



absolutelyfocusmedia.com

# Employee Handbook

Absolutely! Focus Media  
4655 Techniplex Dr. Ste 400  
Stafford, Texas 77477



To all employees,

Whether you have just joined our family of employees or have been at Absolutely! Focus Media for a while, we are confident you will find our firm a dynamic and rewarding place to work. We recognize that our employees are our most valuable asset. We believe each individual contributes directly to Absolutely! Focus Media's growth and success, and we hope you will take pride in being a member of our team.

This handbook was developed to provide an overview of general information and guidelines related to your employment with Absolutely! Focus Media, hereinafter referred to as the "Firm". This handbook is not intended to be comprehensive or address all of the possible applications of, or exceptions to the general policies and procedures described within. As the Firm continues to grow, the Firm reserves the rights to revise, supplement, or rescind any procedures, practices or policies from time-to-time, as it deems appropriate, in its sole and absolute discretion.

Please read this handbook carefully. Sign and date the Receipt and Acknowledgment page located at the end of the Handbook, and return the page to me. Please keep this handbook available for future reference. If you have any questions concerning eligibility for a particular benefit, or the applicability of a policy or practice, please contact me directly.

We hope your experience here will be challenging, enjoyable and rewarding!

Welcome to our team!

Sincerely,

*Patti A. Parish-Kaminski*

Owner & Publisher – absolutely! Focus Media

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## **Introduction**

### *About the Firm*

Established in 2004, the firm was created by award winning publishers Lisa and Michael Fredrickson. Their vision was to create leading publications and partner in bringing the surrounding community into the homes of our local residents and businesses.

The Firm is a premier publication firm thanks to the dedication and professional skills of our employees. Because of the efforts of all our employees, our publications satisfy every resident's sense of community pride by achieving "coffee-table" status in homes and businesses across the communities we serve.

Our award winning publications reach the homes and businesses throughout Fort Bend, Katy, Memorial, Galleria, Pearland and surrounding areas.

The Firm is also a leading resource to businesses providing an unequaled opportunity to target a very special audience. Our publications are delivered monthly to the most affluent homes throughout our communities, as well as racked in high traffic businesses and doctor's offices, which assures our client's advertising is cost-effectively delivered to consumers with buying power.

### *Client & Community Relations*

Every employee represents the Firm to our clients, readership and the community. The way we do our job presents an image of our entire firm. Therefore, one of our first priorities is to assist any client, reader or customer, both external and internal in a prompt, accurate and courteous manner while maintaining the values consistent with our Firm.

### *Service Values*

The Firm is committed to ensuring a high level of ethics while providing quality services and maintaining trust and credibility with our clients, readership and the community. It is important to the *Mission* of the Firm to build and maintain a professional and personable culture, which promotes integrity, and attracts and retains our employees, clients and readership.

### *Mission:*

Provide a comprehensive sales and marketing tool to community businesses as well as serve as a community partner and resource to our consumers.

### *Values:*

Maintain honesty, integrity, and respect above all.

Provide exceptional internal and external customer service.

Represent our communities through premier award-winning publications.

## **Employment Policies**

### *Application for Employment*

The Firm relies on you to provide accurate information during your application for employment throughout all stages of the hiring process and the term of your employment. Any misrepresentations, falsifications or material omissions in any information or data may result in the Firm excluding you from further consideration for employment or even termination of your employment.

### *At-Will Employment*

You are free to terminate your employment with the Firm at any time, with or without a reason, and, reciprocally, the Firm has the right to terminate your employment at any time with or without a reason. Although the Firm may choose to terminate employment for cause, cause is not required. This policy is called “at-will employment.”

No one, other than the owner of the Firm, can enter into an agreement for employment for a specified period of time or make any agreement or representations contrary to this policy. Furthermore, any such agreement must be in writing and signed by the owner.

Apart from the policy of “at-will employment” and other policies required by law, the Firm may change other employment policies at any time without prior notice to you. Exceptions to Firm’s policy of “at-will employment” can only be approved in writing by the owner.

### *Background Investigations*

Background investigations help ensure the Firm has adequate internal controls in place. All offers of employment are contingent on the candidate submitting to and successfully passing a background investigation. A conviction will not automatically disqualify an employee from employment. the Firm will conduct an individual assessment per EEO Guidelines.

### *Break-In-Service*

A “break-in-service” is defined as a period of time in which an employee performed no services for the Firm and received no compensation from the Firm.

### *Definitions of Employment Classifications (Status)*

Introductory: New employees with less than 90 days of service.

Regular Part-Time: Employees who have completed the 90-day introductory period, work fewer than 40hrs per week, are employed for an indefinite length of time and are not eligible for Firm benefits.

Regular Full-Time: Employees who have completed the 90-day introductory period, work at least 40hrs per week, are employed for an indefinite length of time and are eligible for all firm benefits subject to the terms, conditions and limitations of each benefit program.

Temporary and Interns: Employees who are hired to temporarily supplement the work force, assist in the completion of a specific project, and/or work as an intern. Employment assignments in this category are of limited duration, typically not longer than 3 - 9 months. Employment beyond any initially-stated period does not in any way imply a change in employment status. Temporary - Intern employees retain such status unless and until notified of a change.

While they are eligible for all legally-mandated benefits (such as Social Security and Workers' Compensation insurance), they are ineligible for the majority of the Firm's benefit programs. Individuals assigned to perform work for the Firm through a temporary employment agency and/or other service provider will be considered employees of the agency and not the Firm's, unless otherwise legally defined and agreed by all parties.

### *Drug Screening*

All offers of employment are contingent on the candidate submitting to and passing a drug screen. If the candidate screens positive, he or she will not be hired or re-screened. In this case, the person must wait at least one year before applying for another position at the Firm.

### *Employee Benefits*

The Firm offers medical insurance for all full-time employees. Employees are eligible upon completion of their 90 day introductory period and must enroll to receive benefits. Employees should receive additional information at the time of hire and/or may contact the Owner for more information.

### *Employee Grievances*

The Firm has a strong commitment to ensure all employees receive fair treatment. As an employee, if you feel you have not been treated fairly, we encourage you to talk with your direct manager about the problem. Give your manager a chance to resolve the problem, however if the problem is not resolved, and/or you do not feel comfortable, you may talk with the Owner and/or file a formal written internal grievance.

To file a formal written internal grievance, please follow these steps:

1. Contact your Human Resource representative for an Internal Grievance Form.
2. The Human Resource representative is available to answer any questions with regard to the Internal Grievance Procedure.
3. The formal written grievance will be reviewed by the Owner with a written response within 10 working days.

If you feel you have been treated unfairly, the Firm encourages you to step forward internally. You have the right to use these problem-solving procedures without fear of retaliation. We can only achieve our goals as a Firm if you are comfortable in your work environment.

### *Employment Reference Checks*

To ensure individuals who join the Firm are highly-qualified and likely to be productive and successful, it is the Firm's policy to check the employment references of all applicants.

The Firm does not provide reference checks on current or terminated employees without written consent from the employee. Any inquiry in connection with employment must be referred to the Owner. Unless approved by the Owner, no other employees may provide an employment reference and/or verification on any current or former employees. Verification will only be given concerning your job title, dates of employment and place of employment. No salary, performance or personal information will be released unless directed in writing by the employee or legally required.

### *Equal Employment Opportunity*

The Firm is an Equal Opportunity Employer and does not discriminate on the basis of race, color, religion, sex, national origin, age, disability, genetic information and/or, but not limited to any other protected classes. It is the intent of the

Firm, its Owner and representatives, and its Policy & Procedures to treat all applicants and employees in a fair and non-discriminatory manner.

