



Tax Practice Office Policy Manual

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Lodge & Co.

Tax Office Policy and Procedures

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I. About the Company

Mission Statement

The Mission of Lodge & Co. (Lodge & Co. or The Firm) is to provide exceptional tax preparation services to the business and general public in the preparation of various business and personal tax returns inclusive of but not limited to Form 1040, 1041, 1120, 1120S, 1065, 990 series and other returns.

In its Mission, the company will become a leader in the tax preparation business; known for its stalwart commitment to ethics and professional conduct.

Services Provided

Lodge & Co. will provide all goods and services in the normal course of the tax preparation business. The company may also provide related services such as electronic filing of tax returns.

A tax preparation retainer agreement outlining the contracted services of Lodge & Co., will be provided for the taxpayer/client to sign.

Additionally, Lodge & Co. reserves the option of providing other services to its clients as the needs dictate.

In providing other services, Lodge & Co. will provide tax preparation clients the "Authorization to Use" statement before soliciting them for other services.

Commitment to Service

Lodge & Co. is committed to performing outstanding service to their clientele.

Our clients' best interests will always be demonstrated in the preparation of their tax returns ensuring that while all requirements of the Internal Revenue Code and Regulations are properly reported on their returns, no legitimate deduction or credit will be omitted, ensuring that our clients will pay their lowest legal amount of tax.

II. Operational Policy

Confidentiality

It is the express policy of Lodge & Co. that all client information, written and verbal, be held with the utmost confidence.

Client files will be kept under lock and key during non-office hours so that cleaning staff and others not authorized will not have access to the information.

Client files will be stored on the firm's server and only accessible by licensed tax practitioners engaged by the firm who have signed a confidentiality employment agreement with the firm.

Current working files will be stored and not easily accessed during the work day when other clients may visit offices where the files are in current work product status. The firm has a locked file room where all tax files and data are kept and stored. This room is accessible only to Lodge & Co. staff only.

Clients will be given the Privacy Policy of Lodge & Co. on an annual basis, in writing, if so required by the Graham, Leach, Bliley Act. Please see the attached privacy policy.

Contractors will be bound by the same confidentiality policy of the company and will retain the confidentiality provisions of employment when they are no longer Contractors of the firm.

New Clients

New clients will be told verbally and in writing of the privacy policy of the Firm and questions will be respectfully and completely answered to their satisfaction. The Privacy Policy is located on the firms web site at www.Lodge & Co.taxgroup.com

Existing Clients

Existing clients will be notified annually, in writing, of the privacy policy of the Firm. Any changes to the existing policy will be clearly indicated in the written statement of policy. The privacy policy is located on the firms web site at www.Lodge & Co.taxgroup.com

Fees

Fees will be established under any manner so authorized, including but not limited to:

- **Hourly fees**
- **Form fees**
- **Time to prepare**
- **Contracted amount**
- **Other**

Published fees will remain in effect for 30 days from date of publishing in accordance with Circular 230, Federal Code of Regulations – Fees.

Collection Policy

Lodge & Co. will, as a general rule, require payment at the time of service.

Additionally, retainers may be required on a case by case basis.

If taxpayer has requested additional time to pay the fee for services rendered, only the principal of the Firm approve such delay in payment.

III. Advertising

From time to time the company may engage in local advertising.

Should advertising be conducted by U. S. Postal Service mailings, the envelopes will indicate clearly that the mailing is an advertisement of the Firm's services.

Conformity with Circular 230,
Federal Code of Regulations

All advertising will be truthful and honest in conjunction with the requirements outlined in Circular 230, Federal Code of Regulations.

Ethical and Professional Conduct

Lodge & Co. nor any of its Contractors will engage in misleading information.

Neither Lodge & Co. nor any of its Contractors will engage in providing misleading information.

Honesty is the cornerstone of service to the public and our clients can expect and depend upon complete honest and fairness from Lodge & Co..

Web Sites

The firm has two web sites:

1. www.lodge-co.com Firm main web site
2. www.wbtpod.com Podcast and blog site

On the main firm web site we have provided the client the ability to book their own appointments through appointee. The firm will send the client through this application a notice of their appointment – time and date. The client will also get a list of items to bring to their scheduled appointment.

Social Media

The firm has business pages on the following social media sites.

1. Facebook (Lodge & Co. & WBT)
2. LinkedIn
3. Google Plus
4. Blog on www.wbtpod.com
5. Podcast on www.wbtpod.com
6. Flipboard – The Word of Business and Taxes
7. Yelp

Each social media site is updated daily with notices to clients, tax news, making appointments, and various announcements.

IV. Tax Preparation Policies

Response to Questions via Telephone

Questions from current tax clients will require a review of the prior year tax return before answering. Only qualified return preparers (CPA, EA, CTEC or Tax Attorney) may answer taxpayer questions. This is not a function of the receptionist at Lodge & Co.

“If it is deductible, why can’t I deduct it?” will only be answered regarding the specifics of the client. Largely questions of a complex nature require an in-depth analysis by the return preparer and questions asked of the client. These are best addressed by the preparer in the office that has the most informed and most recent experience with the taxpayer.

Occasionally, non-client telephone calls are taken with questions about tax. Because tax answers are very specific to the tax situation of the taxpayer, Lodge & Co. will not provide answers to tax questions. The receptionist for Lodge & Co. will refer the calling non-client individuals to the IRS for assistance.

Client Worksheet

Clients will be encouraged to complete a client worksheet prior to their tax preparation appointment. The worksheet also includes Circular 230 Disclosure Notice, a list of what to bring, Confidentiality Notice, Federal and State Tax Return Preparation Agreement, Arbitration Agreement and a Tax Worksheet. Each page has an initial line for both taxpayer(s) and two signature pages. Each page must be initialed and signed as assigned.

Interviews with the client, in person or on the telephone, will verify information and notes in the preparers on hand will be indicated as such on the worksheet.

In the case of a client provided worksheet, it continues to be prudent, as the preparer, to ask for verification of certain deductions, exemptions and credits.

The worksheet and documents will be placed and maintained in the client’s file.

Client Provided Data

If the client has not provided a completed worksheet – the interview time must be sufficient to enable the return preparer to prepare both a complete and an accurate tax return for the client.

Copies of all provided documents will be maintained in the client's file.

If the client's file is maintained electronically, the receipts and documentation will be electronically scanned and stored in the client's electronic file.

At the time of the client appointment the client data provided to the firm will be scanned and kept in the firm's server under the client name. When the tax return is prepared (signed by the tax preparer and the client) it will be scanned and saved in the firm's server.

Appointments

We encourage our clients to book their own appointments online at www.lodge-co.com

If the client is unable to book their own appointment online, then the appointment scheduling will be done by the Receptionist on the firm's online system. Each Preparer should check their online schedule.

Appointment scheduling will be done by each individual return preparer, who will notify the receptionist of scheduled appointments. Appointments will be done on the Firm's online scheduling system.

Sufficient time to complete the return will be scheduled with a slight break in between appointments if available.

At the beginning of each day a complete appointment schedule will be provided the return preparer(s) by the receptionist in order that the day flows smoothly. Cancellations taken by the receptionist will be promptly sent to the accounting office.

Walk-ins

Clients, new and existing, who appear without an appointment, will not be seen unless there is a cancellation or additional time afforded a return preparer.

Concierge Tax Services – Drop Off, Email, Fax, Online Submissions

Concierge returns will be logged into the preparation rotation by the receptionist, promptly secured and if there is a particular return preparer in the firm assigned this return, they will be notified of its receipt. The

turnaround time for a drop off, e-mail, fax or online submission will be two (2) working days.

Pre-Scheduled

Pre-scheduled appointments will be kept at the time designated. No walk-in client or drop off return will take precedent over the pre-scheduled appointment.

Payment for Services

Clients will be asked for payment at time of service, meaning when the tax return is delivered to them.

If a retainer is required, due to the complexity of the return, newness of the client or for other reasons, the retainer will be accounted for and time against the retainer will be kept. The retainer will be exceeded before an additional retainer is requested of the client.

Types of Payments Received

The firm accepts personal and business checks, Visa, Master-card, Discovery and American Express.

Complaints

Complaints from clients of Lodge & Co. will be referred immediately to the principal of the firm and handled directly by them with the client.

Should the complaint be found to be valid, proper and immediate action by the principal will be made which may include immediate dismissal of the Contractor involved in the complaint.

Preparation of Tax Returns

Qualified Preparer

All returns prepared by Lodge & Co. will be prepared by qualified return preparers.

All preparers who prepare a substantial part of any return or a tax audit will be required to have a PTIN, Practitioner Identifying Number issued by the Return Preparer's Office of the Internal Revenue Service. The return preparer must be licensed as a CPA, Enrolled Agent, CTEC (CA) registration or appropriate state tax preparers license.

All preparers will go through an extensive training consisting of practice and procedure with a emphasis on current year tax changes, credits, particularly the Earned Income Tax Credit, and other related issues.

Return preparers will not prepare returns they do not possess the particular knowledge or skill in return preparation.

Tax Client Appointment Time Line

Each client is given a 50 minutes to meet with their tax preparer. The appointment time is spent in the following areas.

| | | |
|----------------------|----|---------|
| Tax Appointment Time | 55 | minutes |
| Tax Interview | 10 | minutes |
| Tax Preparation | 45 | minutes |
| Total Time | 55 | minutes |

Interviewing Taxpayers

All taxpayers will be interviewed before the preparation of the tax return, clarifying issues, broaching new issues and with the attempt to resolve any questions regarding the reporting of income and expenses on the tax return. Tax interviewers must be a CTEC registered preparer in California.

A completed worksheet package is not a replacement for an interview.

Interviews may be done in person, on the telephone or through other electronic media, such as email.

The interview will consist of the in-dept questions required to prepare a complete and accurate tax return for the client.

Input of Data to Tax Program

Information resulting from the worksheet or direct information from the client, including the interview, will be transmitted into the tax program used by Lodge & Co..

Every attempt to enter the data correctly should be made with a cross check for accuracy.

Checking of Return

Firm members assigned the function of checking the data entry on forms of the tax program are empowered and encouraged to ask questions as to the correctness of entries made on the tax return.

Precise information may be gathered in reviewing the prior year tax return and other sources.

Due Diligence

At every step of the tax preparation process Due Diligence is to be observed and practiced.

The real test of due diligence is that the preparer believes they have prepared a return that is both complete and accurate and a correct representation of the taxable income of the client for that year.

Preparers are encouraged to ask questions of the principal should something be unclear either in content or representation on the tax return.

Incomplete Returns or Data

If insufficient information is available to complete the return, the client is to be given a signed and dated “homework” listing.

The file is to be stored until such time as the return information is provided.

The client is to be listed as a potential client for “extension” because of missing information.

At the date for extension filing, if client has not been forthcoming with information, an extension will be applied for in the interest of the client.

Extensions

On or before the filing due date of the tax return, extensions will be prepared.

Client will make best effort to project taxable income and Lodge & Co. based on the income information will properly project tax on return, amount paid and balance due.

If client is not forthcoming with this information to prepare a complete and accurate extension of time to file, Lodge & Co. will notify taxpayer that no extension will be filed by the company and therefore they are responsible to file their own extension. Taxpayer will be encouraged to properly reflect tax liability at time of extension as the extension is of time to file not of time to pay.

Retaining Client Files

As required by Internal Revenue Regulation, copies of client returns will be retained by the company for three years from April 15th or longer as required.

The files will remain confidential and secure and at the time the files are destroyed they will be shredded or otherwise securely disposed of properly.

