



## ***BUSINESS CONDUCT***

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### **GUIDELINES FOR CONDUCT**

The Company expects each person to act in a professional, mature and responsible way at all times. Employees who do not follow standards of professional conduct and good behavior are subject to disciplinary action up to and including termination. It is not possible to identify every type of misconduct, infraction, or performance problem that may result in disciplinary action. Nothing in this policy changes the “at-will” nature of employment in which either you or the Company may end the employment relationship, at any time, for any reason with or without prior notice. Management has the sole responsibility and discretion to determine the level of discipline to be administered to any individual employee for a specific policy violation, workplace conduct, or performance problems. The following is a partial list of conduct that may result in disciplinary action up to and including termination:

- Willful violation of any Company policy or procedure.
- Willful violation of security or safety regulations or failure to observe safety rules or Company safety practices; failure to wear required safety equipment; improper tampering with Company equipment or safety equipment.
- Negligence or careless action (including horseplay), which endangers the health, life or safety of another person.
- Any violation of the Company’s Substance Abuse Policy.
- Possession of any firearms, weapons, or explosives on your person, in your property, or in a Company-owned vehicle or locker is prohibited while on AEC or any subsidiary property. You do not have a right to carry a weapon on AEC property even if you are licensed to do so under State laws. An exception is made for employees who are also reserve law enforcement officers. In the case of reserve law enforcement officers, notice must be given to the applicable facility manager, who will provide notice to the Human Resources Department.
- Actual or threatened physical violence toward another employee or customer, fighting or horseplay, provoking a fight on Company property, or negligence or damage to Company property.
- Insubordination or refusing to obey instructions issued by your supervisor or other disrespectful conduct to a supervisor.
- Engaging in gross negligence causing the destruction or damage of any Company, customer or employee property.
- Theft of Company property or the property of fellow employees; unauthorized use of Company property or equipment.
- Altering or falsifying any time-keeping record.
- Malicious gossip and/or spreading rumors; engaging in behavior designed to create discord and lack of harmony; using inappropriate language or profanity.
- Sexual or racial harassment or any other type of harassment or discrimination; communicating sexist- or racial-type jokes; making racial or ethnic slurs.
- Unsatisfactory performance, including neglect of job responsibilities, sleeping on the job, etc.
- Excessive or patterned absenteeism or tardiness that is unapproved and not protected by law.
- Failure to report on-the-job accidents to your supervisor immediately which involve personal injuries and/or any damage to Company equipment or property.

- Driving a Company owned, leased or rented vehicle while intoxicated or under the influence of illicit drugs.
- Conviction of ‘Driving While Intoxicated’ while operating a Company-owned, Company-leased, Company-rented or personal vehicle as part of your job with AEC.
- Illegal conduct on the job.
- Inappropriate use of the Internet or Company computer systems, including but not limited to viewing or e-mailing pornographic, sexually explicit or other offensive material.
- Failure to report a vehicular accident or other damage involving a Company-owned or leased vehicle in a timely manner (48 hours).
- Misuse of Company equipment or property.

## ETHICAL CONDUCT

All employees are expected to act in an ethical and professional manner during work hours, while representing the Company or at official Company functions. Violation of the following conditions and requirements could result in disciplinary action up to and including termination:

1. **Conflicts of Interest:** Employees are prohibited from engaging in any activity or association that creates or appears to create a conflict with the Company’s best interests. In addition, an employee must not allow any situation or personal interests to interfere with the employee’s ability to act in the best interests of the Company.
2. **Investments:** Employees are prohibited from investing in any of the Company’s customers, suppliers, or competitors unless the securities are publicly traded and the investments are on the same terms available to the general public and not based on any “inside information.”
3. **Gifts to or from Clients:** Company officers, sales personnel and managers are permitted to make reasonable expenditures for gifts to clients to promote good will or express appreciation. An itemized statement must be presented to accounting for payment. Officers, sales and site managers are expected to exercise good judgment and cost-consciousness. Expense reports are subject to audit and abuses may be grounds for disciplinary action up to and including termination. Affected employees should consult with their supervisor if questions arise.

Employees are allowed to accept entertainment, meals or gifts that occur in the ordinary course of business and are reasonable. Accepting extravagant gifts, personal trips, or money from clients or suppliers in exchange for concessions or Company business is strictly prohibited. Employees are expected to exercise good judgment in accepting such gifts.

4. **Family Relationships:** If an employee wishes to do business on behalf of the Company with a member of that employee’s immediate family or other relative or with a company of which a relative is an officer, director, or principal, the employee must first disclose the relationship and obtain the prior written approval of the CEO or CFO.
5. **Confidential Information:** It is a violation of this policy to disclose confidential information regarding Company business. As an employee, you must maintain secrecy of all confidential information relating to the Company and its business. Such information includes, but is not limited to, information about the Company’s employees, applicants for employment, suppliers, contractors, clients, business relationships, contracts, property, finances, stockholders, transactions, proposed transactions, inventions, discoveries, trade secrets, research and development data or know-how, reports and compilations, cost estimates, financial forecasts, correspondence, pending, threatened, or resolved litigation, or any other legal matters. Failure to keep and maintain such confidentiality is cause for immediate termination of employment.
6. **Insider Trading:** Buying or selling Company stock based upon first hand knowledge of non-public information such as the Company’s financial performance, contractual relationships with customers, or similar information is called “insider trading” and is illegal under Federal Securities Law. For more information regarding insider trading, please contact the Company’s CFO or review a copy of the Company’s Insider Trading Policy.
7. **Voluntary Office Romances:** Potential problems posed by romance in the workplace include conflicts of interest, sexual harassment, and discord that can interfere with the productivity of employees. Company policy prohibits dating in the workplace in circumstances where one employee reports to another. Any such relationship must be promptly disclosed to the Human Resources Department. In conjunction with the affected manager and Director of Human Resources, the dating couple must determine an appropriate course of action. Failure to disclose and resolve a dating conflict can result in discipline up to and including termination of employment.
8. **Release of Information to the Public:** Only designated representatives of the Company may communicate with the public including the media, government agencies, and the financial community concerning the Company. If you are requested to provide any such information to an outside source, please refer them to the office of the CEO at (208) 331-8400, or <mailto:info@americanecology.com>.