*Any requests for reasonable accommodation due to a disability and/or other condition covered under the ADAAA and/or, but not limited to other applicable laws should be made in writing to the Owner.*

### ***Harassment and Retaliation***

The Firm has a zero tolerance policy towards any forms of harassment, retaliation and/or other forms of bullying and inappropriate conduct which may interfere with an individual's work performance and/or create an intimidating, hostile, or offensive work environment.

*Any individual who believes they have been discriminated against, harassed, and/or retaliated against should follow the "Employee Grievance" process outlined in the Employee Handbook and/or report any such illegal activity to the Owner immediately.*

### ***Immigration Reform and Control Act***

In accordance with the Immigration Reform and Control Act of 1986, the Firm will only hire individuals who are authorized to work in the United States. All individuals will be required to submit proof of their identity and employment authorization. Employees will also be required to complete and sign, under oath, Form I-9. On Form I-9, you must attest that you are authorized to work in the United States and that the documents submitted as proof are genuine. The Firm is required by law to check documents on every individual hired and to state under oath on the I-9 the Firm has done so.

If you are authorized to work in this country for a limited period, you must submit proof of your extended employment authorization and complete and sign another I-9 before the expiration of your current employment authorization. If you fail to do so, the law prohibits the Firm from continuing your employment. The Firm does not, and will not discriminate on the basis of national origin or citizenship status.

### ***Introductory Period***

The introductory period for new employees generally lasts 90 days from the date of hire. During this time, you have your first opportunity to evaluate the Firm as a place to work and management has the first opportunity to evaluate you as an employee.

The introductory period may be extended when the Firm, at its discretion, considers an extension appropriate. At any time during or after the introductory period, either the Firm or the employee can terminate the employment relationship with or without cause or notice, subject to the terms of any written employment agreement between the Firm and the employee.

Regardless of classification or length of service, you are expected to meet and maintain Firm standards for job performance and behavior.

### ***Job Description***

Your position should have a current, written, job description. At least once per calendar year, you and your manager should review the description for accuracy. Your manager should discuss your job duties with you, as well as any expectations. Both you and your manager should sign and date the current job description with a copy maintained in your personnel file.



### *Performance Appraisals*

The purpose of a performance appraisal is to recognize your strengths and contributions to the Firm as well as to suggest areas that you can work on and improve.

Your manager will normally have at least one (1) annual performance appraisal discussion with you, as well as periodic reviews of progress throughout the year with your first review generally occurs shortly after your first 90 days of employment. The performance appraisal does NOT automatically generate a salary increase.

### *Personnel Records*

The Firm maintains appropriate personnel records and required documentation related to your employment with the Firm. Please contact the Owner for access to your personnel records.

### *Rehire*

If you are being rehired by the Firm you may be asked to submit to and pass a drug screen and background investigation.

Returning to Work	Drug Screen/Background Investigation
Within 1 year	A drug screen and background investigation may be required at the Firm's discretion.
After 1 year	Drug screen and background investigation are required.

### *Requests for Reasonable Accommodation*

The Firm supports a diverse workforce. Any requests for reasonable accommodation due to a "disability" and/or other condition covered under the ADAAA and/or, but not limited to other applicable laws should be made in writing to the Owner.

### *Termination*

If resigning, please give the Owner two weeks' written notice so that a suitable replacement can be found. Regardless of the reason for your resignation, please schedule an exit interview with the owner or Human Resource representative.

You will be notified in writing of any benefits which may be continued and of the terms, conditions and limitations of such continuance. Accordingly, it is important that the Firm has your current mailing address on file. Additionally, you must return any Firm property, including customer lists and documents, keys, cell phone, computer, PDA or other portable device, etc.

*Note: All programs, files and forms created during your employment with the Firm remain the property of the Firm upon your departure. No materials may be removed without the consent of the Owner. You remain bound by terms of the confidentiality agreement and should treat all non-public Firm information as confidential both during and after your employment with the Firm.*

## **Wage and Salary Policies**

### *Wage and Salary*

The Fair Labor Standards Act (FLSA) is a federal law requiring “non-exempt” employees to be paid at least the federal minimum wage for all hours worked and overtime pay at time and one-half the regular rate of pay for all hours worked over 40 hours in a work week. The work week is defined as Monday – Sunday.

Certain sections of the FLSA provide an exemption from both minimum wage and overtime pay for “exempt” employees employed as bona fide executive, administrative, professional, outside sales and computer employees. To qualify for exemption, employees generally must meet certain tests regarding their job duties and be paid on a salary basis at not less than \$455 per week. Job titles do not determine exempt status. In order for an exemption to apply, an employee’s specific job duties and salary must meet all the requirements of the Department of Labor’s regulations.

### *Salary basis requirement*

To qualify for exemption, employees generally must be paid at not less than \$455 per week on a salary basis. These salary requirements do not apply to outside sales employees. Exempt computer employees may be paid at least \$455 on a salary basis or at least \$27.63 on an hourly basis to qualify.

Being paid on a “salary basis” means an employee regularly receives a predetermined amount of compensation each pay period on a weekly, or less frequent, basis. The predetermined amount cannot be reduced because of variations in the quality or quantity of the employee’s work. Subject to exceptions listed below, an exempt employee must receive the full salary for any work week in which the employee performs any work, regardless of the number of days or hours worked. Exempt employees do not need to be paid for any work week in which they perform no work. If the employer makes deductions from an employee’s predetermined salary, i.e., because of the operation requirements of the business, that employee is not paid on a “salary basis”. If the employee is ready, willing and able to work, deductions may not be made for time when work is not available.

### *Circumstances in which the employer may make deductions from pay*

Deductions from pay are permissible when an exempt employee:

- Is absent from work for one or more full days for personal reasons other than sickness or disability;
- For absences of one or more full days due to sickness or disability if the deduction is made in accordance with a bona fide plan, policy or practice of providing compensation for salary lost due to illness;
- To offset amounts employees receive as jury or witness fees, or for military pay; or,
- For unpaid disciplinary suspensions of one or more full days imposed in good faith for workplace conduct rule infractions.

An employer is not required to pay the full salary in the initial or terminal week of employment or for penalties imposed in good faith for infractions of safety rules of major significance. In these circumstances, either partial day or full day deductions may be made.

### *Firm policy*

It is the policy of the Firm to comply with the salary basis requirements of the FLSA. Therefore, we prohibit all Firm managers from making any improper deductions from the salaries of exempt employees. We want employees to be aware of this policy and that the Firm does not allow deductions that violate the FLSA.

#### *What to do if an improper deduction occurs*

If you believe an improper deduction has been made to your salary, you should immediately report this information to the Owner for prompt investigation and reimbursement as determined.

#### *Pay*

Employees are paid bi-monthly, unless otherwise communicated. Current pay dates are the 1<sup>st</sup> and 15<sup>th</sup> of each calendar month. As applicable, Commission payments will be made the 5<sup>th</sup> of each calendar month.

#### *Direct Deposit*

Direct deposit is not available at this time.

#### *Overtime Pay*

The Federal Wage and Hour laws group employees into two classifications regarding eligibility to receive overtime payments: exempt and non-exempt.

*Exempt:* Employees employed in executive, administrative, professional, sales or certain computer capacities do not receive overtime pay.

*Non-exempt:* Employees not employed in executive, administrative, professional, sales or certain computer capacities are paid one and one-half times their regular hourly rate for those hours worked in excess of 40 in a regular workweek. Overtime pay is not paid when a non-exempt employee works less than 40 hours in a week because of a holiday, vacation day or sick day.

