



# **Badger Daylighting's Code of Conduct: Living Badger's Values**

***2022 | U.S. English Edition***

# Table of Contents

1. Badger Values: Conducting Business the Badger Way.....	5
1.1 Living the Badger Values .....	5
1.2 Rules to Live By .....	5
1.3 Following Our Code .....	9
1.4 Our Expectations .....	9
1.5 How We Uphold Our Code .....	10
1.6 Raise Concerns and Speak Up: ConfidenceLine™.....	10
2. Badger Values: Accept Individual Responsibility.....	13
2.1 Avoiding Conflicts of Interest .....	13
2.2 Gifts and Bribery .....	14
2.3 Insider Trading .....	15
2.4 Protecting Confidential and Personal Information .....	16
2.5 Clean Desk Policy .....	17
2.6 Progressive Discipline .....	18
3. Badger Values: Professional in Everything We Do .....	21
3.1 Protecting Badger's Assets.....	21
3.2 Ensuring Accurate Record Keeping and Reporting of Information .....	21
3.3 Computing Resources Policy .....	22
3.4 Limited Personal Use of IT Systems and Assets.....	26
3.5 Bring Your Own Device.....	27
3.6 Controlled Substance Use and Alcohol Misuse.....	29
4. Badger Values: Honest and Open Communication .....	38
4.1 Corporate Disclosure .....	38
5. Badger Values: Have an Action Orientation .....	41
5.1 Adopting Fair Competition and Anti-Trust Practices.....	41
6. Badger Values: Respect People and Cultural Differences .....	43
6.1 Anti-Discriminatory and Anti-Harassment .....	43
6.2 Privacy.....	48
6.3 Safety .....	49
6.4 Employment of Family .....	50
6.5 Fraternizing .....	51
6.6 Social Media.....	53

## Message from Paul Vanderberg

### Introduction

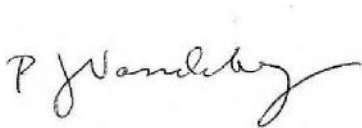
Badger is a people and relationship business, which has helped the company grow from a small, private company into the industry leader in non-destructive hydrovac services. We achieved this growth because of our people and their dedication, expertise, and focus on serving our customers well and executing our work safely.

We ask that you put our Core Values in practice in everything you do, each and every day. Representing Badger's values in our daily interactions and work is our commitment to each other. Together, by implementing and living the Badger values, we are laying the foundation for a strong and sustainable future.

This Code of Conduct is designed to preserve and foster the integrity of the company and the behaviors that we value. It helps us avoid misconduct and guides us in protecting and enhancing our company's reputation. This means complying with legal and regulatory requirements as well as our internal policies and practices.

It is important that all Badger employees understand their role, rights, and responsibilities. This Code of Conduct is a starting point that provides a broad range of guidelines. If you are unsure of a situation or have a question about this Code, please contact your supervisor or a member of the HR leadership team.

Sincerely,





## **Badger Values: Conducting Business the Badger Way**



# **1. Badger Values: Conducting Business the Badger Way**

## **1.1 Living the Badger Values**

Our history includes a long-standing commitment to business excellence in all areas. Our values portray who we are and include a commitment to integrity and ethical business conduct. In today's business environment, living our values is critical for our continued success.

Our values guide the conduct of all employees, contractors, consultants, officers, and directors. It is important that all members of our team embrace these values, as they are fundamental to how we do business.

### **We live by the following principles:**

- Respect people, culture, and the environment
- Frequent, honest, and open communications
- Professional in everything we do
- We are a "safety" company
- Accept individual accountability for results
- Action orientation with long term focus
- Focus on executing our plan and performance
- Flexible company with ability to take advantage of new opportunities and change as required

This Code of Business Conduct expands upon those values and provides guidance on their application. Our business conduct is also guided by our company policies and the following Badger's Rules to Live By. This guides us in our work, how we represent our company's interests and ensures that safety is truly a core value.

## **1.2 Rules to Live By**

Hydro-excavation and associated work can be extremely dangerous. Because of these dangers, the health and safety of workers in the industry remains highly regulated. Simple failures in executing certain day-to-day work tasks can and do result in serious injury and death.

Badger Daylighting has identified "Life Critical" activities, tasks, and rules; essentially, if these are not followed, serious injury or death may result. We refer to these "Life Critical" rules as Badger's Rules to Live By; they are:

## **1. Defensive Driving**

All drivers of Badger vehicles must ensure that any Badger vehicle in their care or control is operated and driven defensively at all times.

- Follow professional driving standards of the Smith System defensive driver training at all times.
- Only back up when necessary, using a spotter if available; and if you must back up, always Get Out And Look (G.O.A.L.) before backing.
- Eliminate all distractions while driving.
- Only utilize hands free electronic equipment while driving.
- Obey all applicable traffic laws including seatbelt usage, speed limits and traffic control devices.

## **2. Boom Safety**

Always be aware of the boom position – look up and live.

- Never move the Badger with the boom out of cradle unless authorized by supervisor and noted on FLRA.
- Boom Limiter must be operated in the second/green position unless authorized by supervisor and noted on FLRA.
- Always maintain safe limits of approach with any overhead obstacles.
- For overhead communication lines, guy lines, streetlights, pipe racks maintaining a minimum clearance of 3ft. (1m) at all times.
- Engage boom locks in applications where the boom doesn't need to move frequently.
- Always utilize remote hose when the boom cannot be safely positioned around obstacles.

## **3. Stop Work Authority**

Stop Work Authority means that we stop any work task when an unsafe condition is identified.

- Anytime "Stop Work" is exercised it will be reported immediately to supervisor.
- Work will not resume until the unsafe condition has been corrected.
- Always be concerned with individual safety and the safety of co-worker(s), other job site workers and the public.
- Do not participate in any activities you feel are unsafe.
- Never perform a task that you are not properly trained or authorized to perform.

## **4. Fall Protection**

Always follow Badger safe work procedures for fall protection as is required on top of the Badger and around excavations.

- Every unit shall have the proper fall protection equipment including a full body harness, a self-retracting lanyard (SRL) and the proper lanyard for on top of the Badger.
- 100 percent tie off while on top of the Badger at all times.

- Fall restraints will be used when any excavation reaches 3 ft. x 3 ft. x 4 ft. deep (1 m x 1 m x 1.2 m deep) or when soil conditions are unstable.
- All fall protection will be inspected prior to use and noted on the FLRA.
- To ensure the unit will not be moved while workers are using fall protection, a “DO NOT OPERATE” tag shall be placed on the Power Take-Off (PTO).

## **5. Safety Devices**

Always respect and never tamper with or disable any safety device.

- Tampering with safety devices is strictly prohibited.
- Never alter or disable a safety device including but not limited to, back up alarms, Boom alarms, E-Stops, boom limiters, debris tank body up alarms, Geo-tab, PPE, guards, Lock out Tag out (LOTO) equipment, water heaters, safety cameras, and water pressure regulators.
- Never operate a vehicle or equipment when a defect prevents its safe operation.

## **6. Confined Spaces**

Employees and contractors of Badger Daylighting shall not enter any confined space until all requirements are evaluated per Badger’s Confined Space Entry (CSE) Program.

- Never break the plane of a Confined Space area without proper authorization and permitting.
- Hazards are identified, evaluated, and reviewed with supervisor and Badger HSE prior to entering.
- Workers entering the space must be trained on CSE hazards, entry procedures and responsibilities.
- Appropriate signage and permits must be posted.
- Proper PPE equipment has been selected, inspected, calibrated, and issued to all employees.
- Rescue services are in place, when required.

## **7. Incident Reporting**

Badger requires immediate reporting of all incidents, no matter how small. This is necessary in order to ensure that if there is an injury, the employee gets the proper care. For all other incidents, immediate notification allows for a proper investigation to learn what happened and means to prevent from happening again. Incidents that must be reported immediately include:

- Injuries to employees
- Employee Illnesses
- Vehicle accidents (on or off public roadways)
- Property damage
- Oil/chemical spills

All reports of non-compliance with these rules will be thoroughly investigated. If these rules are violated, disciplinary action will be taken up to and including termination, even on the first occurrence.



## ***“Badger’s Rules to Live By”***

- **Drive Defensively**
  - ✓ **I will** *always practice defensive driving and obey traffic laws.*
- **Boom Safety**
  - ✓ **I will** *always know my boom position and practice safe boom procedures.*
- **Stop Work Authority**
  - ✓ **I will** *always exercise Stop Work Authority in unsafe conditions.*
- **Fall Protection**
  - ✓ **I will** *always follow fall protection procedures.*
- **Safety Devices**
  - ✓ **I will** *always respect and never tamper with or disable any safety device.*
- **Confined Spaces**
  - ✓ **I will** *always obtain the proper permits before entering any confined space.*
- **Incident Reporting**
  - ✓ **I will** *always report incidents immediately, no matter how small*



## 1.3 Following Our Code

The Code of Conduct is the Code that sets out the behaviors and standards of conduct we expect of ourselves and each other. It provides an overview of the policies and practices that must be followed by anyone who works for, or represents Badger Daylighting including:

- Directors, officers, employees, independent consultants, and contractors in all countries where we conduct business (from now on we will refer to these individuals as our employees):

Business partners working with us, including suppliers and joint venture partners, are expected to adhere to the same or similar ethical standards as our people.

We expect our people to take action, up to and including the termination of a contract, upon learning that a business partner fails to abide by our Code and related policies and practices.

