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Cox values are beliefs and behaviors that guide us—both as individuals and as a company.

These values establish a common understanding, not only for those of us who work here, but for all who interact with us.

Our Values express how we work and think about our customers and each other. They unify us as an organization, influence our actions every day and inspire us to be better than our competition.

Our Company’s foundation is built on strong ethical principals and Values. They distinguish us and reflect our commitment to conducting our business with honesty and fair dealings. We respect the law, we are committed to being green and we benefit the communities where we live and work.

**Integrity**

We do business with honesty and integrity. We meet or exceed the highest ethical standards in all of our business activities. We can be trusted to do what we say we will do. We Live Cox Values.

**People**

Our employees are our most important asset. They set us apart. We invest in their continuous development and recognize their contributions to our success.

**Diversity**

Diversity of cultures and ideas makes us stronger; it is a core Value at Cox. We value different approaches, thinking perspectives and people.

**Customers**

Our customers are our lifeblood. They depend on us to provide reliable, quality products and outstanding service at every opportunity. We count on employees to do the right thing for our customers.

**Community**

Communities connect us to the people we serve. We are leaders and responsible citizens in the communities where we live and work. At the heart of our Values we support, youth, education and environmental sustainability.
A Message from Pat Esser

Throughout the business community, Cox Communications, Inc. is uniformly regarded as a company with an outstanding reputation for honesty and integrity. As the most trusted provider in communications and entertainment services in America, we are committed to standards of conduct that exceed the expectations of our employees, customers, and the local community.

Cox’s Code of Excellence reflects our commitment to honest and fair dealing and doing business right. Our Code is a guidebook for all employees – setting forth our common values. The Code provides direction on ethical conduct and is a valuable tool with information about our policies and guidelines with real life examples of situations you may encounter on the job to help you make the right choice.

Clearly, no code of conduct can spell out the appropriate behavior for every situation. Each of us is responsible for making the right choices in our daily business activities, and we must rely on our own innate sense of honesty, fairness and integrity.

I encourage you to read and understand our Code and know where to go for help if a situation arises. If you have questions about the right choice, learn about activities that you think may violate our Code, or are unsure what to do, you have an obligation to speak up. Please contact your manager, Human Resources Management representative at your location, Cox Communications’ Office of the Chief Compliance Officer or the Ethics Team at ethics@cox.com. You may also voice your concerns anonymously by calling our confidential Ethics Line at x-xxx-xxx-xxxx. No one will be retaliated against for asking questions or speaking up about activities they in good faith believe are illegal, unethical or may violate our Code.

Cox has a rich tradition of honest and ethical conduct and we are all responsible for ensuring that this tradition continues. Thank you for being a part of the Cox family and for your commitment to doing business right.

Sincerely,

Patrick Esser, President
Cox Communications, Inc.
About our Code of Conduct

The Code of Excellence reinforces our Values and is our guidebook to important laws and policies.

This Code reflects our values and principals as the most trusted provider of communication and entertainment services in America. It is your guidebook to key policies and laws, it provides questions and answers to situations you may encounter on the job, and it lists the many ways that you can seek advice or speak up when faced with an ethical dilemma. Our Code represents a commitment to doing what is right. By working for Cox, you agree to uphold this commitment.

When each of us follows the Code of Excellence, we affirm our commitments to our:

**Colleagues:** We are committed to a work setting which treats all colleagues with fairness, dignity, and respect, and affords them an opportunity to grow, to develop professionally, and to work in a team environment in which all persons and values are respected.

**Communities:** We are committed to understanding the particular needs of the communities and customers we serve and providing quality service. Supporting our youth, education and environmental sustainability lies at the heart of our company values.

**Suppliers:** We are committed to fair competition among prospective suppliers and the sense of responsibility required of a good customer. We expect our suppliers to adopt their own, comparable ethical principles.

This Code is not an employment contract, or a promise by Cox to continue your employment. All of us are employed by the Cox “at will,” and our employment may be terminated at any time.

A company cannot dictate ethical conduct and no corporate handbook or set of policies can explain what an employee should do in every situation. Final responsibility for doing the right thing rests on each of us. We owe this responsibility to our fellow employees, our communities, the other companies with whom we do business – and to ourselves.

**Using the Code**

- Read and understand the Code and know the policies that apply to your job – and always follow them. You are also subject to disciplinary action up to and including termination for Code or policy violations.

- Think about how the Code applies to you and your job; consider how you might handle an illegal or unethical situation.

- Use the questions and answers to help clarify situations or to seek additional information.

- If you have questions, seek guidance from your supervisor, manager or the many resources listed in our Code.

- Systems, business groups or departments sometimes adopt policies or guidelines that apply only to employees in their area. Understand and comply with these policies too. Should these policies conflict in any way with the Code, the Code’s requirements should be followed.

**Ethical Decision Making**

Sometimes ethical decisions aren’t clear. When faced with a difficult situation take this simple, four-part Ethics Test to help you in make the right choice:

1. Is my action legal? If the answer is ‘no,’ then go no further! If you aren’t sure of the answer, ask for help.

2. Does my decision violate the letter or the spirit of the Code or violate Cox policy? Cox’s commitment to excellence means that we will go beyond complying with law or policy; we will do what’s right.

