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Ops ^{plus}

**EMPLOYEE
MANUAL**

Issued Jan 2005

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WELCOME TO OPS PLUS

An interesting and challenging experience awaits you as an employee of Ops Plus, Inc. ("Ops Plus"). To answer some of the questions you may have concerning Ops Plus and its policies, we have written this Manual. Please read it thoroughly and retain it for future reference. The policies stated in this Manual, with the exception of the Policy on "at-will employment", are subject to change, suspension, or termination, at the sole discretion of Ops Plus, as are all other policies, procedures, or programs of Ops Plus. The benefits mentioned in this Manual are a listing only of separate and severable programs and are not and do not constitute a unified program or plan. The benefits stated in this Manual are subject to change, suspension, or termination, in accordance with any applicable procedures, at the sole discretion of Ops Plus. From time to time, you may receive updated information concerning changes in the policy. If you have any questions regarding any policies, please ask your supervisor or a member of our Corporate Office for assistance.

This Manual is not a contract, express or implied, guaranteeing employment for any specific duration. Although we hope that your employment relationship with us will be long term, either you or Ops Plus may terminate this relationship at any time, for any reason, with or without cause or notice. Please understand that no supervisor, manager, or representative of Ops Plus other than the President has the authority to enter into any agreement with you for employment for any specified period or to make any promises or commitments contrary to the foregoing. Further, any employment agreement entered into by the President shall not be enforceable unless it is in writing and signed by you and Ops Plus' President. Please also understand that no supervisor, manager, or other representative of Ops Plus has the authority to make any verbal promises, commitments, or statements of any kind regarding the policies, procedures, or any other Ops Plus issues that are legally binding on Ops Plus.

We wish you the best of luck and success in your position and hope that your employment relationship with Ops Plus will be a rewarding experience

OPS PLUS HISTORY

Ops Plus is an outsource service provider established in 1995 specializing in sourcing or procurement services to companies in the Louisville area. It began with two employees - the President and the Chief Financial Officer. Our first customer was BRG, the facilities management company created by Blue Cross Blue Shield of Kentucky. We increased our workforce when a local distributor needed assistance in inventory. At that time, we also set up a Purchasing Department for a local bank. The management team was expanded to include a Chief Operations Officer. Next, Ops Plus provided a local chemical company with a Purchasing Manager.

A pivotal step in our growth was the addition of a local utility company as a customer. What began with the placement of temporary purchasing staff to assist in the implementation of strategic sourcing has rapidly expanded into a much broader scope, some of which include staffing for Design Technicians, Substation Construction and Maintenance, and Metering Technicians.

Today, Ops Plus has grown to a staff of over 70 employees. We are an employee-centered business which endeavors to consider each employee in its decision-making process. Ops Plus is dedicated to providing each employee with a rewarding work experience. The future of Ops Plus lies within our most valuable resource - our people.

EMPLOYMENT POLICIES

EQUAL EMPLOYMENT OPPORTUNITY

Ops Plus provides equal employment opportunities to all employees and applicants for employment without regard to race, color, religion, sex, national origin, age, disability, sexual orientation or gender identification, status as a Vietnam-era or special disabled veteran, or any other status or condition protected by applicable federal, state, or local law. In addition, Ops Plus complies with applicable federal, state, and local laws governing nondiscrimination in employment in every location in which Ops Plus operates. This Policy applies to all terms and conditions of employment, including but not limited to, hiring, placement, promotion, termination, layoff, recall, transfer, leaves of absence, compensation, benefits, and training.

EMPLOYEE HARASSMENT

Ops Plus has adopted a Policy of “zero-tolerance” with respect to unlawful employee harassment. In this connection, Ops Plus expressly prohibits any form of unlawful employee harassment based on race, color, religion, sex, national origin, age, disability, sexual orientation or gender identification, status as a Vietnam-era or special disabled veteran, or status in any group protected by federal, state, or local law. Improper interference with the ability of employees of Ops Plus to perform their expected job duties is not tolerated.

With respect to sexual harassment, Ops Plus prohibits the following:

1. Unwelcome sexual advances; requests for sexual favors; and all other verbal or physical conduct of a sexual or otherwise offensive nature, especially where:
 - Submission to such conduct is made either explicitly or implicitly a term or condition of employment;
 - Submission to or rejection of such conduct is used as the basis for decisions affecting an individual's employment; or
 - Such conduct has the purpose or effect of creating an intimidating, hostile, or offensive working environment.
2. Offensive comments, jokes, innuendoes, and other sexually-oriented statements.

EMPLOYEE HARASSMENT (cont.)

Examples of the types of conduct expressly prohibited by this policy include, but are not limited to, the following:

- Touching, such as rubbing or massaging someone's neck or shoulders, stroking someone's hair, or brushing against another person's body;
- Sexually-suggestive touching;
- Grabbing, groping, kissing, fondling;
- Violating someone's "personal space";
- Whistling;
- Lewd, off-color, sexually-oriented comments or jokes;
- Foul or obscene language;
- Leering, staring, stalking;
- Suggestive or sexually-explicit posters, calendars, photographs, graffiti, cartoons;
- Unwanted or offensive letters or poems;
- Sitting or gesturing sexually;
- Offensive e-mail or voice-mail messages;
- Sexually-oriented or explicit remarks, including written or oral references to sexual conduct, gossip regarding one's sex life, body, sexual activities, deficiencies, or prowess;
- Questions about one's sex life or experiences;
- Repeated requests for dates;
- Sexual favors in return for employment requests, or threats if sexual favors are not provided;
- Sexual assault or rape; and/or
- Any other conduct or behavior deemed inappropriate by Ops Plus.

EMPLOYEE HARASSMENT (cont.)

Complaint Procedure

Each member of management is responsible for creating an atmosphere free of discrimination and harassment, sexual or otherwise. Further, employees are responsible for respecting the rights of their co-workers.

If you experience any job-related harassment based on your sex, race, national origin, disability, or another factor; or believe that you have been treated in an unlawful, discriminatory manner; promptly report the incident to your supervisor or the President. This policy applies to all incidents of alleged harassment, including those which occur off-premises, or off-hours, where the alleged offender is a supervisor, a co-worker, or even a non-employee with whom the employee is involved, directly or indirectly, in an Ops Plus business or potential business relationship.

Should the alleged harassment occur at a time other than your normal working hours, your complaint should be filed as early as practicable on the first business day following the alleged incident.

Ops Plus takes complaints of discrimination and harassment very seriously. Thus, there is no need to follow any formal chain of command when filing a complaint or when discussing any issue of concern regarding alleged discrimination or harassment, and you may bypass anyone in your direct chain of command and file your complaint or discuss any issue of concern with the President at any time. If the complaint involves the President, then you may contact the Director of Human Resources. All complaints will be kept confidential to the maximum extent possible.

If Ops Plus determines that an employee has violated this policy, appropriate disciplinary action will be taken against the offending employee, up to and including termination of employment.

Ops Plus prohibits any form of retaliation against any employee for filing a bona fide complaint under this policy or for assisting in a complaint investigation. However, if, after investigating any complaint of harassment or unlawful discrimination, Ops Plus determines that the complaint is not bona fide, was not made in good faith, or an employee has provided false information regarding the complaint; disciplinary action may be taken against the individual who filed the complaint or who gave the false information.

EMPLOYMENT OF RELATIVES

Ops Plus permits the employment of qualified relatives of employees as long as such employment does not, in the opinion of Ops Plus, create actual or perceived conflict of interest. For purposes of this policy, "relative" is a spouse, child, parent, sibling, grandparent, grandchild, aunt, uncle, first cousin, niece, nephew, or corresponding in-law, "step", or "half" relation. Ops Plus will exercise sound business judgment in the placement of related employees.

This policy applies to all categories of employment at Ops Plus, including regular and temporary classifications.

INDIVIDUALS WITH DISABILITIES

Ops Plus complies with the Americans With Disabilities Act (ADA) and applicable state and local laws providing for nondiscrimination in employment against qualified individuals with disabilities. Ops Plus also provides reasonable accommodation for such individuals in accordance with these laws. It is the policy of Ops Plus, without limitation, to:

1. Ensure that qualified individuals with disabilities are treated in a nondiscriminatory manner in the pre-employment process and that employees with disabilities are treated in a nondiscriminatory manner in all terms, conditions, and privileges of employment;
2. Keep all medical-related information confidential in accordance with the requirements of the ADA and retain such information in separate confidential files;
3. Provide disabled applicants and employees with reasonable accommodation, except where such an accommodation would create an undue hardship on Ops Plus; and
4. Notify individuals with disabilities that Ops Plus provides reasonable accommodation to qualified individuals with disabilities by including this Policy in the Employee Manual of Ops Plus.

INDIVIDUALS WITH DISABILITIES (cont.)

Procedure for Requesting an Accommodation

Qualified individuals with disabilities may make requests for reasonable accommodation to the Ops Plus Office Manager. On receipt of an accommodation request, the Office Manager will meet with the requesting individual to discuss and identify the precise limitations resulting from the disability and the potential accommodation that Ops Plus might make to help overcome those limitations.