### Summary

The Code of Conduct provides an introduction to our company policies, Badger's Rules to Live By, and are structured to align with our values. All of the Badger Daylighting policies are reviewed and updated annually.

This Code does not describe every possible scenario you may face. If you are unsure how the Code applies to your situation, please contact your supervisor or Human Resources.

## 1.4 Our Expectations

### Our Employees

We expect our people to share a commitment to integrity, regardless of position, location, business unit or level of seniority. As a member of the Badger team, we have the responsibility to:

- Educate ourselves about the requirements of the Code;
- Acknowledge on an annual basis, that we have read and agree to abide by the terms of the Code;
- Keep up to date on policies relevant to our roles;
- Speak up, ask questions, and take action when we encounter acts of wrongdoing; and
- Use good judgement in all business dealings.

## **Our Leaders**

We have higher expectations for our leaders who must also:

- Model appropriate behaviors that are consistent with the Code and our values.
- Understand the link between the Code and the policies that apply to the teams they lead.
- Promote open communication and trust in the workplace so that our people feel secure about raising concerns and identifying improvements and opportunities.
- Foster a positive work environment where principled and respectful actions are the norm; and
- Only ask people to do things they would feel comfortable doing themselves.

## **1.5 How We Uphold Our Code**

### **Annual Training and Certification**

When you start work with us, and annually thereafter, you are required to complete a review and acknowledgement of the Code of Conduct.

### **Enforcement**

Failure to comply with this Code and all other policies and practices may result in disciplinary action, up to and including termination of employment. If any actions are deemed criminal in nature, you will be held liable and accountable.

### **Legal and Regulatory Compliance**

We comply with the applicable laws and regulations in all of our operating jurisdictions. We expect our people to have sufficient knowledge of these laws and regulations in order to identify potential risks and to know when to seek advice.

In all cases, if you are unsure how to proceed, contact your supervisor or call the ConfidenceLine™ (1-800-661-9675) listed in the *Raise Concerns and Speak Up: ConfidenceLine™* section of this Code.

## **1.6 Raise Concerns and Speak Up: ConfidenceLine™**

### **Our Policy**

At Badger, we all share a common goal – a safe and healthy workplace. We also share a commitment to the highest standards of honesty, integrity, and respect in our day-to-day jobs. As part of this goal, we have developed a *Raise Concerns and Speak Up Policy* and engaged a third-party hotline reporting service called ConfidenceLine™.

We are committed to conducting business ethically while promoting a work environment that fosters mutual respect, open communication, and integrity. We are expected to speak up, ask questions and raise concerns about business practices that may indicate illegal or unethical

behavior. This includes raising concerns about actual or suspected violations of this Code, company policies, and/or legal or regulatory standards.

We are committed to investigating all good faith concerns raised in accordance with this Code. This includes protecting those who come forward to report such activities. Retaliation against a person who reports such a concern will not be tolerated and may be subject to disciplinary action. The same applies to any intentional abuse of our reporting process, including the raising of malicious or knowingly false allegations.

### **Reporting**

It is important that everyone be provided with an avenue to report any issues that are detrimental or counterproductive. We encourage this reporting at the supervisor, manager, human resources, or executive level, but should a situation arise where an employee is uncomfortable using any of these regular channels, we have engaged the third-party hotline reporting services of ConfidenceLine™. This gives everyone access to an independent third-party to help maintain confidentiality and security of anonymity without fear of personal or professional reprisal.

### **Summary**

ConfidenceLine™ provides you with an anonymous, confidential means for reporting sensitive workplace information relating to many issues, including fraud/theft, workplace violence, substance abuse, discrimination, harassment, conflict of interest, safety violations, malicious damage, and regulatory violations.





## **Badger Values:**

# **Accept Individual Responsibility**



## 2. Badger Values: Accept Individual Responsibility

---

### 2.1 Avoiding Conflicts of Interest

#### **Our Policy**

We must avoid all situations in which our personal interest conflicts with our professional responsibilities and ensure that all business transactions are conducted with the best interests of our company in mind.

Conflicts of interest may be actual or perceived and often their impact on the business may be unclear or complicated. For this reason, all conflicts of interest must be disclosed promptly to your supervisor and as part of your annual acknowledgement of this Code.

Disclosing all conflicts of interest that may influence your business decisions, whether actual or perceived, allows your management team to mitigate risks.

A conflict of interest exists where you are in a position to influence a Badger business decision that may result in a personal gain for yourself, a relative or someone living in your household.

A conflict of interest is not necessarily a violation of this Code but failing to promptly disclose the conflict is always a violation.

#### **Your Responsibilities**

##### ***You should:***

- Disclose any personal or family relationships that might create an actual, perceived, or potential conflict of interest.
- Disclose material investments and other financial interests you have in a company or commercial enterprise that is our competitor, supplier, or has a business relationship with us.
- Obtain approval from your supervisor before engaging in outside or secondary work that may interfere or conflict with your duties at Badger, including board or committee work for outside organizations.

##### ***Exclude yourself from the following:***

- Hiring, promoting, or supervision (in the same line of authority) as an immediate or extended family member.
- The process of selecting, managing, or influencing a relationship with a contractor, supplier, or other business partner if they employ or are controlled by someone with whom you have a family or other personal connection.

**Do not:**

- Accept business courtesies other than of a nominal value from suppliers, customers, or competitors – especially if we are seeking requests for proposals for products and/or services offered by that supplier.
- Accept personal discounts or other benefits from suppliers or customers if they are not available to the general public or your colleagues.
- Use Badger resources, intellectual property, or facilities for outside activities unless you have previous approval from your supervisor and their use is permitted by our policies.

**Summary**

You have a duty to ensure that nothing interferes with your ability to make all business decisions in the best interest of our company.

If you have any questions about this policy, please contact the Chief Human Resources Officer.

## **2.2 Gifts and Bribery**

**Our Policy**

As a responsible North American citizen, we take steps to ensure that corruption does not occur within our operations. We never offer, attempt to offer, promise, or accept payments, gifts, or anything of value that could influence a business decision. This includes improper payments or other incentives made with a corrupt intent whether the exchange is made by our people or a business partner.

We ensure that all interactions with public officials comply with the law. We never offer or give any payments to public officials or others to secure or speed up the performance of actions to which we are legally entitled.

**Your Responsibilities**

It is your responsibility to:

- Report all requests for bribes, facilitation and other improper payments or incentives.
- Monitor the activity of all business partners engaged to act on our behalf.
- Take special care when engaging in the following:
  - Ensure that business courtesies offered to public officials comply with our policies and applicable laws and regulations.
  - Notify and receive permission from your supervisor prior to accepting any gift, trip, etc. of value over \$500.00. The gift would not be prohibited if deemed to also be a benefit to Badger.

**Do not:**

- Solicit gifts, gratuities, etc. from vendors, contractors, etc.
- Accept meals, entertainment, travel, gratuities, merchandise, or promotional material that could influence your objectivity in making business decisions.
- Allow an improper payment or incentive in order to influence a business decision.
- Pay a bribe.
- Engage a business partner to act on our behalf without performing thorough due diligence.

**Summary**

Do not permit or engage in the exchange of any kind of improper payment or incentive. Make sure our business partners adopt this practice when acting on our behalf.

If you have any questions about this policy, please contact the Chief Human Resources Officer.

## 2.3 Insider Trading

**Our Policy**

We are committed to fair and open markets for publicly traded securities. We never purchase or sell securities of any entity on the basis of material non-public information, which we acquire through our work.

We do not share non-public information with anyone outside of our company, including spouses, friends, and relatives, and we only share non-public information with co-workers on a need-to-know basis and in accordance with our Disclosure Policy.

Non-public information is information that has not been disclosed to the public. It is material if a reasonable investor would consider it important in deciding to buy, hold or sell securities, or if its publication would likely affect the company's share price.

**Your Responsibilities****Avoid:**

- Trading Badger securities around the time of a significant announcement or during 'blackout periods', which typically begin 15 days after each quarter-end inclusive until two business days after the disclosure of our quarterly financial information.
- Discussing confidential Badger business with family and friends.
- Sharing material, non-public information with anyone outside of Badger, unless:
  - It is necessary for our business activities and shared in accordance with our Disclosure Policy; or
  - Proper controls are in place, such as non-disclosure agreements with business partners.

**Do not:**

- Buy or sell shares of Badger or any other company while you are aware of material non-public information or during a 'blackout period'.
- Recommend or suggest that anyone buy or sell the securities of any company (including Badger's) based on material non-public information about that company. This is tipping and it is against the law.
- Share material non-public information with others except in the necessary course of business where the recipient of the information is advised of its confidentiality, obligations, and its restrictions under securities laws from trading on such information.

**Summary**

We may not use or disclose material non-public information about Badger or other companies.

If you have any questions about this policy, please contact the Chief Financial Officer.

## **2.4 Protecting Confidential and Personal Information**

**Our Policy**

We must treat confidential information about our business plans, operations and/or other activities as proprietary to the company. Confidential information including but not limited to trade secrets, innovations, equipment designs, processes, computer codes, data, know how, improvements, discoveries, developments, techniques marketing plans, strategies costs, pricing, orders, contracts, customers, and client lists, or any other information that Badger would like to treat as confidential for any purpose.

During the course your employment you will come into contact with or produce confidential information. In conjunction with this policy, you may be required to sign a separate confidentiality agreement, which shall be maintained in your personnel file.

We may not communicate or disclose confidential information unless you have the authority to do so.

