



COMMONWEALTH OF PENNSYLVANIA
PENNSYLVANIA PUBLIC UTILITY COMMISSION
400 NORTH STREET, HARRISBURG, PA 17120

IN REPLY PLEASE
REFER TO OUR FILE

June 9, 2021

Docket No. A-2021-3026100
Utility Code: 1124187

EMAIL

NIMESH PATEL, PRESIDENT
VALLEY CHOICE ENERGY CORP
1534 HIGHWAY 315, SUITE 101
WILKES-BARRE, PA 18702

RE: Electric Generation Supplier License Application

Dear Mr. Patel:

On May 27, 2021, the Public Utility Commission accepted Valley Choice Energy Corp's application for an Electric Generation Supplier license. The application was incomplete. In order for us to complete our analysis of your application, the Energy Industry Group requires answers to the attached question(s).

Please be advised that you are directed to forward the requested information to the Commission within **30** days from the date of this letter. Failure to respond may result in the application being denied. As well, if Valley Choice Energy Corp has decided to withdraw its application, please reply notifying the Commission of such a decision.

Please forward the information to the Secretary of the Commission at the address listed below. When submitting documents, all documents requiring notary stamps must have original signatures. Please note that some responses may be e-filed to your case, <http://www.puc.pa.gov/efiling/default.aspx>. A list of document types allowed to be e-filed can be found at <http://www.puc.pa.gov/efiling/DocTypes.aspx>.

Rosemary Chiavetta, Secretary
Pennsylvania Public Utility Commission
400 North Street
Harrisburg, PA 17120

Your answers should be verified per 52 Pa Code § 1.36. Accordingly, you must provide the following statement with your responses:

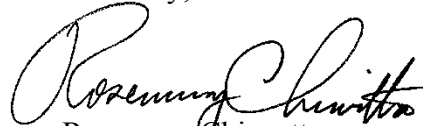
I, Nimesh Patel, hereby state that the facts above set forth are true and correct to the best of my knowledge, information and belief, and that I expect to be able to prove the same at a hearing held in this matter. I understand that the

statements herein are made subject to the penalties of 18 Pa. C.S. § 4904 (relating to unsworn falsification to authorities).

The blank should be filled in with the name of the appropriate company representative, and the signature of that representative should follow the statement.

In addition, to expedite completion of the application, please also e-mail the information to Jeremy Haring at jharing@pa.gov. Please direct any questions to Jeremy Haring, Bureau of Technical Utility Services, at jharing@pa.gov (preferred) or (717) 783-6175.

Sincerely,

A handwritten signature in black ink, appearing to read "Rosemary Chiavetta". The signature is written in a cursive, flowing style.

Rosemary Chiavetta
Secretary

Enclosure

Docket No. A-2021-3026100
Valley Choice Energy Corp
Data Requests

- X 1. Reference Application, Section 1.a, Identity of Applicant – Applicant failed to provide the Applicant’s Web Address. Please provide an updated application page with the appropriate corrections.
- X 2. Reference Application, Section 7.a, Financial Fitness – Applicant provided a financial security the name as VALLEY CHOICE ENERGY CORP and the PA Department of State stated that the Applicant’s registered name is Valley Choice Energy Corp. Please provide an updated financial security that matches the PA Department of State exactly.
- X 3. Reference Application, Section 7.b, Financial Fitness – Applicant provided minimal documentation to demonstrate financial fitness. Please provide additional financial fitness documentation that may include two recent consecutive years of financial statements, two recent consecutive years of income tax filings, and three recent consecutive months of bank statements.
- X 4. Reference Application, Section 8.a, Technical Fitness – Applicant failed to provide documentation for Technical Fitness. Please provide the missing documentation.
- X 5. Reference Application, Section 8.e, Technical Fitness – Applicant failed to provide a detailed professional resume of its chief officer, to include detailed descriptions on all experience and activities including date ranges, as well as the companies they were employed at. Please provide the missing documentation.
- X 6. Reference Application, Section 10.a, Verifications, Acknowledgements, and Agreements – Applicant has indicated they have included compliance with this requirement in the instant application. No such proof of compliance was included with the application. Please either provide proof of compliance or submit an updated application page with a different option selected.

NIMESH PATEL

📍 WILKES-BARRE, 18702-6912, UNITED STATES 📞 570-235-1405

◦ DETAILS ◦

1534 Hwy 315, Suite 101
Wilkes-Barre, 18702-6912
United States
570-235-1405
nimesh03@yahoo.com

◦ LINKS ◦

[Valley Choice Energy](#)
[Valley Petroleum](#)

◦ SKILLS ◦

Computer Skills

Quick Learner

Leadership

Communication Skills

Client Management

👤 PROFILE

As a small Business owner in retail, seeking an opportunity to expand my career as "Energy Broker" in an environment where I can express my experience and skills, while helping other businesses excel and meet long term goals.

📁 SUMMARY OF QUALIFICATIONS

Fuel Distribution at Valley Petroleum, Wilkes-Barre, PA

December 2011 — Present

- Manage Fuel Supply in PA, NJ and NY, to retail and commercial locations.
- Explain contracts or related documents to customers.
- Forecast Fuel supply and demand to minimize costs maximize availability.
- Negotiate prices or contracts for Fuel sales or purchases.
- Quote the Fuel Price based on market conditions.
- Review the customer Fuel invoice and give guidance for fuel management and savings.
- Develop or deliver proposals or presentations on topics like the purchase or sale of Fuel.

Retail Business Owner/Operator at Valley Mart, Wilkes-Barre, PA

April 2005 — Present

- Exceed Sales Goals and accomplished business objectives by inspiring staff and promoting target products.
- Maintained loyal Customer tracking system.
- Keeping in touch with Suppliers Budgeting implementing safety policies, recruiting staff and maintaining inventories.
- Prepared and maintained reports of sales results and competitive data monitored customer sales to ensure territory revenue retention.
- Created and established employee incentive programs that enhanced engagement and productivity levels.
- Trained Management team to operate business.

Operating Manager at Wells Farms, Long Branch, NJ

August 1996 — February 2005

- Manage daily operations, by multi-tasking retail operation, customer satisfaction and expense tracking .
- Increased sales 35% with in 2 years.
- With inventory management reduced expense by 20%

Energy Consultant at Gujarat Electric City Board, Borsad India

May 1991 — March 1995

- Managed new Commercial Customers and their energy requirements.
- Monitor energy supply contracts to make sure proper implementation execution by suppliers.

🎓 EDUCATION

Bachelor's Degree Electrical Engineer, BVM University, Gujarat, India

May 1986 — March 1991

BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION

Application of Valley Choice Energy Corp, d/b/a _____, for approval to offer, render, furnish, or supply electricity or electric generation services as a(n) [as specified in item #4b below] to the public in the Commonwealth of Pennsylvania (Pennsylvania).

To the Pennsylvania Public Utility Commission:

1. IDENTIFICATION AND CONTACT INFORMATION

- a. **IDENTITY OF THE APPLICANT:** Provide name (including any fictitious name or d/b/a), primary address, web address, and telephone number of Applicant:

Valley Choice Energy Corp
1534 Hwy 315, Suite 101 Wilkes Barre PA 18702
570-235-1405
www.ValleyChoiceEnergy.com

- b. **PENNSYLVANIA ADDRESS / REGISTERED AGENT:** If the Applicant maintains a primary address outside of Pennsylvania, provide the name, address, telephone number, and fax number of the Applicant's secondary office within Pennsylvania. If the Applicant does not maintain a physical location within Pennsylvania, provide the name, address, telephone number, and fax number of the Applicant's Registered Agent within Pennsylvania.

n/a

- c. **REGULATORY CONTACT:** Provide the name, title, address, telephone number, fax number, and e-mail address of the person to whom questions about this Application should be addressed.

Christina Gianatiempo, Account Manager
140 Grand St. Suite 300 White Plains NY 10601
P: 800-292-0909 x448
F: 570-235-1406
cgianatiempo@licenselogix.com

- d. **ATTORNEY:** Provide the name, address, telephone number, fax number, and e-mail address of the Applicant's attorney. If the Applicant is not using an attorney, explicitly state so.

We are not using an Attorney.

- e. **CONTACTS FOR CONSUMER SERVICE AND COMPLAINTS: (Required of ALL Applicants)** Provide the name, title, address, telephone number, FAX number, and e-mail **OF THE PERSON AND AN ALTERNATE PERSON (2 REQUIRED)** responsible for addressing customer complaints. These persons will ordinarily be the initial point(s) of contact for resolving complaints filed with the Applicant, the Electric Distribution Company, the Pennsylvania Public Utility Commission, or other agencies. The main contact's information will be listed on the Commission website list of licensed EGSs.

Monal Patel, Secretary
1534 Hwy 315, Suite 101 Wilkes Barre PA 18702
P: 570-235-1405
F: 570-235-1406
nimesh@valleychoiceenergy.com

Nimesh Patel, President
1534 Hwy 315, Suite 101 Wilkes Barre PA 18702
P: 570-235-1405
F: 570-235-1406
nimesh@valleychoiceenergy.com

Please note we are updating the answer to section 10.a. The applicant, Blue & Silver Energy Consulting, LLC dba Pro-Star Energy Services does not take title of any electricity and will only act as a broker.

The Applicant understands that compliance with this requirement must be filed within 120 days of the Applicant receiving a license. As well, the Applicant understands that compliance with this requirement may be filed with this instant application.

(Select only one of the following)

- AGREED - Applicant has included compliance with this requirement in the instant application, labeled in correspondence with this section (10).
- AGREED - Applicant will provide compliance with this requirement within 120 days of receiving its license
- ACKNOWLEDGED - Applicant is not proposing to provide retail electric supply service at this time, and therefore is not presently obligated to provide such information

b. STANDARDS OF CONDUCT AND DISCLOSURE: As a condition of receiving a license, Applicant agrees to conform to any Uniform Standards of Conduct and Disclosure as set forth by the Commission. Further, the Applicant agrees that it must comply with and ensure that its employees, agents, representatives, and independent contractors comply with the standards of conduct and disclosure set out in Commission regulations at 52 Pa. Code § 54.43, as well as any future amendments.

AGREED

c. REPORTING REQUIREMENTS: Applicant agrees to provide the following information to the Commission or the Department of Revenue, as appropriate:

- Retail Electricity Choice Activity Reports: The regulations at 52 Pa. Code §§ 54.201--54.204 require that all active EGSs report sales activity information. An EGS will file an annual report reporting for customer groups defined by annual usage. Reports must be filed using the appropriate report form that may be obtained from the PUC's Secretary's Bureau or the forms officer, or may be down-loaded from the PUC's internet web site.
- Reports of Gross Receipts: Applicant shall report its Pennsylvania intrastate gross receipts to the Commission on a quarterly and year to date basis no later than 30 days following the end of the quarter.
- The Treasurer or other appropriate officer of Applicant shall transmit to the Department of Revenue by March 15, an annual report, and under oath or affirmation, of the amount of gross receipts received by Applicant during the prior calendar year.
- Net Metering Reports: Applicant shall be responsible to report any Net Metering per the Standards on http://www.puc.pa.gov/consumer_info/electricity/alternative_energy.aspx. Scroll down to the Net Metering Standards Section.
- Applicant shall report to the Commission the percentages of total electricity supplied by each fuel source on an annual basis per 52 Pa. Code § 54.39(d).
- Applicant will be required to meet periodic reporting requirements as may be issued by the Commission to fulfill the Commission's duty under Chapter 28 pertaining to reliability and to inform the Governor and Legislature of the progress of the transition to a fully competitive electric market.