Documenting Client Documents

When clients come into the office or use the concierge service, each file must have a client file documentation form within the file. If they drop off they must sign the form.

| CLIENT FILE DOCUMENTATION | | | | | | |
|--|--|--|--|---------------|------------------------|-----------------|
| LAST FOUR OF SSN: | | | | TAX YEAR | | |
| CLIENT NAME: | | | | | | |
| APPOINTMENT TIME: | | | | TIME | | |
| CLIENT FORMS | | | | SIGNED | INITIALED | CHECKED |
| Signed Tax Worksheet | | | | | | |
| Signed Tax Preparation Agreement | | | | | | |
| Signed Arbitration Agreement | | | | | | |
| Current Year Tax return | | | | | | |
| Prior Year Tax Return | | | | | | |
| Third Year Tax Return | | | | | | |
| Signed E-File Authorization - Federal | | | | | | |
| Signed E-File Authorization - State | | | | | | |
| DOCUMENTATION | | | | N/A | NUMBER RECEIVED | ATTACHED |
| (Form(s) W-2 wage statements from employer(s)) | | | | | | |
| 1095-A, statement from state exchange insurance - subsidy tax credit | | | | | | |
| 1098, mortgage interest statement | | | | | | |
| 1099 - INT interest statements | | | | | | |
| 1099-DIV dividend statements | | | | | | |
| 1099-R pension statements | | | | | | |
| 1099-B brokerage statements (stocks and bonds) | | | | | | |
| 1099-G statement from state showing last year's tax refund | | | | | | |
| K-1 share of partnership or S-Corporation income (loss) | | | | | | |
| SSA-1099 social security benefits statements | | | | | | |
| Unemployment or disability income received | | | | | | |
| Rental income and expenses | | | | | | |
| Self-employment business income and expenses | | | | | | |
| Farm income and expenses | | | | | | |
| Real estate taxes paid (may be reported on 1098 above) | | | | | | |
| Charitable contributions (both cash and non-cash, provide support) | | | | | | |
| Estimated tax payments (federal and state) Provide dates and amounts | | | | | | |
| Photocopy of spouse and dependent's social security cards | | | | | | |
| Photocopy of your photo ID | | | | | | |
| IRS, KEOGH and SEP Contributions | | | | | | |
| Information on any qualifying purchases for energy tax credits | | | | | | |
| Other | | | | | | |
| Other | | | | | | |
| Other | | | | | | |
| TAX RETURN REVIEWED | | | | BY: | | DATE: |
| E-FILED | | | | BY: | | DATE: |
| CLIENT PHONE - E-MAIL CONVERSATIONS | | | | | | |
| | | | | DATE: | | TIME: |
| | | | | DATE: | | TIME: |
| | | | | DATE: | | TIME: |
| | | | | DATE: | | TIME: |
| | | | | DATE: | | TIME: |
| | | | | DATE: | | TIME: |
| | | | | DATE: | | TIME: |
| DROP OFF / MAIL / FAX / ON-LINE SUBMISSIONS - I have provided you with the items checked off above. | | | | | | |
| RECEIVED BY: | | | | Signature | | |
| | | | | 15 | | |
| | | | | Print Name | | |

Scanning of Files

All tax returns, worksheets and agreements, client tax documents and data will be scanned and placed in the firm server under the appropriate year and client name. This should be done daily by staff.

V. Taxpayer Representation Services

Contract Requirements

From time to time taxpayers will have the need for Audit, Collection or Appeals representation services.

The company will have in its employ the following individuals who may function as a Taxpayer Representative:

- Certified Public Accountants
- Attorneys
- Enrolled Agents
- Registered Tax Return Preparers – Audit only on a return they signed as a return preparer.

Form 2848 – Power of Attorney

Form 2848 Power of Attorney will be submitted by the representative of the taxpayer. In the case of a joint representation on a jointly filed tax return, a Form 2848 will be secured separately for each taxpayer on the joint return.

Other Issues

Clients will be encouraged to promptly pay all amounts owed by them to the IRS.

When unable to pay in full, options should be discussed with the client, including but not limited to:

- Temporarily Uncollectible Status
- Installment Agreements
- Extended requests to pay
- Offers in Compromise
- Innocent Spouse Relief

In areas of disputed collections:

- Collection Due Process Requests
- Offers in Compromise
- Intervention by Taxpayer Advocate
- Intervention by Taxpayer's Congressman

In areas of dispute where Appeals is warranted, clients should understand the process.

In areas of dispute where filing suit in the U. S. Tax Court, it may be necessary that the firm refer the client to a firm or individual who can practice outside of their authority.

At no time will Lodge & Co. take a representation case they do not possess the knowledge or the skill to represent.

All tax audit clients are required to sign a tax audit representation agreement prior to any representation is done by the firm.

Meeting Deadlines and Communications

When a client is being audited and the firm is representing them, there are specific due dates that will be met by the audit representative. Keeping these dates is vital in order for the client to remain in compliance. If the audit representative creates a non-compliance issue by not responding on or before the due dates or does not communicate timely to the audit entity or agent, this will be a cause for disciplinary action or immediate termination. The Principle of the firm will look at the issue and make the final determination to change the audit representative and any action to be taken regarding the incident.

Work Log

Each Tax Accountant is given a work log that is maintained daily by the accountant and is kept on the firm's server. Each accountant maintains a work log on each client that includes any tasks, phone conversations, and copy of emails, documents, anything that is important to document the case or issue. The work log is kept on any tax audit representation and accounting clients. Documentation is required to protect the firm with a detailed history of the account of events.

Work Files – IRS/FTC Security

All client work files must be kept on the firm server. No client files will be kept on your office computer. No client file may leave the office. No client file may leave the office via email without the client signature on the release form. The only exception is to attend a client meeting at their business site, to attend a tax audit meeting at a tax government entity site, or on legal matters at the office of legal counsel or court. Files must be signed out by the firm's receptionist or Administrative assistant. The firm will remain in compliance with the IRS and FTC rules as to the security of client data and will maintain that security 24 hours per day, 7 days a week. The server will not be connected to the internet at any time unless software and security features need to be updated. Internet will be turned off. No tax returns will be kept on individual office computers.

VI. Electronic Filing Policies

Encouragement to E-file

All eligible clients will be encouraged to E-file.

No tax preparer will e-file another tax preparer's tax return, unless authorized in writing or by fax to do so.

Direct Deposit

All eligible clients will be encouraged to direct deposit their refunds.

Submissions to the IRS

All E-filed returns will be submitted timely according to the instructions for Electronic Return Originators.

Client Records

All client records will be adequately maintained along with copies of the Form 8879 for each electronically filed return for the required period of time.

Avoiding Refund Delays

The return preparer and the ERO will work diligently to ensure the proper identification numbers on the tax return and other items which may delay the filing of the electronic return.

Electronic Signatures

Client
ERO

In accordance with e-file requirements, electronic signatures of the taxpayer and ERO will be adequately disclosed.

Rejected Tax Returns

Upon rejection of the filed return by the E-file division of IRS, the company will work diligently with the E-file coordinator to determine the error, correct the error and refile the return in an orderly and timely manner.

NOTE: If you leave your office, desk, work station at any time you must not leave a tax client file open and visible. This includes any tax program, accounting program, excel, work, power point that involves a

client. This is confidential client information and should not be seen by other client or vendors, or anyone not associated with the firm.

VII. Paper Filing

If client desires to file a paper return or for any reason they cannot file an electronic return with the IRS, the company will have prepared a set of filing forms for the client to file.

The company will file paper returns for a client.

Preparation of Paper Return

At the request of the taxpayer, a filing paper set for the Internal Revenue Service will be provided the taxpayer with a full set of filing instructions.

Acknowledgement to the IRS

The IRS requires a paper filed return to be accompanied by a statement from the taxpayer as to why E-filing of the return was rejected by them. The statement will be accurately completed and submitted with the return.

Statement from the Taxpayer

Retained in the client file will be a statement from the client as to the reason they have not filed the return electronically and that neither the preparer nor anyone in the company talked them out of filing electronically. This statement is to be retained in the client's file.

VIII. Contractor Policies

Contractors Agreement

Tax Practitioners of the firm will be required to sign a contractors agreement – copy attached.

You will be paid hourly and will be required to punch in as you start your shift and at the end of your shift. If you missed punching in please tell your supervisor and he/she will correct it.

All Contractors of the firm are required to pass a full criminal background check and E-Verify. All professional licenses will be verified yearly to maintain license compliance.

Analysis of Contractor Ability

Every Contractor will be properly instructed as to the due diligence requirements of the firm as it comes to return preparation.

Each Contractor will be thoroughly trained in client confidentiality and in service to the client.

Contractors will understand the sole purpose of return preparation is that a complete and accurate return be filed for the client.

Training and Supervision

It will be the responsibility of the tax management principle to train and supervise all tax preparation Contractors, ensuring a consistent work product that properly represents an accurate and complete tax return.

If additional training for an Contractor is warranted, the principal will perform such training.

Should an Contractor demonstrate their lack of ability to prepare complete and accurate tax returns or do not comply with timely due dates, the Contractor will immediately be removed from that function.

PTIN Requirements

Every Contractor who materially participates in the preparation of a tax return, including 941 taxes, is required to annually receive a PTIN or a renewal of the PTIN – Preparer's Identification Number.

The number will be prominently displayed on any return requiring such

Credential of Preparer

Each return preparer in the firm is required to have a credential, such as:

Enrolled Agent (EA)

CTEC - California

Certified Public Accountant (CPA)

Attorney

Registered Tax Return Preparer – Provisional PTIN holders have until December 31, 2013 to sit for and pass RTRP examination.

The required CPE requirements of each credential must be strictly maintained in order to be recognized as a valid holder of such credential.

Office Working Hours

The office working hours are divided into “Tax Season Hours” and “Off Tax Season hours”.

Tax Season Hours

| | |
|-----------|-------------|
| Sunday | Closed |
| Monday | 9 am – 8 pm |
| Tuesday | 9 am – 8 pm |
| Wednesday | 9 am – 8 pm |
| Thursday | 9 am – 8 pm |
| Friday | 9 am – 8 pm |
| Saturday | 9 am – 8 pm |

NOTE: First client appointment begins at 9:00 a.m.; last appointment will be taken at 7:00 p.m.; office will close at 8:00 p.m. Last phone call from clients and web chat will end at 7:00 p.m.

No vacation time or time off can be taken from January 1st through April 15th. Only time off will be granted for an extreme emergency or sickness.

You will be given a shift schedule during the tax season.

Off Tax Season Hours

| | |
|-----------|--------------|
| Sunday | Closed |
| Monday | 10 am – 4 pm |
| Tuesday | 10 am – 4 pm |
| Wednesday | 10 am – 4 pm |
| Thursday | 10 am – 4 pm |
| Friday | Closed |
| Saturday | Closed |

NOTE: All staff are required to be in the office ON TIME. The firm will not tolerate lateness during tax season and off tax season. The shift that you are assigned are the hours you have to be in the office.

If you have a need to attend to an emergency or are sick you need to call into the office 30 minutes before the start of your shift.

During the off-tax season period all vacation time must be submitted through a written request three weeks prior to your requested time off and approved by the management of the firm.

If you are taking CPE credit courses and need to be out of the office please inform Management in writing 30 days prior to the course time.

| |
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| IX. General Tax Office Policies |
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Appointments

Appointment are made on-line at www.lodge-co.com

Appointments will be made by the Receptionist and confirmed with the Tax Preparer. The Tax Preparer should check his on-line schedule daily.

Appointments will be sufficient in time to determine a complete and accurate tax return will be filed.

Client Files

Client files and information will be held in confidence at all times. A policy of "Disclosure" is maintained by the firm and if the client wishes their information to be shared with a 3rd party, an Authorization to Disclose must be signed by the client with specifics as to whom the information should be disclosed. This form is kept online at www.lodge-co.com

Wait Time

Clients with a specified appointment should be kept waiting a minimum of time. DO NOT KEEP CLIENTS WAITING.

Late Clients

If client is more than 15 minutes late for an appointment the client is to be told that due to the requirements of the season they will now have to wait for the next available return preparer and it may be more advantageous to reschedule on a date more convenient for me.

No-Shows

If a client does not show up to an appointment, after verifying by staff that they would show up, the client will be charged \$60.

Extended Appointments

When it becomes abundantly clear that the time scheduled for the appointment is insufficient, in order to stay on schedule with clients coming in to keep an appointment, a follow up appointment is advised.