**Your Responsibilities**

Follow the Clean Desk Policy when handling sensitive information:

- Shred or otherwise destroy all documents containing confidential information when they are no longer necessary.
- Promptly remove confidential information from conference rooms, work areas or other communal work areas after meetings have concluded.
- Sending confidential information through internal or external mail should be marked as such.
- If you need to leave your laptop, phone, or tablet for any length of time, lock it so no one else can access it.
- For desktop computers, sign out and/or lock your screen.



**Do not:**

- Read, display, or discuss confidential information in places where the discussion may be overheard, or the information viewed such as in elevators, hallways, restaurants, bathrooms, stairwells, airplanes, or taxis.
- Disclose confidential information, unless specifically authorized to do so.

**Summary**

Confidential information must always be protected and should only be disclosed when you have the authority to do so.

If you have any questions about this policy or what is considered confidential information, please contact the Chief Human Resources Officer.

## 2.5 Clean Desk Policy

**Our Policy**

**Sensitive Information:** The Information Classification Standard can be used to identify the sensitivity level of information. Information classified as Confidential, Highly Confidential, or Personal is protected by this policy.

This policy will also apply to information classified as “General” when the individual’s workspace is publicly visible (e.g., working in public spaces like airports, coffee shops, inside a truck parked in a public place, etc.)

To meet basic security and privacy obligations:

- Documents containing sensitive information must not be left unattended at any time.
- Personnel should turn work papers face-down before temporarily leaving their work area.
- Workstations, laptops, tablets, and Badger issued mobile phones must be locked when personnel leave their work area.
- Sensitive information is disposed of in a secure manner (e.g., shredded).
- Individuals are advised to take steps against unauthorized eavesdropping of sensitive information, e.g.: position computer screens away from casual observation.

## **Your Responsibilities**

Whenever a work area (e.g., desk) is unoccupied for an extended time, the following will apply:

- All sensitive information must be removed from the publicly accessible or visible areas of the workspace and be physically locked away (e.g., a drawer, filing cabinet, trunk of vehicle).
  - This includes electronic media such as external hard and USB thumb drives and CD/DVDs.
  - This includes portable computing devices such as laptops, tablets, and mobile phones

Whenever a work area (e.g., desk) is unoccupied for a short time, the following will apply:

- All sensitive information should be protected from casual observation (e.g., turned over, placed in folder)
- Computer systems (laptops, desktops, tablets, mobile phones) will have their screens locked or be shutdown

At all times:

- Use the Information Classification Standard to classify and label information sensitivity. Manage the information consistent with its classification.
- Computer access codes (e.g., passwords, PINs) are not shared, or written down
- Whiteboards and other presentation materials containing sensitive information must be cleaned or removed when no longer needed
- Access badges, keys, etc. must not be accessible to unauthorized people.
- All wastepaper which contains sensitive information must be shredded or placed into secure bins designated for this purpose.
- Printers and fax machines should be treated with the same care under this policy.
- Any print jobs containing sensitive information should be retrieved immediately.

If you have any questions about this policy or what is considered confidential or sensitive information, please contact the Chief Human Resources Officer.

## **2.6 Progressive Discipline**

### **Our Policy**

We live the Badger values when our words and actions are consistent with the expectations in the Code of Conduct and other policies and procedures. When employee behaviors are not consistent with Badger's expectations, corrective action will be taken to reduce the risk of the inappropriate behavior being repeated. The corrective action supports our goal that our employees, customers, suppliers, and members of the public experience the best of what Badger has to offer.

## **Responsibilities**

### **As a Badger employee, you must:**

- Ensure your behavior is consistent with the expectations of the Code of Conduct and other policies and procedures.
- Speak up and take action when you encounter behavior that is not consistent with Badger's expectations.
- Participate in the investigation of alleged inappropriate behavior when asked to do so.
- Demonstrate improved behavior.
- Ask your manager to clarify policies, procedures, expectations, etc.

### **As a Badger manager, you must also:**

- Set the example by modeling appropriate behaviors that are consistent with the Code of Conduct and the Badger Values.
- Investigate alleged inappropriate behavior within the teams you lead;
- Seek advice from your Human Resources Business Partner (HRBP) to ensure corrective action is consistently applied throughout Badger.
- Decide on appropriate corrective action in response to inappropriate behavior, including employee discipline up to and including termination.
- Communicate discipline to employees who have behaved inappropriately.

## **Summary**

All members of the Badger team and those we interact with expect us to act in a safe, respectful, and professional manner. We must uphold our Code of Conduct and other policies and practices by taking corrective action when employees behave in a manner that is inconsistent with Badger's expectations. For further detail, please refer to the full Progressive Discipline Policy.

If you have any questions about this policy, please contact the Chief Human Resources Officer.



## **Badger Values: Professional in Everything We Do**



## 3. Badger Values: Professional in Everything We Do

---

### 3.1 Protecting Badger's Assets

#### **Our Policy**

We are responsible for the security of all Badger assets whether they are physical or intangible. This means we are responsible for protecting them from theft, loss, damage, waste, and improper use.

Our people protect the confidentiality associated with intellectual property during their tenure and after their departure from our company.

Innovations created during the course of employment or service at our company become Badger property and remain with the firm.

#### **Your Responsibilities**

- Use Badger's assets and resources only for legitimate business purposes and for the benefit of Badger. The company provides for limited personal use of IT systems and assets.
- Protect Badger's assets and resources from misuse and harm by others.
- Badger's assets include its confidential information.

#### ***Do not:***

- Use Badger's assets to support non-Badger business or other unauthorized activities.
- Remove Badger's assets from our facilities unless you have authority to do so.

#### **Summary**

We all have a responsibility to safeguard Badger's assets.

If you have any questions about this policy, please contact the Chief Financial Officer.

### 3.2 Ensuring Accurate Record Keeping and Reporting of Information

#### **Our Policy**

Our financial records must be accurate, complete, and comply with professional accounting and financial reporting standards.

We ensure that an effective system of internal controls exists to protect our assets, transactions, and financial reporting practices. Our financial records are supported by adequate documentation. We ensure that we meet our financial reporting and public disclosure obligations by complying with applicable securities laws and regulations.

We report all accounting, purchasing, or auditing irregularities and any circumvention or overriding of internal controls in accordance with the Speaking Up section of this Code.

### **Your Responsibilities**

- Follow processes as directed by those charged with managing controls. Operate all controls assigned to you.
- Ask questions about incomplete, unusual or misleading information regarding the nature of a business transaction.
- Watch for results that seem inconsistent with performance.
- Cooperate with internal and external auditors, investigators, accountants or other financial advisors, especially when allegations of wrongdoing are under investigation.

### **Do not:**

- Create false or misleading records or take actions to circumvent or override internal controls.
- Approve a financial transaction or expenditure that exceeds your approval authority or which you think may be incorrect.

### **Summary**

Never prepare false or misleading records or take actions to circumvent or override internal controls. Creating false or misleading results is against the law and is a serious offense. Speak up if you have concerns about how a financial transaction is being recorded.

If you have any questions about this policy, please contact the Chief Financial Officer.

## **3.3 Computing Resources Policy**

Section 3.3 - 3.5 is a summary of Badger's Acceptable Use Policy and associated Information Security Policies. The complete Acceptable Use Policy (POL-12001-003) and associated Information Security Policies can be found in SharePoint. [Badger Home > The O Drive > Policies > Information Security Policies](#)

### **Our Policy**

We use our information technology systems and assets (e.g., computers, mobile phones, tablets, and IT networks) responsibly and in accordance with our company practices. This includes using them for legitimate business purposes and requires that we take adequate precautionary steps to protect against potential cyber risks. We never use these resources to perform illegal or unethical activities.

Each employee has an obligation to use the provided equipment for business purposes in a responsible, ethical manner as outlined by this policy.

This policy is organized into four areas:

1. Computer and Network Usage
2. Internet Access
3. Email Usage
4. Cell Phone Usage

### **1. Computer and Network Usage**

The network infrastructure and attached devices (e.g., servers, computers, printers, etc.) are provided to Badger Daylighting employees to facilitate their daily job requirements. All computers, networking and related equipment, software and company information generated using these resources are licensed to or property of Badger Daylighting. As such, each employee has an obligation to use the provided equipment for business purposes in a responsible, ethical manner as outlined by this policy.

#### ***Computer Usage***

Each Badger Daylighting employee will be provided with the necessary hardware, software, and network access to function in their job. It is the responsibility of the employee to take reasonable precautions to safeguard the equipment that has been assigned to them. You may be allowed to use a personal device for Badger applications. If granted permission to do so, please review the Bring Your Own Device policy. Follow the Clean Desk Policy for managing computing devices. If a company device is lost or stolen, it must be reported to IT and HR immediately. There is no expectation of privacy when using Badger owned devices.

Badger may hold an employee responsible for the replacement of equipment lost or damaged due to negligence or carelessness. This equipment will be supported, maintained, and monitored by the company's Information Technology department. This equipment is intended to be used for company business related purposes with limited personal use permitted. Employees are forbidden from circumventing security and access controls (e.g., disabling antivirus, creating unauthorized accounts, weakening password rules, etc.).

#### ***Software***

Software in use on Badger Daylighting equipment must be approved and authorized by the VP, Information Strategy & Technology.

#### ***Data Access and Passwords***

Security is a serious consideration in a corporate network environment. Badger Daylighting production software and data storage systems are protected by user ID and access code (e.g., password, PIN, etc.) combinations. Users are responsible for the following:

- All computer activities occurring under their user ID in a given system.
- Having an access code that meets appropriate complexity requirements.
- Keeping their access codes secret and not sharing them with anyone.