AGREED



VALLEY CHOICE ENERGY CORP
BUSINESS PLAN

NIMESH PATEL
nimesh@valleychoicenergy.com
PHONE: (570) 235-1405
FAX: (570) 235-1406

1534 Highway 315
Suite 101
Wilkes-Barre, PA 18702

Executive Summary

Valley Choice Energy Corp, an energy brokerage located in Wilkes Barre, PA will be specialized in the provision of advisory services to our clients on which energy sources to patronize. Apart from providing energy brokerage services, we will also be involved in providing other energy brokerage related services to cover the whole spectrum of energy utilization and management.

Products and Services

All products and services from Valley Choice Energy stable will be driven by best practices all aimed at customer/client satisfaction. Some of these products and services include the provision of consultancy and advisory services, trainings, auditing services, and cost analysis among several other products and services.

Our Vision

Our vision is aimed at ensuring that all our clients are satisfied with the services we offer them. This is in the form of ensuring that we only select the best energy providers to all our clients.

Our Mission

Our mission is to provide professional services at competitive rates to all our highly esteemed clients while also striving to achieve our vision. We plan on exploring every available means on remaining relevant in the energy brokerage industry through constantly updating the knowledge of our workforce on the innovations within the energy brokerage sector.

Market Analysis/Trends

With several available energy sources, users are always seeking for better options that will be friendly to their budgets. Energy brokerage firms have come to the rescue in this regard by always being in the forefront of seeking better alternatives for their clients. This is done through carrying out research on the best energy sources that will suit their client's unique needs. The needs of their clients are weighed with what is obtainable in the market and only the best option that match or nearly matches their clients' unique needs are selected.

Sales and Marketing Strategy

The sales and marketing strategy to be adopted is fueled by the goal of generating income from other related services rendered by Valley Choice Energy. Some of the sales and marketing strategies adopted include provision of auditing services, advisory and consultancy services, cost analysis and Trainings. These are aimed at effectively marketing our services through the provision of only the best of these services.

Competitive Advantage

The competitive advantage Valley Choice Energy Corp has over its competitors in the sector include the selection of only the best candidates with vast experience in the energy brokerage industry to join our workforce. Also, there will be high motivation of our workforce to ensure that they put in their best in delivering the best services. Attractive remuneration packages will be among the steps taken to motivate our workforce.

Sales Projection

After conducting a research on what is currently obtainable in the marketing through the study of market forces, we have emerged a projection that will see a healthy growth in sales, resulting in a steady growth in profits over a 2-year period in the first instance. However, this discounts factors like economic recession and natural disasters. A summary of this is shown in the table below.

- Year One \$150,000
- Year Two \$250,000

Publicity and Advertising Strategy

A robust network of publicity and advert channels will be used to ensure maximum advert of our services to achieve the widest reach possible. This will include the use of advert channels that include the internet, through the creation of a website that will display all our services. also, social media platforms will be used to spread word about our services. the oldest method of advert which remains effective today; the word-of-mouth advertising will be leveraged upon through ensuring that our satisfied clients are encouraged to spread word about our services to their acquaintances and friends. The use of local radio will be included through sponsoring paid adverts.

Conclusion

Valley Choice Energy Corp (dba Valley Choice Energy) is committed to provide our customers with quality products and services. Our investment towards excellence to our customers is deeply rooted in our company's philosophy and is what differentiates us from others in the market. Our efficient and powerful team of professionals challenge themselves and each other to assure that our customers receive dependable services, competitive pricing, and prompt delivery. We strive to be open, honest and ethical so that our suppliers, vendors, and customers continue to come to us for all their energy needs.

EMPLOYEE HANDBOOK

Valley Choice Energy Corp

Effective: 06/01/2021

TABLE OF CONTENTS

| | |
|---|-----------|
| INTRODUCTION | 4 |
| Welcome to Our Company! | 4 |
| Background & History | 4 |
| Handbook Purpose..... | 4 |
| EMPLOYMENT | 5 |
| Equal Employment | 5 |
| Background Checks | 5 |
| At-Will Notice..... | 5 |
| Anniversary Date & Seniority..... | 6 |
| Immigration Law Compliance | 6 |
| Introductory Period..... | 6 |
| Employment Classifications | 7 |
| Personnel Records | 7 |
| Employee References | 8 |
| Job Transfers | 8 |
| Employment of Relatives | 8 |
| CONDUCT AND BEHAVIOR..... | 9 |
| General Conduct Guidelines | 9 |
| Sexual & Other Unlawful Harassment | 10 |
| Abusive Conduct | 12 |
| Complaint Procedure | 13 |
| Corrective Action | 14 |
| COMPENSATION..... | 15 |
| Pay Periods..... | 15 |
| Timekeeping..... | 15 |
| Overtime | 15 |
| Payroll Deductions | 16 |
| Pay Adjustments, Promotions & Demotions | 16 |
| Performance Evaluation | 17 |
| Work Assignments | 17 |
| Expense Reimbursement | 17 |
| Advances & Loans | 20 |
| BENEFITS..... | 21 |
| Holidays..... | 21 |
| Vacation | 21 |
| Sick Leave | 22 |
| Health & Welfare Benefits | 22 |
| Continuation of Benefits..... | 22 |
| Family Medical Leave..... | 23 |
| Temporary Disability Leave..... | 25 |
| Military Leave..... | 25 |
| Jury Service Leave | 26 |

| | |
|---|-----------|
| Witness Leave | 26 |
| Personal Leave of Absence | 26 |
| Bereavement Leave | 26 |
| HEALTH, SAFETY, AND SECURITY | 27 |
| Smoking..... | 27 |
| Drugs & Alcohol | 27 |
| Reasonable Accommodations | 27 |
| Injury and Accident Response and Reporting..... | 28 |
| Workers' Compensation | 29 |
| Workplace Violence & Security..... | 29 |
| Driving Safety | 29 |
| Automobile Accident | 30 |
| Inclement Weather | 31 |
| WORKPLACE GUIDELINES | 32 |
| Hours of Work..... | 32 |
| Off-the-Clock Work | 32 |
| Meal Periods | 32 |
| Rest Periods | 32 |
| Lactation Accommodation | 32 |
| Attendance & Tardiness..... | 32 |
| Personal Appearance & Hygiene | 33 |
| Confidentiality..... | 34 |
| Conflict of Interest | 35 |
| Business Gifts | 35 |
| Outside Activities | 35 |
| Reporting Irregularities..... | 36 |
| Inspections & Searches | 36 |
| Electronic Assets Usage | 36 |
| Bring Your Own Device | 38 |
| Social Media..... | 39 |
| Company Phone Usage & Personal Cell Phones..... | 41 |
| Personal Property | 41 |
| Parking | 41 |
| EMPLOYMENT SEPARATION | 42 |
| Resignation..... | 42 |
| Termination..... | 42 |
| Personal Possessions & Return of Company Property | 42 |
| ACKNOWLEDGEMENT..... | 43 |

INTRODUCTION

WELCOME TO OUR COMPANY!

We're very happy to welcome you to our Company. Thanks for joining us! The Company would like you to feel that your employment with us will be mutually beneficial and enjoyable.

You are joining an organization that has established an outstanding reputation for quality products and services. Credit for this goes to every one of our employees and we hope that you will find satisfaction and take pride in your work here.

BACKGROUND & HISTORY

The Company started...

HANDBOOK PURPOSE

This employee handbook is presented as a matter of information and has been prepared to inform employees about the Company's philosophy, employment practices, policies, and the benefits provided to our valued employees, as well as the conduct expected from them. While this handbook is not intended to be a book of rules and regulations or a contract, it does include some important guidelines which employees should know. Except for the at-will employment provisions, the handbook can be amended at any time.

This employee handbook will not answer every question employees may have, nor would the Company want to restrict the normal question and answer interchange among us. It is in our person-to-person conversations that we can better know each other, express our views, and work together in a harmonious relationship.

We hope this guide will help employees feel comfortable with us. The Company depends on its employees; their success is our success. Please don't hesitate to ask questions. Every manager will gladly answer them. We believe employees will enjoy their work and their fellow employees here. We also believe that employees will find the Company a good place to work.

No one other than authorized management may alter or modify any of the policies in this employee handbook. No statement or promise by a supervisor, manager, or designee is to be interpreted as a change in policy, nor will it constitute an agreement with an employee.

Should any provision in this employee handbook be found to be unenforceable and invalid, such a finding does not invalidate the entire employee handbook, but only the subject provision. Nothing in this handbook is intended to infringe upon employee rights under Section Seven of the National Labor Relations Act (NLRA) or be incompatible with the NLRA.

We ask that employees read this guide carefully, become familiar with the Company and our policies, and refer to it whenever questions arise.

EMPLOYMENT

EQUAL EMPLOYMENT

It is the policy of the Company to provide equal employment opportunities to all qualified individuals and to administer all aspects and conditions of employment without regard to the following:

- Race
- Color
- Age
- Sex
- Sexual orientation
- Gender
- Gender identity
- Religion
- National origin
- Pregnancy
- Genetic information, including family medical history
- Physical or mental disability
- Military or veteran status
- Child or spousal support withholding
- Citizenship and/or immigration status
- Any other protected class, in accordance with applicable federal, state, and local laws

Discriminatory, harassing, or retaliatory behavior is prohibited from coworkers, supervisors, managers, owners, and third parties, including clientele. The Company takes allegations of discrimination, intimidation, harassment and retaliation very seriously and will promptly conduct an investigation when warranted.

Equal employment opportunity includes, but is not limited to, employment, training, promotion, demotion, transfer, leaves of absence and termination.

BACKGROUND CHECKS

Prior to making an offer of employment, or after making a conditional offer, the Company may conduct a job-related background check. The background check may consist of prior employment verification, professional reference checks, education confirmation, criminal background, and/or credit checks, as permitted by law. Third-party services may be hired to perform these checks. All offers of employment and continued employment are contingent upon a satisfactory background check.

AT-WILL NOTICE

Employees are not hired for any definite or specified period of time even though employee wages are paid regularly. Employees are at-will with the Company and their employment can

be terminated at any time, with or without cause and with or without prior notice. Company policy requires all employees to be hired at-will and this policy cannot be changed by any oral modifications. There have been no implied or verbal agreements or promises to an employee that they will be discharged only under certain circumstances or after certain procedures are followed. There is no implied employment contract created by this handbook or any other Company document or written or verbal statement or policy.

ANNIVERSARY DATE & SENIORITY

The employee's date of hire is their official employment anniversary date. Seniority is the length of continuous service commencing on the date of hire at the Company. Should employees leave the Company's employment and then be rehired, previously accrued seniority will be forfeited and seniority will begin to accrue again on the date of rehire. With the exception of certain protected leaves and paid time off, seniority does not accrue during leaves of absence without pay or leaves of absence that exceed 30 calendar days.

IMMIGRATION LAW COMPLIANCE

All individuals hired by the Company will be required to establish and certify their identity and right to work in the United States. Each individual employed by the Company will be required to complete Section 1 of Form I-9 on their first day of employment, and produce, within three business days, proof of their identity and eligibility to work in the United States.

INTRODUCTORY PERIOD

The employee's first 90 days of employment with the Company are considered an introductory period. This introductory period will be a time for getting to know fellow employees, managers and the tasks involved in the position, as well as becoming familiar with the Company's products and services. The supervisor or manager will work closely with each employee to help them understand the needs and processes of their job.

