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## VIZOCOM

# Code of Conduct

# Message from Vizocom's President

## A renewed commitment to integrity and excellence

To the Vizocom Family,

Credibility and reputation are invaluable assets for a company which operates in diverse economic, political, social and cultural contexts.

It is essential to clearly state the common principles, values and responsibilities that guide our relations with our customers, the market, the communities in which we operate, the people who work with us and all our stakeholders.

An important part of maintaining our standards is for all employees, consultants, contractors, and business partners of Vizocom to follow the Vizocom Code of Conduct. The Code is a broad statement of principles that guides each of us toward doing the right thing. It is essential that we all read it, understand it, and ask questions about anything that seems unclear.

All of us must do our part to build a culture of mutual trust and shared respect for each other. That is essential if you work for Vizocom or are one of our consultants, contractors or business partners. The critical work that we do requires the highest levels of integrity and ethics. As such, we **MUST** not compromise on our ethics or quality, and must follow the law and the terms of our contracts. Any success that we achieve together, if not achieved ethically, is no success at all.

Each of us must lead by example – each of us is individually responsible to meet these standards. We must hold each other accountable and not tolerate unethical behavior or behavior that does not comply with the law as we pursue our business objectives.

Thank you for safekeeping ethics and integrity in our company, and for making Vizocom a better company because of it.

George Attar

Vizocom ICT President

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# Vision and Values

## Vision

Our vision is to be the leading Small Business entity supporting mission-critical federal government initiatives inside the United States and Outside the Continental United States either directly as a Prime contractor or indirectly as subcontractor to major defense contractors. We aim to provide comprehensive, high quality, and cost-efficient products to meet the government's needs.

## Values

Vizocom holds itself and each of us responsible for acting with integrity, respect and competency. We are each responsible for understanding what Vizocom expects of us and for making business decisions that are ethical and that comply with the law. We believe that when we follow the law, act with integrity, respect one another and competently perform our duties, we uplift one another and we support our customer. This is what brings success, joy and prosperity.

# Our Code of Conduct

## Our Code of Conduct

The Vizocom Code of Conduct (Code) establishes our commitment to our Values to operate legally and ethically.

But our Code and any policies or procedures we may have cannot define or direct us in how to make the ethical and legal decision in every situation we face. So, we are all required to use our best judgement in deciding how to do the right thing and, when we don't know, to consult with others who can provide us the knowledge and guidance needed.

Vizocom's President, Vizocom's Director of Human Resources and Ethics and Compliance ("HREC Director"), and our outside legal counsel are all available to provide direction so we make the right choices.

## Who Must Follow our Code of Conduct

Our Values apply to all Vizocom Personnel, including our employees, consultants, independent contractors, and any business or person we work with. This Code of Conduct and the policies and procedures that accompany it are designed to provide a framework so that we all may comply with the laws and regulations that apply to our business. We hold all those who work for us responsible for following our Code of Conduct.

# Protect Vizocom and Customer Assets

## Protecting Resources

As a government contractor we have resources that are our corporate property; but, at times we may have access to or take possession of the resources of our business partners and the U.S. Government. Resources include Vizocom, government or business partner electronic devices, email systems, facilities, software licensed for use, intellectual property and the office supplies and materials we may be provided.

No matter whose assets we have in our position, we do not use the resources for our personal benefit, and we make sure that our resources and those of our customers and business partners are secured and protected. Vizocom Personnel are expected to make sure that the equipment we use to do our jobs is properly maintained and secured. When at a facility of the U.S. government facility or other business partner, we never use their equipment, IT systems or any of their property for any reason other than a legitimate business reason.

We are expected to identify and secure not only our intellectual property but the intellectual property that belongs to others because it is illegal and unethical to do otherwise. We protect all intellectual property whether it belongs to Vizocom or to our customers or business partners by making sure we have a license or agreement that defines how the intellectual property may be used, and acting within that license or agreement.

Even if a customer or business partner shares information or resources with us, Vizocom Personnel have a responsibility to act with good judgment and integrity. If we know that information should not have been shared with us, Vizocom Personnel will not use or distribute the information and will instead work with the HREC Director to properly manage the situation.

Intellectual property that is created as part of Vizocom's work, belongs to Vizocom and must be treated as Vizocom property.