- Changing their access codes routinely (passwords must be changed at a minimum of every six months).
- Reporting and changing a compromised access codes immediately.

### ***Malware (including viruses, ransomware, and spyware)***

Viruses are malicious pieces of software designed to harm computer systems and replicate themselves through one or more processes without the knowledge of the user. Spyware applications are similar to viruses except that they generally do not self-replicate or cause malicious damage, rather they are used to track usage. Ransomware is designed to encrypt data files, steal data files, and force the data owner to pay to recover the information. The best way to avoid virus, ransomware, and spyware infection is prevention. Badger Daylighting provides centralized anti-malware protection solutions to prevent the proliferation of malware. In addition to the software provided, each user has a responsibility to help prevent malware infection by:

- Not downloading or installing unauthorized software.
- Scanning outside files before use.
- Reporting any suspected malware activity to IT Support immediately.
- Not using a virus infected computer.

### **Network Access**

Access to Badger computing resources is approved by the Chief Information Officer. Only Badger managed devices are permitted on Badger networks. The guest network is an authorized exception.

Non-Badger computing devices (e.g., personal laptops, tablets, and mobile phones), that connect to the (non-guest) Badger Daylighting network are in violation of this policy.

### **2. Internet Access**

Internet Access is governed by the following:

1. Internet access is a privilege.
2. Internet access is intended for business use.
3. There is no expectation of privacy when using Badger provided Internet access.

Employees using the Internet represent the company. Employees are responsible for using the Internet in an effective, ethical, and lawful manner. This applies to Internet access via mobile, corporate, and guest networks that are provided by Badger Daylighting.



### **3. Email Usage**

Email has become one of the most common forms of business communication in the workplace. All illegal communications, including text and images, can be disclosed to law enforcement or other third parties without prior consent of the sender or the receiver. In addition, once email communications reach the Internet from Badger Daylighting systems, they are considered unsecured communications. As such, employees using email must:

- Be responsible for all email communications sent from their computer or user ID.
- Ensure that all communications are for professional reasons, and they do not interfere with the employee's productivity.
- Be responsible for the content of all text, audio, or images the user places or sends over the Internet. All communications should have the employee's name attached.
- Not transmit copyrighted materials without permission.
- Know and abide by all applicable policies dealing with security and confidentiality of company records.
- Avoid transmission of non-public customer information. If it is necessary to transmit non-public information, employees are required to take steps reasonably intended to ensure that information is delivered to the proper person who is authorized to receive such information for a legitimate use. Do not auto-forward email to non-Badger email systems (e.g., gmail).
- Not forward or send mass mailings, chain letters or other non-business related and unsolicited communications (SPAM).
- Not solicit for religious, political, or other non-business-related activities.
- There is no expectation of privacy when using Badger email or other messaging platforms.

### **4. Cell phone Usage**

Badger relies upon its client relationships and as such takes great care to protect those relationships. Badger recognizes that mobile communications are an important tool used to foster those relationships that also must be protected. Where Badger decides that mobile communication is required for an employee to do his/her job, Badger will issue a suitable mobile device to the employee and the phone number will remain with Badger. Only Badger issued phone numbers are to be used for any Badger related communications.

There are many security risks associated to mobile communications. As such, mobile communications are governed by the following:

- Mobile communications are a privilege.
- Mobile communications are intended for business use only.

### ***Acceptable Use***

Employees using mobile communications represent the company. Employees are responsible for using mobile communications in an effective, ethical, and lawful manner.

### ***Unacceptable Use***

Employees must not use Badger mobile devices for purposes that are illegal, unethical, harmful to the company, or non-productive. Examples of unacceptable use are, but are not limited to:

- Excessive personal calls.
- Excessive data consumption for non-business purposes.
- Excessive non-business text communications.
- Using the mobile device to harass others.
- Downloading non-business-related apps or any copyrighted materials belonging to third parties, unless this download is authorized.
- Undertaking deliberate activities that waste staff effort or networked resources.
- Using personal storage devices (e.g., external hard or flash drive, etc.)

## **3.4 Limited Personal Use of IT Systems and Assets**

### **Overview**

Badger allows our people to make limited use of Badger IT resources for personal purposes, in accordance with the provisions herein. Please be aware that none of these provisions modify the requirements of our people contained within the Code of Conduct or apply when our people are using IT resources to carry out their official duties and responsibilities.

### **Your Responsibilities**

- Our people may use Badger IT systems and assets for personal purposes, but only where such use:
  - Involves negligible additional expense to Badger
  - Does not interfere with the mission or operations of the company
  - Is permissible under applicable State, Province, and Federal laws and regulations
- Understand use of Badger IT systems and assets in support of or in connection with a private business is not considered a personal purpose, and is not authorized by these provisions
- Be aware that the privilege may be revoked at any time. Circumstances that may result in curtailing or halting limited personal use of IT systems and assets include uses that:
  - Result in a loss of productivity
  - Interfere with official duties
  - Compromise the mission of the organization
  - Exceed negligible expense to Badger
  - Violate other policies, or regulations/legislation
  - Are inconsistent with the guidance contained in these provisions

- Accept that Badger monitors, logs, and restricts use of IT systems and assets to ensure compliance with policy, regulation, legislation, contractual obligation and to help ensure the systems perform to expected service levels (e.g., problem diagnosis, performance monitoring). In the course of delivering these objectives, details of personal use may be revealed. It is advised that people who wish their personal activities remain private should not conduct such activities using Badger IT resources. There is no expectation of privacy when using Badger owned systems and networks.

Examples of inappropriate personal use include, but are not limited to:

- Uses to download unauthorized software.
- Violation of copyright when downloading or streaming content (e.g., music, video, or similar services).
- Personal use that impairs IT performance (e.g., saturates network bandwidth, exceeds storage quotas).
- Personal use that triggers additional costs to Badger (e.g., exceeds data limits on cellular contracts).
- Activities that are illegal, inappropriate, or offensive to a reasonable person with knowledge of all the relevant facts, including hate speech; material that ridicules others on the basis of race, creed, religion, color, sex, disability, national origin, or sexual orientation; and harassing or threatening activities.
- Creating, downloading, viewing, storing, copying, or transmitting sexually explicit, or sexually oriented materials.
- Creating, copying, disseminating chain letters, or other mass mailings, regardless of the subject matter.

### 3.5 Bring Your Own Device

#### Definitions:

- "Mobile Device" / "Device" includes portable devices with wireless data plans (e.g., cell phones, smart phones, tablets, etc.) capable of running applications that grant access to Badger Daylighting electronic resources.
- "Badger provisioned application" are applications or services used by the mobile device to access Badger Daylighting information systems.
- "BYOD" Bring Your Own Device. A personally owned device that can also be used for work purposes through installation of company provisioned applications and services. (Exception: SMS text messages like those sent by dispatch do not require a Badger provisioned application are exempt from this policy).

## Our Policy

1. Badger provides BYOD capability for the convenience of an employee. If mobile access is essential to the individual's job-function, then a company provisioned mobile device should be used to help guarantee service/support levels.
  - a. Badger is not obligated to reimburse an employee for the cost of the mobile device or cost of operation. Individuals are liable for all costs associated with their device.
2. Mobile devices that are supported for BYOD usage are solely determined by Badger Daylighting IT Services. The company reserves the right to change the support status of a mobile device at any time.
3. Employees accept the company may require the mobile device have security configuration/security software installed upon it as a condition to use company provisioned applications. Examples include:
  - a. Device locked by PIN or biometric (e.g., fingerprint).
  - b. Company applications are accessible only after successful authentication (e.g., PIN, password, fingerprint).
  - c. Mobile device may not be permitted access to company electronic resources if "jail-broken"/ "rooted" and/or running at software levels missing critical security patching.
  - d. The company may require company provisioned applications be updated when new versions are required.
  - e. Note: Individuals will not try to circumvent security controls placed upon company electronic resources.
4. The company may provide limited support for BYOD issues related to accessing Badger systems. However, this cannot be guaranteed.
5. Innovations created during the course of employment or service at our company are Badger property and remain with the firm.
  - a. The company will only access information associated with company provisioned applications. The individuals personal email accounts, instant messages, photos, etc. remain private.
6. Employees understand they do not own company provisioned applications or data.
7. Employees understand the company reserves the right to monitor and audit company provisioned applications for security/support/maintenance reasons and to ensure compliance with company policies
8. Individuals are responsible for all use of the mobile device. Use of company provisioned applications is restricted to employee only.
9. Employees will report a lost or stolen mobile device immediately to IT Support and HR.
10. Badger may revoke BYOD privilege at any time (e.g., due to change of employment, lost or stolen device, etc.). The company is authorized to remove/wipe company information/applications including the option of doing so remotely and without

warning. Efforts will be made to preserve non-company information, but the company will not be held responsible/liable for data or function loss if a device wipe is necessary to protect company data. Employees are advised to perform regular backups of their personal devices to protect against personal data loss.

11. Badger Daylighting provides no guarantee that company provisioned applications will not break, disrupt, or degrade functionality of the mobile device.
12. Badger safety rules apply while using company provisioned applications

If you have any questions about this policy, please contact the VP, Information Strategy and Technology.

### **3.6 Controlled Substance Use and Alcohol Misuse**

*Note: This section covers substances that can impair functions specifically; cannabis is considered a "controlled substance" for the purpose of this section.*

Badger is committed to maintaining a drug-free workplace to promote both the quality of its services and the safety of its employees, its customers, and the public. Every Badger employee is subject to the rules issued in this Controlled Substance Use & Alcohol Misuse Policy and shall follow the policy as defined.

