

Guidelines for Prospective Suppliers

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Summary

The WellPoint Supplier Guidelines contain procedural and policy requirements that apply to all prospective Suppliers for WellPoint.

WellPoint may modify these Guidelines at any time. Suppliers will receive notice of such modifications via the WellPoint Supplier Relations Website (<http://www.WellPoint.com/Suppliers/index.htm>). Supplier is solely responsible for ensuring Supplier’s compliance (including any subcontractor’s compliance) with the most current Guidelines.

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Expectations for Prospective Supplier Responses to WellPoint Requests for Proposals (“RFPs”)

WellPoint shall provide its Request For Proposal (RFP) documents to those prospective and current Suppliers from whom it wishes to entertain bids on the provision of certain products and/or services. Generally, the RFP documents shall: (1) outline the current requirements of the WellPoint project; and (2) encourage Suppliers to respond in writing to the request with a proposal to meet the stated requirements.

The RFP is not an offer to contract but rather an attempt to establish a common framework within which an agreement may be reached. In contrast, responses submitted by a Supplier to the RFP shall be deemed a firm offer to contract for the provision of products and/or services, pursuant to the terms and conditions described in the Supplier’s response. WellPoint may accept the proposed terms and conditions, or may request modifications based upon business needs. Suppliers may not be accepted for further consideration should their proposal fail to fully comply with the specifications set forth in the RFP document.

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Competitive Bidding

WellPoint encourages free and open competition among Suppliers. Whenever possible, specifications, bid invitations and conditions are designed to accomplish this objective, consistent with the necessity to satisfy WellPoint’s needs and the accomplishment of a sound economical operation. The Supplier’s signature on its proposal guarantees that the prices quoted have been established without collusion with other eligible Suppliers or informed parties and without effort to preclude WellPoint from obtaining the lowest possible competitive price. At no time shall WellPoint be considered to be under any obligation or commitment to purchase any proposed product or service from any respondent to the RFP until after a contract has been entered into. The award will be made to the Supplier whose overall proposal is determined to be the most advantageous to WellPoint.

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Proposal Submission

Supplier shall be solely responsible for all costs incurred in the preparation and presentation of a proposal in response to the RFP. To ensure that all Suppliers are fairly evaluated, the proposal must comply with any formatting requirements noted in the RFP documents. Failure to comply with such requirements may result in

WellPoint's disqualification of the Supplier's proposal. The RFP documents shall indicate the appropriate mailing or electronic address for submission of responses.

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Proprietary Information

All data and information contained in a Supplier's proposal shall be deemed to be non-proprietary unless specifically marked and a non-disclosure agreement has been executed by both WellPoint and the Supplier. Supplier is not encouraged to submit such data or information unless such is absolutely required to understand and evaluate Supplier's proposal. If such data and information is submitted, Supplier agrees that WellPoint shall not be liable for disclosure of such data and information if same:

- Is or becomes publicly available; or
- Was known to WellPoint without restriction at the time of receipt; or
- Is disclosed inadvertently despite the exercise of the same degree of care as WellPoint takes to preserve and safeguard its own proprietary information; or
- Is obtained from a third party which has an unrestricted right to disclose the information.

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Ownership of Documents

All supporting documentation submitted by a Supplier with a proposal in response to an RFP or with a proposed statement of work shall become the property of WellPoint, unless the supplier specifically requests in writing that the documentation be returned. These materials may be appended to any formal documentation, which further defines or expands the contractual relationship between WellPoint and the Supplier.

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Supplier Diversity

At WellPoint, we recognize the importance of diversity. We are committed to being a valuable member of the communities in which we live and operate. Diversity in our supplier base is an important part of that commitment. A wide range of suppliers is needed to support our business operations.

Through our Supplier Diversity Program, we are dedicated to diversifying our supplier base to include minority-owned, women-owned, veteran-owned, GLBT (Gay, Lesbian, Bi-Sexual, Transgender)-owned and disabled-owned businesses wherever possible. We actively work to include diverse suppliers in every bidding opportunity.

Our supplier diversity initiative is one of the building blocks that support WellPoint's overall success. We look forward to continued growth in our program. In addition to direct business with diverse-owned suppliers, WellPoint's Supplier Diversity Initiative promotes business with diverse-owned suppliers that are subcontracted from a primary supplier. This represents the WellPoint Tier II Supplier Diversity Initiative.

WellPoint has established a 12% Supplier Diversity goal. WellPoint expects and requires that all suppliers interested in doing business with WellPoint, submit the Diverse-Owned Business Participation Plan with their RFP proposal response. The Plan must indicate those certified diverse owned suppliers with whom the prospective WellPoint Supplier will subcontract for the provision of products and/or services to WellPoint. The fees paid by the prospective WellPoint Supplier to such diverse-owned subcontracted suppliers shall be equal to at least nine percent (12%) of the total amount to be paid by WellPoint to the Supplier.

Suppliers must indicate the name of the diverse-owned supplier with which it will work, the contact name and phone number at the sub-contractor(s), the products and/or services supplied by the sub-contractor (s), the specific dollar amount from this contract award that will be directed toward each sub-contractor and the approximate date these products and/or services will be utilized. In addition, the Supplier must also provide the diverse-owned partners' certification documents with the Plan.

All direct WellPoint suppliers, including diverse-owned direct suppliers, must meet the contract goals through the use of sub-contractors.

Failure to provide The Plan at the time of submission may result in the disqualification and rejection of the

proposal. Please note that WellPoint reserves the right to verify all information included on Diverse-Owned Business Participation plans before making final determination of the respondent's responsiveness

Suppliers are encouraged to contact and work with the WellPoint Supplier Diversity Office if assistance is needed in locating diverse-owned suppliers, completing The Diverse-Owned Business Participation Plan document, or for questions.

Supplier Diversity Office
WellPoint, Inc.
supplier.diversity@wellpoint.com

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Publicity

Any publicity with regard to the proposal, future contract negotiations and/or subsequent installation, whether in the form of brochures, releases or verbal announcement may be made only with the express prior written consent of WellPoint.

Neither the proposal nor any ensuing contract will confer on any party any right to use the name "WellPoint." or any of its related, affiliated or subsidiary companies in any advertising, publicity or promotion or other disclosures, or to express or imply any endorsement of supplier's products or services, or in any manner or for any purpose whatsoever.

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Supplier Code of Conduct

WellPoint has established a set of company standards, business practices and regulatory requirements (collectively, the "Supplier Code of Conduct"), by which all WellPoint Suppliers must abide, while they are conducting business with and/or on behalf of WellPoint. The Supplier Code of Conduct is located under the "Policies" section of the WellPoint Supplier Relations website: <http://www.WellPoint.com/Suppliers/index.htm> and is in addition to any specific obligations pursuant to Supplier's agreement with WellPoint.

The Supplier is responsible for ensuring that their employees and subcontractors understand and adhere to the Supplier Code of Conduct. WellPoint reserves the right to request immediate removal/termination of any Supplier (or Supplier's employee, agent or subcontractor) who has behaved in a manner that is unlawful or in breach of the obligations imposed by the Supplier Code of Conduct.

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