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Boyer Inc.'s Code of Ethics

Boyer, Inc. (Boyer) is committed to ethical conduct in our business practices. Since the firm's founding in 1986, we have always upheld a policy to conduct all business in a lawful and ethical manner.

The standards of conduct set forth in Boyer's code of ethics (code) reflect the firm's core values of excellence, initiative, shared commitment, integrity, and teamwork. These core values are demonstrated in Boyer's interactions with our clients, employees, shareholders, subcontractors, vendors, and the communities in which we work.

STATEMENT OF COMMITMENT

These commitments form the basis for Boyer's code of ethics:

- Clients – Our relationships with our clients will be conducted with good will and respect that will facilitate the successful fulfillment of services to all our clients.
- Employees - The firm will endeavor to treat all of our employees fairly and equitably, to provide a safe working environment, and to foster diversity within the organization.
- Shareholders – The firm will maintain high ethical standards while pursuing growth in revenues and a level of profitability that will enable our shareholders to achieve a fair rate of return on their investment.
- Subcontractors and Vendors - The firm will strive to develop and maintain mutually beneficial relationships with subcontractors and vendors based on their capability to provide quality products and dependable service at prices that contribute to the firm's competitiveness within the marketplace.
- Community – The firm is committed to responsible corporate citizenship.

PERSONAL RESPONSIBILITY FOR ETHICAL CONDUCT

The code sets forth the basic principals of ethic conduct to guide us in honest and fair interactions with others both within and outside Boyer. All employees have a personal responsibility to understand and practice Boyer's code of ethics and to abide by the laws, regulations, and client requirements affecting personal, business, and professional conduct. Boyer also respects individual's rights to fulfill their ethical obligations regarding any other code of ethics of their individual professions or their specialty licenses or certifications.

While this code requires each employee to be responsible for implementing the company's ethics policies, all managers are responsible for assuring that employees under the supervision are familiar and comply with the standards set forth in this code.

Specific questions concerning the applicability of a law or regulation to an employee's conduct or business practice should be discussed with his or her manager or member of the Human Resources Department.

COMPLETE AND ACCURATE BOOKS, RECORDS AND COMMUNICATIONS

Timesheets must be filled out in a complete, accurate, and timely manner. Employees must ensure that hours worked and costs are applied to the account for which they were incurred.

All expenditures must be documented in accordance with established policies and procedures.

All assets and liabilities of Boyer are to be properly accounted for in Boyer's books and records.

All books and records of Boyer or any supporting documents must be accurate and fairly stated. No false or misleading statements or entries may be made for any purpose.

No false or intentionally misleading statements shall be made in any form of communication whether in person or by telephone, or in documents, letters or emails.

CONFLICT OF INTEREST

Boyer expects that all employees will devote their full working time and efforts to Boyer's interests and avoid any activity or situation that might detract from or conflict with Boyer's interests. All Boyer employees have a responsibility to avoid financial, business, or other relationships that might be opposed to the interests of Boyer or might cause a conflict with the performance of their duties.

An employee may not have any employment, consulting or other business relationship with a competitor, client, subcontractor, or vendor of Boyer or invest in any competitor, client, subcontractor, or vendor of Boyer except for moderate holdings of publicly traded securities unless the employee obtains the advance approval of the President of Boyer, Inc.

It is imperative that any potential or actual conflict or any situation that may be perceived as a potential or actual conflict be disclosed immediately to the company's management. Failure to disclose a conflict of interest is a severe violation of company policy.

CONTRACTS AND PROCUREMENTS

In negotiating contracts with any clients, subcontractors, or vendors, are accurate and complete in all representations. In negotiating contracts with governmental agencies, the firm has an affirmative duty to disclose current, accurate, and complete cost and pricing data where such data are required under law or regulation. Further, the submission to a federal, state or local governmental entity of a proposal, quotation, or other document or statement that is false, incomplete, or misleading can result in civil and / or criminal liability for the company, the involved employees and managers.