Every Badger employee:

- Is prohibited from using, possessing, selling, purchasing, manufacturing, distributing, or transferring alcoholic beverages and/or controlled substances and/or other performance impairing substances while on duty and/or on Badger property;
- Is prohibited from being on Badger property and/or reporting to work or performing work with a measurable amount of alcohol and/or controlled substance and/or performance impairing substance in his/her system;
- Is prohibited from the consumption of alcohol within four hours of the employee's scheduled time to report for work, or within eight hours following an accident or until the employee takes a post-accident alcohol test, whichever occurs first;
- Is required to submit to an alcohol and/or drug test when directed by Badger;
- Is prohibited from tampering (adulteration and/or substitution) or attempting to tamper with any alcohol and/or drug test and/or interfering with the testing/collection process;
- Is required to notify his/her supervisor immediately of any conviction for a drug or alcohol related crime;
- Is responsible for informing his/her physician when being prescribed medication(s) that he/she is covered under the terms of this policy to determine if the prescribed medications can be used safely for performing the job functions for Badger. The employee shall only use medically authorized drugs prescribed by their physician and/or over-the-counter medications in a manner which will not impair job performance; AND,

- Shall promptly report to his/her supervisor whenever he/she is prescribed and/or uses an over-the-counter medication that might cause job performance impairment, which includes any prescription for medical use of cannabis.

Searches of employees and their personal effects, desks, work areas, lockers, and vehicles (while on Badger property) may be conducted at such times and places as necessary to determine compliance with this policy.

Violation of this policy shall result in disciplinary action, up to and including termination, even for a first offense.

The testing program set out in this policy will be conducted in accordance with the standards of the U.S. Department of Transportation (DOT), 49 CFR Part 40, PROCEDURES FOR TRANSPORTATION WORKPLACE

DRUG AND ALCOHOL TESTING PROGRAMS except when those standards are in conflict with this policy or when not applicable to a non-DOT testing program (example: custody and control form used for specimen collection). 49 CFR Part 40 procedures, which will be applied to this testing program, include, but are not limited to, use of a specimen collection/alcohol testing site with trained employee, split specimen collection, use of a laboratory certified by the Department of Health and Human Services (DHHS or HHS), and use of a Medical Review Officer (MRO) to investigate laboratory positives.

Compliance with the terms of the Controlled Substance Use & Alcohol Misuse Policy is a condition of continued employment.

Badger will implement and meet all other federally regulated programs such as FMCSA, PHMSA and non-regulated for exposed/safety sensitive employees and will provide copies of such programs to exposed employees per regulatory requirement.

## **I. Policy Statement**

Because of our concern for the safety of our employees, our property, the public and our concern about the productivity of our workforce, Badger has adopted a Controlled Substance Use & Alcohol Misuse Policy that is applicable to all employees. Our purpose in adopting this Policy is to further "Badger's" objective of establishing and maintaining a work environment free from the adverse effects of drug use and alcohol misuse.

## **II. Prohibited Conduct**

Badger strictly prohibits reporting to or being at work with a measurable amount of illegal drugs and/or alcohol in the body. The manufacture, distribution, dispensing, possession, sale, purchase, and/or use of drug paraphernalia, and/or a prohibited controlled substance and/or alcohol while on Badger property, including in Badger trucks and other Badger vehicles, or Badger business is a violation of this policy. Further, the unauthorized use or possession of prescription drugs or over-the-counter drugs while on Badger property or Badger business is a

violation of the policy. The use of any substance which causes or tends to contribute to unacceptable work performance is also prohibited.

The use of alcohol at Badger approved functions (e.g., business meals, employee gatherings, celebration events, cocktail hours at conferences, etc.) is acceptable if (1) the activity and/or an employee's involvement in the activity is pre-approved by Badger management and (2) such consumption is done in moderation so as to protect the safety of the employee, fellow employees, clients, and the public in general.

**a. Illegal Drugs**

The presence of a detectable amount of an illegal drug(s) in an employee while on Badger property, including in Badger trucks and other Badger vehicles or Badger business is prohibited (see full policy for levels - Controlled Substance Use & Alcohol Misuse Policy, Rev 12/2016). Any employee who has a lab confirmed "positive" test is in violation of this policy, unless the employee demonstrates to the MRO a medical explanation for the presence of the drug(s) (in which case the MRO will rule the test result as "negative").

Badger reserves the right to alter the testing panel and threshold levels as substance usage and availability patterns suggest the need for change.

All specimens will also undergo validity testing. Validity testing is the evaluation of the specimen to determine if it is consistent with normal human urine. The purpose of validity testing is to determine whether certain adulterants or foreign substances were added to the urine, if the urine was diluted, or if the specimen was substituted.

**b. Alcohol**

Where an employee is tested for alcohol use pursuant to this policy, the test will be performed using an alcohol testing device listed on the National Highway Traffic Safety Administration's Conforming Products List. An alcohol concentration of 0.04 or greater will be considered a "positive". An alcohol concentration of 0.02 to 0.039 will have consequences where the employee will be sent home until their next shift of at least 8 hours or until they can provide a breath test that has an alcohol concentration below 0.02.

### **III. Disciplinary Action**

#### ***Zero tolerance policy***

Violation of this policy shall result in disciplinary action, up to and including termination, even for a first offense.

#### **IV. Searches**

Badger may conduct unannounced searches for illegal drugs, and/or drug paraphernalia and/or alcohol in Badger facilities and/or on Badger property. Entering Badger's property constitutes consent to searches. Employees are expected to cooperate in the conducting of such searches.

Searches of employees and their personal property which includes, but is not limited to, lunch containers, briefcases, desks, work areas, lockers, company vehicles and personal vehicles (while on Badger property) may be conducted when there is reasonable suspicion that an employee is in violation of this policy and/or when circumstances and/or workplace conditions justify them.

An employee's consent to a search is required as a condition of continued employment and the employee's refusal to consent shall result in immediate termination.

No employee will be touched as part of the search or detained without his/her consent. Employees being searched may be asked to empty pockets and remove hats and outer clothing including jackets, coveralls, or slickers.

Drugs discovered on Badger property will be turned over to the appropriate law enforcement agency. Any action taken by law enforcement agencies will be completely independent of this Policy.

#### **V. Testing**

##### **a. General**

1. Drug and alcohol testing will be performed by an independent drug/alcohol testing service. Employees will comply with all procedures and protocols established by the independent testing service. An employee's failure to submit to a drug and/or alcohol test or to comply with all procedures and protocols established by the independent testing service is a violation of this policy and may result in discipline, up to and including termination.
2. A medical review officer (MRO) will review the results of the drug testing process. The primary responsibility of the MRO is to review and interpret lab positive drug test results. It is important to remember that a positive laboratory test result does not automatically identify an employee as a user of prohibited drugs. The MRO must review lab positive drug test results and determine whether any legitimate alternative medical explanation could account for the positive result.
3. When an employee is notified to go to the collection site for a specimen collection and/or alcohol test, they will be allotted 30 minutes plus reasonable travel time to report in at the collection/testing site.



## **b. Drug and Alcohol Testing will be conducted in the Following Situations**

### **Post-Offer of Employment**

Applicants for employment by the company will be required to submit to alcohol and/or drug screening as part of the pre-employment process upon acceptance of a conditional offer of employment.

Applicants must present with a negative result to required screenings to be considered for employment.

### **Return from Extended Absences**

Employees who perform safety sensitive functions who are rehired with a break in service greater than 30 days or have not worked any hours in 30 days, will require retesting before returning to work.

### **Post-Incident**

Where an employee is involved in a work-related incident which results in one or more recordable injuries or in which safety regulations may have been violated, and it is suspected that drugs or alcohol may have played a role in the incident, post-incident drug and alcohol testing will be conducted.

For purposes of this part "incident" means an occurrence, accident, omission, or condition that caused or had the potential to cause damage to person, property, reputation, security, or the environment.

Post-Incident tests shall be conducted immediately after determination has been made that suspect of drugs or alcohol may have played a role in the incident. Testing will be required only if permitted pursuant to applicable state law.

### **Reasonable Suspicion**

An employee may be tested for drugs and/or alcohol when supervisors have reason to believe that the employee may be in violation of this policy. A decision to test will be generally based on two supervisors' evaluation of contemporaneous physical, behavioral, or performance factors which may cause the supervisors, in the exercise of their discretion, to suspect possible drug use and/or alcohol misuse. For instance, repeated errors on the job, rule violations, unsatisfactory time and attendance patterns, or a specific contemporaneous event that indicates possible drug use and/or alcohol misuse, could provide a basis to test an employee. Alcohol testing may be conducted based solely on breath or body odor detected by one supervisor.

In all cases of reasonable suspicion testing, Badger shall provide transportation to and from the collection/testing site as well as to the employee's place of residence or other mutually agreeable location should the testing outcome be positive or unknown.

In the event that the results are unknown in a reasonable suspicion testing situation, the employee will be temporarily suspended until the results are known.

Employees are subject to unannounced mass drug and/or alcohol testing. Such tests will be scheduled at the sole discretion of Badger. It is also within Badger's discretion to determine the scope for such testing (e.g., group of employees, department(s), facilities, etc.) in addition to the timing of such testing. Such testing shall include all employees of the named group. Additionally, such group of employees may include, but is not limited to, all employees on a job site at the time of testing or employees by shift and/or craft.

