

Emory University Supplier Code of Ethical Conduct

I. Purpose

Emory University values its reputation for conducting business honestly and with integrity. Emory views its Suppliers as critical to its success. Therefore, Emory strives to select Suppliers who maintain a commitment to strong ethical standards. This code of ethical conduct provides a foundation for Emory University and its Suppliers to build and maintain relationships based on fairness, trust, respect for the rights of individuals, compliance with the law, and sustainable business practices.

Emory University relies on many outside resources, including contractors, subcontractors, suppliers, vendors, consultants and others. For simplicity, all third-party providers of goods and services to Emory University are referred to as “Suppliers” in this code of ethical conduct.

II. Expectations of Emory University as a Customer

Emory University’s relationships with its Suppliers must be characterized by honesty and fairness. We are guided by the following standards of behavior:

- Emory University will not reveal a Supplier’s pricing, technology or other confidential information without prior written permission.
- Emory University will not make false or misleading remarks to others about Suppliers or their products or services.
- Emory University will pay all invoices promptly from the point that they are correctly submitted to Payment Services.

III. Expectations of Suppliers to Emory University

The criteria for selecting Suppliers will vary but will generally focus on best value, which may include a variety of factors. Before responding to any Emory University purchase orders, Suppliers should become familiar with and ensure that they are able to comply with Emory University’s standard terms of purchase. Emory University’s standard terms of purchase will apply to all transactions unless the Supplier and Emory University Procurement Services have an express written and signed agreement to the contrary. Terms and conditions defining relationships with Suppliers are communicated early in the Supplier selection process, and agreements to such terms and conditions are reached before work begins.

A. Laws & Emory Policies

Emory University is committed to obey the law in conducting business, including federal and state laws. All Suppliers to Emory University must comply with all applicable laws, codes or regulations of the countries, states and localities in which they operate. This includes, but is not limited to, laws and regulations relating to environmental, occupational health and

safety, and labor practices. In addition, Emory University Suppliers must require their Suppliers (including temporary labor agencies) to do the same. Suppliers must also comply with Emory University's published policies and procedures. Emory University reserves the right to decline to deal with Suppliers who do not comply with the law and university policies and procedures.

B. Business Practices

a. Purchase Orders, Unauthorized Sales, & Delivery

All orders to Suppliers must come by a Purchase Order sent only from Emory University Procurement and Payment Services through an ordering system called Emory Express (Sciquest). No Supplier is to take orders from any employee at Emory University directly, either by phone, email, or any other means. Emory University is committed to only pay the amount listed on the Purchase Order. If the pricing on the Purchase Order is not correct and does not match up to the Purchase Order, Suppliers should not ship items but contact Emory University Procurement Services at e-market@emory.edu advising of the incorrect pricing on the order. A revised Purchase Order with the correct pricing will be issued and sent to the Supplier. If the Supplier ships the items from a Purchase Order with incorrect pricing, Emory University will pay the amount indicated on the Purchase Order.

Delivery to Emory University is expected in the timeframe stated on the Purchase Order. Should an item become backordered or discontinued, it is the responsibility of the Supplier to contact the customer to notify them of an estimated delivery date or product substitution, if available.

b. Product Warranty

Suppliers must warrant all goods delivered under Purchase Orders to be free from defects in material and workmanship and to be of the quality, size and dimensions ordered. All work performed under Purchase Orders must be in conformity with all plans, specifications and other data incorporated as part of the Purchase Order. All goods and work shall also be subject to any stricter warranties specified in the Purchase Order or in other materials incorporated by reference.

c. Solicitation

Emory University understands that a key component of sales is making contact with customers, either by personal interaction or paper/electronic media. We ask that all Suppliers notify [Procurement Services](#) if they have representatives that will visit Emory University employees in the workplace. Suppliers should not enter into any laboratories or other restricted areas without escort from authorized personnel. To ensure that all information contained within is accurate, all postings or flyers must be approved by the appropriate

[Procurement Services Strategic Sourcing Manager](#) before being displayed on campus. Furthermore, no email solicitation to Emory University employees will be permitted without written permission from the individual employee.

d. Pricing

Emory University seeks to get the best pricing available from each Supplier. The expectation of our Suppliers is to quote their best price on the first quotation and stand on that basis unless there is evidence of error. Suppliers should not seek out competition pricing on campus as a basis of comparison, as these prices are contractually protected. If pricing increases or decreases should occur, Emory University asks that Suppliers inform us of changes in economic or market conditions that might affect our purchasing decisions. Emory also asks that our Suppliers offer suggestions of alternatives which may improve or reduce the cost of goods and services being purchased.

e. Gifts

Whenever a gift or entertainment is offered in the context of a business relationship, there is a risk that it may influence, or appear to influence, a business decision. In order to build and maintain our integrity in the stewardship of funds, Emory University discourages giving or accepting gifts or entertainment exceeding nominal value to or from any of the Emory University's Supplier. This applies both to employees and to immediate family members.

"Nominal value" denotes an item or event of relatively low value that is unlikely to be perceived as improperly influencing the recipient, such as a logo cap or lunch during business hours. At no time should a Supplier give gifts, services, or meals of a value greater than \$40 to any Emory University Employee.

C. Confidentiality

Suppliers with access to confidential Emory University information must not disclose such information to other parties without written consent. Such confidential information may include, but is not limited to, the following categories of information: Intellectual Property, Employee Personal Information, Customers, Product Pricing, Costs, and Operating Systems.

When Suppliers handle personal confidential information in the performance of services on our behalf, we require them to ensure that such information is protected against unauthorized disclosure and is appropriately safeguarded.

Suppliers must immediately report actual or possible unauthorized disclosures of personal confidential information to Procurement Services at e-market@emory.edu.

D. Sustainability

Emory University strives to manage its businesses in a sustainable and responsible way. We seek to do business with Suppliers who share our concerns for and commitment to sustainable business practices. At a minimum, Suppliers must meet all applicable environmental rules, regulations and laws in the countries where they do business. In addition, Emory University will seek business relationships with Suppliers who go beyond legal compliance and consistently look for new and better ways to conserve resources, reduce pollution and waste, and enhance the communities in which they operate.

IV. Monitoring and Compliance

Emory University or its representatives may engage in monitoring activities to confirm Supplier's compliance to this Supplier Code of Ethical Conduct, including on-site inspections of facilities, use of questionnaires, review of publicly available information, or other measures necessary to assess Supplier's performance.

Any University Supplier or University employee should promptly report violations of this code or any unethical behavior by an Emory University employee or Emory University Supplier to Procurement Services at e-market@emory.edu.

Based on the assessment of information made available, Emory University reserves the right (in addition to all other legal and contractual rights) to disqualify any potential Supplier or terminate any relationship with any current Supplier found to be in violation of this Supplier Code of Ethical Conduct without liability to the University.

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