The Office Manager, in conjunction with the President, and, if necessary, appropriate management representatives of the customer involved identified as having a need to know (e.g., the individual's supervisor/department head) will determine the feasibility of the requested accommodation. Various factors will be considered, including but not limited to, the nature and cost of the accommodation, the availability of tax credits and deductions, outside funding, the facility's overall financial resources and organization, and the accommodation's impact on the operation of the facility, including its impact on the ability of other employees to perform their duties and on the facility's ability to conduct business.

The Office Manager will inform the employee of the decision of Ops Plus concerning the accommodation request. If the accommodation request is denied, the employee will be advised of their right to appeal the decision by submitting a written statement to the Office Manager, along with the reasons for the request of a final review. This request will be reviewed by the President, whose decision will be final.

“AT WILL” EMPLOYMENT

All employment with Ops Plus is “at will”, which means that your employment can be terminated with or without cause, and with or without notice, at any time, at the option of either Ops Plus or yourself, except as otherwise provided by law.

PERSONNEL FILES

Ops Plus maintains personnel files on each employee. These files contain documentation regarding all aspects of the employee's tenure with Ops Plus, such as performance appraisals, beneficiary designation forms, disciplinary warning notices, and letters of commendation. You may review your personnel file on an annual basis. If you are interested in reviewing your file, contact the Office Manager to schedule an appointment.

To ensure that your personnel file is up-to-date at all times, notify your supervisor or the Office Manager of any changes in your name, telephone number, home address, marital status, number of dependents, beneficiary designations, scholastic achievements, the individuals to notify in case of an emergency, and so forth.

EVALUATION POLICY

adopted 9/2004

To enable you to perform to the best of your ability, and be challenged, pleased, motivated, and happy with your job; it is important that you be recognized for good performance and receive appropriate suggestions for improvement when necessary. Consistent with this goal, your position and performance with the company will be evaluated by your supervisor on an ongoing basis. You will receive periodic written evaluations in order to keep you abreast of your work status.

Initial performance evaluations normally occur after three (3) months of employment, and then annually thereafter. Each October, you will receive a *Self-Evaluation Form* to complete and return to the Corporate Office. Your Supervisor will receive a separate *Employee Evaluation Form* to complete about your performance and send to the Corporate Office. If applicable, a brief Customer Feedback Form will be sent to Ops Plus customers. Once these evaluation forms have been received and reviewed in the Corporate Office, they will be returned to your Supervisor, who will then schedule a Performance Evaluation meeting with you early in December.

While your pay rate/salary may be reviewed at the time, this annual Performance Evaluation will be used as a time to trade ideas, ask questions, and give and receive feedback during the conversation in order to continually improve job performance and productivity and to make your job the best possible job for you. There is no guarantee of pay rate/salary change, since many factors impact pay rates. Factors that will effect a possible pay rate change (increase or decrease) are special training and skills; how time consuming or complex an individual's job is; competency level at tasks; and how willing the individual is to explore and/or experience new skills and possible variations in tasks. Ops Plus strives to reward employees for productivity and **above average** job performance. Any pay rate/salary change as a result of the Performance Evaluation process will be effective the first payroll of January in the new year.

DRUG AND ALCOHOL POLICY

PURPOSE

Employees must be physically and mentally fit to perform their duties in a safe and efficient manner. In this regard, Ops Plus, Inc. ("the Company") will take reasonable steps and implement reasonable measures to eliminate the problem of alcohol and drug abuse in the workplace.

This policy recognizes the Company's commitment to ensure the highest standard of health and safety for its employees, customers, and the public, and to provide for the effective and efficient operation of the Company. The purpose of this policy is to communicate the Company's expectations regarding involvement with drugs and alcohol on the part of employees and to ensure that the Company is in compliance with relevant federal, state, and local laws and regulations respecting drug and alcohol usage. Employees covered by United States Department of Transportation (USDOT) regulations are also subject to separate policies relating to drugs and alcohol.

This policy does not alter the "at will" status of the Company's employees.

SCOPE

This policy applies to all Company employees and temporary workers (employees) while on work time or break time, on or off Company property, Company worksites, or after hours when responsible for work assigned and business activities. For purposes of this Policy, "Company property" includes any vehicle owned or leased by or operated for the Company, and "Company equipment" includes any equipment owned, leased by, or operated for the Company.

DRUG AND ALCOHOL POLICY (cont.)

GENERAL REQUIREMENTS

The following conduct shall be considered to be a violation of this policy:

Drugs (Legal or Illegal) and Other Controlled Substances

1. Having detectable levels of drugs in the applicant's system at the time an applicant undergoes a post-offer, pre-employment drug screening. For purposes of this policy, "drugs" mean drugs which are not legally obtainable, legal drugs illegally obtained or used, and other controlled substances.
2. Working or reporting to work with detectable levels of drugs in the employee's system.
3. Using, possessing, purchasing, selling, or distributing drugs on Company property, Company worksites, or during working hours, including lunch breaks. Any suspected illegal substances found on Company property or worksites or during working hours shall be given to the appropriate law-enforcement agency and may result in criminal prosecution.
4. Arranging for the distribution, sale, purchase, or transfer of drugs on Company property or worksites, or during working hours.
5. Bringing prescription drugs on Company property or worksites by any person other than the one for whom they are prescribed. Prescription drugs must be used in the manner, combination, and quantities prescribed by a licensed medical practitioner and only by the employee for whom they were prescribed.

NOTE: An employee must inform the Company's Safety Director when taking prescription or over the counter drugs which could induce drowsiness, disorientation, or other impairment or which may affect job performance or the ability to safely operate Company equipment. The employee must advise the nature of his or her illness, the type of medication being used, the amount of daily medications, the expected length of time he or she will be using such medication, and the expected side effects of such medication. If, in the opinion of the Company, the medication renders an employee unfit to perform his or her duties safely and efficiently, he or she will either be reassigned to other work or sent home until he or she is fit to resume working.

DRUG AND ALCOHOL POLICY (cont.)

Violations Related to Alcoholic Substances

1. Having an alcohol concentration of 0.02 or greater as indicated by an alcohol breath test at the time an applicant takes a post-offer, pre-employment alcohol screening.
2. Working or reporting to work with an alcohol concentration of 0.02 or greater as indicated by an alcohol breath test.
3. Consuming or possessing alcohol or another intoxicant on Company property or worksites at any time or during work hours (including breaks and meal periods).
4. Consuming alcohol within four hours of the start of the employee's workday.

NOTE: During any Company-approved activities in which alcohol is served or consumed, employees are expected to conduct themselves in a manner that will not present a danger to themselves, other Company employees, the general public, or the Company image.

Testing

An employee who is observed as potentially unfit for duty or otherwise gives the Company reasonable cause to believe the employee has been drinking alcohol or taking drugs or is under the influence of alcohol or drugs will be sent to a designated facility for an alcohol and drug test.

1. An employee referred for an alcohol or a drug test as mandated by this policy will be required to sign a consent form authorizing the test and release of information to the designated Company official(s) and its Safety Director, Medical Review Officer, Substance Abuse Professional, physicians, attorneys, other professionals, and the individuals and entities designated to collect specimens for testing.
2. Failure to comply with either the requirement to submit to, or provide consent for, the alcohol and drug test will be cause for disciplinary action, up to and including termination.

DRUG AND ALCOHOL POLICY (cont.)

3. The drug or alcohol test may include breath and/or urine screening, blood test, or any other testing that may reveal the presence of alcohol or drugs.

In addition to the above, an employee will be subject to alcohol and drug testing if one or more of the following conditions exist:

1. Safety or equipment-protection procedures were not followed in connection with an accident or a near accident and an employee's behavior is observed as being erratic and not reflective of normal job requirements or expected behavior.
2. Any employee involved in an accident while operating a Company vehicle or equipment may be required to be tested for the presence of drugs or alcohol when, in the judgment of management, the results are necessary to rule out the use or misuse of these substances as a contributing factor to the accident. Drug and alcohol testing will be required if the employee's involvement in the accident results in the issuance of a citation under state or local law for a moving traffic violation. The employee has the affirmative obligation to immediately report all vehicle and equipment accidents and traffic citations to his or her supervisor or manager. (Note: There are specific testing guidelines to be followed when employees covered by USDOT regulations are involved in any type of accident.)
3. There is credible information and/or reasonable suspicion that an employee has violated this policy.
4. There are observations and/or demonstrations of signs and/or symptoms indicating the possibility of an "unfit-for-duty" status.
5. As mandated by law or any governmental regulatory agency.

Consequences of a Positive Result

Violation of this policy will require disciplinary action. In each case of violation of this policy, the Company will determine the appropriate discipline (up to and including termination) on the basis of the particular facts and circumstances.

1. Applicants who have been offered a position with the Company conditional upon the results of a drug and alcohol test, but whose test results are positive for drugs or who have an alcohol concentration of 0.02 or greater will be rejected for employment.

DRUG AND ALCOHOL POLICY (cont.)

