



Southern Ohio Cleanup Company, LLC

**CODE OF BUSINESS CONDUCT AND ETHICS POLICY
FOR SOUTHERN OHIO CLEANUP COMPANY, LLC (SOCCO)
PIKETON, OHIO**

**U. S. Department of Energy
Portsmouth/Paducah Project Office
and
Southern Ohio Cleanup Company, LLC**

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Managing
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Piketon, Ohio

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INFORMATION USE ONLY

APPROVALS**Code of Business Conduct and Ethics Policy for Southern Ohio Cleanup Company LLC (SOCCo)
Piketon, Ohio**

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**A Letter from Southern Ohio Cleanup Company, LLC (SOCCo)
President and Program Manager, Greg Wilkett**

Colleagues,

As the Decontamination and Decommissioning (D&D) contractor at the Portsmouth Gaseous Diffusion Plant (PORTS) site in Piketon, Ohio, we have a responsibility to conduct our business responsibly, ethically, and legally. We owe it to our customer, this community, our member companies, and ourselves to conduct business in a transparent and ethical way.

Southern Ohio Cleanup Company, LLC's (SOCCo's) Code of Business Conduct and Ethics serves as a resource for all project personnel. It summarizes and clarifies our standards for employee conduct so that we can all act consistently and exemplify the values of Safety, Courage, Character, Excellence, and Compassion.

The Code reflects our continuing and absolute determination to do the right thing. Doing the right thing sounds simple, but we all know that it can often involve serious decision making and expert navigation of regulations and procedures. Sometimes it demands the courage to ask questions or to speak up. If you are ever unsure about the proper course of action, get guidance from your supervisor, management, human resources, employee concerns, legal, compliance, a SOCCo subject matter expert (SME), or by calling our Compliance and Ethics Employee Concerns Hotline. Our reputation and success depend upon each and every one of us living out these values and conducting ourselves and our business with the highest ethical standards. In doing so, we will distinguish ourselves as we accomplish our mission for the Department of Energy (DOE) and for this community.



Stay Safe PORTS,

Greg Wilkett

1. CODE OF BUSINESS CONDUCT AND ETHICS OVERVIEW

What is Our Code of Business Conduct and Ethics (the Code)?

It is the centerpiece of our commitment to conducting SOCCo business with the highest standards of business ethics. It is a resource for you to use when you need information or guidance before making a decision. However, our Code cannot cover every subject or situation you might face on the job. If you need additional guidance, you may contact the SOCCo Human Resources department or any of the contacts listed in this policy.

This document implements applicable regulatory requirements. They are listed in Appendix A, *Source References*.

Why Do We Have a Code?

SOCCo's success depends on our reputation for ethical business performance. SOCCo has adopted standards to help ensure that we conduct fair and honest business and interact ethically with each of our stakeholders, including our customer, fellow project personnel, suppliers, competitors, and communities. The Code helps us understand the rules and principles governing the way we do business at SOCCo.

Who Must Follow the Code?

All project personnel must adhere to our Code at all times. For SOCCo, noncompliance could lead to civil or criminal fines and penalties and suspension of the privilege of doing business with the United States (U.S.) Government (Government). For the individual, it could result in civil or criminal fines or penalties and disciplinary action up to and including removal from the project or termination of employment, as applicable. The risks can be avoided if each of us makes a personal commitment to understand and comply with the Code.

Federal, state, and local governments have extensive investigative workforces charged with monitoring Government procurement systems. The various investigative agencies have taken an increasingly aggressive stand on enforcement of Government procurement laws and regulations.

In addition, Congress continues to pass numerous laws that greatly complicate the federal procurement process. In addition to increased civil and criminal penalties for noncompliance, many of these new laws include fines and imprisonment of project personnel guilty of violations. Federal acquisition regulations also provide for suspension and debarment of a firm or individuals found guilty of procurement-related crimes. Because of this, it is imperative that all project personnel read and comply with this document.

What is Expected of Me?

All project personnel are required to:

- Be thoroughly familiar with SOCCo's policies and its Code and always adhere to them.
- Be sensitive to situations that could lead you or others to engage in illegal, improper, or unethical conduct.
- Promptly take action against illegal, improper, or unethical behavior by advising your supervisor, the Human Resources department, Employee Concerns Program, the Compliance department, or the SOCCo Legal department (Legal Department).
- Stay current with annual training, participate in any compliance training, and provide any certifications required by SOCCo.
- Cooperate with any investigations into potential misconduct. As an employee, you have a duty to do this. SOCCo can only address misconduct if it knows about it.

All supervisors are required to:

- Maintain a work environment that encourages open communication regarding ethical problems and concerns and support your employees when they raise issues.
- Make a personal commitment that your group will operate in accordance with the highest standards of ethical business conduct. Communicate this commitment to your employees.
- Periodically discuss ethical issues and review the Code with your project personnel.
- Ensure that all project personnel supporting SOCCo attend appropriate training sessions on Government and business conduct issues.
- Be familiar with the resources available to resolve ethical questions and concerns.

All Officers, Directors, Managers, and Supervisors have additional responsibilities in promoting a culture of compliance and integrity, including a positive working environment in which people are treated with dignity and respect. To achieve this, you are required to:

- Lead by example by living up to the standards of the Code at all times.
- Help those you supervise understand and follow the standards set forth in our Code, policies, and practices as well as stressing the importance of participating in related training and certifications.
- Be knowledgeable about the laws, regulations, and industry practices applicable to your activities.
- Implement the Code and create a work environment and culture that promote a high standard of conduct.
- Provide all project personnel with clear guidelines on matters of everyday business conduct and education relevant to their individual job responsibilities.
- Communicate clearly that SOCCo will neither tolerate nor condone improper behavior. Set this standard of conduct by personal example.
- Oversee administration of appropriate disciplinary action for policy violations.
- Provide information to project personnel concerning resources that may help them in addressing ethical concerns or dilemmas.
- Create an open atmosphere in which ethical concerns may be brought forward by project personnel and resolved without fear of retribution.
- Support those who raise a concern or report a suspected problem in good faith, even if they go outside the chain of command.
- Never take or allow a retaliatory action against someone for reporting concerns in good faith or cooperating with an investigation.
- Protect the confidentiality of employee reports, to the extent practical, and advise project personnel of the outcome of such reports.
- Follow up when you hear about or suspect potential misconduct, promptly escalating the concern to the appropriate investigating Department or the SOCCo's Compliance and Ethics Employee Concerns Hotline and never look the other way to ignore misconduct.

What is Expected of Our Suppliers and Contractors?

SOCCo expects subcontractors, consultants, agents, suppliers and other third-party providers to act in a manner consistent with SOCCo's Business Conduct and Ethics Expectations for Suppliers and Contractors, which reflect SOCCo's values and Code. The most current version is available at www.teamsocco.com or from SOCCo's Contract and Supply Chain Management Department.

What Are the Consequences of Violating SOCCo's Code?

Violations of this Code can result in disciplinary action, up to and including removal from the project or termination of employment, as applicable. In appropriate cases, SOCCo may also refer misconduct to appropriate authorities for prosecution. This may subject the individuals involved to civil and criminal penalties.

What About Updates and Revisions to Our Code?

The SOCCo Code may be updated or amended occasionally to reflect changes in laws and our policies and practices.

The most current and authoritative version of the Code is always available on PORTSHUB (the internal website for SOCCo personnel), www.teamsocco.com, or from the SOCCo Human Resources department.