### **Return to Work**

Employees who have "self-identified" (prior to testing or being told they have to test) as having a controlled substance and/or alcohol use problem, may be eligible to return to work or may be considered for employment with Badger, if the individual can demonstrate successful compliance with a rehabilitation program, certification by a Substance Abuse Professional, and successful completion of a return-to-work test and follow-up testing. The length of time for post-rehabilitation drug and/or alcohol testing will be left to the discretion of a Substance Abuse Professional and Badger.

### **Testing of the Split Specimen**

An employee or applicant whose drug test was reported as positive by the MRO may request a test of the split specimen, if the employee submits a written request to the MRO within seventy-two (72) hours after being made aware of the test results. The employee or applicant must pay for the cost of the split test. If the results of the split test are "negative", Badger will reimburse the individual. The split test may be conducted at the same DHHS laboratory where the specimen was initially tested or at another DHHS certified laboratory. Selection of the laboratory will be determined by the MRO with input from the employee.

## **VI. Employee Admission of Controlled Substance Use and/or Alcohol Misuse**

1. Employees who admit to controlled substances use and/or alcohol misuse are subject to the referral, evaluation, and treatment requirements of this policy, that is; evaluation by a Substance Abuse Professional, required treatment, follow-up testing, etc.
2. An employee is not permitted to self-identify in order to avoid testing under the requirements of this policy.
3. An employee must make an admission of alcohol misuse or controlled substances use prior to reporting for duty.
4. The employee will not be permitted to return to work until Badger is satisfied that the employee has been evaluated and has successfully completed education and/or treatment requirements as directed by a Substance Abuse Professional.
5. Prior to the employee returning to work, the employee shall undergo a return-to-duty test with a result indicating an alcohol concentration of less than 0.02; and/or a return-to-duty controlled substance test with a verified negative test result for controlled substances.

## **VII. Cost**

The cost of all testing, except the testing of the split specimen, will be paid for by Badger. All costs associated with an SAP evaluation and required rehabilitation are the responsibility of the employee.

## **VIII. Confidentiality**

Badger will carry out this Controlled Substance Use & Alcohol Misuse Policy in a manner which respects the dignity and confidentiality of those involved.

## **IX. Definitions**

Words or phrases used in this Policy.

Alcohol means the intoxicating agent in beverage alcohol, ethyl alcohol, or other low molecular weight alcohol including methyl and isopropyl alcohol.

Alcohol concentration (or content) means the alcohol in a volume of breath expressed in terms of grams of alcohol per 210 liters of breath.

Alcohol use means the consumption of any beverage, mixture, or preparation, including any medication, containing alcohol. [Caution: many cough medicines contain alcohol].

CFR means Code of Federal Regulations.

Drug means any substance or chemical that has mind or function altering effects on the human body, including prescription and over-the-counter medications.

Drug paraphernalia means any item used for the administering, transferring, or snorting of a drug.

Illegal drug means a controlled substance included in Schedule I or II, as defined by section 802(6) of Title 21 of the United States Code, the possession of which is unlawful under chapter 13 of that Title. The term "illegal drug" does not mean the use of a controlled substance pursuant to a valid prescription or other uses authorized by law.

Laboratory means a laboratory certified by HHS under the National Laboratory Certification Program as meeting the minimum standards of the HHS Mandatory Guidelines for Federal Workplace Drug Testing Programs.

Medical Review Officer (MRO) means a licensed physician responsible for receiving laboratory results and who is knowledgeable of controlled substance use. The MRO must have appropriate medical training to interpret and evaluate test results in conjunction with medical history and any other bio-medical information.

Possession means on one's person, in one's personal effects, in one's vehicle, or under one's control.

Split specimen means a part of the urine specimen that is sent to a first laboratory and retained unopened, and which is transported to a second laboratory in the event that the employee requests that it be tested following a verified positive test of the primary specimen or a verified adulterated or substituted test result.

Substance Abuse Professional (SAP) means a person who evaluates employees who have violated the drug and alcohol policy or who have self-identified as having a controlled substance or alcohol abuse problem and makes recommendations concerning education, treatment, follow-up testing, and aftercare. Must be a licensed physician (Doctor of Medicine or Osteopathy); licensed or certified social worker; licensed or certified psychologist; licensed or certified employee assistance professional; or a drug and alcohol counselor certified by the National Association of Alcoholism and Drug Abuse Counselors Certification Commission (NAADAC) or by the International Certification Reciprocity Consortium/Alcohol and Other Drug Abuse (ICRC).

Substituted test result means a specimen with creatinine and specific gravity values that are so diminished that they are not consistent with human urine.

Verified test means a drug test result or validity testing result from an HHS certified laboratory that has undergone review and final determination by the MRO.

Use means any form of consumption, ingestion, inhaling, or injecting.

## **Summary**

The use of illegal drugs, and other mood-altering substances, plus the inappropriate use of alcohol and medications can adversely affect job performance, productivity, the work environment, and the well-being of employees.

If you have any questions about this policy, please contact the VP, Health Safety and Environment.



## Badger Values: Honest and Open Communication



## 4. Badger Values: Honest and Open Communication

### 4.1 Corporate Disclosure

#### **Our Policy**

We are committed to providing clear, factual, and timely information to the public that meets our legal and regulatory requirements.

We have authorized specific individuals to communicate to the market through our website, news releases, financial documents, media interviews, social media, presentations, and one-on-one meetings.

The only persons authorized to communicate for Badger, or about Badger, to the public, including to the financial community, shareholders, potential investors, and the media (including, but not limited to trade journals) are:

- The President & CEO or the CFO;
- VP, Investor Relations & Corporate Development; and
- Persons authorized by the President & CEO or the CFO from time to time.

The reputation of a company is an important asset. We all play a role in ensuring that our reputation is protected and continues to grow in a positive way. We encourage our people to engage with us on social media and share our content in a reasonable and respectful way while keeping our reputation in mind.

#### **Sub-Certification Process**

- Corporate and operations management including corporate officers, divisional officers, general managers, managers of finance and accounting, corporate controller, divisional controllers, and the corporate secretary will be required to, from time to time, sub-certify financial and non-financial information included in any regulatory filings.
- The purpose of this sub-certification process is to ensure that each individual understands the importance of and is aware of our disclosure policies and that any potential areas of disclosure risk are disclosed and resolved.

#### **Your Responsibilities**

- Forward requests from media, investors, government and regulators to the President & CEO or the CFO unless you are authorized to respond.
- All presentations to security analysts and institutional investors and generally all other external corporate communications must be reviewed and approved by the President & CEO or the CFO.
- Remember that when you post on social media, you represent yourself and the company and both reputations are on the line.

***Do not:***

- Make public statements or respond to inquiries about Badger unless you are authorized to do so.
- Allow a business partner to speak on our behalf.

**Summary**

Never respond to inquiries concerning our company unless you are authorized to speak on the company's behalf.

If you have any questions about this policy, please contact the Chief Financial Officer.



## **Badger Values: Have an Action Orientation**





## 5. Badger Values: Have an Action Orientation

### 5.1 Adopting Fair Competition and Anti-Trust Practices

#### **Our Policy**

We are committed to fair competition and do not engage in anti-competitive practices. We never collude with other companies on prices or terms offered to our customers, agree with competitors to allocate markets or customers, or manipulate bid procedures.

Unfair-competitive practices can include agreements with competitors to fix or control prices, allocate customers, markets, or restrict access to products and services. Competition laws (anti-trust laws in the United States) restrict businesses with a dominant position in a marketplace from using their position in a manner that lessens or prevents competition.

Violations of the competition and anti-trust laws can result in substantial legal consequences for the company and its employees.

#### **Your Responsibilities**

- Comply with the fair competition and anti-trust laws of the countries in which we conduct business.
- Communicate honestly in your business relationships.
- You cannot buy and sell products from a competitor.
- Gather competitive information in a way that is ethical, legal, and publicly available.
- Avoid contact with competitors that could create the appearance of improper agreements or understandings.
- Seek advice (from the applicable Competition & Anti-Trust Compliance Officer) if you are a witness to or exposed to anti-competitive or unfair business practices.

#### **Do not:**

- Collude with competitors and trade associations to divide markets, regions or customers, control prices, boycott suppliers or restrict products.
- Engage in misleading advertising or make false claims about competitors' offerings.
- Attempt to gain an unfair advantage through the disclosure of incomplete, inaccurate, or misleading information.
- Exchange information about price, market share or other conditions with competitors, customers, or other business partners.
- Give to competitors, or seek from competitors, confidential and unpublished commercial information.

**Summary**

Some of the most serious anti-competition offenses occur between competitors. These include bid rigging, collusion, price fixing or agreeing to divide territories or markets. We do not participate in these types of activities.

For further detail, please see the full Competition & Anti-Trust Law Compliance Policy. If you have any questions about this policy, please contact the Chief Financial Officer.

## 6. Badger Values: Respect People and Cultural Differences

### 6.1 Anti-Discriminatory and Anti-Harassment

#### Statement of Commitment

We promote and maintain a workplace culture of inclusion and respect. We value our individual differences, our unique perspectives and backgrounds, and the variety of contributions each of us brings to work. Every worker is entitled to a working environment that promotes equal employment opportunities, prohibits discriminatory practices, and is free of harassment.

At Badger Daylighting Ltd. ("Badger"), we do not tolerate any behavior that interferes with our well-being and work such as discrimination, harassment, or violence. We are committed to eliminating exclusion including all forms prohibited by law and we all share in this responsibility.

Any conduct that does not align with our standard is taken seriously; it is thoroughly investigated and promptly acted upon.

