

**POLICY:** Alabama Goodwill Industries, Inc. (AGI) hereby establishes a framework intended to build and sustain a high level of trust and integrity, corporately, both inside and outside the organization. Our culture is that all team members, volunteers, customers and stakeholders contribute significantly to Goodwill and their value should be respected, regardless of status within the organization. Violations of this policy, in whole or in part, are subject to AGI's performance coaching process. In some situations, violations may also be subject to civil or criminal prosecution.

**PROCEDURE:**

**A. MEETING STAKEHOLDER EXPECTATIONS:**

1. **External Relationships.** AGI will maintain ethical relationships with stakeholders and will not engage in any practice that could be construed as giving special consideration to an agency or individual in order to experience unfair or inappropriate gain, either personally or corporately.
2. **Consumer Services.** AGI endeavors to initiate and improve service models that advance the dignity, value and lifestyle of those served. AGI promotes desirable changes in the existing service delivery system in a responsible manner that results in increased independence, productivity and community integration for persons served.
3. **Customer Relationships.** AGI seeks to protect those served from all forms of exploitation. AGI team members respect the privacy of individuals served and protect their rights of confidentiality. Customer information is privileged and may not be shared outside the organization without AGI's and the customer's permission, except in response to a subpoena, other legal process or requests from government investigatory or regulatory agencies.
4. **Community Affiliation.** AGI is supported by the community and accepts full responsibility for utilizing all resources to provide the maximum service possible in pursuit of AGI's mission. As a not-for-profit organization, AGI requires all those associated with the organization to exhibit a high sense of accountability to the general public and those it serves. AGI takes advantage of every opportunity to promote the public's awareness of the rights and needs of individuals served and to educate the public about the positive role and contributions made by AGI in the human services field. AGI engages in public statements that are in the interest of persons served and that are consistent with the mission of Goodwill, taking care to always fairly and objectively represent relevant facts concerning issues in the human services field. AGI will maintain an open system of marketing and public relations that is responsive to the present and future needs of the community and individuals served. AGI strives to develop a strong

corporate identity, creating partnerships among service providers and other organizations that will benefit our community and programs.

5. **Board of Directors.** AGI encourages recruitment of the best community leadership for the organizations' Board of Directors and its membership. To ensure that the Board of Directors functions above reproach, the following governs:
  - a. **Basic Principles.** Members of the Board of Directors will always observe the highest standards of personal and professional conduct. They will carry out their mandates to the best of their ability and judgment. Members will always exercise their fiduciary responsibility with objectivity and impartiality. They will avoid any situation that involves a conflict or that gives the appearance of a conflict, between the performance of their official duties and their personal interests. Members will observe all national, state, and local laws always.
  - b. **Conflict of Interest.** Members of the Board of Directors explicitly acknowledge and recognize their fiduciary responsibilities to AGI and will dedicate all the time and attention that the organization and its business may require. Members will annually provide written disclosure of any position or financial interest of their own or of any member of their immediate family that may give rise to a conflict of interest to their board position. Immediate families include spouse, dependent children, parents, parents-in-law, and siblings.
  - c. **Confidentiality and Non-Disclosure.** Information gained through participation and association with AGI, about various aspects of AGI's business is confidential and proprietary. As such, members of the Board of Directors must maintain the confidentiality of information entrusted to them by the organization from whatever source. Disclosing confidential information to any person not entitled to receive such information or assisting any person to gain unauthorized access to AGI records, is a violation of this policy and subject to appropriate action.
  - d. **Waivers.** Any waiver or exception to this Corporate Ethics Policy will be granted only in advance and under exceptional circumstances. All waivers require the approval of the Board of Directors, or an independent committee thereof. All approved waivers will be disclosed promptly in accordance with applicable laws, rules, and regulations.
  - e. **Enforcement of the Corporate Ethics Policy.** The Corporate Compliance Officer, in conjunction with the Corporate Compliance committee, will ensure that appropriate actions are taken in the event of a violation. Such action will be designed to reasonably deter future violations and promote accountability for adherence to the provisions of this policy. In considering the appropriate action for violations, all relevant information will be reviewed to determine if the act was intentional or inadvertent, and whether the individual had been advised prior to the violation of the consequences.
  - f. **Annual Review.** The Board of Directors will annually review and reassess the form and adequacy of this policy and make any recommendations deemed necessary and appropriate.