The Code helps us understand the rules and principles governing the way we do business at SOCCo.



2. MAKING THE RIGHT DECISIONS

Making the Right Decisions

Question: I suspect—but I am not certain—that someone is violating our Code. Should I keep my concerns to myself?

Answer: No. If you suspect a violation, say something. It's better to raise a potential problem than to wait and risk harm to others or to the company. Reporting "in good faith" means you are coming forward honestly with information that you believe to be true, even if, after investigation, it turns out that you were mistaken.



Remember:
If you know it is wrong, don't do it.

At times, you might be unsure about what is the right thing to do in a business situation. If you are ever unsure how to proceed, don't take the action. Instead, step back from the situation and consider these questions:

- Is it legal? Have I checked with the Legal Department?
- Is it in line with our core values of Safety, Courage, Character, Excellence, and Compassion?
- Does it comply with our Code and other policies and practices?
- Am I involving the right people in this decision?
- What would my family, friends, manager, or co-workers think?
- Would I feel okay about my actions if I read about them in a newspaper or had to explain them to a judge or jury?
- Could it harm SOCCo's reputation or the reputation of its member companies?

If you hesitate when answering or if you answer "no" to any of these questions, don't take the action. Instead, seek guidance by following the steps set forth in Section 3 of our Code, *Getting Help and Reporting Concerns*. Always take personal responsibility for doing the right thing.

Remember:

- If you know it is wrong, don't do it.
- If in doubt, ask.
- Set an example for others.
- Don't ignore what you believe to be illegal or unethical conduct.
- Looking the other way is not acceptable.
- Speak up.
- Take responsibility for doing the right thing.

3. GETTING HELP AND REPORTING CONCERNS

Who Should I Contact with a Question or Concern Related to Our Code?

If you are ever unsure about the right thing to do in a business situation, you should seek guidance. If appropriate, you should discuss the question or concern directly with the person involved. You also are encouraged to contact your immediate supervisor. However, if you are uncomfortable discussing the matter with your supervisor or his or her response is not adequate, you are encouraged to contact any of the following:

- SOCCo Human Resources department
- SOCCo Employee Concerns Program
- SOCCo Legal department
- SOCCo Compliance department
- Another supervisor (and up the reporting structure as necessary) or a SOCCo SME
- SOCCo's Compliance and Ethics Employee Concerns Hotline

If you know of or suspect misconduct or unethical behavior, you have an *obligation* to promptly contact any of these resources or an investigating department, even if you are not involved. Investigating departments include Security, SOCCo's Human Resources, Employee Concerns, Legal, Compliance, Internal Audit, Labor Relations, and SOCCo Environment, Safety, Health, and Quality (ESH&Q). Reporting suspected misconduct to these resources contributes to our ethical culture and helps SOCCo minimize any damage to our fellow project personnel, other stakeholders, company, and brand. Failure to report suspected misconduct or unethical behavior could result in discipline.

Compliance and Ethics Employee Concerns Hotline

SOCCo's Compliance and Ethics Employee Concerns Hotline is available 24 hours a day, 7 days a week. The number is 1.844.279.1102.

A third-party call center answers these calls and transcribes the information you report. Caller identification (ID) is never used and there will be no effort to trace your call. You may report anonymously. However, keep in mind that the more information you provide, the easier it will be for the company to investigate and appropriately respond to your report.

How are Reports Handled at SOCCo?

SOCCo investigates all Compliance and Ethics Employee Concerns Hotline reports and is committed to maintaining confidentiality to the maximum extent possible.

What if I am Concerned about Retaliation?

Speak up without fear. SOCCo knows it takes courage to come forward and share your concerns. SOCCo will not retaliate or tolerate any form of direct or indirect retaliation that arises from reporting suspected illegal or unethical conduct in good faith. If a report is made in good faith, you will be protected even if the concern turns out to be unsubstantiated. If you suspect you are experiencing retaliation, you should contact SOCCo's Human Resources, Employee Concerns, Legal, Compliance, or Compliance and Ethics Employee Concerns Hotline. Retaliating against someone who makes a report in good faith will result in prompt and strong disciplinary action up to and including termination.

Other Ethics Hotlines

Several other relevant federal agency hotlines for reporting waste, fraud, abuse, or ethics concerns are listed below:

- DOE – Inspector General (IG): 1.800.541.1625
- Department of Labor: 1.800.347.3756
- Equal Employment Opportunity Commission: 1.800.849.4230
- Small Business Administration: 1.800.767.0385

Question: I inadvertently came across an email from the head of my department on the office printer containing information that violates our Code and most likely the law. How do I report this without getting fired?

Answer: SOCCo provides several different reporting channels, which include confidentiality and escalation measures. Since you do not feel comfortable raising this concern involving your department head, you may report this concern to Human Resources manager, the Chief Compliance Officer, the Compliance Manager, the Legal Department, or SOCCo's Compliance and Ethics Employee Concerns Hotline. If a report is made in good faith, SOCCo will not retaliate or tolerate any form of retaliation even if the concern turns out to be unsubstantiated.

4. DIGNITY AND RESPECT

Dignity and Respect



Question: I am a craftsperson and occasionally my supervisor has asked me to work off the clock. Is this appropriate?

Answer: No. All project personnel are legally entitled to overtime (overtime has been properly authorized) and must be paid for all hours worked. Contact your Human Resources or Labor Relations manager immediately with your concern.

Our workforce comprises skilled professionals and craft personnel who are dedicated to achieving excellence in the DOE's mission at the Portsmouth site in Piketon. SOCCo's goal is to sustain a workforce of varied backgrounds by leveraging each individual's knowledge and talents while promoting cross-cultural understanding and collaboration.

To this end, you are expected to demonstrate dignity and respect for all SOCCo project personnel by valuing the differing backgrounds, experiences, and ideas present among your colleagues. You must also promote a respectful work environment by practicing appropriate and fair behavior towards all project personnel, customers, and individuals in our local communities.

Fair Employment Practices

SOCCo is an equal opportunity employer that recognizes the value of a workforce of differing backgrounds. SOCCo has established standards so that our project personnel are treated with respect and fairness and are free from all forms of discrimination. All project personnel decisions—such as hiring, promotion, pay, termination, training opportunities, and job assignments—must be based on merit, not a person's legally protected characteristics. Such characteristics may include gender, race, color, religion, national origin, sexual orientation, marital status, age, disability, pregnancy, veteran status, or any other characteristics protected by law.

5. HARASSMENT AND EMPLOYEE PRIVACY

Harassment-Free Workplace

SOCCo project personnel should work in a safe and professional atmosphere where merit and competence are rewarded and trust is promoted. Harassment has no place at SOCCo and will not be tolerated. Harassment can take many forms—including verbal remarks, physical advances, or visual displays. It may come from co-workers, supervisors, suppliers, contractors, or customers. Harassment has the purpose or effect of creating an intimidating, offensive, or demeaning environment.

Harassment may be sexual or nonsexual in nature. Sexual harassment may include unwanted advances, inappropriate sexual jokes, sexually suggestive comments, touching, requests for sexual favors, and inappropriate comments about appearance. Other examples of harassment may include offensive comments, jokes, or pictures related to race, religion, ethnicity, gender, or age.

