



Employee Handbook

Zane Networks, LLC

A Guide for Our Employees



Note The content of a manual does not constitute, nor should it be construed as a promise of employment or as a contract between Zane Networks, LLC and any of its Employees.

Zane Networks, LLC at its option, may change, delete, suspend, or discontinue parts or the policy in its entirety, at any time without prior notice.



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1 INTRODUCTION

This document has been developed to familiarize Employees with Zane Networks, LLC (ZaneNet) and provide information about working conditions, key policies, procedures, and benefits affecting employment at ZaneNet.

For Employees who are working under another Prime company, you are also required to be familiar with that company's standard workplace policies that may apply to you in your role.



1.1 Welcome

It is our privilege to welcome you to Zane Networks, LLC (ZaneNet). We wish you every success in your new job, and we hope that you quickly feel at home. This Handbook was developed to describe some of the expectations we have for all our employees and what you can expect from us. We hope that your experience here will be challenging, enjoyable, and rewarding.

We have prepared this Policy Manual to summarize for our staff the Company's employment policies and procedures. We suggest that you become familiar with the Policy Manual as soon as possible and that you keep it "handy" for reference in the event that questions should arise. Although this Manual should provide answers to many of the questions that you may have regarding your relationship with ZaneNet, it cannot possibly resolve every issue that may arise. Accordingly, you should feel free to contact us for clarification of any matter discussed herein or to address any other questions that you may have regarding your employment.

This Employee Handbook is not a contract of employment and does not create a contract of employment. This Handbook does not create a contract, express or implied, guaranteeing you any specific term of employment, nor does it obligate you to continue your employment for a specific period of time. The purpose of the Handbook is simply to provide you with a convenient explanation of present policies and practices at the Company. This Handbook is an overview or a guideline. It cannot cover every matter that might arise in the workplace. For this reason, specific questions regarding the applicability of a particular policy or practice should be addressed to the Human Resources Department.

The Company reserves the right to modify any of our policies and procedures, including those covered in this Handbook, at any time. We make the most recent version of the Handbook available on the Employee section of the ZaneNet website, along with other forms and employee information. We will also seek to notify you of any changes by email and other appropriate means. However, such notice is not required for changes to be effective.

We hope that your experience here will be challenging, enjoyable, and rewarding. Again, welcome and we wish to thank you for your past (if applicable), as well as anticipated future, contributions to the growth of our organization; and wish you continued success and happiness in your employment with us.

Alexandra Jellouette

President



1.2 History

Zane Networks, LLC (ZaneNet), located in Washington DC, serves public and private entities by solving complex problems in the areas of *healthcare quality improvement, audio, video and cabling solutions, web and application development and staffing services*. Founded in 2000, ZaneNet is certified by WBENC as a Woman Owned Small Business (WOSB), by MDOT as a Minority Business Enterprise (MBE/SBE/DBE) and by DSLBD as a Certified Business Enterprise (CBE). ZaneNet designated as a Management Service Organization (MSO) by the Maryland Health Care Commission (MHCC) and is nationally certified by the Electronic Healthcare Network Accreditation Commission (EHNAC). EHNAC certifies that healthcare organizations have the processes and infrastructure in place to ensure that personal health information is stored, accessed and/or transmitted in a private and secure manner.

OUR VISION: *"A guide and catalyst for the future of healthcare"*

OUR MISSION: *"Applying innovation so organizations can better help all people enjoy the highest attainable quality of life and optimal health."*

OUR VALUES (S.E.E.D.S.):

Success is accomplished by hard work, perseverance and the willingness to learn new things

Exploration, new technology and new thinking to solve old problems

Everybody matters

Diversity makes us smarter

Strengthen our community and ourselves by giving back



1.3 Changes in Policy

This manual supersedes all previous Employee manuals.

While every effort is made to keep the contents of this document current, ZaneNet reserves the right to modify, suspend, or terminate any of the policies, procedures, and/or benefits described in the manual with or without prior notice to Employees.





2 EMPLOYEE DEFINITION AND STATUS

2.1 Employment Classification

Understanding the definitions of the employment classifications at ZaneNet is important because your classification is one of the factors that determine your employment status and benefit eligibility. These classifications do not guarantee employment for any specified period of time. Accordingly, employment with ZaneNet is based on mutual consent, either you or ZaneNet has the right to terminate the employment relationship at will at any time, with or without cause or advance notice.

Depending on your position, you are designated as either NONEXEMPT or EXEMPT from federal and state wage and hour laws. The distinction relates to how your job responsibilities are assigned, carried out and managed. Your job description will indicate your status. Your EXEMPT or NONEXEMPT classification may be changed only with written notification by ZaneNet management.

NONEXEMPT Employees include regular Employees who are covered by the overtime provisions of the federal Fair Labor Standards Act and local state laws. Employees in this category are entitled to premium pay for work in excess of forty (40) hours in a work week. They are allowed a ten (10) minute paid rest break for each four (4) hours worked.

EXEMPT Employees are excluded from specific provisions of federal and state wage and hour laws. Exempt Employees are paid on a salaried basis. Exempt Employees may have to work hours beyond their normal schedules as work demands require and do NOT qualify for overtime pay.

In addition to the Exempt and Nonexempt categories, you also belong to one of the following employment categories:

REGULAR FULL-TIME Employees are those who are not in a temporary or introductory status and who consistently work thirty (30) or more hours per week. Generally, they are eligible for ZaneNet's benefit package, subject to the terms, conditions, and limitations of each benefit program.

INTRODUCTORY Employees are Employees whose performance is being evaluated to determine whether further employment in a specific position or with ZaneNet is appropriate. Employees who satisfactorily complete the introductory period will be notified of their new employment classification.

REGULAR PART-TIME Employees are those who are hired to work on regular basis for twenty-nine hours (29) or less per week.

TEMPORARY Employees are those holding jobs of limited duration arising out of special projects, abnormal workloads or emergencies. Their work schedule and hours may vary, but the position is required for a specific, known duration, usually less than six (6) months. Full-time temporary Employees are paid in the same manner as regular full-time Employees and



are eligible to receive holiday benefits. While temporary Employees receive all legally mandated benefits (such as Social Security and workers' compensation insurance), they are ineligible for other ZaneNet benefit programs.

STUDENT EMPLOYEES/INTERNS may be hired on a seasonal basis, or during holiday breaks as positions are available. They are paid an hourly rate upon submission of a properly completed timesheet and are not eligible for any Company leave, holiday or Employee benefits.

CONSULTANTS are those independent contractors that are hired to fill a specific need or to perform a designated function for ZaneNet on a contractual basis. They are not Employees of ZaneNet, receive no ZaneNet benefits, have no set schedule and maintain their own business premises and equipment.

2.2 Introductory Period for New Employees

At ZaneNet we want you to be successful at your job. We have found that having an introductory period can be very helpful to new Employees. The introductory period provides you with the opportunity to demonstrate that you can perform your job at a satisfactory level of performance and to determine if the new job meets your expectations. We use this period to evaluate your capabilities, work habits, ability to work well with others and overall performance. Since employment at ZaneNet is based on mutual consent, either you or ZaneNet may end the employment relationship at will at any time during or after the introductory period, with or without cause or advance notice.

The introductory period for all new and rehired Employees is the first ninety (90) calendar days after the date of hire. If there is a significant period of absence during the introductory period, the period will automatically be extended by the length of the absence. Either during the introductory period or at the end of the period, we may extend the introductory period if we determine there was not adequate time to evaluate performance.

When the introductory period is satisfactorily completed, Employees enter the "regular" employment classification.

During the introductory period, new Employees are eligible for legally required benefits, such as workers' compensation insurance and Social Security. After becoming regular Employees, they may also be eligible for other ZaneNet benefit programs, subject to the terms and conditions of each benefits program. Be sure to review the information for each benefits program for the exact eligibility requirements.





3 EMPLOYMENT POLICIES

ZaneNet believes that the work conditions, wages, and benefits it offers to its Employees are competitive with those offered by other employers in this area and in this industry. If Employees have concerns about work conditions or compensation, they are strongly encouraged to voice these concerns openly and directly to the President.

Our experience has shown that when Employees deal openly and directly with their employer, the work environment can be excellent, communications can be clear, and attitudes can be positive. We believe that ZaneNet amply demonstrates its commitment to Employees by responding effectively to Employee concerns.

ZaneNet proudly adheres to the following guidelines in conducting its business.

1. To employ the best qualified person to perform job functions as specified, and to develop competent Employees who understand the philosophy and specific job functions of the Company.
2. To respect the individual rights of each Employee and to treat all Employees with courtesy, dignity and consideration.
3. To assure each Employee the right to discuss freely with his or her Project Manager and if necessary, the President, any matter concerning him or her, or the Company's welfare.
4. To make available to the Employee(s) opportunities for training, development and advancement consistent with individual performance and Company requirements, and to make promotions from within the Company whenever possible.
5. To provide a safe, pleasant and friendly environment for all ZaneNet Employees, as well as for clients, vendors and other visitors of the Corporate Offices.
6. To foster professional satisfaction through encouraging initiative, creativity, improvement of technical skills and abilities, and increased decision-making responsibility.
7. To maximize the quality and efficiency of the services provided to our clients, while maintaining a positive and supportive working atmosphere for all ZaneNet Employees.
8. To ensure that each Employee complies with all laws and regulations applicable to the Business of the Company, and maintains the highest standards of conduct, ethics and integrity in the performance of his or her services on behalf of ZaneNet.



3.1 Nature of Employment

This Policy Manual gives a general understanding of the personnel policies of ZaneNet. It should help answer many common questions. You should review all the policies in the Policy Manual and become familiar with them.

However, this Policy Manual cannot cover every situation or answer every question about employment at ZaneNet. This Policy Manual is also not an employment contract and is not intended to create contractual obligations of any kind.

You became an Employee at ZaneNet voluntarily and your employment is at will. "At will" means that you may terminate your employment at any time, with or without cause or advance notice. Likewise, "at will" means that ZaneNet may terminate your employment at will at any time, with or without cause or advance notice, if we do not violate federal or state laws.

3.2 Equal Employment Opportunity

In order to provide equal employment and advancement opportunities to all individuals, employment decisions at ZaneNet will be based on merit, qualifications, and abilities. ZaneNet does not discriminate in employment opportunities or practices based on race, color, religion, gender, sexual orientation, national origin, age, disability, or any other characteristic protected by law.

This policy governs all aspects of employment, including selection, job assignment, compensation, discipline, termination, and access to benefits and training as well as Company-sponsored social and recreational programs.

If you have a question or concern about any type of discrimination in the workplace, you are encouraged to bring the issue to the attention of your project manager. At ZaneNet, be assured that you can raise concerns and make reports without fear of reprisal. Further, anyone found to be engaging in any type of unlawful discrimination will be subject to disciplinary action, up to and including termination of employment. In addition to our commitment to provide equal employment opportunities to all qualified individuals, we have established an affirmative action program to promote opportunities for individuals in certain protected classes throughout ZaneNet.



3.3 Americans with Disabilities Act

ZaneNet is committed to complying fully with the federal Americans with Disabilities Act (ADA) and ensuring equal opportunity in employment for qualified persons with disabilities.

All employment practices and activities are conducted on a non-discriminatory basis. Our hiring procedures have been reviewed and provide persons with disabilities meaningful employment opportunities. Pre-employment inquiries are made only regarding an applicant's ability to perform the duties of the position.