*Note: Overtime will be calculated based on the Firm's defined work-week of Monday – Sunday.*

#### *Commission, Bonus or Incentive Plans*

Commissions, bonuses or other incentive plans may be developed and approved by the Firm. The terms of those plans may be subject to change and should not be construed as contractual unless otherwise approved in writing by the Firm.

#### *Changes to Personal Information*

##### *Name and Address changes*

To request a name, address or other change to personal information, please submit your change in writing to the Owner. As applicable, you may be asked to provide a copy of your social security card and/or other requested documents including an updated W-4 and I-9 form.

## **Hours of Work**

### *Work Schedule*

The Firm is open for business Monday through Friday, and weekends as communicated. It is your responsibility to be present and ready to work from the start to the end of each work day. Please check with your manager for your specific work schedule.

### *Lunch and Rest Periods*

Employees scheduled to work more than six (6) hours each day are expected to take a minimum thirty-minute lunch break. Please coordinate the timing of these breaks with your manager.

### *Time Records*

Non-exempt employees are required to report all hours worked on a “non-exempt” employee timesheet. The Firm’s standard work week is Monday - Sunday for the purpose of determining overtime.

Time records are considered official Firm records and should be certified by you and your manager as accurately reflecting all hours worked. The falsification of time records is a Firm infraction and will result in corrective action up to and including termination of employment. All non-exempt employees are required to record all hours worked each day including compensable travel time for outside meetings and/or events. Non-exempt employees must receive prior approval prior to working any overtime.

We maintain attendance records on non-exempt and exempt employees to track paid time off benefits, such as bereavement leave, sick leave, vacation days, etc.

*Note: Please refer to the Off the Clock Work Policy in the Standards of Conduct section of this handbook.*

### *Travel Time*

Non-exempt employees may be required to travel at the request of the Firm on Firm business. The Firm will provide pay for travel in accordance with applicable federal and state wage and hour laws governing the payment for time spent in business travel, including overtime pay, as appropriate.

### *Business Expense Reimbursement*

The Firm will reimburse employees for all legitimate businesses expenses as pre-approved by the Owner. Business expenses must be submitted with attached original receipts to the Owner no later than the last working day of each month. Upon approval, employees will be reimbursed for legitimate business expenses on the next regular pay date.

*Note: Employees should review travel policy and procedure regarding per diem, mileage rates and other guidelines prior to traveling.*

## **Paid Leave**

### *Bereavement Leave*

The Firm will grant two (2) days of paid bereavement leave to regular full-time employees who have completed their introductory period for the loss of an immediate family member defined as: spouse, parent, child, sibling, grandparent, grandchild or in-law.

Pay will be calculated based on your regular rate of pay and normal work schedule. If additional time off is necessary and/or you are ineligible for paid bereavement leave, you may, with your manager's approval, use any available paid time vacation or take time off as unpaid leave.

### *Election Day*

You are encouraged to fulfill your civic responsibility by participating in elections. Generally, you should be able to find time to vote either before or after your regular work schedule.

If you are unable to vote in an election during your non-working hours, you will be granted a reasonable amount of time in which to do so as approved by your manager. Advance notice is required so that the necessary time off can be scheduled at the beginning or end of the workday; whichever provides the least disruption to the normal work schedule.

### *Holidays*

The Firm will grant all regular employees eight (8) paid holidays each calendar year. The Owner will communicate any variations, additions or special notices to you. If the holiday falls on a Saturday, it will be observed on the Friday preceding the holiday. If the holiday falls on a Sunday, it will be observed on the following Monday.

New Year's Day	January 1 <sup>st</sup>
Good Friday	Friday before Easter Sunday
Memorial Day	Last Monday in May
Independence Day	July 4 <sup>th</sup>
Labor Day	First Monday in September
Thanksgiving	Fourth Thursday and Friday
Christmas Day	December 25th

Holiday pay is calculated based on your regular rate of pay and normal work schedule. You will receive full credit for the above holidays if you are at work on the last working day before and the first working day after the holiday, or on an approved absence.

### *Jury Duty*

All employees are permitted to take the necessary time off from work to serve on a jury or as a subpoenaed witness. The Firm will grant regular full-time employees up to one (1) day of paid jury duty per calendar year. If additional time off is necessary and/or you're ineligible for paid jury duty, you may, with your manager's approval, use any available paid vacation or take time as unpaid leave.

Employees must provide a copy of the jury duty summons to their manager as soon as possible. This will allow for arrangements to accommodate absences. Employees are expected to return to work whenever the court schedule permits.

*Note: Exempt employees will not be docked for jury duty in accordance with the FLSA and other applicable laws*

### *Religious Observances*

Focus Media supports a diverse workplace and recognizes the importance of religious observances. If time off is necessary for a religious observation, you may, with your manager's approval, use available paid time off "PTO".

### *Sick Leave*

You may be granted paid sick leave for an absence due to your own illness or injury or to care for an immediate family member with an illness or injury, as described below:

Regular full-time employees may receive up to three (3) days of paid sick leave each calendar year.

Part-time, seasonal and temporary employees are paid for hours worked and do not receive paid sick leave.

Eligible employees can request the use of paid sick leave after successfully completing their 90 day introductory period and time off may be taken in one (1) hour increments. An eligible employee may use sick leave benefits for an absence due to his or her own illness or injury, or that of a child, parent, or spouse of the employee.

If you have an illness or injury that lasts more than two (2) consecutive days, you are required to submit a doctor's statement in order to receive sick days. The Firm reserves the right to require a doctor's note at any time to determine whether paid sick leave may be used.

Excessive use of sick leave (such as sick leave taken each month as soon as it is granted, consistent patterns of sick days taken on Fridays and Mondays, etc.) may result in corrective action up to and including termination of employment.

Pay will be calculated based on the employee's regular rate of pay and normal work schedule.

*Note: Unused paid sick leave may not be carried over into the next calendar year, and will not be paid out at the time of termination.*

### *Vacation*

You may earn paid vacation as described below:

Regular full-time employees who have successfully completed their 90 day introductory period will receive five (5) days of paid vacation granted on January 1<sup>st</sup> each year unless otherwise defined below:

1. Regular full-time employees who successfully complete their 90 day introductory period between January 1<sup>st</sup> and June 30<sup>th</sup> will be granted two and one-half (2.5) days on July 1<sup>st</sup> of the same year. Effective January 1<sup>st</sup> of the following calendar year, the eligible employee will receive five (5) days.
2. Regular full-time employees who successfully complete their introductory period of employment between July 1<sup>st</sup> and December 31<sup>st</sup> will be granted five (5) days on January 1<sup>st</sup> of the following calendar year.

3. Regular full-time employees who have completed five (5) years of continuous service as of January 1<sup>st</sup> will receive ten (10) days of paid vacation for each calendar year.

Part-time, temporary and seasonal employees are paid for hours worked and do not receive paid vacation.

*Use of Vacations:*

Eligible employees may request the use of paid vacation after successfully completing their 90 day introductory period of employment and it may be taken in 1/2 day increments and no more than one (1) week at any one time.

You must inform your manager of your vacation request at least thirty (30) days before you want to start taking time off. Please indicate your vacation preferences as early in the year as possible. The Owner must give final approval for all vacations.

Your vacation is intended to enhance your health and welfare. Take vacation days in a way which meets both your needs, as well as the needs of Firm and fellow employees.

The Owner will grant vacations at times suitable to the operation of the Firm. When the work schedule requires, the Owner has the right to postpone or cancel vacations. Cancelled vacations may be taken at a later date as approved by the Owner.

A company holiday which falls within your vacation period does not count as part of your vacation allowance.

