day on their phone.
- **Build a no-excuses culture:** When your Code is easy to find and access, it's harder to say, "I didn't know."
- **Demonstrate importance:** Your Code is the cornerstone of your program. It should feel relevant to your employees' lives and work.



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16

What do we mean by a “digital Code?”

- Link to a PDF (technically it's online, so it's a “digital” Code)
- Flipbook
- Website
 - Standalone website
 - Subsection of your external facing website
 - Page or section on your intranet
 - Digital experience on your LMS
- App



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17

Digital Code Format Options: Apps

Feature/Capability	Pros	Cons
100% phone based	Great for 100% mobile audience	Not great for: <ul style="list-style-type: none">• Desktop users/tech phobic• Companies that don't use apps
Apple/Android require different apps		Need to build & maintain 2 apps OR Switch all users to one phone type
Distributed -> app store or company app environment	Great if you have dedicated apps Great if employees are in habit of using apps for other processes	Updates can take time to reach app store Not all users will download updates
Apps are best when they make use of mobile nature (Yelp, Maps)	Great if there's identifiable, real time info to offer	Most Codes are written as reference guides, not workflows
Requires app developer to build, maintain, update	Quality product, can look modern Lots of functionality available	Expensive to build/maintain No self maintenance Consider privacy if collecting data

18

Digital Code Format Options: Hard-Coded Website

Johnson Controls: <https://valuesfirst.johnsoncontrols.com>

Noble Energy: <http://nobleenergyinc.com/ecodeofconduct/en-he/index-en.html>

Feature/Capability	Pros	Cons
Device agnostic	<ul style="list-style-type: none">Can be reached by any computer or device with a browserApple vs Android doesn't matter (Users choose their own device)	
Works like website	<ul style="list-style-type: none">Fully responsive (adjusts to any screen)Found online, so no need to distribute or update via app storeUpdates available immediately	
Requires app developer to build, maintain, update	<ul style="list-style-type: none">Quality product, can look modernLots of functionality availableCan be very customized	Expensive to build/maintain Self maintenance limited Requires company IT support to host (or vendor SLA , if hosting) Even quick updates can be
Digital format allows new possibilities	Digital hub, media, analytics, chatbot Can be searchable	

19

Digital Code Format Options: Microsite

Feature/Capability	Pros	Cons
Device agnostic	<ul style="list-style-type: none">Can be reached by any computer or device with a browserApple vs Android doesn't matter (Users choose their own device)	
Works like website	<ul style="list-style-type: none">Fully responsive (adjusts to any screen)Found online, so no need to distribute or update via app storeUpdates available immediately	
Commercially available software with WYSIWYG editing	<ul style="list-style-type: none">Self editing and maintenance possibleUpdates not prohibitively expensiveVery light IT support needed	<ul style="list-style-type: none">Includes some format limitationsNo RTL languagesDoes not bundle languages for SCORM
Digital format allows new possibilities	<ul style="list-style-type: none">Can be very customized brandedServe as digital hub for program (link to policies, resources, etc.)Fully searchable	

20

Digital Code Format Options: Flipbook

Shionogi: www.rethinkcomplianceflipbook.com

Thrivent Financial: [http://mydigimag.rrd.com/publication/?i=271455#{"issue_id":271455,"page":6}](http://mydigimag.rrd.com/publication/?i=271455#{)

Feature/Capability	Pros	Cons
Can refresh and extend the life of an existing PDF Code	<ul style="list-style-type: none">• Because the flipbook is based on a PDF, allows clients who have invested in a PDF Code to upgrade the experience while extending the life of their Code• Can include live links• Can include learning aids and other embedded collateral	<ul style="list-style-type: none">• Not fully responsive• Functions like a PDF Code on a phone, so necessary to pinch and squeeze; not searchable• Updates are a multi-step process: Update the PDF Code, re-create the flipbook, re-embed the learning aids

21

Your digital Code *must*:

1. Work on every type of screen

We move seamlessly among laptops, phones and tablets all day long. Even employees who aren't deskbound get information from a phone – and this is true around the world.

2. Be organized like your user thinks

Top-level messaging should be front and center and easy to find. Navigation tools should use the language your user uses. And there should be multiple ways to find the same information.

3. Represent your brand

Generic just won't cut it. Your Code should look and feel like it was created for your organization and no one else.