Personal Information

For personnel, payroll, health care benefits, and other routine operations, SOCCo maintains and uses private and sensitive personal information about project personnel (such as personal contact information, identification numbers, resumes, and compensation data) for legitimate business purposes. Any project personnel with access to this information must follow all applicable data privacy laws and SOCCo's policies and practices regarding the handling of such information. Project personnel whose jobs involve this information must respect information privacy by only accessing and sharing confidential project personnel data for legitimate business purposes, with appropriate authorization, and on a need-to-know basis. Do not repeat or discuss this information with anyone who does not have an authorized business need to know it. Misuse or unnecessary access to sensitive project personnel information can result in prompt and serious disciplinary action up to and including termination or criminal prosecution by the appropriate authorities.



Question: I am friends with a man who works in my department. Sometimes we share jokes that might be considered offensive in my office but we are careful to shut the door so no one hears. We also forward each other funny jokes via e-mail. Could this be considered harassing behavior even though it is between two friends and not shared with anyone who is offended?

Answer: While the company does not attempt to regulate project personnel's private behavior, the situation you describe takes place on SOCCo property, on SOCCo time, and on a SOCCo e-mail system. Company assets should not be used for this purpose. This unprofessional behavior does not fit in our workplace, even in the privacy of your office.

Question: One of our suppliers is making insulting, age-related remarks to one of my coworkers. Should I say something?

Answer: Yes. If you're comfortable doing so, ask the supplier to stop. If you prefer, share your concerns with your manager, the Legal Department, or the Compliance and Ethics Employee Concerns Hotline. We don't tolerate any form of harassment, whether the action is initiated by, or directed at, an employee, a customer, a supplier, or anyone else in our workplace (or at a work-related event).

6. ENVIRONMENT, SAFETY, HEALTH, AND QUALITY (ESH&Q)

Everyone who works for or with SOCCo should know that safety is a core value. SOCCo is serious about its commitments to environment, safety, health, and quality. Our reputation depends on our continued commitment to safety and the welfare of our project personnel. Providing a safe and secure work environment gives SOCCo a competitive advantage in attracting the best applicants, retaining its valuable workforce, and continuing to earn the trust of its customer.

Safety

A detailed, site-specific safety plan is available on the internal employee website, SOCCo's PORTSHUB. You should report any violations of safety policies or potential hazards to the ESH&Q Director or staff. Failing to properly report a safety violation or asking another individual not to report one is a violation of our Code and may result in disciplinary action up to and including termination.

Nuclear Safety

SOCCo is committed to meeting all nuclear safety and safety-related quality standards on its nuclear projects. Everyone is responsible for ensuring that SOCCo's work adheres to all applicable nuclear safety standards. You are expected and encouraged to identify and report nuclear safety concerns. SOCCo is committed to maintaining an open working environment in which all project personnel are free to identify and raise nuclear safety concerns.

Weapons and Violence

Personal weapons—such as guns and tools that can be used to harm others—should never be brought into the workplace. Acts of violence as well as threatening remarks or gestures or other disruptive behavior in the workplace are unacceptable. SOCCo's weapons and violence policies on the Portsmouth Site in Piketon align with the DOE's policies regarding weapons and violence.

Drug and Alcohol-Free Workplace

SOCCo project personnel may never work under the influence of, or possess at work, alcohol, illegal drugs, or prescription drugs not used in accordance with a valid prescription. Project personnel must report to SOCCo their use of any prescription drug or any substance that might interfere with their ability to do their job safely and effectively. SOCCo policy prohibits the illegal use, sale, purchase, transfer, manufacture, possession, or impairing presence in one's system of controlled substances while on SOCCo premises or jobsite. Similarly, the use, sale, purchase, transfer, manufacture, or possession of alcoholic beverages by project personnel while on SOCCo premises is prohibited, except as authorized by SOCCo for SOCCo-sanctioned activities or events—such as a holiday party.

Protecting the Environment

SOCCo is fully committed to acting as an environmental steward as we decontaminate and decommission the Portsmouth Site in Piketon. Achieving excellence demands that we have knowledge of and comply with applicable environmental laws. Environmental laws can apply to many aspects of SOCCo's scope of work for the DOE. To protect the environment, you must know and follow the environmental policies and regulations that apply to your work. Many incidents—such as accidental releases and spills of hazardous or toxic substances—must be promptly reported to SOCCo management and the appropriate Government agencies if, and as required, by statute or regulation.

Environmental laws are aggressively enforced. Project personnel who engage in conduct contrary to these laws may face serious consequences, including criminal prosecution, and may subject SOCCo to fines and other penalties. It is important to note that prosecutions are not solely limited to willful violations. Under certain circumstances, supervisory personnel may be held individually liable for the conduct of those under their direction and control, regardless of whether they personally participated in an act of noncompliance. Because of this, it is important for supervisors and managers to understand the environmental laws specific to their work scopes.

Question: One of my co-workers cut his finger on the job and needed stitches. He doesn't want to report the injury as a workplace injury because it will hurt our safety goals. What should I do? I want to meet our goals, too, but not reporting a workplace injury is a serious violation of SOCCo's safety standards.

Answer: Report the injury. Then, encourage your coworker to do the same. We are all responsible for safety and we don't compromise on safety ever. Not reporting means we cannot correct a potential safety risk. Both you and your injured teammate could be subject to disciplinary action up to and including termination, for not reporting the injury.

7. FINANCIAL CONTROLS AND TRANSPARENCY

As a Government contractor, proper financial reporting and transparency are extremely important for SOCCo. Project personnel shall never provide inaccurate or misleading information to a customer. All information we give to our customer must be complete and accurate. You must follow our internal processes and controls to ensure our records accurately and fairly reflect all transactions.

Accurate, Full, and Fair Disclosure

The accuracy and transparency of the information we give to our customer, the DOE, depends on every employee properly recording information—such as time charges, change orders, project estimates, miscellaneous expenses, costs, bills, payroll, and regulatory data. You must properly verify that any financial information for which you are responsible is accurate, complete, and timely. Managers must take responsibility that adequate resources and oversight are devoted to properly implementing and following reporting and transparency controls on all aspects of SOCCo's business.

Change Orders

When Government representatives request work that is different from, or in excess of, that prescribed by our contract, we must obtain the contracting officer's written direction before proceeding. While we must always strive to please our customers, acceptance of changes from anyone except the contracting officer could result in the performance of unauthorized work and jeopardize SOCCo's ability to obtain compensation for the change in scope. Contractual notification requirements related to changes vary depending on the type of contract. Therefore, it is crucial that SOCCo project personnel understand what we must do and when we must do it if the Government changes its contract requirements.

Insider Trading is Prohibited

Amentum Holdings, Inc. (Amentum); Fluor Corporation (Fluor); and Babcock International Group PLC; the parent companies of SOCCo's member companies, Amentum Environment & Energy, Inc.; Fluor Federal Services, Inc.; and Cavendish Nuclear; are publicly traded companies. You may come across inside information about the member companies or inside information about the members' parent companies and about SOCCo that could affect the financial performance of SOCCo's members' parent companies. Buying or selling the securities of a company while you are aware of inside information about that company is considered "insider trading." This is illegal, and so is "tipping," or advising others to buy or sell securities based on inside information.

"Inside information" is material information that is not available to the public that a reasonable investor would likely consider important in making a decision to buy or sell a security. Remember that even information about events or actions that are not certain to happen can be considered inside information.