3. Could my decision adversely impact Cox? If your actions will have serious consequences for Cox, don’t do it.

4. If my decision became public, could it be seen as the wrong decision? If you would be embarrassed by having your actions described in the newspaper or talked about on the news, then it’s probably not the right choice. Don’t do it, or ask for guidance.
Our Responsibilities

Each of us has a duty to speak up.

All employees, officers and directors (while acting in the scope of their duties as directors) of Cox must follow the Code’s standards and should consult the Code for guidance. The Code applies to Cox employees at all locations (for example, those working for Cox Media, Cox Business or at any system).

Employees who retain vendors, consultants and temporaries must monitor their work to ensure these individuals follow the Code’s principles and our core values.

If you are a manager, you carry a leadership role and are responsible for setting a good example for your employees, encouraging open and honest communication, and taking action when ethical issues are brought to your attention. You are responsible for taking action to address conduct that is in violation of our Code and you have a duty to support employees who, in good faith, raise questions or concerns. Seek help from your HR Manager or the Ethics Team if the proper course of action is not clear. Managers should also be familiar with certain topics and additional responsibilities in the supplemental Code Guidelines.

Getting Help

Cox can’t achieve excellence through integrity if we, as individuals, don’t speak up when we should. That’s why, in addition to knowing the legal and ethical responsibilities applying to your job, you should speak up if:

- You’re not sure about what’s right and need advice.
- You believe someone acting on Cox’s behalf is doing — or may be about to do — something that violates the law, our Code, policy or integrity standards.
- You feel that you may have been involved in misconduct.

Sharing Concerns

We work hard to foster open, honest communication through our “Open Door Policy.” If you have a concern about a legal or business conduct issue or you have reason to suspect that violation of the law, policy or our Code has occurred, you have options. The most important thing you can do is ask the question or raise the concern.

Your supervisor is usually a good place to start with a compliance or ethics issue. You may also get help or advice from your manager, local HR Manager, Cox’s Ethics Team or the Ethics Line which operates 24 hours a day, seven days a week. The Ethics Line allows you to raise concerns anonymously.

Non-Retaliation

Any employee, who, in good faith, seeks advice, raises a concern or reports misconduct is following this Code — and doing the right thing. Cox takes claims of retaliation quite seriously and will not allow retaliation against a person speaking up in good faith. Allegations of retaliation will be investigated and appropriate action taken. Individuals engaging in retaliatory conduct will be subject to disciplinary action, which may include termination. If you suspect that you or someone you know has been retaliated against for raising a compliance or ethics issue, immediately contact the Ethics Team or call the Ethics Line.
Questions & Answers

Q. I’m having a problem with a coworker that I’ve reported to my supervisor. I don’t believe anything is being done to address my concern. Should I call the Ethics Line?

A. You do not have to call the Ethics Line if there is a way to resolve your concern through Cox’s Open Door Policy by speaking with your supervisor’s manager or your local HR Manager. If you are not comfortable discussing your matter with local management, the Ethics Line is an option.

Q. I suspect that a violation of company policy is occurring, but I don’t know for sure. Is this something I should speak up about?

A. It’s always better to speak up and report potential violations of policy, law or our ethical standards. Using Cox’s Open Door Policy is usually best, but you may also call the Ethics Line. Reports into the Ethics Line are taking seriously and investigated as appropriate. Any employee who, in good faith, seeks advice, raises a concern or reports misconduct is doing the right thing.

For Additional Guidance:
Corporate Policies
Open Door Reporting Policy
Code of Excellence – Doing Business Right
Ethics Line Reporting Policy

Additional Resources:

Trusted Provider
Our vision is what we aspire to be. Although you won't often say it in its entirety, especially to customers, it will be the foundation of everything you do, no matter what your role at Cox. Refer to it often, let it guide your actions and use it as a filter for decisions, big and small. To learn more visit myAxis, myCompany.

Speak Up or Request Advice
Contact your supervisor, your manager, local HR Manager, the Ethics Team or the Office of the Chief Compliance Officer. Visit the Ethics Intranet on myAxis, myCompany for more information.

The Ethics Line
Speak up and report unethical or illegal behavior to Cox’s Ethics Line. Cox takes claims of retaliation for speaking up seriously and will not allow retaliation against a person speaking up in good faith. If you suspect or know of a violation it’s your duty to Speak Up. Visit the Ethics Intranet on myAxis myCompany for more information about the Ethics Line.

Code Guidelines
Consult the Code Guidelines on the Ethics Intranet for more information about applicable laws, policies and procedures relating to the subject matter covered in the Code of Excellence.
Our Work Environment

Employees thrive in our workplaces because different viewpoints, expertise and experiences are valued.

Cox is committed to excellence by creating workplaces that are safe and professional and that promote our values of teamwork, diversity and trust. A cornerstone of this commitment is our unyielding insistence on equal employment opportunities for all persons.

Equal Employment Opportunity

Cox is committed to providing equal employment opportunity for all persons regardless of race, color, religion, gender or sexual orientation, gender identity or expression, age, national origin, citizenship status, marital status, disability, or status as a disabled veteran or veteran of the Vietnam era. This policy applies to all aspects of the employment relationship, including: initial consideration for employment; job placement and assignment of responsibilities; performance evaluation; promotion and advancement; compensation and fringe benefits; training and professional development opportunities; formulation and application of human resource policies and rules; facility and service accessibility; layoff and recall from layoff; and discipline and termination.