This introductory period is a try-out time for the employee and the Company. During this introductory period, the Company will evaluate employees' suitability for employment and employees can evaluate the Company as well. At any time during this first 90 days, employees may resign. If, during this period, employee work habits, attitude, attendance, performance or other relevant factors do not measure up to our standards, the Company may terminate employment.

At the end of the introductory period, the supervisor or manager will discuss each employee's job performance with them. During the course of the discussion, employees are encouraged to give their comments and ideas as well.

Completion of the introductory period does not guarantee continued employment for any specified period of time, nor does it require that an employee be discharged only for cause. Completion of the introductory period also does not imply that employees now have a contract of employment with the Company, other than at-will. Successful completion of the introductory period does not alter the at-will employment relationship.

A former employee who has been rehired after a separation from the Company of more than one year is considered an introductory employee during their first 90 days following rehire.

EMPLOYMENT CLASSIFICATIONS

The Company has established the following employee classifications for compensation and benefit purposes only. An employee's supervisor or manager will inform the employee of their classification, status, and responsibilities at the time of hire, rehire, promotion or at any time a change in status occurs. These classifications do not alter the employment at-will status.

Regular Full-Time Employee

An employee who is scheduled to work no less than 100% of the scheduled work hours in a workweek on a fixed work schedule (not less than 40 hours). The employee may be exempt or non-exempt and is generally eligible for all employment benefits offered by the Company.

Regular Part-Time Employee

An employee who is scheduled to work less than 40 hours in a workweek and may be eligible for some benefits.

Temporary Employee

An employee who is scheduled to work on a specific need of the Company. The employee will not receive any benefits unless specifically authorized in writing.

Exempt

Employees whose positions meet specific tests established by the Fair Labor Standards Act (FLSA) and applicable state law and who are exempt from overtime pay requirements. The basic premise of exempt status is that the exempt employee is to work the hours required to meet their work responsibilities.

Non-Exempt

Employees whose positions do not meet FLSA and state exemption tests and who are paid a multiple of their regular rate of pay for overtime hours worked. Unless notified otherwise in writing by management, all employees of the Company are non-exempt.

PERSONNEL RECORDS

The Company will maintain various employment files while individuals remain an employee of the Company. Examples of these files are employee personnel files, attendance files, I-9 files and files for medical purposes. If any changes with respect to personal information, such as a change in home address and telephone number or a change of name occur, employees are required to notify their supervisor or manager so the appropriate updates can be made to the files. The Company will take reasonable precautions to protect employee files and employee personally identifiable information in its records.

Employee files have restricted access. Employees, their supervisor or manager, or their designated agents, may have access to those personnel files. In the event that an employee wishes to review their personnel file, they must do so in the presence of a supervisor or manager. Employees may review their personnel file by making a written request to their supervisor or manager. The written request will become a permanent part of the personnel file.

EMPLOYEE REFERENCES

The Company makes strict provisions regarding information provided to people outside the Company for current and former employees. This information is restricted to the employment dates and positions held in the Company for that person. This is done to protect the Company and its employees. This information will only be released by authorized management.

JOB TRANSFERS

Management reserves the right to place employees where, and in whatever jobs it deems necessary. All job transfers, job changes, reassignments, promotions or lateral transfers are solely decided by the Company.

EMPLOYMENT OF RELATIVES

The Company does not have a general prohibition against hiring relatives. However, a few restrictions have been established to help prevent problems of harassment, safety, security, supervision and morale.

Close family members generally may not be hired or transferred into positions where they have access to sensitive information regarding a close family member, or if there is an actual or apparent conflict of interest (including but not limited to establishing an immediate supervisor/employee relationship).

These restrictions apply to the following degrees of relationships, whether established by blood, marriage, or other legal action: spouse, domestic partner (including parties to a civil union), child, step-child, parent, step-parent, sibling, grandparent, grandchild, parent-in-law, son-in-law, daughter-in-law, sister-in-law, brother-in-law, aunt, uncle, nephew, niece, cousin, or relations of the same degree of a domestic partner. This policy also applies to romantic relationships.

If marriage or other action creates these kinds of relationships, one of the employees affected must give up that position by the end of the fiscal year or within six months from the date the relationship was established (whichever is the greater period). The employees will be permitted to determine which of them will resign. If the employees cannot make a decision, the Company will decide who will remain in the position. At the sole discretion of the Company, either or both of the employees may be allowed to transfer to other positions within the Company.

CONDUCT AND BEHAVIOR

GENERAL CONDUCT GUIDELINES

Orderly and efficient operation of the Company requires that employees maintain proper standards of conduct and observe certain procedures. These guidelines are provided for informational purposes only and are not intended to be all-inclusive. Nothing here is intended or will be construed to change or replace, in any manner, the "at-will" employment relationship between the Company and the employee. Nothing here is intended to infringe upon employee rights under Section 7 of the National Labor Relations Act (NLRA). The Company views the following as inappropriate behavior:

1. Failure to follow the policies outlined in this handbook.
2. Negligence, carelessness or inconsiderate treatment of Company clients and/or their matters/files.
3. Theft, misappropriation or unauthorized possession or use of property, documents, records or funds belonging to the Company, or any client or employee; removal of same from Company premises without authorization.
4. Divulging trade secrets or other confidential business information to any unauthorized person(s) or to others without an official need to know.
5. Obtaining unauthorized confidential information pertaining to clients or employees.
6. Changing or falsifying client records, Company records, personnel or pay records, including time sheets without authorization.
7. Willfully or carelessly damaging, defacing or mishandling property of a client, the Company or other employees.
8. Taking or giving bribes of any nature, or anything of value, as an inducement to obtain special treatment, to provide confidential information or to obtain a position. Acceptance of any gratuities or gifts must be reported to a supervisor or manager.
9. Entering Company premises without authorization.
10. Willfully or carelessly violating security, safety, or fire prevention equipment or regulations.
11. Unauthorized use of a personal vehicle for Company business.
12. Conduct that is illegal under federal, state, or local law.
13. Creating a disturbance on Company premises.
14. Use of abusive language.
15. Any rude, discourteous or un-businesslike behavior, on or off Company premises, which is not protected by Section Seven of the National Labor Relations Act (NLRA) and which adversely affects the Company services, operations, property, reputation or goodwill in the community or interferes with work.
16. Insubordination or refusing to follow instructions from a supervisor or manager; refusal or unwillingness to accept a job assignment or to perform job requirements.
17. Failure to observe scheduled work hours, failure to contact a supervisor or manager in the event of illness or any absence within 30 minutes of the scheduled start of work; failure to report to work when scheduled; abuse of sick leave or any other leave of absence.

18. Leaving the office during scheduled work hours without permission; unauthorized absence from assigned work area during regularly scheduled work hours.
19. Sleeping during regular working hours.
20. Recording time for another employee or having time recorded to or by another employee.
21. Use or possession of intoxicating beverages or illegal use or possession of narcotics, marijuana or drugs (under state, federal or local laws), on Company premises during working hours or reporting to work under the influence of intoxicants or drugs so as to interfere with job performance, or having any detectable amount of illegal drugs in an employee's system.
22. Unauthorized possession of a weapon on Company premises.
23. Illegal gambling on Company premises.
24. Soliciting, collecting money, vending, and posting or distributing bills or pamphlets during working hours in work areas. These activities are closely controlled in order to prevent disruption of Company services and to avoid unauthorized implication of Company sponsorship or approval. However, this general rule is not intended to hinder or in any way curtail the rights of free speech or free expression of ideas. Therefore, such activity by employees during non-working time, including meal and rest periods, is not restricted so long as such activity does not interfere with the orderly and regular conduct of the Company business, is lawful, in good taste, conducted in an orderly manner, and does not create safety hazards or violate general good housekeeping practices. Any person who is not an employee of the Company is prohibited from any and all forms of solicitation, collecting money, vending, and posting or distributing bills or pamphlets on Company property at all times.
25. Falsification of one's employment application, medical or employment history.

SEXUAL & OTHER UNLAWFUL HARASSMENT

Sexual harassment and unlawful harassment are prohibited behavior and against Company policy. The Company is committed to providing a work environment free of inappropriate and disrespectful behavior, intimidation, communications and other conduct directed at an individual because of their sex, including conduct that may be defined as sexual harassment.

Applicable federal and state law defines sexual harassment as unwanted sexual advances, requests for sexual favors, or visual, verbal, or physical conduct of a sexual nature when: (1) submission of the conduct is made a term or condition of employment; or (2) submission to or rejection of the conduct is used as basis for employment decisions affecting the individual; or (3) the conduct has the purpose or effect of unreasonably interfering with the employees work performance or creating an intimidating, hostile, or offensive working environment. The following list contains examples of prohibited conduct. They include, but are not limited to:

- Unwanted sexual advances;
- Offering employment benefits in exchange for sexual favors;
- Making or threatening reprisals after a negative response to sexual advances;

- Visual conduct such as leering, making sexual gestures, or displaying sexually suggestive objects, pictures, cartoons, or posters;
- Verbal conduct such as making or using derogatory comments, epithets, slurs, sexually explicit jokes, or comments about any employee's body or dress;
- Verbal abuse of a sexual nature, graphic verbal commentary about an individual's body, sexually degrading words to describe an individual, or suggestive or obscene letters, notes, or invitations;
- Physical conduct such as touching, assault, or impeding and/or blocking movements;
- Retaliation for reporting harassment or threatening to report harassment.

Sexual harassment on the job is unlawful whether it involves coworker harassment, harassment by a manager, or harassment by persons doing business with or for the Company, such as clients, customers or vendors.

Other Types of Harassment

Prohibited harassment on the basis of race, color, religion, national origin, ancestry, physical or mental disability, veteran status, age, or any other basis protected under local, state or federal law, includes behavior similar to sexual harassment, such as:

- Verbal conduct such as threats, epithets, derogatory comments, or slurs;
- Visual conduct such as derogatory posters, photographs, cartoons, drawings, or gestures;
- Physical conduct such as assault, unwanted touching, or blocking normal movement;
- Retaliation for reporting harassment or threatening to report harassment.

Retaliation

It is against Company policy and unlawful to retaliate in any way against anyone who has lodged a harassment complaint, has expressed a concern about harassment, including sexual harassment, or has cooperated in a harassment investigation. Therefore, the initiation of a complaint, in good faith, will not under any circumstances be grounds for disciplinary action.

Enforcement

All managers and supervisors are responsible for:

- Implementing the Company policy on harassment, which includes, but is not limited to, sexual harassment and retaliation;
- Ensuring that all employees they supervise have knowledge of and understand the Company policy;
- Reporting any complaints of misconduct to the designated company representative so they may be investigated and resolved internally;
- Taking and/or assisting in prompt and appropriate corrective action when necessary to ensure compliance with the policy; and;
- Conducting themselves in a manner consistent with the policy.

Harassment Complaint Procedure

The Company's complaint procedure provides for an immediate, thorough and objective investigation of any claim of unlawful or prohibited harassment, appropriate disciplinary action against one found to have engaged in prohibited harassment, and appropriate remedies for any victim of harassment. A claim of harassment may exist even if the employee has not lost a job or some economic benefit.

