

# CODE OF BUSINESS CONDUCT

2018 VERSION

# Safety Performance People





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# INTRODUCTION



# CODE OF BUSINESS CONDUCT POLICY



Amico is a family owned and operated organization and as such the values of the Owners transfer through to each employee of the organization. Those values include a commitment to honesty and integrity in all business related transactions, as defined in the company's vision statement.

Amico's vision is to provide for society's needs in infrastructure through the development, construction, operation and maintenance of this infrastructure. Amico will serve its regionally based customers' needs and consistently produce infrastructure that is of lasting value to the community it serves. We continue to preserve and enhance our reputation for integrity through all of our actions and behaviours.

Operating in an ethical manner builds trust with our partners, confidence with our employees, drives financial performance and helps build the Amico brand and reputation in the marketplace. The Amico Code of Business Conduct (CoBC) has been developed and implemented with the purpose of aligning all employees on expectations of behavior and actions as well as ensuring integrity and transparency in the conduct of our business and relationships with others. It reflects the standards and expectations of Amico employees through all business divisions and levels of responsibility. The Standards apply to all businesses in which Amico has sole and complete ownership and does not include Partnerships, Joint Ventures or other Contractual Arrangements.

This CoBC is not intended to cover every potential situation or issue as the organization's complexities and scope prevent such a level of detail. Instead it is intended to act as a minimum standard of practice and behavior inside the organization and with external customers, suppliers, regulators and agencies. Additionally the Code sets into practice the support available for employees faced with a questionable situation.

These Standards are intended as a guide for our judgement and common sense to make the right decisions. In difficult situations or unclear directions, please work with your Manager or Business Partners for input on how to proceed.

A handwritten signature in black ink, appearing to read 'Dominic Amicone'.

Dominic Amicone  
PRESIDENT, AMICO AFFILIATES



# OUR VALUES



# Our Values

Our Corporate Values follow our Vision statement and Corporate Objectives focus by including: Health & Safety, Business Development and People Development.

## SAFETY



Keeping the health and safety of our employees, site personnel and the public in front of mind at all times. This is done through a combination of:

- Risk assessment of tasks before execution, utilizing hazard analysis;
- Continuous improvement to health and safety culture;
- Management of incidents and corrective actions;
- Data tracking and reporting; and
- Participation in broad industry initiatives.

## PERFORMANCE



Continuing our origins as an entrepreneur based organization with key components of our Values in Business Development including:

- Entrepreneurial spirit balanced with considerations to risk management;
- Customer solutions-oriented approach and value engineering project analysis;
- Development/maintenance of a network of partner organizations; and
- Constructibility analysis to optimize project performance.

## PEOPLE



Developing our personnel is critical to our future success. Amico adheres to the following principles for current employees and instills for new employees:

- Honesty, integrity and ethical behavior in marketplace;
- Professionalism, teamwork and discipline in all areas of job performance; and
- Development and mentoring of next generation of employees.

# CODE OF BUSINESS CONDUCT



# 1. Conflicts of Interest

Amico personnel should always act in the best interests of the organization. Perceived, potential or actual Conflicts of Interest should be avoided in the performance of our duties in accordance with Company Policy. Existing or potential Conflicts of Interest should be properly declared and reported as per company Policy. Where issues or situations arise that leave an employee in doubt of the proper course of action, that employee should contact their Manager or Amico's Compliance Officer.

## Guidelines for Avoiding Conflicts of Interest

- Avoid taking part in decisions or influencing those decisions related to Amico business operations that might result in a personal advantage, financial or otherwise, to yourself, family members or friends;
- Base business decisions on the situation's merits and in consideration to the best interests of Amico;
- Avoid any situation that may create a conflict of interest between your personal interests and those of Amico; and
- Do not share sensitive or confidential information regarding Amico.

If an employee engages in business activities outside of Amico, particularly those with an organization that supplies goods to or competes with Amico, that employee should seek approval from their Manager or the Compliance Officer. This requirement would include relationships with non-profits, professional organizations, or any third parties including all vendors, subcontractors, etc.