2. Having a detectable level of a drug or alcohol concentration of 0.02 or greater during working time or on Company property or worksites is just cause for termination for a first offense.
3. In appropriate circumstances, an employee may be placed on a one-year fitness for duty probation and referred to a Substance Abuse Professional (SAP). The employee shall be required to successfully complete a Company-approved rehabilitation program recommended by the SAP. During the fitness for duty probation, the employee shall, upon request, submit to at least six or more unannounced tests for the purpose of detecting recent alcohol or drug usage. Any indication of such usage, or the employee's refusal to submit to such a test, shall be grounds for immediate termination. An employee may be placed on fitness for duty probation only once. Use of such probation by the Company shall not preclude other disciplinary action, as appropriate, nor affect the employee's status as an "at will" employee.

Any employee whose off-duty alcohol or drug abuse results in excessive absenteeism or tardiness, is the cause of accidents or poor work performance, or otherwise adversely affects the Company or its image shall be subject to disciplinary action, up to and including termination.

Searches

Searches of Company Property

The Company reserves the right to conduct unannounced searches for controlled substances and/or alcohol on Company property or worksites such as, but not limited to, vehicles, desks, file cabinets, employee lockers, etc. Note that vehicles, desks, file cabinets, employee lockers, etc. provided by the Company are Company property, and are provided for employee use only while employed by the Company.

Searches of Employee Property

Searches of employees and their personal property such as, but not limited to, vehicles, clothing, packages, purses, briefcases, lunchboxes, or other containers brought onto Company premises or worksites may be conducted at any time.

Employees are expected to cooperate in the conduct of such searches. Refusal to participate in a search is grounds for disciplinary action, up to and including termination. Searches may be conducted at any time and do not have to be based on reasonable suspicion.

DRUG AND ALCOHOL POLICY (*cont.*)

PENALTIES FOR NONCOMPLIANCE

Failure to comply with this policy will result in disciplinary action, up to and including termination.

If you need clarification of any part of this policy, please contact either the Ops Plus' President or the Ops Plus' Safety Director.

COMPENSATION POLICIES

CLASSIFICATIONS OF EMPLOYMENT

For purposes of salary administration and eligibility for employee benefits, Ops Plus classifies its employees as follows:

- Full-time regular employees. Employees hired to work the Ops Plus normal, full-time, workweek of at least 32 hours or more on a regular basis. Such employees may be "exempt" or "non-exempt" as defined below.
- Part-time regular employees. Employees hired to work fewer than 32 hours per week on a regular basis. Such employees may be "exempt" or "non-exempt" as defined below.
- Temporary employees. Employees engaged to work full-time or part-time on the Ops Plus payroll with the understanding that their employment will be terminated no later than on completion of a specific assignment. Typically, temporary assignments will last no longer than six months. (Note that a temporary employee may be offered and may accept a new temporary assignment with Ops Plus and, thus, still retain temporary status.) Such employees may be "exempt" or "non-exempt" as defined below.

Additionally, for determining eligibility for overtime payments, all employees fall into one of the following classifications:

- Non-exempt employees. Employees who are required to be paid overtime at the rate of time and one half their regular rate of pay for all hours worked beyond 40 hours in a workweek, in accordance with applicable federal or state wage and hour laws. (Overtime pay beyond that required by government regulations are defined in the "Overtime Pay Procedure" section.)

CLASSIFICATIONS OF EMPLOYMENT (cont.)

- Exempt employees. Employees who are not required to be paid overtime, in accordance with applicable federal or state wage and hour laws, for work performed beyond 40 hours in a workweek. Executives, professional employees, outside sales representatives, and certain employees in administrative positions are typically exempt.

You will be informed of your initial employment classification as an exempt or non-exempt employee when you begin working. If you change positions during your employment as a result of a promotion, transfer, or otherwise; you will be informed by the Business Manager of any change in your exemption status.

Please direct any questions regarding your employment classification or exemption status to the Corporate Office.

WORK HOURS

It is the policy of Ops Plus to establish working hours as required by each Ops Plus' customer. Starting and finishing times vary according to the needs of the Ops Plus' customer. Your supervisor will inform you of your work schedule. All employees are to take a 30 minute unpaid lunch break each day.

RECORDING WORK HOURS

It is the policy of Ops Plus to comply with applicable laws that require records to be maintained of the hours worked by our employees. To ensure that accurate records are kept for employees of hours actually worked (including overtime where applicable), and to ensure that employees are paid in a timely manner, all staff are required to record time worked, as well as absences, and submit this information to the Corporate Office by noon each Monday. Employees log in upon arrival, log out for lunch, log back in after lunch, and log out at the end of the day. Employees are also to log out anytime they leave their worksite on personal business. It is very important that employees follow the rules for recording their time carefully. Falsification of time records is a breach of Ops Plus' policy and is subject to disciplinary action, up to and including termination.

BREAKS

Employees are entitled and instructed to take one 10-minute rest break for each four hours worked. This is in addition to the regularly scheduled lunch period. These rest breaks are normally scheduled mid-morning and mid-afternoon, and are not recorded when you are logging your time. Either your supervisor will schedule your breaks, or you will be expected to coordinate with your co-workers to maintain adequate coverage at all times.

REGULAR PAY PROCEDURES

All Ops Plus employees are paid on a biweekly basis, every other Friday (26 pay periods per year). All employees will be paid one week in arrears. All required deductions, such as federal, state, and local taxes, and all authorized voluntary deductions, such as health insurance contributions, will be withheld automatically from your paychecks.

Please review your paycheck for errors. If you find a mistake, report it to the Corporate Office immediately.

As a part-time or full-time regular employee, you are eligible to participate in the direct deposit payroll program. By participating in this program, your paycheck will be automatically deposited each pay day into a bank account of your choice. You will receive a voucher detailing the information from the deposit.

OVERTIME PAY PROCEDURES

If you are classified as a non-exempt employee (see the Classifications of Employment section), you will receive compensation for approved overtime work in compliance with state and federal regulations. Overtime will be paid for all approved time worked in excess of 40 hours in the Ops Plus, Inc. workweek (Monday through Sunday).

OVERTIME PAY PROCEDURES (cont.)

Ops Plus, Inc. will pay overtime in accordance with the following policies.

Overtime or time-and-a-half will include the following:

- Time worked by employees in excess of their regular scheduled workday except for those working a flex schedule.
- Time in excess of 40 hours for employees working a "flex" schedule.
- Time worked by employees called in to work outside normally scheduled work hours.
- The first 8 hours worked by employees called in to work on a scheduled off day.
- The first 8 hours worked by employees on a client-observed holiday.

Double time will include the following:

- Time worked by employees in excess of 16 continuous hours.
- All time in excess of 8 hours worked by employees on a scheduled off day.
- Time worked by employees on Sunday
- All time in excess of 8 hours worked by employees on a client-observed holiday.

Comments:

- A minimum of 4 hours at the applicable rate will be paid to employees called in to work or scheduled to work outside normal working hours.
- An employee called in to work within 4 hours of the start of his normal work shift will be paid at the applicable overtime rate until the start of his normal work shift. Pay practices for emergency storm work (PSRT) will be under the above guidelines unless noted separately.

EMPLOYEE BENEFITS PROGRAM

Because Ops Plus is interested in the health and well-being of both you and your family, we have established a variety of employee benefit programs for your use.

This section of the Manual highlights some features of our benefit plans and programs. This is a listing of separate and severable plans and programs and is not and does not constitute a unified program or plan. Our group health, life, AD&D, dental/vision, long-term disability, 401(k), Section 125, and FSA plans are described more fully in summary plan description booklets that you are provided with once you are eligible and decide to participate in these programs. Complete descriptions of our group health insurance program, dental/vision insurance program, life insurance, and long-term disability program are in the master insurance contracts that are maintained in the Corporate Office. Complete descriptions of our 401(k) plan, Section 125 plan, and FSA plan are in the master plan documents which are also maintained in the Corporate Office. If information in this Manual and our summary plan descriptions contradicts information in the master contracts or master plan documents, the master contracts/documents shall govern in all cases.

Ops Plus reserves the right to amend, suspend, or terminate any of these plans and programs in accordance with any applicable procedures, or to require or increase employee premium contributions toward any benefits with or without advance notice at its discretion. This reserved right may be exercised in the absence of financial necessity. Nothing in this Manual is to be construed or interpreted as creating a promise or contract of insurance.

For more complete information regarding any of our benefit programs, please contact the Office Manager.

HEALTH INSURANCE

eligible full-time regular employees

Ops Plus currently provides eligible full-time regular employees with the option of participating in a group medical insurance program. The program is administered as follows:

- For those who choose to enroll, coverage is effective on the first of the month after 30 days of continuous, full-time employment and employee completion of the application.
- Ops Plus currently pays 50% of the single premium cost for full-time employees. The employee's premiums may be deducted from pay on a pre-tax basis.

Employees who choose *not* to enroll in the group medical insurance program will be required to sign a waiver of coverage.

Coverage terminates, among other reasons, on the employee's date of retirement or termination of employment. Detailed information regarding COBRA rights is given to a covered employee. If you need more information about COBRA, contact the Office Manager.

For further details regarding the group medical insurance benefits, consult the summary plan description booklet that you have been given, or the master plan document that is in the Corporate Office.

