



**MORRIS**

**MANUFACTURING**

AN **MRCA** COMPANY

# STANDARDS OF BUSINESS CONDUCT AND ETHICS

REVISION A

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## Introduction

Morris Manufacturing is a competitive agent in the World Class Manufacturing arena. We achieve our vision through our people, our commitment, and our industry experience in providing our customers with a world class product.

It is the policy of Morris Manufacturing that its President, Directors, Managers, Supervisors, and employees uphold the highest standards of ethical, professional behavior and to that end, shall dedicate themselves to carrying out the mission of this organization.

Achieving our mission is not just about innovative manufacturing. It is about who we are as a company and as individuals. It is how we manage our business, our customers, vendors, and the impact we have in our communities both economically and environmentally.

The global business environment is continuously changing and will demand more from us as a company and as individuals. We as a company have a legal, moral, and ethical responsibility of conduct in the global marketplace.

“Doing the right things for the right reasons”, what we do and how we do it, is as important as the excellence of our product. It is essential that we conduct ourselves with integrity and in compliance with the laws and regulations that govern our business activities.

The Standards of Business Conduct and Ethics are an extension of Morris Manufacturing values and reflect our commitment to ethical business practices and regulatory compliance. They summarize the principles and policies that guide our business activities and provide information about Morris Manufacturing Business Conduct, Ethics and Compliance Program. They are not meant to replace our policies; rather they are statements of our principles.

All Morris Manufacturing employees are responsible for understanding and complying with the Standards of Business Conduct and Ethics, applicable government regulations, and with Morris Manufacturing policies.

We have ambitious business plans. These Standards of Business Conduct and Ethics exist to provide you with information, education, and resources to help you make good, informed business decisions and to act on them with integrity.

Morris Manufacturing's Standards of Business Conduct and Ethics are a general guide to the Company's standards of business practices and regulatory compliance. Any references to “employee” will include executive agents, directors, managers, supervisors, and employees of Morris Manufacturing.

Failure to read and/or acknowledge the Standards of Business Conduct and Ethics does not exempt an employee from her/his responsibility to comply with the Standards of Business Conduct and Ethics, applicable laws, regulations, and Morris Manufacturing policies related to his/her job.

## Employee Responsibilities

All Morris Manufacturing employees are responsible and accountable for understanding and complying with the following Standards of Business Conduct and Ethics, applicable laws, regulations, and Company policies that are related to their job. Each employee must:

- Read, understand, and comply with the Standards of Business Conduct and Ethics and all Company policies that are related to her/his job.
- Participate in training and educational programs/events required for his/her job.

- Obtain guidance for resolving a business practice or compliance concern if she/he is uncertain about how to proceed in a situation.
- Report possible violations of the Standards of Business Conduct and Ethics, policies, applicable laws, and regulatory requirements to a manager or director.
- Cooperate fully in any investigation.
- Make a commitment to conduct Morris Manufacturing business with integrity and in compliance with applicable laws and regulatory requirements.

## Our Commitment to Integrity

As employees of Morris Manufacturing, we interact daily with a wide range of individuals and groups including our customers, co-workers, vendors, regulatory agencies, and the communities in which we do business. We are committed to interacting with all of these in a respectful, ethical manner and in compliance with applicable laws and regulatory requirements.

## The Standards of Business Conduct and Ethics Under which We Operate

**Political Activities and Contributions:** Morris Manufacturing employees are encouraged to exercise their right to participate in political activities. Any decision to become involved is entirely personal and voluntary. Employees' political activities are done on their own time and with their own resources.

**Compliance, Inspections, and Inquiries:** We are direct, honest, and truthful in our discussions and correspondence. We will respond appropriately and in accordance with our established policies and practices to requests for information.

**International Business Activities:** We acknowledge and respect diversity of cultures, customs, and business practices in the international marketplace. We will comply with both the applicable U. S. laws and regulations that govern our operations and local laws wherever we do business.

**Sensitive Payments/Individual Gain:** Transactions with outside firms must be conducted within a framework established and controlled by the executive level of Morris Manufacturing. Business dealings with outside firms should not result in unusual gains for those firms. Unusual gain refers to bribes, product bonuses, special fringe benefits, unusual price breaks, and other windfalls designed to ultimately benefit the employer, employee, or both.