Diversity

Cox has been repeatedly selected in independent surveys as among the top places to work in many of our communities. Diversity starts with understanding, valuing and representing the varied needs, gifts and priorities of employees. At Cox, diversity is a critical part of our culture, values and operations. We take a comprehensive approach to diversity, ensuring we are inclusive in hiring and retaining employees. Each of us should reflect Cox’s commitment to diversity by being sensitive to and respectful of others’ values and preferences. Cox’s goal of providing a diverse and respectful workplace depends on an individual commitment from each of us.

Drugs and Alcohol

Our work requires clear thinking and often the ability to react quickly – the safety of fellow employees and our customers depend on it. Being under the influence of alcohol or drugs, or improperly using any medication, diminishes an employee’s ability to perform at his or her best.

This is why Cox’s policies strictly forbid abuse of drugs and alcohol while in the workplace or while operating Company equipment. Violations of these rules are taken very seriously. If you observe any drug or alcohol abuse, you should report it to your supervisor, your manager, or call the Ethics Line.

Workplace Violence and Harassment

A safe and secure work environment also means a workplace free from violence. Threats of any kind, intimidation and violence have no place at Cox and will not be tolerated. Weapons – even if used for sporting purposes – are prohibited in the workplace. Weapons are only permitted on Cox property with prior authorization by the appropriate officer or in accordance with applicable state law.

Clearly, workplace violence can involve criminal acts resulting in serious injury or even death. Other behaviors such as violent actions may also be considered unacceptable. Protecting people and our environment is a part of everything we do at Cox. Everyone has a responsibility for ensuring that our products and operations are safe. We all share in the responsibility and in the benefits of a safe and healthy workplace.

Cox is committed to providing all employees with a safe and secure work environment. We comply with all health and safety laws, as well as Cox’s own health and safety policies that go beyond what the law requires. Cox’s commitment to safety requires each of us to be alert to safety risks as we go about our jobs and to follow the our work location’s safety rules. Threats of violence are serious and we have a duty to speak up immediately.
Having a professional work environment also means that Cox will not tolerate any form of harassment.

Harassment can be verbal, physical or visual behavior where the purpose or effect is to create an offensive, hostile or intimidating environment. Sexual harassment can include sexual advances, requests and unwelcome sexual suggestions. Sexual harassment isn’t occasional compliments of a socially acceptable type. Harassment is behavior that is unwelcome and is personally offensive to a reasonable person, interferes with Cox’s effective work environment or harms morale.

Harassment may also take other forms. Prohibited conduct includes, but is not limited to: offensive racial, ethnic, religious, age-related, disability, sexual orientation or sexual jokes or insults; distributing or displaying offensive pictures or cartoons; and using voicemail, e-mail or other electronic devices to transmit derogatory or discriminatory information. This kind of behavior has no place at Cox.

Harassment may also involve physical conduct or verbal statements that degrade or express hate, hostility or aversion toward an individual because of race, color, creed, religion, sex (including pregnancy), national origin, gender, sexual orientation, age, disability or any other “protected status.” A protected status includes the categories included in federal, state and the local laws.

Harassment includes behavior such as stereotyping, demeaning a person or a group with jokes or slurs that regard a person’s protected status; threatening or intimidating or actually committing violent or hostile acts against a person either entirely or partially because of the person’s protected status; or posting, displaying or circulating materials that degrade or express hostility, aversion or hate against any protected class.

Complaints and threats are treated seriously.

Cox thoroughly and promptly investigates complaints of discrimination or harassment. Employees who believe they have been subjected to unlawful discrimination or harassment should promptly speak up to their supervisor and/or manager, contact their local HR Manager, the Ethics Team or call the Ethics Line.

All inquiries, complaints, and investigations are treated confidentially. Information is revealed strictly on a need-to-know basis. Management will take appropriate steps to ensure that the employee making the complaint is protected from retaliation related to the employee’s complaint. HR is principally responsible for investigating alleged Policy violations. Where appropriate, the manager explores informal means to resolve discrimination complaints. Informal dispute resolution procedures might include counseling the alleged violator or serving as a mediator between the two parties.
Questions & Answers

Q. I think a coworker was smoking what appeared to be marijuana in their car in the Company parking lot. Should I report this behavior?

A. Employees should always report behavior that is inconsistent with Cox’s policies or threatens the safety of others. Speak up to your supervisor, manager or your local HR Manager immediately. If you are not comfortable discussing your matter with local management contact the Ethics Line.

Q. I am a supervisor with one minority employee on my team. This employee is having performance issues and I’m afraid to give a negative performance evaluation for fear of being accused of discrimination. What should I do?

A. Always lead for results and follow Cox’s Success factors. Document on-going performance and be fair in your evaluation by providing specific examples. If you need help, contact your local HR Manager for guidance.

Q. I think my supervisor plays favorites with job assignments and overtime. He always gives these good assignments to a small group of my co-workers. The rest of us feel we are being discriminated against. Is there anything we can do?

A. You should tell your supervisor that you feel you have not been treated fairly in job assignments and overtime. Give specific examples. If your supervisor doesn’t respond to your concerns fairly, you might want to escalate the issue to higher management or contact your Manager. If you are not comfortable talking to your supervisor first, go directly to your HR Manager.