*Note: Unused paid vacation may not be carried over into the next calendar year. Unused paid vacation will only be paid out at the time of voluntary termination of employment with a minimum two-week written notice on a pro-rated annual calendar basis. The annual amount of vacation will be adjusted by the actual number of full months served in employment minus any vacation taken year-to-date.*

## Leave of Absence

You may be granted a leave of absence to preserve credited service to the Firm, provided you report to work at the expiration of the approved period of absence and a position for which you are qualified is available. You must request a leave of absence in writing. Your case will be considered based on your needs, as well as the needs of the Firm.

Health insurance benefits may be continued subject to the terms, conditions and limitations of the applicable plans. Medical coverage will continue on the same terms and conditions as if you were still at work. The Firm has the right to require full or partial payment for medical coverage where appropriate. Before leaving on an approved leave of absence you must make arrangements with the Owner to make sure that your benefit coverage does not lapse.

If you fail to report to work following the end of the approved leave period and do not call or show up for two consecutively scheduled work days, the Owner will assume you have voluntarily separated from your employment.

*Note: Where applicable laws offer more protection or benefits to employees, the protection or benefits provided by such law will apply.*

### *Medical Leave*

You may be granted a medical leave of absence without pay, unless you work in a temporary position.

You may request up to a maximum of six (6) weeks of medical leave based on your doctor's instructions. Make your request to the Owner at least 30 days in advance of foreseeable events. For unforeseeable events request should be made within two business days of learning of the need for medical leave.

When requesting medical leave, you are required to provide the Owner with a doctor's note that includes the reason for medical leave along with the estimated amount of time off needed. The Owner has the option to approve or disapprove the request, based on the needs of the Firm and applicable laws. If approved, you are required to first use any available paid sick leave, then available paid vacation while on a medical leave of absence. Once paid leave has been exhausted, you will begin an unpaid leave of absence.

While on a medical leave, you are required to provide the Owner with status reports of your condition, and at least two weeks prior notice of the date of your intention to return to work. When returning from medical leave, you must submit a doctor's note of verification of your fitness to return to work.

*Note: You may not be guaranteed a specific position with the Firm upon your return unless otherwise guided by law.*

### *Personal Leave*

You may be granted a personal leave of absence without pay, unless you work in a temporary or Intern position.

If you are eligible and have completed one year of service, you may request up to 30 days personal leave. Make the request in writing to the Owner at least 30 days in advance of foreseeable events and as soon as possible for unforeseeable events. The Owner has the option to approve or disapprove the request based on the needs of the firm.

*Note: You are required to first use any available paid vacation before taking unpaid personal leave.*



### *Military Leave*

You may be granted a military leave of absence without pay to undertake military service (drills, training or active duty) or certain types of service in the National Disaster Medical System. You may use any available paid vacation for the absence and you're required to adhere to the following guidelines in order to be reinstated:

- You (or an appropriate officer in the uniformed service in which your military service is performed) must give advance written orders or verbal notice of the military duty.
- The cumulative length of all periods of military service must not exceed five years during your term of employment with the Firm.
- You must report to work when required after the period of military service ends.

The timeframe under which a returning employee must report to work may vary based on the length of the military leave.

You will return to the same position or, if the military service exceeds 90 days, you will be given a position with equivalent status and pay. If you are unqualified for that position, you will return to the position held when the military leave commenced.

You will have the same number of years of service with the Firm that you had when your military service commenced, plus additional years of service, rights and benefits you would have attained if you had been continuously employed.

We will make reasonable efforts to accommodate and to train you on new equipment or techniques or to refresh skills not used during the service. In circumstances when the Firm has experienced so much change that reinstating you will impose an undue hardship, or if any accommodation, training or effort required for reemployment will impose an undue hardship for the Firm, you may not be reinstated.

If you participate in the Firm's benefit plans, you may continue health care coverage for up to 24 months from the date your military leave begins.

*Note: Our benefit plans are not required to cover injuries or illness that are attributable to military service—those will be covered by the uniformed service.*

## Casualty Insurance

### *Auto Insurance Requirements*

The Firm may elect to pay you an auto allowance or reimburse you on a per-mile basis for the use of your personal vehicle for Firm business. In these instances, the Firm requires you to maintain a good driving record and be adequately insured.

You must have the minimum coverage listed below and any additional coverage required by state law:

Bodily Injury	\$100,000 per person
	\$300,000 per accident
Property Damage	\$100,000 per accident
- or -	
\$500,000	combined single limit for
bodily injury and property damage.	

Proof of insurance coverage may be requested from you if you receive auto allowances or mileage reimbursements. The information will be included in your personnel file. The Firm also reserves the right to periodically request reports from the Department of Motor Vehicles (DMV) for any driver. If the DMV report reveals any of the following within a three-year period, you may lose the ability to drive for business purposes:

- Three moving violations
- Three accidents
- Three combinations of moving violations, accidents
- One conviction of driving while under the influence of alcohol or drugs

Note: If you are involved in an auto accident while on Firm business, please notify the Owner immediately. The Firm reserves the right to require a post-accident drug and alcohol screening. The Owner or designee will report the auto claim and workers' compensation claim with the carrier. The carrier will determine if the claims fall under our insurance policy coverage.

### *Workers' Compensation Insurance*

The Firm provides a comprehensive workers' compensation insurance program at no cost to employees. This program covers any illness or injury arising out of, and in the course of employment. Subject to applicable legal requirements, workers' compensation insurance may provide partial compensation of lost work hours.

### *When to Report a Claim:*

You MUST report any of the following to the Owner immediately:

- If you have a job related accident, and/or have a job related illness or injury;
- You have knowledge of and/or witnessed a job related accident, illness or injury

*Note: Even if there is no medical attention required, a job related accident, illness or injury must be reported to the Owner. The carrier is responsible for determination of whether or not the claim will be approved. In all instances, you may be required to submit to a drug test.*

## Safety

### General Safety

The Firm believes injuries, illness and accidents are preventable through the establishment of and compliance with safe work practices. It is the policy of the Firm to maintain safe working conditions, and to establish and insist upon safe methods and work practices.

All employees have a responsibility to themselves and to the Firm for their own safety and that of their co-workers.

Employees are required to follow the Firm's safety policies and to work in a safe manner at all times. In addition, all employees are required to:

- Comply with all federal, state, local rules and regulations and acceptable medical practices relevant to their safe work practices.
- Observe all Firm rules, regulations and procedures related to the efficient and safe performance of their work.
- Integrate safety into each job function and live by this philosophy in the performance of job duties.
- Report or correct unsafe equipment and practices to the Owner immediately.

Also, refer to your Employee Handbook for the following:

- **Drug Policy** – It is our intent and obligation to provide a drug-free, healthful, safe and secure work environment. The unlawful manufacturing, distribution, dispensation, possession, or use of a controlled substance on or off Firm premises while conducting Firm business is absolutely prohibited.
- **No Smoking Policy** – Smoking is not allowed within 25 feet of any building entrance, exit door, or wheelchair ramp, or within any office space and/or Firm vehicle.
- **Policy Against Retaliation** – It is illegal and against the policies of the Firm for any employee to attempt to retaliate against an employee.
- **Policy Against Harassment** – It is illegal and against the policies of the Firm for any employee, male or female, to harass another employee.
- **No Weapons Policy** – In an effort to maintain a safe work environment for employees, the Firm has established guidelines for any employee who intends to carry any form of concealed weapon on the premise.

### Vehicle Safety

All employees who operate personal vehicles on Firm business are expected to drive in a safe manner observing all traffic laws and driving with courtesy to other drivers, pedestrians and the public.

## Standards of Conduct

To ensure orderly operations and provide the best possible work environment, the Firm expects employees to follow standards of conduct that protect the interests and safety of all employees, clients and the public.

