

Business Code Of Conduct

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A Message from Our CEO, Aron Marquez

Wildcat Oil Tools started with a single location and a small inventory of equipment. Today, not only do we have several locations across the United States, we have entered the international market as well. Our list of products and services have grown even more dramatically. But more importantly, we have assembled some of the best talent in the business.

Throughout this growth, there has been a constant: Wildcat's commitment to exceeding the standard in all that we do. Anyone can do can one-shot projects. Success comes with repeat business, long-term relationships with our customers and vendors, and dedicated employees. That, in turn, requires an unwavering commitment to excellence in all that we do. Excellence is never the result of shortcuts or ethical compromises. Wildcat was built on a foundation of integrity. That foundation is the key to our future success. This Code of Conduct describes the ethical standards by which we, and all who represent us, will work. It is rooted in our core values: integrity, trust, teamwork, respect, safety, and communication.

Each of us must take personal responsibility for ensuring that these core values continue to guide our actions. That commitment is the key to our continued success. I am proud of the people that have chosen to work with us, and I look forward to the future with great anticipation.

Sincerely,

Aron Marquez CEO, Wildcat Oil Tools

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Introducing Code Of Conduct

Wildcat has been consistently blessed since we first started business. These blessings are manifested by our growth, both nationally and internationally. That growth reflects the people who have chosen to work with us. Indeed, our past success can be fairly attributed to our people: talented individuals committed to exceeding the standard in all that we do. Our continued success depends on this same commitment.

Growth presents a myriad of new challenges. New challenges, however, do not alter responsibility to ethically conduct business. We will honor that responsibility by conducting our business the right way with honesty and integrity.

This Code of Conduct sets out the rules and guidelines that we, as Wildcat employees, will use to govern our activities. Our Code is premised on our six core values: integrity, trust, teamwork, respect, safety, and communication. The Code sets forth the behavior we must follow pursuant to these core values to conduct our business ethically. It also illustrates how good judgment can resolve ethical dilemmas and potential conflicts.

This Code does not cover every situation that you could face, nor is it a substitute for common sense and good judgment. Instead, this is intended to be a resource for you. Read and become familiar with this Code. If you have any questions about the Code or a specific situation, ask your supervisor, HR, or the General Counsel's Office.

Integrity Trust **Feamwork** Respect Safety Communication

INTERGRITY

We exceed the standard by acting with the highest ethical standards in all that we do.

TRUST

We exceed the standard by acting with honor in our dealings with customers, vendors, and co- employees.

TEAMWORK

We exceed the standard by working collaboratively and by promoting our team over ourselves.

RESPECT

We exceed the standard by recognizing and rewarding the contributions of others.

SAFETY

We exceed the standard by working smartly and by looking out for ourselves, our co-workers, and all who are present on the worksite.

COMMUNICATION

We exceed the standard by communicating freely, clearly and concisely, and by encouraging others to do the same.



We will know and discharge our ethical and legal obligations.

We do not tolerate bribbery and corruption.

We do not facilitate money laundering.

We compete fairly.

We respect intellectual proper rights.

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Intergrity is doing the right thing, even when no one is watching

- Anonymous

Integrity can be measured right thing, even many ways. Doing business with watching integrity includes complying with the laws and regulations that apply to us. It is, therefore, everyone's responsibility to learn about the legal requirements that apply to their job.

Foreign Corrupt Practices Act

We will comply with the anti-corruption laws of the United States and the countries in which we do business.

Wildcat values fairness and honesty in all that we do, expects no less from those who work with us, and will not tolerate illegal conduct by others.



The United States, and most other countries in which we operate, prohibit bribery and corruption. Because of the pervasive nature of corrupt conduct, these laws are written broadly and, consequently, they impact many of our day-to-day international activities. We must, therefore, be aware of those restrictions.

In general, we may not give governmental officials, employees of national oil companies, or people closely affiliated with them, anything of value to influence their decisions or actions. This prohibits more than cash payments. Anything of value can include gifts, lavish entertainment, and business opportunities. It matters not whether a prohibited payment is given directly to the governmental official or to a friend or associate, or whether the payment is given by us or our representatives.