Reasonable accommodation is available to an Employee with a disability if the disability affects the performance of job functions. All possible adaptations will be made unless doing so will result in an undue hardship to the Company. This policy governs all aspect of employment to ensure equal opportunity for qualified persons with disabilities. We make all employment decisions based on the merits of the situation in accordance with defined criteria, not the disability of the individual.

Qualified individuals with disabilities are entitled to equal pay and other forms of compensation (or changes in compensation) as well as job assignments, classifications, organizational structures, position descriptions, lines of progression, and seniority lists. We make leaves of all types available to all Employees on an equal basis.

ZaneNet is also committed to not discriminate against any qualified Employee or applicant because the person is related to or associated with a person with a disability. ZaneNet will follow any state or local law that provides individuals with disabilities greater protection than the ADA.

This policy is neither exhaustive nor exclusive. ZaneNet is committed to taking all other actions necessary to ensure equal employment opportunity for persons with disabilities in accordance with the ADA and all other applicable federal, state, and local laws.

3.4 Immigration Law Compliance

ZaneNet does not unlawfully discriminate based on citizenship or national origin and is committed to employing only United States citizens and aliens who are authorized to work in the United States. In compliance with the Immigration Reform and Control Act of 1986, each new Employee, as a condition of employment, must complete the Employment Eligibility Verification Form I-9 and present documentation to establish identity and employment eligibility.

Identity can be established by providing a driver's license, a state-issued identification card, or similar document such as a school photograph identification card, voter's registration card or military service record. Employment eligibility can be established through presentation of a



Social Security card, birth certificate or an immigration document. Former Employees who are rehired must also complete Form I-9 if they have not completed one with ZaneNet within the past three (3) years, or if their previous Form I-9 is no longer retained or valid. If proper identity and employment eligibility documents are not provided, continued employment may not be permitted.

3.5 Employment Application

ZaneNet relies on the accuracy of the information provided on the employment application and of other data presented during the hiring process and employment. All candidates for employment with ZaneNet must fully complete, date and sign the ZaneNet standard employment application form, and otherwise provide complete and accurate responses to all inquiries regarding education, experience, skills and other valid and legal requirements or other factors relevant for the position being filled.

ZaneNet will contact references and investigate (including, with limitation, contacting an applicant's previous employers) to verify any portion of the requested information and may deny employment or later terminate the employment of anyone found to have given false, misleading or incomplete information either directly on the application or otherwise through the interview process. If there are any misrepresentations, falsifications, or material omissions in any of this information, we may exclude that applicant from further consideration. If the person was already hired, it could result in termination of employment.

The complete employment application form will be made part of the personnel file of those applicants accepted for employment.

3.6 Anniversary Date

The first day an employee reports to work is his or her official anniversary date.

3.7 Personnel Records and Administration

Personnel files will always be kept confidential and include some or all the following documents:

- Employee Offer Letter, Resume, Application and Job Descriptions
- Tax and Employee Identification Form
- Employee Benefit Enrollment Forms
- Employee Performance Evaluations.

All medical records, if any, will be kept in a separate confidential file.



Personnel files are the property of ZaneNet. Due to the confidential nature of personnel files and ZaneNet's respect for your privacy, only persons with a legitimate business reason will be allowed access to personnel files.

If you wish to see your personnel file, contact the ZaneNet Corporate Office. With reasonable advance notice, you may review your own personnel file in our offices and in the presence of a person authorized by ZaneNet.

3.8 Change of Personal Data

It is the responsibility of Employees to notify ZaneNet with any changes to their name, mailing address, telephone numbers, marital status, dependents' information, educational accomplishments, emergency contact information and other possibly related information.

3.9 Open Positions

ZaneNet provides Employees an opportunity to indicate their interest in open positions and advance within the organization according to their skills and experience. In general, notices of all regular full-time job openings are posted via the careers section of our website, although ZaneNet reserves its discretionary right not to post an opening.

To be eligible to apply for a posted job, Employees must have performed competently for at least ninety (90) calendar days in their current position. Eligible Employees can only apply for those posted jobs for which they possess the required skills, competencies and qualifications.

Job posting is a way to inform Employees of openings and to identify qualified and interested applicants. Other recruiting sources may also be used to fill open positions in the organization's best interests.

3.10 Employee Incentive Program

ZaneNet encourages Employees to identify friends or acquaintances who are interested in employment opportunities and refer qualified outside applicants for posted jobs. Employees should obtain permission from the individual before making a referral, share the knowledge of the organization, and not make commitments or oral promises of employment.

If the referrals are placed and work at least ninety (90) days on a ZaneNet assignment, the referring Employee is entitled to receive a Two Hundred Dollar (\$200.00) referral bonus.

All bonuses within the calendar month will be added to the Employee's compensation for the month directly following.



3.11 Reference Checks

To ensure that individuals who join ZaneNet are qualified and have a strong potential to be productive and successful, it is the policy of ZaneNet to check the employment references for all applicants. All requests from outside parties for information concerning current or former Employees must be forwarded to the President.

3.12 Safety

To assist in providing a safe and healthy work environment for Employees, consultants, and visitors, ZaneNet has established a workplace safety program. This program is a top priority for ZaneNet. Its success depends on the alertness and personal commitment of all ZaneNet Employees. ZaneNet provides information to Employees about workplace safety and health issues through e-mail.

Each Employee is expected to obey the Company's safety rules and to exercise caution in all work activities. Employees must immediately report any unsafe condition to their project manager. Employees who violate safety standards, cause hazardous or dangerous situations or fail to report may be subject to disciplinary action, up to and including termination of employment.

3.13 Building Security

Each Employee must follow the building security rules and regulations listed here:

- Employees are issued access cards and keys for their workplace. They are on loan to ZaneNet Employees to allow them enter work facilities. These items are to be used for the specific purpose of activities related to employment with ZaneNet.
- Ensure all points of entry are secured after entry into facility
- Ensure all visitors are escorted while within the ZaneNet facility.

Employees are not allowed on ZaneNet property after hours without prior authorization from their supervisor.



3.14 Personal Property

ZaneNet assumes no risk for any loss or damage to personal property and recommends that all Employees have personal insurance policies covering the loss of personal property left at the office.

3.15 Health-Related Issues

Employees with life-threatening illnesses, such as cancer, heart disease, and AIDS, often wish to continue their normal pursuits, including work, to the extent allowed by their condition. ZaneNet supports these endeavors if Employees are able to meet acceptable performance standards. As in the case of other disabilities, ZaneNet will make reasonable accommodations in accordance with all legal requirements, to allow qualified Employees with life-threatening illnesses to perform the essential functions of their jobs.

Medical information on individual Employees is treated confidentially. ZaneNet will take reasonable precautions to protect such information from inappropriate disclosure. Project Managers and other Employees are responsible for respecting and maintaining the confidentiality of Employee medical information. Anyone inappropriately disclosing such information is subject to disciplinary action, up to and including termination of employment.

3.16 Employee Requiring Medical Attention

Employees should report all work-related injuries and accidents immediately to the Vice President of Human Resources, and then follow these steps:

1. Submit a completed incident report to the project manager within forth eight (48) hours of incident.
2. Employee is required to make themselves available for questioning regarding incident for at least two (2) months after the incident.

3.17 Workplace Monitoring

ZaneNet may conduct workplace monitoring to help ensure quality control, Employee safety, security, and Client satisfaction.

ZaneNet reserves the right to inspect any package or closed container brought into or taken out of the Corporate Offices.

The computer equipment and systems, and Internet access that Employees may use are always the property of ZaneNet. Therefore, we reserve the right to monitor computer activities. We also reserve the right to retrieve and read any computer files or data composed, sent, or received through Internet connections or stored in our computer systems.



Because we are sensitive to the legitimate rights of privacy of our Employees, we will make every effort to guarantee that workplace monitoring is always done in an ethical and respectful manner.

Employees can request access to information gathered through workplace monitoring that may impact employment decisions. Access will be granted unless there is a legitimate business reason to protect confidentiality or an ongoing investigation.

3.18 Visitors in the Workplace

For safety, insurance, and other business considerations, only authorized visitors are allowed in the workplace. Restricting unauthorized visitors helps maintain safety standards, protects against theft, ensures security of equipment, protects confidential information, safeguards Employee welfare, and avoids potential distractions and disturbances.

The names, addresses, phone numbers, etc., of all ZaneNet Employees are confidential. Employees should never give a home address or home phone number (other than their own to a known caller).

All visitors should enter ZaneNet at the main entrance. Authorized visitors will receive directions or be escorted to their destination. Employees are responsible for the conduct and safety of their visitors.

If an unauthorized individual is observed in the Corporate Offices, Employees should immediately notify the President, or if necessary direct the individual to the main entrance.

3.19 Employment of Relatives

The employment of relatives in the same area of an organization may cause serious conflicts and problems with favoritism and Employee morale. In addition, claims of partiality in treatment at work, personal conflicts from outside the work environment can be carried into day-to-day working relationships.

Although ZaneNet has no prohibition against hiring family members of existing Employees or other Related Parties, we are committed to monitoring situations in which Related Parties work in the same area. In case of actual or potential problems, ZaneNet will take prompt action.

3.20 Weather-Related and Emergency-Related Closings

ZaneNet is open for business unless there is a government-declared state of emergency, inclement weather or unless you are advised otherwise by your supervisor. There may be times when we will delay opening, and on rare occasions, we may have to close. Use common sense and your best judgment when traveling to work in inclement weather.



If the ZaneNet's facilities are closed by the Company or the government employees will be paid for the day. If the ZaneNet facilities are open and you are delayed getting to work or cannot get to work at all because of inclement weather, the absence will be charged to your PTO time in that order. You should always use your judgment about your own safety in getting to work.

When severe weather develops or is anticipated to develop during the day and a decision is made by ZaneNet to close before 5:30 p.m., you will be compensated as if you had worked to the end of your regularly scheduled hours for that day. If you elect to leave prior to the time the ZaneNet closes, you will be required to use personal/sick time or vacation time in an amount equal to the number of hours between the time you left and the time the office closed.

ZaneNet offices follow the Federal government closure schedule but if an employee works under another Prime company, the employee will follow that site's closure schedule.

3.21 Emergency Action Plan

In the event of an emergency (including all accidents, medical situations, fires or smoke, bomb threats, or other threats of violence), the President should be immediately notified. Medical emergencies and criminal activity also require immediate notification of local authorities (through dialing 9-1-1 telephone service). When events warrant the evacuation of the Corporate Offices (including upon activation of the fire/security alarm), Employees should use the nearest exit in a quick and orderly fashion, following any on-the-spot instructions from management. Employees are then to assemble in the alley located in the rear of the building containing the Corporate Offices, or at some other location as communicated by management so that a headcount may be obtained, and to await further instruction and/or information.



4 STANDARDS OF CONDUCT

4.1 General Guidelines

To ensure orderly operations and provide the best possible work environment, we urge you to become familiar with ZaneNet rules and standards of conduct and expect you to follow these rules and standards faithfully.

