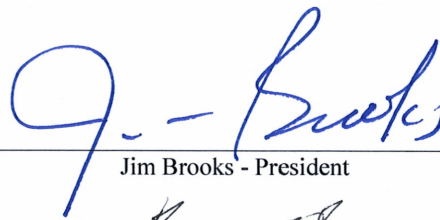


**TDI-Brooks International, Inc.  
B&B Laboratories, Inc.  
GEO3, Inc.  
14391 S. Dowling  
College Station, TX 77845**

**Employee Manual**



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Jim Brooks - President



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Bernie Bernard - Vice President



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Peter R. Tatro – Director of Operations

**Revision 8, February 2018**

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### Revision History

Employee Manual Section	Revision Number	Date	Purpose of Revision	Approved By
IV. C.	8	February 2018	Added Anti-Corruption Policy	B. Bernard

# Management Vision

## Our Corporate Values

- We believe in pursuing true, systematic, effective safety.
- We believe in technical and business integrity
- We believe in persevering until we deliver
- We believe in delivering more value than our customer specifies
- We believe in being relentless in our drive to improve
- We believe in giving first and receiving later
- We believe in treating our customers and suppliers as friends
- We believe in treating our employees and business partners as family
- We believe in honoring the commitments we make
- We believe in showing good faith
- We believe in having fun
- We believe that our reputation is more valuable than our net worth

## Our Corporate Mission

Our mission is to safely deliver high-quality scientific and engineering services, including field acquisition, sampling, sample and data processing, and laboratory analysis to the marine, environmental, geochemical, geotechnical, and survey marketplace. We also provide scientific interpretation to the geochemical marketplace and engineering interpretation to the geotechnical marketplace.

## Our Corporate Structure

TDI-Brooks International, Inc. (TDI-Brooks) is our flagship company and is the entity with which our customers interact. B&B Laboratories, Inc. (B&B) is our affiliated laboratory company. GEO3, Inc. (GEO3) is our affiliated facilities and grounds company. All of these companies are structured as Texas C Corporations. Our employees may be paid by one or more of these companies.

## Our Employment Proposition

An initial job offer to you reflects our best judgment about the level of value that you will initially add to our company. It is our expectation that you will not only quickly prove up this anticipated value, but grow in your personal value-added, after which you will be regularly evaluated for further reward. Ways in which any of our employees can work to develop increasing value are:

- an ever-growing technical competence in an area of responsibility,
- an ability to work as a team member and a drive to foster teamwork effectively toward goals,
- a detailed understanding of elements of our services to be able to interact with clients,
- an ability to exercise non-self-serving good judgment and discipline, and
- a sustained deep-seated drive to add value each day.

## Our Safety Commitment

- It is our goal to have everyone healthy, no one injured, and no negative impact on the environment. We have, and strive to maintain, an exemplary record of safety.
- Senior management is committed to ensure the health, safety, and environmental wellness of our employees, contractors, clients, and visitors.
- All work and business conduct is to be safe and environmentally sound.

- We are dedicated to ever-safer systems, constant process improvement, effective training, and safety teamwork and camaraderie.

## Note to Employees

This handbook is a guide, not a contract. It has been compiled to inform you of company policies and procedures. All employees are vital to the work of the company. Your understanding and observation of our policies and procedures will help assure a pleasant and productive workplace. This handbook may be updated from time to time.

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### CONTACTS AND USEFUL NUMBERS:

James M. Brooks, Ph.D., President & CEO	Phone	979-693-3446
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Gail Mills, Human Resource Manager & HR Liaison	Phone	979-693-3446
	Cell	979-220-3808
	Fax	979-485-9850

### Emergency/Work Place Accidents

College Station Campus	Shannon Smith	Cell	979-220-3808
		Fax	979-693-6389
Ships	Refer to Ship's Policies, SMM SOP-GEN-008E		
Juan Ramirez, Laboratory Manager	Phone	979-693-3446	
	Cell	979-777-0793	

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*Inquiries regarding this manual and its topics should be directed to your supervisor. If your supervisor is unable to address your questions, contact Gail Mills, HR Liaison.*

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## I. Employment

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### TERMS AND DEFINITIONS:

**Full-Time Employees-** are generally office-based and work 30-hours or more per week, and are eligible for benefits. These employees may also work in the field for several days or weeks in a given year for additional pay.

**Part-Time Employees-** are generally office-based and work less than 30 hours per week, and are not eligible for benefits.

**Temporary Employees-** Temporary employees work for a period not to exceed six months or on intermittent on-off basis. Temporary employees work a varying or fixed number of hours per week. Temporary employees are not eligible for benefits and do not earn leave. This is an as-needed position and does not guarantee that work will be available.

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### A. *Employment Eligibility Verification*

Federal immigration laws require verification of the identity and legal authorization to work of all individuals hired. In keeping with this obligation, TDI-Brooks, B&B Labs, and GEO3 inspect original documentation that shows each person's identity and legal authorization to work in the United States, and each employee must attest on a Federal government form to his/her identity and legal authorization to work. All offers of employment and continued employment are conditioned upon furnishing satisfactory evidence of identity and legal authorization to work in the United States. Employees who cannot provide the required document or documents within three business days of the date employment begins may be terminated. Each employee must complete an I-9 Employment Eligibility Verification Form and provide the required documents.

