



# CENTURI VENDOR CODE OF CONDUCT POLICY

## Office of General Counsel

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Revision: January 1, 2020

Approved: EVP, General Counsel and Corporate Secretary



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## Description of Change

**Revision**

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February 1, 2017

First Approved Issue

June 11, 2019

Address, department name updated. Updated from Centuri Construction Group to Centuri.

January 1, 2020

Labor Practices and Health and Safety sections of the policy updated. Ethicspoint added to the policy.

## **I. PURPOSE**

To outline the expectations of vendor resources conducting business with or on behalf of Centuri Group, Inc. and its subsidiaries.

## **II. SCOPE**

As established by its Code of Business Conduct and Ethics, ("Centuri Code") Centuri Group, Inc. ("Centuri" and, with regard to Centuri and each of its subsidiaries, individually and collectively, the "Company") is committed to honesty, integrity, respect, and responsibility in connection with all business-related practices, and expects likewise of its vendors.

While vendors are independent entities from Centuri, the business practices and actions of a vendor can significantly impact and reflect upon our Company. Centuri thus expects all Company vendors and their officers, employees, agents, and subcontractors ("representatives") to follow our high ethical standards set forth in this Vendor Code of Conduct ("Vendor Code"), while conducting business with us or on our behalf.

Each vendor and their representatives are responsible for understanding and fully adhering to Centuri's expectations, notifying a member of Company management when any situation develops in which the vendor or representative is operating in conflict with this Vendor Code. Vendors shall make a copy of this Vendor Code readily available to their representatives. Compliance with the Vendor Code is required in addition to any other obligations in any agreement a vendor may have with the Company.

## **III. POLICY**

### **A. LEGAL AND REGULATORY COMPLIANCE PRACTICES**

All Company vendors shall conduct their business activities in full compliance with all applicable laws and regulations when doing business with or on behalf of Centuri. Where this Vendor Code requires a higher standard than set out by law, regulation, or contract, vendor shall meet such higher standards. Company vendors shall, without limitation:

- **Anti-Corruption:** Observe all standards of conduct set forth in the U.S. Foreign Corrupt Practices Act ("FCPA") and all anti-corruption and anti-money laundering laws as may apply, fully complying with all such laws as well as laws governing lobbying, gifts, and payments to public officials, political campaign contributions, and other related regulations. Vendors shall not improperly influence any act or decision of a public official, employee, or political candidate for the purpose of promoting the business interests of the Company in any respect, or otherwise improperly promote the business interests of Centuri in any manner.

- No officer, employee, or agent of the Company has authority to offer, promise, make or facilitate the making of payments to a foreign official.

## **B. BUSINESS PRACTICES AND ETHICS**

All Company vendors shall conduct their business interactions and activities with integrity and shall, without limitation:

- **Business Records:** Vendors and their representatives are obligated by this Vendor Code to keep records and accounts that truly, accurately, and fairly reflect all transactions by or on behalf of the Company. Each vendor is responsible for creating, retaining, and disposing of business records in full compliance with all applicable legal and regulatory requirements.
- **Media:** Vendors may not speak on behalf of the Company, unless authorized to do so in writing by the Company CEO. Use of Company name or logo in any publicity, advertising, or website without prior written approval is strictly prohibited.
- **Gifts:** Avoid gifts to Company employees, as even a well-intentioned gift (which is anything of value) might appear as though a bribe under certain circumstances, or appear to influence, compromise judgment, or otherwise obligate the Company employee, or create notions of a conflict of interest. This is not to ban such business courtesies as small tokens, meals, or entertainment for Company employees, however, all such courtesies should be consistent with local custom and practice, and shall be ethically-minded, discrete, and in moderation and, in all cases, compliant with applicable law and not in violation of the giver and recipient's policies on the matter.
- **Conflicts of Interest:** Avoid even the appearance of improprieties or conflicts of interests. Vendors shall not deal with any Company employee, in the course of negotiations or performance of obligations, whose spouse, domestic partner, or other family member or relative holds a significant financial interest in the vendor.

## **C. LABOR PRACTICES**

All Company vendors shall:

- **Employment Practices:** Conduct employment practices in full compliance with all applicable laws and regulations, and shall, without limitation, cooperate with Centuri's commitment to lawful, harassment-free employment. Our vendors are required to refrain from engaging in discriminatory hiring, compensation, access to training, promotion, termination, retirement, or any other employment practice based on race, color, sex, national origin, religion, age, disability, gender identity or expression, marital status, pregnancy, sexual orientation, political affiliation, union membership, veteran status, or any other characteristic other than the individual's ability to perform.