DENTAL INSURANCE PLAN

eligible full-time regular employees

Ops Plus currently provides Dental Insurance for eligible full-time regular employees. This plan includes a vision rider with discounts on eye exams, contacts, lenses, frames, etc. The program is administered as follows:

- Eligibility for coverage is effective on the first of the month following 30 days of continuous, full-time employment and employee completion of the application.
- The employee's premium is paid for by Ops Plus. An employee may elect to add family members for an additional premium which may be deducted from payroll on a pre-tax basis.
- The dental benefits program includes a vision rider which provides discounts on exams, lenses, contacts, frames, etc. at participating providers.

Coverage terminates on the employee's date of retirement or termination of employment.

For further details regarding the dental benefits program, consult the summary plan description booklet that you have been given, or the master plan document that is in the Corporate Office. Premium form to add family member can be obtained from the Office Manager.

SECTION 125 TAX TREATMENT OF HEALTHCARE AND DENTAL CONTRIBUTIONS

Through Section 125 in the Internal Revenue Service Code, any contributions an employee makes toward the medical plan and dental plan costs may be taken from the employee's gross pay, and doing so will reduce the taxable income. Because of this change, take-home pay will increase in most cases.

To the extent the description of employees' rights contained herein differs from the actual terms of Section 125, as it may be amended from time to time, the requirements of Section 125 control.

If an employee elects to pay their share of medical or dental premiums with pre-tax dollars, the employee cannot change the type of coverage selected (single or family) or drop the medical or dental coverage until the next plan year. The only exception to this is if the employee has a major change in family situation, like marriage, divorce, death of a spouse or dependent, the birth or adoption of a child, a change in the employment status of a spouse, or a significant change in health coverage attributable to your spouse's employment or an unpaid leave of absence. If any of these events occur, you will be allowed to stop or change your contributions in a manner consistent with your change in family status.

Open Enrollment is held November 1st of each year to give employees the opportunity to enroll dependents or change coverage options for healthcare and dental benefits. Shortly before Open Enrollment, you will receive information about any changes in the coverage offered.

LONG-TERM DISABILITY (“LTD”) INSURANCE

eligible full-time regular employees

Ops Plus currently provides LTD insurance for eligible full-time regular employees at no cost to the employee. The Plan is administered as follows:

- Eligibility for coverage is effective on the first of the month after the completion of 90 days of continuous, full-time employment. After you are eligible for coverage, you must have a qualifying disability for 90 calendar days before a claim can be filed.
- At the onset of the illness or disability, a doctor’s statement must be submitted to the supervisor and the Corporate Office.
- Once an employee’s claim has been authorized by the insurance carrier, the employee would qualify for payments from the 91st calendar day of disability through the date of the doctor’s release in the amount of 60% of the employee’s base salary (not including overtime pay, etc.), subject to a maximum of \$6,000/month.
- Once an employee qualifies for LTD coverage, the employment relationship will be terminated. Disability benefits will be paid by the carrier according to the LTD contract, regardless of the employment status. Benefit continuation privileges for other benefits offered by Ops Plus will be administered as set forth in benefit contracts, or in the absence of a contract, in accordance with established termination policy.

For further details regarding long-term disability benefits, consult the summary plan description booklet that you have been given or the master plan document that is in the Corporate Office.

LIFE & ACCIDENTAL DEATH & DISMEMBERMENT (“AD&D”) INSURANCE

eligible full-time regular employees

Ops Plus currently provides Life and AD&D insurance for eligible full-time regular employees at no cost to the employee.

- Eligibility for coverage is effective the first of the month following 90 days of continuous, full-time employment.
- Benefit for Life Insurance is \$20,000 and AD&D Insurance is \$20,000.

For further details regarding these benefits, consult the master plan document or Provider policy.

401(K) PLAN

all eligible employees

As of the first of the month, following 90 days of continuous employment and attainment of age 21, employees are eligible to participate in the 401(k) Plan. You may choose to defer a portion of your gross compensation on a pre-tax basis up to the annual maximum allowed by law each year. There are currently seven investment options. You will be 100% vested in your contributions immediately. Further details will be given to each employee at the time of eligibility.

FLEXIBLE SPENDING ACCOUNTS **(“FSA”)** *eligible full-time regular employees*

Ops Plus currently offers eligible full-time regular employees the option of participating in a voluntary program that will provide a flexible, convenient method of using pre-tax dollars to pay for qualified healthcare expenses that are not reimbursed under any healthcare plan or insurance plan, and for qualified child/dependent care expenses. The FSA is administered as follows:

- Employees are eligible to participate on the first of the month following 30 days of continuous, full-time employment.
- FSA accounts are opened for healthcare expenses and/or child/dependent care expenses. You choose to have a specific amount of your annual salary withheld from your paycheck and deposited into each FSA. The maximum annual contributions are \$2,000 for the Medical Reimbursement Plan each year, and \$5,000 for the Dependent Care Assistance Account.
- You submit claims for reimbursement, based on your contributions to each plan.
- There is a spend-it-or-lose-it provision for each FSA, required by the IRS. These same IRS regulations also do not permit you to stop contributions to your FSA account(s) or change the amount you contribute each paycheck during the calendar year, unless there is a change in family or employment status as defined in the summary plan description booklet. Open enrollment for the FSA Plan is in November of each year.

For further details regarding Flexible Spending Accounts, consult the summary plan description booklet that you have been given or the master plan document that is in the Corporate Office.

PAID TIME OFF POLICY (“PTO”)

effective as of October 1, 2003

All regular employees who have been employed by Ops Plus for at least 90 days and who work at least 20 hours a week (1,000 hours/calendar year) are eligible to accrue Paid Time Off (“PTO”) in accordance with the accrual schedule below. PTO is a combination of vacation, holidays, personal time, and sick time. Accruals begin as of the first payroll after 90 days of employment.

Accrual Schedule

Eligible, Full-time Regular Employees (working at least 32 hours or more per week) will accrue PTO using a factor of .08 for each regular hour worked, up to 40 hours/week. An employee who normally works a 40 hour/week schedule will accrue a maximum of 152 hours over the course of one year, which equates to 19 days.

Eligible, Part-time Regular Employees who work at least 20 hours/week (1,000 hours/calendar year) will accrue PTO using a factor of .05 for each regular hour worked. (Note: in the event a part-time employee is requested to work beyond their regular schedule, accrual will be calculated on all hours worked up to 40 hours/week.

For all eligible employees, PTO is earned only for actual time worked. PTO will not be earned any time an employee is not working for Ops Plus (for example, during a leave of absence). PTO time taken is non-worked time, and will not be counted in the computation of overtime. PTO will NOT be accrued on overtime or double-time hours worked, only regular time hours.

Maximum Accrued Time

Eligible, Full-Time Regular Employees may accrue a maximum of 152 hours of PTO time. Once the maximum has been reached, there will be no further accrual until accrued PTO time has been used.

Eligible, Part-Time Regular Employees may accrue a maximum of 80 hours of PTO time. Once the maximum has been reached, there will be no further accrual until accrued PTO time has been used.

Since the purpose of PTO time is to give employees time off for rest, relaxation, personal time, and/or illness, an employee may not receive pay in lieu of using PTO time.

PAID TIME OFF POLICY (cont.)

Using PTO

Except in cases of unforeseen illnesses, all PTO must be requested by an employee **at least two weeks in advance of the date requested.** Requests for scheduled PTO must be made in writing, using a Time Off Request Form, and submitted to your Supervisor. Every effort will be made to grant an employee's request for time off at the time the request is received, consistent with department and Company needs. Non-scheduled PTO (for an emergency or sudden illness) must be requested by contacting your Supervisor directly, at least ½ hour prior to your scheduled starting time. You will be required to give the nature of the emergency. Your Supervisor will make the decision as to whether to approve the use of PTO for pay purposes in this case. Notification of anyone other than your Ops Plus Supervisor (or designated Ops Plus substitute) will not be accepted as notification, and will result in loss of pay for the time taken.

PTO may be taken in increments of not less than 4 hours at a time, except where such time is taken as FMLA time in accordance with the Company's FMLA policy.

Borrowing PTO Prior to Accrual

An eligible, Full-Time Regular employee may borrow up to 40 hours of PTO before it is accrued only once in a calendar year. Likewise, an eligible, Part-Time employee may borrow up to 20 hours of PTO. To borrow PTO, the employee must sign the authorization for payroll deduction at the bottom of the Paid Time Off Request Form. Payroll deduction would be used only in the event of termination of employment prior to accruing the borrowed amount of PTO.

Resignation/Termination

Upon resignation or termination, employees will be paid for any accrued, unused PTO hours. Payment will be made in the employee's final paycheck.

EMPLOYEE ASSISTANCE PROGRAM ("EAP")

all employees are eligible

Ops Plus recognizes that problems of a personal nature can have an adverse effect on an employee's job performance. We also realize that most personal problems can be dealt with successfully when identified early and referred to appropriate care. By extending a formal program of assistance to our employees, Ops Plus intends to offer a benefit that will be shared by employee and employer alike.

