Always Do What’s Right.

THE AUTO CLUB GROUP CODE OF CONDUCT
A Message from Joe Richardson

To my ACG colleagues,

Always do what’s right. This simple yet profound message appears throughout ACG’s Code of Conduct and is the basis behind how we operate as a business, employer and community member.

Although continuously “reinventing” our business environment to meet the needs of an educated and technologically advanced consumer base, our commitment to operating with integrity never lessens. We choose instead to pursue a course whereby we educate, reinforce and communicate The Auto Club Group’s core values of honesty, integrity and transparency.

Whether an ACG employee, officer, board member, agent, partner or contractor – you play a critical role in demonstrating the reality behind the words.

Join me in reading, understanding and following the principles and expectations outlined in this code. As each of us takes individual ownership of doing what’s right, we become the building blocks of ACG’s ethical foundation. By doing this, we ensure the long-term success of our organization and the confidence of our colleagues, members, customers and local communities.

Thank you for all that you do and for being part of the ACG team.

Sincerely,

Joseph J. Richardson Jr.
President & CEO
The Auto Club Group
Our most fundamental value, which remains unchanged and serves as a guidepost for all our activities, is our commitment to always doing what is right for our members, customers, employees and local communities. This means:

- We operate with honesty, integrity and transparency in all we do.
- We are good stewards of the assets entrusted to us.
- We advocate for and have impact on issues that affect our members and customers.
- We provide opportunities for employees to grow and develop in a performance-based environment.
- We embrace change and diversity.
- We are socially responsible in our communities.
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**Our Code as a Roadmap**

Our code helps us navigate difficult decisions, but it does not constitute an employment contract. It is important that employees collaborate with their management to ensure specific line of business code addendums are followed in conjunction with this code. Together with corporate policies and values, our code drives the decision-making process to help us arrive at the right conclusion.

**Who Our Code Covers**

Our code pertains to all personnel employed by or engaged to provide services to ACG. This includes employees of The Auto Club Group of Companies (hereinafter referred to as ACG) including its subsidiaries, affiliates and joint ventures; and contract/temporary employees while working on ACG premises. Everyone working on ACG’s behalf must exercise good judgment while adhering to the principles and guidelines outlined in this code.

**Our Responsibilities**

Individuals covered by this code are required to conduct themselves in a professional, honest, lawful and ethical manner at all times. Those holding leadership roles have a responsibility to promote integrity in the workplace, establish a supportive atmosphere of communication, and escalate any reports of code violations or ethical issues to upper management, Human Resources, Internal Audit or Regulatory Compliance.

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**What You Should Know . . .**

ACG maintains a number of avenues through which both management and employees can ask questions or make reports of actual or suspected misconduct:

- Local Human Resources
- Fraud and Ethics Reporting Line: 877-835-5222 (TELL AAA) Accepts anonymous reports
- Email to Special Investigations Unit
Operating with trust and transparency.

What You Should Know . . .

When it comes to assessing the potential for conflicts of interest, we must know how to define our relationships and interests.

For the purposes of this code:

- “Family members” include your spouse, child, sibling, parent, grandchild, grandparent, uncle, aunt, nephew, niece or cousin (including step, half and in-law). Dependent relatives and/or any other persons living in your household can also be considered family members.

- An “outside business organization” includes any person, partnership, firm, corporation or other entity that supplies/transacts or seeks to supply/transact any goods, services or business with the Company resulting in payment and/or reimbursement from the Company.

- Having a “direct or indirect ownership” includes any ownership interest in an outside business organization, even if the ownership interest is held by an intermediary acting on behalf of you and/or your family members. Ownership of a nominal amount of stock (less than 1%) in a publicly-owned company is not considered a conflict unless the amount is large enough to influence your judgment.

Licenseing

Some positions within ACG require that an employee maintain a professional license. If you are in such a position, you are responsible for maintaining the license in compliance with federal and/or state licensing regulations.

Avoiding Conflicts of Interest

The best interests of ACG should be the focal point of your work. You are to avoid situations in which your private interests, those of your family members, or those of individuals with whom you have or have had a close personal relationship, conflict with the best interests of the Company. Such situations are considered conflicts of interest and, while having one is not always a violation of this code, not disclosing one is. In order to maintain an impartial view, all ACG employees must be free from the influence of personal considerations or relationships when working for or giving business recommendations to the Company.

Here are some common examples from which a conflict of interest may arise:

- Obtaining personal services from known ACG vendors, especially when employed in a position that has frequent contact with company vendors.

- Owning, either directly or indirectly, any outside business organization as per the definition provided in the “What You Should Know...” sidebar section of this page.

- Engaging in any outside employment with a nonaffiliated insurance company, bank, travel company or any business that competes with ACG.

- Accepting anything of value that is intended – or could be construed – to influence a business decision. Examples include gifts, favors, compensation, commissions, fees, travel or lodging accommodations, or other goods or services from any outside business organization.

- Serving as an officer, director, partner, consultant, employee or agent of any outside business organization.

- Hiring or supervising family members or others with whom you have a close personal relationship.

- Having a personal interest, financial interest or potential gain in any transaction involving ACG.