### B. *Equal Employment Opportunity*

#### **Equal Employment Opportunity Provision**

Title VII of the Civil Rights Act of 1964, as subsequently amended, prohibits discrimination against specific groups of people in the workplace. The company is fully committed to equal employment opportunity and takes actions affirming this commitment. All employment decisions are based on merit, performance, qualifications, and competence. TDI-Brooks, B&B, & GEO3 or its personnel do not and will not discriminate against any employee or applicant for employment because of race, color, religion, sex, national origin, age, or disability, or veterans' status.

The company takes various actions that affirm this management commitment to ensure that applicants are fairly employed, and to ensure that employees are treated fairly and, without specific regard to their race, color, religion, sex, national origin, age, disability, or veterans' status. Our actions include recruiting initiatives, hiring decisions, participating in local career fairs, hosting civic and school events, developing projects with several universities nationwide, giving presentations at local and university seminars, accepting job applications at association and trade group meetings, developing and funding outreach videos, and training, education, and professional development incentives, as well as evaluations of benefits, compensation, promotion, personnel discipline, terminations, and social and recreational programs.

Should you at any time feel that you have been discriminated against due to a group you are in, please advise your immediate supervisor or the Human Resources Manager for investigation and resolution.

## **D. *Employment at Will Doctrine***

The Information contained in this manual is in summary form and Management reserves the right of sole interpretation of these policies. Management reserves the right to amend, change, or terminate any or all of these policies at any time. The policies in this manual are not to be construed in any way to guarantee employment. None of the policies set forth in this manual directly or indirectly confer any right of employment nor in any manner alter the company's policy of employment at will. Employees may resign from the company and may be terminated by the company at any time, for any reason, and with or without notice.

All employees are considered to be "employees-at-will." This Policy shall not be modified by any statements contained in employee handbooks, employment applications, company memorandums or other materials provided to employees in connection with their employment. Also, those documents shall not create an expressed or implied contract of employment for a definite period. Completion of any probationary period or conferral of regular status shall not change any employee's status as an employee-at-will or in any way restrict the company's right to terminate such an employee.

## **E. *Working Hours***

Office-based employees, in general, will work 8 hours per day Monday through Friday but must be flexible in meeting company workload demands. Work hours are as mutually agreed with your supervisor, and not simply at the employee's discretion.

## **F. *Job Responsibilities***

The company will provide offer letters to all full-time employees with a general description of job responsibilities and compensation. Because of the companies' labor needs and changing workloads, employees may also be required to perform duties other than those considered to be their primary job responsibilities. Job responsibilities may also evolve over time.

## **G. *Property***

### **1. *Company Office***

You are expected to properly care for any equipment you use or that is assigned to you. You are also asked to use supplies prudently and economically. Notify your supervisor should you have problems with equipment or supplies. Computers issued to you are for company business with business programs pre-installed, and non-approved programs should not be installed. You are also responsible for defending against computer viruses on your company issued computer. The inadvertent infection of the company's computer network is a serious offense. Your company-issued computer may be inspected or checked at any time without notice. All property is inventoried, and you are responsible for the care and whereabouts of the property at your workstation or in your possession.

### **2. *Company Credit Cards***

The company will issue company credit cards to selected employees, who accept responsibility as outlined here, for use in their jobs. This policy sets out the acceptable and unacceptable uses of such credit cards. Use of company-issued credit cards is a privilege, which the company may withdraw in the event of serious or repeated abuse. Any credit card the company issues to an employee must be used for business purposes only, in conjunction with the employee's job duties. Charges on a company credit card must be reported and certified by the employee on a form provided by the company, and must also be reconciled paper receipts for the charges and with the balance shown for the account.

Employees with such credit cards shall not use them for any non-business, non-essential purpose, i.e., for any personal purchase or any other transaction that is not authorized or needed to carry out their duties. Employees must pay for personal purchases (i.e., transactions for the benefit of anyone or anything other than the company) with their own funds or personal credit cards. The company will regard charges as business-related as long as such expenses are consistent with the company's travel and expense reimbursement policy. If any employee uses a company credit card for personal purchases in violation of this policy, the cost of such purchase(s) will be considered an advance of future wages payable to that employee, and will be recovered in full from the employee's next paycheck; any balance remaining will be deducted in full from subsequent paychecks until the wage advance is fully repaid. Such deductions may take the employee's pay below minimum wage for the pay period(s) in question. If an employee uses a company credit card for any other type of unauthorized transaction in violation of this policy, i.e., incurs financial liability on the company's part that is not within the scope of the employee's duties or the employee's authorization to make business-related purchases, the cost of such purchase(s) or transaction will be the financial responsibility of that employee, and the employee will be expected to reimburse the company via deductions from pay until the unauthorized amount is fully repaid. Such deductions will be in the amount of the unauthorized purchase(s), but if a deduction for such amount would take the employee below minimum wage for the workweek in question, the deductions will be in two or more equal increments that will not take the employee's pay below minimum wage for any workweek involved.

In addition to financial responsibility and liability for wage deductions, any purchases an employee makes with a company credit card in violation of this policy will result in disciplinary action, up to and possibly including termination of employment, depending upon the severity and repeat nature of the offense.

### **3. Campus Security**

Visitors must sign-in at the Administration or Technical buildings on our campus, the front desk will notify employee of visitors. Any time you enter a building after hours, immediately lock the door behind you. Do this even if the door was not locked when you entered. As you exit any time after 5:00 PM or anytime on weekends, please re-check that all the doors are locked. If you are issued a key or a gate remote it must be returned to your supervisor when you are no longer an employee. Do not make any copies of company keys.

