



**SCRIPPS**

# Code of Conduct

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## The E.W. Scripps Company Mission

We do well by doing good—creating value for customers, employees and owners by informing, engaging and empowering those we serve.



# SCRIPPS

# Letter from Our President and CEO

Colleagues:

Much has changed at our company since E.W. Scripps founded it in 1878. We have owned and sold a variety of journalism and media businesses through our constant evolution to serve our communities and our audiences. Today, we are a media company covering many platforms, geographies and demographic groups, well positioned to capture the opportunities and overcome the challenges of the modern media landscape.

But through all of that evolution and revolution, some things should always remain the same. We are mission-driven — committed to journalism, the freedom of expression and focused on our vision to create a better-informed world.

Our Code of Conduct helps ensure that Scripps employees uphold these commitments while conducting ourselves in an ethical and appropriate way at all times.

Please make sure you are familiar with the code and consistently apply its principles and standards. Doing so will help ensure we maintain the trust of our audiences, advertisers and communities so that we may perpetuate our success well into the next century.

Adam Symson  
President and CEO

## Our Core Values

Our reputation is one of our most valuable assets. In serving our readers, viewers, advertisers and business partners, Scripps employees pursue the highest standards of journalistic and organizational integrity. Our commitment to public service reflects our core values.

**Courage** – *is standing up for professional principles, even when doing so may carry some personal cost. Courage enables us to “do the right thing,” as a company and as individual employees.*

**Compassion** – *is showing concern for the welfare of our colleagues and those whose lives we touch. We strive always to be aware of the effect that our decisions and actions may have on others.*

**Excellence** – *is committing to high professional standards. We manifest excellence by going the extra mile. Excellence requires that a reporter take extra steps to ensure accuracy in news reporting; that an ad representative exceed the needs of customers; and that a finance employee help develop innovative business solutions.*

**Fairness** – *is conducting our business equitably and impartially. In our news reporting and in all of the ways that we conduct business, fairness is a fundamental value at Scripps. We are dedicated to providing a level playing field on which all are given an equal opportunity to succeed based on merit alone.*

**Integrity** – *is consistently adhering to high standards of professional conduct. We should not mislead or be deceptive. We should act in a way that others feel safe speaking to us in confidence and truth.*

**Respect** – *is holding others in high regard and treating all with dignity. Showing respect does not require us to completely agree with the opinions and actions of others, but it does enable us to recognize the individuality of each of our fellow employees and business colleagues.*

Our Core Values are the foundation of our Code of Conduct.

# Introduction

Since its first newspaper rolled off the presses in 1878, The E.W. Scripps Company has earned the respect of its readers, viewers, users, news sources, shareholders and business affiliates as a trusted partner. All of these stakeholders rely on the fact that Scripps employees conduct business in an ethical manner. Each of us, regardless of the operation with which we are affiliated with, has an obligation to protect our collective reputation as an organization that adheres to the law and acts ethically in fulfilling our mission. The E.W. Scripps Company's Code of Conduct is intended to guide our collective decision-making as we strive to fulfill our mission.

## ***The Purpose of Our Code of Conduct***

The code is a tool to help us make proper, well-reasoned legal and ethical business decisions that uphold the commitment to our core values—Compassion, Courage, Excellence, Fairness, Integrity and Respect. The code serves to guide our actions during the normal course of business and help us maintain the trust of our valued stakeholders. While in many instances we may make the right choice simply by using common sense, in others it is not easy to determine the proper course of action. In these latter instances, the code exists to help us make a decision that is ethical and complies with law.

## ***Doing the Right Thing***

No one set of policies or code of conduct can explain what we 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, to our communities, to the other companies with which we do business and to ourselves.

## ***Responsibilities of All Employees under Our Code of Conduct***

As employees, we have an obligation to understand and follow the values set forth in the code. We also must understand the various policies, laws and regulations that apply to our individual jobs.

The code is intended to help you identify and resolve legal and ethical challenges. If you find yourself in a difficult situation at work, ask yourself:

1. Does your solution comply with the law and the applicable ethical standards?
2. Who will be affected by this solution—and how?
3. Is there a good business case for this solution?
4. Is the solution consistent with your sense of the right thing to do?
5. Will the company's reputation and standing in the community be negatively affected by the action you are contemplating?

The answers to these questions will help determine whether the solution is consistent with the company's core values. If in doubt, you should raise the issue with any resource listed in "Asking Questions, Reporting Concerns" on page 6.

## ***Responsibilities of Our Leaders***

### **Encourage Open Dialogue**

A productive and harmonious work environment is the product of strong leadership and good communication. Our officers, directors, managers and supervisors have a heightened responsibility to embody our core values and follow the code. Scripps' leaders must act as role models in word and action. Scripps encourages productive, open dialogue between employees and their supervisors to resolve work-related issues and concerns. Scripps leaders bear the responsibility of making sure that the employees they supervise understand and comply with our code.

Leadership within Scripps must never ignore unethical behavior or misconduct. If a colleague raises a concern, you have a duty to work to resolve the issue promptly and appropriately.