6. **Leadership.** The CEO accepts full responsibility for advising the Board of Directors of issues, programs, services, etc. that affect the lives of persons served so that they might be appropriately guided in their policy decisions. The vice presidents, directors, and team leaders will model ethical behaviors, oversee team member behaviors, and address ethics infractions in a proactive manner, through applied policies and procedures.
7. **Stewardship.** AGI's mission, which is changing lives through the power of work, will be achieved through the optimization of financial resources to ensure its financial strength and potential through cost-effective operations that are supported by strategic planning, technology and human resources.
8. **Fiscal Responsibility.** AGI will maintain accurate and reliable corporate records that comply with applicable accounting rules and established internal controls, as defined in our Accounting Standard Operating Procedures. No payments of money, transfers of property, furnishing of services or other transactions on behalf of AGI will be approved without adequate supporting documentation, or made with the understanding that any part of such payment is to be used for any purpose other than that described by the documentation. Team members are expected to protect company assets from waste, carelessness and theft and ensure that such assets are used for legitimate business purposes. The use of company assets for any unlawful or improper purpose is prohibited. An undisclosed or unrecorded fund or asset may not be established for any purpose. AGI's Chief Executive Officer and designated financial and accounting firm, in addition to complying with the other standards of ethical conduct in this policy, have a specific ethical obligation to comply with the federal requirement to provide "full, fair, accurate, timely and understandable disclosure" in the periodic reports filed by AGI.

## **B. EMPLOYMENT PRACTICES:**

1. **Equal Employment Opportunity.** AGI will provide equal opportunity to applicants and team members in the areas of hiring, training, promotion and compensation without regard to race, color, religion, political affiliation, sex, sexual orientation, marital status, physical or mental disability, national origin, age, veteran status, or genetics except where bona fide qualification exists. All team members are entitled to work and participate in employer-sponsored activities in an environment free of sexual, ethnic and religious harassment, hostility or intimidation. Team members should consult the Human Resources Department and refer to the team member handbook for guidance in dealing with questions or concerns about harassment or discrimination. No team member will be subject to retaliation, discrimination, or any other adverse employment action for reporting concerns about discrimination or harassment at AGI.
2. **Cultural Competency.** AGI recognizes the need for ongoing training, dialogue, feedback, and input from all team members. All staff are to be involved in the process of making Goodwill a culturally aware and sensitive environment. Coaching that ensures the dignity and respect for all cultures, ESOL classes that assist assimilation of all cultures, and follow-up activities

that incorporate feedback and input from participants are provided. As a team, AGI is committed to creating an environment conducive to quality services. AGI recognizes that persons and families served, like all other people, bring their own values, thoughts, beliefs, attitudes, biases, prejudices, and assumptions about persons who are different. Without being aware of the influence of one's own cultural or professional values, there is risk that the provider may engage in cultural imposition. Team members are expected to commit to diversity through service and employment inclusiveness, and experiential learning.