Although it is not possible to list all the forms of behavior that are considered unacceptable at work, the following are some examples of conduct that may result in disciplinary action, up to and including termination of employment:

- Theft or inappropriate removal or possession of property
- Falsification of employment application, timekeeping records or client records.
- Working under the influence of alcohol or illegal drugs
- Possession, distribution, sale, transfer, or use of alcohol or illegal drugs in the workplace, while on duty, or while operating employer-owned vehicles or equipment
- Fighting or threatening violence in the workplace
- Boisterous or disruptive activity in the workplace
- Negligence or improper conduct leading to damage of employer-owned or Client-owned property
- Insubordination or other disrespectful conduct
- Violation of safety or health rules
- Smoking in prohibited areas
- Sexual or other unlawful or unwelcome harassment
- Possession of dangerous or unauthorized materials, such as explosives or firearms, in the workplace
- Excessive absenteeism or any absence without notice
- Unauthorized disclosure of business "secrets" or confidential information.
- Violation of personnel procedures.
- Unsatisfactory performance or conduct.
- Refusal to accept a proper job assignment.
- Immoral conduct of any kind.
- Intimidation or coercion of other Employees.
- Absence for three (3) consecutive workdays without notifying his or her Project Manager.
- Unauthorized use of telephones, mail system, or other employer-owned equipment
- Violation of personnel policies.
- Unauthorized use of client and/or ZaneNet stationery.
- Failure to call when absent.



Notwithstanding the foregoing, it is understood that, except for those a party to a written contract, each ZaneNet Employee is an "at will" Employee, and therefore either party may terminate the employment relationship at any time, with or without cause, and with or without advance notice, warning or progressive discipline.

4.2 Client Relations

Clients are among our company's most valuable assets. Each of you represents ZaneNet to our Clients and the public. The way we do our jobs presents an image of our entire Company. Clients judge us by how they are treated each time they have contact with us. Therefore, one of our top business priorities is to assist any Client or potential Client. Nothing is more important than being courteous, friendly, helpful, and prompt in the attention you give to Clients.

If a Client wishes to make a specific comment or complaint, you should direct that person to the project manager for appropriate action. Remember that your contacts with the public in person, over the telephone, and through all your online communications reflect on you and ZaneNet. Positive Client relations will not only enhance the public's image of ZaneNet but also pay off in greater Client loyalty and increased sales and profit.

4.3 Attendance and Punctuality

As an Employee of ZaneNet, we expect you to be reliable and punctual by reporting for work on time and as scheduled. Absenteeism and tardiness place a burden on other Employees and can impact productivity and service. In the rare instances when you cannot avoid being late or are unable to work as scheduled, be sure to notify your supervisor as soon as possible so that appropriate arrangements can be made.

Poor attendance and excessive tardiness are disruptive. Either may lead to disciplinary action, up to and including termination of employment.

All Employees are required to keep the office advised of their departure from and return to the premises and where they can be reached during the workday. This is necessary for communication, scheduling purposes, if an emergency arises, and for verification purposes. Whenever possible, please leave a number at which you can be reached when on business away from the Corporate Offices.

The following are the responsibilities of ZaneNet:

- Authorization – To authorize or refuse the advance request of an Employee to be absent.
- Investigation – To investigate absences.
- Evaluation – To evaluate the necessity of the absence.
- Discipline – To deny absence pay for any absence in violation of this policy and to impose reasonable penalties when violations of the policy occur.



The following are the responsibilities of the Employees:

- Advance Notice – When the need to be absent from work is known in advance, the Employee must notify his or her Project Manager or other direct supervisor at least five (5) days before the time he or she is due to report to work.
- Unexpected Absence – When an Employee who has not given advance notice, finds that he/she cannot report to work, he/she must notify his or her Project Manager or other supervisor within one (1) hour after the beginning of the workday.
- Failure to Give Notice: If an Employee does not give notice as required above or does not offer a valid reason for not giving notice, they shall be subject to disciplinary measures.
- Illness or Injury Absence During or Extending Vacation Period – When an Employee has an approved absence for an illness or injury that extends into a scheduled vacation period, the Employee will continue on an absence status until the normal completion of the absence period, and the vacation period shall be rescheduled, unless otherwise arranged.
- Limits on Absences – Unless an absence has been authorized in advance, or an absence is either unavoidable or justifiable, every Employee shall be expected to report to work at the scheduled time. An unexcused absence will be grounds for dismissal.

4.4 Work Schedule

Unless otherwise specified, regular full-time Employees are expected to work at least forty (40) hours per workweek. Working hours for ZaneNet Employees may vary depending upon the project and/or place of employment. Working hours for Employees on site shall be determined by the project's needs. Sales and other personnel responsible for sales calls or for other business reasons attending meetings shall work such hours as may be required under the circumstances.

4.5 Absence and Lateness

From time to time, it may be necessary for an Employee to be late or absent from work. ZaneNet is aware that emergencies, illnesses, or pressing personal business that cannot be scheduled outside work hours may arise. It is the responsibility of all Employees to contact all affected parties if they will be absent or late.

An Employee requesting leave must submit their request via Gusto in advance (except in the case of illness or other emergency) five (5) days prior to taking the leave.

An Employee using sick leave should submit their PTO request within twenty-four (24) hours of returning to work.

All other leaves should be requested as dictated by their individual policy.



4.6 Unscheduled Absence

Absence from work for three (3) consecutive days without notifying the Manager will be considered a voluntary resignation.

4.7 Meal and Break Periods

Each Employee working a full day is entitled to a 30 minute lunch break with two 15 minute breaks to be taken at such time as may be arranged with his or her Project Manager. Employees are expected to handle any personal matters or affairs that could otherwise interfere with ordinary working hours during their lunch break.

All Non-Exempt Employees are also entitled to two (2) additional rest periods for every five (5) hours worked (to be scheduled with the Employee's Manager). These rest periods cannot be combined. Breaks may not be taken at the beginning or end of a work shift and may not be accumulated in any fashion if not taken during the workday. Clients may require the staff to take their breaks on aschedule.

Employees will be relieved of all active responsibilities and restrictions during rest and meal periods and will not be compensated for that time.

4.8 Sexual and Other Unlawful Harassment Policy

ZaneNet is committed to providing a work environment that is free of discrimination and unlawful harassment. Employees are expected to be sensitive to the individual rights of their co-workers. Actions, words, jokes, or comments based on an individual's sex, race, ethnicity, age, religion, or any other legally protected characteristic will not be tolerated. This policy applies to all Employees when on Company premises or while acting on behalf of the Company at another location. Each Employee is responsible for maintaining acceptable standards of personal behavior and for assuring that others can do the work assignments in a professional environment free from harassment.

For the purposes of this policy, sexual harassment is defined as unwelcome sexual advances, requests for sexual favors, and other verbal or physical conduct of a sexual nature when: (a) submission of such conduct is made either explicitly or implicitly a term or condition of an individual's employment; (b) submission or rejections of such conduct by an individual is used as a basis for employment decisions; or (c) such conduct unreasonably interferes with an individual's work performance or creates an intimidating, hostile or offensive working environment. Sexual harassment can include harassment between individuals of the same sex.

Examples of prohibited harassment of a non-sexual nature include but are not limited to:

- * Verbal conduct such as name calling, inappropriate jokes, slurs, and other unwanted and unwarranted comments;



- * Visual conduct such as derogatory pictures, cartoons, drawings, or gestures.
- * Physical conduct such as assault or other physical touching or interference with work because of gender, race, or any other protected basis; or
- * Retaliation for having reported or threatened to report harassment.

Any Employee who wants to report an incident of sexual or other unlawful harassment should follow the following steps:

- (a) Notification – Employees who believe that they have been harassed or believe that they have witnessed harassment should discuss their concerns with the President (or if the conduct involves the President, with any other high-ranking officer of the Company). The Company encourages individuals who believe they have been harassed to promptly advise the offender that his/her behavior is unwelcome. The Company also recognizes that it is not necessary for an individual to talk directly to an offender if it would make the individual uncomfortable to do so.
- (b) Timeliness in Reporting an Incident – Prompt reporting of incidents is important so that an investigation may be conducted, and appropriate action may be taken. Although no fixed period has been set for reporting harassment incidents, a delay in reporting may impair the Company's ability to investigate the matter and impede efforts to remedy the situation.
- (c) Investigating Process – Any reported allegation of harassment will be investigated promptly. The investigation may include interviews with the parties involved and, where necessary, with individuals who may have observed the alleged conduct or may have relevant knowledge. Any reported allegations will be handled in a sensitive and discreet manner.
- (d) Confidentiality – In order to protect the privacy of persons involved to the fullest extent possible, every reasonable effort will be made to maintain confidentiality throughout the entire investigation process.
- (e) Protection Against Retaliation – Retaliation against an individual who makes a report of alleged harassment or assists in providing information relevant to a claim of harassment is, itself, a serious violation of this policy. Acts of retaliation should be reported immediately and will be dealt with appropriately.
- (f) Responsive Action – Prompt responsive action will be taken in all cases of misconduct consisting of harassment. Such action may include training, referral to counseling and disciplinary action such as warnings, reprimands, withholding of a promotion, reassignment, suspension without pay, compensation adjustments or termination.

A form of harassment may also occur when a client, vendor, agent or other non-Employee of the Company is involved, along with an Employee of ZaneNet, in offensive conduct of a nature described above in this Section. If an Employee believes they have been harassed by a third party while performing services on behalf of ZaneNet, they should follow the reporting procedures described above in this Section. While ZaneNet does not have supervisory control over these third parties, it shall take appropriate action, which may include, but not be limited to, warnings to the offender, notification of the behavior to the offender's employer or other appropriate authority, or termination of the third party's

engagement. Acts of harassment by Company Employees against third parties will not be tolerated and will result in appropriate discipline, which may include immediate termination from employment.

4.9 Violence in the Workplace

ZaneNet has adopted a policy prohibiting workplace violence. Consistent with this policy, acts or threats of physical violence, including intimidation, harassment, and/or coercion, which involve or affect ZaneNet or which occur on ZaneNet or client property, will not be tolerated.

4.10 Confidential Information and Nondisclosure

The Company's Employees may have access from time-to-time to certain confidential and proprietary information owned by the Company, which information constitutes the Company's "trade secrets" under state law. Trade secrets give the business a competitive advantage, and may consist of customer lists, business forms, computer programs, processes, marketing plans, pricing data and development among other things.

In order to protect trade secrets from disclosure to competitors, the Company takes a number of steps, including but not limited to the training of its Employees regarding the dissemination of confidential information, limiting access of confidential information, identifying certain materials as "CONFIDENTIAL", having certain Employees sign non-disclosure agreements, requiring exit interviews, keeping certain information in securely locked facilities and prohibiting the copying of trade secret documents.

Due to the nature of the Company's business, its Employees, in the normal course of their duties, may further have access from time-to-time to certain information of a confidential and proprietary nature belonging to, or gather in relation to, the Company's contractors, vendors or clients. Employees shall take all appropriate action to maintain the confidentiality of this information, and shall neither disclose to any person or entity, nor use for any purpose other than in the conduct of their duties on behalf of the Company, any such information belonging or otherwise relating to the Company's contractors, vendors or clients.

Such confidential information includes, but is not limited to, the following examples:

- Computer processes
- Computer programs and codes
- Client lists
- Client preferences
- Financial information
- Marketing strategies
- New materials research
- Pending projects and proposals
- Proprietary production processes

- Research and development strategies
- Scientific data
- Scientific formulae
- Scientific prototypes
- Technological data
- Technological prototypes
- Personal Health Information (PHI)

4.11 Ethical Standards

The successful business operation and reputation of ZaneNet is built upon the principles of fair dealing and ethical conduct of our Employees. Our reputation for integrity and excellence requires careful observance of the spirit and letter of all applicable laws and regulations, as well as a scrupulous regard for the highest standards of conduct and personal integrity.

