



STANDARDS OF CONDUCT

Morley associates are expected to accept certain responsibilities, adhere to acceptable business principles and exhibit a high degree of integrity at all times. This involves respect for the rights and feelings of others. It also requires that associates refrain from any behavior that might be harmful to themselves, their co-workers or Morley, and from behavior that current or potential Morley clients or the general public might view unfavorably.

Associates are expected to conduct their business transactions ethically and to comply with relevant laws and regulations. Morley reserves the right to add or modify examples of prohibited conduct.

Should an associate's performance or conduct become unsatisfactory in Morley's sole judgment, the associate will be subject to disciplinary action, up to and including termination of employment.

PROJECT-SPECIFIC REQUIREMENTS

Each client Morley serves will likely have project-specific requirements. These would include not only the metrics necessary to reach success but also particular ways to best handle the client's customers, agents in the field, etc., as well as information exchange.

Examples might range from appropriate responses to callers' questions, to handling sensitive information that callers may share, such as perceived fraud, waste or abuse in the field. We cover this project-specific level of detail with associates during training.

In general, when any issues or questions arise, associates should feel completely comfortable contacting their supervisor, who will work with our clients as instructed and take appropriate action within the project's scope of work.

ATTENDANCE

To promote a work environment with structure and consistency, we expect associates to report to work on time and to complete a full day as scheduled. This means being at their desks ready to work at their scheduled start time. Should a situation arise that makes it impossible for an associate to report to work for any reason, the associate is expected to inform his/her supervisor.

Business Process Outsourcing (BPO)-based associates are to contact the Morley Associate Absentee Hotline at 800.970.7784 and leave a message. The prompts will guide callers accordingly.

The general Morley reception desk is available from 8 a.m. to 5:30 p.m., Monday through Friday, at 800.336.5554; however, associates should use this number as a last option.

Associates who have excessive absenteeism, unapproved tardiness (even with acceptable excuses) or who are found completing their day prior to their scheduled time are subject to discipline.

Excessive absenteeism includes, but is not limited to the following:

- › Rapid consumption of allocated time off in any given period of time
- › High number of unplanned days absent without prior approval

NO-CALL/NO-SHOW POLICY

Failing to report to work without calling will subject the associate to discipline. Morley could consider an associate who does not report to work or call in to have abandoned his/her position (voluntarily quit), and such associates are not eligible for re-hire.

CONFIDENTIALITY

Associates are to maintain in the strictest of confidence Morley's business and financial affairs, customer/client matters, and personal matters regarding pay, raises, bonuses and benefits.

Any intellectual property rights for designs, software, firmware and related documentation, and works of authorship that associates create during the period of their employment and related to the existing or reasonably foreseeable business interest of Morley shall belong to Morley.

Morley associates may have access to confidential information. A breach of confidentiality might cause Morley to lose a client's business or become involved in a serious legal entanglement. Discussing company business with inappropriate persons may cause Morley to lose its competitive advantage. Any recording of conversations is strictly prohibited.

If an associate violates the above in any way, proper discipline will take place up to and including discharge for unacceptable conduct and/or performance.

GIFTS & AMENITIES

Gifts and amenities to or from clients and suppliers are forbidden except when Morley management authorizes it.

PUBLIC RELATIONS

From time to time, a reporter from the media (e.g., radio, television, newspaper) may contact associates regarding Morley. An associate who is approached by the media should not comment on the topic but instead contact Human Resources (HR). HR must forward to the president and CEO any questions regarding Morley, its associates or clients, or anyone else related to Morley for review. No other person has authority to speak with members of the media on Morley's behalf.

USE OF EMAIL, INSTANT MESSAGING, INTERNET & VOICEMAIL

Upon hire, associates are required to sign the Internet, Email & Phone Policy, which details Morley's expectations regarding equipment usage. The email, instant messaging, internet and voicemail systems are strictly for business use, and associates should refrain from sending jokes, stories or other non-work-related materials. Separate etiquette guidelines have also been established.

USE OF COMMUNICATIONS DEVICES

Morley is pleased to provide the appropriate equipment to support work-related communications when business needs require it. Use of all Morley-provided equipment is subject to the Internet, Email & Phone Policy.

Personal Communications & Noise Management

Due to the number of cellphones, notebooks, tablets and other personal electronic devices in use, Morley requires associates to refrain from using them during scheduled working hours. Appropriate usage times are before and after work, on break or during lunch. Appropriate locations include areas away from the work environment, such as the break room.

If friends/family need to reach associates during business hours, they should use the associate's direct extension or one of the Morley phone numbers.

Associates who carry a cellphone for Morley business can continue to do so while on property so clients may reach them; however, they should use vibrate mode and carefully select the proper location to take/make a call. The use of camera features is not permitted at Morley.

While on the phone (or in a face-to-face conversation), associates need to keep their voices at a courteous level at all times, being aware of other associates who may be on the phone with clients.

In order to promote an appropriate and comfortable work environment for associates and our on-site clients, associate must refrain from congregating in areas of the buildings that are close to work areas or heavy traffic cross-points (e.g., walkways and aisles).