### **Retaliation Will Not Be Tolerated**

To encourage communication about best practices and areas where improvement is needed, employees must feel comfortable openly discussing their ideas and concerns. To foster open communication and to comply with various state and federal laws, Scripps forbids any act that may be interpreted as retaliation against an employee who seeks guidance or makes a report in good faith regarding known or suspected violations of our code or the law. An employee makes a report in "good faith" when the employee provides, truthfully and accurately, all factual information regarding a concern, regardless of whether the report results in the discovery of any misconduct.

Any employee who commits a retaliatory act will be subject to disciplinary action, up to and including termination.

If you feel at any time that you are being retaliated against for any reason, contact any of the resources listed in *"Asking Questions, Reporting Concerns"* on page 6.

## ***Compliance Corner***

The code and company policies may be found on Compliance Corner on WorkLife.

## ***Enforcement of Company Standards***

The standards referred to throughout this code, and further explained in the employee handbook and other documents, represent the formal position of Scripps and as such are enforceable. Employees are expected to conform to these standards at all times. If standards are violated, employees will be subject to disciplinary action that could, in the most serious circumstances, include termination of employment.

# Courage

*Courage means standing up for professional principles, even when doing so may carry some personal cost. Courage enables us to “do the right thing,” as a company and as individual employees.*

## ***Understanding the Laws and Policies We Must Follow***

All employees have a responsibility to uphold our code in their conduct and the business decisions they make every day. Employees also must comply with laws and company policies. Employees are expected to do the right thing at all times.

The needs of our business never justify any act that violates the code or the law. No one at any level of our company has the authority to require us to violate the code, or any law or company policy. If anyone attempts to do so, you should address the situation by following the steps set out in “*Asking Questions, Reporting Concerns*” below.

Our General Counsel’s Office is a useful resource that can provide advice on how to comply with various laws and regulations mentioned in our code. As the company’s legal counsel, they can help you act lawfully in the workplace. Always remember, however, that they are the company’s lawyers and do not represent you personally.

## ***Asking Questions, Reporting Concerns***

In order to foster a respectful work environment that supports our core values, Scripps relies on us to speak up if we feel we are faced with an ethical dilemma or a legal problem. Silence does not help us—it hurts. We should raise questions whenever we are unsure about actions taken by the company, its officers, managers, or employees, or others on behalf of the company. All employees are encouraged to report any concerns or violations of the code immediately. By bringing concerns or violations to management’s attention, we are helping to ensure that Scripps adheres to the highest ethical and legal standards.

If you are seeking guidance or would like to raise a concern, you should first consider discussing the issue with your immediate supervisor or manager. You may also contact any of the following resources if you have questions or wish to make a report:

- Your manager
- Another manager in your direct line of reporting
- Your local, division or corporate human resources department
- The Chief Ethics Officer
- The General Counsel’s Office
- Any Scripps senior manager or member of the executive staff
- The Scripps-operated Ethics Line at 513-977-3886
- EthicsPoint at [www.ethicspoint.com](http://www.ethicspoint.com) or 888-397-4911

EthicsPoint, which is operated by an external third-party vendor, is available 24 hours a day, seven days a week. Concerns submitted to EthicsPoint and to the Scripps-operated Ethics Line may be made anonymously. All reports made via EthicsPoint are encrypted for anonymity. Please note that maintaining your anonymity may limit the company's ability to conduct a thorough investigation. Therefore, you are encouraged to provide detailed information, including your identity, when making a report.

### ***Investigating Reported Concerns***

All concerns will be promptly and thoroughly investigated under the supervision of the Chief Ethics Officer with three priorities in mind:

- Protecting the rights of anyone reporting observed or suspected of misconduct;
- Protecting the rights of anyone accused of misconduct; and
- Eliminating the misconduct and, when appropriate, taking disciplinary action

We each have an obligation to cooperate with any internal or external investigations into allegations of misconduct or violation of law. We should always provide truthful and accurate information to any Scripps personnel conducting an investigation. We may never alter or destroy documents or evidence in order to prevent or hinder any investigation.

### ***Knowing the Consequences of Violating the Law, Our Code or Company Policies***

Violations of our code, any company policy or any law or regulation will result in disciplinary action, up to and including termination. Depending on the severity of the incident, individuals involved may also be at risk for prosecution for civil or criminal offenses. It is important to keep in mind that misconduct may subject Scripps itself to civil or criminal liability.

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Situation: An investigative reporter has gathered significant amounts of information in preparing an exposé on a local business. Several months after the news report is broadcast and posted to the Web, the reporter learns that a local prosecutor is looking into the matter. The prosecutor tells the reporter that she intends to subpoena all of the reporter's files, including notes, raw footage, emails and user comments about the reporting. The station has a document retention policy that states all reporting materials are eligible for destruction one week after a news report is broadcast. Upon hearing from the prosecutor about the pending subpoena, the reporter decides on her own to destroy these documents, rationalizing that since she could have done that six months ago, she can do so now.

Analysis: We have an obligation to understand the laws and policies we must follow and to ask questions when circumstances arise that do or may complicate an otherwise routine situation. In this instance, there are laws that prohibit an individual from destroying documents or information once they have notice that those documents or information are being sought in relation to an active lawsuit. If the documents in question had been destroyed when they were first eligible for destruction under the document retention policy, there would be no issue for consideration. Circumstances have changed, however, and the fact that these documents were once eligible for destruction does not mean they can be destroyed regardless of new developments such as being served with a subpoena seeking the documents or receiving notification that the station has been served with a lawsuit.