It is important for all project personnel to keep inside information confidential and not discuss it or allow it to be overheard by anyone inside or outside the company, except on an authorized need-to-know basis. Examples of inside information may include:

- Financial information or data—such as earnings or forecasts
- Winning or losing a significant new or existing award
- Financial problems
- Changes in senior management
- Significant or expected developments in litigation or Government investigations
- Notification for auditors regarding financial statements

When Can I Trade?

Once material information has been disclosed publicly to the marketplace through established channels and the public has had enough time to absorb the information (typically considered to be three days), you may trade securities in Amentum, Fluor Corporation, Babcock International Group, or other related companies.

Outside Inquiries and Presentations

SOCCo project personnel may have access to information about financial or performance results—about SOCCo or its member companies or its members' parent companies—on a routine basis that is not available to the public. You must exercise caution not to reveal this information when responding to outside inquiries or giving presentations to outside groups.

Only designated SOCCo spokespersons may speak about SOCCo's financial or performance status to the media. If a member of the media or a stock market analyst contacts you for information about a member company or about the members' parent companies, you should direct them immediately to the SOCCo Public Affairs department.

If your job requires you to make presentations to outside groups—such as at professional conferences and training seminars—you must be particularly cautious. Any presentations that contain non-public financial or proprietary information or processes must be approved in advance by the Legal Department.

No Misrepresentation

While conducting official SOCCo business, do not misrepresent yourself or SOCCo to anyone. If you believe there has been a misunderstanding, try to clarify the situation immediately. Honesty is an integral part of ethical behavior and trustworthiness is essential for good, lasting relationships.

Examples:

Question: I don't work in finance or accounting. Is "financial integrity" my responsibility?

Answer: Yes. Accuracy in recordkeeping isn't the job of one team or one department. It's a responsibility we all share. From timesheet, expense reports, and benefits enrollment forms to test data and sales invoices – all of our everyday transactions must be accurate, complete, and properly recorded.

Question: I saw a co-worker sign off on an inspection report when he hadn't actually done the inspection. What should I do?

Answer: You should report what you saw to your manager, Human Resources, Employee Concerns, the Legal Department, the Compliance Department, or the Compliance and Ethics Employee Concerns Hotline. Signing off on the report when he/she had not actually done the inspection would be considered a form of falsifying records and would violate our Code.

Financial Controls and Transparency



Project personnel shall never provide inaccurate or misleading information to a customer. All information we give to our customer must be complete and accurate.

8. CONFLICTS OF INTEREST

When you are in a business situation in which competing loyalties could cause you to pursue a personal benefit for you, your friends, or your family at the expense of SOCCo or our client, you may be faced with a conflict of interest.

A conflict of interest occurs when your personal or financial interests interfere with your ability to make sound and objective business decisions on SOCCo's behalf. You need to avoid any situation that creates even the appearance of this kind of bias. A perceived conflict of interest that calls into question our business integrity can be as damaging to our reputation and business as the existence of an actual conflict.

How Can I Know Whether a Conflict of Interest Exists?

To determine whether a conflict of interest exists, you should ask yourself:

- Does this situation make me feel uncomfortable?
- Would the action have the potential to affect my ability to make sound business decisions?
- Could it influence my objectivity or appear to do so?
- Would my co-workers think the situation could affect how I do my job?
- Would it look suspicious to someone outside our company—such as a customer, supplier, shareholder, or the media?
- Would it take revenue or profit away from SOCCo?
- Would I or my family members benefit financially or personally?

If you answered “yes” to any of these questions, you should discuss the activity, financial interest, or relationship with your supervisor or the Human Resources department immediately and before proceeding. The following sections discuss some common areas in which conflicts of interest might arise.

Outside Jobs and Activities

Outside jobs and activities can affect your ability to do your work for SOCCo.

Examples of inappropriate outside jobs and activities include:

- Working for or providing services to an actual or potential SOCCo competitor, customer, supplier, subcontractor, or agent while employed by SOCCo.
- Using SOCCo assets, contacts, or other resources to start or support another business or nonprofit organization (other than charitable work through SOCCo that does not conflict with your work responsibilities).

Public Service

Many SOCCo project personnel participate actively in civic life. SOCCo commends and encourages public participation. This participation may include philanthropic, professional, national, regional, religious, or community organizations. In that role, however, you may at times find yourself in a difficult or awkward situation. For example, you may be a member of a board or committee confronted with a decision involving SOCCo. In these circumstances, your interest in SOCCo, on the one hand, and your obligation to the civic organization, on the other, may pull you in opposite directions. In such cases, the policy requires you to abstain from the decision-making and to notify your supervisor of your abstention. When you abstain, you should make it clear that you are a SOCCo project personnel and that you are abstaining to avoid a conflict of interest—or the appearance of one. This will head off future charges that you tried to conceal your association with SOCCo.

When you speak out on public issues when involved with these organizations, make sure that you do so as an individual. Do not give the appearance that you are speaking or acting on SOCCo's behalf.

Activities and Ownership Stakes of Close Family Members and Friends

The activities of close family members and friends may also lead to potential conflicts of interest. For this reason, you should not be involved in the hiring or supervision of a supplier, subcontractor, agent, or consultant where your close family member or friend is employed or has a significant ownership stake.

Question: My spouse owns a company that SOCCo is considering hiring as a supplier. A contract with SOCCo would be great for my spouse's business. I would like to do anything I can to help my spouse win the contract. What can I do to help?

Answer: You shouldn't do anything to help your spouse's company get the contract. If you are involved in the selection process for that contract, you should tell the SOCCo Legal department. Helping your spouse's company is a conflict of interest. Even if you are certain you can be unbiased and award the contract to the best bidder, you should not be involved because of the perception of the conflict of interest.

A “close family member” is any person closely connected to you by blood, marriage, or close affinity (for example, a spouse, significant other, sibling, grandparent, brother-in-law, etc.), such that your impartiality might be perceived to be affected by the relationship. The term also refers to a domestic partner and the domestic partner’s child, parent, sibling, half-sibling, grandparent, grandchild, or stepparent.

When a family or romantic relationship exists between project personnel working together, real or perceived preferential treatment or tension may exist. Neither employee should be in a position where he or she has decision-making authority over the other employee. Again, the important thing to remember is that you must avoid even the appearance of bias.

Financial Investments

You must be careful that your investments, or those of your close family members or friends, do not impair your ability to make objective decisions on behalf of SOCCo. Having a significant financial investment in a company that does business with, seeks to do business with, or competes with SOCCo may create a conflict of interest, depending on the size and type of your investment, your role in the company, and the business relationship between SOCCo and the other company. An interest is considered significant if it could impair, or reasonably appear to impair, your ability to act solely in the best interest of SOCCo.

Examples of conflicts of interest include having a significant investment in a:

- Supplier: If you have involvement with the selection of, assessment of, or negotiations with the supplier
- Customer: If you are responsible for dealing with the customer

Keep in mind that not all outside financial investments may result in a conflict of interest. This is why it is important to disclose any potential conflict to your supervisor or Human Resources manager and the Legal Department immediately to determine whether a conflict—or the appearance of one—may exist.

Boards of Directors

While SOCCo supports outside activities that benefit our communities and profession, you must exercise caution when accepting outside appointments—such as serving on a board of directors for another organization. This may raise a conflict of interest or even a legal issue. In particular, serving on the board of, or otherwise advising, a SOCCo supplier, contractor, agent, customer, or any company that has direct commercial dealings or competes with SOCCo or its member companies may be problematic.