#### **H. *Performance Appraisal***

A performance appraisal provides a way for you and your supervisor to discuss your job performance. Appraisals will include evaluation of your job-related skills and behaviors in the following areas: level of value added, teamwork/cooperation; quality of work; job knowledge and versatility; problem solving; continuous improvement; dependability/punctuality; company loyalty, and; safety/housekeeping.

#### **I. *Personal Growth***

We encourage you to grow in value to the organization by being willing to accept increased responsibility and showing growing technical and managerial competence in your position. In order to add great value, you need to exhibit a solid combination of these three attributes:

- (1) Being technically competent in your job.
- (2) Being credible and respected in client interactions.
- (3) Being able to work and interact well as a member of a team.



## J. ***Training***

Professional training and safety training is to be provided to all employees and will be conducted on a continual basis. Appropriate supervision will be provided for staff undergoing training. Personnel performing specific tasks will be qualified on the basis of appropriate education, training, experience, and/or demonstrated skills as required.

## K. ***Resignation***

To ensure continuity of company activities your plans to terminate employment should be given in writing to your immediate supervisor at least two weeks prior to the effective date of termination. The HR Liaison should also be provided a copy. Please contact the HR Liaison early in your two-week departure period to aid in the disposition of your benefits, such as retirement, insurance, and your accumulated annual leave. All company issued property must be surrendered to your supervisor on your last day of employment.

## L. ***Confidential Information***

Employees are exposed daily to a great deal of confidential information. Security of this information is critical and should not be reported or discussed with anyone except as is necessary in carrying out routine business. Any materials pertaining to the company, company's clients or their operations shall not be released to any outside agency or individual without proper authorization from an officer of the company.

Any request for information regarding a company employee, such as telephone number or address, should be directed or forwarded to the HR Liaison.

## M. ***Behavior***

### 1. **General Conduct**

You are expected to exercise reason and judgment that reflect your responsibility as an employee of the company. You should be polite and professional in dealing with those you come into contact with while on the job. You should be cooperative and supportive in your dealings with supervisors and other employees. Honest differences or disagreements with fellow employees or supervisors need not go unexpressed, but should be handled properly, using courteous and open dialog. The company has several written policies regarding employee conduct that are provided in **Section IV. Policies**. Additionally, employees should abide by all policies and procedures developed specifically for their job and/or job location. Inappropriate conduct may result in disciplinary action up to and including termination.

### 2. **Work Attire**

You are asked to dress in a manner suitable for the work you perform, the environment in which you work, and good personal hygiene. Some positions and tasks may require safety clothing or other personal protective equipment (PPE), as required in a lab or onboard a vessel. All company Health, Safety, and Environmental policies must be adhered to. The failure to adhere to specified safety requirements as instructed may result in disciplinary action up to and including termination. The company will provide appropriate, work related Personal Protective Equipment (PPE) and other attire as required for the performance of the job.

### 3. **Absence from Work**

Your supervisor must be informed promptly concerning unplanned and unexpected absence from work regardless of the length of time involved. Employees are required to notify their immediate supervisor and to request prior approval when they find it necessary to be absent from work for any reason. If you have not obtained prior approval and cannot come to work because of illness or a personal emergency, call your supervisor (or the person in charge in your supervisor's absence) as soon as you know you will be absent. While the preference is for the employee to call personally, if you are unable to do so, ask someone to call for you. If you are absent from work for three consecutive days without making contact with your supervisor as to your whereabouts, we will interpret such as your voluntary resignation.

#### **4. Travel Expectations**

The company has at least these four high-level expectations from a traveling employee as a part of his/her job responsibility. We expect the traveler to:

- have the skills/experience/character to effectively and safely get from the travel origin to the destination,
- represent the company's best interest and its corporate values at all times,
- maintain the ability to pay and account for costs of travel, using personal funds to be reimbursed if necessary (this means having an effective credit card, for example). Extraordinary travel costs (>\$1,000) may be covered by the company or by cash advance.
- be prepared (by bringing tasks/materials to work on, for example) to add value during work-captive situations in order to make the most of work time.

#### **5. Office Telephone Courtesy and Use**

Telephone courtesy is important in the workplace. Answer all calls promptly, make inquiries tactfully, give your undivided attention to the call, avoid unnecessarily long conversations and treat the telephone as one of your most valuable business tools.

Much business is conducted on the telephone and lines should not be tied up with personal calls. If a personal call is necessary, please try to make the call as brief as possible. All long distance calls must pertain to official business.

#### **6. Office Email and Internet Use**

Email capabilities are for business use. Personal use of the email capabilities should be as brief as possible. Because unsolicited e-mails sometimes contain viruses and other malware, you should receive email to your personal address on a non-company computer. Visiting non-company-related Internet sites using company computers is discouraged for the same reason. The use of social networking sites is highly discouraged using company computers, especially during your work-day. Violations of this policy have consequences ranging from negative elements of your performance appraisal to dismissal, depending on severity.

## **II. Compensation and Benefits**

### **A. Pay Structure**

#### **1. Salary Disbursements**

All company employees are paid on a bi-weekly pay system and payroll is direct deposited into your bank account on the scheduled payday. All hourly workers are personally responsible for submitting time sheets to their supervisor per the payroll schedule. Employees may be compensated for travel time to and from a project location. The employee should

submit work and travel time as directed by your supervisor to ensure proper compensation. In case of discrepancies, contact the Controller.