Office Computer

No client data will be stored on your desk computer. All client files must be stored on the firm's server. This includes all excel files, work processing

files, power point, PDF files and tax processing files. Each tax preparer and staff member are assigned a file located on the firm's server.

NOTE: If you leave your office, desk, work station at any time you must not leave a tax client file open and visible. This includes any tax program, accounting program, excel, work, power point that involves a client. This is confidential client information and should not be seen by other client or vendors, or anyone not associated with the firm.

Do not have client files open on your desk if you are away from the desk. Do not have client files open in front of other clients where the file is not their file.

| |
|--------------------------|
| X. Special Issues |
|--------------------------|

Treatment of Taxpayers and Clients

All taxpayers and clients of Lodge & Co. are to be treated respectfully by all members of the firm.

If in the rarest of circumstances, a client should become abusive, the principal should be immediately notified and should handle the situation.

Should the client become violent, immediate call 911 for assistance.

Calls for “Free” Tax Information

Lodge & Co. is a for-profit company. Giving information is not only not smart it may be incorrect information based upon the circumstances of an individual we do not know.

Do not give “Free” Tax Information.

Accommodations for Senior and Disabled Clients

Lodge & Co. is a respecter of all people and will treat all clients respectfully.

On the occasion when a senior or disabled client cannot come to our office, we will arrange a preparer and an assistant to go to the home of the client.

Under no circumstance will a preparer go alone, in an attempt to protect the preparer from any charges such as theft which might be made.

Strategy and timing is important, and the principal should be involved in the planning.

DEALING WITH CLIENT OR TAX PRACTITIONER CRIMINAL ISSUES

There may be a time when a client is being investigated by the Criminal Division of the Internal Revenue Service. When the client calls or sees you in person and says he thinks he has a problem, your immediate response should be “DON’T TELL ME ANYTHING AT THIS TIME.”

1. You want to have your client contact an attorney who is familiar with Criminal Tax Investigations ASAP. The agents who visited your client are not there to help him and your client should immediately seek legal advice.
2. The Agents will try to get your client to speak to them. That is why they unexpectedly show up at their home during the early morning. They will knock on the door and upon it being opened, they will ask for the client, when he or she approaches they will proceed to ask your client some questions.
3. The accountant should immediately tell his client not to talk to anyone but an attorney.
4. The Accountant should review his files and his tax preparation workpapers for all return prepared on behalf of the client for the last six years.
5. The Accountant should be prepared for the IRS to be contacted to be interviewed on what he knew and when he/she knew it.
6. The Accountant should not contact the client after his review of the returns and try to establish what was missing on the returns and why. This can lead to the Accountant being privy to Confidential Incriminating Evidence.
7. Contact an attorney if the accountant has real concerns about his involvement in the preparation of the returns.
8. If IRS shows up at your office without contacting you and want to interview you, and want the files, you should tell them you need to review and get familiar with the files. You should contact an attorney and the attorney should negotiate with the IRS regarding the production of documents. Do not release documents to IRS or the Government without Legal Representation or a Legal Document authorizing you to release your client’s records.
9. Clearly understand Circular 230 of the IRS
10. You should ask the IRS Agent that you want to see the Client’s case file under IRC Section 6103(e)
- 11.

Request for Taxpayer Identification Number and Certification

► Go to www.irs.gov/FormW9 for instructions and the latest information.

Give Form to the
requester. Do not
send to the IRS.

| | | |
|--|---|---|
| Print or type. See Specific Instructions on page 3. | 1 Name (as shown on your income tax return). Name is required on this line; do not leave this line blank. | |
| | 2 Business name/disregarded entity name, if different from above | |
| | 3 Check appropriate box for federal tax classification of the person whose name is entered on line 1. Check only one of the following seven boxes. <input type="checkbox"/> Individual/sole proprietor or single-member LLC <input type="checkbox"/> Limited liability company. Enter the tax classification (C=C corporation, S=S corporation, P=Partnership) ► _____ Note: Check the appropriate box in the line above for the tax classification of the single-member owner. Do not check LLC if the LLC is classified as a single-member LLC that is disregarded from the owner unless the owner of the LLC is another LLC that is not disregarded from the owner for U.S. federal tax purposes. Otherwise, a single-member LLC that is disregarded from the owner should check the appropriate box for the tax classification of its owner. <input type="checkbox"/> Other (see instructions) ► | 4 Exemptions (codes apply only to certain entities, not individuals; see instructions on page 3): Exempt payee code (if any) _____ Exemption from FATCA reporting code (if any) _____ <small>(Applies to accounts maintained outside the U.S.)</small> |
| | 5 Address (number, street, and apt. or suite no.) See instructions. | Requester's name and address (optional) |
| | 6 City, state, and ZIP code | |
| 7 List account number(s) here (optional) | | |

Part I Taxpayer Identification Number (TIN)

Enter your TIN in the appropriate box. The TIN provided must match the name given on line 1 to avoid backup withholding. For individuals, this is generally your social security number (SSN). However, for a resident alien, sole proprietor, or disregarded entity, see the instructions for Part I, later. For other entities, it is your employer identification number (EIN). If you do not have a number, see *How to get a TIN*, later.

Note: If the account is in more than one name, see the instructions for line 1. Also see *What Name and Number To Give the Requester* for guidelines on whose number to enter.

| | | | | | | | | |
|--------------------------------|--|--|--|---|--|--|---|--|
| Social security number | | | | | | | | |
| | | | | - | | | - | |
| or | | | | | | | | |
| Employer identification number | | | | | | | | |
| | | | | - | | | | |

Part II Certification

Under penalties of perjury, I certify that:

1. The number shown on this form is my correct taxpayer identification number (or I am waiting for a number to be issued to me); and
2. I am not subject to backup withholding because: (a) I am exempt from backup withholding, or (b) I have not been notified by the Internal Revenue Service (IRS) that I am subject to backup withholding as a result of a failure to report all interest or dividends, or (c) the IRS has notified me that I am no longer subject to backup withholding; and
3. I am a U.S. citizen or other U.S. person (defined below); and
4. The FATCA code(s) entered on this form (if any) indicating that I am exempt from FATCA reporting is correct.

Certification instructions. You must cross out item 2 above if you have been notified by the IRS that you are currently subject to backup withholding because you have failed to report all interest and dividends on your tax return. For real estate transactions, item 2 does not apply. For mortgage interest paid, acquisition or abandonment of secured property, cancellation of debt, contributions to an individual retirement arrangement (IRA), and generally, payments other than interest and dividends, you are not required to sign the certification, but you must provide your correct TIN. See the instructions for Part II, later.

Sign
Here

Signature of
U.S. person ►

Date ►

General Instructions

Section references are to the Internal Revenue Code unless otherwise noted.

Future developments. For the latest information about developments related to Form W-9 and its instructions, such as legislation enacted after they were published, go to www.irs.gov/FormW9.

Purpose of Form

An individual or entity (Form W-9 requester) who is required to file an information return with the IRS must obtain your correct taxpayer identification number (TIN) which may be your social security number (SSN), individual taxpayer identification number (ITIN), adoption taxpayer identification number (ATIN), or employer identification number (EIN), to report on an information return the amount paid to you, or other amount reportable on an information return. Examples of information returns include, but are not limited to, the following.

- Form 1099-INT (interest earned or paid)

- Form 1099-DIV (dividends, including those from stocks or mutual funds)
- Form 1099-MISC (various types of income, prizes, awards, or gross proceeds)
- Form 1099-B (stock or mutual fund sales and certain other transactions by brokers)
- Form 1099-S (proceeds from real estate transactions)
- Form 1099-K (merchant card and third party network transactions)
- Form 1098 (home mortgage interest), 1098-E (student loan interest), 1098-T (tuition)
- Form 1099-C (canceled debt)
- Form 1099-A (acquisition or abandonment of secured property)

Use Form W-9 only if you are a U.S. person (including a resident alien), to provide your correct TIN.

If you do not return Form W-9 to the requester with a TIN, you might be subject to backup withholding. See What is backup withholding, later.

Employment Eligibility Verification

Please read instructions carefully before completing this form. The instructions must be available during completion of this form. **ANTI-DISCRIMINATION NOTICE:** It is illegal to discriminate against work eligible individuals. Employers CANNOT specify which document(s) they will accept from an employee. The refusal to hire an individual because of a future expiration date may also constitute illegal discrimination.

Section 1. Employee Information and Verification. To be completed and signed by employee at the time employment begins.

| | | | |
|---|-------|---|--------------------------------|
| Print Name: Last | First | Middle Initial | Maiden Name |
| Address (Street Name and Number) | | Apt. # | Date of Birth (month/day/year) |
| City | State | Zip Code | Social Security # |
| I am aware that federal law provides for imprisonment and/or fines for false statements or use of false documents in connection with the completion of this form. | | I attest, under penalty of perjury, that I am (check one of the following): <input type="checkbox"/> A citizen or national of the United States <input type="checkbox"/> A Lawful Permanent Resident (Alien # A _____) <input type="checkbox"/> An alien authorized to work until ____/____/____ (Alien # or Admission #) _____ | |
| Employee's Signature | | | Date (month/day/year) |

Preparer and/or Translator Certification. (To be completed and signed if Section 1 is prepared by a person other than the employee.) I attest, under penalty of perjury, that I have assisted in the completion of this form and that to the best of my knowledge the information is true and correct.

| | |
|---|------------|
| Preparer's/Translator's Signature | Print Name |
| Address (Street Name and Number, City, State, Zip Code) | |
| Date (month/day/year) | |

Section 2. Employer Review and Verification. To be completed and signed by employer. Examine one document from List A OR examine one document from List B and one from List C, as listed on the reverse of this form, and record the title, number and expiration date, if any, of the document(s)

| List A | OR | List B | AND | List C |
|--|----|----------------|-----|----------------|
| Document title: _____ | | _____ | | _____ |
| Issuing authority: _____ | | _____ | | _____ |
| Document #: _____ | | _____ | | _____ |
| Expiration Date (if any): ____/____/____ | | ____/____/____ | | ____/____/____ |
| Document #: _____ | | | | |
| Expiration Date (if any): ____/____/____ | | | | |

CERTIFICATION - I attest, under penalty of perjury, that I have examined the document(s) presented by the above-named employee, that the above-listed document(s) appear to be genuine and to relate to the employee named, that the employee began employment on (month/day/year) ____/____/____ and that to the best of my knowledge the employee is eligible to work in the United States. (State employment agencies may omit the date the employee began employment.)

| | | |
|--|---|-----------------------|
| Signature of Employer or Authorized Representative | Print Name | Title |
| Business or Organization Name | Address (Street Name and Number, City, State, Zip Code) | |
| | | Date (month/day/year) |

Section 3. Updating and Reverification. To be completed and signed by employer.

| | |
|--|--|
| A. New Name (if applicable) | B. Date of rehire (month/day/year) (if applicable) |
| C. If employee's previous grant of work authorization has expired, provide the information below for the document that establishes current employment eligibility. Document Title: _____ Document #: _____ Expiration Date (if any): ____/____/____ | |
| I attest, under penalty of perjury, that to the best of my knowledge, this employee is eligible to work in the United States, and if the employee presented document(s), the document(s) I have examined appear to be genuine and to relate to the individual. | |
| Signature of Employer or Authorized Representative | Date (month/day/year) |

WEB SITE POLICY RULES

Privacy Notice

This privacy notice discloses the privacy practices for www.lodge-co.com. This privacy notice applies solely to information collected by this website. It will notify you of the following:

1. What personally identifiable information is collected from you through the website, how it is used and with whom it may be shared.
2. What choices are available to you regarding the use of your data.
3. The security procedures in place to protect the misuse of your information.
4. How you can correct any inaccuracies in the information.

Information Collection, Use, and Sharing

We are the sole owners of the information collected on this site. We only have access to/collect information that you voluntarily give us via email or other direct contact from you. We will not sell or rent this information to anyone.

We will use your information to respond to you, regarding the reason you contacted us. We will not share your information with any third party outside of our organization, other than as necessary to fulfill your request, e.g. to ship an order.