Our continued success is dependent upon our Clients' trust and we are dedicated to preserving that trust. Employees owe a duty to ZaneNet, our Clients, and to act in ways that will merit the continued trust and confidence of the public.

As an organization, ZaneNet will comply with all applicable laws and regulations and we expect our directors, officers, and Employees to conduct business in accordance with the letter, spirit, and intent of all relevant laws and to refrain from any illegal, dishonest, or unethical conduct.

In general, you should find that using good judgment, based on high ethical principles, will guide you to act appropriately. If you are unsure about the proper course of action, you should discuss the matter openly with your supervisor. If necessary, you may also contact the ZaneNet Corporate Office for advice and consultation.

It is the responsibility of every ZaneNet Employee to comply with our policy of business ethics and conduct. Further, if an Employee becomes aware of possible unethical conduct, it is that Employee's responsibility to bring it to the attention of the President. Employees may raise ethical concerns without fear of reprisal. Disregarding or failing to comply with this standard of business ethics and conduct could lead to disciplinary action, up to and including possible termination of employment.

4.12 Location Appearance

A standard work area will be provided for all Employees. Exceptions will be made only for medical reasons. To make the appropriate impression on our clients, vendors and other visitors, all areas of the Corporate Offices and ZaneNet Project locations must be kept clean and neat.



4.13 Dress Code

Dress, grooming and personal cleanliness standards contribute to the morale of all Employees and affect the business image ZaneNet presents to clients and visitors. ZaneNet requires its Employees to comply with our policy to dress at least business casual. During business hours or whenever representing ZaneNet, you are expected to present a clean, neat, and tasteful appearance—video conference calls or in person. You should always dress and groom yourself according to the requirements of your position and accepted social standards. This is particularly true if your job involves dealing in person with Clients or visitors.

All Employees are expected to maintain a high level of professionalism, particularly when meeting clients, and comply with the dress codes of client sites. We want everyone to take personal and professional pride in his/her appearance. ZaneNet reserves the right to send any Employee home if his/her appearance does not meet standards. An Employee's time away from work to change his/her appearance shall be without pay.

Your Manager is responsible for establishing a reasonable dress code appropriate to the job you perform. If your Manager feels your personal appearance is inappropriate, you may be asked to leave work until you can return properly dressed or groomed. If this happens, you will not be paid for the time away from work. Consult your Project Manager if you have questions about what constitutes appropriate appearance. We may, when necessary, make reasonable accommodation in the personal appearance policy for a person with a disability.

Because personal style can be important to people, we do not want to restrict individual tastes unnecessarily. However, to give additional guidance, we expect ZaneNet Employees to follow the personal appearance guidelines below, whether remote or in person:

- Shoes must provide safe, secure footing, and offer protection against hazards.
- Canvas or athletic type shoes are not appropriate professional attire.
- Tank tops, tube or halter tops, or shorts may not be worn under any circumstances.
- Mustaches and beards must be clean, well-trimmed, and neat.
- Hairstyles are expected to be in good taste.
- Unnaturally colored hair and extreme hairstyles, such as spiked hair and shaved heads, do not present an appropriate professional appearance.
- Offensive body odor and poor personal hygiene is not professionally acceptable.
- Facial jewelry, such as eyebrow rings, nose rings, lip rings, and tongue studs, is not professionally appropriate and must not be worn during business hours.
- Visible excessive tattoos and similar body art must be covered during business hours.

4.14 Technology Statement

ZaneNet provides Employee's access to equipment, electronic mail (e-mail) and on-line data base services (e.g. the Internet) in order to provide excellent service to our clients and to facilitate communication channels. There are some unique attributes to e-mail and Internet access that require all Employees to use these services prudently to protect the interests of ZaneNet and to insulate the Company from liability. The use of any software and business equipment (including but not limited to facsimiles, computers and copy machines) for private purposes should be kept to a minimum.

4.15 Email Usage

All e-mail composed, transmitted or received via ZaneNet computer communications system is part of the official records of the Company, and as such, is subject to disclosure to law enforcement and other third parties. Consequently, Employees should always ensure that the business information content in e-mail messages and other transmission is accurate, appropriate, ethical and lawful.

We strive to maintain a workplace that is free of harassment and sensitive to the diversity of our Employees. Therefore, we prohibit the use of computers and the email system in ways that are disruptive, offensive to others, or harmful to morale. Data that is composed, transmitted, accessed or received via the Company's Internet access system must also not contain content that could be considered discriminatory, offensive, obscene, threatening, harassing, intimidating or disruptive to any Employee or other person. Examples of unacceptable content include, but are not limited to, sexual comments or images, racial slurs, gender-specific comments, or any other comments or images that could reasonably offend someone on the basis of race, age, sex, religious or political beliefs, national origin, disability, sexual orientation, or any other characteristic protected by law.

The ZaneNet e-mail system is subject to the Company's general policy on the solicitation of others – commercial ventures, religious or political causes, outside organizations, or other non-business matters.

Except to the extent that ZaneNet determines that certain information should be kept confidential for its own benefit, no privacy right is granted, warranted or represented by ZaneNet in connection with e-mail messages sent by the Employees, and Employees should not assume that any privacy right exists in their e-mail messages sent to other or saved in the system.

No Employee has any right to expect that his or her e-mail messages or Internet access will not be tracked, intercepted or read - either by mistake or intentionally - by another person. As a general guideline, an Employee should never say anything in an e-mail message or take any action on the Internet (including but not limited to accessing or downloading any material or providing any information) that he or she would not want an unintended person to discover.



In that the e-mail system is owned by ZaneNet, it will be periodically monitored to ensure that the system is working properly, that no viruses have been introduced, and that all Employees are following this policy. Employees should be aware that e-mail messages that the Employee deletes are often retained by the system for some period of time and are therefore also subject to ZaneNet review. An Employee's use of the e-mail system constitutes his or her consent of management's review of electronic messages, for purposes of state and federal wire-tapping statutes. ZaneNet shall have the right to expunge from the system any inappropriate or non-work-related content found on its e-mail system.

Confidential information shall be preserved and shall not be disclosed or disseminated through the ZaneNet e-mail system to those who do not have direct need to know.

Employees should not open or read e-mail messages and/or attachments either received from sources that they do not recognize or that are from recognizable parties but are unexpected (as a virus may be automatically send to you along with every other address saved in an infected party's e-mail directory). Should an Employee receive an e-mail message from a recognizable party, but which is unexpected or appears unusual, he or she should contact the sending party before opening the e-mail message in order to confirm its authenticity. In all other cases, the Employee should delete the e-mail message immediately. If the Employee believes that he or she has received a message containing a virus, or if the workstation has through other means (e.g. the use of a USB or Internet download) contracted a virus, the Employee should immediately notify their Project Manager and they will contact the IT Department.

Email and PHI Policy: The ZaneNet email system shall not be used for communication of Passwords, Experian Credit Data or Protected Health Information (HIPAA).

Remote Work: This remote work policy establishes guidelines for employees who work from a location other than our office. We will provide remote employees with laptops, headsets (if requested or required) and other software and equipment that are essential to their job duties. Equipment supplied by Zane Networks is to be used for business purposes only.

ZaneNet is not responsible for expenses associated with working at home, including heat, electricity, internet or phone service.

Employees who work remotely are expected to:

- Be fully accessible during their regular work hours.
- Have regularly scheduled and approved work hours.
- Respond to critical emails as quickly as possible.
- Request PTO for taking time off outside of the normal lunch and breaks
- Dress professionally during videoconference meetings (similar as you dress in person)

Remote employees are expected to take proper measures to ensure the protection of company data, proprietary information and assets. Employees must:



- Use password protected equipment
- Keep confidential documents in locked filing cabinets
- Refrain from using public Wi-Fi
- While working with PHI ensure that the information is kept secure and private
- Comply with the Computer Acceptable Use Policy and Password Protection Policy (please see attached)

Failure to fulfill work requirements or adhere to policies and procedures while working remotely may result in the termination of the remote work option.

4.16 Use of Internet

All Internet data that is composed, transmitted, or received via our computer systems is considered to be part of our official records. This means that it is subject to disclosure to law enforcement or other third parties. Therefore, you should always make sure that the business information contained in Internet email messages and other transmissions is accurate, appropriate, ethical, and lawful.

We strive to maintain a workplace that is free of harassment and sensitive to the diversity of our Employees. Therefore, we prohibit the use of the internet in ways that are disruptive, offensive to others, or harmful to morale. Data that is composed, transmitted, accessed or received via the Company's Internet access system must also not contain content that could be considered discriminatory, offensive, obscene, threatening, harassing, intimidating or disruptive to any Employee or other person. Examples of unacceptable content include, but are not limited to, sexual comments or images, racial slurs, gender-specific comments, or any other comments or images that could reasonably offend someone on the basis of race, age, sex, religious or political beliefs, national origin, disability, sexual orientation, or any other characteristic protected by law.



Except to the extent that ZaneNet determines that certain information should be kept confidential for its own benefit, no privacy right is granted, warranted or represented by ZaneNet in connection with e-mail messages sent by the Employees, and Employees should not assume that any privacy right exists in their e-mail messages sent to other or saved in the system.

ZaneNet does not allow the unauthorized use, installation, copying, or distribution of copyrighted, trademarked, or patented material on the Internet. As a general rule, if you did not create the material, do not own the rights to it, or have not received authorization for its use, you may not put the material on the Internet. You are also responsible for ensuring that a person sending material over the Internet has the appropriate distribution rights.

Before you download or copy a file from the Internet, you should take the necessary anti-virus precautions. ZaneNet requires that all downloaded files be checked for viruses. All compressed files must be checked for viruses both before and after decompression.

Employees whose Internet usage violates laws or ZANENET policies are subject to disciplinary action, up to and including termination of employment. Employees may also be held personally liable for any violations of this policy.

The following are examples of some actions and activities that are prohibited, and which could result in disciplinary action:

- Sending or posting discriminatory, harassing, or threatening messages or images
- Using the organization's time and resources for personal gain
- Stealing, using, or disclosing someone else's code or password without authorization
- Copying, pirating, or downloading software and electronic files without permission
- Sending or posting confidential material, trade secrets, or proprietary information outside of the organization
- Violating copyright law
- Failing to observe licensing agreements
- Engaging in unauthorized transactions that may incur a cost to the organization or initiate unwanted Internet services and transmissions
- Sending or posting messages or material that could damage the organization's image or reputation
- Participating in the viewing or exchange of pornography or obscene materials
- Sending or posting messages that defame or slander other individuals
- Attempting to break into the computer system of another organization or person
- Refusing to cooperate with a security investigation
- Sending or posting chain letters, solicitations, or advertisements not related to business purposes or activities
- Using the Internet for political causes or activities, religious activities, or any sort of gambling
- Jeopardizing the security of the organization's electronic communications systems
- Sending or posting messages that disparage another organization's products or services
- Passing off personal views as representing those of the organization



- Sending anonymous email messages
- Engaging in any other illegal activities

HIPAA Data and Firewall Management: Data security and firewall management are critical to ensuring Protected Health Information (PHI) in accordance, in particular, with HIPAA regulations. Firewalls, Passwords and Administrative Safeguards are important aspects of computer security. They are the front line of protection for user accounts. All Zane Networks employees (including contractors, business associates and vendors with access to Zane Networks systems) are responsible for taking the appropriate steps, as outlined below, to enforce effective data security, firewall and administrative safeguard procedures.