3. **Substance Abuse.** AGI prohibits team members from using illegal drugs and misusing prescription drugs. AGI has a drug free workplace and expects all team members to perform their duties unimpaired by drugs or alcohol and to participate in drug and alcohol testing in accordance with that policy.
4. **Conflict of Interest.** Conflicts of interest exist when team members and volunteers are faced with situations that require choosing between AGI's best interests and their own interests, or when the team member's judgment may be compromised by doing something that may be favorable to the company but would also benefit the team member. Potential conflict of interest may arise as a result of business, financial, family, organizational or personal relationships. If a relationship would or could be construed to create a conflict of interest, those involved are expected to disclose the potential conflict and, with assistance from AGI leadership, resolve it.
5. **Outside Interests.** Team members, volunteers, directors, and executives owe a duty of loyalty to AGI. They are precluded from taking personal advantage of any business opportunity that properly belongs to AGI. As such, they may not engage in outside interests, including employment with competitors, that encroach upon the time or attention required attending to company affairs or that affect their ability to fully perform their duties, unless such outside interests are of benefit to and are sanctioned by AGI. Any potential conflict of interest is to be reviewed by the appropriate Human Resources leader and/or VP of Organizational Development prior to making a commitment or decision.
6. **Gifts.** Team members and volunteers may not directly or indirectly accept money, loans, expensive gifts, services, rebates, favors, extravagant entertainment, travel, or preferential treatment for any services provided as a AGI associate or in connection with agreements with outside parties, such as leases, contracts and purchase orders, or for divulging confidential company information. Gifts from a peer valued at no more than \$25 may be accepted and gifts from a customer or vendor are not to be accepted except as a donation to Goodwill, the customer or vendor should be informed that it will be treated as a donation to AGI's mission services. Persons who wish to make gifts of a higher value should be directed to the Goodwill foundation. A team member, however, may accept conventional business courtesies, such as lunches, where a similar favor can be returned. Business entertainment that involves representatives of other companies as well as AGI may be accepted if no expensive or questionable gifts, goods or travel are included.

7. **Safety and Security.** AGI's workplaces must comply with safety and health standards and be free of recognized hazards that could cause injury, sickness or death. To support that policy, team members are expected to abide by all safety rules and practices and to assume responsibility for taking the necessary precautions to protect themselves and their co-workers. Team members must immediately report unsafe conditions, and immediately correct unsafe acts observed or performed. No team member will be subject to retaliation, discrimination, or any other adverse employment action for reporting concerns about safety or security problems.
8. **Confidentiality.** Except as authorized or directed by the President and CEO, team members will not, during or at any time subsequent to their employment with AGI, divulge or convey to others any confidential or proprietary information, knowledge, plans or data of AGI obtained during the course of their employment with AGI. Confidential information includes, but is not limited to, business information regarding AGI's operations, such as financial, site acquisition, and program development. Medical information about a team member cannot be shared, as per HIPAA regulations.
9. **Witnessing of documents.** AGI is committed to ensuring the validity and efficacy of the processing of certain employment or organizational related documents or requests. AGI may require that assigned personnel act as a witness when processing said documents. Examples of documents that personnel may be asked to witness include personnel and employment related actions.
10. **Nondisclosure of Records.** AGI is committed to preventing the misuse of information contained in company records. In as much as current data-processing technology and practices permit broad access to information concerning various phases of AGI's operations, team members must use caution to avoid the unauthorized or unnecessary dissemination of information. Access should be solely on a business-related, need-to-know basis. Customer information in company files is not to be disclosed outside the organization without AGI's and the customer's permission, except in response to a subpoena, other legal process or requests from government investigatory or regulatory agencies., Information regarding a team member's personnel file including application, performance reviews, performance coaching records and personal information is confidential except to members of management and external agencies who have a need to know, and may not be disclosed without authorization.
11. **Standards of Conduct.** Team members and volunteers are responsible for demonstrating the highest professional standards and productivity in all business activities; treating one another, customers and stakeholders with respect, dignity, and sensitivity to needs; ensuring associations with persons served are of a professional nature only; using good judgment; and for being open, honest and fair in all business relationships with stakeholders, customers, suppliers, the public and each other. Team members and volunteers are expected to follow all applicable organizational and departmental policies and procedures, as well as adhere to all applicable laws and regulations related to employment. AGI's standards of conduct are recorded in detail in our Team Member

Handbook and SOPs and are grounded on AGI's core values and guiding principles. Team Member's violations to our standards of conduct are handled in accordance to our team member handbook and SOP.

