

Blackbaud Code of Business Conduct and Ethics for Suppliers

Introduction

Blackbaud is strongly committed to business ethics and integrity, responsible sourcing and the safety and wellbeing of workers across all of its supplier relationships, including our vendors and service providers, as well as their respective employees and agents (collectively, our “**Suppliers**”). Our commitment is reflected in this Code of Conduct (“**Code of Conduct**”), which establishes the minimum standards that must be met by each of our Suppliers.

Each Supplier is responsible for compliance with the standards set out in this Code of Conduct throughout all of its facilities and operations.

Compliance with Laws

Obeying the law, both in letter and in spirit, is the foundation on which Blackbaud’s ethical standards are built. All Suppliers must respect and obey the laws of the cities, states, countries and other jurisdictions in which we operate, including laws and regulations relating to all of the standards set forth in this Code of Conduct. Where this Code of Conduct requires Suppliers to meet a higher standard than required by law or regulation, Suppliers must meet such higher standard.

Maintaining a Fair and Healthy Work Environment

We are an equal opportunity employer. Our Suppliers may not discriminate in employment opportunities or practices on the basis of age, sex, race, color, national origin, religion or belief, disability, genetic information, marital or civil partnership status, sexual orientation, gender identity, gender reassignment, gender expression, citizenship, pregnancy or maternity, veteran status, or any other status protected by national, federal, state or local law.

Suppliers must treat all Blackbaud and Supplier personnel with dignity, courtesy and respect, at all times free of all forms of harrassment.

We are committed to keeping our workplaces and facilities free from hazards. Suppliers are responsible for following all applicable safety, environmental and health laws, rules, regulations and practices.

All labor must be voluntary. Suppliers shall not support or engage in slavery or human trafficking in any part of its supply chain.

Maintaining Integrity in the Workplace and Marketplace

Each Supplier must endeavor to respect the rights of, and conduct its affairs honestly, ethically and

fairly with Blackbaud's employees, customers, competitors and other Suppliers. Suppliers may not take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts or any other intentional unfair dealing.

Suppliers must respect the intellectual property rights in all technology used on behalf of Blackbaud and comply with the requirements of all license agreements restricting the use of such technology. Suppliers may not make copies of software or other digital files in violation of either applicable law or license agreements.

All business records, emails and other communications with Blackbaud personnel must be professional and appropriate to the circumstances. Specifically, we will not tolerate illegal, abusive, obscene, offensive or profane communications, and Suppliers must avoid exaggeration, derogatory remarks or inappropriate characterizations of people and companies. We reserve the right to read all communications with Blackbaud personnel, whether electronic or otherwise, and to take appropriate actions if we deem such communications to violate our policies.

Suppliers must maintain the confidentiality of information entrusted to them by Blackbaud and our customers and other suppliers, except when disclosure is authorized by us, or required by laws or regulations. Confidential information includes, for example, all nonpublic information that might be of use to competitors or harmful to Blackbaud or our customers and other Suppliers if disclosed. Confidential information also includes information that our Suppliers and customers have entrusted to us, including personal information. The obligation to preserve confidential information continues even after our relationship with a Supplier ends. Furthermore, Suppliers must establish, maintain and regularly observe adequate safeguards to ensure that confidential information is not used, disclosed or released to unauthorized parties. Suppliers must follow all applicable laws, rules and regulations related to privacy and information security.

Suppliers must ensure that any non-public information obtained as a byproduct of their relationship with Blackbaud not be used for the personal benefit or gain of any Suppliers, their employees, families or other persons. Suppliers are not permitted to use or share confidential information for stock trading purposes.

Blackbaud's Suppliers must seek to avoid situations wherein a conflict or the appearance of a conflict between the Supplier's personal interests and the interests of Blackbaud may arise. No gift or entertainment should ever be offered, given, provided or accepted by any Supplier unless it (a) is not a cash gift, (b) is consistent with customary business practices, (c) is not excessive in value, (d) cannot be construed as a bribe or payoff, and (e) does not violate any laws or regulations. Suppliers must comply with all applicable provisions of the United States Foreign Corrupt Practices Act and the United Kingdom Bribery Act, as well as all other similar applicable laws and regulations wherever we operate.

Protection of Blackbaud's Assets, Cyber Security and Data Privacy

Suppliers must endeavor to protect Blackbaud's assets, cyber security and data privacy. This obligation

includes our proprietary information. Proprietary information includes our intellectual property, such as trade secrets, patents, trademarks and copyrights, as well as business, marketing and service plans, engineering and manufacturing ideas, designs, databases, records, salary information, government-issued identification numbers, performance records or personnel files, credit card or other financial account numbers, and any unpublished financial data and reports.

The obligation to protect Blackbaud's assets also includes taking reasonable precautions against internal or external data or security breaches. Suppliers are expected to be proficient, as appropriate, in the skills necessary to protect Blackbaud and our customers and other Suppliers against unauthorized cyber intrusions, cyber theft and other similar actions. Should a Supplier discover any unauthorized cyber intrusions, cyber theft or other similar actions, that Supplier shall endeavor to notify Blackbaud of such incident without unreasonable delay but in no case any later than as required by laws applicable to the Supplier.

Termination of Business Relationship

Blackbaud may immediately terminate its business relationship (including any purchase order(s) and purchase contracts) with any Supplier that Blackbaud determines fails to meet the standards set forth in this Code of Conduct.