Promotional plans that could be interpreted to involve unusual gain require specific executive-level approval.

An actual or potential conflict of interest occurs when an employee can influence a decision that may result in a personal gain for that employee or for a relative because of Morris Manufacturing's business dealings. For the purposes of this policy, a relative is any person who is related by blood or marriage, or whose relationship with the employee is like that of persons who are related by blood or by marriage.

No "presumption of guilt" is created by the mere existence of a relationship with an outside firm(s). However, if an employee has any influence on transactions involving purchases, contracts, or leases, it is imperative that he/she disclose to an officer of Morris Manufacturing, as soon as possible, the existence of any actual or potential conflict of interest so that safeguards can be established to protect all parties.

Personal gain may result not only in cases where an employee or relative has a significant ownership in a firm with which Morris Manufacturing does business, but also when an employee or relative receives any kickback, bribe, substantial gift, or special consideration because of any transaction or business dealings involving Morris Manufacturing.

**Anti-Boycott Requirements:** Morris Manufacturing complies with U.S. law that prohibits participation in international boycotts that are not sanctioned by the U.S. government.

**Fair Competition and Antitrust:** Antitrust laws and fair competition laws generally prohibit any activity that restrains free trade and limits competition. We conduct our business in compliance with these laws.

**Responsible Leadership:** We manage our business responsibly to maintain the confidence, respect, and trust of our customers, suppliers, and employees alike. We are committed to acting with integrity, being responsive and accountable to our customers, and remaining a leader in our field.

**Product and Service Quality:** Our products and solutions are developed and managed to meet the expectations of our customers, for high quality and exceptional service. We continuously seek new ways to improve our product, service, and responsiveness.

**Communication:** We apply standards of full, fair, accurate, timely, and understandable disclosure in reports and documents. We establish and maintain clear, honest, and open communications; listen carefully; and build our relationships on trust, respect, and mutual understanding. We are accountable and responsive to the needs of our customers and take our commitment to them seriously. Our advertising, sales, and promotional literature seeks to be truthful, accurate, and free from false claims.

**Obtaining Competitive Information:** We have an obligation, and are entitled, to keep up with developments in our industry, including information about our competitors. We obtain information about our competitors through honest, ethical, and legal methods.

**Customers/Vendors:** Our customers/vendors must adhere to the highest standards of ethical behavior and regulatory compliance and operate in the best interest of Morris Manufacturing. Customers/vendors are expected to provide high-quality services and products while maintaining flexibility and cost-effectiveness. All customers/vendors are required to read and comply with the Morris Manufacturing's Standards of Business Conduct and Ethics and, when appropriate, train their employees and representative to ensure that they are aware of Morris Manufacturing's expectations regarding their behavior. Morris Manufacturing does not engage in any unethical or illegal conduct with our customers/vendors. We do not accept incentives such as kickbacks or bribes in return for conducting business with them.

**Financial Integrity:** We honestly and accurately record and report business information. We comply with all applicable local, state, and federal laws regarding record completion and accuracy. We require that financial transactions be executed in accordance with management's authorization, recorded in a proper manner to maintain accountability for our assets. Our financial information reflects only actual transactions and follows applicable accounting practices.

**Use and Protection of Assets:** We discriminately use and protect the assets of the Company, including property (both physical and intellectual), supplies, consumables, and equipment. We use these assets exclusively for our business purposes.

**Fiscal Responsibility:** Our employees exercise good stewardship over and spend our funds in a responsible manner.

**Use of Information Technology:** At all times, we should use good judgment and common sense; conduct ourselves ethically, lawfully, and professionally; and follow applicable authorization protocols while accessing and using company-provided information technology and its contents. In using these company assets and systems, we do not create, access, store, print, solicit, or send any material that is intimidating, harassing, threatening, abusive, sexually explicit, or otherwise offensive or inappropriate, nor do we send any false, derogatory, or malicious communications.

**Intellectual Property:** We comply with the laws and regulations that govern the rights to and protection of our own and others' copyrights, trademarks, patents, trade secrets, and other forms of intellectual property.