- Conducting ACG business with a firm owned or controlled by an employee of ACG, or the family member of an ACG employee.
Our Commitment to Consumers (continued)

What You Should Know . . .

Appropriate business courtesies include nominal gifts (items valued at $100 or less per employee), sharing a meal or attending a sporting or entertainment event with a business partner.

Inappropriate gifts from business partners include, but are not limited to, cash or cash equivalents such as certified checks and gift cards; subsidized travel and accommodations for business or personal vacation purposes; and discounts (i.e., rental car, auto repairs, travel upgrades) not available to the general public.

Discounts available to employees through an ACG-approved program such as the Complimentary Ticket and IATAN programs are allowed in accordance with applicable policies and guidelines. As employees, we must neither give nor accept business courtesies that actually or potentially constitute unfair business inducements, bribes or kickbacks. More often than not, these actions violate the laws, regulations and policies to which ACG is bound.

- Borrowing money from any outside business organization, except loans or advances from banks or other bona fide financial institutions, which are offered at prevailing commercial rates and lending standards.
- Making referrals to any outside insurance agent, broker or firm which provides or procures insurance of any type that is available through or from ACG or any of its subsidiary or affiliated companies.
- Soliciting for business courtesies or for special consideration in the settlement of claims, the underwriting process or the premium collection process.
- Obtaining company salvage property, unless the purchase is conducted through a Company-sponsored program, or otherwise approved in advance.

As an ACG employee, you are required to report potential conflicts at least annually, and more frequently as warranted, to your manager and the Ethics Office by completing an ACG Conflict of Interest Disclosure.

Keep in mind that you may not engage in activities with any outside business organization that may result in a personal benefit to you or a family member at the expense of the Company. This includes taking advantage of a potential business opportunity in which ACG may wish to partake without first disclosing that opportunity to the Company, and allowing ACG ample time to consider whether to pursue it. Likewise, you may not engage in activities or interests that may influence your decisions on matters involving ACG and the outside business organization in question.

If you are in doubt about whether a particular situation is or could be perceived as a conflict of interest, notify your manager immediately. Your manager will then consult with Human Resources or Regulatory Compliance to determine the best course of action.

Gifts, Gratuities and Entertainment

ACG is committed to competing solely on the merit of the products and services we provide to our customers — not the quality of the courtesies we receive from our business partners. As such, we should avoid accepting any courtesy that might call our objective decision-making into question or give the appearance that we have solicited or received certain courtesies in exchange for personal gain.

For more information about this policy and the related reporting requirements for accepting a gift, please review the ACG Corporate Gift Acceptance Policy. Refer to the ACG Corporate Ticket Policy for guidelines regarding the purchase and use of event tickets.
Our Commitment to Consumers (continued)

Explaining Anti-Corruption Guidelines
ACG’s commitment to integrity includes being compliant with the laws, rules and regulations applicable to any of our business operations. Such laws may vary from place to place, and we must know and abide by the requirements in all places where we conduct our business.

Government Corruption
The U.S. Foreign Corrupt Practices Act (FCPA) prohibits giving anything of value, such as a payment, gift or bribe, to obtain the influence of government officials, candidates or political parties, even if doing so is customary in a particular place. ACG prohibits “facilitating payments” or fees paid to government officials to speed up routine processes such as the issuance of permits. You must report and document requests for money or anything of value initiated by a government official. Additionally, if any payments or anything of value are provided in response to such a request, even if unintentionally, proper reporting and documentation is required by law.

Commercial Kickbacks and Bribery
ACG does not pay bribes, nor will we ever offer or accept a “kickback”. This means that no individual employed by or engaged to provide services to ACG can return or accept the return of a sum already paid (or due to be paid) as a reward for making or fostering business arrangements. Our Company also prohibits offering or soliciting improper payments or anything of value in connection with any purchase or sale of products or services in order to retain or obtain business.

Adhering to International Trade Controls
While ACG does not manufacture consumer goods or export physical items to other countries, it is still important that we have a basic understanding of export controls for those instances in which they apply to us. For example, there may be times when work duties require international travel. In these situations, voluntary disclosure of confidential business information in some context could be considered an export, and potentially result in a penalty or fine to the Company. If you have any questions regarding international trade controls, contact Regulatory Compliance or the Office of General Counsel.

Anti-Money Laundering (AML) Program
Our Company’s AML program helps prevent ACG’s products and services from being used for money laundering purposes, illegal financial transactions or other criminal activity. You are required to comply with all applicable and relevant anti-money laundering laws and should only do business with individuals or companies that are engaged in legitimate and lawful business. If you notice any suspicious activity or red flags pertaining to a third party, report the situation to your manager. For more information, refer to the Bank Secrecy Act/Anti-Money Laundering & Office of Foreign Assets Control Policy.

What You Should Know . . .
A “government official” includes any government representative or employee, including those from government-owned enterprises.

An “export” occurs when a product, service, technology or piece of information is provided to a person or company in another country.

What Should You Do?
A longtime member came into the branch to reload $4,950 on each of his two Visa TravelMoney cards. When asked if he was planning to travel, he became visibly uncomfortable. Recalling that the total cash transaction amount was very close to the Currency Transaction Report (CTR) mandate of $10,000, do I need to report this activity to Field Controls?