No Boyer employee may attempt to induce unlawful disclosure of any procurement-sensitive or classified information consistent with the U.S. Procurement Integrity Act.

CLIENT RELATIONS AND BUSINESS COURTESIES

Boyer's provision of any gifts, entertainment, or other business courtesies must be in compliance with all applicable laws.

The U.S. Government has very strict regulations with respect to the offering and acceptance of entertainment, meals, gifts, or other gratuities. Many states and local governments also have adopted similar regulations. Therefore, Boyer employees may not give or offer to give anything of value to government employees in the form of entertainment, meals, or gifts that would be in violation of the applicable rules and regulations of the particular government agency.

Apart from restrictions that apply in the public sector, business courtesies, such as gifts or entertainment, may be offered or accepted provided the following conditions are met:

- The business courtesy does not violate any law, rule, regulations, standards of conduct, or the policy of the recipient's employer.
- The business courtesy or promotional gift item is modest in value, infrequent with respect to the same recipient, and in accordance with customary business practices.

CONFIDENTIAL INFORMATION

An employee may not disclose to any outside party, except as specifically authorized by management, any non-public, business financial, personnel, or technological information, plans or data either generated or acquired during employment with Boyer. Upon termination of employment, an employee may not copy, take, or retain any documents containing Boyer private or confidential information. The prohibition against disclosure of Boyer confidential and / or proprietary information extends indefinitely beyond the period of employment. The agreement to protect the confidentiality of such information is considered an important condition of employment with Boyer.

The company may also be required to keep client information confidential. Therefore, the requirements set forth in the first paragraph of this section also apply to client confidential information.

POLITICAL CONTRIBUTIONS

Federal laws prohibit the use of corporate funds to contribute to those seeking or holding federal offices, and many states have similar laws governing political contributions. To ensure that Boyer and all employees are in complete compliance with all applicable laws, any contributions of Boyer funds or other resources to any political party or candidate requires advance notice to the President of Boyer, Inc.

The company shall not reimburse employees for any political contributions. An employee may make voluntary personal contributions to any lawful political causes, parties, or candidates, and their committees. However, since the company's clients include many governmental entities, employees are requested to first notify the President of Boyer prior to making more than a modest political contribution. This will enable Boyer to determine whether these would be a perceived or potential conflict of interest arising out of the contribution.

SOFTWARE LICENSE AND COPYRIGHT COMPLIANCE

Only company-authorized, duly licensed software shall be installed on Boyer computers.

Employees must also abide by the copyright laws and secure legal permission prior to duplicating any copyrighted material.

COMPLIANCE WITH ENVIRONMENTAL LAWS

It is the firm's policy to comply with all laws and government regulations that are applicable to our business in the United States. Since the majority of the company's business relates to the environment, Boyer employees should be particularly attentive to environmental laws and regulations and respectful of the environment.

For example, in the United States, the Clean Water Act, the Safe Drinking Water Act, the Resource Conservation and Recovery Act, and the Comprehensive Environmental Response, Compensation and Liability Act (CERCLA) are examples of legislation related to the activities of the firm. It is incumbent that employees ensure that their work is consistent with the requirements of these acts.

REPORTING VIOLATIONS AND DISCIPLINE

Adherence to this code is vital. Managers are responsible for ensuring that employees adhere to the provisions of the code. For clarification or guidance on any point in the code, employees should consult their manager.

Employees are urged to also familiarize themselves with all of the sections of the Human Resources Policy Manual, which sets forth policies that further govern the behavior of Boyer employees, including guidelines for appropriate conduct, zero tolerance policy, and the firm's policies promoting diversity and prohibiting discrimination and harassment.

It is the responsibility of an employee having knowledge of any violation of the code to disclose such activity to the employee's Manager, Human Resources, or the President of the company. Such reports may be made anonymously.

Any manager receiving a report from an employee regarding a violation shall promptly report the matter to senior management and to the President of the company. No adverse action or retribution of any kind will be taken against an employee because he or she reports a suspected violation of the code.

Violations of the code may result in discipline ranging from warnings to discharge.