For Additional Guidance:
Corporate Policies
- Drug and Alcohol Usage and Testing Policy
- Sexual Harassment
- Conduct at Business and Company Sponsored Events
- Driving Policy for Cox Vehicles
- Equal Employment Opportunity
- Employment for Non U.S. Citizens
- Workplace Safety
- Corrective Action Policy
- Driving Policy for Cox Vehicles

Additional Resources:
Cox’s confidential Employee Assistance Program (EAP) provides many important services to help employees and their family members resolve personal, family or work-related problems, including problems with drugs or alcohol abuse. Visit myAxis, myHR, myWork/Life for more information.
Financial Integrity

The integrity of Cox’s financial information is paramount to Cox’s business.

Transparent, fair and accurate financial information is characteristic of our culture. Our accounting records and reports produced from those records must be kept and presented according to the laws of every jurisdiction in which we operate. These records must be supported with documentation to provide a complete, accurate auditable record.

No one should consider rationalizing or misrepresenting facts or falsifying records. We must work together to ensure that disclosure made in periodic reports or other documents are fair, accurate, timely and understandable and transparent. This duty applies to all employees, including financial executives, with any responsibility for preparation of these reports. But, these obligations include more than financial information. All of us must help ensure that reporting of any business information (financial or otherwise) in whatever form (computerized, paper or otherwise) is accurate, complete and timely. This requires, among other things, accurately recording costs, sales, shipments, time sheets, vouchers, bills, payroll and benefits records, test data, regulatory data, time-and expense reports, and other essential Company information.

Our goal of accurate accounting and financial reporting requires compliance with applicable regulations and professional standards. Obviously, this goal also requires that we operate in an environment of open communication. Cox encourages reports by employees when they reasonably believe that a questionable accounting or auditing conduct or practice may be occurring or may have happened in the past. Speaking up is your duty and it’s the right thing to do. You may report concerns on an anonymous basis (if you prefer) by calling our Ethics Line or the Office of the Chief Compliance Officer.

Fraud

Cox trusts its employees to protect its assets against theft, fraud, or other unauthorized use. Engaging in theft or fraud – of money, property or services including misusing or stealing Cox assets or cheating on expense reports is a violation of our ethical standards and the law. Cox takes these violations seriously.

Signing Contracts

When employees sign a contract (or in some cases, verbally agree to do something) they may commit Cox to a legally binding agreement. Before committing Cox to spend money, take on business risks or assume legal obligations, it’s important that the appropriate level of management be involved. That’s why Cox doesn’t authorize all employees to sign agreements on its behalf, and why Cox limits the contracts that managers and officers have authority to sign.

The specific rules about signing contracts are complicated, but these guidelines will help you decide if you are authorized to sign a contract for Cox.

Routine Contracts

Employees are permitted to sign routine agreements in the normal course of their jobs. For example, purchasing managers can sign purchase orders, and mailroom staff can sign for packages.

Non-Routine Contracts

Only certain employees are authorized to sign contracts that don’t routinely arise or agreements that commit Cox for significant amounts of money. Authorized employees are usually Cox officers.

Even authorized employees have limited authority to sign contracts for Cox; they can only sign contracts for budgeted expenses or purchases for less than a certain amount. Most officers are usually authorized to sign only contracts relating to their own system or area of responsibility.
Questions & Answers

Q. I don’t work in accounting or finance. Can I be held responsible for failing to report timely, accurate Company information?

A. Yes, every employee records transactions that affect our financial records. Be sure these transactions are recorded timely and accurately.

Q. Our system has met its capital expenditure budget for the year and my accounting manager asked me to not accrue for a shipment of set-top boxes that were shipped FOB shipping point on December 30th, but not received until January 2. What should I do?

A. You have a responsibility to ensure that Cox’s accounting records are entered in accordance with generally accepted accounting principles. Cox encourages reports of any and all questionable accounting practices.

Q. I’ve noticed that a co-worker occasionally clocks in for a friend of mine when he’s running late. Should I report this?

A. Approaching your co-worker may be an option and would give your colleague an opportunity to correct the situation; however, if you are uncomfortable talking with your co-worker, notify your manager, HR Manager or call the Ethics Line. It is important that our records are accurate and timely.

Q. If I’ve been negotiating with a vendor on a contract, can’t I sign the agreement?

A. Not necessarily. Cox’s policy authorizes only some employees to sign contracts for Cox. Check with your manager first.

For Additional Guidance:
Corporate Policies
Travel and Expense Policy
Accounting FP&A Policies on myAxis

Additional Resources:
Your manager, HR Manager or the Ethics Team
Code Guidelines
**Conflicts of Interest**

We act as one team, making our Company’s success a priority over personal interests.

All of us have many activities in our lives outside of our work at Cox. A conflict of interest occurs when ever our personal interests interfere (or even appear to interfere) with Cox’s interests. Employees must not engage in any activities, transactions or relationships that are incompatible with the impartial, objective and effective performance of their duties.

**Investments**

Both you and your immediate family need to be careful your investments don’t create conflicts of interest. Investments in the business of our customers, suppliers or competitors could cause divided loyalty.