You must contact the Legal Department to review the situation and receive guidance about the appropriateness of serving on a particular board of directors or some similar position before you accept an outside appointment.

Conflicts of Interest

Question: I recently took a part-time position with another company. I’m only working on the weekends, so my second job won’t interfere with my ability to work for SOCCo. However, I found out the company for which I’m working is actually one of SOCCo’s many suppliers. Is this okay?

Answer: Possibly. Working for a SOCCo supplier while being employed by SOCCo could create a situation in which a conflict of interest might arise. Before doing any work on behalf of this SOCCo supplier, you must first consult with and get authorization from your supervisor or Human Resources manager. If you are permitted to continue working with the supplier, remember that the second job should not interfere with your responsibilities or job duties for SOCCo. You should not do work for the other company when you are supposed to be working for SOCCo. Please also remember that you cannot use SOCCo equipment or supplies in your work for the other company. That includes computer equipment, electronic mail, and telephones. You must also carefully guard against disclosing confidential information to the other company.

Organizational Conflicts of Interest

Because SOCCo performs work for a U.S. Government agency, we are subject to special rules related to organizational conflicts of interest. This occurs when, because of a pre-existing business relationship or project, SOCCo has a potentially unfair competitive advantage or could be seen as biased in obtaining or performing Government work. SOCCo must promptly disclose all actual or potential organizational conflict of interest situations to the Government, so be sure to alert your supervisor promptly if you become aware of such a situation. Often, safeguards can be put in place to mitigate potential issues and allow us to perform that work.

Foreign Government-Sponsored Talent Recruitment

These programs are prohibited for all SOCCo project personnel. Participation will raise a conflict of interest or even a legal issue. You must contact the SOCCo Legal Department, Site Security Officer, or Human Resources to disclose any current or future involvement with one of these programs. They will assist you with ensuring all required notifications are made.

- *What is considered a Foreign Government-Sponsored Talent Recruitment Program?*

Any effort directly or indirectly organized, managed, or funded by a foreign government to recruit science and technology and other functional area professionals or students (regardless of citizenship or national origin and whether having a full-time or part-time position). Some foreign government-sponsored talent recruitment programs operate with the intent to import or otherwise acquire from abroad, sometimes through illicit means, proprietary technology or software, unpublished data and methods, and intellectual property to further the military modernization goals and/or economic goals of a foreign government. Many, but not all, programs aim to incentivize the targeted individual to physically relocate to the foreign state for the above purpose. Some programs allow for or encourage continued employment at U.S. research facilities or receipt of Federal research funds while currently working at and/or receiving compensation from a foreign institution, and some direct participants not to disclose their participation to U.S. entities. Compensation could take many forms, including cash, research funding, complimentary foreign travel, honorific titles, career advancement opportunities, or promised future compensation, including in-kind compensation.

How Can I Resolve a Conflict of Interest?

Conflicts of interest may often be resolved if they are disclosed promptly. Transparency and the exercise of good judgement are basic expectations. If you feel that you or SOCCo may face an actual or potential conflict of interest, you should tell your supervisor or Human Resources manager about the potential conflict of interest immediately. Disclose any potential conflicts of interest before acting to avoid making the situation worse. Additionally, always disclose any potential conflicts of interest to Legal Department as part of your annual ethics certification.

9. GIFTS, ENTERTAINMENT, AND BUSINESS COURTESIES

Gifts and Entertainment

SOCCo project personnel must be cautious when exchanging business courtesies to avoid a conflict of interest or the appearance of one. If you are involved in business courtesies—such as a dinner or entertainment at a local sporting event—you must take steps to ensure that any activities are not and will not be seen as bribes meant to improperly influence business decisions.

If others believe that a business decision was made because of a gift or business courtesy and not purely on the basis of merit and sound business judgment, our reputation will be harmed. In general, you can give and receive gifts or offer and accept meals and entertainment that fit all of the following guidelines.

The gift or entertainment:

- Is not intended to improperly secure something in return.
- Is reasonable and not excessive for the government contracting industry, your function, and your position.
- Does not violate applicable standards or the law.
- Is not in cash.
- Does not violate Federal Acquisition Regulations (FAR).

These rules apply to gifts, favors, meals, and entertainment involving your close family members as well.

Gifts and Entertainment Involving the DOE or Other Government Agencies

We don't give or receive anything that is inappropriate. U.S. Government agencies have strict rules prohibiting giving business courtesies to Government employees. What may be considered normal business courtesies in the non-Government world can be illegal when Government employees are involved. Giving a "business courtesy" is defined as offering something of value for which the recipient does not pay fair market value. Such courtesies may include gifts, meals, and other favors. Violations of these rules can result in loss of the contract, loss of SOCCo's ability to do other Government work, and even criminal prosecution of SOCCo and the individuals involved.

We must follow the "20/50 Rule" when providing entertainment to Government officials—such as meals and refreshments. Under this rule, providing simple refreshments—such as coffee and pastries at a business meeting—is typically acceptable as long as the meal does not exceed \$20.

However, meals should never exceed \$50 in a calendar year to any single Government official from all aggregated sources within SOCCo.

We must also follow the "20/50 Rule" when giving gifts to Government officials. You should never give a gift to a Government official unless it is a promotional item with SOCCo's name on it or another item of nominal value. Since a gift is anything of value received without the recipient paying the full market price, you will need to determine the fair market value for any items you offer to Government employees. It is also critical that you document the basis for this assessment. This helps us to avoid placing Government officials, as well as SOCCo, in awkward situations.

It is important to point out that, even when the value of a gift is within the 20/50 Rule, you may not offer any gift to a Government employee with the intent to influence official action.

We should never offer gifts or entertainment to Government employees if we know that these courtesies violate his or her agency's rules. This is true regardless of whether he or she is willing to accept the gift. Even if it is an inexpensive logo item, you should first ask the Government employee if the agency's rules allow him/her to accept it. Offering inappropriate gifts can put the Government customer in the awkward position of having to refuse.

Again, there is no substitute for a thorough knowledge of agency ethics rules related to business courtesies. If you have any questions, ask SOCCo's Government Contract Manager, Compliance, or the Legal Department.

Examples:

Question: Through my work on a Government contract, I have become friends with one of the Government employees. My husband and I would like to take him and his wife out to dinner to get to know them personally. Is this acceptable? If not, would it be acceptable to invite them to our home for dinner?

Answer: It is possible to have a personal relationship with employees of Government agencies, and you may invite the couple to your home for dinner. However, taking them out to a restaurant or providing a catered dinner at your house would not be acceptable since it might bring the Government employee's objectivity into question or create the appearance that you are attempting to influence him.

Question: The team I manage would like to give commemorative trophies to both SOCCo and Government employees who worked on a successful project. The trophies cost about \$25 each, but the only value to the team members is recognition. Is this acceptable?

Answer: It is probably acceptable. The cost of the trophy is not the measure of its value. Rather, the intrinsic value of the trophy or the trophy materials becomes the measure. If the trophy has no market value and contains no materials that have intrinsic value (such as crystal or precious metals), then it is excluded from the definition of a gift. If you are unsure whether you should provide anything of value to a Government employee, you should seek guidance from the SOCCo Compliance Officer or the Legal Department.