Yes, you must report this activity. The reasoning behind the reporting is that Field Controls can evaluate whether to file a Suspicious Activity Report (SAR) pursuant to the Bank Secrecy Act (BSA) for the customer intentionally structuring a purchase below the CTR threshold.
Our Commitment to Consumers (continued)

What You Should Know . . .

- All information related to our business, employees, members, customers, clients and/or policyholders is considered confidential and proprietary.
- Confidential and nonpublic information cannot be disclosed without a valid business purpose and management approval.

What Should You Do?

You are approached by a colleague for access to a customer list. At first, you think nothing of it – though your job titles and responsibilities differ – you’re both part of the same team and have worked together cordially for months. Whatever he needs this list for, you’re sure that it’s work related and is okay with your manager – after all, why else would your coworker approach you so casually? While you are pulling up this information, he casually mentions a new business his sister is trying to establish. You start to worry that he may be using this information for personal gain. What should you do?

This situation might seem awkward until you remember that you are not allowed to share confidential information without prior authorization to do so. This is true even if the person asking you for such information is a trusted colleague. You can ask your coworker what he plans to do with the information, but regardless of his answer, you should remind him that you need authorization to grant him access to this information. Consult with a manager and determine whether or not your colleague’s use of this information is acceptable before sharing it.

Protecting Company Assets

Those working on ACG’s behalf are trusted to behave responsibly and use good judgment when using Company assets. These assets include, but are not limited to:

- Company-Owned Vehicles
- Electronic Mail
- Equipment
- Furnishings
- Information
- Internet Access
- Postage
- Property and Facilities
- Supplies
- Time

You have a responsibility to use Company equipment only for authorized business purposes. You may make occasional, personal use of ACG equipment, so long as the use does not interfere with your work or the work of others. Direct questions about the proper use of Company resources to your manager.

Safeguarding Confidential and Proprietary Information

Confidential and proprietary information is one of the most important assets in our possession and protecting such information is integral to our business success. Everyone working on ACG’s behalf is responsible for safeguarding confidential materials in the workplace, including protecting all confidential information that is visible on Company desks and computers. Confidential and proprietary information includes, but is not limited to:

- Business Processes
- Marketing Strategies
- Operating Results
- Personnel Records
- Pricing and Financial Data
- Strategic Business Plans
- Nonpublic Personal Information (Customer Name/Address, Date of Birth, Social Security Number, Driver’s License Number, Credit Card Information, Account Histories, Insurance Applications)
- Nonpublic Information About Other Companies

If your job involves the handling of sensitive third-party data, be sure to follow the same security measures for customer information that you do for our own sensitive company information. Our employees, members, customers and business partners expect this from us, and our reputation hinges on our delivery of this promise.

Further, none of us may, without written authority, use, disclose, copy, alter, destroy or remove confidential information. Disclosing confidential information to a third party or allowing a third party to use Company resources without the express written permission of an ACG manager is prohibited. ACG and individuals involved may be subject to civil and criminal action for removing trade secrets or information related to employees, members, customers, clients, policyholders or business partners.
Our Commitment to Consumers  (continued)

What You Should Know . . .

- A business record is any original data-containing item (paper and/or electronic) necessary for reference purposes regarding a company’s activities.
- Intellectual property (IP) is any original creative work manifested in a tangible form that can be legally protected by a patent, trademark or copyright.
- Information that is not public and could be viewed as important by a reasonable investor in deciding to buy, sell or trade stock is considered inside information and cannot be used for personal gain.

What Should You Do?

I just started working at ACG – I came here from one of our competitors. I often get questions from coworkers who want to know the long-term business strategies of my former employer. Should I share that information with anyone I work with now? It could benefit our Company, and I have no sense of loyalty to my previous employer.

No. Revealing confidential information or trade secrets of a former employer is not only unethical – it may also violate the law. Any benefit that ACG might derive from this knowledge would not be worth the long-term consequences. Anyone who asks for this information should be told that you will not discuss it. If you need help handling these kinds of questions, talk to your manager or contact Regulatory Compliance.

You may not retain any Company-owned equipment, documents, or copies of any business records, including customer records, that were in your possession once your employment with the Company ends. For more information, refer to the ACG Employment Policy Guide.

In the event of a subpoena or other legal process requiring the organization to disclose customer information, specific procedures must be followed. Consult with the Office of General Counsel prior to disclosing any customer information in these circumstances. For more information, refer to the ACG Safeguarding Confidential & Sensitive Documents Policy.

Record Retention and Disposal

ACG is the sole owner of its business records. Such records:

- Prove that a business-related activity did or did not occur.
- Demonstrate a transaction.
- Identify who participated in a business activity or had knowledge of an event.
- Possess legal or compliance value related to a specific matter.
- Address a topic covered by law or regulation.

ACG information may only be retained and destroyed in accordance with the ACG Record Retention and Disposal Policy and applicable departmental procedures.