## **2. Deductions**

Standard IRS deductions which include federal income tax, Social Security, and Medicare tax withholding will be deducted from your paycheck. You will be provided a paystub that identifies your deductions and your net pay. The amount of federal income tax withheld from an individual's paycheck depends upon the employee's compensation amount and number of allowances claimed. You must complete a W-4 form indicating the number of allowances you wish to claim. It is the employee's responsibility to notify the corporate office of any changes to his/her W-4 form.

## **3. Electronic Payroll Deposit**

Payroll is distributed by direct deposit on designated pay days. Each employee must complete an Authorization for Direct Deposit Form providing the Controller with accurate payroll deposit information.

### **B. *Merit Increases & Bonuses***

Merit increases and bonuses are based on company profitability as well as each employee's performance. These may be given from time to time at the sole discretion of management.

### **C. *Paid Holidays & Personal Leave***

The five (5) paid Fixed Holidays we observe are: *New Year's Day, Memorial Day, Independence Day, Thanksgiving Day, and Christmas Day*. We will specify the exact date of each Fixed Holiday before the beginning of each year. An additional three floating holidays are allowed, in addition, with prior supervisor approval. If you are required by your supervisor to work on a Fixed Holiday, then you may trade for another specified day off by mutual agreement with your supervisor. If you choose on your own to work on a fixed holiday without your supervisor's prior directive, then you may not trade for another day off. Holidays not taken off will not be paid or otherwise accrued. Holiday hours not used by December 31<sup>st</sup> will be forfeited.

Full-time employees that qualify for benefits accrue paid Personal Leave at a rate of four hours per bi-weekly pay period, up to 104 hours/year for the 26 pay periods worked each year. Hours are carried over from one year to the next and do not expire, but the maximum personal leave that may be accumulated is 300 hours. Hours in excess of 300 on December 31<sup>st</sup> will be forfeited. Employees should plan to use their Personal Leave hours to prevent forfeiture at the end of the year. Use of personal leave requires advance approval by your supervisor and may not be taken if your absence will interfere with or prevent the company from meeting its objectives and commitments.

Paid Personal Leave is a benefit we provide qualified employees in recognition of our need to regularly decouple from the pressures of the work place for the sake of physical, emotional, and/or spiritual rejuvenation. We encourage you to take this time off in large enough blocks to help accomplish this purpose. We consider time taken off due to common illness or non-work-related injury as part of our Personal Leave policy, and do not offer a separate or additional sick leave benefit. Personal Time taken due to such illness or injury should be reported to your supervisor as soon as it is apparent you will be absent from work. If you cannot come to work because of illness, call your supervisor (or the person in charge in your supervisor's absence) at the time you are scheduled to report to work. While the preference is for the employee to call personally, if you are unable to do so, ask someone to call for you.

### **D. *Other Types of Leave***

Full and part-time employees are granted leave as required by law for the following duties:

- Voting
- Military
- Jury duty

All employees are encouraged as part of their civic responsibility to serve on jury duty when summoned or to respond when subpoenaed to appear as a witness in a civil, criminal, legislative, or administrative proceeding. A summons for jury duty ordinarily is received well in advance of the date the employee is required to report. Therefore, the employee should discuss the jury summons, upon its receipt, with his or her Supervisor to determine if the scheduled time is convenient. In some instances, it may be necessary for the company to ask the employee to request a postponement or change in dates of his or her jury duty, and the employee is expected to cooperate in seeking this change. The company will abide by the final decision of the appropriate judge in such situations.

### **E. *Short Term Disability***

Short term disability benefits provide income continuation during periods of serious medical disability. For the purpose of this benefit, you are considered to be disabled if you are unable to perform your job duties due to a major medical condition or accidental bodily injury.

Regular full time employees of the company are eligible for this benefit once they have completed ninety (90) calendar days of service and work at least thirty (30) hours or more per week on a regular basis.

This benefit provides short term disability pay of up to 15 days of base pay for salaried employees, or a maximum of 120 hours of base wages for hourly employees, within a twelve-month period.

Under Short Term Disability benefits, eligible employees are paid 100% of their normal base salary or wages. This means you will be paid based upon your regular rate of pay excluding overtime, bonus, vacation, and any other accrued paid leave or additional compensation. Short Term Disability benefits may not exceed 100% of your base salary.

For hourly employees, the hourly equivalent of a day of benefit pay will be determined by the number of hours in your regular work day. If you normally work 30 hours per week then a Short Term Disability benefit day would equate to 6 hours of pay for hourly wages. If you normally work 40 hours per week then a Short Term Disability benefit day would equate to 8 hours of pay for hourly wages. The maximum hours of pay for any benefit day payable is 8 hours.

The employee's total disability period must exceed five (5) consecutive working days to qualify for Short Term Disability benefits. During the first five days of disability the employee may use any available floating holiday time or PTO (paid time off) benefit days accrued. Once the initial five (5) day elimination period is met, Short Term Disability benefits will be payable beginning with the 6th day of disability and will continue to be paid until the employee returns to active work or until the maximum allowable amount of Short Term Disability benefit has been paid, whichever occurs first.

If you have additional payments from worker's compensation or you are collecting state or federal disability while you are being paid Short Term Disability benefits, your Short Term Disability benefits will be reduced accordingly so that your total compensation for the affected time period will not exceed 100% of your base salary.

Group health benefits will continue on the same basis as prior to the onset of Short Term Disability benefits. Short Term Disability benefits will be subject to all payroll withholding elections of the employee which were in effect prior to the short term disability.