In most cases, investment in securities traded on a stock exchange does not create a conflict of interest if the stock is purchased on the same terms and with the same information available to the public. Don’t buy or sell any securities based on non public information you learn about a company as a result of your employment at Cox, or “tip” or communicate such information to others. Some examples of non-public information include:

- Budgets
- Sales or marketing forecasts
- New product information
- Intellectual property
- Mergers and acquisitions

Some investments are always conflicts of interest:

- Never invest in a supplier if you have any involvement in the selection or assessment of, or negotiations with, the supplier, or if you supervise anyone who has such responsibility; and

- Never invest in a customer if you are responsible for dealings with that customer or supervise anyone with such responsibility.

Outside Employment and Affiliations

Having a second job with, doing work for, or serving as consultant for a competitor, customer or supplier, or your work as a Board member on an outside professional organization or association all raise an actual or possible conflict of interest. Some arrangements of this kind are never permissible – for example, working for or providing services to anyone you directly deal with as part of your job at Cox. Activities of an immediate family member shouldn’t have any business dealings with you, with anyone working in your business area or with anyone who reports to you.

Employees who serve on outside Boards of Directors or Technical Advisory Boards at the request of their manager are required, before accepting, to obtain written approval. Membership on boards of industry associations generally does not present a financial conflict of interest, but may create possible conflicts with Cox’s business interests if the association takes a position that is contrary to Cox’s interests or those of our key customers.

When you learn about a situation with an outside person or organization (e.g. competitor, vendor, business partner) that creates a conflict or even the appearance of one, you should discuss the facts with your supervisor and HR Manager or with the Ethics Team. They may ask you to complete a Conflict of Interest Disclosure form.
Giving and Receiving Gifts

Cox’s suppliers are clearly vital to our Company’s success. Our relationships with suppliers must be based entirely on sound business decisions and fair dealing. Business gifts and entertainment can enhance working relationships, but they can also make it harder to be objective about the person or company providing them.

“Gifts and Entertainment” means anything of value for which the recipient does not pay market value, including discounts, loans, cash, gift certificates or gift cards, favorable terms on any product or service, services, prizes, transportation, use of another company’s vehicles or vacation facilities, stocks or other securities, participation in stock offerings, home improvements, meals, beverages, entertainment, participation in recreational activities or events, transportation, lodging, tickets, passes or other access to events and promotional items. The potential list is endless — these are just examples. Gifts and entertainment generally fall into two categories: (1) business gifts and (2) personal gifts.

Occasional exchange of business gifts is common to create good will or establish trust and understanding in Cox’s business relationships. The key is that we can’t allow these practices to affect our objectivity and our decision-making. Similarly, we cannot use business gifts to put undue influence on suppliers, customers or other business partners. Receiving or offering personal gifts is improper and prohibited. Accepting personal gifts violate Cox’s policy. Employees that violate this policy are subject to possible action by Cox and are responsible for any associated tax liability.

Special Risks with Government Officials

Never offer, provide or approve such gifts, gratuities or entertainment without prior written approval of the Ethics Team. Cox has special policies about gifts to Government officials and political candidates. Make sure you understand and follow these rules.

Government employees are often prohibited from accepting anything of value, and violating their laws and rules can be a serious offense for both the giver (and the giver’s organization) and receiver of a prohibited gift.

It’s a good idea to check with your supervisor, HR Manager or the Ethics Team about the expectations of your department or system concerning gifts and before you receive or give a gift. Employees that receive or give a gift in excess of $250 in value must file a Gift and Entertainment Disclosure Form and receive approval from their department manager.
Questions & Answers

Q. I operate a small side business from home. Is it okay for my customers to leave messages on my Cox voicemail?

A. No. You have an obligation to use Cox’s company assets (including the communications system and voicemail) for Cox business. Employees are not permitted to use Cox’s assets to support a second job, self-employment venture, or consulting effort. Your side business may also create a conflict of interest. Complete a Conflicts of Interest Disclosure Form and file it with your local HR Manager.

Q. Should I obtain written approval before serving on an outside Board or Technical Advisory Board (TAB)?

A. Yes, employees who are asked by Cox to serve as a Director on an outside Board or TAB are required, to obtain written approval before accepting. Membership on boards of industry associations generally do not present a financial conflict of interest, but there may be conflicts with Cox’s business interests if the association takes a position that is contrary to our interests or those of our key customers.

Q. A vendor has offered me two theater tickets to a great show at the Fox. I’m involved in the negotiations of a new contract with this vendor, can I accept the tickets?

A. Maybe, depending in your involvement with the contract negotiations. It’s always best to complete and submit a Gift and Entertainment Disclosure form to your manager for approval. Bottom line: employees may not solicit or accept any gift, favor, loan, gratuity, reward, promise of future employment or anything else of value that might influence or even appear to influence the employee’s judgment or independence in doing his or her job.

Q. My brother runs a copying service. Is there a problem with using his business for company projects, since he offers Cox good rates?

A. You should disclose this potential conflict to your supervisor and file a Disclosure Form before giving a family member Company business. Even the appearance of a conflict can pose problems for you and Cox.

Q. I am working on a Request for Proposal. One of the vendors invited me to visit its plant in another city and go to a ballgame while I’m there. Is this OK?

A. If the vendor doesn’t already have a contract with Cox, this is probably not acceptable. File a Gift and Entertainment Disclosure Form with your supervisor and HR Manager before accepting.