Unless you ask us not to, we may contact you via email in the future to tell you about specials, new products or services, or changes to this privacy policy.

Your Access to and Control Over Information

You may opt out of any future contacts from us at any time. You can do the following at any time by contacting us via the email address or phone number given on our website:

- See what data we have about you, if any.
- Change/correct any data we have about you.
- Have us delete any data we have about you.
- Express any concern you have about our use of your data.

Security

We take precautions to protect your information. When you submit sensitive information via the website, your information is protected both online and offline.

Wherever we collect sensitive information (such as credit card data), that information is encrypted and transmitted to us in a secure way. You can verify this by looking for a lock **LOGECO** in the address bar and looking for "https" at the beginning of the address of the Web page.

While we use encryption to protect sensitive information transmitted online, we also protect your information offline. Only employees who need the information to perform a specific job (for example, billing or customer service) are granted access to

personally identifiable information. The computers/servers in which we store personally identifiable information are kept in a secure environment.

If you feel that we are not abiding by this privacy policy, you should contact us immediately via telephone at 888.681.1518 or info@lodge-co.com.

CLIENT REQUEST FOR COPY OF TAX RETURN

(document on www.lodge-co.com)

CONSENT TO RELEASE TAX RETURN INFORMATION Federal law requires this consent form to be provided to you. Unless authorized by law we cannot disclose, without your consent, your tax return information to third parties for purposes other than the preparation and filing of your tax return. If you consent to the disclosure of your tax return information, Federal law may not protect your tax return information from further use or distribution. *All parts of this form needs to be completely filled out. *Each form can be used for only one entity. *The duration of each consent form is only on an as needed basis. *This form must be returned 1) Entity or person's name and social security number or Federal Identification number of tax returns being authorized:

1) Entity/Person's name _____
SSN/Federal ID# _____

2) Tax Form(s) and Tax Year(s) being authorized: Tax Form(s) _____

Tax Year(s) _____

3) Purpose for forwarding information: ☐ Banking and/or Loan Requirements ☐ Other
(Please Specify) _____

4) Information is released to: Name: _____

Address: _____

City: _____ State: _____ Zip Code: _____

Phone Number: _____

E-mail Address: _____ @ _____ . _____

5) Method of delivery (circle) for tax information: ☐ By E-mail ☐ By Mail ☐ Other _____

6) Contact information if Lodge & Co. will need any further information to complete the request to release your tax information:

Phone Number: _____

E-mail Address: _____

Other: _____

I, _____, authorize Lodge & Co. to disclose to the individual(s)/company listed above ('4 Information is released to:'), my tax return information for the person or entities listed above. Signature _____ Date ____/____/____

I have read the firm's OFFICE PRACTICE MANUAL & Contractors Agreement and will comply with the manual in all areas of practice with Lodge & Co. I understand that if I do not comply that it can be an immediate termination upon review of the management of Lodge & Co.

Signature

Date

Print Name

Lodge & Co.

Code of Conduct

Our Commitment to Business & Tax Advisory Services

Business Advisory and Tax Services

LODGE CO CODE OF CONDUCT sets forth the firm's values, shared responsibilities, global commitments, and promises. Additionally, LODGE CO Code provides you with general guidance about the firm's expectations, situations that may require particular attention, additional resources and channels of communication, as well as illustrative questions and answers. Please review the entire Code. As a part of the annual confirmation process, you will be asked to confirm in writing that you have reviewed the Code and understand and agree to adhere to our core values, shared responsibilities, global commitments, and promises.

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This document and associated policies are not intended to create an employment contract and do not create any contractual rights. Our Code does not replace or supersede the more technical guidance issued by LODGECO in many of the topic areas covered by the Code. If you believe that any provision of the Code may be interpreted as differing from any applicable law, regulation, professional standard, or other firm policy, please consult the appropriate personnel, as set forth more fully herein, in the interim, if immediate action is required the more restrictive guidance should be applied.

NOTE: This document is effective January 1, 2018. Most URLs listed in the “Additional Guidance” sections of this document are internal to LODGECO and cannot be accessed from outside the LODGECO network.

LETTER FROM THE CHAIRMAN

Michael Lodge
Chairman of Lodge & Co.

At LODGECO, our goal is to be regarded by our people, our clients, and our external constituencies as a leader in the accounting, tax and business advisory service firms.

TO ACHIEVE THIS GOAL, we have made the unwavering commitment to building an ethics and compliance culture that makes professionalism and integrity our highest priority as a firm.

Our values-based compliance culture is a cornerstone of our firm conduct and, in fact, helps drive our strategic priorities. We approach every client engagement with professionalism and integrity, always striving to do the right thing in the right way.

We seek to build global strength and consistency founded on a global set of ethical principles and a commitment to compliance with the laws, regulations, and professional standards in every country in which we serve clients. We aim to be an employer of choice for professionals who want to be a part of our culture. And we seek quality growth, working with companies that share our values.

Everyone at LODGECO must take responsibility for ethics and compliance. As we explain in our enhanced Code of Conduct, every individual must become familiar with and follow the policies that apply to his or her level and set of responsibilities. You also are responsible for seeking advice and raising concerns if you believe you have identified issues or behaviors that are inconsistent with our values and professional responsibilities.

Management, in turn, is committed to being responsive, responsible, and fair. At LODGECO, people are encouraged to “raise their hands” if they have a concern. Once you raise your hand, you must know that our culture allows no retaliation. The issue will be addressed fully and fairly, and you will be recognized for having raised it.

Thanks to you, we have made great progress in building an ethics and compliance culture that is integrated with many of the key processes at LODGECO, follows an individual from the beginning to the end of his or her career with the firm, and supports our Promise of Professionalism. We are confident that our program and culture will become a model for our profession.

OUR CODE AND OUR COMMITMENT

LODGECEO's goal is to have an ethics and compliance program that is a model for our profession. To achieve this goal, we must ensure that every individual feels personally responsible for fulfilling the firm's Promise of Professionalism by doing the right thing in the right way for our people, for our clients, and for the capital markets we serve.

Our Code of Conduct is your first resource for knowing how best to fulfill your personal responsibility to understand and follow our core values. The Code applies to every partner and employee of the firm, regardless of title, stature, or tenure. Every person, upon joining the firm and annually thereafter, must confirm in writing that he or she has reviewed the Code, and understand and agrees to adhere to our core values, shared responsibilities, global commitments, and promises.

Our commitment to integrity also extends to vendors who conduct business with LODGECEO. They should read and understand our Code, and they are expected to follow our Code when working with us.

To assist you in better understanding how our core values affect your work at LODGECEO, each topical section of the Code provides you with a general standard ("Our Promise"), examples of the firm's expectations ("IT BEGINS WITH YOU"), situations that may require particular attention ("BE MINDFUL ALWAYS OF"), and illustrative questions and answers. We recognize that, at times, you may be faced with difficult decisions that require more detailed guidance than our Code can provide. That is why our Code provides you with information in the "Additional Guidance" and "Channels of communication" sections to assist you in making determinations based on the particular facts and circumstances that you encounter every day.

Only you can ensure that the firm will continue to deliver on its Promise of Professionalism and achieve its goal of a model ethics and compliance program. IT BEGINS WITH YOU. Following our Code is the first and most important step in that process.

Our Core Values

The LODGECEO way is our definition of who we are, what we do, and how we do it. Our core values lie in the heart of the LODGECEO way. They define our culture and our commitment to the highest principles of personal and professional conduct. They also represent how our people relate to each other, what we expect of our clients and vendors, and what our clients, vendors, and the marketplace should expect of us.

WE LEAD BY EXAMPLE – at all levels acting in a way that exemplifies what we expect of each other and our member firms' clients.

WE WORK TOGETHER – bringing out the best in each other and creating strong and successful working relationships.

WE RESPECT THE INDIVIDUAL – respecting people for who they are and for their knowledge, skills, and experience as individuals and team members.

WE SEEK THE FACTS AND PROVIDE INSIGHT – challenging assumptions, pursuing facts, and strengthening our reputation as trusted and objective business advisers.

WE ARE OPEN AND HONEST IN OUR COMMUNICATION – Sharing information, insight, and advice frequently and constructively, and managing tough situations with courage and candor.

WE ARE COMMITTED TO OUR COMMUNITIES – acting as responsible corporate citizens, and broadening our skills, experience, and perspectives through work in our communities.

ABOVE ALL, WE ACT WITH INTEGRITY – complying with all applicable laws and regulations, upholding the highest professional standards, providing sound advice, and rigorously maintaining our independence.

INTEGRITY UNDERLIES ALL THE PRINCIPLES IN OUR CODE.

Shared Responsibilities

Individual Responsibilities

Our Promise of Professionalism starts with you. You are responsible for becoming familiar with and following the policies that apply to your job and level of responsibility. You also are responsible for seeking advice when needed, raising concerns, and reporting to management potential violations of our Code of conduct.

You help deliver on our promise of professionalism when you:

- **TAKE OWNERSHIP.** Do the right thing, in the right way, knowing that leadership fully supports you, because LODGECO's reputation for integrity impacts everyone and can be damaged by anyone.
 - **STAY INFORMED.** Understand and adhere to the policies and professional standards that apply to your job and level of responsibility; participate in relevant training sessions including those on ethics and compliance; take the time to read firm e-mail, LODGECO Daily Blog postings, and newsletter updates; and seek additional information through resources such as our blog, or by asking for clarification from your performance manager or mentor.
 - **LEAD BY EXAMPLE.** Be a role model by communicating with others and acting in a manner consistent with our core values.
 - **CONSULT WITH OTHERS.** You are not expected to know all the answers, but you have a personal responsibility to ask for help and be aware of professional standards and other situations that require consultation with others.
 - **STAND FIRM.** Never compromise our values no matter how strong the internal or external pressure may be to perform, meet goals, or fulfill expectations.
 - **RAISE YOUR HAND.** Your voice counts. So speak up if something doesn't seem right, seek advice when needed, offer suggestions to improve our work environment, raise any concerns, and report all potential violations of law or policy that may impact LODGECO or its clients.
-

Use the Ethics checklist

When making decisions or following a directive, ask yourself:

- Does my action comply with the spirit and letter of the law?
- Is my behavior consistent with LODGECO's core values and ethical and professional standards?
- Does my decision reflect the right thing to do?
- Is my decision being driven by responsible professional judgment?
- Would I feel confident that I could explain my decision if it were made public?

Getting Help

Management Responsibilities

Those with management responsibilities should help ensure that our people understand that ethics and integrity are the cornerstone of our business conduct by:

- **BEING A POSITIVE ROLE MODEL.** Make ethics and integrity a cornerstone of our business conduct by showing what it means to act with integrity.
- **ENHANCING UNDERSTANDING.** Help those you lead or supervise to seek and obtain the knowledge and resources they need.
- **SETTING APPROPRIATE GOALS.** Establish clear, measurable, and challenging goals – but only if they can be achieved in a manner consistent with our values and policies.
- **BEING RESPONSIVE.** Respond appropriately to anyone who asks a question or identifies a concern, supporting and encouraging those who raise their hands.
- **BEING RESPONSIBLE.** Monitor and reinforce compliance by the individuals on your team.
- **BEING FAIR.** Apply LODGECO's policies fairly and consistently.
- **BEING ACCOUNTABLE.** Take responsibility of your conduct and the conduct of those on your team, and be prepared to be held accountable for the conduct.

Getting Help

Raising Your Hand



Ask questions if you are unsure about the appropriate legal or ethical course of action in a given situation, including, for instance, situations when:

- You are not sure how to apply the firm's policies to a specific situation
- The relevant laws or professional practice rules are complex and difficult to interpret
- You have limited experience dealing with the subject matter
- Differences of opinion make the appropriate course of action unclear
- Potential actions or decisions make you uncomfortable

Although firm leadership fully supports you doing the right thing in the right way, you are accountable for your actions.

Thus, it is important to consult with others rather than risk the consequences of making a wrong decision.