Violations of our standards may result in one or more of the following forms of corrective action:

- Verbal warning
- Written warning
- Termination of Employment

There should be no expectation that the least severe action will be the first action taken for any case or the following action will be the next most severe form of corrective action. In arriving at a decision for proper corrective action, the following will be considered:

- The seriousness of the infraction
- The past record of the employee
- The facts and circumstances surrounding the matter

Although it is impossible to list all forms of behavior considered unacceptable in the workplace, the following are examples of infractions of rules of conduct which may result in corrective action up to and including termination from employment.

- Falsification and/or misrepresentation of any Firm documents/records, such as but not limited to employment applications, time records, and firm records.
- Unauthorized disclosure of confidential information.
- Theft, fraud, gambling, carrying weapons or explosives, or violation of criminal laws while conducting Firm business on or off Firm property.
- Threatening, intimidating, coercing, using abusive language, gossiping, harassing or otherwise interfering with the performance of fellow employees including, but not limited to electronic communications.
- Insubordination or refusal to comply with instructions or failure to perform reasonable duties to which assigned.
- Failure to report to work, without having given proper notification.
- Excessive absenteeism and/or tardiness.
- Misuse or mistreatment of Firm property such as but not limited to equipment, computers, facilities and/or Firm information.
- Unauthorized receipt, distribution or storage of inappropriate messages via telephone, mail system, including electronic mail systems, the internet, intranet or other Firm-owned equipment or software.
- Inappropriate participation in or storage of data from internet chat rooms, message boards, newsgroups or other internet communications concerning Firm business, policies and procedures or employees (past and current).
- Use, possession, sale, purchase or being under the influence of illegal drugs or other intoxicants at any time while working on Firm premises or while representing the Firm off premises.
- Unsatisfactory performance or conduct.
- Acceptance of any form of a business gift and/or gratuity unless otherwise approved by the Owner.

Additional standards of conduct are described in detail in the following sections.

### *Attendance Standards*

If you are unable to report for work for any reason, you must notify your manager no later than 9:00am on each business day that you will not be available for work. The Firm reserves the right to require a doctor's release when you return to work following an illness. If you arrive after your scheduled time you will be considered tardy.

### *Absence Without Notice*

In order for us to operate our business effectively, The Firm requires that you keep your manager informed of your status when you are off work due to illness or an accident. If you fail to notify your manager after two consecutive days' absence, the Firm will presume you have voluntarily separated from your employment and you will be removed from the payroll. If you must leave work for any reason before the end of the day, you must notify your manager.

### *Cellular Phone and Personal Digital Assistance Policy*

Unless your cell phone or PDA is used expressly for business purposes you will be asked to not use it for personal reasons during business hours. It is the responsibility of the employee to inform family or friends of what number to call in case of an emergency, and in case the employee is not reachable on their cell phone or PDA device. Disruptive ringers that can be overheard by clients or employees must be turned off during business hours. Firm provided cellular phones and/or other mobile devices are for business purposes only.

### *Use of cell phones and PDAs with photo feature:*

You are prohibited from using cell phones and PDAs with photo feature in restricted-access areas and where privacy would be expected (such as restrooms). The Firm also prohibits unauthorized transmission of confidential Firm information via the photo feature.

### *Use of cell phones or PDAs while driving:*

You are prohibited from using a cell phone or PDA while driving a vehicle. For your safety and the safety of others, you should pull off the road before taking or making a call, retrieving or sending messages and reading or responding to emails. With the exception of School Zones and, or as otherwise guided by law, local ordinance or safety rules, "hands-free" equipment may be used for cell phone calls as approved by the Owner.

### *No Smoking Policy*

The Firm respects the rights of both nonsmokers and smokers. When these rights conflict, management and Firm employees should endeavor to find a reasonable accommodation. When such accommodation is not possible, the rights of the nonsmoker will prevail.

*Note: All employees should adhere to local, state and other regulations regarding smoking in public & other facilities while conducting business on behalf of the Firm.*

### *No Weapons Policy*

The Firm is committed to ensuring the safety of its employees, clients, visitors, and the public. Firm policy prohibits the possession of prohibited weapons on Firm property and/or while conducting Firm business unless otherwise guided by local, state or federal law.

- Firm property is defined as, but not limited to Firm facilities, vehicles and equipment, whether leased or owned by the Firm or its clients;

- Firm business is defined as any act connected with the legal course of business
- Prohibited weapons include any form of weapon or explosive restricted under local, state or federal law. This includes unlawful firearms, illegal knives or other weapons covered by the law (legal, chemical-dispensing devices such as pepper sprays that are sold commercially for personal protection are not covered by this policy)

The possession of prohibited weapons on Firm property may be cause for discipline including immediate termination of employment.

It is not the intent of the Firm to obstruct the rights of individuals with regard to applicable local, state or federal law. It is the Firm's intent to exercise reasonable legal control of the workplace and its business practices to safeguard all stakeholders.

#### Legal Firearms in Private Vehicles

This policy is not intended to prevent employees from transporting or storing legal firearms in their locked, private vehicles while parked on or in the Firm's designated parking area. The right to carry legal firearms under state law does not extend beyond "parking" areas.

Employees conducting business on the Firm's behalf in private vehicles are fully responsible for doing so lawfully and must observe all legal exemptions under local, state or federal law including, but not limited to the following:

1. School districts, open-enrollment charter schools, and private schools.
2. Vehicles owned or leased by the "Firm" and used by an employee to perform his or her job.
3. Property Owned or leased pursuant to a mineral lease that prohibits the possession of firearms on the property.
4. Property owned or leased by a chemical manufacturer or oil and gas refinery that is permitted under the Texas Clean Air Act, the primary purpose of which is the manufacture, use, storage, or transportation of hazardous, combustible, or explosive materials. Employees who hold a CHL may store legal firearms as defined under local, state or federal law in or on a Firm/Client provided parking area that is (i) Outside of a secured and restricted area that contains the physical plant; (ii) Not open to the general public; (iii) Under constant monitoring by licensed security personnel.

Note – Local, state federal laws are subject to change. It is the responsibility of the employee to ensure full legal compliance with all such laws.

If you have a question about whether an item is considered a prohibited weapon under this policy, please check with the Owner. You are expected to verify ahead of time an item is not defined as a prohibited weapon under this policy and/or illegal under local, state or federal law before having it in your possession while on duty or otherwise. You will be held responsible if it is a prohibited item.

This policy applies to all employees, contract and temporary employees, and visitors on Firm property including clients and vendors.

#### *Off the Clock Work Policy*

The Firm is committed to compensating every employee for the work they perform. It is against Firm policy for any non-exempt employee to perform work without being paid. It is a violation of the law and Firm policy to work off the clock,

or for a manager to request that a non-exempt employee work off the clock. If a violation is reported, a prompt and thorough investigation will be completed and corrective action will be taken when necessary. While non-exempt employees who work off the clock will be paid for the time they worked, appropriate corrective action may be issued if such time was not approved by the Firm. It is the responsibility of each manager to ensure non-exempt employees are properly and accurately compensated for all working time.

### *Recording Hours Worked*

All non-exempt employees must maintain an appropriate record of all time worked for submission to the Firm for payment. Non-exempt employees are required to sign in prior to commencing work, sign out during bona-fide meal periods and at the end of their scheduled shift when no longer performing work for the Firm. Any time worked which is not recorded should be reported to your manager during the work week in which it was worked. All time worked by a non-exempt employee for or on behalf of the Firm will be compensated at the employee's regular rate of pay or overtime, whichever is applicable.