It is important that an employee provide their supervisor, if requested, the treating doctor's statement as soon as you know an illness or injury will result in an absence of more than five (5) consecutive work days. The doctor's statement must identify the nature of your disability and the date you are expected to be able to return to work. The company may require a second medical opinion, at its own expense, and periodic recertification of your disability. If there are discrepancies in the first and second opinions, the company may require a third doctor to render a medical opinion. This third doctor will be selected jointly by the company and the employee, and the third opinion will be binding both on the company and the employee. Upon returning to work, you must provide, if requested, a release or return to work form from the doctor treating your illness or injury.

#### **NOTE REGARDING THE FOLLOWING BENEFITS**

The following information is a summary of the benefits provided on the date of publication of this handbook. Please refer to your benefits booklet for more detailed information. Your benefits may change from time-to-time as a result of renegotiations of the company's benefit package. It is the responsibility of the employee to ensure he/she has the most current benefits information.

### **F. *Health, Dental, Disability, and Life Insurance***

A group insurance plan is available to eligible employees of the company. These basic plans include health, dental, Rx, long-term disability, accidental death & dismemberment, and life coverage. Each month the company contributes a designated amount to the plan for each eligible employee. These benefits are fully funded by the company and are a component of the employees total compensation package.

#### **1. Enrollment**

Eligible employees may apply for health insurance at the time of initial employment or during an annual open enrollment period set by the company. Coverage is effective on the 1<sup>st</sup> day of the month following your date of your date of eligibility, provided that enrollment forms have been completed and turned in to the HR Liaison. If you decline coverage at the time initial employment, then later choose to enroll in the group health insurance plan, you must wait until open enrollment. Currently, open enrollment begins on April 1<sup>st</sup> with an effective date of May 1<sup>st</sup> of each year. However, if you have a qualifying event you may enroll immediately.

#### **2. Changes**

During your first 30 days of employment, you may change your coverage (for example, electing higher coverage or adding dependents). After that time, you must wait until open enrollment unless you have a qualifying event. Examples of a qualifying event are to add a dependent are marriage, adoption, birth, court ordered, and loss of other coverage. Examples of a qualifying event to remove dependents are divorce, death, and ageing out.

#### **3. Changes in Employee Status**

To insure proper coverage, it is the employee's responsibility to notify the HR Liaison of any changes to the employee's family unit information and to request any benefit changes. To make changes to your coverages promptly notify the HR Liaison.

#### **4. Assistance with Insurance Coverage**

The HR Liaison can assist you in applying for insurance, making changes (such as adding a spouse or new dependent), filing claims, and with any questions about coverage. The appeal process for claims is detailed in the insurance handbook. Please read your insurance handbook carefully.

### G. *Retirement - 401(k) Safe Harbor Plan*

Eligible full-time employees of the company may elect to participate in our 401(k) plan after all of these events:

- You have reached your one year anniversary of employment with the company,
- You have reached 1,000 hours of service in that 12 month period,
- You have reached 21 years of age.

Participation is entirely voluntary. You may enroll in any month once you become eligible. Your contribution will then begin the first payroll cycle following your enrollment. Contact the HR Liaison for plan information.

Your contributions to the Plan may be made from your eligible earnings before taxes are taken out or you may contribute to a Roth account with after-tax dollars. You may contribute from 1 to 90% (in whole percentages) of your eligible earnings with possible restrictions that apply to certain higher paid employees. The company will make a Safe Harbor Matching Contribution equal to 100% of the first 5% that you contribute to the plan. If you contribute 5%, the company will also contribute 100% of that amount, or 5%. You must make Salary Deferral Contributions in order to receive the Safe Harbor Matching Contribution which will be made each pay period.

### H. *Worker's Compensation*

Land based employees are covered by Worker's Compensation insurance for injuries sustained on their jobs or in the performance of their duties. Immediately report any accident or injury to your supervisor and receive guidance for medical aid. **You should not present your personal health insurance coverage card at the medical facility if you were injured on the job.** You will receive guidance and support from your supervisor for how and when to file a Worker's Compensation claim.

### I. *Travel and Per Diem*

The company will reimburse employees whose duties require travel for legitimate business expenses. Those expenses may include reimbursement for transportation, meals and lodging expenses. Senior management must authorize all business travel, in advance. The company will not reimburse expenses for alcoholic drinks, unless the drinks are during a meal with a client or potential client. Sound and conservative judgement should be used in all entertainment of clients.

Personal automobile mileage incurred while traveling on official business will be reimbursed as authorized by completing an Expense Form. The company will set the reimbursable mileage rate each year. Commercial airline tickets for business travel will be reimbursed at coach class cost unless otherwise authorized by senior management.

At a minimum, reimbursement requests must be itemized, totaled, signed and accompanied by receipts. More specific and detailed information on completing travel vouchers may be obtained from the Controller.

An employee may choose to use the GSA per diem rules if they do not wish to keep up with receipts. GSA rates can be found at <https://www.gsa.gov/travel/plan-book/per-diem-rates>.

### **III. Personnel Records**

#### **A. *Personnel Files***

Employee personnel files (except for information obtainable under the Open Records Act) will be kept confidential. Senior management shall resolve disputes concerning the necessity of making a file available. Only to those with specific authorization may access personnel records. These include:

- Supervisory employees responsible for your work product, when senior management or designated agent decides it necessary and in the best interest of the company;
- Supervisory employees with a legitimate business interest, who have the permission of senior management;
- A representative of a public agency with statutory authority to examine personnel records;
- Any person with a court order authorizing inspection of the file or portions of it;
- The employee or the employee's designated representative; and,
- The Human Resources Department for file maintenance purposes.