Firewalls, Passwords and Administrative Safeguards are important aspects of computer security. They are the front line of protection for user accounts. All Zane Net's employees (including contractors, business associates and vendors with access to Zane Networks systems) are responsible for taking the appropriate steps, as outlined below, to enforce effective data security, firewall and administrative safeguard procedures.

4.17 Social Media

The term "social media" includes all means of communicating or posting information or content of any sort on the Internet, including to your own or someone else's blog, personal website, social networking or affinity website, web bulletin board, or a chat room, whether or not associated or affiliated ZaneNet, as well as any other form of electronic communication. The same principles and guidelines found in ZaneNet rules, policies and procedures apply to an employee's social media activities online.

Any conduct that adversely affects an employee's job performance or the performance of fellow employees, or otherwise adversely affects ZaneNet's legitimate business interests, may result in disciplinary action, up to and including termination. Similarly, inappropriate postings, including but not limited to discriminatory remarks, harassment and threats of violence or similar inappropriate or unlawful conduct will not be tolerated and may result in disciplinary action, up to and including termination. However, this restriction will not apply to any postings made in the exercise of any rights granted to an employee by federal law.

4.18 Use of Computer Software

ZaneNet purchases and licenses the use of various computer software for business purposes and does not own the copyright to this software or its related documentation. Unless the software developer authorizes us, we do not have the right to reproduce the software for use on more than one computer.

ZaneNet Employees may only use licensed software installed by ZaneNet or licensed software on the local area network computer owned by ZaneNet or their assigned computer.

U.S Copyright law dictates that illegal reproduction of software is subject to civil damages and criminal penalties, including fines and imprisonment. ZaneNet Employees who make, acquire or use unauthorized copies of computer software are solely responsible for any damages. Notify your Project Manager or any member of management if you learn about a



violation of this policy. Employees who violate this policy are subject to disciplinary action, up to and including termination of employment. Each Employee agrees that he or she is solely responsible for demonstrating valid licensing of any software installed on their assigned computer other than by ZaneNet personnel.

4.19 Fire Prevention

All Employees shall share in the responsibility for minimizing the risk of fire in the workplace. Equipment, inventory and other materials shall not be stacked or placed in front of, against or on top of fire extinguishers, fire doors, exits, stairways, electrical equipment, heating vents, etc. Employees should familiarize themselves with the location of fire exits and other firefighting equipment (e.g. extinguishers, etc.). Smokers must extinguish their cigarettes fully in proper receptacles, and not throw burning cigarettes nor extinguished butts into trashcans, parking lots or surrounding areas. In case of fire, Employees shall assist in any way with the calm and orderly evacuation of the building.

4.20 Smoking Policy

In keeping with ZaneNet's intent to provide safe and healthy work environment, smoking is prohibited throughout the workplace. If an Employee smokes outside of the work location, it is his or her responsibility to maintain the cleanliness and appearance of the property.

4.20 Alcohol and Substance Abuse

ZaneNet wants to provide a drug-free, healthful, and safe workplace. To meet this goal, we expect you to report to work in a mental and physical condition that enables you to perform your job in a satisfactory manner. The purpose of this policy is to ensure that Employees are good responsible citizens, reduce accidental injury to person or property, and to reduce absenteeism, tardiness, and indifferent job performance. While on ZaneNet premises or while conducting business-related activities off ZaneNet premises, you may not use, possess, distribute, sell, or be under the influence of alcohol or illegal drugs.

The use of any legally obtainable drug, including both non-prescription (over-the-counter) and prescription medication, by Employees while working in the Corporate Offices or outside of the Offices while on a Project or otherwise performing ZaneNet business, is also a cause of concern as the medication may adversely affect the individual's ability to perform assigned duties, thereby endangering him or herself, others, or company operations and property. Employees must be sure to describe their job duties to the prescribing physician to determine whether use of the medication presents any safety hazards. Employees are further expected to advise their Project Manager when taking any medication which could have an impact on the individual's ability to perform assigned duties safely. Where appropriate, the Company may reassign the individual to other duties while taking said medication.

Violations of this policy may lead to disciplinary action, up to and including immediate termination of employment, and/or required participation in a substance abuse rehabilitation or treatment program. Employees may be suspended with or without pay, pending completion of an investigation. ZaneNet reserves the right to search Employee's personal



effects brought into the Corporate Offices along with the Employee's work area when an Employee is suspected of being involved in alcohol, drug or controlled substance abuse activities. Confiscated substances will be turned over to the proper law enforcement authority, which may result in criminal prosecution. Under the Drug-Free Workplace Act Employees must notify ZaneNet of any criminal drug statute conviction within five (5) calendar days after the conviction. Such violations may also have legal consequences.

An Employee with a drug, alcohol or controlled substance problem may request approval to take unpaid time off to participate in a rehabilitation or treatment program through our health insurance benefit coverage, if the Employee's substance abuse problem has not already resulted in disciplinary action and the Employee is not currently subject to immediate disciplinary action. The time off may be granted if the Employee agrees to abstain from using the problem substance; abides by all ZaneNet policies, rules, and prohibitions relating to conduct in the workplace; and if granting the time off will not cause ZaneNet any undue hardship.

Employees may be required as a condition of retaining employment to enroll in and complete a prescribed treatment program. Employees undergoing counseling or treatment will not be exempt from ZaneNet's rules, policies, procedures or disciplinary application.

If you have questions about this policy or issues related to drug or alcohol use at work, you can raise your concerns with your manager without fear of reprisal.

4.21 Conflict of Interest and Gifts

Employees have an obligation to conduct business within guidelines that prohibit actual or potential conflicts of interest. This policy establishes only the framework within which ZaneNet wishes the business to operate. The purpose of these guidelines is to provide general direction so that Employees can seek further clarification on issues related to the subject of acceptable standards of operation.

An actual or potential conflict of interest occurs when an Employee is in a position to influence a decision that may result in a personal gain for that Employee or for a related party as a result of ZaneNet's business dealings. "Personal gain" may result not only in cases where an Employee or related party has a significant ownership in a firm with which the Company does business, but also when an Employee or relative receives a kickback, bribe, substantial gift or special consideration as a result of any transaction or business dealing involving the Company.

No "presumption of guilt" is created by the mere existence of a relationship. If Employees have any influence over transactions involving purchases, contracts, or leases, it is imperative that they disclose any actual or potential conflict of interest to ZaneNet as soon as possible so that safeguards can be established to protect all parties. Promotional plans that could be interpreted to involve unusual gains require approval from the President.

ZaneNet Employees and their relatives may not accept any cash gift, gratuity or property, valued at more than fifty dollars (\$50.00) from vendors, clients or anyone else having business dealings with the Company, or from anyone seeking to do business with the



Company. It is a violation of Company policy to have any undisclosed equity in a company with which ZaneNet does business. Any applicable disclosures must be submitted to the President.

Business dealings with outside firms shall also not result in unusual gains (such as bribes, product bonuses, special fringe benefits, etc.) for those firms.

4.22 Solicitations and Distributions

To ensure a productive and harmonious work environment, people not employed by ZaneNet may not solicit or distribute literature in the workplace at any time for any purpose.

ZaneNet recognizes that Employees may have interests in events and organizations outside the workplace. However, Employees may not solicit or distribute literature concerning these activities during working time. (Working time does not include lunch periods, work breaks, or any other periods in which Employees are not on duty.)

In addition, the posting of written solicitations on company bulletin boards is restricted. These bulletin boards display important information, and Employees should consult them frequently for:

- * Employee announcements
- * Internal memoranda
- * Job openings
- * Organization announcements
- * Payday notice
- * Workers' compensation insurance information
- * State disability insurance/unemployment insurance information

If Employees have a message of interest to the workplace, they may submit it for approval, only approved messages will be posted.

4.23 Complaint Procedure

ZaneNet is committed to providing the best possible working conditions for its Employees. ZaneNet encourages an open and frank atmosphere in which any problem, complaint, suggestion, or question receives a timely response from ZaneNet managers.

ZaneNet tries hard to ensure fair and honest treatment of all Employees. We expect project managers and Employees to treat each other with mutual respect. We encourage Employees to give positive and constructive criticism to each other.

If you disagree with ZaneNet's rules of conduct, policies, or practices, you can state your concerns through the problem resolution procedure described in this policy. You will not be

penalized, formally or informally, for making a complaint as long as you do it in a reasonable, business-like manner. You will also not be penalized for using this problem resolution procedure.

If a situation occurs when you believe that a condition of employment or a decision that affects you is not fair, you are encouraged to use the following problem resolution steps. You may stop the procedure at any step.

- I. Employee presents the problem to the project manager within seven (7) calendar days after the incident occurs. If the project manager is unavailable or the Employee believes that the project manager would have a conflict of interest, the Employee may go directly to the President.
- II. The project manager responds to the problem during the discussion or within seven (7) calendar days, after consulting with the appropriate managers, when necessary. The project manager documents the discussion.
- III. The Employee presents the problem to the President within seven (7) calendar days, if the problem is unresolved.
- IV. The President counsels or advises the Employee, assists in putting the problem in writing, and meets with the Employee's project manager, if necessary.
- V. The President reviews and considers the problem. The Employee will be informed of a decision within seven (7) calendar days. A copy of the written response will be retained by the President for the Employee's personnel file. The President has full authority to make any adjustment deemed appropriate to resolve the problem.

Not every problem can be resolved to everyone's total satisfaction. However, we believe that honest discussion and listening to each other will build confidence between Employees and project managers and help make ZaneNet a better place to work.

4.24 Notification

In the case of accidents that result in injury, regardless of how insignificant the injury may appear, Employees should immediately notify their manager by completing an incident report form. Such reports are necessary to comply with laws and initiate insurance and workers' compensation benefit procedures. All bills for medical care resulting from an accident or injury must be sent directly to the President.

4.25 Corrective Procedure

This policy describes the policy for administering equitable and consistent discipline for unsatisfactory conduct at ZaneNet. We believe that the best disciplinary measure is the one that does not have to be enforced and comes from good leadership and fair supervision at all employment levels.

ZaneNet's own best interest lies in ensuring fair treatment of all Employees and make certain that disciplinary actions are prompt, uniform, and impartial. The major purpose of any



disciplinary action is to correct the problem, prevent recurrence, and prepare the Employee for satisfactory performance in the future.

Although your employment is based on mutual consent and both you and ZaneNet have the right to terminate employment at will, with or without cause or advance notice, ZaneNet may use progressive discipline at its discretion.

Disciplinary action may call for any of four steps -- verbal warning, written warning or termination of employment -- depending on the severity of the problem and the number of occurrences. There may be circumstances when one or more steps are bypassed.

Progressive discipline means that, with respect to most disciplinary problems, these steps will normally be followed: a first offense may call for a verbal warning; a next offense may be followed by a written warning; and still another offense may then lead to termination of employment.

ZaneNet recognizes that there are certain types of Employee problems that are serious enough to justify either a suspension, or, in extreme situations, termination of employment, without going through the usual progressive discipline steps.

While it is impossible to list every type of behavior that may be considered a serious offense, the Employee Conduct and Work Rules policy includes examples of problems that may result in immediate suspension or termination of employment. However, the problems listed are not all necessarily serious offenses, but may be examples of unsatisfactory conduct that will trigger progressive discipline.