The EAP is administered by a private, professional counseling organization. It operates on a confidential referral basis. The program deals with a broad range of problems, such as emotional/behavioral, family and marital, alcohol and/or drug, financial, legal, and other personal problems. Both employees and their dependents are eligible to participate on a self-referral basis.

There may be circumstances where a supervisor believes counseling is necessary to improve an employee's job performance. In such circumstances, the employee is required to follow the supervisor's recommendations and take advantage of the service.

The EAP provides problem assessment, short-term counseling, and referral. **Costs for these services are covered by Ops Plus.** (Costs incurred for other agencies to which the employee may be referred are paid for by the employee.)

Participation in the EAP does not excuse employees from complying with Ops Plus' policies or from meeting job requirements. Participation in the EAP will not prevent Ops Plus from taking disciplinary action for performance problems occurring before or after an employee seeks assistance through the EAP.

Additional information is available through the Corporate Office.

FAMILY AND MEDICAL LEAVE OF ABSENCE

eligible part-time and full-time regular employees

Part A. Employees Who Qualify for a Leave Under the Family and Medical Leave Act of 1993 (FMLA)

Ops Plus will grant an unpaid leave of absence to part-time and full-time regular employees who meet the requirements described below for the care of a child after birth or adoption or placement with the employee for foster care, the care of a family member (spouse, child, or parent) with a serious health condition, or in the event of an employee's own serious health condition. Leaves will be granted for a period of up to 12 weeks in a rolling 12-month period measured backwards from the first date an employee used any FMLA leave. In a case in which both the husband and wife are employed by Ops Plus, a combined total of 12 weeks of leave in a rolling 12-month period will be granted if such leave is for the birth of a child, adoption, foster placement of a child, or to care for a parent with a serious health condition. This limitation does not apply to leave by either spouse for their own serious health condition or the serious health condition of their spouse or child.

An employee must have completed at least one full year of service with Ops Plus and have worked a minimum of 1,250 hours in the 12-month period preceding the leave to be eligible for such leave. Employees who do not meet these requirements may apply for a leave of absence subject to the conditions described in Part B.

Child/Family Care Leave

If you request a leave of absence to care for a child after birth, adoption, or placement in your home for foster care or to care for a covered family member with a serious health condition, you will be granted unpaid leave under the following conditions:

1. If the leave is planned in advance, you must provide at least 30 days' notice prior to the anticipated leave date, using the official Leave-of-Absence Request Form.
2. If the leave is unexpected, you should notify your supervisor and the Corporate Office by filing the Leave-of-Absence Request Form as far in advance of the anticipated leave date as is practicable. (Normally, this should be within two business days of when you become aware of your need for the leave.)

Child/Family Care Leave (cont.)

All group health benefits will continue during the leave provided you continue any regular employee contributions to these plans. Benefits may be terminated if you are 30 days late in your payment. All other benefit plans, including the 401(k), will be governed in accordance with the terms of each plan.

Employees requesting a leave to care for a covered family member with a serious health condition are required to provide medical certification from the family member's physician attesting to the nature of the serious health condition, probable length of time treatment will be required, and the reasons that the employee is required to care for this family member. Employees may also be required to provide additional physician's statements at the request of Ops Plus. Further, the family member may be required to submit to medical examinations by physicians designated by Ops Plus at its discretion and at the expense of Ops Plus. If the first and second opinions differ, Ops Plus, at its expense, may require the opinion of a third healthcare provider, which shall be final and binding.

Leave for Employee's Serious Health Condition

If you request a leave of absence for your own serious health condition, you will be granted unpaid leave under the following conditions:

1. If the leave is planned in advance, you must provide with at least 30 days notice prior to the anticipated leave date, using the official Leave-of-Absence Form.
2. If the leave is unexpected, you should notify your supervisor and the Corporate Office by filing the Leave-of-Absence Request Form as far in advance of the anticipated leave date as is practicable. (Normally, this should be within two business days of when you become aware of your need for the leave.)
3. Any time that you expect to be or are absent for more than three consecutive work days as a result of your own serious health condition (including pregnancy), you will be required to submit appropriate medical certification from your physician. Such certification must include at a minimum, the date the disability began, a diagnosis, and the probable date of your return to work. Once you obtain the certification from your physician, you are to contact the Ops Plus' Operations Manager or Safety Director for instructions.

Leave for Employee's Serious Health Condition (cont.)

All group health benefits will continue during the leave provided you continue regular employee contributions to these plans. Benefits may be terminated if you are 30 days late in your payment. All other benefit plans, including the 401(k), will be governed in accordance with the terms of each plan.

During your leave, you may also be required to provide Ops Plus with additional physician's statements upon request from Ops Plus or the insurance carriers, attesting to your continued disability and inability to work. You may also be required to submit to medical examinations by physicians designated by Ops Plus at its discretion and at the expense of Ops Plus, at the beginning of, during, or at the end of your leave period, and provide Ops Plus with access to your medical records as required.

Before you will be permitted to return from medical leave, you will be required to present Ops Plus with a written statement from your physician indicating that you are capable of returning to work and performing the essential functions of your position with or without reasonable accommodation. Where required, Ops Plus, in consultation with the appropriate Ops Plus' customer, will consider making reasonable accommodation for any disability you may have in accordance with applicable laws. Additionally, Ops Plus reserves the right to require, at its discretion, a fitness-for-duty physical examination. Contact the Ops Plus' Operations Manager or Safety Director for instructions.

Leave Entitlement

Eligible employees are entitled to unpaid leave for up to 12 weeks in a rolling 12-month period measuring backwards from the date an employee first uses any FMLA leave.

Leave taken to care for a child, after birth, adoption, or placement in your home for foster care, must be taken in consecutive workweeks. Leave taken for the employee's, or a covered family member's, serious health condition may be taken consecutively, intermittently, or on a reduced work/leave schedule based on certified medical necessity. In such instances, Ops Plus will follow applicable federal and state laws in reviewing and approving such leave requests.

Reinstatement Rights

Eligible employees are entitled, on return from leave, to be reinstated to their former position or an equivalent position with equivalent employment benefits, pay, and other terms and conditions of employment. Exceptions to this provision may apply if business circumstances have changed (e.g., if the employee's position is no longer available). Exceptions may also apply for certain highly compensated employees under certain conditions. In addition, employees on a leave extension are not guaranteed reinstatement. These employees will be handled in accordance with the reinstatement provisions in Part B of this policy.

Part B. Leaves for Employees **Who Do Not Meet the Minimum Service Requirements**

Part-time and full-time regular employees who have less than one year of service and/or who have not worked a minimum of 1,250 hours during the 12-month period prior to their leave may request an unpaid leave of absence for the reasons set forth above in Part A, subject to the following terms and conditions:

1. Leave requests must be made at least 30 days in advance of the date the employee would like the leave to begin or, in emergency situations, with as much advance notice as is practicable, using the official Leave-of-Absence Request Form. (Normally, this should be within two business days of when the need for the leave becomes known to the employee.)
2. The certification requirements and the continuation of group health insurance during leave set forth in Part A apply to all leave requests. All other benefit plans, including the 401(k), will be governed in accordance with the terms of each plan.
3. Unless applicable state or local law requires otherwise, leaves will be limited to a 30-day maximum duration.
4. Unless applicable state or local law requires otherwise, reinstatement will not be guaranteed to any employee requesting a leave under this Part B. However, Ops Plus will endeavor to place employees returning from leave in their former position or a position comparable in status and pay, subject to budgetary restrictions, ability to find qualified temporary replacements, and the need of the Ops Plus' customer to fill vacancies.

All questions regarding leaves of absence, as well as requests for Leave-of-Absence Request Forms, should be directed to the Corporate Office.

WORKERS' COMPENSATION INSURANCE

Ops Plus provides workers' compensation insurance protection in the event of a work-related accident or illness. The amount of benefits payable and the duration of payment depends on the nature of the injury or illness. Injuries caused by situations such as an employee's intoxication or willful intent to inflict self-injury may not be covered. Also compensation may not be allowed if a disability is aggravated by the employee's refusal to submit to medical treatment.

If you are injured on the job, you should immediately notify your supervisor and the Corporate Office. This ensures that Ops Plus can assist you in obtaining necessary medical treatment. Your failure to timely report an injury/illness may result in the appropriate workers' compensation report not being filed in accordance with the law, which may jeopardize your right to benefits in connection with the injury/illness.

The costs for this coverage are paid in full by Ops Plus.

Questions regarding workers' compensation insurance should be directed to the Corporate Office.

EMPLOYEE CONDUCT

ABSENTEEISM AND TARDINESS

Ops Plus expects all employees to assume diligent responsibility for their attendance and promptness. If you are unable to work because of illness, you must notify your supervisor no later than the start of your work shift on each day of your absence unless you are granted an authorized medical leave, in which case different notification procedures apply. (See the Family and Medical Leave of Absence Policy in this Manual.) Failure to properly notify Ops Plus results in an unexcused absence.

If you are absent for more than three (3) consecutive workdays, a statement from your physician is required before you will be permitted to return to work. Additionally, in such instances, Ops Plus reserves the right to require, at its discretion, a fitness-for-duty physical examination. Once you obtain a release from your physician, you are to contact the Ops Plus' Operations Manager or Safety Director for instructions. The cost of the physical examination will be paid by Ops Plus.

