



## BUSINESS ETHICS POLICY

### STATEMENT OF OUR CORE VALUES

#### COMPANY VISION

The Squires Group, Inc.'s (TSGi) company vision is to deliver successful Enterprise Resource Planning, Information Technology, and Business Solutions to a select group of the area's most exciting clients and to provide the region's best and brightest employees and subcontractors with challenging, local, long-term projects. In addition, we strive to present our staff with a flexible and open work culture that embraces a "get it done while having fun!" atmosphere.

#### PRINCIPLES

There are four fundamental principles to success in our business. They are: *experience, professionalism, integrity and trust*. These principles are the solid foundation of TSGi that our clients depend on. These principles are the foundation from which TSGi has prospered.

#### VALUES

1. Professionalism – Treat people the way you would like to be treated.
2. Integrity – Always act with openness and honesty.
3. Trust – Consistently place confidence in and believe in our employees, subcontractors, and clients.
4. Client Value – Strive to understand and meet the client's expectations and needs every day.

#### MISSION

To be the most trusted Enterprise Resource Planning (ERP) staffing partner for our clients in the Mid-Atlantic region.

#### BUILD TRUST AND CREDIBILITY

The success of our business is dependent on the trust and confidence we earn from our employees, subcontractors, customers and stakeholders. We gain credibility by adhering to our commitments, displaying honesty and integrity and reaching company goals solely through honorable conduct. It is easy to *say* what we must do, but the proof is in our *actions*. Ultimately, we will be judged on what we do.

When considering any action, it is wise to ask: will this build trust and credibility for TSGi? Will it help create a working environment in which TSGi can succeed over the long term? Is the commitment I am making one I can

follow through with? The only way we will maximize trust and credibility is by answering “yes” to those questions and by working every day to build our trust and credibility.

## RESPECT FOR THE INDIVIDUAL

We all deserve to work in an environment where we are treated with dignity and respect. TSGi is committed to creating such an environment because it brings out the full potential in each of us, which, in turn, contributes directly to our business success. We cannot afford to let anyone’s talents go to waste.

TSGi is an equal employment employer and is committed to providing a workplace that is free of discrimination of all types from abusive, offensive or harassing behavior. Any employee or subcontractor who feels harassed or discriminated against should report the incident to his or her manager or to Human Resources.

## CREATE A CULTURE OF OPEN AND HONEST COMMUNICATION

At TSGi everyone should feel comfortable to speak his or her mind, particularly with respect to ethics concerns. Managers have a responsibility to create an open and supportive environment where employees and subcontractors feel comfortable raising such questions. We all benefit tremendously when employees and subcontractors exercise their power to prevent mistakes or wrongdoing by asking the right questions at the right times.

TSGi will investigate all reported instances of questionable or unethical behavior. In every instance where improper behavior is found to have occurred, the company will take appropriate action. We will not tolerate retaliation against employees and subcontractors who raise genuine ethics concerns in good faith.

For your information, TSGi’s whistleblower policy is as follows: TSGi is committed to maintaining a workplace in which employees and subcontractors are free to raise good faith concerns regarding its business practices. Employees and subcontractors with concerns about any of TSGi’s business practices should be reported immediately to their supervisor, to Human Resources or to the CEO (Nancy Squires). Employees and subcontractors may report incidents anonymously, and all reported incidents will be investigated. Reports or incidents warranting confidentiality will be handled appropriately, and information will be disclosed to others only on a need-to-know basis.

## SET TONE AT THE TOP

Management has the added responsibility of demonstrating, through their actions, the importance of this Code. In any business, ethical behavior does not simply happen; it is the product of clear and direct communication of behavioral expectations, modeled from the top and demonstrated by example. Again, ultimately, our actions are what matters.

To make our Code work, managers are responsible for promptly addressing ethical questions or concerns raised by employees and subcontractors and for taking the appropriate steps to deal with such issues. Managers should not consider employees’ and subcontractors’ ethics concerns as threats or challenges to their authority, but rather as another encouraged form of business communication. At TSGi, we want the ethics dialogue to become a natural part of daily work.

## UPHOLD THE LAW

TSGi’s commitment to integrity begins with complying with laws, rules and regulations where we do business. Further, each of us must have an understanding of the company policies, laws, rules and regulations that apply to our specific roles. If we are unsure of whether a contemplated action is permitted by law or TSGi policy, we should

seek the advice from the resource expert. We are responsible for preventing violations of law and for speaking up if we see possible violations.

## COMPETITION

We are dedicated to ethical, fair and vigorous competition. We will sell TSGi services based on their merit, superior quality, functionality and competitive pricing. We will make independent pricing and marketing decisions and will not improperly cooperate or coordinate our activities with our competitors. We will not offer or solicit improper payments or gratuities in connection with the purchase of goods or services for TSGi or the sales of its services, nor will we engage or assist in unlawful boycotts of particular customers.

## PROPRIETARY INFORMATION

It is important that we respect the property rights of others. We will not acquire or seek to acquire improper means of a competitor's trade secrets or other proprietary or confidential information. We will not engage in unauthorized use, copying, distribution or alteration of software or other intellectual property.

## SELECTIVE DISCLOSURE

We will not selectively disclose (whether in one-on-one or small discussions, meetings, presentations, proposals or otherwise) any material nonpublic information with respect to TSGi, its business operations, plans, financial condition, results of operations or any development plan. We should be particularly vigilant when making presentations or proposals to customers to ensure that our presentations do not contain material nonpublic information.