We operate in a competitive world and the pressure to provide a small benefit to keep a large customer can be intense. However, we did not reach this point by cutting moral corners. You will never be disciplined for refusing to pay a bribe – regardless of its impact on our sales.

Foreign Corrupt Practices Act

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What constitutes a bribe?

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A bribe is anything of value. This can include gifts, entertainment, excessive promotional activities, personal favors, hiring relatives, and covering or reimbursing travel or other expenses. It can also include providing in-kind contributions, charitable donations, investment opportunities, subcontracts, positions in joint ventures, favorable contracts, business opportunities, and similar inducements.

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Who is covered by the FCPA?

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The FCPA applies to every Wildcat employee, contractor, or representative when they interact with "Foreign Officials." The law defines Foreign Officials to include: elected officials, employees, and representatives of foreign governments; political parties and their employees and representatives; political candidates; and employees of government-owned and controlled businesses.

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I'm working with a consultant to obtain a permit and have been asked for a \$25,000 retainer to cover their expenses and "incidentals." Should I be concerned?



Yes. We can pay or reimburse our consultant's legitimate business expenses. However, a request for undefined "incidentals" suggests that the consultant may intend to bribe Foreign Officials. Even though the amount of money may be considered small, this is an excellent example of why we require our consultants to fully document any reimbursement request.

Meals, Gifts, & Entertainment

I'm meeting with a national oil company employee to discuss doing work for them; can I pay for the employee's meal?

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Yes, so long as the costs are reasonable. Law enforcement officials are not concerned about normal marketing activities. To protect you, Wildcat has adopted general entertainment guidelines. The venue should be one consistent with normal business purposes, and you should not incur more than \$50 for a breakfast, \$200 for a lunch or dinner, and \$50 for drinks without pre-approval.

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Can I give the national oil company employee a shirt, hat, or box of golf balls with our logo?

A

Each of these would be appropriate and lawful. Law enforcement officials become concerned when the gift is lavish. Gifts of promotional items with the Wildcat logo are always permissible so long as the cost of all items provided to an individual do not exceed \$250. Cash gifts, including gift cards, are never appropriate.

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Can I take the national oil company employee to a sporting event or similar activity?



Yes, so long as the cost is reasonable and there is no quid pro quo. Entertainment activities should pass the smell test. Taking someone to a local sporting event will be viewed differently than flying them to Las Vegas for a week of gambling or to Paris for a week of shopping. If in doubt, seek pre- clearance.

Money Laundering

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What is money laundering?



Money laundering is the act of hiding or disguising the origin of criminal proceeds in legitimate business dealings.

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What is an example of money laundering?



Taking the proceeds of illegal activity, purchasing real estate, and then selling the real estate and reporting the sales proceeds as honest income.

03

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What are we required to do?



First, we will not participate in any transaction that we know, believe, or even suspect is part of a money-laundering scheme. If you see something that you believe is suspicious, or if you otherwise have any concern, please contact the General Counsel's Office. Always be diligent if someone suggests a cash transaction or if they want us to send money to a checking account that is in another country or is in a name other than their own.

Second, we perform a due diligence review of potential business partners. Be sure this is completed before entering into any contractual relationship with a third party.

Third, we perform a due diligence review of material transactions and of any transaction that presents unusual risk. Provide the General Counsel's Office time to perform this due diligence.

Interllectual Property Rights

Q What does intellectual property rights include? **A** It includes all trademarks and service marks, trade secrets, patents, and patent subject matter whether in the United States or a foreign country.

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What is a trade secret?



Any formula, practice, process, design, instrument, pattern, commercial method, or compilation of information not generally known or reasonably ascertainable by others by which a business can obtain an economic advantage.

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I've kept some material that my prior employer gave me, can I use it?



Not if it is your prior employer's confidential information.

General resource material that is publicly available is not confidential. However, if your prior employer gave you something that only an employee would be expected to receive, you may not continue using it now. If you have any question please contact the General Counsel's Office. We will be the type of organization that people want to associate themselves with.

We will protect confidential information.

We will deal with problems efficiently.

We will focus on energy productively.

We will have a positive atsmophere.

We will expect more from our leader.

We will avoid conflicts of interest

LL Trust takes years build, second to break and forever to repair

- Anonymous

This simple quote says so much because it is so true. Whetherit's the relationships with our family, our co-workers, our vendors, or our customers, we will cherish, nurture, and honor the trust that others have in us.