You also are expected to report potential or suspected violations of law, regulation, or LODGECO policy. This includes situations when you know or suspect partners, employees, or third parties are – or are about to be – engaged in illegal or unethical activity. Although it is not your role to search proactively for potential misconduct by clients beyond what is required by our professional responsibilities, if behavior comes to your attention or you observe activities at a client that are potentially illegal or may raise ethical concerns, you must raise your concerns, so they can be fully addressed.

RAISE YOUR HAND WHENEVER: You see behavior that may be inconsistent with our values, or if you have a question or concern. Any concern you raise will be constructively reviewed and considered, and consistent and appropriate action will be taken. By raising your hand, you help us deliver on our Promise of Professionalism and you will be recognized accordingly.

Getting Help

Channels of Communication

To assist you with seeking advice or reporting concerns, the firm has established several “channels of communication”. These are formal systems designed to ensure that your question or concern is addressed completely and accurately.

While you should choose the channel you feel most comfortable with, resources closest to the situation are often in a better position to resolve an issue. This usually means your performance manager or supervisor.

Depending on the issue, you may wish to consider other channels of communication.

- For certain client, engagement, or professional practice – related concerns, consultation with others may be required by firm policy. However, even if consultation is not required,

you should feel comfortable seeking advice from or reporting a concern to:

Your engagement partner(s)

Your performance manager

Your practice leader, Office Managing Partner, or Area Managing Partner

A Professional Practice Partner, or Area Professional Practice or Risk Management Partner

A functional Risk Management Partner

The Department of Professional Practice

Firm leadership, including the Chairman, President, and Board members

For human resources-related concerns, including harassment, discrimination, and issues involving individual behavior or your work environment, your local or Area Human Resources manager may be an additional resource

For questions related to legal matters, including contracts or disputes with third parties, or litigation or a government investigation, firm guidance required you to contact the office of the Chairman who will work with corporate legal counsel.

For general assistance, questions, or advice related to LODGEKO's Code of conduct, you may contact the firm's ethics and compliance Manager.

For any question that you feel uncomfortable raising to the resources noted above, you may contact the firm's Ethics and Compliance Hotline, as described on the next page, at www.lodge-co.com or 1-888.681.1518

Confidential and Anonymous Reporting

If you would like to ask a question or report a concern confidentially or anonymously, contact the LODGECO Ethics and Compliance manager.

These channels of communication are always available, but are especially useful if you feel uncomfortable using another channel of communication or other channels have proven ineffective in resolving an issue.

CONFIDENTIALITY POLICY – If you contact the Hotline or the Compliance Manager, your concerns and your identity will be treated confidentially (though we may need to disclose facts as required by law, or to fully investigate and address your concerns). Providing your name allows us to contact you if we need additional information, allowing for a more robust and comprehensive investigation. This also helps us in our efforts to ensure that there will be no retaliation against you for making a good faith report.

ANONYMOUS REPORTING – If you contact the Compliance Manager, you have the option of remaining anonymous. The Hotline is administered by the Compliance Manager that does not log or identify callers, or generate internal connection logs of computer IP addresses.

Firm Compliance Manager – LODGECO's compliance manager is currently the Chairman of the Board, Risk Manager / Compliance Manager.



Getting Help

Preventing Retaliation

You are encouraged to seek advice or report concerns, without fear of retaliation. Retaliation in any form is contrary to our core values. LODGECO prohibits retaliation against anyone who, in good faith, reports a concern or participates in an investigation, even if the allegation ultimately is not substantiated.

The firm also has a program designed to protect reporters who contact the Compliance Manager, self-identify, and report concerns in good faith. This program monitors employment status, performance evaluations and metrics, and chargeability for identified reports, and follows up when necessary to determine whether an individual may have been subject to retaliation.

Of course, our policy against retaliation does not exempt you from the consequences of your own improper conduct or prevent the firm from taking disciplinary action against you, when appropriate. However, we encourage self-reporting and, depending on the specific circumstances, may treat self-reporting as a mitigating factor when assessing disciplinary measures in response to improper conduct.

Contact the Compliance Manager if you feel you have been subjected to retaliation. Partners or employees found to have engaged in retaliatory conduct will be subject to discipline, up to and including termination and partner separation.

Getting Help

Ensuring Compliance with Our Code

Anyone who violates our Code or the policies it is based on, regardless of title or tenure, may be subject to discipline, up to and including termination of employment and partner separation. The following actions may subject partners and employees to discipline:

- Violating laws, regulations, or LODGECO policies
- Directing or encouraging others to violate laws, regulations, or LODGECO policies
- Failing to report known or suspected violations of laws, regulations, or LODGECO policies
- Interfering with, or being uncooperative or untruthful during an investigation
- Retaliating against others for raising or reporting a concern
- Violations of laws or professional standards also can trigger governmental legal actions against you, your colleagues, the firm, its affiliates, and its clients that could result in:
 - o Suspension or revocation of licenses
 - o Debarment
 - o Fines
 - o Criminal penalties

To help ensure fair and consistent enforcement of our Code, LODGECO's governance incorporates a number of checks and balances. For example, we have separated risk management and professional practice functions from business operations. The following committees oversee the firm's compliance program initiatives, and help ensure the fairness and consistency of investigation outcomes and any related disciplinary actions:

- The Board of directors
- Professional Practice, Ethics and Compliance Committee (composed of members of the Board of directors)
- Legal and Compliance Committee (chaired by the Executive Vice Chair – Legal and Compliance, and composed primarily of Ethics and Compliance leadership who design, implement, and evaluate the effectiveness of the firm's ethics and compliance program)

- The Management Review Panel (composed primarily of the Managing Partners)

Our People

Respect and Dignity

Our Promise.....We are committed to fostering and environment of inclusion for all our people. Our success in the marketplace depends on maintaining a diversity of talents, languages, cultures, and management styles. By valuing our similarities, and differences, we build upon our strengths and enhance our work environment. You should embrace the diversity of our people, their professional insights and individual perspectives, and treat others with respect and dignity.

IT BEGINS WITH YOU

- Recruit, hire, train, and promote individuals irrespective of race, color, creed, religion, age, gender identity, national origin, marital status, sexual orientation, disability, veteran status, and other categories protected by applicable federal, state, and local law.
- Make employment decisions based on an individual's knowledge, experience, and abilities, evaluating performance and promoting qualified individuals, in a manner consistent with the firm's strategic priorities.
- Work together to encourage your colleagues, creating respectful, strong, and successful relationships
- Support our affinity networks and engage other in the LODGECO community
- Increase your self-awareness by participating in upward feedback surveys

BE MINDFUL ALWAYS OF

- Inappropriate e-mail or internet use
- Behavior that may interfere with work performance or contribute to a hostile work environment
- Off-color jokes or otherwise inappropriate comments
- Unwanted, inappropriate, or disrespectful sexual advances or acts
- Anyone who refuses to work with another professional for inappropriate reasons

QUESTIONS AND ANSWERS

- Q) We won an engagement with a multinational company. The client wants all individuals who interact with senior management or the board of directors to be men. While we were writing the proposal, I worked very closely with a senior manager who I believe is qualified to serve this client. I would like to ask her to serve as the lead senior manager on the engagement but believe the client will not allow her to interact with senior management or the board of directors. How can I manage this situation?
- A) Many situations involve balancing our responsibilities to our people and to our clients. A client may ask us to staff engagements in different regions of the world with individuals who are familiar with local language and customs. However, meeting this request must be balanced with our commitment to our people. In this situation, you should discuss with the client how you intend to ensure that overall engagement staffing meets the client's needs and explain that you need flexibility to select the individuals you believe are the most qualified. The firm will work with you to manage such situations consistent with our values, even if it means losing the engagement.

Our People

Personal Safety and Well-Being

OUR PROMISE

We are dedicated to providing a safe, secure, and drug-free work environment. You should understand and follow LODGECO's safety and security guidelines, both in the office and while traveling. You should be cautious of the effects of alcohol or improper use of medications, and must never work while impaired or under the improper influence of drugs

IT BEGINS WITH YOU

- Follow incident reporting procedures if you sustain a work-related injury, or if you see a safety or security concern
- Be aware of and adhere to domestic and international travel advisories
- Consume alcohol responsibly at work-related events, if you choose to drink
- Maintain personal safety and professional decorum with your colleagues and others
- Reach out for help if you have issues with substance abuse

BE MINDFUL ALWAYS OF

- Engagements that may pose physical safety or security concerns to you or your colleagues
- Traveling in high-risk areas without proper escort
- Possible safety hazards, such as wet floors, building repair sites, and faulty electrical equipment
- The presence of potentially illegal substances on LODGECO property
- Possible signs of a colleague's impairment or illness at work

QUESTIONS AND ANSWERS

- Q) A co-worker has been acting erratically lately. Today, he made a remark that he was going to hurt someone. I'd like to think that he is joking, but it didn't sound that way. What should I do?

- A) It may not be clear whether someone truly intends to commit a violent act, but if someone threatens to act-violently toward another person, you should immediately notify your engagement parties. Human Resources Manager or Security personnel

OUR FIRM

Professional Licensing and Continuing Education

OUR PROMISE

Our success is made possible not only by the abilities of our professionals, but also by the licenses and certifications they hold. We are committed to ensuring that you receive the support you need to maintain your professional licenses, build your skills and expand your professional qualifications.

However, it is your individual responsibility to maintain the status of your professional license or certification and meet all relevant continuing education requirements.

IT BEGINS WITH YOU

- Identify and track the Continuing Professional Education (CPE) requirements using your CPE Profile
- Ensure that the records relating to the status of your professional license or certification are maintained with the Human Resources office.
- Be aware of requirements for any new professional licenses or certifications you may obtain
- Attend firm-sponsored training events and external conferences to build your enabling and technical skills, and stay up-to-date with trends in your field of practice
- Truthfully report training attendance and keep accurate completion records

BE MINDFUL ALWAYS OF

- Performing work in jurisdictions where you do not maintain an active Certified Public Accountant (CPA) license, if one is required for the work being performed
- Requirements for any new professional licenses or certifications you may obtain, or changes to existing ones, including changes in CPE requirements
- Assuming that compliance with LODGECO's CPE requirements satisfies continuing education requirements for each individual professional license or certification

QUESTIONS AND ANSWERS

- Q) I am a CPA in the Advisory practice and do not perform audit work. Must I comply with the CPA licensing requirements of other states in which I perform or offer to perform professional services?
- A) It depends. Before performing professional services in another state you have an individual responsibility to determine whether that state requires an active CPA license for the services you intend to perform. You can do this by, among other things, accessing the firm's Accounting Licensing Library.

OUR FIRM

Physical and Electronic Security

OUR PROMISE

We are committed to responsible stewardship of our physical assets, workplaces, and electronic networks. You should help manage the firm's risk by caring for the assets in your control, assisting us with protecting our physical and network environments.

IT BEGINS WITH YOU

- Change your passwords regularly
- Ensure that your laptop is encrypted
- Use only firm-approved data transfer and storage devices, and firm-issued software
- Use the internet responsibly and access only internet sites containing content appropriate for the workplace
- Secure your computer in the office and at client sites with a cable lock during the workday and out of sight in a locked place after work
- Lock your computer in the trunk of your car before you arrive at your destination and never leave it in your car overnight
- Immediately report potential losses of laptops, PDAs (e.g., Treo, Blackberry), and data storage devices to the Corporate Office so that, if possible access to the device can be restricted

BE MINDFUL ALWAYS OF

- Connecting a LODGECO computer to a client network without approval from the lead engagement partner and the client
- Allowing another person to use your computer or network password, or using another's password
- Sharing electronic storage devices containing confidential information
- Downloading unauthorized programs and other content onto firm-issued computers

- Downloading confidential or private information onto a temporary machine or storage device that may not contain encryption software

OUR FIRM

QUESTIONS AND ANSWERS

- Q) I typically leave my laptop at the client site. Can I give my password to my colleagues, so they will be able to access my computer while I am not on site?
- A) No. You should not provide your password to another person. Each individual is responsible for all system activity that occurs with his or her password. Instead, you should plan ahead to provide the appropriate information before leaving the office.
- Q) My office has entrances that require a LODGECO badge to gain access. This morning someone I did not recognize was standing by the door waiting to go inside. She followe4d me into the building when I swiped my badge and the door opened. What should I do?
- A) It is important that we know the people in our buildings are authorized to be there. If someone attempts to follow you into an office or asks to borrow your badge so he or she may enter a building, you should politely direct the individual to the security desk or reception.