Anyone who has been subjected to the conduct prohibited under this policy, or who has knowledge of such conduct, should report this information following the normal Complaint Procedure as soon as possible. However, employees are not required to report any prohibited conduct to a supervisor who may be hostile, who has engaged in such conduct, who is a close associate of the person who has engaged in the conduct in question or with whom the employee is uncomfortable discussing such matters. Complaints regarding harassment or retaliation may be oral or in writing. Any individual who makes a complaint that is demonstrated to be intentionally false may be subject to discipline, up to and including termination.

All reported incidents of prohibited harassment will be promptly investigated. When the investigation is complete, a determination regarding the reported harassment will be made and communicated to the employee who complained and to the accused harasser. During the investigation, confidentiality will be preserved to the fullest extent possible without compromising the Company's ability to conduct a good faith and thorough investigation.

If the Company determines that prohibited harassment has occurred, the Company will take effective remedial action commensurate with the circumstances. Appropriate action will also be taken to deter any future harassment. If a complaint of prohibited harassment is substantiated, appropriate disciplinary action, up to and including discharge, will be taken.

The Company recognizes that actions that were not intended to be offensive may be taken as such. An employee who believes that they have been subjected to sexual harassment by anyone is encouraged, but not required, to promptly tell the person that the conduct is unwelcome and ask the person to immediately stop the conduct. A person who receives such a request must summarily comply with it and must not retaliate against the employee for rejecting the conduct. The Company encourages, but does not require, individuals to take this step before utilizing the above Complaint Procedure.

ABUSIVE CONDUCT

Abusive conduct means malicious conduct of an employer or employee in the workplace that a reasonable person would find hostile, offensive, and unrelated to an employer's legitimate business interests. Abusive conduct may include repeated infliction of verbal abuse, such as the use of derogatory remarks, insults, and epithets, verbal or physical conduct that a reasonable person would find threatening, intimidating, or humiliating, or the gratuitous sabotage or

undermining of a person's work performance. A single act will generally not constitute abusive conduct, unless especially severe and egregious.

The Company considers abusive conduct in the workplace unacceptable and will not tolerate it under any circumstances. Employees should report any abusive conduct to a supervisor or manager with whom employees are comfortable speaking. Supervisors and managers are to assume the responsibility to ensure employees are not subjected to abusive conduct. All complaints will be treated seriously and investigated promptly. During the investigation process the Company will attempt to maintain confidentiality to the fullest extent possible.

It is a violation of Company policy to retaliate or otherwise victimize an employee who makes a complaint or a witness who serves in the investigation of the abusive conduct allegation.

COMPLAINT PROCEDURE

The Company subscribes to the open door policy. Employees may bring a particular complaint to their supervisor or manager for resolution. When matters cannot be handled on an informal basis, the Company has established a formal procedure for a fair review of any work related controversy, dispute or misunderstanding. A complaint may be brought by one or more employees concerning any work-related problem where the complaint has not been satisfactorily resolved in an informal manner. Employees may skip to Step 2 if the complaint is related to their supervisor or manager or if the employee feels they would not provide an impartial resolution to the problem.

Step 1

The complaint should be submitted in writing to a supervisor, manager or designee within three working days of the incident. A written request for a meeting must be submitted simultaneously. Generally, a meeting will be held within three working days of the employee's request depending upon scheduling availability. Witnesses will be allowed as necessary. If the problem is not resolved during this meeting the supervisor, manager or designee will give the employee a written resolution within three working days. If the employee is not satisfied, the employee may proceed to Step 2.

Step 2

If the employee is not satisfied after Step 1, the employee may submit a written request for review of the complaint and Step 1 solution to the _____ or their designee. Such a request should be made within three working days following the receipt of the Step 1 resolution. The _____ or appointed representative will review the complaint and proposed solution and may call a further meeting to explore the problem. This meeting is to be attended by the employee concerned, the employee's supervisor or manager (if appropriate), and any other employee of the Company whom the aggrieved employee chooses. The _____ or appointed representative will render the final decision within 10 working days after receiving the Step 2 request, assuming scheduling availability. The decision will be given to the employee in writing and will become part of the employee's personnel file.

CORRECTIVE ACTION

A high level of job performance is expected of each and every employee. In the event that an employee's job performance does not meet the standards established for the position, employees should seek assistance from their supervisor or manager to attain an acceptable level of performance. If employees fail to respond to or fail to make positive efforts toward improvement, corrective action may ensue, including termination of employment.

It is the policy of the Company to regard discipline as an instrument for developing total job performance rather than as punishment. Corrective action is one tool the Company may select to enhance job performance. The Company is not required to take any disciplinary action before making an adverse employment decision, including discharge. Corrective action may be in the form of a written or oral reprimand, notice of inadequate job performance, suspension, discharge or in any combination of the above, if the Company so elects. The Company reserves its prerogative to discipline, and the manner and form of discipline, at its sole discretion.

If employees violate established Company procedures, guidelines, or exhibit behavior that violates commonly accepted standards of honesty and integrity or creates an appearance of impropriety, the Company may elect to administer disciplinary action.

COMPENSATION

PAY PERIODS

The standard workweek for the Company will begin at 12:00 a.m. Monday and end at midnight the following Sunday.

The designated pay period for all employees is semi-monthly and paydays are on _____. Except as otherwise provided, if any date of paycheck distribution falls on a Saturday, Sunday or holiday, employees will be paid on the preceding scheduled workday.

TIMEKEEPING

All non-exempt employees are required to use the time clock system to record their hours worked. Should an employee miss an entry into the timekeeping system, the employee will notify their manager as soon possible for correction. Employees may not ask another employee to clock in or out for them.

Employees should clock in no sooner than five minutes before their scheduled shift and clock out no later than five minutes after their scheduled shift. Additionally, employees are required to clock in and out for their designated lunch periods, which are unpaid time when employees are relieved of all duties. The length of an employee's lunch period should be approved by their manager. Waiver of the lunch period requires prior approval of the employee's manager.

Non-exempt employees are not permitted to work overtime or unscheduled time without prior authorization from their manager. This includes clocking in early, clocking out late, and working through the scheduled lunch period.

Accurate time reporting is a federal and state wage and hour requirement, and employees are required to comply. Failing to enter time into the timekeeping system in an accurate and timely manner is unacceptable job performance.

OVERTIME

The Company complies with all applicable federal and state laws with regard to payment of overtime work.

Non-exempt employees are paid overtime at the rate of one and one-half times the regular rate of pay for all hours worked over 40 in a workweek.

Employees are required to work overtime when assigned. Any overtime worked must be authorized by a supervisor or manager, in advance. Working unauthorized overtime or the refusal or unavailability to work overtime is not acceptable work performance, and is subject to discipline, including but not limited to termination.

PAYROLL DEDUCTIONS

The Company is required by law to make certain deductions from all employees' paychecks. Such deductions include federal, state, and local taxes and court-ordered wage garnishments. Voluntary deductions might include premiums for benefits, retirement plan contributions, and disability insurance.

Exempt Employee Payroll Deductions

The Company complies with the salary basis requirements of the Fair Labor Standards Act (FLSA) and does not make improper deductions from the salaries of exempt employees. Exempt employees are those employed in a *bona fide* executive, administrative or professional capacity and who are exempt from the FLSA's overtime pay requirements.

There are certain circumstances where deductions from the salaries of exempt employees are permissible. Such circumstances include:

- When an exempt employee is absent from work for one or more full days for personal reasons other than sickness or disability;
- When an exempt employee is absent for one or more full days due to sickness or disability if the deduction is made in accordance with a bona fide plan, policy or practice of providing compensation for salary lost due to illness;
- To offset amounts received as witness or jury fees, or for military pay;
- For unpaid disciplinary suspensions of one or more full days imposed in good faith for workplace conduct rule infractions

The Company is not required to pay the full salary in the initial or terminal week of employment; for weeks in which an exempt employee takes unpaid leave under the Family and Medical Leave Act, if applicable; or for penalties imposed in good faith for infraction of safety rules of major significance. In these circumstances, either partial day or full day deductions may be made.

What to Do if an Improper Deduction Occurs

If you believe that an improper deduction has been made, you should immediately report this information to your direct supervisor, or to the person responsible for payroll processing.

Reports of improper deductions will be promptly investigated. If it is determined that an improper deduction has occurred, you will be promptly reimbursed for any improper deduction made.

PAY ADJUSTMENTS, PROMOTIONS & DEMOTIONS

The Company is most interested in providing maximum opportunity for employee advancement within the Company, if advancement opportunities are available. Accordingly, present employees of the Company may be considered for promotions and may be preferred for promotion before any new employees are hired to fill vacancies that may arise. Of course, the

Company retains sole discretion to determine the factors to be applied in any promotion decision, and the relative weight of the factors.

All pay increases are based upon merit, market factors, and the profitability of the Company. There may not be an automatic annual cost of living or salary adjustment.

Employees pay also may be adjusted downward. Salary decreases may take place when there is job restructuring, job duty changes, job transfers or adverse business economic conditions.

Demotion is a reduction in responsibility, usually accompanied by a reduction in salary. If and when a demotion occurs, employees may maintain their seniority with the Company.

PERFORMANCE EVALUATION

Employees will generally receive an appraisal of their job performance annually. This evaluation may be either written or oral. Such evaluation may not occur at exactly the same time each year, but thereabout, at the discretion of the supervisor or manager.

If in this appraisal employees are given an evaluation sheet or other written document, employees will be required to sign it. An employee's signature does not necessarily indicate that the employee agrees with all the comments, but merely that the employee has been given the opportunity to examine the evaluation and fully discuss the contents of it with their supervisor or manager. The completed and signed evaluation form will be placed in the employee's personnel file and the employee will receive a copy of the performance evaluation.

In addition to any formal review, informal counseling sessions may be conducted from time to time.

WORK ASSIGNMENTS

In addition to specific duties that come with an individual's job responsibilities, each job also includes "other duties as assigned." From time to time, employees may be required to perform duties or tasks of a fellow employee who is absent or for a position that is temporarily vacant. Employees will be compensated at their regular rate of pay while performing other assigned duties on a temporary basis.

EXPENSE REIMBURSEMENT

This policy establishes the reimbursement procedures for travel, entertainment, and other business expenses ("business expenses") incurred during the conduct of Company business. It is Company policy to reimburse employees for ordinary, necessary, and reasonable expenses when directly related to the transaction of Company business. Directly related means:

- There is the expectation of deriving some current or future benefit for the Company
- The employee is actively engaged in a business meeting or activity necessary to the performance of the employee's job duties, or
- There is a clear business purpose for entertainment

Employees are expected to exercise prudent business judgment regarding expenses covered by this policy. Reimbursement for expenses that are outside the scope of this policy requires the prior written approval of management.

The following expenses may be reimbursable under this policy:

- Lodging
- Travel expenses including airfare, reasonable airline luggage fees, train fare, bus, taxi, and related tips
- Meals, including tips between 15-20%
- Business telephone calls
- Laundry and/or dry cleaning expenses during trips in excess of five days
- Car rental
- Personal mileage
- Tolls
- Conference and convention fees
- Business entertainment expenses
- Parking
- Other reasonable and necessary business expenses, not specifically excluded by this policy, and with prior approval

Employees who utilize personal cars for business travel will be reimbursed at the per mile rate established annually by the Company.

The following expenses are not reimbursable under this policy:

- Child care costs
- Airline club dues
- Barber/hairstylist
- Toiletries
- Traffic fines
- Tips in excess of 20%
- In-flight movies or refreshments
- Hotel room movies and other forms of personal entertainment
- Luggage, briefcases
- Alcohol
- First class airfare

No policy can anticipate every situation that might give rise to legitimate business expenses. Reasonable and necessary expenses not listed above may be incurred. When prior approval is required, managers are responsible for using professional judgment to determine if an unlisted expense is reimbursable under this policy.