Receipt of Gifts

Do not accept gifts exceeding “de minimis” value. Never accept personal loans, entertainment, or other special consideration from an individual or business organization doing business with SOCCo. If you are offered or receive such a gift, refuse it or return it to the giver in a tactful manner and advise the giver of SOCCo’s policy prohibiting acceptance. Any offer or receipt of a gift must be reported to the SOCCo Compliance Officer.

If the person who gave you the gift requests that the item be donated to a charity of SOCCo’s choice, you should consult your supervisor or Human Resources manager to direct the matter to the appropriate personnel.

All SOCCo project personnel are prohibited from accepting, soliciting, or offering bribes or kickbacks in connection with U.S. Government. Bribes or kickbacks may include money, gifts, travel or other expenses, hospitality, below-market loans, discounts, favors, business or employment opportunities, political or charitable contributions, or any other direct or indirect benefit or consideration to improperly influence someone.

Zero Tolerance for Bribery

SOCCo will not tolerate bribery of any form—with any third party, public or private, whether done directly or indirectly through third parties.

A “bribe” is an offer or promise to give, the giving of, or authorizing to give anything of value or another advantage to improperly influence the actions of a third party, public or private. Bribes may include money, gifts, travel or other expenses, hospitality, below-market loans, discounts, favors, business or employment opportunities, political or charitable contributions, or any direct or indirect benefit or consideration. Improper influence typically involves the intent to secure a quid pro quo to buy the misuse of someone’s position.

Bribes Violate Anti-Corruption Laws

It is your duty to know and follow the local and other applicable anti-corruption laws that apply to your assigned duties. Consequences for violating anti-corruption laws are severe for both SOCCo and the individuals involved, including possible civil and criminal liability.

Request for Inappropriate Entertainment

At times, customers, suppliers, contractors, and other business partners may express an interest in entertainment that involves inappropriate content or excessive cost. If this situation arises, you must explain tactfully that SOCCo does not permit company time or funds to be used for entertainment that is excessive in value, sexually explicit, or otherwise inappropriate. Also, report the occurrence to your supervisor so that SOCCo may consider taking further action. Do not try to solve the problem by offering to pay for it personally or having the customer pay for it.

Use of Agents, Consultants, Representatives, and Other Third Parties

SOCCo may be liable under anti-corruption and local laws, not only for the actions of our personnel, but also those of our business partners. If you have a reasonable suspicion that a business partner or other third party might pay a bribe but fail to take the appropriate steps to attempt to prevent such payment, we may be seen as implicitly authorizing the bribe.

We expect our members, suppliers, contractors, consultants, agents, and other business partners to maintain a zero tolerance for bribery as described in SOCCo’s Business Conduct and Ethics Expectations for Suppliers and Contractors, available at www.teamsocco.com. Report any suspicious or questionable behavior, transactions, or receipts to the Legal Department immediately.

Trade Controls

SOCCo may supply equipment and technology that are subject to export control laws and may receive equipment and technology that are subject to import control laws. It is critical that you comply with all rules and regulations applicable to export control.

An “export” occurs when a product, service, technology, or piece of information is shipped to a person in another country. An export can also occur when technology, technical information, or software is provided in any way, including verbally, to someone who is not a U.S. citizen who is located in either the U.S. or a third country. Before engaging in exporting activity, all required licenses and permits must be obtained. The handling and the “re-export” (movement to a different country) of such equipment and technology, subsequent to obtaining a license, must be consistent with the terms of the license and all applicable regulations.

If you transport and/or use goods and technology subject to export or import controls, you must understand and follow the relevant laws, regulations, and related policies and practices. Consequences for violating trade control laws and regulations are severe for SOCCo and the individuals involved, including the potential loss of export and import privileges and civil and criminal penalties. If you have any questions about exports, re-exports, or imports, please contact the Legal Department.

No Child or Forced Labor or Human Trafficking

Our belief that all individuals should be treated with dignity and respect is firmly rooted in our core value of Integrity. SOCCo is committed to fostering an environment that recognizes and supports all aspects and dimensions of human rights. SOCCo does not tolerate the use of child or forced labor, trafficking in persons, or procurement of commercial sex acts. You must work to ensure that SOCCo does not have suppliers, contractors, or other business partners who do so, as reflected in SOCCo’s Business Conduct and Ethics Expectations for Suppliers and Contractors, available at www.teamsocco.com.

Trafficking in Persons

The U.S. Government and SOCCo have no tolerance for obtaining forced labor or services through any means, including but not limited to coercion, physical threats or restraints, or withholding of passports.

SOCCo strictly prohibits a) the use of misleading or fraudulent practices during the recruitment of employees or offering of employment, and b) the procurement of commercial sex acts.

Gifts, Entertainment, and Business Courtesies



SOCCo project personnel must be cautious when exchanging business courtesies to avoid even the appearance of a conflict of interest.

10. SOCCO ASSETS

Confidential Information

SOCCo's proprietary and confidential information is an important asset. "Proprietary and confidential information" generally includes non-public information that, if revealed, might benefit our competitors or harm SOCCo. Examples include specific technical, design, or process data; pricing information; salary information; business plans; acquisition or teaming plans; project practices; customer information; and subcontractor, vendor, and supplier lists.

You must be vigilant, both on and off the job, in protecting SOCCo's confidential and proprietary information with the utmost care. If you are authorized, you may only provide this information to co-workers and outside third parties who have a legitimate business need to know it. Be sure to follow the safeguards put in place to protect this information from unintended or deliberate misuse. Never discuss this information in a public place where outside parties can overhear you. You have a duty to keep SOCCo's information confidential and proprietary even after your work in support of SOCCo ends.

Managers should ensure that safeguards are put in place to protect confidential and proprietary information from both unintended and deliberate misuse and ensure that such information is provided to other project personnel only on a need-to-know basis. SOCCo is a Limited Liability Company (LLC) with member companies that may be competitors in other circumstances. Communication in these joint ventures is obviously critical, but we must take reasonable steps to protect our member company's confidential and proprietary information from accidental and inappropriate disclosure or from use outside the intended partnership context. We must abide by all agreements which specify and limit access to member company information and systems to certain individuals.

Personal Use of SOCCo Property

At times, you will likely need to use SOCCo and/or U.S. Government equipment and computer systems for limited personal use. You are permitted to do so within limits as long as your use is reasonable and your work goals are accomplished. Using SOCCo and/or U.S. Government facilities or equipment for unauthorized, abusive, unethical, or inappropriate purposes will not be tolerated. Never overuse or abuse SOCCo and/or U.S. Government assets for your personal use or gain or to conduct work on behalf of others.

Taken too far, it can even be fraud or theft. If you are required to bill your time to SOCCo or its customer, be sure to do so accurately and fairly.

Copyrighted Software and Written Material

Software and written material are often protected by copyright, trademarks, trade secret, or license agreements. Computer software, including computer programs, data, and related documentation, must be managed with care. For this reason, make certain to always retain licensing agreements for software that is purchased for SOCCo use. Unless permitted by a license agreement, never make personal copies of software, even if you plan to use the software only at work. Never use software in any manner that violates the agreement under which it was acquired. Unauthorized copying or use of the simplest computer software or written material can expose you and SOCCo to serious legal problems—including criminal liabilities.

Software manufacturers and industry associations take these matters very seriously and enforce their rights in court. Therefore, it is best to familiarize yourself with the software you use, seek advice if you need it, and be careful to avoid improper use of computer software.