Adhering to these common courtesies will help reduce office noise for all associates.

HARASSMENT POLICY

Every Morley associate has the right to work in an environment free of harassment, whether it is sexual, racial, religious or violent. We do not expect any of our associates to be a party to or victim of violence or harassment of any sort while on Morley's premises or any client's premises in connection with their position at Morley.

Violence may include threats, threatening behavior or acts of violence. *Sexual harassment* is any conduct that can be considered sexually harassing, abusive or offensive. Other forms of harassment that may be illegally discriminatory include offensive comments or conduct relating to a person's race, national origin, creed, ancestry, religion, age, disability, height, weight, gender, marital status or veteran status. Conduct that intentionally or unintentionally results in unlawful harassment of other associates will not be tolerated.

Morley strictly prohibits harassment of any nature on any protected basis. Associates who think they are being harassed on the job due to their gender, race, ancestry or any other protected basis have the right to redress unlawful harassment. In order to secure this right, the associate should provide a written complaint to HR as soon as possible after any incident he/she feels is unlawful harassment. The complaint should include the details of the incident(s), the name(s) of the individual(s) involved and the name(s) of any witness(es). We will undertake an effective, thorough and objective investigation of the harassment allegations. Once Morley completes the investigation, we will communicate to the associate any determination made regarding the alleged harassment.

We encourage associates to report any incidents of harassment forbidden by this policy immediately to a supervisor and HR so we can resolve complaints fairly and in a timely manner.

ALCOHOL & SUBSTANCE ABUSE STANDARD

It is a Morley standard to maintain an alcohol- and drug-free work environment. Possessing or using alcohol on Morley premises or during working hours, or being under the influence of any detectable level of alcohol during working hours, is prohibited. Additionally, Morley strictly prohibits associates from using, possessing, selling, purchasing, distributing or being under the influence of controlled substances (illegal drugs).

Violations of this standard are not permitted and will result in strict disciplinary action, up to and including termination of employment.

We may require an associate to be tested for the presence of alcohol or drugs when we believe the test is appropriate or per position requirements (such as general DOT requirements). Some projects (such as contractual arrangements) may require a follow-up or annual screening. Any positive test result is subject to termination of employment. Associates who have a drug/alcohol problem are encouraged to seek assistance voluntarily.

ON-THE-JOB ACCIDENTS/INCIDENTS

It is a priority of Morley to provide associates with a work environment free of recognized hazards. We comply with the occupational safety and health regulations of both the Michigan Department of Labor & Economic Growth and the U.S. Department of Labor. Associates may view related associate and employer responsibilities, which we have posted in each facility.

Associates are responsible for reporting any on-the-job accidents or incidents to their manager, regardless of the extent of the injury/incident. To report an anonymous tip, associates can submit their information in an interoffice envelope to either their manager or HR. Failure to report accidents can result in a violation of legal requirements, disciplinary action and difficulties in processing insurance and benefit claims.

An associate seeking medical attention or facing lost time because of a potential workplace injury must notify his/her manager and HR. Morley partners with Covenant HealthCare and Cincinnati Insurance. Associates are directed as to what documentation may apply as the situation warrants.

FIREARM & DANGEROUS WEAPONS POLICY

Associates are not allowed to possess a firearm (loaded or unloaded) or other dangerous weapon; violations will result in disciplinary action up to and including discharge.

In addition, we will require any contract/temporary worker, client or visitor in possession of a firearm or other dangerous weapon on Morley property to surrender it while on campus or to promptly leave.

This policy also applies to any Morley-sponsored function, whether on or off Morley property, even if an individual is licensed to carry a concealed weapon.

GENERAL SAFETY STANDARDS & EMERGENCY RESPONSE PLAN

Associates are required to adhere to the general safety standards that have been put into effect through Morley's comprehensive General Safety Standards and Emergency Response Plan. Specific federal and Michigan Occupational Safety and Health Administration (OSHA/MIOSHA) regulations are available and posted in relevant areas for reference and instruction.

For general incidents, associates should contact their supervisor, who will complete an Incident Report form and advise Human Resources. In the case of a security incident/breach (data or physical), the Emergency Response Team lead should be contacted as noted under Communication Process in the Emergency Response Plan.

Instructions on what to do in case of an emergency throughout the property, with evacuation and shelter areas noted as well. These allow associates to be aware of what to do in the event of an emergency in their area as well as other areas they may be in from time to time. Designated safety captains located across the organization and also have this information. A comprehensive leadership team to manage the Emergency Response Plan is also in place.

To assist with security matters, associates are required to wear/present a Morley photo ID card. A similar card is required for on-site client contacts and visitors, and cards for new hires are arranged through Human Resources. Each individual is responsible for his/her own card and should not share it with others. Associates who have misplaced their card should send a message to MorleyEnterpriseSystems@morlynet.com. Replacement cards are available for a fee.

For safety purposes, associates within Morley's BPO groups are required to have a team leader on site supporting the agents in their respective business units.