## Confidentiality

Through Vizocom's work with governments, we may have access to sensitive government information, other confidential information belonging to Vizocom, our business partners, and personal information relating to our employees, consultants or independent contractors. Confidential information includes Vizocom's intellectual property and the intellectual property of others that we may possess or have access to. Vizocom's confidential business information also includes information about our customers and business partners, as well as our financial records, marketing and strategic plans, and who we partner with.

Vizocom Personnel are responsible for securing and protecting any confidential information that we may possess or that we may have access to – whether it is electronic or hard copy information.

We must be trustworthy and be sure that we secure and properly label information that is confidential – whether it's Vizocom's information or that of our customers or business partners.

If Vizocom Personnel have duties that require they access or hold the personal information of others, such as information that identifies another person or that is related to another person's private information we are responsible for making sure we know how to secure and protect that information. We also must be sure that we properly label this information and that before we share it with anyone, whether part of



Vizocom or not, we receive guidance from the HRET Director to be sure we are doing so within in the law. Vizocom Personnel must never use business or personal information for reasons other than the business reasons that have caused Vizocom to collect the information or to have access to the information.

When Vizocom agrees to protect confidential information through a non-disclosure agreement, through regulatory requirements or through contractual requirements, Vizocom Personnel are responsible for making sure they understand and honor those requirements.

If Vizocom receives any confidential information from a customer or business partner, and it should not have been shared with Vizocom, immediately notify the HREC Director.

## **Information Security**

Vizocom Personnel are responsible for protecting Vizocom's IT infrastructure, Vizocom devices and Vizocom hard copy information. Likewise, when Vizocom Personnel are given access to the information of our customers and our business partners, we are responsible for protecting their information as well. Vizocom Personnel should never use a Vizocom, customer or business partner's information, devices or systems in a way that is not consistent with the business reasons we have for accessing the information or using the devices or systems.

Before installing or using any software on a Vizocom, customer or business partner device or system, Vizocom Personnel must confirm that the software is properly licensed and will not interfere or damage the device or the system. Using unauthorized or unlicensed software may jeopardize the IT or device security so we do not do so.

When accessing or using Vizocom IT systems or devices, Vizocom Personnel's work and communications are not private, and Vizocom reserves the right to review and monitor your activity. Our government customers and business partners also have the right to monitor and review your activity on their IT systems or on their devices.

Failing to protect information, devices and systems, whether intentional or inadvertent, may violate the law and the terms of our contracts. It may also compromise Vizocom's or a business partner's protected information and technology or the government's national security.

Vizocom Personnel must ensure that devices contain the latest operating system, application security patches and antivirus updates; ensure that devices, removable media, and email messages are encrypted; verify unexpected emails before opening; never provide their username and password to anyone; and practice safe Websurfing. Any suspected data breach or breach of Vizocom IT systems or Vizocom information being compromised, requires an immediate report to Vizocom's HREC Director.

## **Public Communications and Social Media**

Vizocom Personnel must always communicate about Vizocom in a way that assures the communications, whether on social media or elsewhere, are truthful, accurate and current.

Vizocom Personnel never share confidential, proprietary or competitive information, whether related to Vizocom, our customers or our business partners. If we do provide information about Vizocom to promote our capabilities or business, the information shared must be truthful, up to date and accurately



represent our business, our capabilities and our processes. As a government contractor, Vizocom Personnel must be particularly careful when marketing or promoting our business since our government customers and business partners may rely on public communications or social media statements about our business to make decisions.

To make sure we get this right, Vizocom Personnel must not engage in public communications or social media about Vizocom or about our customers or business partners unless Vizocom's President has authorized the public communication or social media content.

## **Accurate, Complete and Up to Date Books and Records**

Our government customers and business partners trust that we have financial and corporate records that are securely maintained and that are accurate, complete and current. We also need accurate, complete and current records to do our own work, since we rely on our financial and corporate records to make informed decisions about our operations.

All Vizocom Personnel are required to make sure that the records we create are accurate and completely reflect the underlying transaction as well as all costs or expenses. As a government contractor, this means that our time worked must be recorded daily so that our customers are only charged for the time we worked on their matters. If we work with a consultant, independent contractor, or other business partner, or if we oversee and approve timesheets or expenses, we are responsible for making sure to review the records provided to make sure they are accurate, complete and current.

Failing to accurately and completely record transactions in a timely manner may result in inaccurate or incomplete information being provided to our customers or to our business partners. In many instances, this may be considered a false statement, or even as an attempt to hide improper payments.