Credit Cards

The Company-issued credit cards are to be used for purchases on behalf of the Company and for any travel expenses incurred while traveling on Company business only. At no time may an employee who is in possession of a Company issued credit card use this card for purchases intended for personal use.

All expense reporting guidelines are to be followed for submitting expenses charged to the Company issued credit card.

Documentation

Requests for reimbursement of business expenses and requests for payment of credit card bills must be submitted on the appropriate form.

While original receipts are recommended for all expenses submitted for reimbursement, they are required for all expenses greater than \$25.00. Requests for exceptions to this policy should document extenuating circumstances and be approved by management.

The Company complies with IRS regulations which require that all business expenses be substantiated with adequate records. This substantiation must include information relating to:

- The amount of the expenditure
- The time and place of the expenditure
- The business purpose of the expenditure
- The names and the business relationships of individuals for whom the expenditures were made

Requests for reimbursement lacking this information will not be processed and will be returned to the originator.

Approvals

Expense reimbursement forms, together with required documentation, must be submitted to the employee's immediate supervisor for review and signature approval. In the absence of the immediate supervisor, approval from the next higher level of supervision is required. Upper management may approve expense reimbursement if the above mentioned supervisory approvals cannot be obtained due to the supervisors' absences.

Once the expense reimbursement has been approved by the employee's manager it should be submitted for processing no later than 30 days after the expenses occurred. Supervisors approving expense reports are responsible to ensure the following:

- Expenses reported are proper and reimbursable under this policy
- The expense report has been filled out accurately and with the required documentation

- The expenses are reasonable and necessary

ADVANCES & LOANS

The Company does not give salary advances or loans to its employees.

BENEFITS

HOLIDAYS

Regular full-time employees are entitled to the following paid holidays observed by the Company:

| Holiday | Date(s) |
|-----------------------------------|--|
| New Year's Day | January 1 st |
| Martin Luther King Jr.'s Birthday | Third Monday in January |
| President's Day | Third Monday in February |
| Memorial Day | Last Monday in May |
| Independence Day | July 4 th |
| Labor Day | First Monday in September |
| Thanksgiving | Fourth Thursday in November & following Friday |
| Christmas | December 25 th |

Other days or parts of days may be designated as holidays with or without pay. No holiday pay will be paid to an employee who is on an unpaid status, on any leave or absent due to workers' compensation. If a holiday falls on a Sunday, the holiday may be observed on the following Monday. If the holiday falls on a Saturday, the holiday may be observed on the preceding Friday.

VACATION

Vacations provide a break beneficial to both the Company and the employee. Therefore, employees are encouraged to take vacations annually. All full-time regular employees will accrue paid vacations according to the following schedule.

| Employment Years | Vacation Earned |
|-------------------------|------------------------|
| Years 1 – 5 | 2 weeks |
| Years 6 – 10 | 3 weeks |
| Years 11 + | 4 weeks |

Vacation begins to accrue immediately on a pay period basis and may be used following completion of the employee's introductory period. Vacation time no longer accrues once that employee's accrual reaches a level twice the annual amount they are eligible to accrue at that time. When that point is reached the employee must take vacation to begin accruing again. Employees may carryover all unused vacation up to the accrual cap each year.

Employees are not paid wages in lieu of unused vacation time. All accrued vacation not taken at the time an employee leaves employment will be forfeit upon departure unless payout is required by state law.

Vacations need to be scheduled with the appropriate manager with sufficient notice so as to not disrupt the workplace.

SICK LEAVE

Sick leave may be used for illnesses, doctor or dental appointments. All full-time regular employees are eligible to receive a maximum of five days of paid sick leave per calendar year.

To be eligible for paid sick leave, employees must provide proper notification of absence as discussed under the Attendance & Tardiness policy. Employees must give this notification for each day they are absent. Employees may be required to submit, in writing, the reason or reasons for their continued sick leave, the estimated date of return, and whether any supplemental income payments are being received or whether application for them is pending. In the case of certain absences in excess of three consecutive work days, the Company may request a note from the employee's doctor.

If an employee's absence extends beyond the period of accrued sick leave, the employee may submit a request for a leave of absence. In such cases a written statement from the treating doctor may be required stating the employee's ability to return to their regular duties before they are allowed to return to work.

Any unused sick days may be carried over to a maximum of five days each year. Unused sick days will be forfeit upon employment separation.

HEALTH & WELFARE BENEFITS

The Company complies with all applicable federal and state laws with regard to benefits administration. All regular employees scheduled and generally working 30 or more hours a week are entitled to health insurance and other company-sponsored benefits, as may be in effect from time to time. The Company reserves the right to change or terminate health plans or other benefits at any time.

New full-time employees joining the Company will be eligible for coverage 90 calendar days from the date of employment.

CONTINUATION OF BENEFITS

Under the federal Consolidated Omnibus Budget Reconciliation Act (COBRA), employees may be allowed to continue their health insurance benefits, at the employee's expense, for up to 18 months after experiencing a qualifying event as outlined below. Longer periods of coverage may be available dependent upon the qualifying event.

To qualify for COBRA continuation coverage, an employee must have a qualifying event that causes the employee to lose group health coverage. The following are qualifying events for:

Employees

- Voluntary or involuntary termination of employment for reasons other than gross misconduct
- Reduction in numbers of hours worked

Spouses

- Loss of coverage by the employee because of one of the qualifying events listed above
- Covered employee becomes eligible for Medicare
- Divorce or legal separation of the covered employee
- Death of the covered employee

Dependent Children

- Loss of coverage because of any of the qualifying events listed for spouses
- Loss of status as a dependent child under the plan rules

FAMILY MEDICAL LEAVE

The federal Family & Medical Leave Act provides eligible employees with unpaid leave under certain circumstances. The following provides a general overview of two types of leave available, including the basic 12-week leave entitlement (Basic FMLA Leave), as well as military family leave entitlements (Military Family Leave). Employees with any further questions about their eligibility for FMLA leave should contact Human Resources for more information.

Employees are eligible for FMLA leave if they:

1. Have worked for the Company for at least 12 months in the last seven years;
2. Have worked at least 1,250 hours for the Company during the 12 calendar months immediately preceding the request for leave; and
3. Are employed at a work site that has 50 or more employees within a 75-mile radius

Basic FMLA Leave

Employees who meet the eligibility requirements described above are eligible to take up to 12 weeks of unpaid leave during any 12-month period for one of the following reasons:

- To care for the employee's son or daughter during the first 12 months following birth
- To care for a child during the first 12 months following placement with the employee for adoption or foster care
- To care for a spouse, son, daughter, or parent with a serious health condition
- For incapacity due to the employee's pregnancy, prenatal medical or child birth
- Because of the employee's own serious health condition that renders the employee unable to perform an essential function of their position

Military Family Leave

There are two types of Military Family Leave available:

Qualifying exigency leave. Employees meeting the eligibility requirements described above may be entitled to use up to 12 weeks of their Basic FMLA Leave entitlement to address certain qualifying exigencies. Leave may be used if the employee's spouse, son, or daughter is on active duty or called to active duty status in the National Guard or Reserves in support of a contingency operation or deployment overseas with the armed forces. Qualifying exigencies may include:

- Short-notice deployment (up to seven days of leave)
- Attending certain military events
- Arranging for alternative childcare
- Addressing certain financial and legal arrangements
- Periods of rest and recuperation for the service member (up to 15 days of leave)
- Parental care
- Attending certain counseling sessions
- Attending post-deployment activities (available for up to 90 days after the termination of the covered service member's active duty status)
- Other activities arising out of the service member's active duty or call to active duty and agreed upon by the Company and the employee

Leave to care for a covered service member. There is also a special leave entitlement that permits employees who meet the eligibility requirements for FMLA leave to take up to 26 weeks of leave to care for a covered service member during a single 12-month period. A covered service member is a current member of the Armed Forces, including a member of the National Guard or Reserves, who has been rendered medically unfit to perform their duties due to a serious injury or illness incurred in the line of duty or while on active duty, and/or pre-existing injuries or illnesses that were aggravated in the line of duty, that may render the service member medically unfit to perform their duties for which the service member is undergoing medical treatment, recuperation, or therapy; or is in outpatient status; or is on the temporary disability retired list. In addition, leave will be provided to eligible family members of certain veterans receiving medical treatment, recuperation, or therapy if the veteran was a member of the Armed Forces at any time during the five year period preceding the date of the medical treatment, recuperation, or therapy.

Notice

Employees taking FMLA should provide as much notice as practicable. When the need for leave is foreseeable, 30 days' advance notice is requested. Employees should make effort to schedule FMLA leave in the least disruptive manner so as not to affect operations. An employee who is taking FMLA leave may be required to report periodically to the Company regarding their status and intent to return to work. An employee who fails to return to work at the expiration of the leave without an approved extension will be considered to have resigned. After the leave, the employee must be restored to the same or essentially-same position held before the leave.

Health Care Benefits

If applicable, health care benefits will be maintained during the leave. The employee is responsible for their portion of the medical insurance premium cost, if any. Failure to pay the employee portion of the health insurance premiums in advance may result in the termination of coverage. If eligible, the employee will receive notification of continuation of benefits.

The Company reserves the right to seek reimbursement from the employee for the medical insurance premiums paid by the Company on behalf of the employee while the employee was on FMLA leave if the employee fails to return from FMLA leave for reasons other than the continuation, recurrence or onset of a serious health condition of the employee or the employee's family member, which would otherwise entitle the employee to leave under the FMLA or other circumstances beyond the employee's control.

TEMPORARY DISABILITY LEAVE

The Company recognizes that a temporary disability may preclude an employee's attendance at work. In such cases, the Company does not have a predetermined specified period of time in which this unpaid leave is granted. Rather, the Company will attempt to reasonably accommodate the needs of the employee as well as the needs of the Company. If a leave is granted, any extensions will be subject to the same considerations.

Employees that request a temporary disability leave must do so in writing. That request should be accompanied by a doctor's statement identifying the temporary disability, the date and the estimated date of return and, where appropriate, diagnosis and prognosis. At any time during a temporary leave, the supervisor or manager may request that employees furnish a written statement of their health. Prior to returning to employment with the Company, employees will be required to submit written medical certification of their ability to work, including any restrictions. Upon returning to work, if employees qualify, they will be reinstated to their former position or one that is substantially the same, depending upon the availability of any position at that time.

The Company observes and complies with all federal and state medical leave regulations that pertain to our employees. This includes federal and any state leave provisions that might apply.

Any unused accrued sick leave must be used prior to the effective date of the temporary disability leave, except for pregnancy disability leave. Employees may request payment of any accrued but unused paid vacation time prior to the effective date of the temporary disability leave.

MILITARY LEAVE

If employees are on an extended military leave of absence, they are entitled to be restored to their previously held position or similar position, if available, without loss of any rights, privileges or benefits provided the employee meets the requirements specified in the Uniformed Services Employment and Reemployment Rights Act (USERRA).

An employee who is a member of the reserve corps of the armed forces of the United States or of the National Guard or the Naval Militia will be granted temporary leave of absence without pay while engaged in military duty as required by state employment law. A letter from the employee's commanding officer is required to establish the dates of duty.