Protecting Intellectual Property

The same rules that apply to confidential and proprietary information also apply to intellectual property (IP). It is important to protect ACG’s IP as well as that of third parties. You may not use any third party IP without the proper licenses or permissions, and you must take special care to follow all applicable terms closely. However, you may access and use information shared with the public, which can include media releases and presentations. It is important to note that even though we may have received permission to use proprietary information or intellectual property belonging to another for a particular purpose, we must be sure to respect related trademarks and copyrighted material and only use such IP when given express and specific permission to do so. This includes information that may be available on websites and through software.

Preventing Insider Trading of Vendor Securities

ACG employees often have access to data considered material, nonpublic or inside information. Since ACG is privately held, there is no investment-related inside information that relates specifically to our Company (though our confidential information must be protected regardless). However, other companies with which we work and interact are publicly traded, and it is possible for you to learn material, nonpublic information about them. You must not trade or instruct others to trade a company’s stock based on inside information.
Our Commitment to Consumers (continued)

Inside information can come in a variety of forms, and can be positive or negative in nature. Examples include:

- Projections of future earnings or losses.
- News of a pending or proposed merger.
- News of a significant sale of assets.
- Changes in executive management.

Insider trading is always illegal and can carry serious consequences for our Company and individuals involved. If you have any doubts as to whether or not information you possess is considered inside information, seek guidance from the Office of General Counsel.

Restricted Access to Personal Accounts

You may not access any account unless there is a clear business need to do so. Additionally, you must take care when accessing your personal accounts in any of the ACG product systems. Another authorized employee should handle your personal accounts as well as those of individuals with whom you have a close personal relationship. Additional system-specific restrictions and exceptions are referenced below:

Claims Systems: Access or review of such claim information must be through another authorized employee.

Insurance Systems: Do not alter, bind, release or modify insurance policy information. You can view your own policy, but not those of others, unless there is a clear business need to do so, as in cases where you may be the agent of record.

Membership Systems: Do not perform account maintenance or transactions, another employee must process any transactions or maintenance for your membership account or accounts of those with whom you may have a close personal relationship. Payment or maintenance transactions include opening a new membership, adding an associate, upgrading or changing membership levels, giving a gift membership, enrolling a referring member, printing membership cards, or editing account information, such as billing or contact information, or adding notes or comments to a membership.

Payment Systems: Do not cashier payments regardless of type (cash, check or credit card).

Travel Systems: Do not process either initial or subsequent cash or check payments in the ACG travel systems. However, you can book travel arrangements through travel suppliers or global distribution systems for yourself, your spouse, relatives or any person living in your household.

Banking Systems: Do not perform account maintenance or transactions. Transactions include not only authorizing and making loans, but also such things as approval of overdrafts; authorizing or accepting checks on uncollected funds; waiving of late charges, overdraft charges or other nominal fees; processing deposits or withdrawals; and waiving of financial statements or collateral documents.

What You Should Know . . .

When it comes to determining account access that could give the potential appearance of wrongdoing, we must know how to define our relationships and interests.

For the purposes of this code, ACG defines “close personal relationship” as a favorable relationship between an employee and another individual that can influence or has the appearance of potentially influencing the employee’s judgment or behavior. For instance, it is improper for an employee to process payments to the Company made by an employee’s spouse or immediate family member due to the appearance of a possibility that an employee may charge less than the required amount or process an unwarranted discount. Other examples of close personal relationships include extended family members, personal friends or business partners.
Our Commitment to Consumers  (continued)

What Should You Do?
I frequent a number of blogs and websites that focus on business and consumers. Recently, a popular site has posted an article criticizing the business practices of a few major organizations – including ACG. I don’t have a problem with editorial and investigative pieces that present a different view from mine. However, I have noticed that the information presented about the Company is not accurate, and readers are using this information to write disparaging things in the comments section. Should I go online and comment on this, using my knowledge to dispel the rumors?

No. ACG employees must not disclose Company information to anyone without a specific and legitimate business need. You should always be cautious about discussing company issues with anyone outside of ACG. You should refer any inquiries or concerns about ACG to a representative of the ACG Public Affairs Department.

Using Technology Properly
In order to protect our Company’s interests, ACG reserves the right to monitor or review all data and information contained on Company-issued computers or electronic devices. This includes, but is not limited to, all written electronic communications drafted within or sent to any Company system, including email, instant messages or our internet. Use of Company resources to create, access, store, print, solicit or send any materials that are harassing, physically threatening or sexually explicit is a violation of our code and may lead to disciplinary action. Please ensure that all written statements or recorded verbal communications on work-related matters are objective, accurate and professional in tone.

Data Security
Employees, members, customers and business partners often trust ACG with their personal information. We have a responsibility to protect this information and ensure sharing, processing, collection, storage and transmittal in accordance with Company policy. Passwords and security codes protect the integrity of confidential information and are unique to an individual. They are not to be shared, transferred or disclosed to anyone absent explicit written management authorization.

ACG also strictly adheres to the Data Security Standards issued by the Payment Card Industry (PCI), which those who handle confidential and sensitive data must know and follow. When questions, issues or concerns about data security arise, consult your manager for guidance. Should a data security incident occur, and you become aware of it, you must promptly notify management.

For more information, please refer to the Information Security Policy.