Cyber and Data Security

Everyone who uses a computer for SOCCo is responsible for protecting technology resources. If you believe that anyone is placing the performance or security of any SOCCo information system at risk or that such information or data has been compromised, you should immediately advise your supervisor or the information technology department.

SOCCo and the U.S. Government have entrusted you with its technologies and equipment so that you may conduct SOCCo business. You may not use any SOCCo or U.S. Government resources to conduct illegal activities or access or download obscene, sexually explicit, or otherwise inappropriate material for personal gain or profit or to communicate discriminatory, harassing, or threatening messages. You should have no expectation of personal privacy in connection with these resources. To the fullest extent permitted by applicable law, SOCCo reserves all rights to monitor and review any messages and information sent or received using SOCCo resources. Remember, electronic documents and information can be retrieved even after you have "deleted" them from your computer's memory, so be careful about including sensitive information in electronic communications.

If you wish to add or develop computer software or hardware on SOCCo or U.S. Government computer equipment, you must first get approval from the Information Technology department and/or the cyber security office of the designated site security official. Never add computer software for which there are no software licensing agreements or that is in violation of copyright laws. Sharing your password, user ID, or other access credentials (including a badge ID) with another person may violate our license agreements, may constitute improper disclosure and use of confidential and proprietary information, and may put the security of our network at risk.

Social Media

Project personnel must be careful to protect SOCCo's reputation and business information by not posting any comments or documents about SOCCo on any social media sites—such as social networking sites, photo and video sharing sites, blogs, wikis, or other bookmarking sites—negative or positive—that are confidential or could be attributed to SOCCo. You should never use SOCCo time, property, or networks for social media communications. If you choose to do so outside of your work environment, you should:

- Ensure that your communications do not violate the law (e.g., libel, defamation, harassment, or copyright laws) or SOCCo policies (e.g., policies regarding disclosure of confidential or proprietary information, or speaking on behalf of SOCCo).
- Avoid identifying or discussing SOCCo, customer, suppliers, and co-workers; do not denigrate or insult others, including competitors.
- Never include SOCCo or customer logos, trademarks, photos, or videos.

- If speaking about your professional life, clearly state that these are your personal views and not necessarily the views of SOCCo.
- Safeguard your personal information.

Document and Record Retention

We often deal with large quantities of SOCCo and DOE documents and records, both paper and electronic. It is important that you know how long these documents and records should be retained and how SOCCo disposes of them. SOCCo has detailed retention policies and practices for project and non-project documents and records which you should understand and follow. If you are notified that documents in your possession may be relevant to litigation, an investigation, or an audit, you are required to maintain such records and follow the instructions set forth in the notice. For questions about document and record retention, talk to your direct supervisor.

Investigations and Audits

We are expected to fully cooperate with any legitimate internal or external auditors or investigators who request information in connection with an audit of SOCCo. Always provide accurate and complete information. In addition, never delete or destroy records that are subject to (or are likely to be the subject of) a government or internal investigation, subpoena, or lawsuit.

Do not attempt to improperly influence any auditor, regulator, or investigator reviewing SOCCo's records or encourage anyone else to do so.

You should notify the Legal Department if you are approached by a government investigator or regulator regarding SOCCo. You should not provide any SOCCo records to outside investigators without prior written approval from SOCCo's Legal Department.

SOCCo Assets

Question: I would like to download onto my laptop a free software application that I also have on my home computer. Is this okay?

Answer: Probably not. Often, software may be free for personal use but not for business use. You must check with your Information Technology department for approval whether it is acceptable software to download onto your company laptop.

Question: Sometimes when I'm alone in the office late at night, I read personal emails that some may find obscene and forward them along to all my friends. I figure I'm not disturbing anyone, and I don't think I'm harming SOCCo since I'm doing this after business hours. Am I right?

Answer: No. It's never okay to use SOCCo or U.S. Government computers or network systems to view or forward inappropriate emails—even if you're alone in the office, at home, or on a business trip—or you are forwarding email to someone who is not employed by SOCCo. This is an inappropriate use of company time and resources and may result in disciplinary action up to and including termination.

Information Entrusted to Us by Customers and Members

Our customers, suppliers, and members often entrust us with highly confidential data and information. Such information may also be subject to data privacy laws, contractual requirements, and SOCCo policies and procedures regarding the handling of such information. Many SOCCo project personnel manage and utilize this data and information in our projects every day. You must respect and protect this information with the utmost care at all times, even after you leave SOCCo. Questions concerning Non-Disclosure Agreements (NDAs) should be referred to the Legal Department.

Proprietary Information

It may be appropriate for SOCCo personnel to gather certain forms of proprietary information. However, we must be committed to doing so responsibly, ethically, and legally. In general, you can collect and use public information available in newspapers or on the Internet as well as in annual reports or published sales materials. You can also use information gained from conversations with customers, as long as they are not confidential or related to anti-competitive practices, and information presented at trade associations or industry conferences.

In addition, you can utilize the information a customer provides about a competitor's proposal, but only if it is not confidential. If the information is related to a bid on a government contract, always consult the Legal Department and your supervisor before using or disclosing the information provided.

You must avoid even the appearance of improper information gathering. Never seek to obtain or use a competitor's confidential or proprietary information through misrepresentation or any other deceitful or improper means. You should consult the Legal Department immediately if you receive any such information.

Confidential Information from Prior Employer

At times, project personnel will possess confidential or proprietary business information due to their work with a prior employer. Such information may include:

- Specific technical, design, or process data
- Trade secrets or confidential information
- Software licensed to the former employer
- Anything marked or intended to be confidential or proprietary and that is not publicly available

You must respect the confidentiality of this information. Never reveal or ask a co-worker to reveal confidential or proprietary information about a former employer or to otherwise violate a confidentiality agreement with a former employer. If a coworker offers to reveal such information, do not accept the offer.

SOCCo succeeds because of its commitment to our core values, including Excellence. SOCCo delivers superior services and results to its customer and performs its work diligently, honestly, and fairly. SOCCo is fair and ethical in its dealings.

Insider Threats

We must be vigilant of insider threats. These occur when a malicious insider—a current or former employee, contractor, or business partner with authorized access to an organization's network, system, or data—exceeds or uses that access in a manner that negatively affects the confidentiality, integrity, or availability of the organization's information or information systems.

Client Sensitive Information

Government agencies entrust us with Controlled Unclassified Information (CUI) and Classified Information. You must treat such information with utmost care and in compliance with our Government contracts.

- CUI: Examples include personally identifiable, export control, financial, and nuclear information; Government projects address handling of CUI in the project Technology Control Plan (TCP).
- Classified Information is covered by a specific security program.

Fair and Open Competition

Competition laws generally prohibit price fixing, dividing territories, agreeing to contract terms, and other similar activities with competitors that negatively impact the market. They also prohibit certain agreements or understandings with our customers, suppliers, and other business partners that may unlawfully restrict competition. These laws vary depending on where you are doing business. Many laws, including those of the U.S., extend even to business in other countries. It is your responsibility to know and adhere to all the fair competition laws that apply to your work.

Trade Associations

If you attend trade association or industry conferences, exercise particular caution and do not discuss anticompetitive topics with anyone. If someone attempts to bring up a prohibited topic, you should stop the conversation immediately. You should then call the Legal Department immediately for advice.