12. **Team Member Purchases.** Merchandise is to be made available for customer sale prior to purchase by any team member. Team members, customers, volunteers, temporary team members, community service workers and visitors are not allowed to solicit, accept, obtain, sell or arrange to gain possession of any actual, potential or rejected donation. Merchandise may be obtained only as defined under store purchase guidelines.
13. **Personal Property.** Team members are expected to exercise reasonable care to safeguard personal items of value brought to work. Such items should never be left unattended or in plain view. Goodwill does not assume responsibility for the loss or theft of personal belongings, and team members are advised not to carry unnecessary amounts of cash or other valuables with them when reporting to work. Team members will be assigned a locker or storage area as available for safekeeping a few, small personal effects during working hours.
14. **Use of AGI Property.** Goodwill property may not be used, loaned, given, borrowed, taken or disposed of in any non-business-related manner or purpose. Organizational property including office supplies, personal computers, copiers, telephone, Internet access, etc. are not to be used for personal needs unless expressly authorized by management. No assets or resources of the organization are to be used for personal gain or benefit or for any illegal purpose of any kind. All team members are expected to safeguard the organization's property and report all incidents of theft or suspicious behavior to their Team Leader or appropriate department head.
15. **Financial Transactions.** Financial records must accurately reflect transactions and conform to generally accepted accounting principles. No entries may be made on the organization's books or records that intentionally hide or disguise the true nature of any transaction. No entries will be made of undisclosed or unrecorded funds or assets. When receiving monies from fund-raising activities, AGI will properly segregate these funds and records will show clearly the purpose for which they were used.
16. **Lost and Found.** Lost or found money or other items of value found in donated goods or elsewhere on AGI property are to be turned in immediately to the Team Leader.

### **C. COMPLIANCE:**

1. Officers, directors, and team leaders are responsible for the enforcement of, and compliance with, AGI's corporate culture and this policy. Team member knowledge and awareness will be assured through distribution of this policy statement to every team member and through appropriate training and consultation via new hire orientation, team member meetings and other training sessions.

2. Any team member who knows of a material violation of this policy, or who reasonably believes that a violation has occurred, must promptly report the matter to the appropriate Human Resources leader and/or team leader. Any team member who believes that the actions or words of a Team Leader Coach constitute harassment has a responsibility to ask the person to stop the behavior immediately. If the behavior does not stop or if the team member feels intimidated and does not feel comfortable asking the violator to stop, he or she is to report the complaint to department leader which will report the complaint to appropriate Human Resources leader. AGI, to the extent legally possible, will protect the confidentiality of any disclosed information and the identity of any team member reporting misconduct. No team member will be subject to retaliation, discrimination, or any other adverse employment action for reporting suspected violations in good faith pursuant to the terms of this policy or any applicable law. AGI will also comply with federal legal requirements protecting team members against adverse employment action if they provide information, assist with any investigation, or testify in any proceeding that relates to possible fraudulent activities or violations of federal securities laws.
3. All team members are required to report any material violation of this policy. Failure to report violations by any AGI leader will result in corrective action to include termination of employment.
4. AGI's internal audit representatives, as part of the regular auditing procedures, will periodically review the organization's activities, records, property, and personnel to determine compliance with this policy. The results will be reported in writing to executive management.
5. The organization's independent auditors will be asked to state whether anything has come to their attention that has led them to believe that this policy is being violated.
6. This policy is not all-encompassing, and questions about situations not specifically addressed in it should be addressed to the CEO, and Director of Talent and Culture.
7. Appropriate records evidencing compliance with this code of ethics policy will be maintained by AGI, including copies of correspondence relating to requests for, and determinations relating to, waivers, and copies of documents relating to violations.
8. This code of ethics policy does not create any rights. It is a statement of certain fundamental principles, policies and procedures that govern the Board of Directors, officers and team members of AGI in the conduct of the organization's business. It is not intended to and does not create any rights or contractual obligations towards any team member, customer, client, supplier, competitor or any other person or entity.

## **A TEST OF ETHICS AND CONDUCT**

In any situation you are confronted with while performing your job, you should be able to answer “Yes” to the following questions:

1. Am I following the law?
2. Am I treating others the way I would like to be treated?
3. Am I setting a good example to others?
4. Will I feel good about my actions tomorrow?
5. Would my actions look good in Team Talk, in the newspaper or on the TV news?