JURY SERVICE LEAVE

If an employee is summoned to report for jury duty, they will be granted a leave of absence without pay when the employee notifies and submits a copy of the original summons for jury duty to their supervisor or manager. The Company reserves the right to request that they seek to be excused from or request postponement of jury service if the absence from work would create a hardship to the Company.

Employees are to report to work on any day, or portion thereof that is not actually spent in the performance of jury service. For each week of jury duty, a certificate of jury service must be certified by the Court and filed with the Company no later than Wednesday of the following week.

Any fees received for jury duty, including travel fees, are to be retained by the employee. The leave is unpaid. Exempt employees will be paid in accordance with the Fair Labor Standards Act (FLSA) requirements.

WITNESS LEAVE

If an employee is absent from work to serve as a witness or to appear as the victim in a criminal case, the employee will be granted leave without pay for such time as it is necessary to comply with the request. The Company may require proof of the need for leave.

PERSONAL LEAVE OF ABSENCE

Once an employee has been employed as a full-time regular employee of the Company for 90 days they may request a personal leave of absence without pay. The employee must submit their request in writing and state the date the leave is to begin, the date of return to work, and the reasons for the leave. The employee will receive either written approval or denial of the request. If approved, employees must use their leave of absence for the approved reason or purpose. Sick leave, vacation time, seniority, and other benefits are not earned during an unpaid leave of absence. Any paid holidays that fall within the leave of absence are not paid. If an employee fails to return to work on the scheduled date of return, the employee will be considered to have abandoned their position and voluntarily terminated their employment.

BEREAVEMENT LEAVE

A full-time employee of the Company may request a leave of absence with pay for a maximum of three consecutive working days upon the death of a member of their immediate family. Members of the immediate family are defined as parents, spouse, domestic partner, child, sibling, grandparent, grandchild, parent-in-law, and corresponding step-relatives. Proof of death may be required.

HEALTH, SAFETY, AND SECURITY

SMOKING

Smoking is not permitted in any Company buildings, facilities, work sites, or vehicles. Employees wishing to smoke may do so during their break times, in designated areas, away from intake vents, and in accordance with local ordinances.

DRUGS & ALCOHOL

The Company is dedicated to providing employees with a workplace that is free of drugs and alcohol. For the safety of our employees and clients, the Company reserves the right to test any employee for the use of illegal drugs, marijuana, or alcohol under state, federal, or local laws. This may be done in cases where the employee's job carries a risk of injury or accident due to such use, or if there is an apparent inability to perform the duties required of that position. Specific jobs may, at the Company's discretion, require regular drug testing. Drug or alcohol tests may be conducted after an accident or with reasonable suspicion of impairment while on the job. Under those circumstances the employee may be driven to a certified lab for the test at the Company's expense.

Any employee found to use, sell, possess or distribute drugs that are illegal under state, federal or local laws, including marijuana, or any unauthorized drugs (including excessive quantities of prescription or over-the-counter drugs) while on the Company premises, performing Company-related duties, or while operating any Company equipment is subject to disciplinary action, up to and including termination of employment. Any suspected illegal drugs confiscated will be turned over to the appropriate law enforcement agency.

Any employee taking medication should consult a medical professional to determine whether the drug may affect their personal safety or ability to perform the essential functions of the job and should advise their supervisor or manager of any job limitations. Upon notification of job limitations, the Company will make reasonable efforts to accommodate the limitation.

The moderate use of alcohol at Company approved meetings, with business meals, travel, and entertainment or in an appropriate social setting is not prohibited by this policy.

To the extent any federal, state or local law, rule, or regulation limits or prohibits the application of any provision of this policy, then to the minimum extent necessary and only for that geographical area, this policy is deemed to be amended in compliance.

REASONABLE ACCOMMODATIONS

It is the policy of the Company to comply with all the relevant and applicable provisions of the federal Americans with Disabilities Act (ADA) and Pregnancy Discrimination Act (PDA), as well as state and local laws concerning the hiring and employment of individuals with temporary and ongoing disabilities. Pregnant workers may also have impairments related to their pregnancies that qualify under the ADA. The Company will not discriminate against any qualified employee or job applicant because of a person's physical or mental disability with respect to any terms,

privileges or conditions of employment, including, but not limited to hiring, advancement, discharge, compensation and training.

Employees who become disabled should notify their supervisor or manager if the conditions of the disability impair their ability to perform the essential functions of their position. Where necessary and feasible, reasonable accommodations will be made for qualified disabled employees to perform the essential functions of the job in question, as long as the accommodation does not cause the Company undue hardship. The Company will also make reasonable accommodations for employees who have work-related limitations stemming from pregnancy, childbirth or a related medical condition. This may include temporary transfer to a less strenuous or less hazardous position, if an employee so requests upon the advice of their health care provider, as long as the accommodation does not cause the Company undue hardship.

All employees are required to comply with safety standards. Applicants who pose a direct threat to the health or safety of other individuals in the workplace, which cannot be eliminated by reasonable accommodation, will not be hired. Current employees who pose a direct threat to the health or safety of the other individuals in the workplace will be placed on appropriate leave until a decision has been made by management in regard to the employee's immediate employment situation.

INJURY AND ACCIDENT RESPONSE AND REPORTING

In the event that an employee becomes injured or witnesses an injury during working hours, they must report it immediately to the nearest available supervisor or manager. Employees are to render any assistance requested by supervisor, or manager. Questions asked by law enforcement or fire officials making an investigative report should be answered giving only factual information and avoiding speculation. Liability for personal injury or property damage should never be admitted in answering an investigatory question asked by law enforcement or fire officials.

When any accident, injury, or illness occurs while an employee is at work, regardless of the nature or severity, the employee must obtain an injury reporting form and complete and return the form to Human Resources as soon as possible. Reporting should not be allowed to delay necessary medical attention. Once the accident is reported, follow-up will be handled by Human Resources or the designated Safety Officer. The employee may not return to work without the permission of Human Resources or the Safety Officer.

In addition to compliance with safety measures imposed by federal Occupational Safety and Health Act (OSHA) and state law, the Company has an independent interest in making its facilities a safe and healthy place to work. The Company recognizes that employees may be in a position to notice dangerous conditions and practices and therefore encourages employees to report such conditions, as well as all non-functioning or hazardous equipment, to a supervisor or manager immediately. Appropriate remedial measures will be taken when possible and appropriate.

Employees will not be retaliated or discriminated against for reporting of accidents, injuries, or illnesses, filing of safety-related complaints, or requesting to see injury and illness logs.

WORKERS' COMPENSATION

The Company provides insurance for all work-related injuries or illness. The name of the Company's workers' compensation insurance carrier and other pertinent information is posted. The carrier governs all insurance benefits provided by the Company. These contracts may not be limited, expanded, or modified by any statements of Company personnel or Company documents. Any discrepancies will be determined by reference to the insuring contracts.

Workers' compensation benefits are defined by the laws of the state and administered by the insurance carrier. The entire cost of coverage is paid by the Company.

WORKPLACE VIOLENCE & SECURITY

It is the intent of the Company to provide a safe workplace for employees and to provide a comfortable and secure atmosphere for customers and others with whom the Company does business. The Company has zero tolerance for violent acts or threats of violence.

The Company expects all employees to conduct themselves in a non-threatening, non-abusive manner at all times. No direct, conditional, or veiled threat of harm to any employee or Company property will be considered acceptable behavior. Acts of violence or intimidation of others will not be tolerated. Any employee who commits, or threatens to commit a violent act against any person while on Company premises will be subject to immediate discharge.

Employees within the Company share the responsibility in identification and alleviation of threatening or violent behaviors. Any employee who is subjected to or threatened with violence, or who is aware of another individual who has been subjected to or threatened with violence, should immediately report this information to their supervisor, manager or designee. Any threat reported will be carefully investigated and employee confidentiality will be maintained to the fullest extent possible.

DRIVING SAFETY

The safety and well-being of our employees is of critical importance to the Company. We therefore each have a responsibility to not only protect ourselves when on the road but also should do our part to protect those around us. Employees that are required to drive on Company business will be expected to consistently follow all the safety procedures below.

1. All employees are expected to wear seat belts at all time while in a moving vehicle being used for Company business, whether they are the driver or a passenger.
2. Use of handheld devices, whether personal or Company-owned, while behind the wheel of a moving vehicle is strictly prohibited. This includes the use for making or receiving phone calls, sending or receiving text messages or e-mails, and downloading information from the web. If an employee needs to engage in any of these activities

while driving, they must pull over to safe location and stop the vehicle prior to using any device.

3. Employees are required to turn off cell phones or put them on vibrate before starting their car. Employees may consider changing their voicemail message to indicate that they are unavailable to talk, as they are driving. Employees are permitted and encouraged to communicate to clients, associates, and business partners of the policy as an explanation as to why calls may not be returned immediately.
4. Although use of cell phones under any circumstances is strongly discouraged while driving, the use of hands-free technology may be warranted in emergency circumstances only.
5. The use of other handheld electronic devices, such as iPads, iPods, laptops, electronic readers, and the like are strictly prohibited while driving a vehicle on Company business.
6. Engaging in other distracting activities including, but not limited to, eating, putting on makeup, reading, or changing radio stations or music is also strongly discouraged while driving, even when in slow-moving traffic.
7. The use of alcohol, drugs, or other substances including certain over-the-counter cold or allergy medications that in any way impair driving ability is prohibited.
8. All employees are expected to follow all driving laws and safety rules, such as adherence to posted speed limits and directional signs, use of turn signals, and avoidance of confrontational or offensive behavior while driving.
9. All passengers must be approved by management in advance of travel.
10. Employees should never allow anyone to ride in any part of the vehicle not specifically intended for passenger use and/or any seat that does not include a working seat belt.
11. Employees must promptly report any accidents to local law enforcement as well as to the Company in accordance with established procedures.
12. Employees are also required to report any moving or parking violations received while driving on Company business and/or in Company vehicles.
13. Insurance must be maintained current as a term and condition of continuing employment in positions that require driving.

Employees are not to drive a personal vehicle for Company business unless authorized to do so. If the job requires an employee to operate their personal vehicle, the employee will be required to submit proof of a current and valid state driver's license. If employees use their own vehicle, either by authorization or requirement to carry out the business of the Company, they must submit a photocopy of the cover page of their insurance policy covering that vehicle as proof of insurance.

AUTOMOBILE ACCIDENT

If an employee is involved in an automobile accident while on Company business (in a personal or Company vehicle) they must report the accident to their supervisor or manager immediately. Employees should request and obtain a police report and police investigation at the scene of the accident. Employees should not admit liability or guilt and should not apologize or say they are sorry under any circumstances, even if they believe they are at fault.

INCLEMENT WEATHER AND OUTAGES

This policy establishes guidelines for Company operations during periods of extreme weather and similar emergencies. The Company will remain open in all but the most extreme circumstances. Unless an emergency closing is announced, all employees are expected to report to work. However, the Company does not advise employees to take unwarranted risks when traveling to work in the event of inclement weather or other emergencies. Each employee should exercise their best judgment with regard to road conditions and other safety concerns.

Designation of Emergency Closing

Only by the authorization of designated managers will the Company cease operations due to emergency circumstances. If severe weather conditions develop during working hours, it is at the discretion of Management to release employees. Employees will generally be expected to remain at work until the appointed closing time.

