



Code of Ethics



FACILITY SERVICES

Message from the President



As a purpose and mission-driven company, we know how important it is to draw on shared values and behaviors to bring our vision and brand philosophy to life.

To help our team members do that each and every day, we've created a Code of Ethics that represents the commitments we make to our colleagues, clients, subcontractors, suppliers, stakeholders, and communities. The Code is designed to communicate the ethical standards which govern both our business conduct and our relationships with one another consistent with our company's core values.

To build and operate a successful business, we must all constantly aim to act with integrity. Integrity means more than just complying with the law, it's one of US&S' core values. It reflects who we are as a company and as individuals. Conducting ourselves with integrity when facing any situation helps us earn the trust and respect of the people, businesses and communities we serve. Every good decision strengthens those bonds and helps create a brand we can be proud of every day.

Each of us has to bring US&S' Code of Ethics to life. Acting with integrity depends on each of us giving our full commitment. The responsibility lies with each of us — it's mine, it's yours, it's all of ours. I thank you for your continued support and dedication to upholding our standards.

– Euleta F. H. Alston, President

Our Code of Ethics

Our Code of Ethics expresses who we are morally and defines the core principles that govern all decisions, actions, and behaviors in our dealings with our clients, colleagues, subcontractors, suppliers, and other stakeholders.

Our Code of Ethics, together with our company values – *Family Focus, Stewardship, Safety, Performance Excellence, Integrity, Quality* – serves as the foundation for the way we do business and our continued success depends upon our unwavering commitment to conducting business ethically and in compliance with all applicable laws and regulations. As part of this commitment, we are all expected to comply with this Code of Ethics (“Code”).

We created our Code of Ethics to guide your – and ALL of our – daily decisions and actions. That said, no set of published rules can cover all possible situations; we must rely upon your judgment and high moral standards as the principal guides to ethical conduct. US&S expects everyone to become familiar with, follow, and interpret this policy in good faith. US&S expects and relies upon everyone’s careful observation of these principles in our daily affairs.



Responsibilities: Doing the Right Thing

Employee Responsibilities

Each of us must take personal responsibility for acting according to our company values and this Code, even when this means making difficult choices. We must be committed to living our values and using our Code as a guide for interactions with our stakeholders, including fellow employees, clients, business partners, suppliers, third parties, government agencies, and communities. Accordingly, we have the responsibility to:

- Live by our company values and abide by the Code, company policies, and applicable laws and regulations.
- Report concerns about possible violations of the Code, company policy, or laws and regulations. The reporting procedure is outlined below within this Code.
- Complete all required employee training in a timely manner and keep up-to-date on current standards and expectations.



Leader, Supervisor and Manager Responsibilities

Leaders, supervisors and managers have the following additional responsibilities:

- Lead by example and model the highest standards of ethical business conduct and our company values.
- Take the time to ensure your employees know how to use the Code and how to seek additional help when needed.
- Help create a work environment that focuses on building relationships, recognizes effort, and values mutual respect and open communication.
- Be proactive. Look for opportunities to discuss and address ethics and challenging situations with others.
- Create an environment where everyone feels comfortable asking questions and reporting known or potential violations of the Code, policies, or the law.
- Strictly avoid acts of retaliation or behavior that may be perceived by others as retaliation, against those who report concerns.
- Respond in a timely and effective manner to concerns which are brought to your attention.
- Never ask or pressure anyone to do something that you would be prohibited from doing yourself.
- Hold employees accountable for living our company values and abiding by this Code, our company policies, and applicable laws and regulations.
- Hold employees accountable for completing all training requirements.

Key Tenets

Exercise The Highest Standards Of Ethics & Integrity

We have an unwavering commitment to the highest standards of ethics and integrity. We must all incorporate the spirit of this commitment in our company decisions and actions.

We all take pride in our work and in the choices we make on behalf of US&S. These choices may be more difficult to make when we encounter ethical challenges. When faced with a difficult ethical decision, ask yourself the following questions to determine whether the action you are considering is appropriate:

- Am I adhering to the letter and spirit of our company's policies as well as all applicable laws and regulations?
- Is my action consistent with company values and the principles set forth in our Code?
- Would I be acting in the best interests of US&S, my co-workers, clients, and key stakeholders?
- What would my family, friends, or neighbors think of my action?
- Would I want my action reported on the front page of a newspaper or on the internet?

If you are unsure as to what action is appropriate, seek guidance by speaking with your supervisor or any of the other resources listed in this Code.

Be Upstanding Corporate Citizens & Business Partners

Honest and Ethical Dealings

We expect to succeed in gaining and retaining customers based on the quality and price competitiveness of our services and products. Even in the heat of competition, we will not blur the boundaries of acceptable business behavior. All our statements and representations to the public and to our clients must be truthful and fully supportable. All US&S employees must always strive to provide our clients with the services and products exactly as specified in terms of quality, quantity, timeliness, and price and should never engage in improper dealings or billings.