## HEALTH AND SAFETY

TSGi is dedicated to protecting the health and provide for the safety and security of its employees and subcontractors. Each employee and subcontractor is responsible for acting in a safe and reasonable manner at work, for obeying any safety rules established by TSGi, and for reporting any unsafe condition to his/her supervisor so that it may be corrected.

## AVOID CONFLICTS OF INTEREST

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We must avoid any relationship or activity that might impair, or even appear to impair, our ability to make objective and fair decisions when performing our jobs. At times, we may be faced with situations where the business actions we take on behalf of TSGi may conflict with our own personal or family interests because of the course of action that is best for us personally may not also be the best course of action for TSGi. We owe a duty to TSGi to advance its legitimate interests when the opportunity to do so arises. We must never use TSGi property or information for personal gain or personally take for ourselves any opportunity that is discovered through our position with TSGi.

Determining whether a conflict of interest exists is not always easy to do. Employees and subcontractors with a conflict of interest question should seek advice from management. Before engaging in any activity, transaction or relationship that might give rise to a conflict of interest, employees and subcontractors must seek review from their managers or Human Resources.

### GIFTS, GRATUITIES AND BUSINESS COURTESIES

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TSGi is committed to competing solely on a merit of our products and services. We should avoid any actions that create a perception that favorable treatment of outside entities by TSGi was sought, received or given in exchange

for personal business courtesies. Specific questions concerning Gifts, Gratuities, and Business Courtesies should be immediately brought to the attention of the CEO or the President before the action occurs.

## SET METRICS AND REPORT RESULTS ACCURATELY

### ACCURATE PUBLIC DISCLOSURES

We will make certain that all disclosures made in financial reports and public documents are full, fair, accurate, timely and understandable. This obligation applies to all employees and subcontractors, including all financial executives, with any responsibility for the preparation of such reports, including drafting, reviewing and signing or certifying the information contained therein. No business goal of any kind is ever an excuse for misrepresenting facts or falsifying records.

Employees and subcontractors should inform Executive Management and Human Resources if they learn that information in any filing or public communication was untrue or misleading at the time it was made or if subsequent information would affect a similar future filing or public communication.

### CORPORATE RECORDKEEPING

We create, retain and dispose of our company records as part of our normal course of business in compliance with all TSGi policies and guidelines, as well as all regulatory and legal requirements.

All corporate records must be true, accurate and complete, and company data must be promptly and accurately entered in our books in accordance with TSGi's and other applicable accounting principles.

We must not improperly influence, manipulate or mislead any unauthorized audit, nor interfere with any auditor engaged to perform an internal independent audit of TSGi books, records, processes or internal controls.

## PROMOTE SUBSTANCE OVER FORM

At TSGi, we must have the courage to tackle the tough decisions and make difficult choices, secure in the knowledge that TSGi is committed to doing the right thing. At times, this will mean doing more than simply what the law requires. Merely because we can pursue a course of action does not mean we *should* do so.

Although TSGi's guiding principles cannot address every issue or provide answers to every dilemma, they can define the spirit in which we intend to do business and should guide us in our daily conduct.

## ACCOUNTABILITY

Each of us is responsible for knowing and adhering to the values and standards set forth in this Code and for raising questions if we are uncertain about company policy. If we are concerned whether the standards are being met or are aware of violations of the Code, we must contact Human Resources.

TSGi takes seriously the standards set forth in the Code, and violations are cause for disciplinary action up to and including termination of employment.

## BE LOYAL

## CONFIDENTIAL AND PROPRIETARY INFORMATION

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Integral to TSGi's business success is our protection of confidential company information, as well as nonpublic information entrusted to us by employees, subcontractors, customers and other business partners. Confidential and proprietary information includes such things as pricing and financial data, customer names/addresses or nonpublic information about other companies, including current or potential supplier and vendors. We will not disclose confidential and nonpublic information without a valid business purpose and proper authorization.

## USE OF COMPANY RESOURCES

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Company resources, including time, material, equipment and information, are provided for company business use. Nonetheless, occasional personal use is permissible as long as it does not affect job performance or cause a disruption to the workplace.

Employees, subcontractors, and those who represent TSGi are trusted to behave responsibly and use good judgment to conserve company resources. Managers are responsible for the resources assigned to their departments and are empowered to resolve issues concerning their proper use.

In order to protect the interests of the TSGi network and our fellow employees and subcontractors, TSGi reserves the right to monitor or review all data and information contained on an employee's/subcontractor's company-issued computer or electronic devices, and use of the Internet or TSGi's intranet. We will not tolerate the use of company resources to create, access, store, print, solicit or send any materials that are harassing, threatening, abusive, sexually explicit or otherwise offensive or inappropriate. Questions about the proper use of company resources should be directed to your manager.

## MEDIA INQUIRIES

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TSGi is a high-profile company in our community, and from time to time, employees and subcontractors may be approached by reporters and other members of the media. In order to ensure that we speak with one voice and provide accurate information about the company, we should direct all media inquiries to the President, Eric Galasso. No one may issue a press release without first consulting with the President.

## INFORMATION AND RESOURCES

CEO

Nancy Squires

410-224-7779

[Nancy@squiresgroup.com](mailto:Nancy@squiresgroup.com)

President

Eric Galasso

410-224-7779

[Eric@squiresgroup.com](mailto:Eric@squiresgroup.com)

Human Resources

Christine Martein, PHR

410-224-7779

[Christine@squiresgroup.com](mailto:Christine@squiresgroup.com)