Protecting Confidential Information



The nature of our work oftentimes exposes us to our customer's confidential information. They count on us to protect that information. If we fail to do so, they will find someone else who will.

We are also regularly exposed to confidential information concerning our co- workers because of our normal job duties or through workplace conversations. Federal law prohibits the unauthorized disclosure of some forms of personal information. But even more importantly, we owe it to each other to keep personal information confidential.

Rarely will anyone intentionally reveal confidential information to third-parties. However, we routinely discuss workplace events in our conversations with friends and co-workers. And with the rise in popularity of social media, it is becoming more commonplace for people to post real time updates on their activities. In either situation, we can easily and inadvertently disclose confidential information.

Do not post anything on a social media site about a customer or co-worker

that you would be embarrassed to say if they were standing in front of you. Do not discuss the details of a co-worker's medical condition with others. We care for one another and, thus, it is acceptable to inform others when someone is sick or might need assistance but let them share the specific details as they choose.

Never discuss the results of a co-worker's drug test with anyone

unless it is in the scope of your job duties and then only with someone with a right to know.

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Core Values

Dealing with Problems efficiently

A philosopher once said, "All life is problem solving."

No matter how hard we try, we cannot avoid problems. We can, however, control how we deal with them. When our problems involve conflict or the risk of conflict, how we react will make the difference between creating a larger problem or finding a solution.

Give yourself a moment to think and identify the real problem.

Oftentimes our first reaction to a problem is emotional. That clouds our mind and prevents us from thinking clearly. Take a breath, break the problem down into manageable parts, and address the most pressing one first.

Separate facts from fiction.

In the heat of the moment, people sometimes overreact. Filter out the rhetoric and focus on the known.

Turn negatives into positives.

There are things we can change and thin gs we cannot. Focus on what you can control and what you can do to improve the situation for the customer or your co-workers.

Be creative.

Normally you have options. Think through those options and consider whether something other than the obvious would work better.

Take advantage of opportunity.

When a piece of equipment fails to workon the job site, we have both a problem – fixing the equipment, and an opportunity to show the customer how effectively we deal with problems. Take advantage of this opportunity and you'll have the customer's confidence in the future.

Focusing our energy productively



Each of us has our own responsibilities but we all work with others. Being a member of a group allows us to maximize our collective efforts, but it also requires that we recognize our obligation to create a positive work environment for our group. Fortunately, this is easily accomplished with a few simple steps.

Be positive.

No one wants to work with or be around a perpetual complainer. Our jobs involve numerous challenges. Y ou can either focus on the problems they present or the opportunities they provide. Y our choice is the difference between being miserable or engaged.

Recognize strong performance.

When you see someone going above and beyond, give them a pat on the back.

Do not accept apathy or cynicism either from yourself or your co-workers.

That type of attitude is a cancer that undercuts everyone's effort.

Share success with all who shared in the effort.

Everyone enjoys praise. When success is the result of a group effort, giving credit to the group rather than yourself not only improves morale in the short-term, it improves the group's performance in the long-term.

Avoiding conflicts of interest



Avoids any conflict between your personal interests and Wildcat's business interests.

You have the right to manage your personal affairs.

However, you should do so in a way that avoids any conflict between your personal interests and Wildcat's business interests. For example, if Wildcat is considering a business transaction with a company in which you or a close family member owns an interest, you must disclose that ownership interest to your supervisor. Even if the transaction is completely legitimate, a third party could claim that Wildcat chose to do business with your company rather than themselves because of your ownership interest.

Usurping corporate opportunities

Another potential conflict of interest is usurping corporate opportunities. This means steering a potential job away from Wildcat to yourself or another entity in which you or a close family member has an interest. If you are aware of a potential business opportunity for a product or service that Wildcat offers, and is in an area where Wildcat conducts business, you must either pursue this on behalf of Wildcat if it falls within your area of responsibility, or forward it to the appropriate Wildcat employee. If Wildcat declines to pursue this opportunity, you or your family may do so if it does not interfere with your job duties.

Intellectual property

You should not take personal advantage of a business opportunity that is discovered using Wildcat property or information, or through your Wildcat position. Intellectual property developed by Wildcat employees during working hours or with Wildcat assets is Wildcat property.