### *Unscheduled Work*

Unscheduled work is work done before, or after a non-exempt employee's regularly scheduled work times or before or after the employee signs in/out. A non-exempt employee should not work unscheduled time unless his or her manager authorizes the non-exempt employee to perform unscheduled work AND the time is recorded on the employee's time-sheet. Other limited situations may arise when the non-exempt employee may need to perform unscheduled work without prior manager authorization. In those situations, the non-exempt employee must keep track of all time worked and immediately report it to a manager.

### *Violations of Policy*

A non-exempt employee who performs work without properly recording his or her time, which results in non-payment of wages, is in violation of this policy and may be subject to corrective action, up to and including termination of employment. Managers are prohibited from requesting or requiring a non-exempt employee to work for, or on behalf of the Firm without appropriate compensation. Any manager who requests or requires a non-exempt employee to work off the clock, or has knowledge that a non-exempt employee is performing or has performed work without being paid and has not taken sufficient corrective action is in violation of this policy. Corrective action up to and including termination of employment may result.

Any non-exempt employee requested or encouraged to work off the clock by any manager should immediately report to the Owner. It is the obligation of every non-exempt employee to comply with this policy and promptly report any actual or reasonably suspected violation of this policy to the Owner. All reports will be promptly and thoroughly investigated. Employees found to have violated this policy are subject to corrective action up to and including termination of employment.

Information regarding reporting violations or potential violations of this policy will remain confidential. Retaliation, in any form, against an employee for reporting a violation or potential violation of this policy will not be tolerated and may result in corrective action up to and including termination of employment.

### *Outside Employment*

Outside employment is strongly discouraged, but may be authorized by the Owner. If outside employment interferes with your job performance or efficiency or in any way harms the business or reputation of the Firm, you will be requested to make a choice between the two. Outside employment that constitutes a conflict of interest is prohibited.

### *Personal Appearance*

Your appearance should project an appropriate image for conducting business. Employees are expected to wear business casual attire unless notified otherwise; Jeans are not permitted. Any variances from the dress code require prior approval from the Owner.

We may request that you wear professional business attire for business meetings with clients, vendors and other functions and/or events.

You should utilize good judgment in determining your dress and appearance. Facial piercing, excessive ear piercing and body piercing may be deemed inappropriate. If this is the case, you will be asked to remove this type of jewelry during business hours. Permanent tattoos that are visible are deemed inappropriate. In this case, the employee will be asked to conceal the tattoos.

If you are inappropriately dressed, you may be sent home by any manager and directed to return in proper attire. Non-exempt employees will not be compensated for the time away from work. Other corrective action will be taken as needed, up to and including termination of employment for continually inappropriate dress.

### *Social Media Policy*

The Firm understands some employees will access Internet blogs, public forums, social networking sites, wikis, virtual worlds, web videos, podcasts, and similar venues (collectively called "social media"). These sites can provide a positive interchange of ideas, information and entertainment. At the same time, the Firm's interests and those of its employees can, in some circumstances, be compromised by the inappropriate uses of these media.

Accordingly, the following policy applies to all social media use and serves as a guideline for engaging safely and responsibly in this environment. This policy is to be kept in mind regardless of whether an employee maintains or posts information to a social media site after business hours or on non-Firm equipment.

The Firm reserves the right to require an employee to stop maintaining or posting to any social media site containing content in any way associated with Absolutely! Focus Media which the Firm deems inappropriate, unless otherwise identified as Protected Concerted Activity. Failure to comply with any part of this policy may result in corrective action including termination of employment.

### *Note:*

Absolutely! Focus Media, Social Media Guidelines:

- Know and follow the Firm Code of Business Conduct and Ethics.
- Identify yourself on all social media sites using your correct name; Consider FTC guidelines.
- State in the social media sites that all views expressed are yours and have not been reviewed or approved by the Firm.



The following actions are permitted only with the express prior written permission of the Owner:

- Maintaining or posting social media content that implies Absolutely! Focus Media sponsorship or support by the Firm.
- Using the Firm's time, facilities, resources or supplies to maintain or post content to social media.
- Maintaining or posting any logos or trademarks of Absolutely! Focus Media or related entities on social media sites.

The following actions are considered unsafe or irresponsible use of social media and are not permitted:

- Maintaining or posting social media content that disparages or defames Absolutely! Focus Media, its employees or its clients, unless otherwise considered Protected Concerted Activity.
- Maintaining or posting social media content that contains sexual or violent content or implications.
- Maintaining or posting social media content that supports a competitor of the Firm or its related entities or that otherwise conflict with an employee's duties to the Firm.
- Disclosing any trade secrets, insider information or other confidential or proprietary information of the Firm.
- Violating Firm Code of Conduct and Business Ethics.
- Disclosing confidential information of the Firm's clients or employees.
- Using the Firm's name or that of any employees in any negative, defamatory or derogatory maliciously false way on any social media sites.

Employee social media sites or postings to social media sites may not contain any content that:

- Violates any laws including those pertaining to intellectual property.
- Infringes on any third-party rights (including intellectual property rights).
- Reveals any confidential employer or client information.
- Violates any policies, rules, standards or requirements applicable to the Firm.

It is not the intent of The Firm, to restrict the rights of employees under the NLRB Act and/or, but not limited to any other applicable laws. It is not the intent of the Firm to unnecessarily monitor, participate in unlawful "surveillance" and/or, but not limited to restricting an employee's right to band together to address employment concerns and/or any other Protected Concerted Activity. If at any time you feel your rights are being violated you should contact the Owner immediately.

Note: Members of management and/or such designees acting on behalf of the Firm shall not participate in the unlawful "surveillance" of protected employee activities, including Protected Concerted Activity, or to create the impression of surveillance. Any concerns of inappropriate posts or communications viewed in the public domain should be reported to the Owner immediately to ensure the appropriate action based on all the facts available.

### *Solicitation*

The Firm recognizes you may have interests in events and organizations outside of the workplace. However, employees may not solicit or distribute literature concerning these activities during business hours without Owner approval including Firm bulletin boards.

### *Media and Press Release Procedures*

In maintaining a single point of contact, we can ensure we maintain strong media relationships and ensure all statements made by Firm employees are done so with complete knowledge and consistent messaging. The Owner or designee shall be the sole spokesperson on all business matters.

### *Substance Abuse and Testing Policy*

You must arrive at work on time and in appropriate mental and physical condition for work. It is our intent and obligation to provide a drug-free, healthful, safe and secure work environment.

The unlawful manufacturing, distribution, dispensation, possession or use of a controlled substance on Firm premises or while conducting Firm business off Firm premises is absolutely prohibited. Violations of this policy will result in corrective action, up to and including termination of employment, and may have other legal consequences.

Employees may be subject to random drug testing or to a required drug test as a result of reasonable suspicion.

The Firm recognizes substance dependency as an illness and a major health problem. The Firm also recognizes substance abuse as a potential health, safety and security problem. Employees needing help in dealing with such problems are encouraged to seek proper counseling.

Employees must, as a condition of continued employment, abide by the terms of the Firm's policy.

*Note: Employees must report any illegal drug related convictions, and/or, but not limited to any other criminal convictions to the Owner of the Firm within five (5) calendar days of the conviction. A criminal conviction does not automatically result in termination of employment. All facts will be considered including the nature of the conviction and requirements of the job position.*

## Information Security and Computer Usage

### *Purpose*

The availability, integrity, and confidentiality of computerized information are critical to the success of any Firm. This document establishes the Firm's policy and standards for protecting all computerized communications, data, and information at the Firm.

### *Applies To*

This policy applies to all Firm employees and anyone accessing the Firm Network (any network owned by or operated on behalf of the Firm). Each individual is responsible for implementing the standards defined in this policy.