Procedures during Closings

If weather or traveling conditions delay or prevent an employee's reporting to work, their immediate supervisor should be notified as soon as possible. If possible, such notification should be made by a telephone conversation directly with the supervisor. If direct contact is not possible, leaving a detailed voicemail message or message with another employee is acceptable.

An employee who is unable to report to work may use any accrued time off or take the day off without pay.

Pay and Leave Practices

When a partial or full-day closing is authorized by Management, the following pay and paid leave practices apply:

- Non-exempt hourly employees will be sent home for partial days with the option of using paid time off for the remainder of the day. If paid time off is not available, employees will be excused from work without pay and without disciplinary action.
- Exempt employees will be expected to continue work from home if their job duties allow. The Company will pay the exempt employee's regular salary regardless, as outlined in the Exempt Employee Payroll Deductions policy.
- Exempt and non-exempt employees already scheduled to be off during emergency closings are charged such leave as was scheduled.

Other Work Options

Supervisors may approve requests for employees to temporarily work from home, if doing so allows completion of work assignments.

WORKPLACE GUIDELINES

HOURS OF WORK

Employees are expected to be at their work area and ready to work at their scheduled time. Employees will be given their individual duty hours upon hire and at the time of any change in position. If the normal duty hours are changed or if the Company changes its operating hours, employees will be given written notice to facilitate any personal planning.

OFF-THE-CLOCK WORK

Non-exempt employees must accurately record all time worked, regardless of when and where the work is performed. Off-the-clock work (engaging in work assignments or duties that are not reported as time worked) is prohibited. No member of management may request, require, or authorize non-exempt employees to perform work without compensation. This includes checking email on personal devices after work hours.

MEAL PERIODS

Employees may take a non-compensated meal period each workday of 30 minutes. There must be at least one employee working during this period. Any variation in the normal schedule must be approved in advance.

REST PERIODS

Employees may take a 10-minute rest period during each half of a full workday.

LACTATION ACCOMMODATION

The Company provides a supportive environment to enable breastfeeding employees to express breast milk during work hours for up to one year following the birth of a child. Accommodations under this policy include a place, other than a bathroom, that is shielded from view and free from intrusion from co-workers and the public which may be used by an employee to express breast milk. Discrimination and harassment of breastfeeding mothers in any form is unacceptable and will not be tolerated.

ATTENDANCE & TARDINESS

Employee attendance is a major concern of the Company. Unsatisfactory attendance including tardiness and leaving work early is unacceptable performance. Employees will be rated in their performance appraisal in the categories of attendance and punctuality.

If an employee is ill, injured, or an unexpected emergency arises which prevents them from coming to work, the employee must notify their supervisor or manager no later than 30 minutes before the start of their scheduled work day. If an employee's supervisor, manager or designee is not available, the employee should contact a member of management. If an employee is physically unable to contact the Company, they should direct another person to make the contact on their behalf. Leaving a message with a fellow staff employee or with the answering service is not considered proper notification.

When an employee calls in absent they are to advise the Company of their expected date of return. Management reserves the right to require proof of illness, injury or accident, including a doctor's statement or notice for any temporary disability.

Repeated absences, excessive absences (excused or unexcused) or a pattern of absences are unacceptable job performance. If an employee is absent for three consecutive days and has not provided proper notification, the Company will assume that the employee has abandoned their position and may be treated as having voluntarily terminated employment with the Company.

If an employee becomes ill at work they should notify their supervisor or manager immediately. If an employee is unable to perform their job tasks they may be sent home for the remainder of the day or until able to work again.

Employees will be at their workstation ready to begin work at the start of their scheduled work time or resumption of work duties. If employees are not prepared they will be considered tardy. Excessive tardiness, whether excused or unexcused, constitutes unacceptable work performance.

All absences are to be arranged as far in advance as possible. This includes vacations and time off for other reasons. If a doctor or dental appointment must be scheduled during the workday, it should be scheduled as early in the morning or as late in the afternoon as possible.

PERSONAL APPEARANCE & HYGIENE

The Company requires all employees to present a professional image to the public and clients. Accordingly, employees must wear appropriate attire while at the office or conducting Company business.

Expensive clothing is not necessary for a well-groomed appearance. Clothing should be clean and neat in appearance. Employees should consider their level of customer and public contact and the types of meetings they are scheduled to attend in determining what attire is appropriate.

The Company wishes to provide a work environment that is free of safety hazards, offensive behavior and harassment of any kind. Therefore, the following are generally not acceptable:

- Spandex, sweats, or work out attire
- Bare feet or flip flops
- Pants, shorts, or skirts worn below the waistline
- Sexually provocative clothing or exposed undergarments
- Clothing with profanity, nude or semi-nude pictures
- Sexually suggestive slogans, cartoons, or drawings
- Clothing with offensive slogans or pictures
- Clothing showing excessive wear and tear

- Any clothing or accessories that would present a safety hazard
- Tattoos that are not appropriate in content

All employees are expected to maintain clean and appropriate oral and bodily hygiene. Hair (including facial hair) should be clean and neat. Accessories should be moderate and businesslike and should not interfere with an employee's work. The excessive use of perfume or cologne is unacceptable, as are odors that are disruptive or offensive to others or may exacerbate allergies.

Managers are responsible for enforcing dress and grooming standards for their department. Any employee whose appearance does not meet these standards may be counseled. If the appearance is unduly distracting or the clothing is unsafe, the employee may be sent home to correct the situation.

Reasonable accommodation will be made for employees' sincerely held religious beliefs and disabilities whenever possible, consistent with the business necessity. If you would like to request an accommodation or have other questions about this policy, please contact Human Resources.

CONFIDENTIALITY

There must be no disclosure of any confidential information or trade secrets to anyone outside the Company without the appropriate authorization. Confidential information may include internal reports, policies, procedures, and other internal business-related communications. Trade secrets may include information regarding the development of systems, processes, products, design, instruments, formulas and technology. In addition, always respect financial disclosure laws and third party intellectual property.

It is an employee's duty and responsibility to safeguard all confidential information. This includes the dissemination of information by any available means, including but not limited to telephone, fax, and email.

When any inquiry is made regarding an employee or any former employee, the inquiry must be forwarded to a supervisor or manager without comment from the employee. When any inquiry is made regarding any client, the inquiry must be forwarded to a supervisor or manager.

Confidential information may be disclosed and/or discussed only on a "need to know" basis. Conversation of a confidential nature must never be held within earshot of the public or clients.

This policy is intended to alert employees to the need for discretion at all times and is not intended to inhibit normal business communications. In addition, nothing in this policy is intended to infringe upon employee rights under Section Seven of the National Labor Relations Act (NLRA).

CONFLICT OF INTEREST

The Company is judged by the collective and individual performance of its employees. The Company has a particular interest in preserving its reputation and the reputation of its employees for the utmost honesty and integrity. Thus, the Company holds itself and its employees to the highest standards of lawful and ethical conduct.

Employees must be very careful that their relationship with clients or vendors and other activities do not subject them or the Company to questions or undue criticism. Employees must refrain from engaging in any activity that could be in conflict with their status as a Company employee. This includes the use of an employee's position with the Company for personal profit, advantage, or entering into transactions or relationships where it may appear that an employee has a conflict of interest, are improperly benefiting from an affiliation with the Company, or are violating laws governing fiduciary relationships. Good judgment should supplement these provisions to avoid even the appearance of impropriety.

If an employee has questions about the propriety of a transaction or activity, they should seek guidance from their supervisor or manager. If necessary, employees should seek written approval before proceeding.

BUSINESS GIFTS

The Company wants at all times to avoid the appearance of impropriety in the acceptance of gifts from business contacts or clients. It is the policy of the Company that employees are prohibited from either directly or indirectly asking, demanding, exacting, soliciting, or seeking anything of value for themselves or for any other person or entity.

Employees are also prohibited from either directly or indirectly accepting, receiving, or agreeing to receive anything of value for themselves or for any other person or entity (other than employee paychecks from the Company) for, or in connection with any transaction or business of the Company that has a value of \$50 or more. If an employee is promised, offered, or given anything of value from any member, perspective member, customer, or perspective customer for, or in connection with any transaction or business of the Company, employees are to advise their supervisor or manager at once.

OUTSIDE ACTIVITIES

Employees may engage in outside employment or personal educational activities during non-working hours, provided that such activities do not interfere with their job performance or constitute a conflict of interest. Prior to accepting outside employment, employees are to notify their supervisor or manager in writing. The notice must contain the name of the potential company, the title and nature of the position, the number of working hours per week, and the time of scheduled work hours. If the position constitutes a conflict of interest or interferes with the employee's job, at any time, employees may be required to terminate such activity.

REPORTING IRREGULARITIES

It is the responsibility of each employee of the Company to immediately report any and all irregularities indicating actual or suspected existence of loss, fraud, embezzlement, or similar impairment of Company funds or property and suspicious persons or activity.

If an employee's actual or constructive knowledge of any irregularity exists and the employee does not report it to their supervisor or manager, that employee has engaged in unacceptable job performance.

INSPECTIONS & SEARCHES

Any items brought to or taken off of Company premises, whether property of the employee, the Company, or a third party, are subject to inspection or search unless prohibited by state law. Desks, lockers, workstations, work areas, computers, USB drives, files, e-mails, voice mails, etc. are also subject to inspection or search, as are all other assets owned or controlled by the Company. The Company may monitor any telephone conversation employees have on Company owned or controlled equipment, premises, or property. Any inspection or search conducted by the Company or its designees may occur at any time, with or without notice.

ELECTRONIC ASSETS USAGE

The Company recognizes that use of the internet has many benefits for the Company and its employees. The internet and email make communication more efficient and effective. Therefore, employees are encouraged to use the internet appropriately if required by their job. Use of the internet for non-work purposes should be held to a reasonable limit; reasonableness will be determined by management. Non-work internet usage may be prohibited. If employees have questions about what constitutes reasonable usage they should not hesitate to contact their manager or supervisor.

The following guidelines have been established for using the internet and email in an appropriate, ethical, and professional manner:

- Employees are prohibited from placing any passwords or restrictors on any document, computer, or computer software without the prior permission of their supervisor or manager. Any password or restrictor must be revealed to and maintained by a second authorized source. Removing, changing, deleting, or erasing any Company information without the appropriate authorization is strictly prohibited.
- Company internet and email access may not be used for transmitting, retrieving, or storing of any communications of a defamatory, discriminatory or harassing nature, or materials that are obscene or X-rated. No messages with derogatory or inflammatory remarks about an individual's race, age, disability, religion, national origin, physical attributes, sexual preference, or any other federal or state protected status may be transmitted. Harassment of any kind is prohibited.
- Disparaging, abusive, profane, or offensive language (materials that would adversely or negatively reflect upon the Company or be contrary to the Company best interests) and any illegal activities including piracy, cracking, extortion, blackmail, copyright

infringement, and unauthorized access to any computers on the internet or email are forbidden.