For Additional Guidance:
Corporate Policies
Conflicts of Interest Policy
Conflicts of Interest Employee Guidelines
Political Contributions
Indemnification of Employees serving on Outside Boards
Nepotism Policy

Additional Resources:
Ethics Intranet myAxis, myCompany for Disclosure Forms.
Your manager, HR Manager or the Ethics Team if you are unsure
Code Guidelines
Operational Excellence

We compete vigorously, but comply with both the letter and spirit of the law.

Antitrust

“Antitrust” laws are a combination of state and federal statutes, regulations and court decisions intended to protect free enterprise and encourage fair competition. They deal with agreements and practices restraining free trade (for example, price fixing and boycotting). These laws also prohibit anti-competitive practices, pricing intended to drive a competitor out of business, harassment, misrepresentation or disparagement of a competitor or its products; theft of trade secrets, kickbacks and bribery. Antitrust laws are vigorously enforced. Violations of these laws are serious – some companies have been fined millions of dollars and individuals who are convicted often serve prison sentences.

Antitrust laws, like state uniform-pricing laws, are supposed to create a level playing field. A complex law called the “Robinson-Patman Act” may prohibit charging different prices to customers who compete with one another. There are a number of exceptions to this law. Other antitrust laws may prohibit below-cost pricing.

To compete in the marketplace, it may be necessary to gather competitive information, but some forms of information gathering are wrong and can even violate the law. Cox is committed to avoiding even the appearance of improper information gathering, so it is important to know what you can do and what you must be careful about.

Cox trusts each of us to be up-front and honest in our business dealings. Statements or correspondence should never be conducted in a concealed manner or contain language that is factually inaccurate or might be misunderstood. Cox’s records and all of your individual files, letters, emails and notes may be subject to review by government authorities or private litigants. Carefully record the facts, and don’t use ambiguous words that may have an unintentional, negative meaning.

Be careful when preparing bids or proposals and when setting prices. Always seek guidance from the Legal Affairs Department when you are unsure if an action violates antitrust laws.

The Government as our Customer

Contracting with a federal, state or local government is a substantial part of our business. In addition to the integrity and fair dealing that characterizes all of our dealings with customers, special rules and regulations apply when a Government entity is our customer. Violations can result in both criminal and civil penalties that could result in the suspension or disbarment of Cox doing business with the Government.

You personally can be criminally or civilly liable for any misconduct. As a most trusted provider, it is important to conduct our business to avoid even the appearance of any impropriety.

Those involved in bidding on or providing services or products under a Government contract need to know the rules.
Questions & Answers

Q. I was at an industry trade association luncheon when a sales representative for a major vendor began discussing pricing strategies. I felt uncomfortable having this discussion with our competitors in the room. Was this a violation of “antitrust” laws?

A. Maybe. If you find yourself present during a discussion of prices the best thing to do is to leave the room in a manner that makes it clear you consider this discussion improper and promptly contact the Legal Affairs department.

Q. During a trade association meeting, I chatted with representatives of competing manufacturers. One rep said, “I don’t know about the rest of you, but our profit margins aren’t as good as they used to be.” Another said, “I wish we could do something about all those deep discounts.” I nodded my head but never said anything. Over the next few weeks these companies raised their prices. Was the discussion a problem?

A. Yes, this discussion was a problem. A court might conclude that everyone present, whether they said anything or not, engaged in price-fixing even without an explicit agreement. Because of this risk, if you find yourself present during a discussion of prices with competitors, immediately break away from the discussion in a way that makes it clear you consider this improper, and promptly call Legal.

Q. I received some confidential information in an unmarked envelope about a competitors business plans that could be very useful to me. Can I keep it and use it?

A. No. This document contains trade secrets that were sent by someone who violated his or her obligation of confidentiality. Before you read it or make photocopies of the information, contact the Legal Affairs Department for guidance.

For Additional Guidance:
Corporate Policies
Corporate Polices myAxis, myHR
Code of Excellence- Doing Business Right

Additional Resources:
Ethics Intranet site on myAxis, myCompany
Your manager, HR Manager or the Legal Affairs Department if you are unsure.
Code Guidelines
Government Contractor training on Cox University
Safeguarding Cox’s Property

We achieve excellence by taking personal responsibility for safeguarding Company assets.

Cox values and protects its resources, including its confidential and proprietary information and its intellectual property. Intellectual property includes trade secrets, patents, trademarks and copyrighted material that are owned by Cox and intended for Cox business or Cox sponsored activities. All of us are responsible for using good judgment to ensure that these intangible assets are not misused or wasted.

Proprietary Information and Classification

Cox regularly generates valuable, nonpublic ideas, strategies and other kinds of business information. These ideas give us a competitive edge. This information is considered “proprietary information,” which means that Cox owns the information, just as it owns other kinds of property. Because it is the product of our own hard work, various laws allow Cox to protect this information from use by outsiders.

To protect proprietary information, do not disclose or use Cox’s information except as required by your job. You may not use or disclose proprietary information of third parties without their express permission. Proprietary information may fall into three information classification categories, Highly Confidential, Confidential or Internal Use Only. Safeguard this information according to its classification and share it only on a “need to know” basis. Do not assume that all Cox employees and contractors should see proprietary information. Email only appropriate information (some information is prohibited) to authorized persons and do not store or use the information where unauthorized personnel can see it (at work, home or in public places). After meetings in a conference room, collect remaining copies of materials and erase any information from white boards.