#### **B. *Personal Medical Record***

In accordance with the Health Insurance Portability and Accountability Act (HIPPA), the company will provide an individual access to his or her protected health information with limited exceptions in a designated record set maintained at the corporate office.

#### **C. *Injury and Illness Recordkeeping***

All medical and other records are kept if they are related to a work fatality, injury or illness. All of the company's recordable illnesses or injuries are recorded on the OSHA 300 Log within 7 calendar days of receiving information that the injury or illness occurred. The OSHA 300A Summary is signed by the company's president and is posted in a place visible for all employees to see. The posting of the OSHA 300A Summary is posted from at least February 1<sup>st</sup> through April 30<sup>th</sup> of the corresponding year. All recordkeeping forms are kept for at least 5 years.

#### **D. *Updating Personal Data***

It is the employee's responsibility to promptly inform the HR Liaison of any change in name, personal contact information (for example email address, home address, telephone number), and/or emergency contact information. It is the employee's responsibility to report any change in dependent status, which should be reported immediately to the HR Liaison in order to adjust eligible benefits and W-4 withholding deductions.

### **IV. Policies**

#### **A. *Open Door Policy***

Employees are encouraged to bring any work related problems or concerns to the attention of their immediate supervisor or the HR Liaison. However, depending on the extent or sensitivity of the concern, employees are encouraged to directly contact any member of upper management. This may be done confidentially and without fear of retribution.

## B. *Sexual Harassment Policy*

The workplace environment of the company will be free from all forms of sexual discrimination and sexual harassment by employees, contractors, and visitors. It is the policy of the company to maintain an environment free from sexual harassment. Sexual harassment is a form of misconduct that undermines the integrity of the employment relationship. The company expressly prohibits and will not tolerate sexual harassment of any employee by another employee, supervisor, or other person with whom an employee must have contact with as part of his/her duties. It is the policy of the company that:

1. All employees shall be provided with a work environment free from sexual harassment;
2. Every complaint of sexual harassment shall be thoroughly investigated; and
3. Appropriate sanctions shall be applied to persons who violate this policy.

**Definition:** Sexual harassment shall include, but not be limited to, unwelcome sexual advances, requests for sexual favors, and other verbal or physical conduct of a sexual nature where:

1. Submission to such conduct is either an expressed or implied term or condition of employment;
2. Submission to or rejection of such conduct is used as a basis for an employment decision affecting the harassed employee; or
3. The conduct has the purpose or effect of substantially interfering with an affected person's work performance or creating an intimidating, hostile, or offensive environment.

**Confidentiality:** Management recognizes the sensitive nature of complaints concerning sexual harassment. Information disclosed in connection with a complaint of sexual harassment shall, to the greatest extent possible, remain confidential.

**Complaints:** An employee who believes that he or she has been the subject of sexual harassment should immediately report the incident(s) to one of the following individuals.

1. Immediate Supervisor
2. Human Resources Manager

In order to aid in the investigation of the complaint, the employee is encouraged to prepare a memorandum detailing the incident(s) which lead to the complaint. However, the employee may elect to make the complaint verbally, in which case the individual to whom the complaint is made shall prepare a memorandum describing the complaint, and shall ensure that a copy of the memorandum is received by the Human Resources Manager, who shall then coordinate the complaint resolution process.

**Complaint Resolution:** If the complaint can be resolved to the satisfaction of the employee making the complaint, the Human Resources Manager shall prepare a memorandum to the file detailing the corrective action that has been taken or will be taken to resolve the complaint. The memorandum shall contain a signed statement by the employee making the complaint to the effect that the corrective action specified in the memorandum will satisfactorily resolve the complaint, and acknowledging the employee's responsibility to notify the company of any recurrence of the conduct which led to the complaint.

**Verified Complaint:** If the investigation of the complaint substantiates that sexual harassment has occurred, corrective action must be taken. Any employee found to have violated this policy shall be disciplined immediately. Disciplinary action may include, but is not limited to, formal reprimand, demotion, reassignment, or termination of employment, depending on the circumstances and gravity of the case.



## C. *Ethics, Integrity, and Anti-Corruption*

As a company we take great pride in our reputation for acting fairly and ethically wherever we conduct business, whether domestic or internationally. Our code of ethics and integrity guide us in making the right decisions that impact our clients, our personnel, our suppliers, and the communities where we live and work. We have a core set of values to guide us every day, and we do the right thing, even when it's difficult, not convenient, or not observed by others.

An important part of our culture is recognizing that doing business with integrity is a shared responsibility. Every person engaged in our business efforts, whether as an employee, consultant, agent, contractor or in any other capacity, has a responsibility to act with the highest level of integrity and sound judgement regarding any form of corruption or bribery that would be in conflict with our core values.

We believe that what we do is important - and how we do it is even more so. Guided by our strong values of integrity we work hard to earn and maintain the respect of our partners, investors and clients around the globe. As we strive to continually deliver strong business value, we want to ensure that we achieve those results in the proper way. We take a zero tolerance approach to corruption in all its forms and do not accept corruption or bribery in our business or by those with whom we do business. We abide by a strict code of business ethics and integrity. Our anti-corruption standards clearly prohibit bribery and corruption in all our business dealings.