- Copyrighted materials belonging to entities other than the Company may not be transmitted by employees on the Company's network. All employees obtaining access to another company's or individual's materials must respect all copyrights and may not copy, retrieve, modify, or forward copyrighted materials except with permission or as a single copy to reference only. If employees find something on the internet that may be interesting to others, they should not copy or download it. Instead, they can give the URL (uniform resource locator or "address") to the person who may be interested in the information and have that person look at it on their own.
- Employees should not use the system in a way that disrupts its use by others. This includes but is not limited to streaming of any video, unless work-related, streaming of music unless approved by management, sending or receiving many large files, and sending email messages to an excessive number of users or sending emails that are not work-related in content.
- The internet is full of useful programs that can be downloaded, but some of them may contain computer viruses or spyware that can extensively damage our computers and compromise security of Company information. Be sure to virus-check downloaded files immediately. Also, many browser add-on packages (called "plug-ins") are available to download. There is no guarantee that such will be compatible with other programs on the network and such may cause problems; therefore, please refrain from downloading such plug-ins.
- Each employee is responsible for the content of all text, audio, or images that they place on Company drives or send over the Company's internet and email system. No email or other electronic communications may be sent which hides the identity of the sender or represents the sender as someone else. Also, be aware that the Company's name is attached to all messages so use discretion in formulating messages.
- Email is not guaranteed to be private or confidential. All electronic communications are Company property. Therefore, the Company reserves the right to examine, monitor and regulate email messages, directories and files, as well as internet usage. Also, the internet is not secure so don't assume that others cannot read or possibly alter messages.
- Internal and external email messages are considered business records and may be subject to discovery in the event of litigation. Be aware of this possibility when sending email within and outside the Company.

All Company-supplied technology including computer systems and Company-related work records belong to the Company and not the employee. The Company routinely monitors usage patterns for its email and internet communications. Although encouraged to explore the resources available on the internet, employees should use discretion in the sites that are accessed. Unacceptable usage of the internet can place the Company and others at risk.

Since all the computer systems and software, as well as the email and internet connection are Company-owned, all Company policies are in effect at all times. Any employee who abuses the privilege of Company-facilitated access to email or the internet may be denied access to the internet.

BRING YOUR OWN DEVICE

Use of personal electronic devices for work purposes, including but not limited to smartphones, tablets, laptops and computers is allowed only when management has provided written authorization and may be limited to certain employees or departments.

During working hours and while conducting Company business, employees must exercise the same discretion in using their personal devices as is expected for the use of Company devices. All Company policies in effect pertaining to harassment, discrimination, retaliation, proprietary information, trade secrets, confidential information, and ethics apply to the use of personal devices for and during work-related activities.

Non-exempt employees are not authorized to use their personal devices for work purposes unless they receive authorization in advance from management. This includes but is not limited to reading, sending, or responding to work related e-mails, sending text messages, and answering or initiating phone calls.

Employees may not use their personal devices for work purposes during periods of unpaid leave without prior management authorization. The Company reserves the right to deactivate the Company's information and access on the employee's personal device during periods of unpaid leave.

To ensure the security of proprietary Company information and technology, employees who have been authorized by management to use personal devices are required to comply with Company requirements regarding the installation of antivirus software, additional encryption software, and "remote-wipe" software. All Company-related information and applications must be stored in a way that is password-protected and secure. Cloud-based applications or backup software programs may not be used unless authorized specifically by management as these programs may allow Company-related information to be transferred to unsecure parties. Additionally, employees may not use unsecure internet connections.

When personal devices are being used for work purposes, employees should not expect any privacy except that which is governed by law. The Company has the right, at any time, to monitor any communications that utilize the Company's networks in any way, including data, voicemail, telephone logs, internet use, network traffic, etc. to determine proper use. The Company reserves the right to review, retain, monitor or release personal and/or Company-related data on personal devices to government agencies or third parties during an investigation or litigation. The Company may review the activity and analyze usage patterns and may choose to publicize these data to assure that the Company's resources in these areas are

being utilized according to this policy. Finally, no employee may knowingly disable, tamper with, alter, or destroy any network software or system identified as a monitoring application.

Employees are expected to reasonably protect personal devices used for work-related purposes from loss, damage, and theft. If a personal device is lost or stolen the employee must notify the Company immediately. The Company may choose to remotely wipe Company-related data. The Company is not responsible for the loss or damage of other data and applications on the device when it is remotely wiped. The Company bears no responsibility for replacing or repairing personal devices that are damaged, even if that damage occurs on Company property and/or during working hours.

The employee may be asked to produce any personal device used for work purposes at any time for inspection or review of compliance with policy. When an employee resigns or is terminated, the employee must cooperate in allowing access to the personal device so that the Company can remove all Company data.

SOCIAL MEDIA

The Company understands that social media can be a fun and rewarding way to share an employee's life and opinions with family, friends, and co-workers around the world. However, use of social media also presents certain risks and carries with it certain responsibilities. To assist employees in making responsible decisions about their use of social media, we have established these guidelines for appropriate use of social media. This policy applies to all employees of the Company.

Guidelines

In the rapidly expanding world of electronic communication, social media can mean many things. Social media includes all means of communicating or posting information or content of any sort on the internet, including to an employee's own or someone else's web log or blog, journal or diary, personal web site, social networking or affinity web site, web bulletin board, or a chat room, whether or not associated or affiliated with the Company, as well as any other form of electronic communication.

The same principles and guidelines found in Company policies apply to employee activities online. Ultimately, employees are solely responsible for what they post online. Before creating online content, employees should consider some of the risks and rewards that are involved. Employees should keep in mind that any conduct that adversely affects an employee's job performance, the performance of fellow employees, or otherwise adversely affects members, customers, suppliers, people who work on behalf of the Company, or the Company's legitimate business interests may result in disciplinary action up to and including termination.

Know and Follow the Rules

Carefully read these guidelines, the General Conduct Guidelines, the Sexual and Other Unlawful Harassment and Abusive Conduct policies, and ensure your postings are consistent with these.

Inappropriate postings that may include discriminatory remarks, harassment, and threats of violence or similar inappropriate or unlawful conduct will not be tolerated.

Be Respectful

Employees should always be fair and courteous to fellow employees, customers, members, suppliers, or people who work on behalf of the Company. Also, employees should keep in mind that they are more likely to resolve work-related complaints by speaking directly with their co-workers or by utilizing our Complaint Procedure than by posting complaints to a social media outlet. Nevertheless, if an employee decides to post complaints or criticism, they should avoid using statements, photographs, video, or audio that reasonably could be viewed as malicious, obscene, threatening, or intimidating; that disparage customers, members, employees, or suppliers; or that might constitute harassment or abusive conduct. Examples of such conduct might include offensive posts meant to intentionally harm someone's reputation or posts that could contribute to a hostile work environment on the basis of race, sex, disability, religion or any other status protected by law or Company policy.

Be Honest and Accurate

Employees should make sure they are always honest and accurate when posting information or news and if they make a mistake, it should be corrected quickly and they should be open about any previous posts they have altered. The internet archives almost everything; therefore, even deleted postings can be searched. Employees should never post any information or rumors that they know to be false about the Company, fellow employees, members, customers, suppliers, and people working on behalf of the Company or competitors.

Post Only Appropriate and Respectful Content

- Employees should maintain the confidentiality of Company trade secrets and private or confidential information. Trade secrets may include information regarding the development of systems, processes, products, know-how and technology. Employees should not post internal reports, policies, procedures or other internal business-related confidential communications.
- Financial disclosure laws must always be respected. It is illegal to communicate or give a "tip" on inside information to others so that they may buy or sell stocks or securities.
- Employees should not create a link from their blog, website or other social networking site to a Company website without identifying themselves as a Company employee.
- Only personal opinions should be expressed. Employees should never represent themselves as a spokesperson for the Company. If the Company is a subject of the content they are creating, they should be clear and open about the fact that they are an employee and make it clear that their views do not represent those of the Company, fellow employees, members, customers, suppliers or people working on behalf of the Company. If an employee does publish a blog or post online related to the work they do or subjects associated with the Company, they should make it clear that they are not speaking on behalf of the Company. It is best to include a disclaimer such as "The postings on this site are my own and do not necessarily reflect the views of the Company."

Using Social Media at Work

Employees must refrain from using social media while on work time or on Company equipment, unless it is work-related as authorized by a manager or consistent with the Electronics Assets Usage policy. Employees may not use Company email addresses to register on social networks, blogs, or other online tools utilized for personal use.

Retaliation is Prohibited

The Company prohibits taking negative action against any employee for reporting a possible deviation from this policy or for cooperating in an investigation.

Media Contacts

Employees should not speak to the media on the Company's behalf without contacting Human Resources. All media inquiries should be directed to them.

For More Information

If an employee has questions or needs further guidance, they should contact Human Resources.

COMPANY PHONE USAGE & PERSONAL CELL PHONES

The telephones of the Company are to be restricted to business calls for Company business. All employees are required to be professional and conscientious at all times when using Company phones. The use of personal cell phones or other devices during working hours should be held to a reasonable limit. Reasonableness of cell phone usage will be determined by management.

PERSONAL PROPERTY

The Company is not liable for lost, misplaced, or stolen personal property. Employees should take all precautions necessary to safeguard their personal possessions. While the Company does not prohibit personal items in the office, desks and office areas are to be kept as neat and organized as possible. Employees should refrain from having their personal mail sent to the Company because mail may be automatically opened.

PARKING

All parking is at an employee's own risk. It is recommended that employees and visitors lock their vehicle and take other appropriate safeguards. Employees are not to park in areas reserved for visitors.

EMPLOYMENT SEPARATION

RESIGNATION

Employees are requested to provide a minimum of two weeks' written notice of their intent to resign. An employee's notice of resignation to voluntarily terminate employment with the Company should be submitted to their supervisor or manager. An exit interview may be requested.

TERMINATION

All employment with the Company is "at will" employment. This means that the employee has not been hired for a specified duration, but that they can terminate their employment with the Company or the Company can terminate the employment relationship at any time, with or without cause, and with or without prior notice. An employee's at-will employment status cannot be changed by any oral modifications.

PERSONAL POSSESSIONS & RETURN OF COMPANY PROPERTY

Any Company property issued to employees, such as computer equipment, keys, tools, parking passes or Company credit cards must be returned to the Company at the time of employment separation. Employees may be responsible for any lost or damaged items. Upon separation of employment employees are to remove their personal possessions from all Company property.

EMPLOYEE HANDBOOK ACKNOWLEDGEMENT

I acknowledge receipt of the Company’s employee handbook. I agree to read the handbook and to follow the guidelines and policies set forth in the handbook and any amendments to the handbook along with the other policies and procedures of the Company. I understand that any violation of the policies in this handbook could result in discipline, up to and including termination.

I understand that I am not being hired for any definite period of time even though my wages are paid regularly. I further understand that I am an at-will employee and my employment can be terminated at any time, with or without cause and with or without prior notice either by the Company or myself. No promises or representations have been made to me that I can be disciplined or discharged from my employment with the Company only under certain circumstances or after certain events.

I am aware that the contents of the employee handbook are presented as a matter of information and that except for the at-will provisions, the handbook can be amended at any time. I realize that nothing in this handbook is intended to infringe upon my rights under Section Seven of the National Labor Relations Act (NLRA). Additionally, I am hereby made aware that under the Defend Trade Secrets Act I may not be held criminally or civilly liable under federal or state trade secret laws if I disclose a trade secret to a government official or attorney solely for the purpose of reporting or investigating a violation of law, or in a complaint or document filed in a lawsuit, if that filing is made under seal.

I understand and agree that the handbook is for informational purposes only and is not intended to create a contract, nor is it a contract of employment or continuing employment between myself and the Company. I also understand that neither the handbook nor any policy of the Company is a guarantee or promise of employment or continuing employment. I am aware that Company policy requires employees to be hired at-will and this policy cannot be changed by any oral modifications. My at-will employment status with the Company has been fully explained and I have been given an opportunity to ask questions regarding Company policies and my at-will employment status.

Dated

Signature

Print Name