11. LOBBYING AND POLITICAL ACTIVITIES

Lobbying and Political Activities



Question: I received an invitation to attend a fundraiser for my hometown congressional representative. I cannot attend but want to send in a check. May my assistant overnight a personal check to the campaign?

Answer: SOCCo resources cannot be used for personal political activities. This includes the resources to express mail a personal check and the involvement of your assistant.

Lobbying

Strict rules govern corporate lobbying activities. Lobbying requires disclosure to the Government and covers many kinds of activities. The U.S. Government and its project sites have strict prohibitions against using Government resources—such as computers, email accounts, phones, fax machines, and copiers—for conducting any lobbying or political activities. In addition, please note that lobbying and political activities are not allowable costs and may not be charged to a Government contract. Before engaging in any activities that could be considered lobbying or political activity, contact the Legal Department.

Corporate Political Activities

SOCCo's member companies and their parents may participate in the political process in order to help Government agencies better understand certain issues that are important to SOCCo. However, there are stringent legal restrictions on what we can contribute to elected officials and members of their staff. For this reason, you may not give or offer SOCCo funds or other SOCCo assets (directly or indirectly) as any form of political contribution without pre-approval of the SOCCo public affairs department. "Political contributions" are defined broadly and can even include buying tickets for or loaning corporate resources to a political fundraising event. Remember, a political contribution could also be construed as a bribe if it is given with the intent of influencing a Government official.

Keep in mind that you cannot use SOCCo and/or Government time, property, or equipment for your personal political activities.

12. PROCUREMENT INTEGRITY

Sometimes you may inadvertently obtain or receive confidential information related to Government procurement. You may never use this information, whether verbal or written, unless the information is publicly available or provided officially by the Government. If you receive such information, promptly notify your supervisor and the Legal Department.

Single and Sole Sourcing

Special rules apply to preparing bids and proposals in single and sole-source situations.

SOCCo Subcontracting

Many of the same rules that apply to SOCCo's prime contract also apply to our subcontracting process if the work is to be done under a Government contract. SOCCo regularly includes a provision in its subcontracts that its subcontractors must abide by the same rules or more stringent rules than it is held to as the prime contractor.



13. TIME CHARGING AND UNALLOWABLE COSTS



We must properly, accurately, and precisely report all of our time.

SOCCo can never charge its customer for hours not actually worked or charge time worked on a task different than what is being charged to. SOCCo must properly, accurately, and precisely report all of its time. If someone encourages you to charge time in a manner contrary to these rules, you should report the matter to your supervisor or to the Legal Department immediately.

An employee who charges the customer for hours not worked may be subject to civil and criminal penalties, including fraud and violation of the False Claims Act. A supervisor who knowingly approves a false time sheet may also be subject to such penalties. It is the supervisor's duty to have sufficient knowledge of actual work hours performed by the employees whose time the supervisor approves.

Certain costs on Government contracts are "unallowable" and cannot be charged. Examples include alcohol, political contributions, and first-class travel costs (in most circumstances). In addition, certain overhead costs not directly charged may be allowable and allocated to Government contracts. Before allocating your time or an expense to a particular cost category, be sure the time or expense is properly and accurately categorized.

Question: I am an hourly employee who normally works ten hour shifts. I missed three hours of work one morning for a medical appointment. My supervisor told me to mark down a full ten hours on my time sheet for the day. Is this allowed?

Answer: No. An employee may not charge the customer for hours not actually worked. A supervisor has no authority to override this rule. If he/she does so and you follow that direction, you and your supervisor may both be subject to civil and criminal penalties for improperly reporting your time.

14. **HIRING FORMER AND CURRENT GOVERNMENT OFFICIALS**

The Government and its agencies—such as the DOE—have strict rules and regulations on hiring, or even discussing the potential hiring of, their project personnel. These rules are based on the concern that such offers or discussions about hiring could improperly influence the Government employee's ability to treat SOCCo objectively. Many senior Government and contracting officials have rules prohibiting them from working for a private sector contractor like SOCCo for a period of time after they leave the Government. These rules also apply to hiring a former Government official into the member companies of SOCCo.

While it may be possible to hire Government project personnel in certain instances, proper precautions must be taken. Before engaging in even preliminary suggestions or discussions with a Government employee, you must get detailed advice from the Legal Department on whether and how such discussions should occur.

It is also critical that you understand and strictly adhere to the limitations applicable to former or recent Government officials when they become employed by SOCCo or one of its member companies. Once employed by SOCCo or one of its member companies, former Government officials may be subject to restrictions on the type of work they can perform or communications they can make and receive.

For example, if a former Government official had been personally and substantially involved with a particular action—such as a contract award—he/she cannot communicate with the Government on behalf of SOCCo.

Background Checks

When hiring contractors and project personnel for U.S. Government projects, background checks are required for SOCCo and its subcontractor personnel to help verify they are not barred from performing government-contracting work. Check with SOCCo Human Resources department for specific requirements and procedures.

Mandatory Disclosure of Violations

When working on U.S. Government projects, you must promptly disclose to SOCCo's Chief Compliance Officer (CCO), SOCCo Compliance Manager, or the Legal Department to help make a determination whether or not SOCCo has a disclosure obligation if you have reason to believe we may have received overpayment for our work or violated laws prohibiting bribery, conflicts of interest, fraud, gratuities, or false claims. The Legal Department and CCO will make a determination whether or not SOCCo has a disclosure obligation for the matter.

How Can I Get Help and Report Concerns?

If you face an issue where the Government is involved and need to get help or report a concern, you should normally proceed by first contacting your immediate supervisor. However, if you are uncomfortable discussing the matter with your supervisor or his or her response is not adequate, you are encouraged to contact any of the following:

- SOCCo Human Resources department
- SOCCo Employee Concerns Program
- SOCCo Legal department
- SOCCo Compliance department
- Another supervisor (and up the reporting structure as necessary) or a SOCCo SME
- SOCCo Government Contracts
- SOCCo's Employee Concerns Compliance and Ethics Hotline

In addition, you have an obligation to promptly contact any of these resources or an investigating department if you know of or suspect misconduct, even if you are in no way involved in the misconduct itself. Investigating departments include Security, SOCCo's Human Resources, Employee Concerns, Legal, Compliance, Internal Audit, Labor Relations, and ESH&Q.

Reporting the suspected misconduct to these resources contributes to our ethical culture and helps SOCCo minimize any damage to our fellow employees, other stakeholders, member companies, and brand. Not reporting violations of our Code could result in discipline.

What If I Am Concerned About Retaliation?

SOCCo is committed to doing the right thing and will protect you from retaliation if you report suspected illegal or unethical conduct in good faith.

APPENDIX A
SOURCE REFERENCES

1. FAR 52.203-13, *Contractor Code of Business Ethics and Conduct*
2. U.S. Federal Sentencing Guidelines for Organizations – See 8B2, *Effective Compliance and Ethics Program*

APPENDIX B
ACRONYMS AND DEFINITIONS

CCO	Chief Compliance Officer
CUI	Controlled Unclassified Information
D&D	Decontamination and Decommissioning
DOE	Department of Energy
ESH&Q	Environment, Safety, Health, and Quality
FAR	Federal Acquisition Act
ID	Identification
LLC	Limited Liability Company
PORTS	Portsmouth Gaseous Diffusion Plant
SME	Subject Matter Expert
SOCCo	Southern Ohio Cleanup Company, LLC
U.S.	United States