We maintain a culture of integrity by being honest and ethical in our business relationships. We treat all of our business relationships fairly: clients, business partners, third parties, suppliers, and contractors. We work to understand and meet their needs, while always remaining true to our own ethical standards. We tell the truth about our services and capabilities and we do not make promises we know we cannot keep. In short, we treat our business partners as we would like to be treated. Further, we expect our clients, business partners, and stakeholders to act in a manner that is consistent with our ethical standards.

Anti-Trust and Fair Competition

We believe in fair and open markets and never engage in improper practices that may limit competition. We compete vigorously to be an industry leader and we do so by maintaining high standards of fairness and honesty. We look to gain competitive advantage through superior performance, price, and quality and not through unethical or illegal business practices.

Anti-Corruption

US&S is committed to conducting business ethically, with integrity, and in compliance with applicable laws and regulations prohibiting bribery, kickbacks and other forms of corruption in all of our operations. Under no circumstances will we engage in offering or providing bribes to influence action or accept kickbacks in connection with company business.

Bribe – is the payment of anything of value such as cash, gifts, services, contributions, internships or vacations – made for the purpose of improperly obtaining or retaining business.

Kickback – is the return of a sum already paid or due to be paid as a part of a legal contract or as a reward for making or fostering business arrangements.

Avoid Conflicts of Interest

You should never knowingly become involved in any situation which could create conflict between your personal interests and the interests of the Company. Additionally, we expect staff members to disclose and seek guidance on any issues that may potentially create a conflict of interest. A conflict of interest occurs whenever you have competing interests that could compromise your judgment in making decisions that are in the best interest of our Company. Each of us is expected to use good judgment and avoid situations that can lead to even the appearance of a conflict of interest as it could undermine the trust that our clients, business partners, fellow employees, and the public have in us. We all have a continuing obligation to promote the Company's best interests at all times and to avoid using our association with US&S for personal profit, benefit, or gain.

Some areas in which potential conflicts of interest may arise include:

Business courtesies are the most common sources for potential conflicts of interest. Business courtesies are any item of value provided to or received from an actual or potential business partner (including vendors, suppliers, competitors, and clients) for the purpose of initiating or furthering a business relationship. Business courtesies include such things as cash, entertainment, meals, gifts, social events, sporting events, travel, lodging, favors, gratuities, discounts and services. Conducting business with integrity means never seeking to improperly influence business decisions. For this reason, it is important for each of us to exercise common sense and good judgment when giving or receiving business courtesies.

All employees and representatives of US&S should understand the legal and ethical issues associated with business courtesies and how these can affect our Company's relationships and reputation with clients, suppliers, vendors, business partners, and the general public. Solicitation of gifts is never appropriate. Offering or accepting bribes, kickbacks, or payoffs is always prohibited. Transactions relating to business gifts or entertainment that compromise, or even appear to compromise, our ability to make objective and fair business decisions are always inappropriate.

You must not accept an offer from a business partner if you could seek reimbursement from US&S for the same activity. One indication that the activity offered by the actual or prospective business partner is improper is to ask whether you could reciprocate by providing the same benefit to the business partner. Should you have any question regarding a proposed activity, even if you believe that it is justified from a business perspective, you should seek written approval from your supervisor.

Personal relationships with employees or business partners, such as family members, friendships, and romantic partners, who may have influence over one another regarding purchasing or contracting decisions, in bidding or proposal related efforts, or in recruiting or hiring decisions.

Financial dealings and investments in situations where you or a family member has a significant financial ownership interest in a privately owned enterprise with which US&S competes or does business.

Charitable & Political Donations. Charitable donations are a part of our community involvement and are one of the ways that enables us to make a positive impact in the community. However, in certain circumstances, a charitable donation could be perceived as a bribe. Any charitable donations suggested by a public or government official therefore require the written approval of US&S' Ethics Committee. Political donations include anything of value provided for the purpose of promoting, supporting, or influencing any political process, political organizations, or election for public office at any level. US&S (or its commercial partners) must not make any donations intended to procure political influence. US&S' funds and resources may not be used to contribute to any political party or political candidate.

Outside employment, in certain situations, may bias or appear to bias our decisions – creating a conflict of interest. We prohibit outside employment that constitutes a conflict of interest. Further, employees may not receive any income from individuals outside of US&S for materials produced or services rendered while performing their job with US&S.

In summary, US&S employees should always:

- ✓ Make business decisions which are in the best interest of our Company.
- ✓ Seek guidance to avoid potential conflicts of interest.
- ✓ Discuss any outside work situations with your supervisor prior to undertaking them.
- ✓ Disclose any potential conflicts immediately by notifying your supervisor or Human Resources in writing.
- ✓ Be familiar with and adhere to the client's Code of Ethics as well.





Comply With Laws

We insist that we conduct our business affairs in full compliance with all applicable federal, state, and local laws.

All employees should be aware of and observe the labor law posters located at their work site for additional information pertaining to the various laws and regulations which we are legally bound by. Any violation of laws, rules and/or regulations will be dealt with decisively by US&S and may result in disciplinary action, up to and including termination of employment.