Absence from work for two consecutive days without notifying your supervisor will be considered a voluntary resignation.

If you are unable to report to work on time, contact your supervisor directly, no later than the start of your work shift. Notification of a co-worker is not sufficient. If you fail to report to work on time, and fail to call in on time, you may not be permitted to work that day (and thus not be paid for the day), based on the decision of your supervisor. Additionally, an employee who leaves work early without having made prior arrangements before the start of the work day will also be considered to be tardy. In such an instance, the supervisor will decide whether to allow the work time lost to be made up.

Absenteeism or tardiness that is unexcused or excessive in the judgment of Ops Plus is grounds for disciplinary action, up to and including termination.

APPROPRIATE CONDUCT GUIDELINES

Revised 09/02

As an integral member of the Ops Plus' team, you are expected to accept certain responsibilities, adhere to acceptable business principles in matters of personal conduct, and exhibit a high degree of personal integrity at all times. This not only involves sincere respect for the rights and feelings of others, but also demands that, both in your business and your personal life, you refrain from any behavior that might be harmful to you, your coworkers, our customers, and/or Ops Plus, or that might be viewed unfavorably by current or potential customers or by the public at large.

Whether you are on or off duty, your conduct reflects on Ops Plus. Therefore, you are encouraged to observe the highest standards of professionalism at all times.

Employees engaging in unacceptable conduct will be subject to disciplinary action, up to and including termination.

Types of behavior and conduct that Ops Plus considers inappropriate and which could lead to disciplinary action, up to and including immediate termination without prior warning, include, but are not limited to, the following:

- Jeopardizing the health or safety of an employee of Ops Plus, an employee of a customer of Ops Plus, or anyone else through the failure to follow safety or security regulations;
- Dishonesty, which includes: falsifying employment or other Ops Plus' records or the records of an Ops Plus' customer; engaging in excessive, unnecessary, or unauthorized use of the supplies of Ops Plus or a customer of Ops Plus, particularly for personal purposes; stealing property from co-workers, Ops Plus, or a customer of Ops Plus; accepting bribes or other consideration;
- Violating the Ops Plus' Drug and Alcohol Policy;
- Violating the Ops Plus' nondiscrimination and/or harassment policy;
- Fighting or using obscene, abusive, or threatening language or gestures;
- Having firearms on Ops Plus' premises, the premises of a customer of Ops Plus, while on Ops Plus' business, or in Ops Plus' vehicles or the vehicles of a customer of Ops Plus;

CONDUCT GUIDELINES (cont.)

- Engaging in insubordination;
- Establishing a pattern of excessive absenteeism or tardiness; and
- Failing to maintain confidentiality of Ops Plus' information or the information of a customer of Ops Plus.

If your performance, work habits, overall attitude, conduct, or demeanor becomes unsatisfactory in the judgment of Ops Plus, based on violations either of the above or of any other Ops Plus' policies, procedures, rules, or regulations; you will be subject to disciplinary action, up to and including termination.

As previously stated, all Ops Plus' employees remain employed "at will".

COMPLAINT RESOLUTION PROCEDURE

Misunderstandings or conflicts can arise in any organization. To ensure effective working relations, it is important that such matters be resolved before serious problems develop. Most incidents resolve themselves naturally; however, if a situation persists that you believe is detrimental to you or Ops Plus, you should discuss the problem with your supervisor or the Director of Human Resources. If you wish further discussion of the problem, you may request a meeting with the President. It is our desire to resolve workplace problems quickly in order to provide a positive, productive environment for all employees. Note, however, issues concerning alleged harassment or discrimination should be reported using the Ops Plus' Employee Harassment Policy on page 3 of this Manual.

Ops Plus does not tolerate any form of retaliation against employees availing themselves of this procedure. The procedure should not be construed as preventing, limiting, or delaying Ops Plus from taking disciplinary action against any individual, up to and including termination, in circumstances (such as those involving problems of overall performance, conduct, attitude, or demeanor) where Ops Plus deems disciplinary action appropriate.

CONFIDENTIALITY OF INFORMATION

It is the policy of Ops Plus to ensure that the operations, activities, and business affairs of Ops Plus and the customers of Ops Plus are kept confidential to the greatest possible extent. If, during your employment, you acquire confidential information, such information is to be handled in strict confidence and not to be discussed with other persons either inside or outside of the organization. The unauthorized disclosure of such information could result in serious consequences to Ops Plus.

If you are uncertain about the confidentiality of any information, please consult your supervisor. Violation of this policy may result in serious legal difficulties and may also constitute grounds for disciplinary action, up to and including termination.

CONFLICTS OF INTEREST

Each employee is expected to act in a manner that will merit public trust and confidence, and avoid any action that would discredit Ops Plus. Employees must make full disclosures of any situation in which private interests create a conflict or potential conflict with the interests of Ops Plus. No outside activity may interfere or conflict with the interests of Ops Plus.

Employees shall not accept any outside employment or perform contract services for any organization which would create a conflict of interest, or even the appearance of a conflict, with Ops Plus. Employees are required to report any such outside employment to the Corporate Office prior to beginning the outside employment. (**Revised 08/02**)

COST CONTROL

It is the responsibility of every employee to help keep operating costs and expenses to a minimum, and operate in a manner that is reasonable and prudent as to costs and expenses. Employees are encouraged to make suggestions regarding cost reduction ideas.

GIFTS OR GRATUITIES

Employees may accept gifts from customers and suppliers only under limited circumstances as indicated below:

- No employee may accept, directly or indirectly, gifts from any person or firm doing or seeking to do business with Ops Plus under circumstances from which it might reasonably be inferred that the purpose of the gift is to influence the employee in the conduct of Ops Plus' business with the donor.
- This policy should not be construed as prohibiting the acceptance of gifts from customers or suppliers when circumstances clearly show that the gifts are offered for reasons of personal esteem, have little monetary value (less than \$25.00), and are not offered with the intent to influence the employee in the conduct of Ops Plus' business.

LOSS OF PROPERTY

We must all work together to protect the property of employees and of Ops Plus. It is important that you protect your personal property at all times, paying close attention to not leaving a handbag, wallet, or other valuables unattended or unsecured. Ops Plus cannot accept responsibility for the loss or damage of your personal property.

PERSONAL APPEARANCE

Your appearance can impact the reputation of Ops Plus. Employees shall come to work clean, well-groomed, and dressed in attire appropriate for the work to be performed. Ops Plus' employees shall remain neat throughout the workday, as specific labor circumstances permit, and as is reasonably acceptable. This includes keeping shirts tucked in, etc. In certain locations, there may be safety issues which require employees to be clean-shaven, etc. Employees in these locations will be notified of such requirements.

PERSONAL MAIL AND TELEPHONE CALLS

Telephone and mail equipment and facilities are maintained to serve the business purposes of Ops Plus or of the customer of Ops Plus. While it is realized that employees may occasionally make or receive personal calls, this should be kept to a minimum. Personal telephone calls, if necessary, should be kept as brief as possible - they must not interfere with your work. Arrangements should be made to conduct personal calls on personal time. If it is necessary to place a personal long distance call, charges should be reversed or billed to your home telephone number or credit card.

The cell phones belonging to Ops Plus are not to be used excessively for personal telephone calls. Please use good judgment in limiting personal phone calls on Ops Plus' cell phones.

Ops Plus and customers of Ops Plus should not be used as a personal mailing address.

REFERENCES

From time to time, Ops Plus may receive inquiries from third parties regarding current or former employees. All such inquiries should be directed to the Corporate Office. Please do not respond to any requests for information regarding any current or former employee.

RESIGNATION

Employees considering resignation should discuss the matter with their supervisor. Alternative solutions may be available. Employees are requested to give at least two weeks' advance notice of their intended resignation in written form to their supervisor, who will then send the letter to the Corporate Office.

The Corporate Office will schedule a time to review any benefit issues, pay issues, etc. to ensure that all necessary forms are completed, to collect all Ops Plus' property in the employee's possession (including this Employee Manual), and to provide the employee with an opportunity to discuss their job-related experiences through an exit interview.

SAFETY AND HEALTH

We are committed to providing a safe and healthy working environment. It is our policy to comply with relevant federal and state occupational health and safety laws, and to develop the best feasible operations, procedures, and technologies conducive to such an environment.

Our policy is aimed at minimizing the exposure of our employees to health or safety risks. To accomplish this, all employees are expected to work diligently to maintain safe and healthful working conditions and to adhere to proper operating practices and procedures to prevent injuries and illnesses.

Ops Plus will reimburse employees for any Personal Protective Equipment (PPE), including safety glasses, work boots, fire retardant clothing, rubber goods, etc. required for their job. The request to purchase any PPE must first be submitted to and approved by the Ops Plus' Safety Director.

SAFETY AND HEALTH (cont.)

