

Code of Conduct and Ethics

As a leader in the staffing industry, SURGE conducts business in an entrepreneurial, yet ethical and honest manner. SURGE maintains transparency with regulatory officials and complies with all laws and regulations in the locations it operates. SURGE strives to become the most respected workforce solutions partner through our commitment to service – for our customers and for the people we employ. Therefore, SURGE adheres to the following Code of Conduct and Ethics.

This Code helps SURGE employees recognize and respond to ethical issues, deter wrongdoing, establish effective reporting of unethical conduct, and create an accountable and trustworthy work environment. SURGE employees must conduct themselves in an ethical way and ensure that our suppliers and representatives do the same.

The purpose of this Code is to serve as a guide, as no code can anticipate every possible situation. Employees who have questions related to this Code are encouraged to speak with their managers, Human Resources (“HR”), or Legal Counsel.

Inter-Personal Conduct in the Workplace

SURGE wants all employees to enjoy a positive, respectful, and productive work environment. Inappropriate behavior in the workplace will result in disciplinary action, up to and including termination. The term “workplace” refers to the physical workplace, as well as business travel and SURGE-sponsored events.

SURGE expects all employees to observe certain behaviors while in the workplace. As with all businesses, SURGE considers certain conduct inappropriate and unacceptable. Although it is not possible or practical to list all types of conduct that are inappropriate, set forth below are examples of conduct that should not take place in the workplace. This list should not be considered as all-inclusive.

1. Obtaining employment based on false or misleading information; falsifying information or making material omissions in any SURGE record, including but not limited to: applications, personnel and reimbursement records, and timesheets; asking or encouraging another employee to lie; withholding the truth from management; and other acts of dishonesty including but not limited to, lying to or misleading SURGE about any aspect of your employment.
2. Recording the work time of another employee or allowing any other employee to record your work time, or allowing falsification of any time card or expense report, either your own or another employee’s.
3. Committing a breach of trust, engaging in activities that create a conflict of interest, or misusing or disclosing confidential or proprietary SURGE information to unauthorized persons or entities.
4. Malicious or willful destruction or damage to SURGE property or supplies, or to the property belonging to another employee, a customer, a vendor, or a visitor.
5. Theft or unauthorized removal of property from SURGE premises or the premises of a customer that belongs to or is in the possession of the SURGE, another employee, a customer, a vendor, or a visitor; unauthorized charges against any SURGE account; or unauthorized expenditures.

- 6.** Insubordination, including but not limited to: failure or refusal to obey the orders or instructions of a supervisor or member of management; refusal to do assigned work; refusal to perform work in a manner described by a supervisor or member of management; or the use of belligerent, hostile, abusive, or threatening language toward a supervisor or member of management.
- 7.** Bringing or possessing firearms, weapons, or any other dangerous or hazardous devices or chemicals on SURGE premises at any time.
- 8.** Engaging in criminal conduct whether or not related to job performance, or committing any criminal act while on SURGE or customer property or against SURGE, its customer, and/or its employees or customer's employees.
- 9.** Causing, creating, or participating in a disruption of work or SURGE operations of any kind.
- 10.** Fighting (whether verbal or physical); provoking a fight; engaging in horseplay; practical jokes; other disorderly conduct that endangers other people and/or SURGE operations during work hours or on SURGE property; or deliberate injury to another person.
- 11.** Rude, discourteous, disruptive, or belligerent behavior; profane, abusive, or threatening language or outbursts of anger toward management, employees, clients, or others; malicious gossip and/or spreading rumors; engaging in behavior that creates discord or disharmony in the workplace, interferes with another employee on the job, or restricts work output; or encouraging others to do the same.
- 12.** Unsatisfactory attendance, excessive absenteeism, and repeated tardiness.
- 13.** Failure to notify your supervisor when unable to report to work.
- 14.** Sleeping or malingering on the job, or loitering while on or off duty.
- 15.** Making or accepting personal calls while working, except in cases of emergency or extreme circumstances, or the occasional, brief (generally less than 3 minutes in duration) call.
- 16.** Unauthorized use or misuse of SURGE electronic communications, equipment, time, materials, or facilities.
- 17.** Inappropriate and/or excessive use of SURGE electronic communications (e.g. offensive email, non-work related websites, chatrooms, etc.), or violations of the Use of Technology Policy.
- 18.** Gambling while on the job or on SURGE premises, or while using SURGE electronic communication.
- 19.** Unlawful or unauthorized possession of alcohol or drugs while on duty or on SURGE premises, or reporting to work under the influence of alcohol or drugs.
- 20.** Unsatisfactory job performance, such as failure to perform assigned duties; incompetence; doing personal work during work time; or failure to treat a client or employee in a courteous, friendly manner.
- 21.** Carelessness or negligence, such as not following SURGE protocol that causes loss of business or unnecessary business expense, or exhibiting a general lack of concern regarding quality job performance.
- 22.** Soliciting of any type; distributing literature; redirecting business or employees away from the SURGE; or selling or passing out any products, information, or documents during work time or in work areas.
- 23.** Failure to cooperate in any investigation concerning possible misconduct that adversely affects SURGE.

Safety

SURGE is fully committed to employee safety. SURGE expects employees to pay attention to their surroundings, follow all safety rules, and report any unsafe working conditions. SURGE also expects employees to be free from the effects of alcohol and drugs while on the job or in the workplace. Violation of any safety, health, security, OSHA, or SURGE policies, rules, or procedures will not be tolerated. Employees who test positive with respect to alcohol or an unlawful drug in these circumstances will be terminated for failure to comply with this zero-tolerance policy.