- **Employment Verification:** Implement and maintain a reliable system to verify the eligibility of all employees, including age eligibility and legal status of foreign workers, including implementing and maintaining a reliable recordkeeping system of the same. Notwithstanding these requirements, vendors should not require any employee to surrender control over original identification papers or documents giving a foreign worker the right to work in the country, identification papers or documents, such as a passport, giving a foreign worker the right to enter or leave the country, or documents, such as a birth certificate, evidencing the employee's age.
- **Human Trafficking:** Prohibit the use of forced or involuntary labor whether bonded, imprisoned, or indentured, including debt servitude and all forms of human trafficking. This includes the use of any form of threat, force, coercion, fraud, or exploitation. Do not hinder an employee's right to take rest and meal breaks or to leave the job site at the end of each workday or for any reasonable circumstance, such as personal or family emergencies or health and safety-related justifications. Vendors should allow individuals to terminate their employment or work arrangement at-will.
- **Minimum Working Age:** Prohibit the employment of individuals under the legal minimum working age of the jurisdiction or county where the vendor operates or under the standards established by the International Labor Organization (ILO), whichever is greater.
- **Compensation:** Compensate all employees with wages, including overtime premiums, and benefits established by applicable law, collective bargaining agreements, and/or industry standards. Vendors should not make any deductions from wages, except income tax withholding and those that are legally allowed.
- **Association and Organization Rights:** Do not interfere or take action to prevent or suppress the right of individuals to decide whether to lawfully associate with groups of their choice, including the right to form or join trade unions and to engage in collective bargaining.

#### **D. HEALTH AND SAFETY**

All Company vendors are expected to integrate sound health and safety management practices into all aspects of business, and shall, without limitation:

- Provide a safe and healthy work environment and fully comply with all safety and health laws, regulations, and practices including those applicable to the areas of occupational safety, emergency preparedness, and occupational injury and illness.
- Implement general and industry-specific procedures and safeguards, including but not limited to, health and safety inspections, equipment maintenance, employee training covering typical hazards encountered in their scope of work, fire prevention, and documentation and recordkeeping, to prevent workplace hazards and work-related accidents and injuries.

- Prohibit the use, influence, and possession of alcohol, intoxicants, narcotics, unsafe, controlled, and illegal substances in the workplace as such may negatively affect workplace safety, efficiency, and productivity.

**E. ENVIRONMENTAL REGULATIONS AND PROTECTION**

All Company vendors shall, without limitation:

- Comply with all applicable environmental laws and regulations regarding hazardous materials, air emissions, waste and wastewater discharges, including the manufacture, transportation, storage, disposal, and release to the environment of such materials.
- Adhere to all applicable laws, regulations, and customer requirements regarding prohibition or restriction of specific substances.

**F. PROTECTION OF ASSETS AND INTELLECTUAL PROPERTY**

All Company vendors shall, without limitation:

- Comply with all Company requirements and procedures for maintaining passwords, confidentiality, security, and privacy as a condition of providing Company with goods or services or receiving access to the Company's internal corporate network, systems, and buildings. All data stored or transmitted on Company-owned or -leased equipment is to be considered private and is the property of the Company, with all use of its network and systems (including email) and all data stored or transmitted thereon being subject to Company access and monitored.

**G. REPORTING QUESTIONABLE BEHAVIOR**

If you wish to report questionable behavior or a possible violation of the Vendor Code of Conduct, you are encouraged to work with your primary Company contact in resolving your concern. If that is not possible, or appropriate, please report concerns through any of the following methods:

- **Corporate Compliance Officer**
  - Phone: 623.582.1235
  - Email: [complianceofficer@NextCenturi.com](mailto:complianceofficer@NextCenturi.com)
  - Mail: Send a letter to the Corporate Compliance Officer at Centuri Group, Inc., Office of General Counsel, 19820 North 7<sup>th</sup> Avenue, Suite 120, Phoenix, AZ 85027.



- **EthicsPoint Helpline**
  - Phone: 855.722.2816
  - Online: [www.Centuri.EthicsPoint.com](http://www.Centuri.EthicsPoint.com)

Centuri will maintain confidentiality to the extent possible and will not tolerate any retribution or retaliation taken against any individual who has, in good faith, sought out advice or reported questionable behavior or a possible violation of this Vendor Code of Conduct.