



Leeward Renewable Energy (LRE) Employee Code of Conduct Policy

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Jason Allen
Approved by

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Employee Code of Conduct

Reviewed By: **Human Resources**
Approved by: **CEO**


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LRE Employee Code of Conduct

This policy has been developed to provide the Leeward Renewable Energy (LRE) staff clear direction on the values and standards expected for LRE employee conduct. The success of our business is dependent on the trust and confidence we earn from our employees, customers, and stakeholders. We gain credibility by adhering to our values, commitments, displaying honesty, acting with integrity and reaching company goals solely through honorable conduct. It is easy to *say* what we must do, but the proof is in our *actions*. Ultimately, we will be judged on what we do.

This policy applies to all LRE employees and Contractors of the LRE group, collectively referred to as **employees** through this Code.

1. Scope

When considering any action, it is wise to ask: Will this build trust and credibility for LRE? Will it help create a working environment in which LRE can succeed over the long term? Is the commitment I am making one I can follow through with? The only way we will maximize trust and credibility is by answering “yes” to those questions and by working every day to build our trust and credibility.

At LRE, we must have the courage to tackle the tough decisions and make difficult choices, secure in the knowledge that LRE is committed to doing the right thing. At times this will mean doing more than simply what the law requires. Merely because we can pursue a course of action does not mean we should do so. Although LRE’s guiding principles and values cannot address every issue or provide answers to every dilemma, they can define the spirit in which we intend to do business and should guide us in our daily conduct.

Each of us is responsible for knowing and adhering to the values and standards set forth in this Code and for raising questions if we are uncertain about company policy. If we are concerned whether the standards are being met or are aware of violations of the Code, we must contact our manager or the HR department.

2. Roles and Responsibilities

This policy originates from the Human Resources department and is approved for implementation by Becky Fisher, Chief Human Resources Officer. In accordance with the Periodic Procedure Review guidelines established in section 5, this policy will be reviewed by a member of the Human Resources team on an annual basis. This version of the LRE Employee Code of Conduct has been approved for implementation by the Chief Human Resources

Officer.

3. Code Compliance and Reporting Unethical Behavior

At LRE everyone should feel comfortable to speak his or her mind, particularly with respect to ethics concerns. Managers have a responsibility to create an open and supportive environment where employees feel comfortable raising such questions. We all benefit tremendously when employees exercise their power to prevent mistakes or wrongdoing by asking the right questions at the right times.

LRE will investigate all reported instances of questionable or unethical behavior. All parties involved with the investigation are expected to provide honest information and to keep the investigation confidential. Compromising the integrity of any investigation may result in disciplinary action up to and including termination. In every instance where improper behavior is found to have occurred, the Company will take appropriate action. We will not tolerate retaliation against employees who raise ethics concerns in good faith, even if their assertion of a violation of this Code is erroneous.

LRE's Whistleblower/Ethics Hotline policy can be found in the employee handbook on the Company's intranet.

Employees are encouraged to address such issues with their managers or the HR manager, as most issues can be resolved swiftly. If for any reason that is not possible or if an employee is not comfortable raising the issue with his or her manager, they may report it to Human Resources or the ethics hotline which can be reached by the means below.

- Website: www.lighthouse-services.com/leewardenergy
- Toll-Free Telephone: o English speaking USA and Canada: 844-420-0044
- Spanish speaking USA and Canada: 800-216-1288
- Spanish speaking Mexico: 01-800-681-5340
- French speaking Canada: 855-725-0002
- E-mail: reports@lighthouse-services.com (must include company name with report)
- Fax: (215) 689-3885 (must include company name with report)

An anonymous report should provide enough information about the incident or situation to allow the Company to investigate properly. If concerns or complaints require confidentiality, including keeping an identity anonymous, we will endeavor to protect this confidentiality, subject to applicable law, regulation, or legal proceedings.

4. Management Responsibilities

Management has the added responsibility for demonstrating, through their actions, the importance of this Code. In any business, ethical behavior does not simply happen; it is the product of clear and direct communication of behavioral expectations, modeled from the top and demonstrated by example. Again, ultimately, our actions are what matters.

To make our Code work, managers must be responsible for promptly addressing ethical questions or concerns raised by employees and for taking the appropriate steps to deal with such issues. Managers should not consider employees' ethics concerns as threats or challenges to their authority, but rather as another encouraged form of business communication. At LRE, we want the ethics dialogue to become a natural part of daily work.

5. Employment Practices

We all deserve to work in an environment where we are treated with dignity and respect. LRE is committed to creating such an environment because it brings out the full potential in each of us, which, in turn, contributes directly to our business success. We cannot afford to let anyone's talents go to waste.

LRE is an equal employment opportunity employer and is committed to providing a workplace that is free of unlawful discrimination and harassment, as more fully discussed in the Company's Harassment and Discrimination Policy. Any employee who feels that they have experienced or witnessed prohibited harassment or discrimination against should report the incident to Human Resources.

6. Compliance with Laws, Rules, and Regulations

LRE's commitment to integrity begins with complying with laws, rules and regulations where we do business. Further, each of us must have an understanding of the Company policies, laws, rules and regulations that apply to our specific roles. If we are unsure of whether a contemplated action is permitted by law or LRE policy, we should seek the advice from the resource expert. We are responsible for preventing violations of law and for speaking up if we see possible violations.