Badger assesses concerns and conducts an appropriate investigation in a timely manner, including complaints of victimization/retaliation against anyone who raises a concern, ensuring resolution of each situation. Where necessary, Badger works in conjunction with security and law enforcement and takes whatever precautionary steps are necessary to ensure the safety of our people.

#### Scope

This policy applies to all Badger directors, officers, employees, contractors, and consultants (collectively, "Badger employees".) This practice also applies to customers, suppliers, vendors, and all other individuals ("third parties") while they are conducting business with Badger or when they are participating in company-sponsored events. The guidelines outlined in this document apply to behavior on Badger premises, in the field, on a client's premises, during travel related to your work, at conferences, training sessions and seminars attended by you for work, and during work-related telephone, electronic and other communications. Employees should not be subject to harassment or discrimination by co-workers, management, and superiors or those who enter the employment context, such as suppliers or clients of Badger.

#### Purpose

The purpose of this policy is to:

1. Ensure that Badger's work environment is inclusive and respectful.
2. Maintain a working environment that is accessible for all and free from acts of any form of discrimination, harassment, or violence.
3. Provide individuals with effective mechanisms for responding to potential violations of the policy in a timely manner.

## **Management Responsibilities**

Managers are responsible for creating a safe and open working environment that emphasizes inclusion and respect as a standard of performance for all of Badger Daylighting. Management must encourage individuals with concerns to raise them and are obliged to protect, and prevent retaliation against, any individual who reports a concern or assists in a Badger investigation.

Managers who are advised of a complaint of discrimination or harassment should immediately contact Human Resources to discuss the matter. Managers who become aware of a threat or incident of violence must immediately contact appropriate resources (e.g., such as security, Human Resources, and/or law enforcement) to support the security of all individuals and Badger property.

## **Your Responsibilities**

We all play a role in ensuring an inclusive and respectful workplace. We treat colleagues and business partners in a considerate and professional manner and question any inappropriate behavior we observe or are a party to. If the behavior continues, we report it using the procedures under the Complaints and Investigations section in this policy.

If, as a means of resolving a personal or domestic problem, it is necessary for an individual to seek a restraining order, injunction, or other court order, they are strongly encouraged to notify their supervisor and Human Resources so that appropriate measures can be taken to support and maintain a secure workplace.

### ***Do not:***

- Engage in or condone discrimination or harassment in the workplace.
- Create an unwelcoming work environment.

## **Definitions**

**Inclusion:** Inclusion is the achievement of a diverse workforce in an environment in which all people are treated fairly and respectfully, have equal access to opportunities and resources, and can contribute fully and freely to Badger's success.

## Discrimination

Discrimination is an action or a decision that treats an individual or a group negatively in matters related to employment based on protected grounds. Discrimination does not need to be intentional to be illegal. For example, a rule or policy may be developed for good business reasons but may also have an unintended, significant negative effect on a certain group of employees. Legally protected grounds vary across global jurisdictions; however, Badger recognizes the following protected grounds:

- Age
- Ancestry
- Color
- Criminal conviction unrelated to employment or a pardoned conviction
- Family and/or marital status
- Family medical history
- Gender identity and/or expression
- Health and/or illness
- Mental and/or physical disability
- National and/or ethnic origin
- Nationality and/or citizenship
- Place of origin
- Political beliefs
- Pregnancy and/or breastfeeding
- Race
- Receipt of public assistance
- Religion and/or creed
- Sex and gender
- Sexual orientation
- Social condition
- Source of income
- Union affiliation
- Association with an individual with any of these listed attributes

## Harassment

Harassment is defined as unwanted physical or verbal behavior that offends or humiliates an individual, such as intimidation, bullying, or derogatory comments.

Sexual harassment is defined as unwelcome or offensive sexual advances, requests for sexual favors, and other verbal or physical conduct of a sexual nature.

Examples of harassment include, but are not limited to:

- Creating an intimidating, degrading, humiliating, or hostile environment.
- Degrading, graphic, or offensive comments or material.
- Implying or threatening that cooperation or refusal of a sexual nature will affect the individual's employment, compensation, or career opportunities
- Inappropriate physical contact.
- Persistent unwanted contact or attention after the end of a consensual relationship.
- Stalking or persistent attempts to contact another person.
- The display of suggestive or pornographic material causing embarrassment or offense is carried out after the person showing the material has been informed that it is embarrassing or offensive.
- Undermining or deliberately impeding an individual's work.
- Unwelcome and/or offensive sexual flirtations, advances, or propositions.
- Verbal or written abuse.

The definition of harassment does not include the legitimate exercise of supervisory authority.

## **Violence**

Violence is the threatened, attempted, or actual conduct of an individual that causes or is likely to cause injury. Examples of violence include, but are not limited to, uttering threats, intentionally damaging property, throwing objects at or near others, stalking, displaying weapons, and physical assault. Firearms are prohibited on company property or in company vehicles.

## **Complaints and Investigations**

### **Confidentiality**

A complainant's identity and situation are kept confidential to the greatest extent possible. However, anonymity cannot always be fully guaranteed as, in the course of an investigation, an alleged respondent is entitled to understand and respond to complaints made against them, witnesses may be interviewed, and limited members of management may be required to participate in determining consequences. Badger protects personal information by complying with the relevant regional Badger Privacy policy as well as all requirements of the privacy legislation in the applicable jurisdiction.

### **Reporting Discrimination or Harassment**

1. Any individual who believes they are being harassed or discriminated against:
  - a. Is encouraged to speak immediately and directly with the respondent indicating that the behavior is not acceptable, and
  - b. Should make notes in case action may have to be taken. Dates, times, the nature of the behavior and witnesses, if any, should be included.
2. If the individual does not wish to discuss the problem with the respondent, feels that they are unable to, or if the discussion does not resolve the problem, the individual is strongly encouraged to:
  - a. Promptly bring it to the attention of their supervisor and/or Human Resources either verbally or in writing; and/or
  - b. Contact the ConfidenceLine™ via phone at 1-800-661-9675 or through their website at [www.badgerinc.confidenceline.net](http://www.badgerinc.confidenceline.net).  
**PLEASE NOTE:** HR will notify the Senior Leadership team if needed. And, the complainant must be prepared to provide sufficient detail to allow for appropriate follow-up.
3. Where the alleged discrimination is an organizational policy or procedure, that policy or procedure will be investigated immediately. Where the investigation finds systemic discrimination within the organization, that policy or procedure will be changed promptly.
4. Human Resources, or an external party contracted by Human Resources, expeditiously investigates, and assesses the complaint by conducting confidential interviews with the complainant (if identity is known), the alleged respondent, and witnesses (if required). As necessary, Human Resources consults with management to resolve the issue. The facts and the resolution are documented and kept in a confidential record.

5. Where the discrimination or harassment has been substantiated, Badger will take appropriate corrective action to resolve the complaint, up to and including termination of the respondent.
6. Human Resources keeps the complainant apprised of the situation and its general outcome, though all details of the investigation and/or any specific disciplinary action taken are not always shared.

### **Documenting the Complaint**

All meetings, discussions and steps taken in a mediation or investigation with respect to the complaint will be documented. Documents relating to a complaint will be kept in a secure location. If the investigation fails to find evidence to support the complaint, no documentation concerning the complaint will be placed on the respondent's file.

Badger will retain all documentation regarding the complaint, mediation, and investigation for two (2) years for informational purposes in the event that there is an internal appeal, or a complaint filed with an outside agency.

### **How to Report Violence or Threat of Violence**

In the event that an individual is either directly affected by, or a witness to, any violent or potentially violent situation taking place on Badger's premises or at a Badger-related business or social function, it is imperative they report the incident immediately to any member of management or Human Resources, or call:

**CONFIDENCELINE**

**Toll Free 24/7, Confidential**  
**1-800-661-9675**  
[www.badgerinc.confidencezone.net](http://www.badgerinc.confidencezone.net)

**If necessary, call: 911**

### **Employee & Family Support**

Employees are encouraged to access regional community resources, or their Badger employee and family assistance program should they require additional support to deal with a perceived incident of discrimination, harassment, or violence.

### **Non-Retaliation / Non-Victimization**

Badger takes steps to protect any individual submitting a complaint of harassment, discrimination, bullying or violence in good faith, and takes disciplinary action against any Badger person who retaliates against an individual expressing a concern or participating in an investigation.

## **Summary**

A work environment based on mutual trust and appreciation of others' skills and abilities supports us as engaged and productive members of our team. The diversity of our people makes us stronger, enabling us to serve our communities and customers more effectively.

If you have any questions about this policy, please contact the Chief Human Resources Officer.

## **6.2 Privacy**

### **Our Policy**

We respect the privacy of individuals and act responsibly in respect to the collection, use, retention, disclosure, and disposal of their personal information. We are committed to maintaining the accuracy, confidentiality, and security of the personal information of our people, our business partners, customers, and other parties.

All private information obtained from any person, including our customers, partners, company individuals and candidates must be accompanied by disclosure for the reason of collection, consent for its use, and a guarantee the information will be safeguarded and only used for the purposes of original collection.

We comply with the privacy laws and regulations within each jurisdiction in which we operate.

### **Your Responsibilities**

- Collect, use, retain, disclose, or dispose of personal information in accordance with our Privacy Policy.
- Safeguard personal information ensuring it is only shared for legitimate and authorized purposes.
- Consult with Human Resources or the Privacy Officer before implementing new or modifying existing processes that use personal information including new systems or software upgrades.
- If you view personal information that you would not normally have access to, report it to HR or the Privacy Officer immediately.