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# Compassion

*Compassion means showing concern for the welfare of our colleagues and those whose lives we touch. We always strive to be aware of the effects that our decisions and actions may have on others.*

## ***Demonstrating Social Accountability***

Our relationship with our supply chain and other business parties is necessary to our success. We seek out business partners that share our values.

When dealing with suppliers, we must do business in a straightforward and open manner. In deciding among competing suppliers, we should weigh the facts impartially to determine the best supplier for our company's needs. We choose to work with business partners who stand behind the quality of the products and services they provide.

The business that third parties conduct on the company's behalf contributes to our corporate reputation and our success. It is important we preserve that reputation by reporting anything these third parties may do that would appear to be illegal or unethical, especially if it is related to our business.

If you suspect or observe a third party doing anything potentially illegal or unethical—for example, under-invoicing or violating competition laws—you should report this to your manager immediately.

## ***Promoting Sustainability***

Scripps expects that we understand and comply with health, safety and environmental regulations in our daily activities. We use environmentally sound practices to ensure the protection of our surrounding environment. Environmental regulations may include rules governing the use, control, transportation, storage and disposal of regulated materials that may reach the environment as a part of wastewater, air emissions, solid waste, hazardous waste or uncontained spills. Even non-regulated materials must be managed in a responsible, sustainable manner, since they may have adverse environmental impacts if mishandled.

If your job involves contact with any regulated materials, or requires that you make decisions about how any materials are used, stored, transported or disposed of, you must understand how they are to be legally, responsibly and safely handled.

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Situation: An IT employee has a friend who co-owns a local security company with the employee's husband. The IT employee is dealing with a problem with a security camera and decides to purchase a replacement part from the local security company rather than the Scripps-approved national supplier. The IT employee purchases the replacement part using her personal credit card and seeks reimbursement from Scripps. Additionally, the security company has submitted a bid to provide security services at a different station in a distant market. The IT employee calls her counterpart at the other station to solicit information about the bid requirements, including pricing and other budgetary constraints. At the end of the call, the IT employee mentions her husband's firm in a positive manner without disclosing their relationship.

Analysis: When dealing with vendors, we must ensure that all transactions are done at an arm's length. That means disclosing all conflicts and potential conflicts of interest and abstaining from making any decisions on behalf of the company that may benefit you personally. In addition, you must comply with all policies, guidelines and procedures regarding purchasing. The IT employee should have purchased the replacement parts through the company's procurement system, should not have sought non-public information that would benefit her husband's company and should have revealed the conflict of interest inherent in her support for the bid submitted by her husband's company.

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# Excellence

*Excellence means committing to high professional standards. We manifest excellence by going the extra mile. Excellence requires that a reporter take extra steps to ensure accuracy in news reporting; that an ad representative exceed the needs of customers; and that a finance employee help develop innovative business solutions.*

## ***Striving for Excellence in Our Businesses***

The cornerstone of our success is our dedication to the highest standards of fairness, accuracy and objectivity in our news reporting. Our dedication to the journalistic excellence that our readers and viewers depend on is the reason we have earned—and will maintain—the public trust. A key building block to establishing and maintaining public trust is complying with all laws and regulations during the newsgathering process and obeying all basic journalistic tenets, such as not plagiarizing another’s work.

In addition, we are dedicated to the highest possible level of service and satisfaction in all business we conduct. We strive for excellence not only in our journalism but also in our relationships with our customers, vendors, business partners and fellow employees.

## ***Keeping Reliable Financial Records***

Our financial records form the basis for all of our public disclosures on which our shareholders and others will rely. Scripps uses these records to analyze its operations and make important business decisions.

While maintaining books and records may not be our primary job duty, we all record and submit information of some kind. This includes information we provide in payroll documents, timecards, travel and expense reports, sales reports and customer and supplier records. To ensure our financial statements properly reflect our operations and financial condition, we must make sure that the information we submit in all company records is complete, reliable and understandable.

We must never intentionally make a false entry in company records or engage in any other financial fraud. Further, we should never create or maintain any unrecorded company funds or assets, such as “slush funds” or any other type of “off the books” accounts.

Those of us with finance and accounting responsibilities have a special duty to ensure that Scripps’ financial statements are reliable. We must comply with the legal and regulatory requirements that govern these reports, and understand and adhere to applicable internal controls. Never make false or misleading statements in any financial reports, or other documents submitted to or maintained for government agencies. False or fraudulent records or reporting may result in legal liability for those involved.

If you suspect or know of any action related to accounting or financial reporting that may be improper, you should contact any of the resources listed in “*Asking Questions, Reporting Concerns*” on page 6.

## ***Cooperating with Investigations and Audits***

Scripps has a Document Retention Policy that governs the preservation and destruction of all documents and other materials created in the ordinary course of business. We have a responsibility to retain company business records as long as needed for business purposes, or longer if required by legal, tax, regulatory or other standards. We also need to know when and how to destroy these business records.

If documents in our control are required in connection with a government investigation or other legal action, do not destroy or discard them.