**Creation, Retention, and Disposal of Records and Information Assets:** We create, retain, and dispose of our business records and information assets, both written and electronic, as part of our normal course of business in compliance with applicable regulatory and legal requirements.

**Confidential and Proprietary Information:** We recognize our ethical and legal responsibilities to protect Morris Manufacturing's confidential and proprietary non-public information and communicate it only as necessary to conduct our business. We do not use this information for our personal advantage or for non-business use and maintain this confidentiality even after we are no longer employed by Morris Manufacturing.

**Third-Party Software:** We use software and other content information only in accordance with their associated licenses and/or terms of use. We prohibit the making or using copies of non-licensed copyrighted material, including software, documentation, graphics, photographs, clip art, movie/video clips, sound, and music.

**Conflicts of Interest:** Morris Manufacturing employees are expected to act in the Company's best interests and to exercise sound judgment devoid of personal interests or divided loyalties. Both in the performance of our duties for the Company and in our outside activities, we avoid the appearance of, as well as any actual conflict of interest. If you are in doubt about a potential conflict, speak with your manager, Human Resources, or another member of management.

**Gifts and Entertainment:** Company policy requires the use of good judgment, discretion, and moderation when giving or accepting gifts or entertainment in business settings. Any gifts and entertainment given or received must follow the law and must not violate the giver's or receiver's policies. Refer to IRS Publications 463, 535, and 552 for legal compliance details ([www.irs.gov/publications](http://www.irs.gov/publications)). We do not act in a manner that would place any vendor or customer in a position where she/he may feel obligated to make a gift, provide entertainment, or provide personal favors to do business or continue to do business with Morris Manufacturing.

**Purchasing Decisions and Practices:** In our purchasing decisions, negotiations, contract development, and contract administration we comply with the applicable laws and regulations that govern those relationships.

**Openness, Honesty, and Respect:** In our relationships with each other, customers, and any other agents of business, we strive to be open, honest, and respectful in sharing our ideas, thoughts, and in receiving input.

**Diversity:** Morris Manufacturing promotes and supports a diverse workforce at all levels of the Company. It is our belief that creating a work environment that enables us to attract, retain, and fully engage diverse talents leads to enhanced innovation in our products and services.

**Safety and Health:** A safe and clean work environment is important to the well-being of all employees. We comply with applicable safety and health regulations and appropriate practices.

**Citizenship and Community Service:** We have a strong commitment to the communities we serve and in which we operate. We encourage the support of charitable, civic, educational, and cultural causes.

**Respect for the Environment:** Morris Manufacturing respects the environment and protects our natural resources. We comply with applicable laws and regulations regarding the use and preservation of our land, air, and water.

**The Standards of Business Conduct and Ethics list the following and shall be part of the mission of Morris Manufacturing:**

1. Hold paramount the safety, health, and welfare of the public in the performance of professional duties.
2. Act in such a manner as to uphold and enhance personal and professional honor, integrity, and the dignity of the profession.
3. Treat with respect and consideration all persons, regardless of race, religion, gender, sexual orientation, maternity, marital or family status, disability, age, or national origin.
4. Build professional reputations on the merit of services and refrain from competing unfairly with others.
5. Always recognize that the chief function of Morris Manufacturing is to serve the best interests of its constituency.
6. Conduct organizational and operational duties with positive leadership exemplified by open communication, creativity, dedication, and compassion.

7. Serve with respect, concern, courtesy, and responsiveness in carrying out the organization's mission.
8. Strive for personal and professional excellence and encourage the professional development of others.

These Standards of Business Conduct and Ethics are endorsed by and have the full support of Morris Manufacturing's President and Directors. The President, Executive, Directors, Managers, and Supervisors are responsible for overseeing compliance with and enforcing the Standards of Business Conduct and Ethics.

Violations of Morris Manufacturing's Standards of Business Conduct and Ethics cannot and will not be tolerated.

It is everyone's right and responsibility to obtain guidance about a business practice or compliance issue when they are uncertain about what action they should take and to report possible violations of the Standards of Business Conduct and Ethics.