All Vizocom Personnel must also be sure to understand where Vizocom books and records are to be maintained and for how long records must be maintained.

In the event we are notified that records must be maintained for a "legal hold" because of an investigation or pending law suit, we must do so immediately and must follow all instructions related to any records that are part of a legal hold. Personnel must never destroy, conceal, alter, or falsify any record, document, or device that may be inconsistent with legal requirements to protect records and books.

# **Safe and Healthy Work Environment**

## **Drug & Alcoholic Beverage Free Workplace**

Vizocom Personnel must respect the safety, health and well-being of on another and those in our facilities. We do so by maintaining an alcohol and drug-free workplace. We must work together to assure that Vizocom Personnel and Vizocom facilities are not negatively impacted by excessive use of alcoholic beverages or illegal drug use. Vizocom Personnel are prohibited from engaging in the unlawful manufacture, distribution, dispensing, possession or use of illegal drugs and from drinking alcoholic beverages in any Vizocom or government workplace.

## **Environmental, Health, and Safety**

Vizocom is committed to conducting business in a manner that protects health and safety of Vizocom

Personnel, our customers, our business. Vizocom is also committed to respecting the environment. Vizocom Personnel are required to make sure that our facilities and workplaces, including those we use at a government or business partner facility, are maintained in a clean and orderly fashion. If Vizocom Personnel observe any safety, health, or environmental issues when working, immediately report the situation to the facility. As part of this, Vizocom Personnel work to develop practices that reduce our impact on the environment and to look for ways to reuse and recycle when possible.

To make sure that the facilities where we work are safe and secure, we follow the procedures for gaining physical access to facilities and make sure that others do so as well.

## **Fair Employment & Human Rights**

At Vizocom we know that we are best positioned to succeed when we have a workplace that is fair, supportive, diverse and inclusive. Part of this is being respectful of one another. We respect one another by treating each other fairly and by never tolerating discrimination, harassment, inappropriate, unwelcome or unsafe behavior.

We treat one another fairly by making sure that we select our colleagues based on qualifications, knowledge and experience for the job. We do not discriminate against one another on the basis of race, sex, color, religion, national origin, age, pregnancy, genetic information, physical or mental disability, citizenship status, veteran status or any other characteristic protected by law.

We are fair and respectful in our recruiting practices and hiring practices. We do not make false or misleading representations to those we recruit and hire, and we never confiscate, conceal, destroy or otherwise deny potential employees or current employees' access to their identity documents such as identification cards, passports, or immigration documents. We make sure to comply with wage and hour laws and regulations, provide pay statements that detail pay and benefits, and do not interfere with the right to associate or collectively bargain.

Part of being fair is making sure we don't work with business partners that engage in unfair treatment of their employees or who engage in any form of human trafficking. This includes, for example, using coercion, fraud, threats or deception to induce someone into employment; forcing employees to work against their will through coercion, fraud, deception or threats; child labor; or paying for sexual activity.

We use our due diligence processes and our contracts to make sure recruiters, suppliers or any business partners we work with have this same commitment to fair employment and human rights.

We are alert to situations that may suggest a business partner is using child labor, forced labor, or other unfair employment practices or violations of human rights such as identity or immigration documents being taken or individuals being prohibited from returning to their home country. We are committed to responding quickly to address any human rights concerns.

# **Conduct Business Fairly and Honestly**

## **Statements and Information to Governments**

When Vizocom Personnel prepare any statements, information, or materials that will be provided to the government, they must be sure that the statements, information or material are accurate, complete and up to date. Vizocom Personnel are responsible for gathering the facts before making statements or providing information and materials to the government.

## Contract Compliance

As a government contractor, Vizocom appreciates that our customers provide us with detailed contracts, that include not only the terms and conditions that direct our performance but also the legal and regulatory requirements that we must follow. Vizocom Personnel must work to understand our government contracts so that Vizocom not only provides the goods on the terms outlined in the contract but also meets the legal and regulatory requirements of the contracts.

## Personal Conflicts of Interest

When performing our duties for Vizocom, we must make impartial and fair business decisions and avoid even the appearance of a conflict of interest. So we must avoid personal or business activity or even financial interests that may conflict, or appear to conflict, with our responsibilities to Vizocom or to our customers.

This means we do not engage in any business or professional activity or enter into any financial transaction that involves using Vizocom information, resources or our position with the Vizocom to further our personal interests, for personal gain, or to benefit another person or entity.