**Government Business:** We prohibit soliciting, making, or accepting facilitation payments or “kickbacks” of any kind to government officials, foreign agencies, political parties, or party officials. TDI-Brooks, its subsidiaries and other affiliated companies are committed to complying with all applicable laws in their operations, including, but not limited to, the U.S. Foreign Corrupt Practices Act (FPCA). The FPCA is a U.S. law that prohibits bribes to government officials (including political candidates and political parties) in order to influence their acts or decisions. The FPCA also prohibits payments to intermediaries or agents when the payments may be used to direct improper payments to foreign officials. “Kickbacks” and bribes do not involve only cash. They can also involve gifts, products, trips, or anything else of value. Many other countries around the world have similar laws that we must also strictly follow. The FCPA also prohibits payments to intermediaries or agents when the payments may be used to direct improper payments to foreign officials.

**Industrial Business:** Further, we intend not to just act in accordance with those legal requirements, but to conduct all our industrial business in accordance with the utmost level of honesty and integrity. All employees are expected to report any suspected illegal or unethical business activity. No employee, agent, contractor, vendor, or other affiliated party may directly or indirectly, offer, guarantee, pay, grant or authorize any financial or other advantage to any other person or organization, with the intent to secure an improper advantage for TDI-Brooks. Likewise, no employee, agent, contractor or vendor may accept payment from a third party if they know or suspect that it is offered or provided with an expectation that a business advantage will be provided in return.

**Data Integrity:** It is our policy to conduct all business with integrity and in an ethical manner. It is essential that every employee understand and adhere to these ethical standards in order to preserve the basic integrity of all work products. Data integrity concerns the ability to define and defend that the entire survey, data acquisition, and analytical process has been “unimpaired” and performed following appropriate practices and procedures. The ability to defend the integrity of the data is by complete documentation of actions and activities, which includes such items as: (1) maintaining chain of custody and security of the samples; (2) clear documentation of the activities performed in the preparation and analysis of the samples and in the final data reduction, review, and reporting; and, (3) by maintaining complete and clear files of these records.

Violation of this Ethics, Integrity, and Anti-Corruption policy may result in disciplinary action up to and including termination. Disciplinary action may include, but is not limited to, formal reprimand, demotion, reassignment, or termination of employment, depending on the circumstances and gravity of the case.

## **D. *Illegal Drugs and Alcoholic Beverages Policy***

It is the policy of this company to maintain a work environment that is safe for employees and conducive to attaining high work standards. The company has a "ZERO TOLERANCE" policy for possession and/or use of any illegal drugs. As part of this policy, no intoxicating beverages, illegal drugs, paraphernalia or equipment related to illegal drug use are allowed aboard vessels, in offices, or other work locations of the company. The company prohibits alcohol and illegal drug possession/consumption while onboard a vessel, on our main campus and offices, or other work locations of the company. The signal exception to this policy is during management-approved social events hosted and held at our facilities or in other locations. Except for this events-exception, possession/consumption of alcohol or illegal drugs on the vessel, in offices, or other work locations of the company may result in immediate dismissal. Refer to the *Travel & Per Diem* section for guidance related to alcohol during company-related travel.

### **1. Definition**

A drug is any substance, natural or synthetic, which when taken into the body, is intended to bring a change in medical, behavioral, or perceptual states. All drugs are of concern to the company because of their effects, however, this policy is primarily concerned with drugs that are "controlled" or illegal. Alcohol is considered to be a controlled drug and is typically a liquid containing ethyl alcohol. Illegal drugs include marijuana and similar substances, and all other drugs not prescribed by a licensed physician for use by the person possessing them.

### **2. Reasonable Cause Testing**

Reasonable cause testing will be undertaken whenever a supervisor determines that there is a reasonable cause to believe that an employee is under the influence of drugs or alcohol. The supervisor will base their assumption on physical, behavioral, and performance issues. Any near-misses, accidents, or suspicious behavior can trigger a drug and alcohol test.

The supervisor will complete the Reasonable Cause Testing form before the test is performed. The Reasonable Cause Testing form is located on the ship web pages on the SMM Forms Only page. If an employee refuses to comply with reasonable cause testing, that employee can be removed from the job and may face termination.

The company does not have a Medical Review Officer. In the absence of a Medical Review Officer, the HSE Manager of the company, the Party Chief or the HSE Officer on board may make the decisions usually delegated to that position. Any reasonable cause testing will be reported to senior management as soon as possible. If the results of a field drug test are positive, the employee will be removed from performing safety-sensitive functions for 24 to 48 hrs. Before returning to duty, the employee must retest with negative results. Any potential disciplinary action is at the discretion of management.

### **3. Searches**

Entry into or upon any vessel, office or other work location of the company is conditioned upon the company's right to search the person, personal effects and vehicle of any entrant for illegal drugs, intoxicating beverages, or possession of unauthorized property or equipment.

From time to time and without prior warning, searches by authorized company representatives may be made of anyone entering or on company premises, including vessels, or company vehicles and such searches may be made of employees as well as employees of contractors having business with the company. This search may include lockers and rooms if appropriate. Searches on vessels are conducted according to Federal regulations 33 CFR 104.265(e)(2) and 33 CFR 105(e)(2).

When appropriate, such items discovered through these company searches may be taken into custody and may be turned over to the proper authorities. Violation of the above policy or refusal to submit to a search will be cause for disciplinary action up to and including immediate termination.