Sometimes you may need to share proprietary information with persons outside Cox – for example, so that a commercial business partner that Cox has selected to work with can be an effective partner for us. Even when there may seem to be a legitimate reason to share proprietary information, never disclose such information without management’s prior approval and a written nondisclosure agreement (“NDA”) approved by the Legal Affairs Department.

Information about the Company

It is important that you protect information about Cox’s operations, performance and outlook. All of these classifications (Highly Confidential, Confidential or Internal Use Only) require that you protect the information according to the degree of sensitivity. Do not disclose information unless you have the authority to do so and in a manner that maintains the security of the asset.

Occasionally, you may be asked to answer questions about Cox, to make a speech to an outside group, or to participate in a joint press release with a vendor. Don’t make any statement about Cox, our business, policies or other activities without first consulting your manager and Public Affairs.

Only a few individuals in our organization are authorized to make statements on Cox’s behalf. This allows us to ensure that media, financial analysts, creditors and others receive reliable, consistent information about Cox.

Unless you are authorized to handle media relations, you should not share Cox information that is not available to the public.

We have an obligation to protect confidential, sensitive information about Cox, our suppliers and others we do business with.

Cox Communications, Inc. Code of Excellence
**Intellectual Property**

Intellectual property is an important asset and a major factor in Cox’s successful business operations. Intellectual property includes trademarks, patents, copyrights, and trade secrets.

Each of us acknowledges that Cox alone is entitled to all benefits, profits and results that arise from or are incidental to our performance of our duties as a Cox employee. If performance of our duties results in creation of a “fixed work of authorship” subject to copyright protection, we each expressly agree that all such works are deemed “works for hire,” for Cox (as that term used in the U.S. Copyright Act, 17 U.S.C. §101), and Cox shall be considered the author. We must keep passwords and pin numbers in a secure place and not share them with others.

A work created by a third party isn’t a “work for hire” unless specifically stated in an agreement between Cox and the third party. When we hire a third party to create a work for the Company, we should always require an independent contractor agreement granting Cox ownership of the copyright and all associated rights. Contact the Legal Affairs Department for sample contracts and “work for hire” language.

**Electronic Information Systems**

Cox’s “information systems” (email, instant messenger, internet access, databases, hardware and all software, telephones, fax machines and information that runs across all of them) are Cox assets and must be protected from damage or misuse. Security is of our responsibility. We must keep passwords and pin numbers in a secure place and not share them with others.

Employees may use Cox’s information systems only for appropriate Company business. Occasional, personal use is acceptable as long as the use is truly occasional, doesn’t interfere with job performance or availability of the systems for business purposes, doesn’t violate the law or create any costs for Cox, and isn’t used for personal gain or political purposes.

Using unlicensed software is illegal. Unless a licensing agreement allows it, making copies (other than one backup copy) of software and associated manuals or other materials for use at home or by anyone else (including other Cox employees and contractors) is prohibited. Placing software on a LAN for use by others without authority to do so is also prohibited.

Downloading of music from many sources is also illegal. Downloading copyrighted music may infringe the copyright of the artist or recording company. Music files (whether legally obtained or not) should not be downloaded and stored on Cox’s computers.

All information created, communicated, received on, or stored on Cox’s information systems and equipment belong to Cox and are not part of your “personal records.” Because the information systems are Cox property, individual employee’s personal privacy is not protected on these systems. Cox may access, inspect, review, retrieve and disclose for any appropriate business purpose any and all information on Cox’s information systems or equipment. Emails and instant messages are as permanent as printed documents and are subject to the same records management and potential disclosure as any other Company records.
Social Media

Blogging or other forms of social media or technology include, but are not limited to: video or wiki postings, free access networking websites, chat rooms, personal blogs or other similar forms of online journals, diaries or personal newsletters not affiliated with Cox.

Employees are expected to protect the privacy of Cox’s employees, customers, and vendors and are prohibited from disclosing personal employee and non-employee information and any other proprietary and nonpublic information to which employees have access.

Employees are encouraged to follow these recommendations for a constructive, respectful, and productive online dialogue.

- Always communicate in a respectful and professional manner.
- Write what you know; do not speak on behalf of the Company.
- Use your best judgment.
- Don’t share confidential information.
- Remember your primary responsibility – your “day job” and your duties with Cox must take priority over any personal use of Social Media.

Document Retention

Cox maintains accurate and complete records and fully complies with our legal obligations.

Creating and managing records and other recorded information is essential to our business. We are all responsible for ensuring that this information is managed properly.

Maintain Records as Required by Law. Some laws have specific record-keeping requirements. Each of us must know the requirements relevant to our jobs and consistently manage and maintain all records as required by law.

Be Alert to the Need for Accuracy. We should always maintain accurate records. Providing false or misleading records, or altering them, is wrong under any circumstances and could constitute a serious violation of law.

Retain any Records Related to Litigation or an Investigation. If investigation or litigation is pending or anticipated, certain records, including electronic records, may be subject to “disposal suspension.” These records must be retained and must not be altered, deleted, concealed or destroyed.

Know and Follow Company Records Management Policies. To provide an orderly process for retaining records and documents Cox has adopted a detailed Records Management Program.
Data Privacy

We protect personal information.

Safeguarding Information

We recognize that privacy laws set a number of different standards for the protection of personally identifiable information, depending upon its source and use. At the same time, enforcement authorities, employees and our customers expect consistency in our practices. We must be aware of privacy requirements and policies affecting our work and uphold them in our daily activities. To sustain a culture of trust, we must protect sensitive data and only use if for authorized purposes. How we handle this data is critical to our business.