We expect more from our leaders



Set the example

A strong corporate culture starts at the top. We expect our leaders to set the example by acting humbly, courageously, and ethically; by encouraging others to do likewise; and by holding everyone – themselves included – accountable for compliance with this Code.

Listen to and to trust

We expect our leaders to listen to and to trust those with whom they work. Our workforce is talented. Our leaders must utilize this talent, develop it, and foster positive working relationships. Above all, our leaders must not abuse their position or authority at the expense of those who serve with them.

Make better

We expect our leaders to focus on making their people and their area of responsibility better. This includes treating people fairly, with respect and dignity, being a positive role model, and creating an environment that encourages people to work safely, to ask for help when needed, and to report concerns without fear of retaliation. It also includes promoting the success of others above their own, avoiding taking personal credit for team success, and blaming others for their own actions. We will tackle our problem collaboratively.

We will develop not only ourselves, but others

We will work collaboratively with our customers.

L Alone we can do so little, together we can do so much.

- Helen Keller

We are blessed to have an amazing collection of talented individuals. History, however, is replete with examples of teams full of all-stars who were beaten by less- talented teams because the all-stars played as individuals and their opponent as a team. **Core Values**



A good way to get old is to stop learning.

Because our industry is constantly evolving, and our company is growing, everyone has the chance to develop personally by learning new skills, techniques, and procedures. Learning new skills has the additional advantage of qualifying you for possible promotion or advancement.

People who push themselves to develop are happier and that, in turn, leads to a longer and more rewarding life.

Collaborative work environments promote this development. Never pass up an opportunity to learn a new skill or to teach someone else a new skill. Some companies, in an effort to foster better performance, allow themselves to fall into a trap by encouraging internal competition. When we begin to view each other as competitors rather than fellow team members, our customer service suffers.

Our competition is external.

Our customers will not hire us simply because they think one of us is better than someone else in the Company. They hire us because our Company is better than anyone else. Thus, when Wildcat is hired, we're all hired and, therefore, anything that we can do to improve ourselves and our coworkers benefits us all. Those companies that embrace this concept will always beat out their competition.

Working with customers



Our customers hire us because they need us. We must, therefore, understand what they need and communicate to them our ability to address that need.

Communicate with customers

Never hesitate to ask a customer what they want and need, or if there is something that we could do differently that would improve their operations. This practice provided us with one of our best business opportunities because when we asked, we learned that our customers needed bigger pumps than anyone was providing. We now provide those needed pumps. Similarly, we have expanded and diversified our equipment inventory as our customers' needs have expanded.

Understand the customer's problems.

Obviously, we should ask, but we can also observe.

Work with customers

When you see an opportunity to address a customer's unmet need or to improve our service, either work with the customer directly or share the opportunity with the appropriate person in Wildcat.

Improve customer's operations

Never pass up an opportunity to tell a customer about our products and services and how they can improve the customer's operations.



We will not tolerate harassment or retaliation.

We will recognize and reward strong performance.

We will respect different practices and cultures.

We comply with labor laws.

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I speak to everyone the same way, whether he is the garbage man or the president of the university.

- Albert Einstein

Imagine what it must have been like to have Albert Einstein treat you like the University's President. We can easily do the same once we decide to do so.

Harassment

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What constitutes illegal harassment?

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The EEOC defines harassment as unwelcome verbal or physical behavior that is based on race, color, religion, sex (including pregnancy), gender, nationality, age, physical or mental disability, or genetic information. Harassment becomes unlawful when enduring the offensive conduct becomes a prerequisite to continued employment or the conduct is severe or pervasive enough that a reasonable person would consider the work place intimidating, hostile, or abusive.

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What do I do if I observe or suspect harassment?



Report it immediately to your supervisor or HR. You will not be disciplined if you report in good faith even if it turns out that you were mistaken.

03



- Behave professionally with customers and co-workers.
- Make employment related decisions based on merit and legitimate business needs.
- Speak up if you observe discriminatory, retaliatory, or otherwise improper conduct.



- Intimidate or humiliate others.
- Make insensitive or inappropriate comments.
- Create a hostile or offensive work environment for others.