### *Policy*

All communications, data, and information that are created on, received through, or sent over Firm information resources are the property of the Firm and must be protected, commensurate with their value and sensitivity to disclosure, at all times according to the standards of behavior defined in this document.

All material of a proprietary or sensitive nature (confidential information) must be password protected or encrypted when transmitted via the Internet. All confidential information must be disposed of by being shredded or by other methods defined in this document.

### *Definitions*

This list defines terms used within this document:

- Computerized Information—any data or information stored or transmitted in electronic form, regardless of format.
- Information Resources—any of the following items used to process computerized information:
- Hardware—all computers, fax machines, telephones, network communication devices, communication wiring, etc.
- Media—all computer diskettes, hard drives, compact disks, tapes, USB drives, memory cards, etc.
- Software—any executable electronic code, ranging from large e-mail systems to small word processing macros.
- Users—all individuals covered under the scope of this policy.
- Confidential Information—any information produced by or in the possession of the Firm that contains the following:
  - Client Information— Private Information or otherwise.
  - Competitive Data—proprietary financial information, business plans, pricing.
  - Legally Sensitive Data—personnel information, legal investigations, or pending lawsuits.
  - Technology Data—specific system architecture information, IP addresses, or any password information.

### *Personal Use of Information Systems*

Employees who utilize the Firm information resources should always practice proper network etiquette. Firm information resources are intended only for business purposes; however, incidental personal use of these systems is permissible if approved by your manager.

Any personal use:

- Must not consume more than a minimal amount of bandwidth which may otherwise be used for business purposes.
- Must not interfere with worker productivity.
- Must not preempt any business activity.
- Must not intentionally interfere with the normal operation of the network (including the propagation of computer viruses and sustained high volume network traffic).
- Must not be associated with any outside business activity.
- Must not be a potential embarrassment to the Firm.

### *Protection of Computerized Information*

Firm computerized information must be protected as follows, regardless of its location:

- Confidential information must not be disclosed to anyone without an authorized business need for access.
- Printed documents and computer media containing confidential information must be secured by lock and key overnight.
- All computer accounts on Firm systems must be protected by a password.
- All computers must be logged off or password locked when unattended.
- Conversations including sensitive information should be held in enclosed private areas.
- Confidential information must reside in protected directories while stored on any hardware device.
- Portable computing devices, such as laptops or palm organizers, must remain under personal control when not secured by a locking device.
- Virus detection software must be installed on all computing devices and remain up to date.
- Critical files must be backed up on a routine basis to a network directory or to removable media, such as a compact disk or tape.
- Confidential information must be disposed of when no longer needed to support operations or meet state legal or tax requirements. (Printed documents must be shredded and computer media wiped prior to discarding)
- Software products such as WinZip, Microsoft Word, or Excel contain password protection features. Confidential information should be placed into a file using one of these applications, or another application with password protection features, and password protected before being transmitted.

### *Ownership of Information and Resources*

All communication, data, and information created on, received through, or sent over Firm information resources (including the Intranet/Internet, computer-based information/services, cloud technology, e-mail, and messaging systems) are the property of the Firm. The Firm reserves the right to determine the suitability of any of this information. Users have no right, title, interest, or Ownership of such information nor do they have any expectations of privacy or confidentiality on any Firm information system.

Users may be issued various items, such as computers or credit cards to facilitate the performance of their duties. These items are the property of the Firm and are to be returned immediately upon the employee's termination of contract or employment.

### *Conditions of Use*

Use of the Firm information resources must always comply with state and federal law and all Firm policies. Information provided below may not be construed as an exhaustive list of prohibited activities—if in doubt, contact the Owner. Users of Firm information resources:

- May not use Firm equipment or other resources for any purpose other than those authorized by the Owner identified by the Firm as being appropriate.
- May not knowingly use the Intranet/Internet, e-mail, or instant messaging (IM) to create, view, post, send, store, or receive any material that is inappropriate, indecent, offensive, hateful, vulgar, obscene, profane, defamatory, harassing, infringing, intimidating, discriminatory, or which is intended to annoy, harass, or intimidate another person.
- May not transmit any unauthorized advertising, “junk mail,” “spam,” “chain letters,” or “pyramid schemes” or any material that contains software viruses or any other computer code designed to interrupt, overload, destroy, or limit the functionality of any software, hardware, or equipment.
- May not falsify or delete any author attributions, legal or other proper notices, or proprietary designations of the origin or source of software or other material.
- May not use Firm resources to solicit non-Firm business for personal gain or profit (including the selling of products) or engage in commercial activities other than those expressly permitted by the Owner.
- May not conduct the Firm business using third-party Internet, email, or IM utilities. Firm business must be conducted using Firm approved and provided communication solutions.
- May not send, receive, reveal, publicize, or otherwise transmit commercial software, copyrighted materials of any kind, trade secrets, proprietary information, or similar materials without prior approval from the Owner.
- May not impersonate any person or entity, including, but not limited to, a Firm employee or the Owner, or falsely state or otherwise misrepresent an affiliation with a person or entity.
- May not examine, alter, or use another person's files, output, or user names or identifiers without explicit authorization.
- May not express or further individual personal opinions or political philosophies or represent personal opinions as those of the Firm or purport to represent the Firm without explicit authorization, or represent themselves in any way other than honestly, accurately, and completely while participating in chats or newsgroups or when setting up accounts on outside computer systems.
- May not obtain, or attempt to obtain access to another Firm's systems, or data without proper authorization.
- May not attempt to, or successfully alter, destroy, remove, add, or connect to Firm resources without proper authorization.

### *Unauthorized Software*

Any software application developed outside of the Firm must be approved by the Owner before it can be loaded onto any Firm-owned equipment.

### *Confidentiality Disclosures*

Internal or external correspondence via e-mail is not guaranteed to be private; therefore, the Firm recommends the use of confidentiality disclosures for all e-mail messages.

### *Monitoring and Examination of Information*

The Firm business systems are considered private and not for public forum; therefore, guarantees of free speech under the First Amendment may not apply. At any time and without prior notice, management reserves the right to access and monitor all communications and electronic files and to divulge this information to law enforcement officials and regulatory agencies as required by state and federal regulations.

### *Reporting Violations*

Employees who are aware of violations to this policy must report the violation directly to the Owner.

### *Violations of Policy*

Failure to adhere to all requirements stipulated in this policy and all related documents may result in corrective action, up to and including termination of employment.

## **Code of Business Conduct and Ethics**

Operating with a strong sense of integrity is critical to maintaining trust and credibility. Our Code embodies such rules regarding individual and peer responsibilities, as well as responsibilities to our clients, employees, stakeholders and the public. This includes:

- Prohibiting conflicts of interest (including protecting Firm opportunities).
- Protecting the Firm's confidential and proprietary information and that of our customers.
- Treating the Firm's clients, employees, stakeholders and competitors fairly.
- Protection and proper use of Firm assets.
- Compliance with laws, rules and regulations.
- Encouraging the reporting of any unlawful or unethical behavior.

It is not possible to formulate in advance an all-inclusive set of guidelines regarding appropriate business conduct. The examples shown below provide guidelines for certain types of situations. Specific questions regarding situations which are not covered by this Code of Business Conduct and Ethics ("Code") will be answered on a case-by-case basis with the Owner as they arise and may be addressed in other publications provided by the Firm.

### *Overview of Business Ethics*

This Code outlines the broad principles of legal and ethical business conduct embraced by the Firm. It is not a complete list of legal or ethical questions an Employee might face in the course of business and, therefore, this Code must be applied using common sense and good judgment. Additionally, under certain circumstances, local country law may establish requirements that differ from this Code. The Firm's employees are expected to comply with all local country laws and Firm policies.