There may be times where we are asked to provide information in connection with company investigations, audits or other legal matters. In such cases, we are expected to be honest and forthcoming and provide the auditor or investigator with all relevant information. Never attempt to interfere with or improperly influence the investigation or audit, or encourage anyone else to do so, and refrain from discussing with others your participation in the investigation or audit.

If you are contacted by an outside attorney, investigator or law enforcement official about a matter involving company business, you should refer the person to the General Counsel's Office. If you receive a subpoena, a request for records or other legal papers, notify the General Counsel's Office immediately.

Keep in mind that all of us are expected to fully cooperate with audits and investigations. Withholding information from external or internal auditors or investigators, or providing false information, can lead to civil or criminal liability for the individuals involved and for our company.

## ***Handling Inquiries from the Media and Analysts***

Scripps strives to provide clear and accurate information to the public about its business operations. In addition to complying with the law, this helps us maintain integrity in our relationships with the public and other stakeholders and strengthens our corporate reputation. Since this is so important, Scripps has designated specific individuals with responsibility for communicating with the media and financial analysts. All communications with analysts and members of the media are managed by the Corporate Communications and Investor Relations department. If you receive a request from a member of the media or an analyst, forward the inquiry to the Corporate Communications department at 513-977-3000.

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Situation: A journalist for a competing television station has requested information from a Scripps employee about an acquisition the journalist believes Scripps is negotiating. The Scripps employee has heard a lot of discussion in the office about the deal and believes that the news would likely boost Scripps' stock price. The Scripps employee believes he might be helping Scripps by passing on what he has heard. Should he speak to the journalist?

Analysis: No. The Scripps employee should not reveal what he's heard to the journalist. The information he possesses could be incorrect or incomplete. Even if the information were correct, sharing it with the journalist could harm Scripps and the public. The Scripps employee should forward the journalist's call to the corporate communications department.

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# Fairness

*Fairness means conducting our business equitably and impartially. In our news reporting and in all of the ways that we conduct business, fairness is a fundamental value at Scripps. We are dedicated to providing a level playing field on which all are given an equal opportunity to succeed based on merit alone.*

## ***Practicing Ethical Employment***

Scripps abides by all applicable wage and hour laws and strives to ensure that fair employment practices are recognized across our workforce. We do not employ the use of child or forced labor, and would never knowingly conduct business with any supplier or other business partner who does.

If you become aware of a situation that may violate any of these principles, do not hesitate to raise any of your concerns to any of the resources listed in “*Asking Questions, Reporting Concerns*” on page 6.

## ***Dealing Fairly with Third Parties***

It is important that we follow the standards of fair dealing at all times. Scripps is committed to exhibiting fairness in all aspects of our operations, from our workplace to our news coverage to our business dealings. Our news reporting is dedicated to thoughtfully and objectively examining issues and subjects.

Scripps is committed to providing only honest and accurate information when representing the advantages of our products. Therefore, whenever we discuss our products, services and prices, we must speak truthfully and accurately. Additionally, we may never make false or misleading statements about our competitors or their products.

While it is essential that we be aware of our competitors’ business practices, we must never come by this information illegally or unethically. For example, we may not hire a competitor’s employee for the purpose of gathering confidential information about the competitor. We must also be mindful that new employees may continue to be bound to confidentiality agreements with their former employers. Therefore, we should not encourage them to disclose information about their former employers.

## ***Upholding Competition Laws in Our Work***

Scripps strives to be the best in the business, but we will only do so by competing fairly and in compliance with the law. Competition laws protect and preserve a free market that provides goods and services to consumers at fair prices. Each of us must abide by these laws—generally called “antitrust” laws. These laws are rigorously enforced. Companies have been fined millions of dollars and individuals have been criminally convicted and sentenced to prison for violating these laws.

There are certain situations we should avoid in order to comply with these laws. First, we must not discuss pricing or price-related information with our competitors. This applies even in casual conversation. In addition, we can never enter into an agreement to divide markets, customers or

territories. Further, we should never discuss boycotting customers, suppliers or competitors. If a competitor engages you in any of these types of discussions, you should stop the conversation immediately and promptly contact the General Counsel's office or Chief Ethics Officer. Even the appearance of collusion can create significant risk for our company.

Many of us frequently participate in trade associations. In doing so, we are in contact with representatives from our competitors. Keep in mind that fair competition laws apply to the way we conduct ourselves in trade association matters. We may get to know our competitors at trade association meetings. This creates the risk that social interaction could lead to inappropriate business discussions. The best way to avoid an issue is to follow the guidelines in this section when you are attending trade shows or meetings.

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Situation: One of our television stations hires a new general sales manager from a competitor. At his first meeting with the sales staff, the new manager states that he will share with them the advertising rates of his former station. The new manager also encourages members of the staff to capitalize on any personal relationships they have with sales staff at other stations in town to gain knowledge of advertising rates or other competitive practices that could be useful to the station. He also encourages the staff to be open for opportunities to cooperate with one or two of the station's competitors in ways that could enable the station to gain market share.

Analysis: The new manager, by sharing sensitive information gained while employed at another station, may be breaching contractual or legal obligations he has to respect the confidentiality of his former station's information. Additionally, by encouraging his staff to seek out information on competitor's rates or to look for opportunities to collude on rates, the new manager is endorsing behavior that may lead to violations of the anti-trust laws.