Mobile Devices
As technology continually evolves, information delivery devices have become smaller and mobile in design. For specifics regarding proper usage and data protection of confidential information contained within mobile devices, refer to the Mobile Device Acceptable Use Policy.

Social Media
Using technology properly also means that ACG employees participate in and use social media tools in a professional and responsible manner. Social media includes websites, applications or other electronic tools that allow users to interact, share information or communicate with each other through the internet. Examples include, but are not limited to, social networking websites, sharing of user-generated content (such as photos, videos and reviews), blogs, podcasts and message boards. When posting or chatting in any social media forum, remember that your comments can be misconstrued by the public, are easily shared and, once disseminated, are permanent.

When making personal use of social media, it is important not to represent your individual opinions and ideas as those of ACG, unless doing so is part of your role at the Company. When representing ACG, do not reveal any of ACG’s confidential or inside information, trade secrets or intellectual property. ACG’s
What Should You Do?

You are striving to hit your sales goals for the quarter, but business has been slow. You’re worried that you won’t meet your quota, and are getting frustrated. During a conversation with a prospective customer, you learn about a new product offering from one of our competitors that has a much lower rate than we do. It seems like this is one possible cause for your decline in new business. The prospective customer asks you if you have anything that could compare to this competitor’s offer, and you aren’t sure. What should you do?

Be honest with the customer. Tell them you aren’t sure, but will check into the situation with the appropriate individuals, including your management. In the interim, perform a quote following the normal process. Although we strive to be competitive, we must act ethically in every circumstance. It is important that we do not do anything to violate the sales rules and ratings that have been established, even if it means we don’t close a sale. We value the long-term reputation of ACG and never want to compromise that reputation in order to meet short-term financial goals.

Confidential Information and Trade Secrets

Confidential information and trade secrets include internal business reports, company business strategy annotations, and internal business-related confidential communications. This standard also applies to the confidential and sensitive information of our members or our business partners. For more information, please refer to the ACG Social Media Policy.

Complying with Antitrust Laws

Our Company complies fully with antitrust laws, which are designed to preserve competition and ensure a level playing field across our industry. To this end, we sell our products and services based on merit, quality, functionality and competitive pricing – never by disparaging our competitors.

ACG will not enter into any formal or informal prohibited agreements with our competitors. To avoid even the appearance of such an agreement, never discuss topics or practices that restrict competition, including:

- Price Fixing
- Bid Rigging
- Division or Allocation of Markets, Territories or Customers
- Improperly Tying or Bundling Products and Services
- Boycotting Certain Vendors or Customers

If an employee from a competing company attempts to discuss these or any other anticompetitive topics with you, end the conversation immediately and report the interaction to your manager. It is equally important that you do not acquire or seek to acquire a competitor’s trade secrets or other proprietary or confidential information through unlawful means. When seeking a competitive advantage, use only publicly available information that you obtain lawfully and ethically.

Providing Quality Customer Service

Our members and customers trust us to provide quality products and services. Similarly, our partners provide goods and services to us that contribute to our success. To continue to earn the trust and respect of those with whom we conduct business, we must always conduct ourselves honestly and ethically. This means that we are clear and unambiguous about the risks, costs and conditions related to our services. Providing fair and accurate disclosure of critical terms to our members and policyholders is not only the right thing to do, it also demonstrates compliance with federal and state laws prohibiting unfair, deceptive and abusive acts and practices.

Ensuring Financial Integrity

At ACG, we have a responsibility to maintain accurate and reliable financial records. Employees, officers and directors must comply with ACG’s financial policies and procedures, which are established for the safeguarding of assets and ensuring proper financial reporting. The underlying transactions must be properly authorized and accurately recorded in a timely manner to facilitate the
What Should You Do?

My travel expense account is under budget for the year, but training expenses have been more than expected. I have a new hire that needs training. Can I expense the new hire’s training under the travel account so I don’t show a budget variance?

It is everyone’s professional responsibility to provide accurate financial information. You may not misrepresent or intentionally miscode expenses to avoid budget variances within your department’s accounts. The new hire’s training expenses should be recorded in the training expense account which may result in an explainable budget variance for that account but still allow you to manage to your department’s overall budget.

Accounts and budgets are established at necessary levels to allow us to effectively manage all parts of the organization. The ability to identify and explain budget variances at such levels is critical for decision-making and relies upon accurate financial reporting. In addition, some expenses require different income tax treatment, and if they are not properly recorded in the accounting system, our tax filings could be inaccurate.

Preventing and Detecting Fraud

You must not commit, aid or assist in committing fraud, misrepresentation, theft, embezzlement or any similar activity. This includes fraud with a perceived benefit to the Company. All ACG employees are responsible for preventing and detecting fraudulent activities including, but not limited to:

- Forgery or alteration of any documents, or unauthorized approval of documents (printed or electronic), such as insurance policies and related items, checks, securities or other items.
- Inaccurate or overstatement of expenses within Travel and Entertainment reporting.
- Misuse or misappropriation of corporate funds, securities or any other assets, including “borrowing” funds from cash drawers, vaults, funds awaiting deposit or other deposit accounts.
- Improper handling or reporting of money or financial transactions.
- Improper handling of ACG property, assets or information, including misuse of member or customer personal and confidential information.
- Unauthorized disclosure of ACG business plans or financial information.
- Destruction or unauthorized removal of records, furniture, fixtures or equipment.
- Creation of fictitious accounts.
- Failure to properly record time worked by overstating, underreporting, or misreporting actual hours worked.