US&S will cooperate fully with any inquiries of government agencies while concurrently protecting our Company's legal rights and trade secrets. Note that only employees designated by the CEO or President are authorized to respond to government inquiries. Care must be taken by any US&S employee who is authorized to respond that relevant and accurate information is furnished.

Adhere To Government Regulations

The nature of our business requires that we be especially attentive to the strict standards that government agencies have established for their employees. There are strict standards regulating business courtesies such as gifts, entertainment, services, or favors to any actual or potential government client or representative which must be carefully abided. Similar restrictions also apply when dealing with non-government personnel in connection with government contract or subcontract activities. Further, it is a crime for you to offer, provide, solicit, or accept anything of value to/from anyone in return for favorable consideration on a government contract or subcontract.

Be Responsible To One Another

We are committed to providing a professional, respectful, and safe work environment. We expect you to treat people with respect and dignity, encourage diversity, remain receptive to diverse opinions, promote equal opportunity for all, and foster an inclusive and ethical culture. We owe it to each other to be honest and responsible to one another in these ways. Please refer to our US&S, Inc. Employee Handbook for additional information on the following policies among many others.

- Equal Employment Opportunity and Diversity
- Non-Discrimination/Non-Harassment
- Safety and Employee Well-Being
- Drug-Free and Alcohol-Free Workplace
- Preventing Workplace Violence
- Privacy of Employee Information
- Confidentiality and Trade Secrets

An employee who violates these policies may be subject to disciplinary action up to and including termination of employment. In certain circumstances, violations may be further punishable by law – including potential fines and/or imprisonment.

Asking Questions and Raising Concerns

Should you ever have a question regarding ethics, need guidance or have some doubt regarding the ethics of a particular situation, and/or need to report an ethics concern or violation, **we encourage you to contact and seek guidance from your supervisor or another manager.** However, we also have a number of alternative resources available to you in these situations as well, including:

- **Directly contacting your business unit director, Director of Human Resources, or another member of our leadership team.**
- **Calling our Helpline at 864-584-0476.** This number is dedicated solely to calls relating to any ethical, legal, or safety question or concern. Individuals calling this number will be able to leave a voice mail message and are prompted to provide the following information: their name and contact information (UNLESS the caller prefers to report anonymously) as well as their specific question, issue, or concern along with any relevant details such as dates, location/s, individuals, etc. All voice mail messages left on our Helpline will be checked and followed up on by members of our US&S Ethics Committee within 48 hours. All issues will be thoroughly investigated and, as appropriate, the necessary corrective actions implemented.
- **E-Mailing us at helpline@usands.com** with the following information: name, contact information, the specific question, issue, or concern, and any relevant details such as dates, location/s, individuals, etc. As with voice mail messages on our Helpline, e-mails sent to this email address will be checked and followed up on by members of our US&S Ethics Committee within 48 hours. All issues will be thoroughly investigated and, as appropriate, the necessary corrective actions implemented.

Non-Retaliation

Ethical violations can be reported without fear of retaliation. US&S will not tolerate any retaliation against an employee who, in good faith, asks questions, reports possible violations of the Code, policy, or law, or participates in an investigation. Reporting “in good faith”

means making a genuine attempt to provide honest, complete, and accurate information. Retaliation is a violation of our Code and knowledge or suspicion of retaliation should be immediately reported.

Cooperating with Inquiries and Investigations

All US&S employees are expected to fully cooperate with investigations and inquiries that are conducted by the company. In addition, withholding information or knowingly giving false or misleading information is a serious violation of our duties as well. In the event of any inquiry from an external source or agency, please notify your supervisor immediately.

With respect to all audits, investigations, and inquiries, no one should ever:

- Destroy, alter, or conceal any document in anticipation of or in response to a request for any documents.
- Provide or attempt to influence others to provide incomplete, false, or misleading statements to an investigator.

We take our obligation to conduct investigations seriously. Retaliation against individuals for raising genuine concerns or participating in investigations or inquiries will not be tolerated. Further, failure to comply with these policies may result in disciplinary action, up to and including termination of employment.

US&S Code of Ethics – Responsible Individual

While each of us bears responsibility as it pertains to an unwavering commitment to ethical behavior and practices, the individual designated with the formal role of providing overall guidance and oversight as it relates to our Code of Ethics is US&S, Inc.'s Director of Human Resources, Stacey Bechtold. Our HR Director will have the additional support of our Executive Team and US&S Ethics Committee, however should you have any questions or concerns about our Code of Ethics, or need additional information, please contact Stacey at **864-233-8035** or **sbechtold@usands.com**.



Summary

Our US&S Code of Conduct is designed to communicate the ethical standards which govern both our business conduct and our relationships with one another.

The Code is intended to help our US&S employees understand and adhere to these standards in their daily activities, consistent with our core values. If you have questions or concerns and would like to speak with someone for guidance on ethics or compliance matters, contact your supervisor, manager, Director of Human Resources or other member of our Leadership Team.

 **864-584-0476**

 **helpline@usands.com**





Family Focus



Stewardship



Safety



Performance Excellence



Integrity



Quality



FACILITY SERVICES