## Organizational Conflict of Interest

When Vizocom pursues and performs federal government work, we must identify, disclose and mitigate actual, perceived or potential organizational conflicts of interest that may give Vizocom an unfair competitive advantage or that may bias Vizocom's judgment when performing a government contract .

We avoid situations that may lead to unfair competitive advantage or biased judgment in pursuing contracts and subcontracts, such as:

- Creating biased rules for the procurement in favor of Vizocom such as drafting statements of work that the government uses to develop an RFI or an RFP or a contract that we then pursue.
- Impairing our objectivity by entering a government contract or subcontract that requires that we audit, test, evaluate, or assess products/services that we previously sold to the government.
- Having unequal access to information that is non-public information such as procurement sensitive information, government budgets, statements of work, source selection plans, standards or criteria, etc.

## Improper Payments

As part of our commitment to legal and ethical business conduct, we don't use improper payments to get work, keep work, or to secure or expedite government action. And we don't work with business partners who our due diligence establishes may engage in improper payments.

Improper payments are generally not only unethical but may also be an illegal bribe or corrupt payment. We never offer, promise, or make any payment or give anything of value to obtain an improper business advantage – whether directly or indirectly through a business partner.

We must be particularly alert when providing anything of value such as gifts, travel, entertainment, employment or even a favor to government officials, government employees or to the family or close friends of those in the government because laws and regulations limit or prohibit providing any such item to those in the government.

We don't use even "facilitation payments" to speed- up routine administrative actions such as obtaining

permits, licenses or work visas. In extraordinary situations if we think a facilitation payment is necessary, before making such a payment, we must seek legal counsel approval.

## Selecting and Working with Business Partners

Vizocom expects our business partners to have the same commitment to making ethical decisions and to complying with the law as we do. We must be sure our business partners understand that they cannot engage in unethical or illegal practices when doing our work. This means that we select our business partners based on the quality of their products, their capabilities, their experience, their pricing and delivery terms. We make sure to use a competitive process and to conduct due diligence on our business partners before we start working with them. Our goal is to have a written agreement with our business partners so they can understand our expectations for ethical conduct, legal business practices and to understand the terms and conditions of our agreement with one another.

## Recruiting and Hiring Government Personnel

Laws and regulations require that government employees and each of us avoid conflicts of interest or the appearance of a conflict of interest in making recruiting choices when recruiting. One of the requirements is that us not engage in employment discussions with a U.S. federal government employee who is participating in a matter relating to Vizocom, or who has any government procurement responsibilities, even if unrelated to Vizocom.

Laws broadly define “employment discussions” so, even accepting a resume from a government employee is considered “employment discussions.” You must consult with Vizocom’s Director of Human Resources, Compliance and Ethics before engaging in any employment discussions with a current or former U.S. federal government employee or with any a current or former employee or representative of any other government or governmental agency.

## Procurement Sensitive Information

As a government contractor we must honor the integrity of the procurement process. As part of that we follow the laws and regulations that require we protect procurement sensitive information and that we do not communicate with government officials or employees in a way that may improperly reveal procurement sensitive information.

Procurement sensitive information includes, for example:

- A contractor’s cost or pricing data
- Government budget or cost estimates for procurements
- Government source selection plans or information
- Any material that is marked proprietary and sensitive
- Tools, methodologies or data that a business creates – intellectual property
- Non-public government information about the procurement
- Another contractor’s or subcontractor’s bid or proposal information, unless shared with us

under an agreement to protect the information

- The proprietary business sensitive information of another contractor, subcontractor or of the government.

If we inadvertently acquire or even access procurement sensitive information such as a bid, proposal, source selection or proprietary information of another contractor, subcontractor or the government, we must immediately take steps to ensure that the information is secure. We must not share this information with anyone, and must immediately contact the HREC Director.

As part of this, we must not engage in any action to attempt to improperly influence bidder selection, or the contract award process.

## Contingent Fees

In seeking government contracts, Vizocom will not pay another business or individual a “success fee”, or any fee that is based on Vizocom’s being awarded the contract unless the opportunity allows for it. We only work with experienced and capable business development agencies and professionals who agree to comply with our Code and the law when seeking government contracts; and who do not exert, or propose exerting improper influence in the procurement process and that do not suggest that they can obtain a government contract using any improper influence.