OUR FIRM

Intellectual Property

OUR PROMISE

Our “Intellectual capital” (the skills, knowledge, and experience of our partners and employees) and “Intellectual assets” (copyrights, patents, and trademarks), collectively known as LODGECO’s “intellectual property”, drive our success in the marketplace. We are committed to using and protecting our intellectual property to enhance the confidence of our clients and the competitiveness of our firm. You should use the firm’s intellectual property carefully and responsibly and take care to respect the intellectual property of clients and other third parties.

IT BEGINS WITH YOU

- Use LODGECO intellectual property for work-related purposes only
- Limit access to LODGECO’s intellectual property to individuals in the firm with a legitimate purpose and the appropriate level of authority, and to authorized third parties
- Ensure global consistency by following brand and regulatory compliance guidelines

BE MINDFUL ALWAYS OF

- Sharing intellectual property that belongs to one client with another client
- Using a client’s or third party’s logo or intellectual property without permission
- Making unlicensed copies of software for personal or client use
- Using confidential or proprietary information belonging to a former employer
- Obtaining unauthorized access to the confidential or proprietary information of competitors

QUESTIONS AND ANSWERS

- Q) My client is updating her accounts payable policy and asked if I have any sample policies I can give her. I just rolled off a similar engagement and have a copy of my prior client's accounts payable policy. If I remove references to the old client's name in the document, can I provide the policy to the new client?
- A) No. Clients expect us to maintain the confidentiality of the documents we receive from them on engagements. Even though we leverage our personal experience from prior engagements, we have a responsibility to protect LODGEKO's intellectual property and the intellectual property of our client.
- Q) While at my former firm, I developed a tool I would like to adapt for use on a client engagement at LODGEKO. This would be more efficient than "starting from scratch". May I do this?
- A) Probably not. You should consult with the office of the Compliance Manager because even though you developed the tool, it most likely belongs to your former employer and you have no right to use it. Although you may be changing it by adapting it to a new situation, if you don't have the right to the underlying work, you probably don't have the right to make a "derivative work".

OUR FIRM

Accurate Books and Records

OUR PROMISE

We are committed to ensuring the accurate accounting and reporting of information pertaining to the firm's business and financial results. You have a personal responsibility to understand the reporting and documentation requirements needed for your position and to document and report information accurately.

IT BEGINS WITH YOU

- Report time worked accurately and completely
- Use our Project Evaluation, Accounting and Tracking system in Quick Books to properly manage the finances of all internal and external projects
- Reconcile Work in Process reports to ensure the management partner approves all write-offs of time and expenses charged to a project
- Reconcile all client accounting documents for A/R, A/P, Banking, General Ledgers, Inter-companies and all accounts subject to reconciliation. If a journal entry needs to be made to affect the financial statement of the client all accountants can make and approve journal entries up to \$1,000. Any journal entry above \$1,000 must be approved and signed by one of the managing partners.
- Maintain accurate business information, including engagement documents and deliverables, payroll records, performance evaluations, and time and expense reports.

BE MINDFUL ALWAYS OF

- Pressure to refrain from changing all time spent working on client projects, to change any client related time to administrative codes, or to charge a client engagement code for work not performed or done for a different client or administrative activity
- Improper engagement charges either due to miscoding or that are outside the terms of the engagement letter
- Accounting methods that appear to favor form over substance
- Transactions that may suggest a third party is attempting to use its relationship with LODGE CO for an unlawful purpose. Transactions that should be evaluated carefully include:

1. Complex business arrangements not well understood and appearing to serve little practical purpose
2. Transaction structures that are unnecessarily complex, lack a legitimate business purpose, or benefit from unusually favorable payment terms
3. Attempts by third parties to make payments in cash, or the use of suspicious financial instruments
4. Large last-minute transactions that result in significant revenues at the close of a financial reporting cycle

OUR FIRM

QUESTIONS AND ANSWERS

Q) When recording my time, I am required to enter a location code. Should I enter the location of my office or where the work is performed?

A) Where the work is performed. This mandatory field is necessary for the firm to comply with individual taxing authorities, which base taxation on the jurisdiction where the work was performed.

Q) I am entering data into QuickBooks and identified coding errors. Should the errors be corrected?

A) Yes, we have a responsibility to maintain accurate books and records. Our first line of defense is accurately entering information. However, if you identify errors in existing data entries, you should inform your engagement manager or supervisor so the proper process for correcting data errors or omissions can be followed, and the potential impact of the error on other accounts can be evaluated.

Clients and the Marketplace

Independence and Conflicts of Interest

OUR PROMISE

We are dedicated to following standards of personal and professional independence. You should avoid real or perceived conflicts of interest, which may arise from personal investments, financial or business relationships, employment of family members, or other employment relationships.

IT BEGINS WITH YOU

- Understand and comply with your obligations as a “Member of the Firm” or a “Covered Person”
- Discuss your independence obligations with non-LODGE CO people who affect your ability to meet your obligations
- Review your investments, loans, and other financial relationships regularly to ensure compliance
- Review the Restricted Entity List before entering into a new business or financial relationship
- Report potential independence violations promptly

BE MINDFUL ALWAYS OF

- Offering prohibited non-accounting services to Accounting & Tax clients
- Considering employment with an accounting & tax client when rendering professional services to that client
- Accepting gifts valued at more than \$30 from clients or vendors
- Sweet accounts that may automatically move your investment funds into restricted entities
- Modifying “grandfathered” loans
- Joint marketing and other joint business venture arrangements with accounting and tax clients

OUR GLOBAL COMMITMENT

- Acting lawfully and ethically, and encouraging this behavior in the marketplace

- Delivering quality service to clients in line with qualifications, professional commitments, and engagement terms
- Maintaining independence and objectivity, and avoiding conflicts of interest or undue influence
- Preserving clients and business confidentiality and privacy
- Promoting services honestly and competing fairly

Clients and the Marketplace

QUESTIONS AND ANSWERS

Q) I am an associate and want to obtain a mortgage on a new home. Can I borrow the money from a bank employee that is my tax client?

A) No. In this situation you provide tax services to the bank employee, and therefore you are a “Member of the Firm” with respects to that client for independence purposes. Accordingly, you may not obtain loans with this restricted entity or person. However, you may take out a mortgage from LODGECO tax clients for whom you are not a “Member of the Firm”. As an associate, this would be an entity to which you do not provide professional services.

Q) I am a manager and my spouse is considering a new job with a LODGECO accounting client. Are there any independence requirements I need to consider?

A) Yes. Rules apply to the employment of family members could affect the firm’s and your independence. These rules address the employment of a family member and related issues, such as investments held through a spouse’s benefit plan. You should consult with the Compliance Manager, your area professional practice partner or supervisor to determine whether the employment of your spouse is permissible under applicable independence rules.

Clients and the Marketplace

Privacy and Confidentiality

OUR PROMISE

Confidential information is any non-public information that comes to your attention as a result of your association with LODGECO, including information about LODGECO personnel and clients or prospective clients. We are committed to protecting the privacy of individuals and the confidentiality of the information entrusted to us. You should not disclose any confidential or private information to third parties and should share confidential or private information only with other LODGECO partners and employees on a need-to-know basis.

IT BEGINS WITH YOU

- Familiarize yourself with the professional standards and firm policies that address confidentiality
- Maintain the confidentiality of client information at all times
- Check with your engagement manager before referring to the client by name in external discussions or documents that may be used externally (e.g. proposals)
- Review information you receive to determine if it is confidential or private information, and only gather the minimum amount of confidential or private information necessary to meet legitimate business purposes
- Use secure shred bins for disposing of documents with confidential or private information, when appropriate

BE MINDFUL ALWAYS OF

- “Insider trading”, which is the purchase or sale of securities based on any material non-public information that may affect the value of the securities and is not generally available to the investing public. “Insider trading” is a separate concept from independence and is prohibited even in situations where you are in full compliance with the firm’s independence policies or where such policies are not applicable.
- Discussing confidential, private, or client-related information in non-secure or public locations
- Transmitting confidential or private information to locations outside the firm, including by fax to insecure locations, such as hotels and conference sites, or to e-mail accounts outside the firm or the client

- Leaving data storage devices or documents in non-secure locations, even temporarily, such as unlocked cars, restaurant coat check situation, and unattended desks
- Storing or transferring unencrypted files containing confidential or private information
- Sharing data (e.g. tax records) with third parties without consulting the Compliance Manager.

Clients and the Marketplace

QUESTIONS AND ANSWERS

- Q) I am an associate in Accounting Services and have been conducting due diligence on a company my client intends to acquire. Can I buy the stock of the company being acquired before the acquisition is announced?
- A) No. Because you know the acquisition is possible, but not yet announced to the investing public, you are in possession of material non-public information that could affect the value of a company's securities. Trading securities on inside information can result in serious criminal penalties.
- Q) I need to work over the weekend on files containing confidential client information. I just received an encrypted "thumb drive" from a vendor. Can I save the files on the thumb drive and take it home to work on my home computer?
- A) Probably not. "Thumb drive" or USB drives are not generally encrypted and are easily lost or misplaced. These devices may be convenient, however, they also heighten the risk or loss of confidential client information and their use is discouraged by the firm. If you believe you may have misplaced a thumb drive, you should immediately report the potential loss to the Compliance Manager. Do not wait for it to "turn up". In addition, your home computer may not have appropriate security features and may be accessible to others in your household. It is best to complete and store your work on firm-issued computers and equipment.
- Q) While performing an examination on a 401(K) plan, the client provided us with an extract from its human resources system that contains Social Security numbers for all plan participants. We do not need

these to perform the examination, but since the client provided them, are there any concerns?

- A) Yes. The collection and handling of any private information creates risk for the firm and should be avoided whenever possible. If it is not required to fulfill our services, we should not accept private information from the client. Unless otherwise required by firm policies or a document preservation notice, you should return or destroy the data, and ask the client to provide the data again without the unnecessary information.

Clients and the Marketplace

Known or Suspected Illegal Acts by Clients

OUR PROMISE

We are committed to acting lawfully and ethically, and to encouraging this behavior in the marketplace. If you become aware of activities by a client that are potentially illegal or may raise ethical issues, you should raise your concerns.

If the suspicious conduct occurs with a non-accounting client, you can raise the issue with your engagement partner, concurring review partner, Professional Practice Partner, and Compliance Manager. Once raised, the concerns will be constructively reviewed.

If the conduct occurs with an accounting client, you must raise the issue with your lead accounting engagement partner. Your engagement partner must then approach the Compliance Manager. Together, they will determine whether the questioned activity is clearly inconsequential. If not, your engagement partner must notify compliance and forensic resource partner.

IT BEGINS WITH YOU

- Be aware of the legal issues that relate to your area of practice and the industry in which you work to enhance your ability to recognize potentially illegal acts
- Although it is not your role to search proactively for potential misconduct by clients beyond what is required by our professional responsibilities, report all client activity that comes to your attention that is potentially illegal or raises ethical concerns, regardless of whether you think it is substantial
- Maintain professional skepticism and objectivity with respect to both new and long-standing client relationships
- In evaluating the findings of a client's internal investigation, consider the integrity of the process followed by the client to reach the findings and discuss any concern with Compliance Management

BE MINDFUL ALWAYS OF

- Any information regarding potentially illegal behavior by a client, including news reports or outside information

- Requests from a client for advice about the legality of a particular act or decision
- Statements, conduct or transactions that appear to be designed with the intent to deceive others
- Explanations or support for transactions that seem suspicious, inappropriate, or lack substance
- Unusual payments, refunds, or relationships that may represent bribes, kickbacks, or money laundering

Clients and the Marketplace

QUESTIONS AND ANSWERS

Q) I am the accounting engagement partner for a small non-public company. My client received a grand jury subpoena seeking information about payments to one of its suppliers. The client assured me the subpoena is not directed at it, but at the supplier. What should I do?

