

ETHICS & CODE OF CONDUCT POLICY

NextGen CGI, LLC

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1. Purpose

The purpose of the Employee Ethics and Code of Conduct Policy is to ensure all directors, employees, and contractors behave appropriately and practice standards of professional and personal conduct that are consistent with NextGen CGI’s values and

uphold the public reputation of NextGen CGI. NextGen CGI may amend or vary this Code of Conduct, in its absolute discretion, from time to time.

2. Scope

This policy applies to all Company officers, directors, IT specialists, employees, contractors and consultants employed by NextGen CGI, LLC. It is the responsibility of all the above to familiarize themselves with this policy and ensure adequate compliance with it.

3. Policy Statement

The Code of Conduct outlines the required standard of acceptable conduct and behavior that is expected of all personnel (defined in Section 2) in the performance of their duties and interactions in the workplace. This required standard of acceptable conduct and behavior supports NextGen CGI's ability to maintain public trust and confidence in the integrity and professionalism of the services provided to customers and partners.

The Code of Conduct and the behaviors outlined within it are fundamental to NextGen CGI and governs the way in which employees are to relate to other staff, professionals, clients, visitors, and stakeholders. However, the Code of Conduct is not intended to provide a detailed and exhaustive list of what to do in every aspect of work. Instead, it represents a broad framework that will help guide conduct and behavior in the performance of duties and interactions in the workplace.

4. Responsibilities

4.1 Directors, Employees, and Contractors

- 4.1.1 Be aware of and comply with the Code of Conduct
- 4.1.2 Report behavior that may be contrary to the Code of Conduct and required standards of behavior
- 4.1.3 Demonstrate the required behaviors and standards identified in the Code of Conduct
- 4.1.4 Model our organizational values of integrity and respect
- 4.1.5 Comply with mandatory reporting requirements, including but not limited to, mandatory reports of violence or other regulatory requirements

4.2 Managers

- 4.2.1 Be aware of and comply with the Code of Conduct
- 4.2.2 Demonstrate the required behaviors and standards identified in the Code of Conduct including through the day-to-day management of staff
- 4.2.3 Model our organizational values of integrity and respect

- 4.2.4 Ensure all employees and contractors are aware of the conduct and behaviors expected of them and have access to copies of the Code of Conduct and other relevant documents and policies
- 4.2.5 Take appropriate steps to resolve conflict that arises in the workplace to ensure a healthy and harmonious work environment
- 4.2.6 Take appropriate actions to address breaches of the Code of Conduct by employees or contractors

4.3 Human Resources

- 4.3.1 Provide advice to managers and employees in relation to the Code of Conduct and its application
- 4.3.2 Demonstrate the required behaviors and standards identified in the Code of Conduct including through the day-to-day management of staff
- 4.3.3 Model our organizational values of integrity and respect

5. Policy Application

5.1 Personal and Professional Behavior

- 5.1.1 All Directors, IT specialists, employees and contractors are expected to maintain a standard of professional behavior that maintains and promotes confidence and trust in the work of NextGen CGI.
- 5.1.2 All stakeholders must:
 - Uphold the highest standard of honesty and integrity in the conduct of duties
 - Respect the dignity of the public, customers, and other employees by treating them with courtesy, honesty, and sensitivity to their rights
 - Treat others in the workplace fairly and with respect
 - Exercise the best level of judgment in the interests of NextGen CGI and all stakeholders
 - Make decisions ethically, fairly, and without bias using the best factual information available
 - Comply with any legislative, industrial, or administrative requirements and all lawful and reasonable directions given by persons in authority
 - Comply with NextGen CGI's policies and procedures relevant to the person's role and position within the company
 - Act responsibly in the event of becoming aware of any unethical behavior or wrongdoing by any other employee or volunteer and report such conduct or activities to the appropriate level of management.

5.2 Use of Information

5.2.1 All stakeholders must:

- Protect confidential information
- Only access confidential information when it is required for work purposes
- Not use confidential information for any unofficial or non-work purposes
- Only release confidential information if authorized to do so

5.2.2 Stakeholders are only permitted to release confidential information in accordance with established policies and procedures. As a guideline, staff shall not give information unless:

- Required to do so by law
- Appropriate authority has been granted to release the information
- The information is officially available to the public and is released in accordance with organizational procedures

5.3 Conflicts of Interest

5.3.1 The Code of Conduct should be read in conjunction with Conflict of Interest requirements and applies to all stakeholders.

5.3.2 Where an employee or contractor has a pre-existing relationship with a customer that has been disclosed to and approved by their supervisor or senior manager, they must ensure that they do not disclose any information obtained through their employment with NextGen CGI to the customer and that the relationship does not directly or indirectly compromise the performance of their duties or conflict with interest of NextGen CGI at any point in time.

5.4 Use of Organizational Resources

5.4.1 Use of organizational equipment, funds, facilities, and other resources are to be used:

- Effectively, economically, and carefully
- For the benefit of NextGen CGI, LLC

5.5 Public Comment

5.5.1 All stakeholders must ensure that public comments (either verbal or written) made in a private capacity are not attributed as official comments made by NextGen CGI. In this regard, stakeholders are not permitted to use official stationary for private correspondence or for purposes not related to official duties.

5.5.2 Stakeholders should only publish information which is considered ethical and lawful.

- 5.5.3 Furthermore, stakeholders must abide by NextGen CGI's policies when using social networking sites and commenting on NextGen CGI in any manner.

5.6 Secondary Employment

- 5.6.1 Employees (excluding senior executives) are permitted to engage in outside employment, provided that this employment does not have a detrimental impact on the employee's ability to meet the requirements of their role, adversely affect the employee's work performance, or give rise to a conflict or potential conflict of interest.
- 5.6.2 Before engaging in work that could potentially raise a conflict of interest, employees must seek written permission from a senior manager. Approval will not be granted where the secondary employment involves or could involve a conflict of interest with NextGen CGI or related duties or could reasonably be perceived by a member of the public to give rise to a conflict of interest.
- 5.6.3 Senior Executives are not permitted to engage in any secondary employment and must seek written approval from the Board before accepting any such roles.

5.7 Responsibilities After Leaving NextGen CGI

- 5.7.1 Stakeholders must not disclose any official information after leaving NextGen CGI that was considered non-disclosable during their engagement.
- 5.7.2 Stakeholders must not use or take advantage of, personal, confidential, or official information that they have obtained during the course of their employment. Furthermore, all stakeholders must be careful in their dealings with former employees and ensure they do not give them favorable treatment or access to personal, confidential, or official organization information.

6. Failure to Comply with the Code of Conduct

An employee found to have violated this policy may be subject to disciplinary action, up to and including termination of employment.

7. Related Standards, Policies, and Processes

- Acceptable Use Policy
- Social Media Policy
- Security Awareness and Training Policy
- Asset Management Policy

8. Definitions and Terms

The following definitions are not all-inclusive and should be updated as new information is made available:

Term	Definition
RESTRICTED	RESTRICTED