## Competing Fairly

Vizocom competes fairly whether we pursue business ourselves or team with business partners. We are independent and truthful when we arrive at the costs and prices for our products and services. We precisely and accurately communicate about our services, products or when describing our capabilities in conversations, marketing materials or proposals. We do not make formal or informal agreements with competitors or potential competitors that may limit competition and, as part of this does not discuss topics including the following:

- Marketing or business strategy
- Pricing
- Dividing up customers, territories or markets
- Any Vizocom or Vizocom customer or business partner information

# Conduct International Business Properly

## Exporting

Vizocom is subject to laws and regulations governing cross-border transactions. Before transacting business across borders, we must be sure to comply with U.S. laws and regulations that govern the import, export, and transfer of products, technology, software, and information. These laws and regulations apply even when exporting to a U.S. government facility outside of the U.S.

Exporting includes sharing any export controlled information and technology, whether verbally, electronically or otherwise, with a non-U.S. person, even if they are in the U.S.

## Trade Sanctions

Trade embargoes or trade sanctions are put in place to protect a country's national interests. Embargoes and sanctions generally restrict trade in most products, services and technologies with embargoed or sanctioned countries. Companies and individuals can also be sanctioned, which means we cannot do business with them regardless of which country they are located in. For example, the U.S. and many European nations have placed trade sanctions against countries, entities and individuals that support terrorism.

Some countries boycott other nations based on religion, ethnicity or gender. We do not participate in these types of boycotts, for example the boycott of Israel, unless it is a trade sanction or embargo that a government has lawfully implemented.

So before shipping products or sharing information with other countries or with non-U.S. persons and non-U.S. businesses, we must undertake due diligence to determine if Vizocom can work with that country. This means we must conduct due diligence on customers and business partners.

## Reporting Misconduct

### Reporting Issues, Concerns and Asking Questions

We all must be sure to report any issues or concerns related to compliance with our Code, any policies or procedures we have in place, or the law. We also must report issues or concerns related to ethical conduct and ethical decision-making.

Questions of ethical behavior or complying with the law are complex and our Code, and any policies or procedures, cannot provide an answer to every situation you encounter.

When in doubt about any decision related to Vizocom's business, it's best to bring your concern forward by contacting our Director of Human Resources, Compliance and Ethics, Raymond Ramsey, at 619-350-6980-Ext 710.

Finally, as a government contractor, we are legally required to be alert and to report potential or actual violations of certain laws and regulations. So at Vizocom, we are all responsible to ask questions and report issues and concerns.

### Investigating

When a concern, issue or questioned is raised, Vizocom thoroughly and objectively investigates the matter and responds in a timely and appropriate manner. If there is wrongdoing, Vizocom takes appropriate corrective action which may include improving our policies and procedures and/or disciplining an employee or terminating a contract. To assure any investigation is thorough and objective, we are all required to cooperate fully with any Vizocom audit, investigation, or review, and to support corrective actions.

### Violations of the Code

We are all accountable for behaving ethically and for complying with our Code and any policies or procedures of Vizocom. This includes asking questions, seeking support, and reporting issues and concerns. Those who do not act ethically or who do not comply with the Code of Conduct, policies or procedures are subject to disciplinary action, up to and including termination of employment or

termination of any contract we have with a business partner.

## No Retaliation Policy

At Vizocom we do not tolerate unfair treatment or retaliation of any kind against those who, in good faith, report issues, concerns or who ask questions. We also do not tolerate unfair treatment or retaliation of any kind against those who participate in any investigation we may conduct.

## Your Responsibilities

We are each accountable for reading, understanding and following our Code and any policies or procedures Vizocom has in place. We are also responsible for making sure that those we work with also comply with our Code and any policies or procedures we have in place.

Failing to comply with our Code and our policies and procedures may result in Vizocom being disqualified or debarred from government contracting, civil or administrative fines or sanctions, or even criminal penalties. In some instances wrongdoing may result in a criminal or civil investigation and prosecution of us as an individual.

My signature below certifies that:

- I have read the Vizocom Code of Conduct, understand that it represents company policy and our commitment to each other, and agree to comply with it.
- I have sought and received clarification of any portion of the Code of Conduct that is unclear to me.
- I understand my responsibility to raise issues and concerns and to ask questions related to complying with this Code, any policies and procedures, or the law.

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**Employee/Contractor Signature**

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**Printed Name**

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**Date**