Each employee has the following responsibilities:

1. To exercise maximum care and good judgment at all times to prevent accidents and injuries;
2. To report all injuries/accidents (regardless of how minor they seem) to their supervisor and the Corporate Office and seek first aid/medical treatment immediately;
3. To report unsafe incidents, conditions, equipment, or practices to supervisors;
4. To use our equipment and that of our customers in a safe manner at all times;
5. To conscientiously observe and comply with all Ops Plus' safety policies, as well as the safety policies of the Ops Plus' customer, at all times;
6. To learn and follow all evacuation plans and exit routes, as well as the location of emergency equipment, such as fire extinguishers;
7. To notify their supervisor at the beginning of the workday of any medication they are taking which may cause drowsiness or other side effects which could lead to injury to themselves or their co-workers;
8. To report loss of keys and any other immediate or potential security problem to the Safety Director; and
9. To attend all required training. The primary current forum for training is the Ops Plus' safety meetings. Attendance and training, depending on the job, is mandatory. Failure to attend mandatory Ops Plus' safety meetings may lead to disciplinary action, up to and including termination.

SEARCHES

Ops Plus retains the right to search at any time and for any reason any vehicle, locker, desk, or other property owned, rented, leased, or borrowed by Ops Plus or otherwise made available by Ops Plus, or a customer of Ops Plus, for use by an employee. Ops Plus also retains the right to search at any time and for any reason any employee property brought onto the property of Ops Plus or a customer of Ops Plus, including but not limited to, purses, lunchboxes, briefcases, employee vehicles, etc. An employee's consent to submit to such a search is required as a condition of employment and the employee's refusal to consent may result in disciplinary action, including termination, for a first refusal or any subsequent refusal.

SMOKING

We have a responsibility to provide and maintain a healthful, comfortable, and clean environment for our employees. Therefore, employee smoking is not permitted in the Corporate Office. Additionally, employees who are working at a customer's worksite must adhere to the customer's smoking policy.

SOLICITATIONS AND DISTRIBUTION OF LITERATURE

In the interest of maintaining a proper business environment and preventing interference with work and inconvenience to others, employees are to limit the distribution of literature, selling of merchandise, soliciting of financial contributions, etc. during working time.

Non-employees are prohibited from distributing material or soliciting employees in the Corporate Office at any time.

TECHNOLOGY POLICY

Ops Plus makes a range of technology equipment and services available to assist staff in daily duties. This includes personal computers, printers, access to the Internet, and e-mail. Employees using such tools have the responsibility to use them in an efficient, responsible, and lawful manner.

All electronic and telephonic communications systems and all communications and information transmitted by, received from, or stored in these systems are the property of Ops Plus, and as such, are to be used solely for job-related purposes. The use of any software and business equipment including, but not limited to, facsimiles, computers, and copy machines for private purposes is strictly prohibited.

Employees using this equipment for personal purposes do so at their own risk. Further, employees are not permitted to use a code, access a file, or retrieve any stored communication unless authorized to do so or unless they have received prior clearance from an authorized Ops Plus' representative. All pass codes are the property of Ops Plus. No employee may use a pass code or voice-mail access code that has not been issued to that employee or that is unknown to Ops Plus. Moreover, improper use of the e-mail system (e.g., spreading offensive jokes or remarks) will not be tolerated. Employees who violate this policy are subject to disciplinary action, up to and including termination.

To ensure that the use of electronic and telephonic communications systems and business equipment is consistent with Ops Plus' legitimate business interests, authorized representatives of Ops Plus may monitor the use of such equipment from time to time. This includes monitoring Internet usage of any kind. This may also include listening to stored voice-mail messages.

Ops Plus provides access to the Internet. The Internet represents a useful tool for the Company in conducting its business, but like any other tool, it must be used properly. For purposes of this policy, Internet includes any public electronic data communications network.

As a general rule, employees may not forward, distribute, or incorporate into another work, material retrieved from a website or other external system. Very limited or "fair use" may be permitted in certain circumstances. Any employee desiring to reproduce or store the contents of a screen or website should contact the Office Manager to ascertain whether the intended use is permissible.

TECHNOLOGY POLICY (cont.)

Use of the web includes all restrictions which apply in general to the use of Ops Plus' e-mail and other electronic and telephonic equipment, as noted above. In addition, the following rules apply with respect to Internet usage:

- **No Downloading of Non-Business Related Data:** The Company allows the download of files from the Internet. However, downloading files should be limited to those which relate directly to Ops Plus' business.
- **No Downloading of Application Programs:** The Company does not permit the download or installation, on Ops Plus' computers, of application software from the Internet. Such software may not only contain embedded viruses, but also is untested and may interfere with the functioning of standard Ops Plus' applications.
- **No Participation in Web-based Surveys without Authorization:** When using the Internet, the user implicitly involves Ops Plus in his/her expression. Therefore, users should not participate in web or e-mail based surveys or interviews without authorization.
- **No Browsing of Non-Company Related Sites:** The Internet is available for Ops Plus' business only, not for shopping, e-mailing friends and family, browsing pornographic sites, etc.
- **No Use of Subscription-based Services Without Authorization:** Some Internet sites require that users subscribe before being able to use them. Users should not subscribe to such services without the express approval of management.
- **No Violation of Copyright:** Many of the materials on the Internet are protected by copyright. Even though they may seem to be freely accessible, many of the intellectual property laws which apply to print media still apply to software and material published on the Internet. Employees are permitted to print out web pages and download material from the Internet for informational purposes as long as the purpose for such copying falls into the category of "fair use". Please do not copy or disseminate material which is copyrighted. Employees having any questions regarding such materials should contact the Office Manager for guidance.

Employees who violate this Policy are subject to disciplinary action, up to and including termination.

TERMINATION

Employment with Ops Plus is “at will”, which means that an employee can be terminated with or without cause, and with or without notice, at any time, at the option of Ops Plus or the employee, except as otherwise provided by law.

TRAVEL AND OTHER BUSINESS EXPENSES

Ops Plus will reimburse employees for expenses related to authorized travel, including the cost of transportation, meals, and lodging, provided such travel is performed in the course of conducting Ops Plus’ business. These expenses must be properly documented by receipt and detailed on the “Employee Expense Report”. The employee’s immediate supervisor must approve the expenses and initial the report. It will then be forwarded to the Corporate Office for processing.

If you are asked to use your personal vehicle to conduct Ops Plus’ business, you will be reimbursed mileage. Miles from home to the office and return are not considered a legitimate business expense by IRS and cannot be reimbursed. You are required to possess a valid driver’s license and automobile insurance, and are personally responsible for any costs incurred due to an accident or as a result of driving or parking violations. Employees are encouraged to try to contain costs by pre-planning and coordinating all activities which include reimbursed expense items, such as arranging travel with other staff attending the same function.

USE OF EQUIPMENT AND SUPPLIES

Equipment and supplies of Ops Plus and customers of Ops Plus are to be used solely for business purposes. Personal use is prohibited. Any questions regarding appropriate use should be referred to your supervisor.

VEHICLE & EQUIPMENT POLICY

Ops Plus, Inc. strives to provide safe and reliable vehicles and equipment while minimizing costs. Each Ops Plus, Inc. employee is responsible for the efficient use and proper care of all Company vehicles and equipment.

It is the responsibility of each employee to ensure that vehicles and equipment are in good working condition. If any equipment is no longer necessary or in need of repair, inform your Supervisor or the Operations Manager.

This policy applies to all Ops Plus, Inc. employees, temporary workers, and contractors (associates) that operate an Ops Plus, Inc.-owned, leased, or rented vehicle or equipment.

General Requirements

1. An employee who operates a vehicle or equipment must have the proper operator's license required to operate that unit, and must have that license in his or her possession when operating that unit. Employees whose job duties include driving a Company vehicle must keep Ops Plus, Inc. informed of the type and status of their licenses. Employees must notify Ops Plus, Inc. immediately when they know, or should know, that their licenses have expired, or have been revoked or suspended.
2. An employee who is required to have a Commercial Drivers License (CDL) must immediately notify Ops Plus, Inc., specifically the Supervisor, if whether on or off the job, he/she is convicted of any moving violation or is involved in an accident. Employees must advise their Supervisors of any situation or circumstance that may prevent them from operating vehicles safely and in accordance with applicable laws, including lack of the required operating license or use of medications that cause drowsiness.
3. Ops Plus, Inc. will investigate each accident involving a Company vehicle to determine its cause. An employee involved in an accident while driving an Ops Plus, Inc. vehicle shall call the local police department to obtain a police report of the accident. Immediately thereafter, the employee will contact the Safety Director. The employee will be subject to the fitness for duty examination in accordance with Ops Plus, Inc.'s Drug and Alcohol Policy. An employee involved in an accident may be subject to appropriate corrective action.

VEHICLE & EQUIPMENT POLICY (CONT.)

Assignment of Company Vehicles: Company-owned or leased vehicles will be assigned based on business and operational needs. The assignment of an Ops Plus, Inc. owned, leased, or rented vehicle to an individual must be approved by the Operations Manager and meet the following guidelines:

- a) Job duties requiring an employee to have an Ops Plus, Inc. vehicle available the majority of the time (e.g., the majority of work in the field or spent traveling);
- b) Job duties requiring an employee to have an Ops Plus, Inc. vehicle for public relations, Company image, emergency-site access, or worker safety;
- c) Job duties requiring an employee to have an Ops Plus, Inc. vehicle to transport special tools or equipment.