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# Integrity

*Integrity means consistently adhering to high standards of professional conduct. We should not mislead or be deceptive. We should act in a way that others feel safe speaking to us in confidence and truth.*

## ***Insider Trading***

During the normal course of our work for Scripps, we may become privy to material, nonpublic information about our company or other public companies with which we do business. We must not use this information to make decisions about buying or selling stock for financial gain. Information is “material” if it would be considered important by a reasonable investor in determining whether to buy, sell or hold securities. Examples of material, nonpublic information include:

- Mergers or acquisitions
- Sales of significant assets
- Financial results or forecasts
- Stock splits
- Changes in senior management
- Dividends

Insider trading laws also forbid “tipping,” or providing material, nonpublic information to another person who uses that information as the basis for a securities trade. To prevent this, we must not disclose material information—whether it applies to Scripps or another company—to anyone outside our organization, including friends or family members. We must also avoid discussing this information with fellow employees unless there is a business need for doing so.

Insider trading and tipping not only violate our code, but also violate federal and state securities laws. If you have any questions or concerns regarding insider trading or tipping activities, contact the General Counsel or Chief Financial Officer for guidance.

## ***Avoiding Conflict-of-Interest Situations***

In order to uphold Scripps’ long-standing reputation for integrity, we each have the duty to avoid any possible conflict of interest. A “conflict of interest” exists when a personal interest or family issue interferes with our ability to make sensible or objective business decisions in Scripps’ best interest. Obvious conflicts of interest arise if employees are supervising members of their immediate family. Importantly, the appearance of a conflict of interest may be just as damaging to you and the company. For this reason, we cannot supervise or employ anyone who resides in our immediate household or is an immediate family member (spouse, domestic partner, parent, sibling, in-law, child or any “step” relationship of similar immediacy). The following sections provide further guidance for common conflict-of-interest scenarios. Please note that the Employee Handbook and other company policies also provides guidance on issues related to real or perceived conflicts of interest.

**Gifts and Entertainment.** Gifts and entertainment are courtesies commonly exchanged to cultivate business relationships and build corporate goodwill. Our relationships with customers and suppliers should be based entirely on objective business decisions and

fair dealing. Use moderation and good judgment when offering or accepting gifts and entertainment to or from persons who do business with the Company. Do not allow gifts and entertainment to affect your objectivity when making decisions. A gift is never acceptable if it is prohibited by law or if it is intended to or would appear to improperly influence the recipient. If you ever have doubts about whether you should offer or accept a gift or entertainment, you should consult your supervisor. For more information, refer to the *Gifts and Entertainment Policy* on WorkLife.

These rules apply to gifts, favors, meals and entertainment offered to your close family members as well.

**Business Opportunities.** While conducting Scripps business, we may come across opportunities that we ourselves would like to pursue. Keep in mind that we may not take for ourselves any business opportunities that we learn of through our position with Scripps. Just as we may not personally benefit from such opportunities, we cannot assist anyone else in doing so. Remember, we owe a duty of loyalty to Scripps to advance its legitimate business interests whenever possible. For more information, refer to the *Employee Handbook* on WorkLife.

**Outside Employment.** We may not participate in any outside employment or business interest that may create a conflict of interest, or interfere with our job responsibilities or duty of loyalty to Scripps. We cannot accept a position with an outside company that is an advertiser or a supplier, business partner or competitor of Scripps. In addition, we may never use company resources or take time away from work at Scripps to perform outside work. If you have outside employment or a second source of income, please contact your supervisor or refer to the *Employee Handbook* on WorkLife

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Situation: An ad sales employee's job responsibilities include creating Web sites for advertisers of one of the company's television stations. This employee also has a side business creating Web sites for small businesses in the community, some of which advertise on the station or its website. Does the side business violate the company's policy on outside employment?

Analysis: Operating a business that competes with the company violates the code. Since both the employee and the company's station are vying for business from the same group of advertisers, the outside business would be in direct competition with the station.

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**Financial Interests.** At no time may we have any outside financial interests that interfere with Scripps' interests. This means, in part, that we may not:

- Engage in business activities involving firms that compete with, sell to or buy from our company
- Own a substantial financial interest in privately or publicly held firms that do business or compete with our company

It is important to note that we may hold a stock interest in any firm whose securities are regularly traded on a recognized stock exchange, even when a firm is in some way competitive with Scripps, provided that interest does not exceed 1 percent of the outstanding shares of the company in question. Once again, these same rules apply to our immediate families.

**Political Involvement.** Our company recognizes our right to participate in the political process as individuals, and encourages each of us to exercise that right. Participation in these types of activities must be on our own time and at our own expense, and should not interfere with our job duties.

Journalists and others who are involved in news decisions or policies, or who work in the newsroom, must adhere to a more restrictive standard than other employees, given the neutrality from which news organizations must work and the standards to which they are held. Scripps journalists are prohibited from serving in elected or politically appointed positions. They must not participate in political fund-raising, organizing or other activities designed to enhance a candidate, political party or political-interest organization. They must not make contributions to political campaigns or engage in other such activity that might associate their names with a political candidate or a particular cause. If you or an immediate family member is engaging in such activities, notify your supervisor immediately so the issue may be addressed.