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22

Your digital Code *must*:

4. Be created by people with real compliance expertise

To ensure your Code is relevant to your users and delivers your company's message, you need partners who are fully up to date with the nuances of risk areas as well as modern compliance best practices.

5. Be easily located within your organization's system

That means findable by search and by a logical navigation within your website or intranet. As much as possible it, also means prominent links from main pages and multiple drivers pointing to it.



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23

Your digital Code *really should*:

1. Be fully searchable

To get the answers they need quickly, your employees should be able to search at the very least by keyword.

2. Have a reasonable maintenance plan.

Consider whether you want to go back to the vendor every time a policy link — and also what it will cost.



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24

Imagine if your digital Code *actually could*:

1. Be multimedia

- Slideshows
- Video
- Audio

2. Include interactive tools and learning aids

- Decision trees
- Calculators
- Scenarios
- “Check your understanding”
- Training courses
- Attestation
- Quantifiable proof of how much people read



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25

But your digital Code really doesn't need:

1. To be an app

- Platform-dependent
- Expensive to build and maintain
- Privacy issues

2. A raft of analytics you don't have the resources to act on

Yes, you need data and accountability, but information is only as good as what you'll do with it.

3. To replace all of your Code-related communications

You will still need to reach people in many ways.



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26

Getting started with your digital Code

1. How will people actually use the Code?
2. Where will the Code live?
3. Who will maintain the Code?
4. What kind of support do you get from your IT team?
5. How will you train people on the Code?
6. How will you launch your new digital Code?



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27

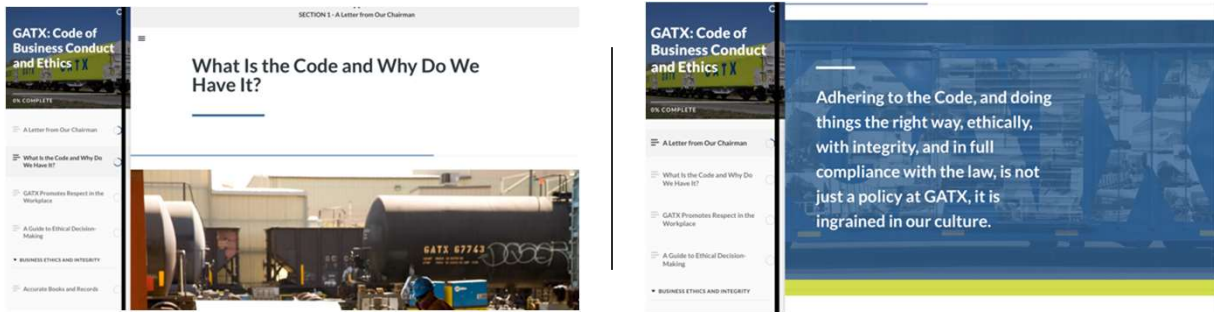
To see examples:

- GATX Code: <https://ir.gatx.com/code-business-conduct-and-ethic>
- Website-style digital Code: www.rethinkcompliancecode.com
- Flipbook-style digital Code: www.rethinkcomplianceflipbook.com
- Digital Code overview: www.rethinkyourcode.com



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28



URL: <https://ir.gatx.com/code-business-conduct-and-ethic>

29

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30

Putting the Code to Work 1: Develop a Code launch strategy

Taking a strategic approach to communications can amplify the impact of your new Code

- Pinpoint your audience's wants and needs and the best way to get their attention
- Identify the channels and formats you can use for messaging – it may be more than you think!
- Formulate key messages that are tailored to what you want your audience to know or do



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31

Putting the Code to Work 2: Going digital expands possibilities

Your Code can be more than a standalone policy when you take advantage of online tools

Depending on the format:

- Your Code can also be a **course** (require & track completion of some or all elements)
- Your Code can also be a **portal** (link to policies, key resources, even training or helpline)
- Your Code can include/distribute **further training** (like manager-led training materials)



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32

Quick Summary

- The standards for Codes have changed – partly because of regulators, but mostly because of your audience
- Digital tools give you an exciting opportunity to rethink how you approach your Code – and how you use it
- Keep in mind:
 - ✓ Meet people where they are
 - ✓ Choose an appropriate, workable format
 - ✓ Organize it like your user thinks
 - ✓ Know where the Code will live
 - ✓ Explore a range of options – digital doesn't have to mean app
- Once you create a Code, have a plan to put it to work in your program



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33

Questions?



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34