### **Do not:**

- Disclose personal information to a person who does not have a business need to know it, the authority to see it or, where required, the subject's consent to access it.
- Ask employees of our customers, competitors, or suppliers to disclose personal information.
- Disclose personal information regarding current or former members of our team without their approval, unless legally required to do so.
- Release customer information unless it is for legitimate business purposes, and you have the authorization to do so.



## **Summary**

You must treat personal information confidentially. The information should not be shared with anyone, including colleagues or business partners, unless they have an approved business need to know and you have the authority to share it with them.

If you have any questions about this policy, please contact the Chief Human Resources Officer.

## **6.3 Safety**

### **Our Policy**

Badger Daylighting is committed to the health and safety of all employees, contractors, clients, and the public and to the protection of the environment as it applies to our operations. Badger will work with their employees to promote a healthy and safe work environment. The ultimate goal of our health and safety policy is to have an accident-free environment and protection from accidental loss. All employees of Badger Daylighting are responsible for ensuring that the safety program is developed and maintained. Employees at every level are responsible and accountable for Badger Daylighting's overall safety initiatives. Management is committed to protecting people and property and providing and maintaining a safe and healthy work environment. We ask our employees to take responsibility in upholding this commitment by applying the following guiding principles:

### **Your Responsibilities**

- Ensure you are adequately prepared; follow proper procedures and practices by complying with all regulatory requirements and exercise sound judgement and common sense when undertaking any work-related tasks.
- Take an active approach to understanding any potential health, safety or environmental issues that may pertain to work undertaken as an employee or contractor of Badger Daylighting.
- All employees must work in a safe manner, with a safe attitude in order to avoid personal injury and so as not to injure their fellow workers.
- Approach management about any issues relevant to the safety program that you feel would improve the health or safety of Badger Daylighting employees, contractors, or the environment.
- Remain sensitive to the concerns of the public.
- Identify and report any safety hazards and unsafe work conditions or inadequately equipped or trained employee to management immediately.
- All workers have the right to work in a safe and healthy environment.
- Read, understand, and follow the requirements of the company Safety Manual.

**Do not:**

- Do not participate in any activities you deem unsafe; you have the right to refuse unsafe work. You are not expected to sacrifice your safety or well-being for expediency or any other reason.
- Do not tamper with any safety equipment or device.

**Summary**

All Badger Daylighting employees are responsible for obeying all safety rules, following recommended safe work procedures, wearing, and using personal protective equipment when required, participating in safety training programs and informing supervisors of any unsafe work conditions.

The safety information in this policy does not take precedence over OSHA/OH&S or Federal, State, Provincial or local regulations.

If you have any questions about this policy, please contact the VP, Health Safety and Environment.

## **6.4 Employment of Family**

**Our Policy**

This policy has been developed to ensure that all employees of Badger maintain their right to fair treatment and equal opportunities in the workplace without the potential for perceived or actual conflict arising from familiar relationships. Badger aims to provide a workplace that is free from favoritism or personal conflicts.

**Scope**

This policy applies to all current Badger employees and all candidates for employment with Badger.

**Purpose**

Badger may hire or consider other employment opportunities for family members of current employees only if:

- The candidate for employment is qualified for the position;
- The candidate for employment will not be working directly for or supervising a family member; and
- The candidate for employment will not occupy a position in the same line of authority in which employees can initiate or participate in decisions involving a direct benefit to the family member.

Such decisions include hiring, retention, transfer, promotion, wages and leave requests.

For the purposes of this policy, "family member" means:

- Husband, wife, common-law partner, significant other; or
- Parent, child, grandparent, grandchild, brother, sister, uncle, aunt, nephew, niece, first cousin of a person referred to in Section 2. Badger Values: Accept Individual Responsibility.

### **Your Responsibilities**

Failure to disclose a relationship in a timely fashion will be addressed by applying the Progressive Discipline Policy and can lead to disciplinary action, up to and including termination. Therefore, all employees are responsible for immediately reporting any changes in a personal relationship which falls under this policy to their manager or supervisor and Human Resources.

### **Summary**

Badger will hire relatives of employees only under certain conditions (as outlined above).

If you have any questions about this policy, please contact the Chief Human Resources Officer.

## **6.5 Fraternizing**

### **Our Policy**

This policy has been developed to ensure that all Badger and Badger's employees are not negatively affected by relationships in the workplace. This policy identifies when certain relationships are acceptable and appropriate and when they are not.

### **Purpose**

Badger encourages employees to develop friendships and share a spirit of teamwork and camaraderie both in the workplace and outside of work. This policy is not meant to interfere with or prohibit the development of co-worker friendships or other appropriate relationships. Badger employees may develop friendships and dating relationships both inside and outside of the workplace as long as the relationships do not interfere with or negatively impact work assignments for either employee. Any relationships or behaviors that interfere with Badger's company culture of teamwork, a harmonious work environment or the productivity of employees will not be tolerated. Employees who disregard this policy will be addressed by applying the Progressive Discipline Policy which may lead to disciplinary action, up to and including termination.

It is never acceptable or appropriate for two employees to engage in a close relationship or to fraternize if one of the employees is in a position of power or seniority over the other employee. In this policy, "fraternize or fraternizing" includes but is not limited to dating, romantic involvement, and sexual relations. Romantic relationships between two employees must be disclosed through the completion and filing of the Employee Romantic Relationship Disclosure with Human Resources.

## **Management Responsibilities**

Fraternizing between managers or supervisors with any employee who reports to such manager or supervisor or, whose terms and conditions of employment such as pay raises, promotions, and advancement are potentially affected by the manager or supervisor, creates a serious problem for Badger and is strictly prohibited.

Under no circumstances, may a manager or supervisor fraternize with an employee that reports, directly or indirectly, to that manager or supervisor. Fraternizing amongst managers or supervisors with other employees may appear as an inappropriate use of a position power. Managers and supervisors must recognize that personal relationships with employees who report to such manager or supervisor may be perceived as favoritism, misuse of authority, or potentially, sexual harassment.

## **Your Responsibilities**

Fraternizing amongst employees can adversely affect the careers of both employees with regard to advancement opportunities, choices of jobs, and assignments. Even if no improper conduct occurs, fraternizing may cause gossip, hard feelings, dissatisfaction, and distraction among other employees in the workplace.

If employees decide to pursue a relationship that is more than a friendship and one employee is in a position of power or seniority (including but not limited to managers or supervisors), such employees must inform their manager or supervisor and Human Resources immediately. Badger will consider the potential effect in the workplace and decide what, if any, actions are necessary to take in regard to assignments and jobs.

Badger recognizes that employees have different definitions and understandings about what constitutes a friendship, close relationship, or romantic involvement. If you have any questions, concerns or need further clarification regarding this policy please contact Human Resources. Also, please refer to Badger's Anti-Discrimination and Anti-Harassment Policy specifically as it relates to sexual harassment.

## **Summary**

Badger employees are encouraged to develop friendships and work together as a team. However, if employees decide to pursue a relationship that is more than friendship and one employee is more senior, then the employees must inform their manager or supervisor and Human Resources immediately.

If you have any questions about this policy, please contact the Chief Human Resources Officer.

## 6.6 Social Media

### Our Policy

This policy has been developed to ensure that Badger promotes open and honest communication and maintains a positive and professional image in the communities where we do business.

### Purpose

This policy is designed to ensure that Badger's image and branding are maintained, and Badger's intellectual property and confidential information are protected. This policy is not intended to interfere with your private life or impede your right to freedom of speech. Use of personal social media may not conflict with any of Badger's company policies.

You are required to be familiar with and act in accordance with these rights and responsibilities:

- Information shared or learned internally is for internal use and reference only – it is not acceptable to share outside of the Badger organization. This includes (but is not limited to) information found on the internal website, shared in training, heard in town hall meetings or, disseminated via email or any other form of communication chosen by Badger.
- You are personally responsible for the content that you publish or share on any social media platform. Information shared on the internet is out there forever and therefore you must use common sense before posting or sharing any information.
- You are prohibited from posting any negative or disparaging comments regarding Badger or its employees.
- If you mention Badger, include a disclaimer stating that any opinions expressed are your own opinions and do not represent Badger's positions, strategies, or opinions.
- You are expected to conduct yourself professionally both on and off duty. If you publicly associate with Badger, all materials may reflect on the company. Inappropriate comments, photographs, links, etc. must be avoided.
- You are prohibited from using Badger's copyrighted materials, corporate logos, and other forms of branding and identity without prior express written permission.
- You are prohibited from speaking on behalf of Badger except in accordance with Badger's Corporate Disclosure Policy.

### Your Responsibilities

All employees are responsible for acting in accordance with the above rights and responsibilities.

### Summary

Your personal social media activity and your employment are directly connected. Remember that what you say on social media will reflect on you and the company.

If you have any questions about this policy, please contact the VP Information Strategy & Technology.

## EMPLOYEE SIGN OFF ON POLICIES AND CODE OF CONDUCT

I, \_\_\_\_\_ of the City of \_\_\_\_\_, am employed by Badger Daylighting or one of its subsidiaries. I acknowledge that I am subject to and am required to comply with the Company's policies and procedures. I have read the policies outlined in the Code of Conduct and understand that compliance with the program is a condition of my continued employment with Badger Daylighting and that failure to comply may result in disciplinary action, including termination of employment.

I have been made aware that additional information is available on some of the policies contained within this document and that I am able to view them at any time.

Date: \_\_\_\_\_

Employee Signature: \_\_\_\_\_