Anti-Discrimination

SURGE protects all employees and applicants from discrimination. Discrimination may occur on the basis of race, skin color, national origin, gender, sexual orientation, pregnancy, age, religion, disability, veteran status, and/or any other protected status. Harassing, threatening, intimidating, or coercing any employee will not be tolerated. Employees are also protected from harassment or retaliation for reporting an incident of workplace discrimination. SURGE takes allegations of discrimination seriously and will promptly, thoroughly, and impartially investigate all harassment complaints.

Zero Tolerance on Sexual Harassment

All SURGE employees have the right to work in an environment free from sexual harassment. Sexual harassment is unwelcome, inappropriate conduct of a sexual nature where an employee feels they need to comply with the harassment to keep or move ahead in their job, or where it interferes with an employee's work and creates an intimidating or hostile work environment. Any form of sexual harassment or unprofessional sexual conduct in the workplace will not be tolerated. Employees are also protected from retaliation due to reporting an incident of sexual harassment in the workplace. SURGE takes allegations of sexual harassment seriously and will promptly, thoroughly, and impartially investigate all sexual harassment complaints.

Zero-Tolerance Policy on Workplace Violence

SURGE has zero tolerance for violence against any member of the workforce, any other persons in the workplace, or their property. Any employee who makes threats, exhibits threatening behavior, or engages in violent acts will be subject to disciplinary action (up to and including termination) and/or legal action, if necessary. If you feel the immediate safety of yourself or others is being threatened, contact the local authorities and then report the situation to your manager, HR, or Legal Counsel.

Compliance with Laws, Rules, and Regulations

All employees must comply with the laws, rules, and regulations that apply to SURGE. In addition to our internal policies, the following policies apply to SURGE: labor and employment laws; applicable health, safety, and environmental laws; and applicable data privacy and protection laws. Please contact Legal Counsel with questions or concerns.

Ethical Business Practices

SURGE employees are expected to conduct their day-to-day relationships in a professional and ethical manner. Employees should not accept gifts that constitute an unfair business inducement. Employees should not accept gifts or other gratuities from persons with whom they do business, other than those which may be considered a token remembrance, advertising or other items whose cost exceeds \$50 in value.

Anti-Fraud

SURGE employees should fairly and accurately report all financial data and statements. Employees should not falsify documents, misappropriate assets, nor engage in dishonesty or fraud of any kind related to any financial statements, taxes, insurance, securities or other financial data or documents. Employees should disclose conflicts of interest to their manager, HR, or Legal Counsel.

Anti-Human Trafficking

SURGE has a zero-tolerance policy against all forms of human trafficking and related activities. Employees and applicants are protected from and should never participate in the dealing or trading of something illegal. If you feel that someone is involved in or a victim of human trafficking, contact the local authorities and then report the situation to Legal Counsel.

Conflict of Interest

A conflict of interest occurs when personal interests interfere, or appear to interfere, with the interests of SURGE. Employees must avoid any relationship or activity that may compromise their ability to make objective choices in their employment. How employees act in the workplace impacts the reputation of the SURGE as a whole. Some common conflicts of interest are:

- A family member of an employee receives an improper personal benefit because of the employee's position with SURGE. A "family member" refers to a spouse, parent, child, sibling (whether by blood, marriage, or adoption), or anyone who resides in an employee's home.
- An employee knowingly engages in conduct that goes against SURGE's best interests or that interferes with a current or proposed business relationship of SURGE.
- An employee accepts any form of compensation from a source other than SURGE that would affect his or her job performance.
- An employee offers, gives, or receives a gift that is intended to influence the actions of anyone who deals with SURGE, or where acceptance of the gift could be interpreted as an impropriety.
- An employee takes a business opportunity for themselves or for another employee that was discovered through the use of SURGE property or information, or through the employee's position.

If a situation involves, or could reasonably be expected to involve, a conflict of interest with SURGE, it should be immediately reported to your manager, HR, or Legal Counsel.

Good Faith and Fair Dealing

All SURGE employees should deal in good faith and fairly with each other, customers, and applicants. An employee should never manipulate another person, withhold or abuse information, or misrepresent material facts for any reason, but especially not to gain an unfair advantage.

Ethical Use of Company Assets

To protect and ensure the productive use of SURGE's assets, no one should use these assets for his or her personal benefit, gain, or advantage.

Confidentiality

SURGE safeguards their information and information systems as well as those given to external sources. Employees are expected to safeguard SURGE information and information systems from unauthorized use, disclosure, modification, destruction, or loss. SURGE information that has not been made public (e.g. business plans, inside financial information) should not be shared with anyone.

Any social media conduct that adversely affects an employee's job performance or SURGE's legitimate business interests may result in disciplinary action, up to and including termination. Inappropriate social media posts (e.g. discriminatory remarks, harassment, threats of violence) may also result in disciplinary action, up to and including termination. However, this restriction will not apply to any social media posts made in the exercise of any rights granted to an employee by federal law.

Failure to Comply and Reporting Unethical or Dishonest Behavior

If any employee fails to comply with this Code, they will be subject to disciplinary action, up to and including termination. Known or suspected violations should be reported immediately. Employees should talk to their manager, HR or Legal Counsel when faced with an ethical dilemma. If you know or suspect that someone has violated this Code, immediately report it to HR or Legal Counsel to be investigated.

Prohibition on Retaliation

Retaliation of any kind for reporting violations of this Code, unethical, or dishonest behavior, in good faith, is unlawful and will not be tolerated. Any employee who retaliates against another employee for making such a report will be subject to disciplinary action, up to and including termination.