A) Promptly consult your lead accounting engagement partner, who will contact your concurring review partner and the compliance manager. Together they will decide whether the matter is clearly inconsequential. In this case, the grand jury subpoena is likely to be a significant concern, thus it may be appropriate for your engagement partner to escalate the issue. Escalating the concern allows LODGECO to adequately evaluate the subpoena and consider whether it suggests the client has engaged in an illegal act.

Q) Yesterday, I was reviewing a accounting client's cost expenditures, when an employee of the client told me the costs were related to an environmental cleanup. She confided that the clean up work was sloppy because the client was in a rush to avoid having it discovered by government authorities. She also thinks that the local community may now be exposed to a health risk. What should I do?

A) You should report this issue. You may raise it with your engagement partner and the

Compliance Manager. Your role in raising the concern is critical.

Work Quality

OUR PROMISE

LODGECO is committed to delivering quality client service, both internally and externally. You should perform your work with the high levels of care and competence expected by our people, our clients, and the capital markets we serve.

IT BEGINS WITH YOU

- Ensure that your team has the right skills and experience to serve your client's needs
- Foster a culture within your engagement team to encourage open and honest communication, and supervise the work of other effectively, providing feedback that will enhance the skills of other professionals
- Understand the scope of work assigned to you and the overall scope of the engagement
- Apply firm-approved methodologies and procedures
- Maintain an appropriate level of professional skepticism by formulating your own judgments and remaining free of undue influence
- Seek professional consultation when advice may assist you in making the right decision
- Document recommendations or conclusions reached in work papers as required by firm policies or professional standards.

BE MINDFUL ALWAYS OF

- Pressure from a client not to explore fully certain areas or to complete something more quickly than you are comfortable with
- Propensity to “explain away” issues that warrant heightened professional skepticism
- Potential solution that may be technically within the rules, but do not meet the spirit of the rules
- Feeling there is insufficient time to deliver quality client service due either to the amount of work or complexity of the subject matter

- Use of previous engagement work papers as templates for a current engagement without ensuring they continue to be appropriate and relevant
- Cutting corners to meet deadlines or budgets
- Individuals managing engagements outside the approved scope of services for their practice area or their personal skills and qualifications

Clients and the Marketplace

QUESTIONS AND ANSWERS

- Q) We have a new engagement opportunity and the client wants us to start work immediately. The individuals with the appropriate level of skill and experience are unavailable to begin for two weeks. However, less experienced professionals without sufficient training are available. What should I do?
- A) It is the engagement partner's responsibility to staff projects with people qualified for the assignment. If qualified resources are not available locally, identify available resources in other geographies. If you are still unable to identify qualified professionals, consider postponing the start date or working on the part of the engagement that the available professionals can perform. Or, if necessary, you may decline the engagement, knowing you will be supported in your decision.
- Q) Our engagement team is behind schedule. To meet a deadline, we decided to skip some procedures we originally agreed with the client to perform. I don't think skipping the procedures will impact our final recommendations, but is this the right thing to do?
- A) It is the engagement partner's responsibility to determine whether to depart from an established work plan. If the decision could affect our ability to provide quality client service, the engagement partner should consult with appropriate partners, determine a course of action, and discuss the recommendation with the client.
- Q) A client asked me to review a process related to the scope of our engagement. This request is in addition to our planned procedures. What should I do?

- A) Additional requested work, often called “scope creep”, can be hard to identify because such a request may relate to work being performed within scope. However, if a client requests any additional work, inform your engagement manager. The engagement management team should discuss the request with the client to determine whether the engagement letter needs to be amended in light of the initial agreed-upon scope.

Clients and the Marketplace

Doing Business with Governments

OUR PROMISE

We are committed to helping government clients fulfill their public missions. Specific rules apply to doing business with government entities, and you should follow those rules carefully. Prior to entering into a contract with the government, consult with the Federal practice or other appropriate internal resources. When working on a government engagement, always read the entire contract and comply with its terms.

IT BEGINS WITH YOU

- Understand and adhere to the laws and the requirements of the governing contract that apply to you, including those that:
 - o Protect proposal, source selection, and classified information
 - o Restrict post-government employment
 - o Require accurate presentation of pricing information
 - o Impose strict guidelines for daily time and expense accounting
- Ensure that all invoices, submissions, and communications with government officials are accurate and complete, as even minor errors or omissions could result in serious governmental penalties
- Comply with all heightened Government Accountability Office CPE requirements when providing certain attestation services to U.S. government entities
- Comply with all specialized requirements applicable to any security clearance you may have

BE MINDFUL ALWAYS OF

- Discussions with government officials or their family members regarding employment opportunities, either for government officials at LODGECO or for our people within the government
- Soliciting information from government procurement officials during the Request for Proposal and selection process
- Seeking or providing information regarding competitive bids and proposals for government work by other firms

- Unauthorized substitutions for goods and services provided to government entities, including using employees in job categories for which they are not qualified
- Providing gifts or anything of value to a government employee, or a contractor on a government engagement, without contacting the Compliance Officer

Clients and the Marketplace

QUESTIONS AND ANSWERS

- Q) I recently joining LODGEEO after working for a government agency for 15 years. Am I permitted to market LODGEEO's services to my former employer?
- A) It depends on various factors, including the particular agency you worked for, your level of seniority while there, and the type of work we do for that client. Different agencies have different "cooling off" periods. You may even be permanently prohibited from soliciting work from your former employer. Independence concerns also may arise if LODGEEO does work for that agency. Before soliciting any business, contact the Compliance Manager – Independence.
- Q) A federal government employee is interested in working at LODGEEO. Can I discuss potential job positions with her?
- A) No. You should not speak with a federal employee about post-government employment with LODGEEO. If a federal government employee is interested in working at LODGEEO, you should contact you're the Human Resource Department.
- Q) I provide advisory services to a government client who wants to discuss expanding the scope of our project. May I take her to dinner to discuss the scope expansion?
- A) Normal client entertainment allowable in the private sector might violate more stringent limitations for government employees, which are designed to eliminate the perception of undue influence. Prior to providing anything of

value to a government official, including meals or nominal gifts, contact the Compliance Manager

Clients and the Marketplace

Ethical Marketing and Fair Competition

OUR PROMISE

We are committed to promoting our services honestly and competing fairly. You should not make statements that may be misleading or promise results that might not be delivered. You also should not engage in behavior that undermines free and fair marketplace competition.

IT BEGINS WITH YOU

- Follow Brand & Regulatory Compliance Policies when preparing proposals
- Enter realistic data into LODGECO's engagement pricing tools to estimate the true cost and profitability of a potential engagement
- Seek only public source information about competitors through fair and honest means
- Differentiate LODGECO from its competitors based only on factual comparisons
- Represent your qualifications or experience accurately
- Adhere to any binding contractual agreements, such as non-compete agreements, that you may have with a prior employer
- Be sure gifts and entertainment are allowable under LODGECO's policies and those of the recipient's organization

BE MINDFUL ALWAYS OF

- Overstating the competencies and resources available to deliver on a client's needs
- Understating the realistic time or costs involved in meeting the client's objectives
- Proposing exclusive reciprocal (quid pro quo) business arrangements with clients or suppliers without consulting the Office of the Compliance Manager
- Making false, disparaging, or inappropriate statements about our competitors

- Inappropriate or excessive gifts or entertainment with clients or vendors
- Entering into agreements or discussions with LODGEKO competitors regarding:
 - o Pricing, profitability, or billing terms and conditions of the work you perform
 - o Sales and marketing plans
 - o A bid or intent to bid on a contract
 - o Agreements to divide clients by geography, industry, or type of work
 - o Supplier terms and contracts

Clients and the Marketplace

QUESTIONS AND ANSWERS

- Q) I am a director who is often asked to help write business proposals to potential clients. A partner asked me to draft a qualifications statement and include several resumes of highly qualified individuals. However, I believe these individuals are not available to work on the engagement if we win. Should I add these resumes?
- A) Not without first discussing your concerns with the partner. The resumes should be added only if it is clear in the proposal that the individuals will not be working directly on the engagement. To include their resumes without an open and honest description of their roles could be misleading to the potential client. Also, if the individuals are not aware that their resumes are being used in your proposal, you should ensure that they are properly informed.
- Q) I had lunch with a partner of one of our competitors. We recognized that, in our market, LODGEKO has a stronger client base in financial services, while his firm tends to focus on retail companies. He proposed that in the future I should only go after banking clients and he would only pursue retailers. This way to be beneficial to both our firms. Can we do this?
- A) No. This would be an inappropriate agreement to allocate market share and could have the adverse

effect of restricting competition. Significant criminal penalties are attached to these agreements, which violate the antitrust laws, and you should not be involved in such discussions with a competitor. If a competitor makes such a proposal to you, promptly contact the Compliance Manager.

- Q) I have often heard my manager say to potential clients that our competitors “don’t know what they are doing”, and that there is a “rumor” their clients are dissatisfied. Is this acceptable way to win business?
- A) No. Your manager’s practice building efforts should never be tainted by unsubstantiated rumors and innuendo about LODGECO’s competition. Instead of making disparaging statements, your manager should decline to pass judgment on our competition and talk instead about the positive attributes of our knowledge and resources.

Clients and the Marketplace

Client and Engagement Acceptance

OUR PROMISE

We are committed to quality growth by managing the specific opportunities and risks presented by every new client and engagement, and to conducting business with only those individuals and enterprises engaged in legitimate business activity. You should carefully identify potential risks posed by prospective clients by completing our client and engagement acceptance process in a diligent and responsible manner.

IT BEGINS WITH YOU

- Know the individuals and entities with whom you do business, and understand their business activities and sources of funds
- Perform the entire client and engagement acceptance process (client back ground form, background investigations) designed to assess the risk profile of a new client or engagement
- Provide complete responses to client and engagement acceptance and continuance questionnaires to ensure that the appropriate risks are identified
- Use approved standard terms and conditions or seek approval for modifications from your Compliance Manager
- Develop and appropriate budget to allow the engagement team sufficient time and resources to provide quality client service
- Reassess the risks when changes are made to an engagement's scope or complexity

BE MINDFUL ALWAYS OF

- Starting work before receiving a signed engagement letter or required authorization
- Transactions that may conceal income from potentially illegal sources or make such income appear legitimate, also known as "money laundering"
- Transactions that may involve locations or entities that lack an apparent connection to the business activities of a client or business partner

- Third-party payments designed to avoid reporting requirements, or those made on behalf of a client or business partner by an unknown or suspicious third party
- Changes to the client or engagement that require formal re-evaluation of the risk posed by continuing association with the client or engagement

Clients and the Marketplace

QUESTIONS AND ANSWERS

- Q) A major company just terminated its outside accounting firm. The former partner is a personal friend and told me the company has unreported going concern issues. This could be a very lucrative account, but I am hesitant to pursue this company's business given what I know. What should I do?
- A) As you should in any circumstance, perform the entire engagement acceptance process thoroughly and review background and reference-check results closely. You should ensure that the issue is properly discussed with the former accountant as part of the formal process required before accepting a new client. Additionally, you should advise the Compliance Officer of these allegations and obtain its approval before accepting the company as a new client.
- Q) A private investment fund engaged me to provide tax advice. The client would like to pay a retainer to incur costs before the end of its fiscal year. The retainer check was from an off-shore bank, and shortly after the engagement began, the client decided it no longer needed such extensive support and has requested a refund of the remaining retainer. Should I be concerned?
- A) Yes. Funds provided by off-shore banks or from the accounts of third parties could indicate a desire to conceal the true source of the funds. A refund check from LODGECO would provide the client a monetary instrument that makes the funds appear to be legitimate.

Clients and the Marketplace

Time and Expense Charges

OUR PROMISE

We are committed to accurately recording our time and expenses. You are required to accurately charge all time when worked and reimbursable expenses when incurred to the appropriate engagement or internal charge code – no more and no less. You also should be prudent and exercise good judgment when incurring work-related expenses.