#### **D. PROCESS TO HANDLE VIOLATIONS TO THIS POLICY:**

It is Goodwill’s intention to deal with allegations of violations of the code of ethics in a timely manner. If as a result of an investigation it is concluded that a violation to this policy has occurred, the following process will apply:

1. **AGI team members.** Team Member violations to our Code of Ethics, standards of conduct, standard operating procedures, core values or guiding principles, are handled in accordance to our team member handbook and standard operating procedures.
2. **Board Members.** The Board of Directors has developed a process for handling violations to the Code of Ethics and to Corporate Compliance. This policy and acknowledgement documents rest under the oversight of the VP of Boards and Support and are discussed and signed on an annual basis. As with any violations to our Corporate Compliance policy, the Corporate Compliance Committee, comprised of the CEO, VP of Organizational Development (Compliance Officer) and 2 Board Members, conducts an investigation and submits a final report of findings and recommendations for corrective action to the Board Chairman within one week of the conclusion of the investigation.
3. In addition, a violation to this code of ethics that also constitutes illegal activity, whether by a team member or member of the board, will be reported to the appropriate authorities.

#### **E. DISCLOSURE AND INVESTIGATION:**

1. Where Alabama Goodwill Industries, Inc. has defined code of ethics establishing a framework intended to build and sustain a high level of trust and integrity, corporately, both inside and outside the organization. Violations of the code of ethics, in whole or in part, are subject to AGI's resolution process, the applicable policies should be followed to disclose such violations. In some situations, violations may also be subject to civil or criminal prosecution.
2. Abuse of authority under such policies is also considered wrongful conduct.

3. In matters relating to wrongful conduct as defined in the section above, mismanagement of the organization's resources, or an abuse of authority, the Director of Talent and Culture should be notified.
4. The appropriate Human Resources team leader will conduct or coordinate follow-up, which may include an investigation of the disclosure.
5. The department head and/or HR leader will review complaints within 24 hours of receipt.
6. If the complaint requires an investigation, the investigation process will be completed within three (3) business days from receipt of the complaint where possible. A written report will be drafted with appropriate action items to correct the situation.
7. The department head and/or HR leader will review the results of the investigation with affected parties within five (5) business days from receipt of the complaint where possible. Any recommended corrective action will be implemented in accordance with company policies and/or licensure requirements immediately, after review with affected parties.
8. In the event, the initial report or a reprisal complaint involves the Director of Talent and Culture or the President/CEO, an appropriate substitute from the Board of Directors will be designated as the Corporate Compliance Officer or President/CEO for the purposes of completing the investigation.
9. Goodwill policies and various laws and regulations may impose privacy and confidentiality restraints on reporting the results of such a review or investigation. Within the constraints of these laws, regulations, and policies, the Director of Talent and Culture will acknowledge, and as appropriate and permissible, provide confirmation of the status and outcome of the review.
10. In matters of disclosure, Alabama Goodwill Industries, Inc. will make all reasonable efforts to maintain the identity of the employee making the disclosure confidential, if maintaining confidentiality does not interfere with investigating the specific allegations or taking corrective action.
11. Complaints of Reprisal
  - a. A disclosure warranting an investigation is not the same as making a complaint of reprisal (adverse employment action or situation).
    1. Retaliation comprises, but is not limited to, intimidating, threatening, coercing, discriminating against, or taking any retaliatory action against any covered individual for exercising the right under, or participating in any process, defined by this policy or the Whistleblower Act.

2. The Director of Talent and Culture will coordinate with the President/CEO and investigate to determine whether retaliation occurred and if so, what the appropriate remedy or remedies will be.
3. The decision of the Director of Talent and Culture and the President/CEO will be final except when the allegations involve the VP of Organizational Development and/or the President/CEO. When the allegation involves the Director of Talent and Culture, the decision of the President/CEO will be final. When the allegation involves the President/CEO, the decision of the Designated Board Corporate Compliance Committee will be final.