

## **2000. Conflicts of Interest**

Our employees are expected to devote their best effort and attention to the full-time performance of their jobs. Employees are expected to use good judgment, to adhere to high ethical standards, and to avoid situations that create an actual or potential conflict between the employee's personal interests and the interests of the Company.

A conflict of interest exists when the employee's loyalties or actions are divided between the Company's interests and those of another, such as a competitor, supplier, or customer. Both a conflict of interest and the appearance of a conflict of interest should be avoided. Employees, who are unsure as to whether a certain transaction, activity, or relationship constitutes a conflict of interest or the appearance of a conflict of interest, should discuss the situation with his or her immediate supervisor for clarification.

This policy does not attempt to describe all possible conflicts of interest that could develop. Some of the more common conflicts from which employees should refrain, include the following:

1. Accepting personal gifts or entertainment from competitors, customers, suppliers or potential suppliers.
2. Working for a competitor, supplier or customer.
3. Engaging in self-employment in competition with the Company.
4. Disclosing Company trade secrets or information for personal gain to the Company's detriment.
5. Having a direct or indirect financial interest in or relationship with a competitor, customer, or supplier, except that ownership of less than 1% of the publicly traded stock of a corporation will not be considered a conflict.
6. Using Company assets or labor for personal use.
7. Acquiring any interest in property or assets of any kind for the purpose of selling or leasing it to the Company.
8. Committing the Company to give its financial or other support to any outside activity or organization.
9. Developing a personal relationship with a subordinate employee of the Company that might interfere with the exercise of impartial judgment in decisions affecting the Company or any employees of the Company.

If an employee or someone with whom the employee has a close personal relationship (a family member or close companion) has a personal, financial or employment relationship with a competitor, supplier or customer, the employee must disclose this fact in writing. If an actual conflict of interest is determined to exist, the Company may take whatever corrective action is deemed appropriate based upon the circumstances.

Employees may pursue and participate in employment or other business activities outside of normal working hours provided such arrangement does not create a conflict of interest, detract from performance and/or effectiveness while working for the Company and the employee does not offer or provide such services to the Company. Employees who have other employment must disclose such employment to his or her supervisor so that an evaluation can be made as to whether a conflict of interest exists. The failure to adhere to this guideline, including the failure to disclose any potential conflicts or to seek an exception, will result in disciplinary action up to and including termination.