Scripps has been—and will—remain independent in all political matters and will not make monetary contributions, directly or indirectly, to political campaigns or causes or to political parties. To do so would undermine our neutrality and compromise the trust the public has in the company.

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Situation: It is an election year. An anchor at a Scripps television station occasionally files news reports, many of which deal with the activities of the local sheriff, who is a polarizing and highly controversial figure. The sheriff is up for reelection, and the anchor has donated \$1,000 to the sheriff's campaign.

Analysis: The donation is a violation of the code. Scripps employees who are involved in the newsgathering or editing process must avoid situations that create the appearance that the company's news coverage is biased. They must not participate in political fundraising, organizing or other activities designed to enhance a candidate, political party or political-interest organization, or make contributions to political campaigns or engage in other such activity that might associate their names or the company or local business unit with a political candidate or a particular cause.

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## ***Abstaining from Bribes and Kickbacks***

Scripps prohibits bribes, kickbacks and other forms of improper payments. This rule applies in all of our operations regardless of where we are doing business or with whom we are doing business. A “bribe” can be anything of value, including cash, cash equivalents, gifts, paid travel expenses, entertainment, services or loans. A “kickback” is the return of funds already paid or due to be paid as part of a legal contract as a reward for making or fostering business arrangements.

It can sometimes be difficult to determine whether something is a bribe. If you have any doubt, seek advice from the General Counsel’s Office *before acting*.

Under federal law, we may not offer, make or give a bribe, kickback or other improper payment to a commercial partner or government official to obtain or retain business or to influence a business decision. Making such payments through third parties is also prohibited. “Government officials” has a broad meaning, and can refer to:

- Public officials and employees at any level of government
- Officials of and candidates for political parties
- Employees of public international organizations (such as the United Nations)
- Employees of entities that are owned or controlled by any government

If you are ever unsure about a situation involving a payment request, you should ask in advance of offering, making or giving any payment that could be seen as improper.

# Respect

*Respect means holding others in high regard and treating all with dignity, regardless of their differing cultures, points of view or lifestyles. Having respect does not require us to completely agree with or condone the opinions and actions of others. Respect enables us to recognize the individuality of each of our fellow employees, business colleagues, news subjects and sources.*

## ***Treating Each Other Respectfully***

Scripps employees are committed to treating each other with courtesy, dignity and respect, which improves the quality of our workplace and ensures that we attract people with a variety of talents, strengths, backgrounds and personal characteristics that enhance our success.

Scripps is dedicated to cultivating a productive, respectful and harmonious work environment where discrimination, harassment and retaliation are not to be tolerated. We must make all employment-related decisions based on established facts, job-related qualifications and without regard for characteristics such as race, color, national origin, religion, gender, age, marital status, disability, veteran status, citizenship or sexual orientation.

A respectful work environment is one that is free of any form of harassment. Scripps does not tolerate any harassment. At Scripps, the definition of “harassment” includes any unwelcome conduct toward another person that creates an intimidating, hostile or offensive work environment. It is important to note that harassment can be verbal or physical, spoken or written, in-person or through other means, such as email. In addition, harassment does not need to be sexual in nature in order to be inappropriate. Harassment includes but is not limited to inappropriate sexual comments, unwanted or uninvited touching, racial slurs or negative comments or jokes about subjects such as race, religion or ethnicity. For more information on the company’s *Anti-Harassment Policy*, refer to the employee handbook available online at Compliance Corner.

If you become aware of a situation that may violate any of these principles, do not hesitate to raise your concerns with any of the resources listed in “*Asking Questions, Reporting Concerns*” on page 6.

Remember, Scripps will not allow any retaliation against anyone who reports a concern in good faith or who participates in the investigation of a concern.

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Situation: A finance employee has repeatedly refused to provide another finance employee with essential information, called him derogatory names and told other employees that he is not qualified to work in finance.

Analysis: Harassment and intimidation can occur in many forms. Bullying undermines the respect and trust that is central to the way Scripps conducts business and isn’t allowed. In this case, it appears that the first finance employee is intentionally and persistently bullying the second finance employee. The second employee should contact his supervisor or local HR director.

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## ***Maintaining Health and Safety in Our Workplace***

Scripps is committed to maintaining a safe and healthy workplace for each of us. To uphold that commitment, we must be accountable for following safety laws and regulations, as well as the safety practices and procedures Scripps has implemented either at your business unit or companywide. You should immediately report any conditions or practices you perceive as unsafe or hazardous.

To ensure our health, safety and productivity, Scripps maintains a strict policy against drugs or alcohol in the workplace. Being “under the influence” can hinder our performance and compromise our safety standards. We may not possess, distribute or be under the influence of alcohol or drugs while on any Scripps property or while conducting business on Scripps’ behalf. More information is available on the company’s *Substance Abuse Policy* in WorkLife.

To further the commitment to workplace safety, Scripps will not tolerate acts or threats of violence by anyone, including actual physical conduct, threats, acts of intimidation or menacing language. Weapons are prohibited in all Scripps facilities. If you are aware of any threatening behavior or actual or potential violence, you should report it immediately to a supervisor or any other resource identified in “*Asking Questions, Reporting Concerns*” on page 6.