ZaneNet uses progressive discipline, with the hope that most Employee problems can be corrected at an early stage, benefiting all parties involved.

4.26 Crisis Suspension

An Employee who commits any serious violation of ZaneNet policies at minimum will be suspended without pay pending an investigation of the situation. Following the investigation, the Employee may be terminated without any previous disciplinary action having been taken.

4.27 Transfer Policy

ZaneNet recognizes that a desire for career growth and other needs may lead an Employee to request a transfer to another position. An Employee with proper qualifications will be eligible for consideration for transfer to another department provided that the transfer does not occur within one year of the Employee's date of hire or within one year of any previous transfer.



4.28 Outside Employment

Although ZaneNet cannot prohibit Employees from holding outside jobs, it is strongly discouraged if working a full-time job at ZaneNet. If an Employee does attain an outside job, they must notify ZaneNet and still meet the performance standards of their job with the company. All Employees will be judged by the same performance standards and will be subject to ZaneNet scheduling demands, regardless of any existing outside work requirements.

If ZaneNet determines that an Employee's outside work interferes with his or her performance or the ability to meet the requirements of his or her position, as it may be modified from time to time, the Employee may be asked to terminate the outside employment if he or she wishes to remain with ZaneNet.

Employees may not receive any income or material gain from individuals outside ZaneNet for materials produced or services rendered while performing their jobs.

4.29 Employment Termination/Resignation

Termination of employment is an inevitable part of personnel activity within the organization, and many of the reasons for termination are routine. Below are examples of some of the most common circumstances under which employment is terminated:

Resignation – voluntary employment termination initiated by an Employee

Discharge – involuntary employment termination initiated by the organization

ZaneNet issues a final paycheck to a terminated employee the next regular business day. The Employee will be removed from health and insurance benefits by the end of the month of termination/resignation.

All Employees who are absent from work for three (3) consecutive days without giving prior notice to ZaneNet may be considered as having voluntarily resigned.

Except as otherwise provided by an employment agreement signed by both the Employee and ZaneNet, either party may terminate the employment relationship at will, at any time, with or without cause.

Resignation is a voluntary act initiated by the Employee to terminate employment with ZaneNet. ZaneNet requests that it be given at least two (2) weeks notification of an employee's intent to resign. More advance notice is appreciated and can be given without fear of reprisal. This notice should be submitted in writing to the President. ZaneNet reserves the right to determine that, in the best interest of all parties concerned, the resigning Employee's term of contract shall end earlier than the notice given indicates. Before an employee leaves, an exit interview will be scheduled to discuss the reasons for resignation and its effect on benefits.



ZaneNet issues a final paycheck to an employee who voluntarily resigns the next regularly scheduled pay day, or within seven (7) days of resignation whichever is earlier. The Employee will be removed from health and insurance benefits by the end of the month of termination/resignation.

Employment Termination and HIPPA Requirements: ZaneNet will apply appropriate sanctions against workforce members who fail to comply with HIPPA security policies and procedures. ZaneNet will implement procedures for terminating access to ePHI for employees and consultants who are discharged or resign from ZaneNet.

4.30 Exit Interview

An Employee who voluntarily or involuntarily terminates employment with the Company may ask for, or be asked to, participate in an exit interview.

ZaneNet will schedule exit interviews at the time of employment termination between the Employee and the manager or the Vice President of Human Resources. The exit interview will afford an opportunity to discuss such issues as Employee benefits, security issues, conversion privileges, repayment of outstanding debts to ZaneNet, or return of ZaneNet-owned property. Suggestions, complaints, and questions can also be voiced. Participation in this interview is voluntary and all information obtained during the interview is strictly confidential and will not affect any reference information provided to a subsequent employer or otherwise disclosed, except as required by law.

4.31 Return of Company Property

The nature of your employment may dictate that you are issued or given temporary possession of ZaneNet property, materials, or written information. Terminated Employees must return to an appropriate representative of ZaneNet all the company's insurance cards, keys, manuals, records, laptops, cellular telephones, and other property. In situations where Employees do not return ZaneNet property, the company may take steps to recover the item or its cost by withholding monies from regular or final paycheck when allowed by law, or by taking legal action.

4.32 Portable Devices

ZaneNet provides certain of its Employees with portable laptop computers and/or handheld communication devices, including cellular telephones and wireless e-mail and/or browser devices for use in connection with the performance of services on the Company's behalf. These devices are delicate and expensive and may from time to time carry confidential and proprietary information belonging to the Company and its clients, and should therefore be handled with great care, and not be left unattended in places of public access. No employee should access work-related health information technology from their mobile device. If employees are working off-site, they must take extra care to protect the disclosure of any PHI. If viewing PHI, associates should take special care to make sure that the work environment is conducive to keeping client's PHI safe.



4.33 Telephones

Access to ZaneNet telephone system is given principally for work-related activities or approved educational/training activities. Incidental and occasional personal use is permitted. This privilege should not be abused and must not affect the employee's performance of employment-related activities. Telephone usage should be based upon cost-effective practices that support ZaneNet's mission and should comply with applicable rules and regulations.

You should use common sense and your best judgment when making or receiving personal cellular phone calls at work. To the extent possible, employees should make personal cell phone calls during their breaks or lunch times. Using cameras on cell phones during work hours is prohibited to protect the privacy of ZaneNet and fellow employees. However, this restriction will not apply to any recordings made in the exercise of any rights granted to an employee by federal law.

ZaneNet's telephone system is always the property of the company. By accessing the telephone system through facilities provided by the company, you acknowledge that ZaneNet has the right to monitor its telephone system sometimes to ensure that employees are using the system for its intended purposes.

ZaneNet prohibits the use of hand-held cellular devices while driving. Employees are strongly encouraged to use a hands-free cellular device while driving, should it become a necessity in employment. Sending and/or receiving text messages is expressly prohibited while operating any vehicle.





5 COMPENSATION POLICIES

5.1 Base Compensation and Pay Dates

Periodic compensation for non-exempt Employees is determined based upon their hourly rate, as approved by the President or the VP of Human Resources. Exempt Employees are salaried Employees.

All Employees are paid on the 10th and 25th of each month as noted on the payroll schedule, if either day falls on a weekend or holiday, funds will be deposited the prior business day. Each pay check will include earnings for all work performed for a two-week period. Employees should record their time is recorded via GUSTO on a daily basis. The pay periods end the 15th and the last day of each month. .

Employees may have pay directly deposited into their bank accounts if they provide advance written authorization to ZaneNet. Employees will receive itemized statements of wages paid when ZaneNet makes direct deposits on their behalf.

All regular full-time Employees are eligible for direct deposit. If an Employee declines direct deposit or is not eligible if a regular payday falls during an Employee's vacation, the Employee's paycheck will be available upon his or her return from vacation.

To stop automatic payroll deposit, please inform the VP of Human Resources at least fourteen (14) days prior to the pay period that the service is to end. All arrangements for payroll deposits and deductions are handled by the VP of Human Resources.

5.2 Pay Deductions

Deductions are itemized on each Employee's payroll check stub. Deductions may vary depending upon information provided by the Employee on Form W-4. The Accounts Manager can assist in completing this form. ZaneNet will also make any other mandatory deductions required by existing or future legislation or an order of a court of competent jurisdiction.

ZaneNet offers programs and benefits beyond those required by law (group medical plan, 401K retirement plan, etc.). Eligible Employees may voluntarily authorize deductions from their pay checks to cover the costs of participation in these programs.

5.3 Administrative Pay Corrections

ZaneNet takes all reasonable steps to ensure that Employees receive the correct amount of pay in each paycheck and that Employees are paid promptly on the scheduled payday.

In the unlikely event that there is an error in the amount of pay, the Employees should promptly bring the discrepancy to the attention of the Accounts Manager so that corrections may be made as quickly as possible.

5.4 Timekeeping Procedures

Accurately recording time worked is the responsibility of each Employee assigned to a Project. Time sheets are necessary to keep track of how many hours and minutes each Employee works on a Project which, in turn, provides the data necessary to invoice clients for services performed, monitor job requirements and overtime, and to calculate wages for non-salaried Employees. Time worked is all the time spent performing assigned job duties.

Employees should accurately record the time they begin and end their work, to the quarter of an hour. Each time sheet covers one pay period. ZaneNet pay periods run from the first (1st) through the 15th and the 16th through the end of the month. Timesheets should be approved by your supervisor within Gust. If a timesheet is received after this date the Employee will not receive direct deposit for the pay period of the late timesheet.

Employees should ensure that the correct dates are recorded on their timesheets and that PTO and holidays are indicated. Employees should submit any reimbursement forms with receipts along the last timesheet of the month.

It is the Employees' responsibility to sign their time records to certify their accuracy of all time recorded. Their manager will review and then sign the time record before submitting it for payroll processing. In addition, if corrections or modifications are made to the time record, the Employee must verify the accuracy of the changes by initialing the time record. In the event of an error in recording your time, please report the matter to your manager immediately. An Employee caught falsifying time sheets or altering the time sheet of another Employee without the consent of a project manager shall be subject to disciplinary action.



5.5 Overtime Pay

Overtime compensation is paid to non-exempt Employees for all hours worked beyond eight (8) ~~per day~~ or forty (40) per week. All overtime work performed must receive a project manager's prior authorization.

5.6 Pay Advances

ZaneNet does not provide pay advances on unearned wages to Employees. Exceptions to this policy will be made only in unusual circumstances or for loans as a direct result of business requirements and must be approved by the President.

5.7 Performance and Salary Review

ZaneNet wants to help Employees to succeed in their jobs and to grow. To support this growth and success, ZaneNet has an annual review process for providing formal performance feedback. Feedback includes a Self-Evaluation, Supervisor Performance feedback and a Career Development Plan. Performance reviews are conducted after 3 months of employment and then annually. Employees who work under another Prime company will be subject to that company's performance review policy and timeline. ZaneNet will request a copy of all performance review documents for our personnel files.

5.8 Opportunities for Advancement—Progression and Upward Mobility

ZaneNet would like to provide Employees with every opportunity for advancing to other positions or opportunities within the company. Approval of promotions depends largely upon training, experience, work record, and business need. However, ZaneNet reserves the right to look outside the company for potential Employees as well.

Employees have an opportunity to receive Professional Development support based on their career goals and Scope of Work. Funds may be available for courses, certifications and conferences based on the project, length of employment and ZaneNet's prior approval.





6 PROJECT HEALTH AND RELATED BENEFITS

6.1 Benefits Summaries and Eligibility

Benefits offered to Employees will be communicated at the date of employment. The nature, type and extent of benefits, and the cost to the Employee, will be periodically reviewed. The VP of Human Resources will consider the appropriate modifications that are to be made. Eligible Employees at ZaneNet are provided with a wide range of benefits. Programs such as Social Security, workers' compensation, state disability, and unemployment insurance cover all Employees in the manner prescribed by law. Some benefit programs require contributions from Employees, but most are fully paid by ZaneNet.

6.1.1 Benefit Eligibility

Regular full-time Employees are eligible to participate in the benefit programs based on the benefit guidelines. If you do not enroll in these plans by when you are eligible, you may forfeit your benefits and will not be able to enroll until the next annual open enrollment.