Decisions relating to Hiring or Purchasing have a potential for a Conflict of Interest to arise. To maintain neutrality Amico employees with those responsibilities should:

- Clearly identify and report any actual or perceived conflict;
- Adhere to all Amico purchasing and hiring procedures and policies;
- Ensure that the process is fair, transparent and accessible to all relevant parties; and
- Refuse to make a decision based on potential personal gain or preferential treatment, and instead consider the best interests of Amico.

## 2. Guidelines for Gifts and Hospitality

As per Amico Policy on Gifts and Hospitality, Amico personnel are not prohibited from offering or accepting occasional gifts, meals or entertainment that are unsolicited, reasonable in monetary value, not overly extravagant and are compliant with legislation and Amico's Code of Business Conduct. However, in cases, the acceptance of gifts may compromise or give the appearance of potentially compromising the ability to make business decisions that are in the best interests of Amico. Employees must use their discretion or contact their Manager or the Compliance Officer in these cases.

Employees shall report gifts, given or received, and seek their Supervisors' approvals. Generally, gifts that are not acceptable are those that have direct monetary value such as cash or gift certificates, are overly lavish and extravagant, have the potential to be construed as a bribe or kickback or are clearly linked to an agreement or expectation of an action in return. Gifts that are of a larger monetary value, are extravagant or may compromise decision-making must be reviewed with Senior Management on an individual case by case basis prior to gifting or immediately in the case of receiving.

Particular caution should be observed with business gifts or hospitality with government officials as those officials may be subject to stricter laws and regulations due to their position and employer.



# 3. Third Parties

Amico strives to be transparent in its relationships with third parties, including clients, competitors, materials and service providers, agents, government officials, business partners, and representatives. Accordingly, Amico seeks like-minded third parties that act with the same level of integrity and adhere to high standards of ethical behavior [Third Parties have access to the CoBC through Amico’s website]. Amico practices:

- Understanding the values, business practices and principles of our business partners during the selection process to ensure a suitable match in the business culture;
- Relationship development in all critical areas of our business to aid in developing a network to ensure fair practices and pricing;
- Informing third parties that they should not engage in activities that would cause Amico or its employees to be in breach of obligations set out in this Code. And taking appropriate steps to address concerns with problem suppliers;
- Maintaining the CoBC records to provide clear, accurate, and complete information; and
- Avoiding conflicts of interests, both real and perceived in any interaction with vendors and suppliers.

Actions performed by others while assisting in our shared business activities can have a direct impact on Amico. Specifically, these acts can impact Amico’s reputation, our abilities to complete the shared business activity, or in a worse case, Amico may be held liable for the actions of our partners.



## 4. Violation Reporting Mechanism

Employees have a duty to report violations to this CoBC whether they occur by employee, supplier or any third party. As per Internal investigative Protocols, Amico maintains a process and reporting mechanism for infractions to compliance matters.

Amico has an established email address ([compliance@triamico.com](mailto:compliance@triamico.com)) and a dedicated paper mail slot at each office location for anonymous reporting to our Compliance Officer that allows personnel to report violations to this Code. Employees who witness a violation should report through either channel. There will be no reprisal against employees who report violations in good faith. All reports are taken seriously and the Compliance Officer will work with necessary personnel to investigate the potential violation and develop the appropriate course of action.



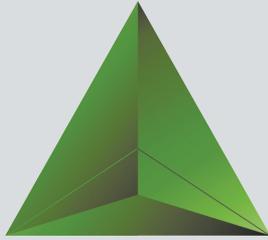
## 5. Training and Accountability

All Amico personnel who are involved in processes or activities that involve aspects of our CoBC will undergo in-house training initially and upon significant CoBC modifications and reviews. This would include Senior Vice Presidents through to Site Supervisors as their responsibilities include aspects of Bidding or potential Conflicts of Interest with suppliers or subcontractors.

Additionally, on-the-job training and mentoring is an informal process that Amico utilizes as a means of training and developing best management practices and principles that include ethical behavior in the marketplace.

Employees at all levels of the organization are accountable to understand their responsibilities under this CoBC and associated Policies. They are accountable to remaining in compliance with the Code and carrying out their job responsibilities accordingly. Non-compliance to the Code can lead to disciplinary actions.





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Original Version 2016  
Modified 2018