Law enforcement needs for personal customer information and requests by parties in litigation can conflict with the privacy of customer information. All such requests should be referred promptly to the Legal Affairs Department to assure that they are handled in a timely manner and in compliance with our obligations to all concerned.

Personal information should only be used for legitimate business purposes and should be kept secure by following Information Security Guidelines. Privacy laws affect everyone’s job at Cox and it is each employee’s responsibility to understand and follow our policies.

Customer Proprietary Network Information (CPNI)

CPNI is information that identifies a telephone customer's buying habits, i.e., the type of service to which the customer subscribes, the frequency of use, call patterns, destination of calls and billing information regarding customer's use of local exchange or Interexchange telephone service. This information about our customers’ telecommunications service and billing records is subject to special protection under both federal and state law and Federal Communications Commission regulations.

Under these laws, Cox customers may request that we use the information only in providing the service to which the information relates and not for any other business purposes. Our customers also have the right to direct Cox not to provide that information to other parties, including competing providers of telecommunications services. Cox is obligated to comply with these customer instructions.
Questions & Answers

Q. My neighbor who works for AT&T asked me for some of my business contacts. Is it okay to give out this information?

A. No. That information is not only confidential, but is personal data and should not be shared with anyone except as required by your job or with the permission of the business contact.

Q. Sometimes I work from home on my own computer. I take electronic and paper files with confidential information home with me at night and return them in the morning with updated electronic files. Is this okay?

A. No. Your personal computer should not be used to work on Cox’s confidential information. If you work from home you should be issued a Company laptop and should follow appropriate security measures.

Q. I was waiting in the hall prior to a government proposal meeting and I overheard a conversation that a procurement officer had with one of our competitors where product specifications and costs were discussed. Can I still participate in the bid process, and if so, can I use the information to write a similar proposal and send it in with a lower bid?

A. No. You cannot capitalize on this information in any way. You should politely excuse yourself from the meeting and contact the Legal Affairs Department immediately. It is likely that you will have to withdraw from the bidding process to protect Cox’s ability to participate fairly.

For Additional Guidance:
Corporate Policies
Information Security Policy
Cox Employee-Online Behavior Policy
Electronic Information Systems Policy
Record Retention Policy
Intellectual Property Agreement

Additional Resources:
Protection Requirement Standards and Document Retention Guidelines on myAxis, Information Security Intranet
Code Guidelines
Legal Affairs Department (for contract review or NDAs)
Government Affairs for political questions
Cox Patent Program– myAxis
Political Activities

We abide by all laws applicable to political activities.

No employee may seek or obtain reimbursement from Cox for making a campaign contribution to a federal, state or local candidate or other campaign committee regardless of whether state and local laws permit such reimbursement.

Corporate contributions to Federal candidates are prohibited. Decisions to make any allowable campaign contribution to state or local candidates using Cox funds are in the sole discretion of each system’s general manager. Nothing in the Code or its Guidelines affects in any way your right to give personal financial support to political parties and candidates of your choice.

Personal Political Activity

Cox encourages political activity by employees in support of candidates or parties of their choice. But you should engage in the political process on your own time, with your own resources. Don’t use Cox time, property or equipment (such as the copy machine, email or phone) for personal political activities without prior authorization from Government Affairs.

Lobbying

Lobbying is subject to specific disclosure rules and covers many kinds of activity. You may be engaged in lobbying if your work includes:

- Contacts with legislators, regulators, executive branch officials or their staffs.
- Government contacts.
- Efforts to influence legislative or administrative actions.

For Additional Guidance:
Corporate Policies
Political Contribution

Additional Resources:

Local Public Affairs or Corporate Government Affairs for political questions

Cox Advocacy Network—myAxis
Live Cox Values

Complying both to the letter and spirit of the laws and conducting business in an honest and ethical way is critical to Cox’s success.

Living Cox Values requires a personal commitment by every one of us. Our obligation to do business right goes beyond what is included in our Code of Excellence. Cox trusts you to seek guidance from your manager, HR Manager or the Office of the Chief Compliance Office if you have questions about an ethics or compliance matter or contact the anonymous Ethics Line if you prefer. It’s important that you seek guidance if you are in doubt about the right decision and speak up in the many ways made available to report actions that appear inconsistent with our Values.
Resources

Cox has many resources to help you with an ethical dilemma, question or concern. Refer to these resources when needed.

The Ethics Team
ethics@cox.com

The Ethics Line
x.xxx.xxx.xxxx

The Office of the Chief Compliance Officer
1400 Lake Hearn Drive NE, Legal Affairs Department
Atlanta, GA 30319

Robin Sangston, Chief Compliance Officer
robin.sangston@cox.com
404.843.5751

Local System or Corporate HR Representative
Legal Affairs Department
Corporate Government Affairs
Local System or Corporate Public Affairs

Cox University has a variety of compliance related courses:
- Antitrust
- Conflicts of Interest
- Code of Excellence Awareness Training
- CPNI
- Document Management
- Excellence 101
- Fair Dealings
- Government Contracting
- Privacy
- Information Security

Cox Policies located on myAxis:
- Accounting FP&A
- Information Security
- myHR