Regular part-time Employees receive all legally mandated benefits such as Social Security and Workers' Compensation insurance, 401K Retirement Savings Program and SmartTrip but are not eligible to participate in ZaneNet's other benefit programs such as the medical benefits program

6.1.2 Benefits, While on Leave

Employee medical benefits coverage will be continued for a maximum of twelve (12) weeks in a 12-month period while an Employee is absent from work on disability. The Employee will be responsible for paying his or her share of the premiums due by the 1st of each month. If the Employee continues their benefit coverage without interruption during their leave, they will be reinstated on the group insurance programs without completing a new enrollment card. In the case of full-time Employees electing not to continue medical and other benefit coverage during medical leave, upon their return, all insurance pre-existing condition clauses would apply the same as they would for a new Employee.

6.1.3 Benefits, Termination

Unless other arrangements apply or are made in advance, medical benefits will be terminated on the last day of the month in which an Employee ceases to be a regular full-time Employee.

6.2 Employee Contributions

ZaneNet's benefit package is contributory; that is, you are responsible for a portion of the premium for your benefits. A portion of the premium, up to a maximum per month, is contributed by ZaneNet. Your contributory cost is deducted from your paycheck.



6.3 Open Enrollment

At the time you are hired, you are given an opportunity to elect certain benefits. If you waive participation in any of these programs for either yourself or your eligible dependents, you will generally be allowed to apply for entry into the various plans only during Open Enrollment.

The Open Enrollment period allows employees to add to or change their benefits coverage. Applications for medical, dental and vision benefits. Changes, additions, and other elections made during Open Enrollment will take effect on the effective date following the Open Enrollment period. Once you have made a change, you cannot change that selection until the next Open Enrollment period (except in the case of certain life events; see Special Enrollment).

6.4 Special Enrollment

Special enrollment allows individuals who previously declined coverage to enroll in the plan upon loss of eligibility for other coverage and upon certain life events, such as marriage and the birth, adoption, or placement for adoption of a child. Employees must generally request enrollment within 30 days of the loss of coverage or life event triggering the special enrollment. For specific details regarding special enrollment, please refer to your Summary Plan Description.

6.5 Continuation of Health Coverage

ZaneNet allows employees, spouses and dependent children the right to continue group health benefits for limited periods of time under certain circumstances, such as voluntary or some types of involuntary job loss, reduction in hours worked, death, divorce and other life events. Employees ordinarily may continue their health coverage (via COBRA) for up to 18 months when their employment is terminated.

6.6 Health Insurance

ZaneNet has a company plan under DC Health Link with United Healthcare, where we pay 50% of the monthly premium (Gold Level) for each employee as a company, we allow employees to pick a United Healthcare plan that best fits their needs, including their doctor.

Employees are eligible for the health insurance reimbursement benefit at the first day of the calendar month following thirty (30) days of continuous service with the Company. Eligible Employees may participate in the health insurance plan subject to all terms and conditions of the agreement as per DC Health Link.

6.7 Dental and Vision Insurance

ZaneNet offers Dental and Vision coverage through Guardian insurance. ZaneNet covers 90% of the cost of employees' single dental and vision coverage and the employee is be responsible for 10%.



6.8 Disability and Life Insurance

ZaneNet offers long and short-term disability insurance and life insurance as per our benefit program with SunLife Insurance. Our insurance coverage starts on the first day of the calendar month following thirty (30) days of continuous service with the Company. ZaneNet pays for both the short term and life insurance benefits for all full-time employees. Employees pay 50% of the cost of their long-term disability insurance as a payroll deduction.

6.9 Commuting Benefit

ZaneNet participates in the WMATA SmarTrip® card program. ZaneNet contributes up to \$50.00 (matching) per month towards employees' commuting expenses via the SmarTrip® card program. Transit benefits are autoloaded each month to your registered SmarTrip® card. The SmarTrip® card is a permanent plastic rechargeable farecard.

6.10 Worker's Compensation

All Employees are entitled to Workers' Compensation benefits paid by ZaneNet. This coverage is automatic and immediate and protects Employees from work-related injury or illness. If an Employee cannot work due to a work-related injury or illness, Workers' Compensation insurance pays their medical bills and provides a portion of their income until they return to work.

6.11 Unemployment Compensation

Unemployment compensation is designed to provide a temporary income for those who are out of work through no fault of their own. Depending upon the circumstances, Employees may be eligible for Unemployment Compensation upon termination of employment with ZaneNet. Washington DC's Division of Unemployment Insurance determines eligibility for Unemployment Compensation. ZaneNet pays the entire cost of this insurance program.

6.12 Social Security

The United States Government operates a system of mandated insurance known as Social Security. As a wage earner, Employees are required by law to contribute a set amount of weekly wages to the trust fund from which benefits are paid. As an employer, ZaneNet is required to deduct this amount from each paycheck an Employee receives. In addition, ZaneNet matches Employee contribution dollar for dollar, thereby paying one-half of the cost of Employee Social Security benefits.



6.13 Retirement Plans

ZaneNet has established a payroll enabled JOHN HANCOCK 401K to provide Employees the potential for future financial security for retirement. Employees are qualified to participate in the benefit based on the terms of the plan continuous service with ZaneNet.

The JOHN HANCOCK savings plan allows you to elect your contributions and direct the investments of your plan account, so you can tailor your own retirement package to meet your individual needs. All your contributions are automatically deducted from your pay. ZaneNet matches Employee contributions as per our Employee match policy that is described in the Zane Networks, LLC 401(k) Plan Highlights document.

7 TIME-OFF BENEFITS

7.1 Holiday Policy

All ZaneNet Employees of regular status are eligible for holiday pay. Holiday pay will be based on the Employee's straight time pay rate (as of the date of the holiday) and times the number of hours the Employee would otherwise have worked on that day. ZaneNet will grant paid holiday time off on the listed days to regular full-time Employees and to introductory Employees.

ZaneNet recognizes the following Federal holidays as paid holidays for employees. If an employee works for another Prime company the employee will follow that site's holiday schedule.

Federal Holiday Schedule

New Year's Day
Martin Luther King, Jr. Days
President's Day
Memorial Day
Juneteenth National Independence Day
Independence Day
Labor Day
Columbus Day
Veterans Day
Thanksgiving Day
Christmas Day



If a recognized holiday falls during an eligible Employee's PTO absence, holiday pay will be provided instead of the PTO benefit that would otherwise have applied.

If eligible nonexempt Employees work on a recognized holiday, they will receive their regular wages at their straight-time rate for the hours worked on the holiday.

7.2 Bereavement Leave

Employees who wish to take time off due to the death of an immediate family member should immediately notify the President and their project manager.

Three (3) days of paid bereavement leave will be provided to regular full-time Employees. With the prior approval of the President, an additional two days (2) days of time off with pay may be allowed to attend an immediate family members funeral outside of the state of Employee's residence. Employees may use any available PTO for additional time off as necessary.

ZaneNet defines "immediate family" as the Employee's spouse, parent, child, sibling; the Employee's spouse's parent, child, or sibling; or the Employee's child's spouse, grandparents or grandchildren. Special consideration will also be given to any other person whose association with the Employee was similar to any of the above relationships.

7.3 Jury Duty

ZaneNet encourages Employees to fulfill their civic responsibilities by serving jury duty when required. An eligible Employee called for jury duty shall be excused from work for the time in which he/she serves. Employees may use paid leave the first (3) three days of jury duty in any calendar year. All other days taken for jury service shall be unpaid. Employees will be required to present proof of jury service. When a notice to report for jury examination or jury service is received, the Employee should promptly notify their project manager. Employees may request that any available PTO be used or take unpaid jury duty leave for the absence.

ZaneNet may require that an employee request that he or she be excused from jury duty if, in the Company's judgment, the Employee's absence would create serious operational difficulties.

ZaneNet will continue to provide health insurance benefits until the end of unpaid jury duty leave and all other benefits will resume upon return to active employment.

7.4 Time Off to Vote

ZaneNet encourages Employees to fulfill their civic responsibilities by participating in elections. Generally, Employees can find time to vote either before or after their regular work schedule. If, in the judgment of the Employee's Manager extenuating circumstances do not allow the Employee to vote in a statewide or national election, except during working hours, up to two (2) hours may be taken off to vote with prior approval and without loss of pay.



7.5 Witness Duty

ZANENET encourages Employees to appear in court for witness duty when subpoenaed to do so.

If Employees have been subpoenaed or otherwise requested to testify as witnesses by ZANENET, they will receive paid time off for the entire period of witness duty.

Employees may use other available paid leave to appear in court as a witness at the request of a party other than ZANENET.

The Employee is expected to report for work whenever the court schedule permits.

7.6 Military Reserves or National Guard Leaves of Absence

ZaneNet will grant a military leave of absence to Employees who are absent from work because of service in the U.S. Uniformed services in accordance with the Uniformed Services Employment and Reemployment Rights Act (USERRA). Employees must give their project manager advance notice of upcoming military service, unless military necessity prevents advance notice or is otherwise impossible or unreasonable.

You will not be paid for military leave. However, you may use any available accrued PTO to help pay for the leave.

Continuation of health insurance benefits is available as required by USERRA based on the length of the leave and subject to the terms, conditions and limitations of the applicable plans for which you are otherwise eligible.

Your PTO benefits will not accrue during a military leave. When you return from leave, the benefits will start accruing again.

Employees on military leave for up to thirty (30) days are required to return to work for the first regularly scheduled shift after the end of the service, allowing reasonable travel time. Employees on military leave over thirty (30) days but less than one hundred eighty-one (181) days must return to work within fourteen (14) days within completing their military service. Employees on military leave over one hundred and eighty-one (181) days must return to work within ninety (90) days after completing their military service.

Employees returning from military leave must receive an honorable or general discharge and will be placed in the position they would have attained had they remained continuously employed or a comparable one depending on the length of military service in accordance with USERRA, subject to their actual level of appropriate experience. They will be treated as if they were continuously employed to determine benefits based on service length.



7.7 Family/Medical Leaves of Absence

The Federal Family and Medical Leave Act (FMLA) allows certain employees who have worked with the company for one year or more to take up to 12 weeks (about 3 months) of unpaid leave per year for the serious health condition of the employee or an immediate family member, or for childbirth or adoption. An employee who assumes the role of caring for a child is also entitled to receive parental rights to family leave, regardless of the legal or biological relationship.

Either day-to-day care or financial support may establish a parental relationship when the employee intends to assume the responsibilities of a parent for a child. The Human Resources Department will guide you in completing appropriate forms for the leave. Any paid leave that you have accrued may be counted as part of your FMLA leave.

Employees that work 50% or more in Washington, DC, are covered by the DC Family and Medical Leave Act (FMLA), which allows certain employees to take up to 16 weeks (about 3 and a half months) of unpaid leave per year for the serious health condition of the employee or an immediate family member, or for childbirth or adoption during a 24-month period. The employee must be employed by ZaneNet for one year without a break in service. Employees should review the DC FMLA policies and guidelines to determine eligibility and benefits.

To take FMLA leave, you must provide the Company with appropriate notice. If you know in advance that you will need FMLA leave, you must notify your supervisor or the HR Department at least 30 days in advance. If you learn of your need for leave less than 30 days in advance, you must give notice as soon as you can (generally either the day you learn of the need or the next workday). When you need FMLA leave unexpectedly (for example, if a family member is injured in an accident), you must inform your supervisor or the HR Department as soon as you can.