#### **4. Retesting**

If an employee currently working on a vessel or in a safety sensitive position ashore (such as operating heavy machinery, welding equipment or transporting equipment for company business) tests positive for drugs or alcohol, he/she will immediately stop any work and wait for further instruction from management. If deployed on a vessel, the employee will get off the vessel at the next port call. Before the employee is allowed to return to work he/she will take another drug test with the time, date and location scheduled by the Quality Management Representative.

The Quality Management Representative will not accept any second attempt drug and alcohol test results from an employee without prior knowledge of the employee taking the test. It is the company's goal to obtain the results of drug and alcohol tests of all crew members before they board the vessel.

#### **5. Testing Facilities**

Only certified facilities will be used to analyze all drug and alcohol tests. Should a test need to be administered in a foreign country, every effort will be made to assure that standard chain-of-custody protocols are followed to ensure the integrity of the tests.

#### **6. Resources for Rehabilitation**

At request of the employee, information on resources may be provided for the recovery of drug and alcohol abuse. Please contact the Quality Management Representative if you are interested in these resources.

#### **7. Firearms and Weapons Policy**

The use of firearms or any other type of weapons are not permitted on company property, nor are they allowed in our offices or vessels.

#### **E. *Workplace Violence Policy***

It is the policy of the company to maintain an environment free from workplace violence. Workplace violence is a form of misconduct that undermines the integrity of the employment relationship. The company expressly prohibits and will not tolerate workplace violence. It is the policy of the company that:

1. All employees shall be provided with a work environment free from workplace violence;
2. Every complaint of workplace violence shall be thoroughly investigated; and
3. Appropriate sanctions shall be applied to persons who violate this policy.

**Definition:** Workplace violence is any act or threat of physical, verbal or psychological aggression or the destruction or abuse of property by an individual. Threats may include veiled, conditional or direct threats in verbal or written form, resulting in intimidation, harassment, harm or endangerment of the safety of another person or property.

**Complaints:** Employees who believe they have been subjected to behavior prohibited by this policy, or who have observed any such behavior should report the incident to one of the following individuals.

1. Immediate Supervisor
2. Human Resources Manager

In order to aid in the investigation of the complaint, the employee is encouraged to prepare a memorandum detailing the incident(s), which lead to the complaint. However, the employee may elect to make the complaint verbally, in which case the individual to whom the complaint is made shall prepare a memorandum describing the complaint, and shall ensure that a copy of the memorandum is received by the Human Resources Manager, who shall then coordinate the complaint resolution process.

**Complaint Resolution:** If the complaint can be resolved to the satisfaction of the employee making the complaint, the Human Resources Manager shall prepare a memorandum to the file detailing the corrective action that has been taken or will be taken to resolve the complaint. The memorandum shall contain a signed statement by the employee making the complaint to the effect that the corrective action specified in the memorandum will satisfactorily resolve the complaint, and acknowledging the employee's responsibility to notify the company of any recurrence of the conduct which led to the complaint.

**Verified Complaint:** If the investigation of the complaint substantiates that workplace violence has occurred, corrective action must be taken. Any employee found to have violated this policy shall be disciplined immediately. Disciplinary action may include, but is not limited to, formal reprimand, demotion, reassignment, or termination of employment, depending on the circumstances of the case. Work place violence may result in criminal charges when appropriate.

## F. *Smoking Policy*

It is the intent of the company to provide a work environment free from the hazards of second-hand smoke. "Smoking" use areas will be provided on campus, on all vessels, and other facilities operated by the company. All other areas are considered non-smoking. This policy relies on the thoughtfulness, consideration and cooperation of smokers and non-smokers for its success. It is the responsibility of all the company employees and visitors to observe the provisions of this policy.

## G. *Health Related Issues Policy*

Employees, who become aware of any health-related issue that may directly affect their ability to do their job, including pregnancy, should notify their supervisor of health status. This policy has been instituted strictly to protect the employee.

The employee should also notify their supervisor if they become aware of any blood borne pathogen they come in contact with or acquire. Blood borne pathogens include Hepatitis B (HBV), Hepatitis C and Human Immunodeficiency Virus (HIV). Blood borne pathogens can be transmitted when infectious blood or other fluid is introduced into the bloodstream of a person. Transmission of blood borne pathogens in the workplace can occur through infected material being introduced directly into your body through a break in the skin, mucous membrane exposure - infected fluid enters the body through contact with a mucous membrane found in your eye, nose or mouth and through sexual contact.

Hepatitis B vaccinations are available to employees if there is cause or reason.

Universal precautions should be used whenever there is potential for exposure. Universal precautions include:

- Personal Protective Equipment (PPE) – to be used at all times to prevent skin or mucous membrane contact with bodily fluids. Always inspect PPE for cracks, holes or other damage. Never use damaged PPE.
- Wash hands or other skin surfaces thoroughly and immediately if contaminated.

- When using sharp items (scalpels, needles, pipettes, etc.) that may be potentially contaminated, a puncture resistant container must be used for storage and disposal after use.

## H. *Malaria Control Policy*

The company is committed to a safe, healthy, and productive workplace for all employees. The company takes very seriously the threat of illness or death presented by malaria. We provide education/training to employees that will be/are in locations that malaria is known to be a significant health risk. The company encourages all crew members to use the steps explained to minimize exposure to malaria-carrying mosquitoes. The company recommends, but does not require their employees to take anti-malaria drugs. The drugs are available to employees if they are requested. If an employee has any questions about anti-malaria drugs, prevention or symptoms of malaria, they are encouraged to ask their supervisor and he/she will get in contact with a qualified medical professional.