Interllectual property rights

Wildcat Has Zero Tolerance for Retaliation. Any Wildcat employee who engages in retaliation will be subject to discipline including termination.

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What constitutes retaliation?



etaliation is any adverse action taken against a job applicant or an employee for filing a complaint, supporting another employee's complaint, participating in an investigation, or for otherwise exercising the employee or applicant's legal rights. Adverse action includes termination and demotion, being denied a raise or transfer to a more desirable position, threats, humiliation, and unjustified negative evaluations.

02



What do I do if I observe or suspect retaliation?



Report it immediately to your supervisor or HR. You will not be

disciplined if you report in good faith even if it turns out that you were mistaken. We believe that everyone should feel empowered to raise compliance concerns or safety issues, but please understand that if you knowingly report false information, you are subject to discipline including termination.

Valuing Our Co- Workers

Studies have shown that 93% of employees who feel valued are more motivated to do their best work. We can accomplish this by:

Respecting people's differences.

Each of us approaches work and life differently. We do not have to agree with everyone's choices and preferences to recognize their right to live and work differently.

Thinking positive. Acknowledging others.

Start the day with a "good morning!" and a smile and commend others for good performance.

Listen and help

Listen to others when they talk. Pitch in and help when needed.

Live up to your end of the job.

No one appreciates it when they must do their job and cover someone else's as well.

Be willing to admit your mistakes and apologize gracefully.

Everyone makes mistakes. Owning up to yours prevents molehills from becoming mountains.

Celebrate others' success.

A simple pat on the back does wonders for an individual's self-worth.

Labor Laws



Our goal is to always have the most talented group of employees in our field.

Because talent is not limited by such factors as an individual's race, gender, religion, marital status, national origin, or age, they will play no part in our employment decisions. If you see or suspect that an employment decision was not made based on merit but, instead, was discriminatory, report it to your supervisor, HR, or the General Counsel's Office.

We operate in numerous states and are expanding internationally

thus we are subject to an ever-increasing scope of employment laws. Supervisors should be generally familiar with the laws in their geographic area. For U.S.-based supervisors, this includes Worker's Compensation Laws. For International supervisors, this includes the basic provisions applicable to local citizens, and the Visa requirements for any employees or contractors traveling to your country.

We will do our part to protect those who cannot protect themselves.

Wildcat has committed itself to protecting human rights and combating human trafficking. If you are unfamiliar with Wildcat's human trafficking and human rights policies, please review them. Be aware of the minimum age requirement for employees in your area and speak up if you see or suspect forced or child labor.



We will personally work safely adn will do our best to make the worksite safe for them

We will continually require and observe safe work practices.

We will excersize our stop work authority when approriate

We wil not tolerate illegal drug use or alcohol abuse

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Safety is something that happens between your ears, not something you hold in your hands

- Jeff Cooper

Our work unfortunately involves some inherent risk. We can minimize that risk by consciously and consistently working safely and by looking out for others. **Core Values**



Report it immediately to your supervisor or HR. You will not be disciplined if you report in good faith even if it turns out that you were mistaken. We believe that everyone should feel empowered to raise compliance concerns or safety issues, but please understand that if you knowingly report false information, you are subject to discipline including termination.



Be alert to your surroundings

- Follow your work instructions
- Follow all safety and security procedures
- Use your stop work authority when appropriate
- Inform your supervisor about any unsafe conditions

Don't

Undertake work for which you are unqualified or untrained

- Ignore any safety risk or procedure
- Tolerate any unsafe work practice by others
- Condone substance abuse
- Work under the influence of alcohol, illegal drugs, or prescriptions that interfere with your ability to work safely

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Stop work authority

Stop work authority is the right to stop work when an unsafe condition or act is observed that could affect personal safety or harm the environment.

Every Wildcat employee has the right and obligation to stop any task or operation when they have health, safety or environmental questions or concerns. YOU WILL NOT BE DISCIPLINED FOR A GOOD FAITH EXERCISE OF THIS RIGHT. But you will be disciplined if you unreasonably ignore a health, safety or environmental risk.

Wildcat's Stop Work Authority Procedure explains, in greater detail, how to exercise your stop work authority. In short, you must recognize the unsafe act or condition, evaluate the risk, and then control the hazard.