A health care provider's statement must be submitted verifying the need for medical leave and its beginning and expected ending dates. This statement must require a diagnosis, duration and verification of need for medical leave of absence. Any changes in this information should be promptly reported to ZaneNet. Employees returning from medical leave must submit a health care provider's verification of their fitness to return to work.

If an Employee is signed up for group health insurance under our company plan, the employee is entitled to the continuation of the group health insurance coverage during FMLA leave on the same terms as if he or she had continued to work. If family member coverage is provided to an employee, family member coverage is maintained during the FMLA leave. The Employee must continue to make any normal contributions to the cost of the health insurance premiums during the FMLA leave as well.

Benefit accruals, such as vacation, sick leave, or holiday benefits, will be suspended during the leave and will resume upon return to active employment.

So that an employee's return to work can be properly scheduled, an Employee on medical leave is requested to provide ZaneNet with at least two (2) weeks advance notice of the date the Employee intends to return to work. When a medical leave ends, every effort will be



made to reinstate the Employee in the same or, in the event that the position no longer exists for legitimate business reasons, in a comparable position for which the Employee is qualified.

If an Employee fails to return to work on the agreed upon return date, ZaneNet will assume that the Employee has resigned.

7.7.1 Military Caregiver Leave

The FMLA also allows an eligible employee who is the spouse, son, daughter, parent or next of kin of a member of the Armed Forces, National Guard or Reserves or of certain recent veterans with a serious illness or injury, up to 26 weeks (about 6 months) of unpaid leave within a 12-month period to care for the injured or ill servicemember or veteran. A "serious illness or injury" is an injury or illness incurred by the covered servicemember in the line of duty on active duty (or that existed before the beginning of the member's active duty and was aggravated by service in the line of duty on active duty) that may render the servicemember medically unfit to perform the duties of the member's office, grade, rank, or rating.

An eligible employee is entitled to a combined total of 26 workweeks of military caregiver leave and leave for any other FMLA-qualifying reason in a single 12-month period, provided that the employee may not take more than 12 weeks of leave for any other FMLA-qualifying reason during this period. (For example, in the single 12-month period an employee could take 12 weeks of FMLA leave to care for a newborn child and 14 weeks of military caregiver leave, but could not take 16 weeks of leave to care for a newborn child and 10 weeks of military caregiver leave.) Generally, you must give the Company at least 30 days' notice before the commencement of any military caregiver leave.

7.7.2 Qualifying (Military) Exigency Leave

The FMLA also provides for up to 12 weeks of unpaid leave within a 12-month period when an eligible employee's spouse, son, daughter, or parent is on (or has been notified of an impending call to) "covered active duty" in the Armed Forces. ("Covered active duty" for members of a regular component of the Armed Forces means duty during deployment of the member with the Armed Forces to a foreign country. "Covered active duty" for members of the U.S. National Guard and Reserves means duty during deployment of the member with the Armed Forces to a foreign country under a call or order to active duty in a contingency operation.) The leave may also be extended to the family members of certain retired military. This leave may be used to take care of such things as child care or financial and legal arrangements necessitated by the deployment of the family member.

7.8 Break Time for Nursing Mothers

The federal Fair Labor Standards Act (FLSA) allows employees to take reasonable, unpaid break time to express breast milk as needed for up to one (1) year after the birth of a child. ZaneNet will provide a place for the employee to express breast milk, other than a bathroom, that is shielded from view and free from intrusion from co-workers and the public. Employees will not be discharged or discriminated against in exercising their rights under this policy.



7.9 Personal Leave

ZaneNet will consider a request from an eligible regular full-time Employee to take an unpaid personal leave of absence to fulfill personal obligations.

Eligible Employees may request personal leave only after completing 14 calendar days of service. For ZaneNet to give your leave request adequate consideration, we ask that you submit the request in writing to your project manager as far in advance as possible.

An eligible Employee may not take more than fifteen (15) calendar days of personal leave during (1) year. With supervisory approval, you may include available accrued PTO, as part of your personal leave period. If this initial period of absence proves insufficient, consideration will be given to a written request for a single extension of no more than twenty-five (25) calendar days.

Individual consideration will be given to each personal leave request. The decision to approve a personal leave will be based on several business factors such as anticipated workload needs and staffing considerations during the proposed absence.

Subject to the terms, conditions, and limitations of the applicable plans, ZaneNet will continue to provide health insurance benefits for the full period of the approved personal leave.

PTO accrual will be suspended during an approved personal leave period.

When a personal leave ends, we will make every reasonable effort to return you to the same position if it is available or to an available similar position for which you are qualified. However, ZaneNet cannot guarantee reinstatement in all cases.

If an Employee accepts any other employment or enters into another business while on personal leave, the Employee will be deemed to have voluntarily resigned as of the day on which the personal leave began. If an Employee fails to report to work promptly at the expiration of the approved leave period, ZaneNet will assume that the Employee has resigned.

7.10 Paid Time Off (PTO)

Paid Time Off (PTO) is an all-purpose time-off policy for eligible Employees to use for vacation, illness or injury, and personal business. It combines traditional vacation and sick leave plans into one flexible, paid time-off policy. Employees classified as Regular Full-Time and Introductory are eligible to earn and use fifteen (15) days of PTO per calendar year. Employees can accrue their PTO based on 5 hours per pay period. Employees can only carry over 40 hours per calendar year.

PTO can be used in minimum increments of one-tenth of an hour. Employees who have an unexpected need to be absent from work should notify their project manager before the



scheduled start of their workday, if possible. The project manager must also be contacted on each additional day of unexpected absence.

To schedule planned PTO, Employees should request advance approval from project manager and submit a Leave Request Form. Requests will be reviewed based on several factors, including businesses needs and staffing requirements. An Employee requesting leave must submit the appropriate request form, in advance (except in the case of illness or other emergency) and should obtain the signature of his or her project manager at least forty-eight (48) hours prior to taking the leave.

An Employee using PTO due to illness or unanticipated leave should submit a leave request within twenty-four (24) hours of returning to work.

All other leave should be requested as dictated by their individual policy. PTO is paid at the Employee's base pay rate at the time of absence.

As an additional condition of eligibility for PTO, an Employee on an extended absence for illness or injury must apply for any other available compensation and benefits such as worker's compensation. PTO will be used to supplement any payments that the Employee is eligible to receive from State Disability Insurance, Workers' Compensation or ZaneNet-provided disability insurance programs. The combination of any such disability payments and PTO cannot exceed the Employee's normal weekly earnings.

Upon termination of employment, Employees will be paid for up to eighty (80) hours of unused PTO through the last day of work if they have been employed at least six (6) months.

8 EXPENSES

8.1 Introduction

The following is a comprehensive guide to the ZaneNet expense policy and procedures for the reporting and reimbursement of expenses. Any project manager who approves expense reports should be familiar with this policy—authorizing an expense report indicates to ZaneNet that the expenses reported are legitimate, reasonable, and complies with this policy.

8.2 Company Supplies, Other Expenditures

Only authorized persons may purchase supplies in the name of ZaneNet. No Employee whose regular duties do not include purchasing may incur any expense on behalf of ZaneNet. Without a properly approved purchase order, ZaneNet is not obligated for any purchase.

8.3 Expense Reimbursement

It is ZaneNet's practice to reimburse all ordinary and necessary expenses incurred by Employees in performing their duties. Expenses must be documented and submitted on an expense report with receipts attached.

ZaneNet will reimburse Employees for reasonable business travel expenses incurred while on assignments away from the normal work location. All business travel must be approved in advance by the Employee's project manager.

When approved, the actual costs of travel, lodging, and other expenses related to accomplishing business travel objectives will be reimbursed by ZaneNet. Employees are expected to limit expenses to reasonable amounts.

Expenses that generally will be reimbursed include the following:

- * Airfare or train fare for travel in coach or economy class or the lowest available airfare.
- * Car rental fees, only for compact or mid-sized cars (approval for a car rental to be determined on a case-by-case basis).
- * Fares for shuttle or airport bus service, where available; costs of public transportation for ground travel.
- * Taxi or ride share fares, only when there is no less expensive alternative.
- * Mileage costs for use of personal cars (out of country) only when less expensive transportation is not available.
- * Cost of standard accommodation in low to mid-priced hotels, motels, or similar lodgings.



- * Tips not exceeding 20% of the total cost.
- * Charges for telephone calls, fax and similar services required for business purposes.
- * Meals

Employees who are involved in an accident while traveling on business must promptly report the incident to the President. Cash advances to cover reasonable anticipated expenses may be made to Employees, after travel has been approved. Employees should submit a written request to the President when travel advances are needed.

When travel is completed, Employees should submit completed travel expense reports within fourteen (14) days to the President for approval. Reports should be accompanied by receipts for all individual expenses.

Abuse of this business travel expenses policy, including falsifying expense reports to reflect costs not incurred by the Employee, can be grounds for disciplinary action, up to and including termination of employment.

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9 EMPLOYEE COMMUNICATIONS

9.1 Open Communication

ZaneNet encourages Employees to discuss any issues they may have with a co-worker directly with that person. If a resolution is not reached, Employees should arrange a meeting with their manager. If the concern, problem, or issue is not properly addressed, Employees should contact the Vice President of Human Resources. Any information discussed in an Open Communication meeting is considered confidential, to the extent possible while still allowing management to respond to the problem. Retaliation against any Employee for appropriate usage of Open Communication channels is unacceptable.

9.2 Staff Meetings

To keep the communication channels open, ZaneNet implements as company-wide staff meeting as needed.

9.3 Suggestions

Some of the best ideas regarding safety improvement, problem solving, reducing costs or improving operations or procedures can come from the individuals closest to the problem. Employees who have ideas, concerns, or suggestions for improved safety in the workplace are encouraged to raise them with their project manager or the President. Concerns about workplace safety issues and suggestions may be submitted anonymously if the Employee wishes, in writing, and should contain a description of the problem or condition to be improved, a detailed explanation of the solution or improvement, and the reasons why it should be implemented.

Special recognition will be given to Employees who submit a suggestion that is implemented. All suggestions are valued.

9.4 Policies on Use and Disclosure of PHI

ZaneNet will use and disclose PHI only as permitted under HIPAA. The terms "use" and "disclosure" are defined as follows:

- **Use.** The sharing, employment, application, utilization, examination, or analysis of individually identifiable health information by any person working for or within the benefits area of ZaneNet, or by a Business Associate (defined below) of ZaneNet.
- **Disclosure.** For information that is protected health information, disclosure means any release, transfer, provision of access to, or divulging in any other manner of individually identifiable health information to persons not employed by or working within the benefits area of ZaneNet.



PHI may not be used or disclosed for the payment or operations of "non-health" benefits (e.g., disability, life insurance, etc.), unless the patient has provided an authorization for such use or disclosure (as discussed in "Disclosures Pursuant to an Authorization") or such use or disclosure is required by applicable state law and particular requirements under HIPAA are met.

All members of ZaneNet's workforce, including business associates, who have access to PHI must receive training in PHI policy, and comply with this Policy and with the ZaneNet's use and disclosure procedures, which are set forth in a separate document, the *HIPAA Data Security and Firewall Policy*.



9.6 Closing Statement

Successful working conditions and relationships depend upon successful communication. It is important that Employees stay aware of changes in procedures, policies, and general information. It is also important to communicate ideas, suggestions, personal goals, or problems as they affect work at ZaneNet.