If you suspect or have information concerning any such wrongdoing, you have a duty to immediately notify your manager or another resource listed in this code. This applies to any illegal or unethical practice involving the Company, fellow employees, members, customers, contractors or anyone doing business with ACG.

Never take it upon yourself to perform any investigation of suspected wrongdoing. Doing so can compromise the integrity of the investigation. Refer to Reporting on page 15 of this code for further details.

For additional information, refer to the Fraud & Ethics Reporting and Investigation Policy or call the Fraud & Ethics Reporting Line at 877-835-5222 (TELL AAA).
**Our Commitment to Community**

*We are socially responsible in our communities.*

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**Interacting with the News Media**

There may be times when ACG employees individually opt, or are prompted by members of the news media, to discuss information relative to ACG. It is important to understand that only designated spokespersons are permitted to act as “ACG representatives” to ensure that the Company speaks with one voice and provides accurate and consistent information about our operations. These designated individuals receive training coordinated through the ACG Public Affairs Department.

Non-designated, unauthorized individuals are to direct all news media inquiries and/or commentaries to the ACG Public Affairs Department. Likewise, no one can make public appearances, speeches or issue press releases as a representative of ACG without first disclosing the content and obtaining written approval from their management and the ACG Public Affairs Department. Requests to use ACG facilities in media reports should also be referred to the ACG Public Affairs Department.

Please refer to the most recent Guidelines for Interacting with the Media for more information.

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**What You Should Know . . .**

We will be good corporate neighbors, engaging in public service consistent with our mission, the needs of members, the communities we serve and the national interest. In pursuing public policy positions, ACG will remain objective and responsible, relying on our credibility, expertise and research in public policy formulation.

**Being Socially Responsible**

One of ACG’s core values is that “we are socially responsible in our communities.” As such, numerous significant community and civic causes and organizations are recipients of ACG contributions through “time, talent and treasure.”

**Community Involvement**

ACG employees are encouraged to be active participants in the growth and enrichment of our local communities. This is done through volunteer efforts, either on behalf of ACG or in a personal capacity. However, in the interest of maintaining a proper and productive business environment, certain restrictions apply if you are working for a cause that is not officially supported by ACG. You must not use paid company time or company resources to further your endeavors nor solicit or distribute literature or other materials of any kind during work time without approval from Human Resources.

Additionally, ACG is committed to the Community Reinvestment Act (CRA), employing safe and sound operations to help meet the credit needs of the communities it serves.
Our Commitment to Community (continued)

What You Should Know...
Promoting a fundraiser is acceptable as long as it is within your work area. However, the use of Company bulletin boards is not acceptable as these are to be used exclusively to promote business-related initiatives, including charitable causes formally endorsed by the Company. Any flyers that are non-compliant will be removed from Company bulletin boards.

“Games of chance,” such as gambling, lotteries or bingo are illegal and thus prohibited. Additionally, it is unacceptable to conduct silent or live auctions.

Refer to the Employee Fundraising Guidelines or contact the Director of Corporate Contributions & Community Relations for additional guidance.

Civic and Charitable Organization Involvement
ACG encourages employees to become active members of civic and charitable not-for-profit organizations. However, an employee must never become a director or an official of a business organized for profit when doing so would create a conflict of interest for the employee and/or ACG. Contact ACG’s Ethics Office for additional guidance.

Charitable Contributions/Fundraising
The ACG Public Affairs Department has ultimate oversight of ACG charitable contributions and will coordinate employee participation in any Company-sponsored charity such as The United Way, Making Strides Against Breast Cancer, and Adopt-A-Family. You may participate in small-scale fundraising amongst Company colleagues and friends but activities should be limited to your department or work area. For details on charitable contributions and additional guidance on fundraising, please refer to the ACG Corporate Contributions Policy or contact the Director of Corporate Contributions & Community Relations.

Political Involvement
The same rules that ACG places on charitable contributions and volunteerism also apply to personal political involvement. While ACG may, at times, choose to support a particular cause or candidate for office, it is important that the personal political endeavors of employees remain separate. Therefore, you may not make contributions of time or funds on the Company’s behalf when performing work for a non-sanctioned cause, party or candidate. You may not use the Company’s name, any Company resources (letterhead, email accounts and so on), or otherwise convey or suggest that your personal political activities are supported by ACG. For those who wish to be involved in the political process, ACG maintains a political action committee (ACPAC) that is entirely voluntary. If you have questions about what constitutes appropriate political or charitable involvement while working for ACG, contact the Government Relations Office.

Environmental Protection
ACG is committed to making sustainability a core business principle at all locations throughout our footprint and to reducing our environmental impact by fostering best practices in design, operations and construction projects. As part of this commitment, ACG employees must follow all applicable health, safety and environmental laws and regulations.