Written approval for any other reason must be obtained from the President of Ops Plus, Inc.

Safeguard of Vehicles & Equipment: It is every employees responsibility to ensure the safety of employees or non-employees and safeguard Ops Plus, Inc. owned, rented, or leased vehicles and equipment. Ops Plus, Inc. safety rules shall be followed; vehicles and equipment shall be locked or appropriately secured. Keys shall not be left in unattended vehicles or equipment.

Take-Home Vehicles: Two conditions are necessary for the authorization of a take-home vehicle:

- a) Job duties require an employee to respond on a 24-hour basis to "field emergencies," and
- b) The nature of duties requires a Company vehicle.

Written approval for any other reason must be obtained from the President of Ops Plus, Inc.

The following requirements apply to all employees assigned the use of a take-home vehicle:

- a) Usage will be subject to all applicable Internal Revenue Service rules and regulations, and
- b) Operation of a vehicle or equipment under the influence of alcohol or any controlled substance is prohibited and may result in disciplinary action, up to and including discharge.

VEHICLE & EQUIPMENT POLICY (CONT.)

Take-home vehicles are not authorized for personal use and should be made available for the performance of Company business during normal business hours. Employees may use the vehicle to stop for a personal errand on the way between a business location and the employee's home. Transporting anyone other than those required in the performance of job responsibilities is strictly prohibited. Employee's family or friend(s) may only be transported in an Ops Plus, Inc. vehicle with written approval.

In some circumstances, due to job requirements, an employee may temporarily need to take home a vehicle. Take-home vehicles used in this manner must be approved by the Operations Manager.

Isolated or occasional take-home requests in Ops Plus, Inc.'s interest, dictated by unusual and temporary circumstances, must be approved by the Operations Manager.

Addition of Vehicles & Equipment: The decision to add a vehicle or piece of equipment is an investment choice made by Ops Plus, Inc.

Suspension or Revocation of Operator's License

If an employee's operator's license is suspended or revoked, and such license is required by Ops Plus, Inc., the employee may be administratively terminated.

Accidents Involving Owned, Leased or Rented Vehicles and Equipment: The driver/operator is responsible for fulfilling all legal requirements for reporting an accident and verbally notifying his or her immediate Supervisor of the accident as soon as possible. If the driver/operator is unable for any reason to perform the above reporting requirement, any co-worker who may be at the scene must assume the responsibility. A Supervisor who receives a report of an accident involving property damage and/or bodily injury must immediately notify his or her Supervisor and the Ops Plus, Inc. Safety Director and prepare an accident report.

Penalties for Noncompliance

Failure to comply with this policy may result in disciplinary action, up to and including termination.

WEAPONS POLICY

All employees are prohibited from having firearms on Ops Plus' premises, the premises of a customer of Ops Plus, while on Ops Plus' business, or in Ops Plus' vehicles or the vehicles of a customer of Ops Plus.

Any employee violating this policy shall be subject to disciplinary action, up to and including termination.

WORKPLACE VIOLENCE

It is our policy to expressly prohibit any acts or threats of violence by any Ops Plus' employee or former employee against any other employee in or about our offices or elsewhere at any time. We will not condone any acts or threats of violence against our employees or visitors on Ops Plus' premises at any time or while they are engaged in business with or on behalf of Ops Plus, on or off our premises.

In keeping with the intent of this policy, we are committed to the following:

1. To provide a safe and healthy work environment, in accordance with our safety and health policy;
2. To take prompt remedial action, up to and including immediate termination, against any employee who engages in any threatening behavior or acts of violence or who uses any obscene, abusive, or threatening language or gestures;
3. To take appropriate action when dealing with anyone who engages in such behavior. Such action may include notifying the police or other law enforcement personnel and prosecuting violators of this policy to the maximum extent of the law;
4. To prohibit anyone from bringing firearms or other weapons onto our premises; and
5. To establish viable security measures to ensure that facilities of Ops Plus are safe and secure to the maximum extent possible and to properly handle access to Ops Plus' facilities by the public, off-duty employees, and former employees.

Employees have a "duty to warn" their supervisors of any suspicious workplace activities, situations, and/or incidents they observe or are aware of that involve others and that appear problematic. This includes, for example, threats or acts of violence, aggressive behavior, offensive acts, threatening or offensive comments or remarks, and the like. Employee reports made pursuant to this policy will be held in confidence to the maximum possible extent. Ops Plus will not condone any form of retaliation against any employee for making a report under this policy.

NOTES

Receipt & Acknowledgement Employee Manual

I understand that the information in the Ops Plus, Inc. ("Ops Plus") Employee Manual represents guidelines only. Ops Plus reserves the right to modify this Manual or amend or terminate any policies or procedures, whether or not described in this Manual, at Ops Plus' discretion. Ops Plus further reserves the right to modify, amend, or terminate employee benefits, in accordance with applicable procedures, whether or not described in this Manual at any time, or to require and/or increase contributions toward these benefits. I understand that I am responsible for reading the Manual, familiarizing myself with its contents, and adhering to all of the policies and procedures of Ops Plus, whether set forth in this Manual or elsewhere. I understand that this Manual supersedes and replaces all other previous manuals, policies, procedures, understandings, written or verbal, express or implied, for Ops Plus.

I understand that employment with Ops Plus is "at will"; this Manual is not a contract of employment, express or implied, between me and Ops Plus; and I should not view it as such, or as a guarantee of employment for any specific duration.

I further understand that no manager or representative of Ops Plus, other than the President, has any authority to enter into any agreement guaranteeing employment for any specified period of time. I also understand that any such agreement, if made, shall not be enforceable unless it is in a formal written agreement signed by both me and the President. I acknowledge that no supervisor, manager, or other representative of Ops Plus has the authority to make any verbal promises, commitments, or statements of any kind regarding Ops Plus policies, procedures, or any other issues that are legally binding on Ops Plus.

I understand that my signature below indicates that I have read and understand the above statements and have received a copy of the Ops Plus Employee Manual.

Employee's Printed Name

Employee's Signature **Date**

The signed original of this acknowledgment should be given to the Corporate Office to be filed in your personnel file.

Receipt and Acknowledgement of Ops Plus, Inc. Policies

I understand that I am employed by Ops Plus, Inc. ("Ops Plus"), and that while I may work on the property of an Ops Plus customer, no Ops Plus customer employs me. I realize that I am responsible for informing Ops Plus of any workplace problems I may encounter, such as being unable to report to work on time, any difficulties in performing my duties, problems encountered with any employee of an Ops Plus customer, any workplace accidents which involve me, etc. I agree that Ops Plus will withhold all required taxes and any other required deductions from my paychecks.

I understand that employment with Ops Plus is "at will", and this Acknowledgement is not a contract of employment, expressed or implied, between me and OPS Plus, and that I should not view it as such, or as a guarantee of employment for any specific duration.

I further understand that no representative of Ops Plus, other than the President, has any authority to enter into any agreement guaranteeing employment for any specified period of time. I also understand that any such agreement, if made, shall not be enforceable unless both the President and I, in a formal written agreement, sign such agreement. I acknowledge that no supervisor, manager, or other representative of Ops Plus has the authority to make any verbal promises, commitments, or statements of any kind regarding Ops Plus policies, procedures, or any other issues that are legally binding on Ops Plus.

I acknowledge receipt of the Ops Plus Drug and Alcohol Policy. I understand that Ops Plus conducts random drug/alcohol tests, and hereby agree to participate in the drug/alcohol testing program. I further agree to read and abide by the rules of the Drug and Alcohol Policy. I fully understand the consequences to my employment if I do not abide by the policy.

I understand that my signature below indicates that I have read, understand, and agree to abide by the above statements and have received a copy of the Ops Plus Drug and Alcohol Policy.

Employee's Printed Name

Employee Signature

Date

CONTACT INFORMATION

Internal Contacts

Bridgette Pregliasco, President	Phone (502) 454-9767 Fax (502) 454-3563 bpregliasco@opsplus.net
Debbie Conway, Vice President	Phone (502) 454-9767 Fax (502) 454-3563 debbie@opsplus.net
Tammy Mercer, Office Manager	Phone (502) 454-9767 Fax (502) 454-3563 tammy@opsplus.net
Kevin Kapp, Account Manager/ Safety Director	Phone (502) 454-9767 Fax (502) 454-3563 Cell (502) 693-6484 kkapp@opsplus.net
Mike Welker, Sales Representative	Phone (502) 454-9767 Fax (502) 454-3563 Cell (502) 396-3201 mwelker@opsplus.net

Coordinators

Paul Lee, LG&E Design Technicians	Phone (502) 364-8380 Fax (502) 364-8446 Cell (502) 817-2273 paul.lee@eon-us.com
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External Contacts

Bonnie Ogle, Independent HR Consultant <i>(Functions as HR Director for Ops Plus)</i>	Phone (502) 245-8542 Fax (502) 244-8499
Human Development Company, Inc. <i>(Employee Assistance Program)</i>	Phone (502) 589-HELP (4357)