## ***Respecting the Private Information of Others***

Scripps is committed to protecting the privacy and security of the personal information of our employees, viewers, users, advertisers, suppliers and other business partners. This includes any information that identifies an individual, such as a name, physical address, email address, credit card, photo or health condition. We must also protect third-party personal information we may learn from our suppliers or other business partners.

Do not share personal information with a third party or colleague who does not have a business need to know it. In addition, make sure that suppliers and contractors who have access to our information protect it.

As employees, we often receive or have access to sensitive or personally identifiable data of our colleagues, such as contact, compensation and benefits information. Each of us has a responsibility to safeguard and respect the private personal information of our fellow employees according to all applicable laws, including privacy and data protection laws. If your job entails access to this type of confidential information, you must be especially careful to protect it. Only use it as necessary to carry out your job duties. Any employment-related inquiries, such as reference checks, should be referred to your Human Resources Department.

Scripps is also committed to respecting all intellectual property rights and other intangible commercial rights belonging to others. We must treat these rights with the same care as we use for Scripps’ intellectual property. These rights include copyrights, patents, trademarks trade dress and trade secrets. Our duty to respect all third-party intellectual property and commercial rights applies to any business activities we conduct, including the creation of any internal or external communications or marketing materials. We should use all third-party assets—including software, music, videos and text-based content—in accordance with the specific terms of their licenses, state intellectual property laws and company policy. We may use only software

that has been properly licensed for the company's business use. More information is available on the company's *Copyright Guidelines* in WorkLife

Refer any inquiries you may receive about patents, copyrights, trademarks, trade secrets, inventions or other intellectual property matters to the General Counsel's Office.

## ***Ensuring Our Information is Secure***

Scripps' intellectual property is among the company's most valuable assets. "Intellectual property" refers to anything employees, contractors or agents create on company time, at company expense or within the scope of the company's business interests. Electronic or print versions of published news reports, published and unpublished video or photographs, inventions, designs, strategies, plans, documents—these are all intellectual property assets.

Scripps owns the rights to anything we develop while employed at the company to the extent permitted by law. This applies no matter where or when we create such intellectual property.

Scripps owns the rights to various trademarks—words, names, symbols or devices—that are used to identify and distinguish our products. It is important to properly use Scripps' trademarks.

Likewise, when using the copyrighted material or trademark of another company or individual, Scripps employees must ensure that the copyrighted material or trademark is used according to law and written the way the owner requires.

In the course of gathering news, journalists may be provided information from a confidential or anonymous source. By agreeing to accept information from a confidential source or not provide the identity of a source, the journalist is entering into a binding contract. Confidential and anonymous sources should be used, in accordance with company policy, only as a last resort and under circumstances in which the information is essential to the reporting and the source is considered reliable.

As a source of accurate information in our communities, journalists often are asked by litigants either informally or through a subpoena for access to reporting materials. If you receive a subpoena, you must preserve all potentially responsive materials, but you must not provide any reportorial materials to a litigant or his attorney without first discussing the request with your news director or other news manager and with the General Counsel's Office.

In addition to the personal information discussed above, during the course of our work, we may learn confidential information about Scripps. "Confidential information" is generally nonpublic information that we learn as a result of our position. Such information might be of use to competitors or harmful to our company if disclosed. Common examples include:

- Customer lists
- Plans for new stories or research
- Terms, discount rates or fees offered to particular customers
- Marketing or strategic plans
- Trade secrets, including manufacturing and marketing processes and techniques
- Software, risk models, tools and other technological developments

We should only disclose confidential information to:

- Scripps employees or third parties who have a legitimate need for having the information in order to further Scripps' business interests
- Those who have a clear duty or obligation to keep the information confidential (for example, a person who has signed a Confidentiality Agreement or Nondisclosure Agreement)
- Those to whom there is a legal obligation to disclose

When in doubt, contact the General Counsel's Office for assistance.

Do not discuss confidential information in places where you can be overheard, such as elevators and restaurants, or open areas at Scripps such as hallways or break rooms. In addition, do not leave confidential information, computers or smartphones unattended.

These obligations also apply after your employment with Scripps ends. When you leave Scripps, you must not disclose or use Scripps' confidential information. In addition, you must return all copies of materials or devices containing confidential information.

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Situation: While gathering information for a news story, a multi-media journalist (MMJ) has agreed to meet with a potential confidential source at a local coffee shop. During the meeting, the MMJ leaves his company laptop and paperwork locked in the trunk of his car. At the end of the meeting, the source agrees to provide information to the reporter on a confidential basis. Are the reporter's actions appropriate?

Analysis: Because they are binding contracts, agreements with confidential sources are to be entered into only after discussion and approval from newsroom supervisors. If the reporter has conferred in advance with newsroom supervisors and has made sure he has an explicit understanding with the source, it is appropriate to accept the information from the confidential source.

Computers and other tools of a contemporary journalist's trade are expensive and contain significant amounts of confidential business information, and therefore should be maintained with all due care. While concealing the laptop and locking the car are good precautions, confidential business information requires a higher level of care when one is outside of our workplace. It's best to avoid risks by always keeping any form of company confidential information that is taken outside the workplace in one's possession at all times.