Waste, including hazardous waste generated from Car Care facilities (such as petroleum products, degreasing solvents, metals and automotive batteries) should be recycled using licensed recycling companies or returned to the vendor for recycling. Any waste streams that cannot be recycled must be disposed of properly using licensed vendors qualified to handle the specific waste generated. For more information, please refer to Real Estate Services’ Environmental and Sustainability Policy.
We embrace change and diversity. We provide opportunities for employees to grow and develop in a performance-based environment.

Our Commitment to Fellow Employees

What Should You Do?

You have recently transferred to a new department and don’t know much about your colleagues. You are eager to fit in and develop strong working relationships with the group – just like you did on your last team. However, you notice that two of your new team members continuously make fun of another member, often saying very cruel things and passing them off as jokes. The colleague at the brunt of the jokes laughs along halfheartedly, but you notice he is clearly uncomfortable. Oftentimes, the nasty remarks involve his age, and occasionally are related to his ethnicity. On one hand, you want to speak out in his defense; on the other, you don’t want to alienate the team, and figure if he was truly bothered, he would defend himself. What should you do?

We all want to get along with coworkers. However, we cannot be a functional, high-performing team when one member is treated unfairly. What you are witnessing may be harassment or bullying, and you have a duty to inform your new manager, Human Resources, or the Fraud & Ethics Reporting Line of the situation. No one should be subjected to unprofessional words and actions from a colleague. Regardless of the outcome of an investigation, you will not be punished for reporting your concerns in good faith.

Anti-Discrimination and Equal Opportunity

We are a company committed to creating a work environment where all individuals are treated with dignity and respect. To combat unlawful discrimination, it is important that our Company make employment decisions on the basis of individual merit – never on characteristics protected by law. The Company prohibits discrimination, harassment and retaliation in employment based on race, color, religion, national origin, gender, sexual preference/orientation, marital status, pregnancy, childbirth or related medical conditions, age, disability or handicap, citizenship status, service member status, genetic information, or any other category protected by federal, state or local law. If you witness or experience an act of discrimination, you should report the incident to your manager or Human Resources immediately.

Non-Harassment

ACG is committed to creating a work environment free of harassment and bullying. Questions about what constitutes harassing behavior or what conduct is prohibited by this Code should be directed to management. At a minimum, the term “harassment” includes:

- Offensive remarks, comments, jokes, slurs, or other offensive verbal conduct directed toward an individual that directly or indirectly references a protected characteristic such as the individual’s race, color, religion, national origin, sex, marital status, sexual orientation or preference, pregnancy, childbirth or related medical conditions, age, disability or handicap, citizenship status, service member status, genetic information, or any other category protected by federal, state, or local law.

- Offensive pictures, drawings, photographs, or other graphic images, conduct, or communications, including; email, faxes, and text messages pertaining to an individual’s legally protected characteristic such as those explicitly identified above.

- Offensive sexual remarks, sexual advances, or requests for sexual favors regardless of the gender of the individuals involved.

- Offensive physical conduct, including touching and gestures, regardless of the gender of the individuals involved.

If you believe you and/or a colleague is a victim of harassment, you should report the matter immediately to your manager, Human Resources or to the Fraud & Ethics Reporting Line. If you are a manager within ACG and are aware of information about potential harassment, you must advise Human Resources immediately. Remember, a good faith report of actual or possible harassment will never be met with retaliation.

For more information, refer to the Discrimination & Harassment Policy within the ACG Employment Policy Guide.
Our Commitment to Fellow Employees (continued)

Workplace Safety

Health and Safety
ACG considers safe, healthful working conditions and accident prevention to be integral to our business. All employees share the responsibility of preventing accidents by following safe work procedures and practices. If you witness or suspect unsafe conditions or practices, you have a responsibility to report them right away. This can be done by contacting Risk Management Services at corporaterisk@aaamichigan.com.

Workplace Violence
In addition to following workplace health and safety policies present throughout ACG locations, employees must not engage in or tolerate violence in the workplace. Workplace violence includes any threat, threatening behavior, act of violence, intimidation or bullying directed toward an employee or any other individual who has contact with our Company. Threats of harm or threatening behavior can arise in many variations. Threats can occur verbally, in written form or through physical conduct, and can be made against an individual, a person’s property or ACG as a whole. ACG takes all threats, including those intended as jokes, very seriously.

If you witness or experience a threat or threatening behavior, you have a duty to report it immediately. If you or others fear for immediate personal safety, contact local authorities right away, then report the incident to Corporate Security and your manager. For more information, refer to the Incident Reporting Policy.

Weapons in the Workplace
ACG believes in maintaining a safe workplace free from threats, coercion or violence of any kind. Employees, other than authorized security personnel, are not permitted to possess guns, ammunition or any other dangerous weapons in any company facility, office or vehicle. Guns, ammunition and any other dangerous weapons are not permitted in parking lots except as allowed under state law.

Drug- and Alcohol-Free Workplace
Just as our Company does not tolerate acts or threats of violence, we also cannot condone working under the influence of alcohol or drugs – including misused prescription or over-the-counter medications. Performing your job while impaired by substances puts everyone with whom you interact at risk. In addition, you may never possess, transfer or sell illegal drugs or alcohol while on ACG premises. For more information, refer to the Drug-Free Workplace Policy within the ACG Employment Policy Guide.