6.1 Competition

Competition among Company's suppliers is necessary to assure that we buy high- quality materials and services at the best possible prices. Be fair and impartial in your treatment of suppliers and insist that they compete for business based on our requirements.

6.2 Proprietary Information

It is important that we respect the property rights of others. We will not acquire or seek to acquire improper means of a competitor's trade secrets or other proprietary or confidential information. We will not engage in unauthorized use, copying, distribution or alteration of software or other intellectual property.

6.3 Selective Disclosure

We will not selectively disclose (whether in one-on-one or small discussions, meetings, presentations, proposals or otherwise) any material nonpublic information with respect to LRE, its shareholders and affiliates, or their respective business, operations, plans, financial condition, results of operations or any development plan. We should be particularly vigilant when making presentations or proposals to ensure that our presentations do not contain material nonpublic information. Additionally, we will not disclose any non-public information about other companies that you may receive to anyone outside the organization and will only discuss internally to the extent someone needs to know to do their job.

6.4 Health and Safety

LRE is dedicated to maintaining a healthy environment. A safety manual has been designed to educate you on safety in the workplace. If you do not have a copy of this manual, please see the Safety department.

7. Conflict of Interest

We must avoid any relationship or activity that might impair, or even appear to impair, our ability to make objective and fair decisions when performing our jobs. We owe a duty to LRE to advance its legitimate interests when the opportunity to do so arises, and to avoid conflicts of interest. A conflict of interest occurs when an individual's private interest (or the interest of a member of his or her family) interferes, or appears to interfere, with the interests of LRE.

7.1 Examples of Conflict of Interest

1. Being employed (you or a close family member) by, or acting as a consultant to, a competitor or potential competitor, supplier, or contractor, regardless of the nature of the employment, while you are employed with LRE.
2. Hiring or supervising family members or closely related persons, including those with whom the employee has a dating, romantic or sexual relationship.
3. Serving as a board member for an outside commercial company or organization without the Company's prior permission.
4. Owning or having a substantial interest in a competitor, supplier, or contractor.
5. Having a personal interest, financial interest, or potential gain in any LRE transaction.
6. Placing Company business with a firm owned or controlled by a LRE employee or his or her family.
7. Accepting gifts, discounts, favors, or services from a customer/potential customer,

competitor, or supplier, unless equally available to all LRE employees.

8. Using LRE property or information for personal gain.
9. Personally take for ourselves any opportunity that is discovered through our position with LRE.

Determining whether a conflict of interest exists is not always easy to do. Employees with a conflict-of-interest question should seek advice from management or Human Resources. Before engaging in any activity, transaction or relationship that might give rise to a conflict of interest, employees must seek review from their managers or the HR department.

8. Gifts, Gratuities and Business Courtesies

LRE is committed to competing solely on the merit of our products and services. We should avoid any actions that create a perception that favorable treatment of outside entities by LRE was sought, received or given in exchange for personal business courtesies. Business courtesies include gifts, gratuities, meals, refreshments, entertainment or other benefits from persons or companies that LRE does or may do business with. We will neither give nor accept business courtesies that constitute, or could reasonably be perceived as constituting, unfair business inducements that would violate law, regulation or policies of LRE or customers, or would cause embarrassment or reflect negatively on LRE's reputation.

9. Meals, Refreshments and Entertainment

We may accept occasional meals, refreshments, entertainment and similar business courtesies that are shared with the person who has offered to pay for the meal or entertainment, provided that:

- They are not inappropriately lavish or excessive.
- The courtesies are not frequent and do not reflect a pattern of frequent acceptance of courtesies from the same person or entity.
- The courtesy does not create the appearance of an attempt to influence business decisions, such as accepting courtesies or entertainment from a supplier whose contract is expiring in the near future.
- The employee accepting the business courtesy would not feel uncomfortable discussing the courtesy with his or her manager or co-worker or having the courtesies known by the public.

Entertainment that has a market value greater than \$250 may not be accepted unless approval is obtained from management using the LRE Gift and Event Approval and Reporting Form.



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10. Gifts

Employees may accept unsolicited gifts, other than money, that conform to the reasonable ethical practices of the marketplace, including:

- Flowers, fruit baskets and other modest presents that commemorate a special occasion.
- Gifts of nominal value, such as calendars, pens, mugs, caps and t-shirts (or other novelty, advertising or promotional items).

Generally, employees may not accept compensation, honoraria or money of any amount from entities with whom LRE does or may do business. Tangible gifts (including tickets to a sporting or entertainment event) that have a market value greater than \$250 may not be accepted unless approval is obtained from management using the LRE Gift and Event Approval and Reporting Form. Gifts with a market value above \$500.00 require approval from the CEO. Employees with questions about accepting business courtesies should talk to their managers or the HR department.

11. Periodic Procedure Review

This policy will be reviewed annually by a member of the Human Resources Team and must be approved by the team's executive within 15 months of the last review date. In addition to the annual review, the policy shall be updated within 90 following any large-scale organization changes that impact the values and goals found within this policy. All updates, regardless of timing and content, shall be documented in the Revision table found on page 2. The Periodic Policy Review table will be updated by the Policy Owner annually during the Periodic Policy Review window, not to exceed 15 months from the previous review date.