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## ***Using Computer Systems Properly***

In general, we should use Scripps' computer systems and other technologies only for business purposes. While we are allowed limited personal use of the Internet, it must not interfere with our job obligations.

We may never use company computer systems for unauthorized, unprofessional, illegal or unethical purposes. This means, in part, that we may not:

- Download or transmit materials that are illegal or abusive, or that are offensive, profane, illicit, sexually suggestive or explicit (unless required for an authorized and legitimate business purpose)

- Send or download copyrighted materials, trade secrets, proprietary financial information or similar materials without proper authorization

We should safeguard Scripps' technologies, computer systems and applications, as well as the data stored on them, from damage, alteration, theft, fraud and unauthorized access. To achieve this goal, we should follow the specific security measures and internal controls in place for the computer systems to which we have access.

In addition, we must take care when drafting emails. Remember that electronic messages can be altered and forwarded without your consent. The rule of thumb is that we should not say or write anything that we would not want someone other than the intended receiver to hear or read. And, remember, even deleted email or voicemail messages can be retrieved.

Scripps recognizes that there is an increased participation in online social networking. This includes maintaining profiles on networking sites such as LinkedIn and Facebook, as well as blogging, posting videos to sites such as YouTube and posting on microblogging sites such as Twitter. When social networking, we must not post anything that could be construed as harassing or discriminatory, reveal any confidential information about Scripps' business practices or reference any of our customers, business partners, suppliers or fellow employees without their consent.

Remember that all information communicated or stored on the company's information systems belongs to the company and is not part of your personal records. Because these systems belong to Scripps, personal privacy is not protected and Scripps may access, inspect and disclose for any appropriate business purpose any information on our systems.

### ***Safeguarding Our Physical Assets***

We must protect our company's assets—including its physical property. We must also be mindful to use these assets properly. Doing so is essential to our reputation as an industry leader and to our continued success.

Scripps' assets include our equipment, facilities, materials, company funds, documents and the like. Since Scripps is publicly traded, these assets belong to our shareholders. Therefore, we must be careful to prevent their theft, damage or misappropriation.

## Conclusion

As we all know, no single document—code, policy or procedure—can provide all the answers we seek. Therefore, it is up to each of us to uphold the tenets of our code, as well as our core values of Compassion, Courage, Excellence, Fairness, Integrity and Respect. In doing so, we contribute to a productive and harmonious work culture, and honor our commitments to those invested in Scripps' success.

Should you have any questions regarding this code, the law, or any company policy or procedure, including our employee handbook, you are encouraged to ask your manager, or any of the individuals listed in the “*Resources*” section that follows. Keep in mind that by asking questions and raising concerns, you directly contribute to Scripps' reputation for acting with integrity. Of course, acts of retaliation against those making good faith reports will never be tolerated.

Remember, responsibility ultimately rests on each of us to do what is right. When in doubt, ask yourself whether your actions would cause harm or embarrassment to you, to Scripps or to any of our valued stakeholders. If the answer is “yes”—or even “maybe”—seek guidance before taking action. Erring on the side of caution may be the difference between an acceptable act, and severe penalties for you and for Scripps.

## Resources

Scripps has many resources to help you with a compliance or ethical dilemma, question or concern. Refer to these resources when needed.

- The Scripps Ethics Line  
513-977-3886
- EthicsPoint  
888-397-4911  
[www.ethicspoint.com](http://www.ethicspoint.com)
- Local, Division or Corporate HR Representative
- William Appleton, Chief Compliance Officer  
[appleton@scripps.com](mailto:appleton@scripps.com)  
513-977-3997
- David M. Giles, Chief Ethics Officer  
[dave.giles@scripps.com](mailto:dave.giles@scripps.com)  
513-977-3891
- Our Chief Compliance and Ethics Officers are directly responsible to the company's Board of Directors and meet quarterly with the Nominating and Governance Committee. Each of these officers has the express authority and duty to communicate personally with the Board or the Nominating and Governance Committee regarding any criminal conduct or potential criminal conduct involving or related to the company or any of its employees.

Scripps has a variety of compliance-related courses:

- Independent Contractors
- Workplace Harassment
- ADA
- Union Awareness
- Code of Conduct
- HIPAA and HIPAA for HR
- Whistleblower
- Using Internet Media
- Privacy & Security
- EEO
- Diversity & Inclusion
- Substance Free Workplace
- Payment Card
- Workplace Harassment for CA

Scripps Policies located on WorkLife at Compliance Corner:

- Anonymous Source Guidelines
- Anti-Corruption Policy
- Anti-Harassment Policy
- Anti-Trust Policy
- Code of Conduct
- Copyright Guidelines
- Credit Card Policy
- Delegation of Authority Guidelines
- Document Retention Policy
- Driving Policy
- Employee Handbook – “Working Together”
- Ethics/Legal Complaints
- Gifts and Entertainment Policy
- Identity Theft Protection Program
- Insider Trading Policy
- Personal Pets/Animals in the Workplace Policy
- Regulation Fair Disclosure Policy
- Social Media Policy
- Substance Abuse Policy
- Travel Policy
- Whistleblower Procedures