It is essential that we all be aware of possible violations of the Firm's business ethics – whether these violations occur in dealings with the government or the private sector, and whether they occur because of oversight or intention. Employees should discuss any concerns about this Code with the Owner.

### *Conflicts of Interest*

Employees are expected to make or participate in business decisions and to take action in the course of their service to the Firm based on the best interests of the Firm as a whole, and not based on personal relationships or benefits. If an Employee's personal affairs create a conflict of interest, a potential conflict of interest, or the appearance of a conflict of interest, the Firm requires a full and timely disclosure of the facts and circumstances.

Any Employee who has a question as to whether an existing or potential conflict of interest exists should immediately contact the Owner to report all the pertinent facts and to request an opinion with respect to the question.

Set forth below is specific guidance for some areas of potential conflict of interest that require special attention.

### *Relationship with Competitors*

An Employee should not have any significant financial interest in a competitor of the Firm.

### *Interest in Other Businesses*

Employees must avoid any direct or indirect financial relationship with other businesses that could cause divided loyalty. While employed by the Firm, employees must receive written permission from the Owner before beginning (i) any employment, business or consulting relationship with another firm or related business; (ii) any business or consulting arrangement with a supplier or other service provider to the Owner; or, (iii) any investment in a supplier or service provider. Investment in a client of the Owner that does not require active participation of the Employee is permissible.

### Activities that would be a conflict include as examples the following:

The employee's participation in a business that could interfere with the employee's ability to devote proper time and attention to his or her employment with Absolutely! Focus Media by taking away the employee's talents and creative energy from the Firm.

### *Non-Business Activities*

Participation in the activities of a trade association, professional society, charitable institution or governmental institution on a non-compensated basis or holding a part-time public office (with or without compensation) will not generally create a conflict. However, employees should be sensitive to possible conflicts with the Firm's business interests if, for instance, the association takes a position adverse to the Firm's business relationships. An employee should consult with the Owner if such participation involves a substantial commitment of time.

### *Personal Relationships Policy*

The Firm reserves the right to take prompt and immediate action if an actual or potential conflict of interest arises due to employees allowing personal relationships with each other to progress beyond platonic friendships.

Individuals in managerial positions or other influential roles are subject to more stringent requirements under this policy due to their status as role models, their access to sensitive information and their ability to influence others. If such a personal relationship occurs, it is the responsibility and obligation of the employee(s) involved to disclose the existence of the relationship to the Owner.

The Firm may take action, including but not limited to, changing one or both parties' reporting structure or termination of employment of one or both parties involved.

*Note: The provisions of this policy apply regardless of the sexual orientation of the parties involved or the marital status of the parties involved.*

### *Personal Use of Firm Property and Firm Information*

An Employee shall not:

- Use or divert any Firm property, including the services of other employees, for his or her own advantage or benefit or to compete with the Firm. All Firm assets should be used for legitimate business purposes.
- Use Firm letterhead paper when writing letters on personal or other matters not directly related to the Firm's business, except for use of Firm letterhead for civic and charitable causes that enhance the Firm's reputation in the community.



## *Social Media*

Employee social media sites or postings to social media sites may not contain any content that:

- Violates any laws including laws pertaining to intellectual property; or
- Infringes on any third-party rights (including intellectual property rights); or,
- Reveals any employer or firm information; or
- Violates any policies, rules, standards or requirements applicable to the Firm or its related entities.

It is not the intent of The Firm to restrict the rights of employees under NLRB Act and/or, but not limited to any other applicable laws. It is not the intent of the Firm's to unnecessarily monitor, participate in unlawful "surveillance" and/or, but not limited to restricting an employee's right to band together to address employment concerns and/or any other Protected Concerted Activity. If at any time you feel your rights are being violated you should contact the Owner immediately.

## *Laws, Regulations and Government Related Activities*

Violations of governing laws and regulations are unethical and subject the Firm to significant risk in the form of fines, penalties and damaged reputation. It is expected that each employee will comply with applicable laws, regulations and Firm policies.

## *Privacy Laws and Policies*

### *Privacy of Customer Information and Data Protection*

One of our most important assets is our customers' trust. Keeping customer information secure and using it appropriately is therefore a top priority for all of us at the Firm. Employees must safeguard any confidential information our customers share their information with us. Employees must also ensure that they use customer information only for the reasons for which the information was gathered, unless further use is allowed by law. The Firm has in place privacy principles that detail our specific commitments to clients, and processes that define, document, monitor and manage the security of information.

### *Privacy of Employee Information*

The Firm recognizes and protects the privacy and confidentiality of employee medical and personnel records. Such records must not be shared or discussed outside the Firm, except as authorized by the employee or as required by law, rule, regulations or a subpoena or order issued by a court of competent jurisdiction or requested by a judicial or administrative or legislative body. Requests for such records from anyone outside the Firm under any other circumstances must be approved by the Owner.

## *Confidential Information*

All information pertaining to the Firm's business is confidential, proprietary and a protectable trade secret, except to the extent that the Firm has made such information public, such as through advertising, a press release or a publicly-filed report.

Unauthorized disclosure of any confidential information is prohibited. Confidential information is only provided to employees for their confidential use in performing job responsibilities. Sharing this information (including, but not limited to, reports, copies of reports, any form of written summary of any kind, verbal disclosures or pictures) inside or outside of the Firm in any unauthorized way is strictly prohibited. Confidential information includes, but is not limited to, client

lists & employee lists, compensation information, bonus plans and proprietary business programs, processes and software, and other conversations of a sensitive manner.

Compliance with this policy requires that each employee exercise care to reduce the likelihood of unauthorized disclosures of confidential information, especially related in any way to our clients.

Documents should be properly safeguarded at all times. No employee should attempt to obtain confidential information which does not relate to his or her employment duties. Employees should treat all nonpublic Firm information as confidential both during and after their employment.

### *Reporting of Violations*

Employees are encouraged to talk to the Owner when in doubt about the best course of action in a particular situation.

The making of a report does not mean a violation has occurred. The Firm will investigate each complaint, and the subject person will be presumed not to have violated this Code unless the investigation reveals that a violation has occurred.

### *Conclusion*

Every employee is responsible for assisting the Firm in the implementation of these policies and is expected to adhere to these policies, not only in practice but also in spirit. Employees violating these policies or any other policies of the Firm are subject to corrective action up to and including termination of employment.

## Receipt and Acknowledgment

### *Employee Handbook*

I have received a copy of the Absolutely! Focus Media Employee Handbook. The handbook contains policies and regulations which I have read and understand, and agree to follow during my employment with the Firm.

Nothing in this handbook may be interpreted as a commitment for employment for any specific duration, including "lifetime" employment, nor shall be valid or binding on the Firm unless it is expressly set forth in a separate written document and signed by the employee and by the Owner of the Firm. Employment at Absolutely! Focus Media is at-will. Employment can be terminated with or without cause and with or without notice, and any time at the option of either the Firm or the employee.

The policies (except for the at-will policy) of this Firm, as contained in this employee handbook, may be changed at any time on a case-by-case basis, with or without notice. This handbook and the items contained, referred to, or mentioned herein, are not intended nor construed to constitute a contract (except for the at-will policy) of employment between the Firm and any one or all of its personnel.

\_\_\_\_\_  
Print Employee Name

\_\_\_\_\_  
Print Witness Name, Absolutely! Focus Media

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

\_\_\_\_\_  
Witness Signature

\_\_\_\_\_  
Date

\_\_\_\_\_  
Date