IT BEGINS WITH YOU

- Accurately record all time and expenses in the period that work has performed, and ensure that your team members do so as well
- Provide an adequate description for all work performed
- Be prudent when incurring expenses and take personal responsibility for ensuring that they are reasonable
- Ensure that expense reimbursements that are taxable to individuals are not coded as business expense
- Obtain prior authorization when required or, if you question whether the expense is permissible, before incurring the expense
- Consult the Federal Practice Guide before incurring any hours or expenses on a federal government engagement to ensure that you understand the specific rules that apply

BE MINDFUL ALWAYS OF

- Pressure to refrain from charging all time spent working on client projects, to charge any client-related time to administrative codes, or to charge a client engagement code for work not performed or work done for a different client or administrative activity
- “Banking time” by spending hours worked between or among periods
- Fraudulent expense claims or personal expenses claimed as business expenses

Public and Community

Guarding Against Bribery and Corruption

OUR PROMISE

We are committed to conducting business fairly and ethically and avoiding even the perception that LODGEKO would offer a bribe to obtain an advantage. Bribery entails offering anything of value, including favors, to influence a person in a position of trust. You should never offer anything of value to influence the decision of a person acting on behalf of another organization, and you should never accept anything of value from a person attempting to influence your professional judgment or decision-making. Additionally, many countries have anti-bribery and anti-corruption laws, including the Foreign Corrupt Practices Act in the United States, that prohibit bribes to government officials. You should never offer anything of value to influence the decision of any government representative.

IT BEGINS WITH YOU

- Report any attempt by a client or third party to influence you by offering something of value
- Ensure that due diligence is performed on agents and other third parties who interact with government officials on behalf of LODGEKO
- Maintain complete and accurate documentation of the purpose of interactions with government representatives
- Seek guidance from the office of Compliance Manager before hiring any lobbyist to represent the firm

BE MINDFUL ALWAYS OF

- Payments to expedite a routine administrative action, even simple gratuities
- Attempts to have LODGEKO work with specific parties with whom someone has a "special relationship"
- Payments from a third party to obtain a benefit from the firm or its clients
- Giving or receiving gifts that may raise the appearance of a conflict of interest

- Attending social events with clients or vendors when such situations could be perceived as affecting your professional decision-making

Public and Community

QUESTIONS AND ANSWERS

- Q) We just finished a large engagement for a state agency. I would like to distribute LODGEKO coffee mugs to the agency staff that we worked closely with. Is this allowed?
- A) It depends. Although giving gifts of nominal value (e.g. pens, coffee mugs, umbrellas) to a state agency staff may be permitted in some circumstances, individual state laws vary widely on the topic. Consult with the Office of Compliance Management before giving a gift or even nominal value to an employee of a government agency. Even if the gift is legally permitted, the appearance of impropriety or a conflict of interest may exist.
- Q) I manage a reproduction center at a large LODGEKO office. We subcontract a significant amount of work to a local business. The owner is very friendly and recently offered to give me two free movie passes. Can I accept the passes?
- A) Probably. Here, the movie passes are considered a gift because the vendor is not attending the movie with you. In circumstances where it would not create the appearance of impropriety, you may accept reasonable gifts from third parties such as our vendors, provided that the value of the gift is not more than \$30 and that you do not accept gifts from the same vendor more than twice in the same year.

Public and Community

Responding to Regulatory and Other Legal Proceedings

OUR PROMISE

We are committed to cooperating with government and agencies in their investigations, and comply with valid requests for documents and information in legal proceedings. You should comply fully with document preservation notices (which apply in situations involving actual and potential litigation) and our document retention policies (which apply in the absence of legal proceedings).

IT BEGINS WITH YOU

- Contact the office of Compliance Management and our General Counsel immediately if you learn of potential litigation or an investigation
- Interpret the term “documents” broadly if you receive a document preservation notice and retain all documents relevant to the notice
- Preserve and retain all documents relating to issues in a lawsuit or government investigation after becoming aware of potential litigation, in accordance with our Corporate Counsels instructions
- Cooperate with the firm’s outside legal counsel in any efforts to collect documents
- Provide truthful and honest statements when providing testimony or interacting with government investigators

BE ALET TO

- Making any change to a document that is the subject of a document preservation notice, without prior approval from our General Counsel
- Making changes to your computer (e.g. reformatting the hard drive, having a new operating system installed) when you may be subject to a document preservation notice
- Requests to destroy documents relevant to ongoing or threatened legal proceedings
- Discussing testimony to be provided in connect with legal proceedings with anyone other than counsel for the firm

- Third-party requests for access to documents or to ask you questions

Public and Community

QUESTIONS AND ANSWERS

- Q) An General Counsel attorney contacted me about a document collection notice for one of my clients. I've provided all of the responsive documents on my laptop to the attorney. I may have some hard-copy documents, but I'm almost positive any documents in my office or at home are copies of documents on my laptop. Do I need to do anything?
- A) Yes. You need to advise the General Counsel attorney that you may have hard-copy documents so those documents may be reviewed. The documents may be different versions of documentation your laptop, have handwritten notations on them, or have different timestamps. Even if you think the documents are identical to those on your computer in all respects, General Counsel needs to see them to evaluate whether they need to be produced.
- Q) My client told me it received an inquiry from the Securities and Exchange Commission (SEC) about a regulatory filing I worked on, but that it hasn't received anything in writing yet and does not think it is going to be a big deal. Do I need to do anything?
- A) Yes. You need to advise the General Counsel that your client received an inquiry from the SEC, and provide as much detail as possible about the conversation. The disclosure to LODGECO that the SEC has made an "inquiry" to your client may trigger certain responsibilities on our part, including an obligation to circulate a document preservation notice.

Public and Community

Media and Public Relations

OUR PROMISE

LODGEKO is committed to open and honest communications, and to protecting the firm's brand. When speaking publicly or publishing documents externally, you should provide information that is truthful and consistent with our policies regarding quality and confidentiality.

IT BEGINS WITH YOU

- Firm personnel do not personally comment on any aspect of LODGEKO or its clients to the media. If you receive an inquiry from the media, immediately report it to Corporate Communications.
- Obtain appropriate approvals prior to publishing articles or giving external presentations
- Follow Brand & Regulatory compliance Policies and review procedures on all LODGEKO-branded materials
- Provide truthful and honest statements when providing information to the media or the public.

BE MINDFUL ALWAYS OF

- Disclosing names of individuals or clients without prior approval
- Providing testimonials or endorsements for individuals or other organizations
- Improperly citing sources when contributing to LODGEKO publications
- Speaking in public, or writing for a publication, without first reviewing the firm's published positions on the topic
- Publicly representing your own opinion as the firm's opinion

QUESTIONS AND ANSWERS

- Q) I'm making a presentation at a public hearing at the request of our local government client. We expect the media to be in attendance. Am I free to discuss the issues with reporters who approach me at the hearing or in follow-up calls?
- A) It depends. Unless the client specifically asks you to clarify certain points for a reporter, you should let your presentation speak for itself or refer any questions directly to the client. If the client requests that you answer in your role as a LODGEKO representative, you should contact Corporate Communications, which will work with you or directly with the media to provide an appropriate response.

Public and Community

Political Contributions

OUR PROMISE

We are committed to being engaged in our political process and supporting our people who choose to make legal political Contributions as private citizens. You should understand and follow the complex laws governing political contributions before contributing anything of value to a candidate for elected office.

IT BEGINS WITH YOU

- Ensure that the recipient of a personal political contribution clearly understands the contribution is made in a personal capacity and not on behalf of LODGECO
- Ensure that you and the firm comply with state and local “pay-to-play” laws, which may restrict your (or your family members) personal political contributions, by pre-clearing or reporting political contributions as required by the firm’s policies
- Consult with the Compliance Manager before communicating with any government official on behalf of LODGECO or a third party
- Obtain approval from the Compliance Manager before hiring any outside consultants to communicate with government officials on behalf of the firm or a third party

BE MINDFUL ALWAYS OF

- Pressure from colleagues, clients, or third parties to make political contributions
- Attribution of a personal political contribution to LODGECO, including use of the LODGECO name on tent cards or name tags
- Requests for political contributions made on behalf of the firm
- Suggestions by potential clients for LODGECO to make a political contribution in exchange for an opportunity to obtain new business
- Making any political contribution on behalf of the firm without obtaining express approval from the Compliance Manager

- Requests for reimbursements of political contributions by partners or employees

Public and Community

QUESTIONS AND ANSWERS

- Q) A friend is involved in a political campaign and invited me to a “meet-the-candidate” event. While I was there, I was asked if LODGECEO could make a donation. Can I make a donation on behalf of the firm?
- A) No. When making personal political donations you should be clear that the donation is being made on a personal level and from personal funds, and that the donation is not on behalf of LODGECEO. If the contribution is being made to a state or local official, you also should check with the firm’s policies to determine if you must first pre-clear the contribution or report it to the Office of the Compliance Manager.
- Q) A campaign contacted a partner at local office to see whether it could use the office telephones over the weekend to contact voters. Is this permissible?
- A) No. The use of telephones and our office space constitutes providing a “thing of value” donation made on behalf of the firm. No political donations may be made on LODGECEO’s behalf without the prior approval of the Compliance Manager.

Public and Community

Public and Community Involvement

OUR PROMISE

We are committed to living our values by building a culture of corporate citizenship and creating opportunities for our people to impact their communities. You are encouraged to seek meaningful ways to volunteer for a non-profit organization, contribute to the growth of your profession and enhance the environment.

IT BEGINS WITH YOU

- Participate in your local program to support the firm's community service initiatives
- Volunteer for a charitable organization during work hours by using the Volunteer Time Release program
- Consider contributing to LODGECO's annual Community Giving Campaign
- Become a member of the Green Team to help reduce our environmental Impact
- Serve as a leader in civic or charitable organizations
- Obtain approval from your partner-in-charge before accepting high-profile community service roles or becoming an officer or director of a charitable or community organization

BE MINDFUL ALWAYS OF

- Improper pressure by colleagues, clients, or others to participate in charitable giving programs or voluntary activities
- Potential independence concerns surrounding your efforts to contribute to the community
- Waivers of liability that may be required by a volunteer organization
- Safety and security concerns that may arise while being a volunteer
- Compensation for employment or providing professional services to outside organizations or individuals

- Affiliations with groups that could cause harm to the firm's reputation

Public and Community

QUESTIONS AND ANSWERS

- Q) I am on the board of directors of a local charitable organization. Last month, management informed the board that the foundation will retain LODGECEO to prepare its financial statements. Can I maintain my position on the board?
- A) No. This organization will become a restricted entity once LODGECEO is retained. Therefore, you may only accept a position if it is clearly honorary. Further, you cannot vote or otherwise participate in board or management functions. You should consult with the Compliance Manager regarding this matter.
- Q) I received an e-mail from a campus relationship partner recommending I make a donation of a specified amount to the accounting department of the university I attended. Do I have to make a donation?
- A) No. Though we encourage you to make personal donations to your former academic institutions, and even have a program to match specific gifts to certain institutions, you are free to make a donation of whatever amount, or no amount, as you so choose.

ACKNOWLEDGEMENT

This is to acknowledge that I have reviewed a copy of LODGECO Office Practice Manuel and Code of Conduct. I understand that the Practice Manual and Code of Conduct provides general guidelines of the code, but it is not intended to be all inclusive of the Code of Conduct. I also understand that it is my responsibility to read, understand, become familiar with, and comply with the Office Practice Manual and Code standards that have been established. I further understand that the company reserves the right to modify, supplement, rescind, or revise any part of the Code of Conduct from time to time, with or without notice, as it deems necessary or appropriate.

I further acknowledge that the Office Practice Manual and Code of Conduct does not replace or supersede the more technical guidance issues by LODGECO in many of the top areas covered by the Code. If I believe that any provision of the Code may be interpreted as differing from an applicable law, regulation, professional standard, or other firm policy, I will consult with the appropriate personnel.

I hereby acknowledge:

NAME

Sign

Date:

This acknowledgement will be updated yearly.