Drug & Alcoho use

Wildcat has zero tolerance for any action that unnecessarily increases safety risks. This means that we will not tolerate the sale or use of illegal drugs, the use of alcohol during work hours or prior to work if it will impair your work performance, or the irresponsible use of prescription medication.

Anything that impairs your judgment, reflexes, or perception, creates an unnecessary risk for you, your co-workers, and others working near you.

Therefore, you should never possess, distribute, or be under the influence of drugs or alcohol while at work. And, you should report any suspicious behavior that you observe in others immediately. Finally, be aware of the side effects of any prescription medication that you take. Many medications can impair your ability to do such things as drive or operate heavy equipment. Do not engage in any work activity that could be impacted by your medication. If in doubt, consult with your doctor.

We will report illegal or questionable activities

We will not retaliate against those who report in good faith

We will ask questions when unclear about our duties or responsibilities.

We will listen to others.

We will not use the excuse:" I've done it like this for years"

66 Communication- the human connection-

is the key to person and career success.

- Paul. J .Meyer

Modern technology provides a wealth of communication methods, but ultimately our willingness to listen to what is said and, more importantly, hearing what isn't said is still the key to communication. George Bernard Shaw once said: "The single biggest problem in communication is the illusion that it has taken place." We will all work to avoid that misperception.

Reporting illegal or questionable activities

Everyone is entitled to work in a safe, secure environment.

Therefore, (1) we stress individual responsibility to report actual or suspected illegal or questionable behavior and to participate in investigations; (2) we promise that you will not be punished for good faith reporting even if it is determined that no illegal or improper activity occurred; and (3) we hold people accountable when they unreasonably fail to report.

"Good Faith" means that you reasonably believe a violation has or will occur, that you disclose all of the information you have, and that you reasonably believe your report is accurate and complete. When you report a violation, Wildcat will either investigate it internally or will retain a thirdparty to conduct the investigation. In either event, Good Faith also requires that you reasonably cooperate with this investigation.

Regardless of whether you filed the report, if you are questioned during an investigation, you will not be punished for your response unless you knowingly provide false or incomplete information.

If you have engaged in improper or illegal behavior, self-reporting will not absolve you from responsibility for your own actions, but it will be considered when determining an appropriate consequence.

If in doubt about whether to report, ask yourself:

(1) is the action legal?
(2) Is the action consistent with Wildcat's core values?
(3) Will it cause any risk to myself or Wildcat?
(4) What would others think of this action?
(5) How will this look if it becomes public?
(6) Does it feel right?

Social Media

Social media is becoming increasingly popular and it use will undoubtedly continue to grow. You are free to participate in social media but be responsible when you do. For example:



Don't

- Disclose confidential information, whether ours or our customers;
- Let your social media use interfere with your job duties
- Post negative comments about customers or co-workers;
- Use Wildcat equipment to access inappropriate websites.



- Remember that despite social media's informal nature, social media posts are as permanent as if you had written them down on paper.
- People have learned the hard way that even posts on sites that are designed to delete messages after they have been viewed can be saved by third-parties.
- Remember also that anything you post while using Wildcat equipment isn't private, even if you're posting material on a personal account and even if you're posting after hours.
- Finally, remember that you can be held accountable for the contents of any post made using Wildcat equipment, or any post that violates Company policy such as one that improperly shares confidential information.

Our personal responsibility



Ask questions.

If you ever have ANY question about your duty, responsibility, or job assignment, YOU MUST ASK QUESTIONS. Even though we've assembled a talented group of individuals, we have no mind readers and, therefore, we count on you to bring your questions to the attention of the appropriate person.

Think for yourself.

Too often we fall into habits. One of those is to rely on someone else for making the worksite safe. Another is to do something a particular way simply because that is the way it has always been done. Each of us is responsible for our own safety as well as the safety of others on the worksite. Look for risks and ways to do things better and safer; and share your ideas with your supervisor and co-workers.

Listen to others.

Listening is key to effective communication. In fact, unless we practice good listening skills, there either is no communication or messages are misunderstood. That's why we have two ears and only one mouth. Good listening leads to safer work practices, better customer service, and a more productive work environment for our co-workers.

Share concerns.

If you know of, see, or suspect misconduct or unsafe work practices, speak up.

Exceeding the standard is all we do