What You Should Know...
ACG’s Corporate Security team provides a safe and secure environment for all employees, visitors and members. This is done by providing professional security, investigative and emergency preparedness services.

To report threats or threatening behavior, emergencies or to request Corporate Security assistance, use the following channels:

- Local: 313-336-1777
- Field: 855-645-4686
- Email: Corporate Security Operations Center
- Fraud and Ethics Reporting Line: 877-835-5222 (TELL AAA) Accepts anonymous reports

Accepts anonymous reports
What You Should Know . . .

ACG maintains a number of avenues through which both management and employees can ask questions or make reports of actual or suspected misconduct:

- Local Human Resources
- Fraud and Ethics Reporting Line: 877-835-5222 (TELL AAA) Accepts anonymous reports
- Mail to Special Investigations Unit

What Should You Do?

My supervisor wants me to take a different approach to the way I document information. It seems like I’m being asked to omit important details from my monthly reporting. I think this is wrong, and I don’t feel comfortable doing it. At the same time, I don’t want to get in trouble for not doing what is expected of me. What should I do?

When working for ACG, you are expected to use your best ethical judgment. Never do anything that you believe is wrong, even if you are being asked to do so by someone you trust.

First, express your concerns directly to your supervisor. The situation could be the result of a simple misunderstanding and easily cleared up through communication. If you are still uncomfortable with what is being asked of you, take the issue through your department’s normal chain of command or consult one of the resources listed in this code.

“Just following orders” is never an excuse for unethical or illegal conduct.

Reporting

Reporting actual or potential violations of our code, policies or the law is important to maintaining our ethical culture. When making reports of actual or suspected misconduct, you are encouraged to reach out to your manager first. If for any reason that is not possible, or if you are not comfortable raising the issue with your manager, you may go through your department’s normal chain of command. Regardless of your chosen reporting venue, ACG will promptly investigate all reports of possible code violations or improper behavior. Members of management must refrain from performing independent investigations of employees suspected of code violations unless specifically requested to do so by the team(s) conducting the Company’s formal investigation.

In every instance where improper behavior is found to have occurred, ACG will take appropriate action. For more information, refer to the Fraud & Ethics Reporting and Investigation Policy.

Non-Retaliation

Making a report in good faith means that you have provided a truthful and complete account of your personal observation or knowledge of an incident, even if no actual misconduct is found to have occurred. On the other hand, anyone who purposely makes a false report will be subject to discipline. ACG will not tolerate retaliation against anyone who raises concerns in good faith. Retaliatory behavior includes, but is not limited to, threatening, intimidating, or taking adverse action against a person. Refer to the ACG Employment Policy Guide for further information.

Responding to Audits, Exams and Investigations

During your employment, you may be approached for records or information in connection with an audit, examination or investigation. After engaging your manager, cooperate fully and provide complete and accurate information. You must never attempt to obstruct, mislead or improperly influence an auditor, examiner or investigator. If information or records under your control are identified as relevant to an audit, exam or to a civil, criminal or regulatory proceeding, you must retain and safeguard them from destruction until otherwise notified by the person or Company representative conducting the audit or examination.
Our Commitment to the Marketplace

What Should You Do?
I am a project manager overseeing one of our top corporate initiatives and have contracted with a technology supplier. Additionally, based on resource needs for the project, I have employed personnel through one of our employment agencies. What do I need to review with these individuals as far as the Code of Conduct is concerned?

Contractual Relationships
ACG partners with many vendors, contractors and consultants who provide ACG products and services, either exclusively or non-exclusively, in the course of doing business. Although they are not employees of ACG, these individuals are expected to share ACG’s commitment to creating and maintaining an ethical work environment.

Third-Party Due Diligence
We must never retain a third party to engage in any activity that we are prohibited from participating in ourselves. To avoid inadvertently violating these laws, we should perform due diligence on those who wish to do business with ACG.

Code of Conduct provisions applicable to contractors are available on AAA.com’s Integrity page. Managers responsible for oversight of contractors performing services for ACG should review these standards and ensure that contractor representatives are aware of and comply with these standards.
Our Commitment to Personal Accountability

Code Acknowledgment

ACG is committed to legal and ethical business conduct and relies upon every employee to ensure that commitment is met. While this code provides the framework for ethical standards, other ACG policies and procedures detail additional responsibilities and requirements that all ACG employees must follow. Key employment policies are referenced and hyperlinked throughout this code. Be certain to review these policies as part of your acknowledgment and review of the code.

Periodically, all ACG employees are required to certify compliance with this code and complete the related training. New hires receive the code within their new hire packet. For these individuals, certification and completion of the related code training occurs during the first 60 days of employment.

When you acknowledge and certify compliance with the code, you are also certifying that you are aware of and understand the referenced ACG policies. Further, you are acknowledging that you are required to abide by this code and all other ACG policies and procedures that apply to your employment. Failure to comply will result in disciplinary action, which can include termination of employment.

For questions, contact the Ethics Office at ethicsoffice@aaamichigan.com.