

U R B A N
D E S I G N
P A R T N E R S

Employee Handbook

March 2024

URBAN DESIGN PARTNERS

TRANSFORMING COMMUNITIES THROUGH COLLABORATIVE DESIGN®

Welcome New Employee:

We are happy to present to you this company handbook for your reference and use. At UDP we enjoy a laid-back atmosphere where everyone works hard and gets the job done while occasionally taking time to get to know one another. We believe in a team approach where individuals take pride in the completion of each submittal and the successful meeting of every deadline. Each member of the team has a role to play and now that includes you.

This handbook is meant to be a guideline for you so that you know what to expect as well as what is expected of you. We strive for a company culture based on mutual trust and respect. We hold each other to the high standards that are consistent with the examples set for us every day by our fellow employees. These standards include dedication to quality work, mentoring and knowledge sharing, open communication with each other and with our clients, taking responsibility for our assigned tasks, celebrating our victories, and learning from our mistakes. With all that said, every company needs a baseline of policies and rules, and this handbook serves as just that for us.

We welcome you to the team and wish you much success at UDP!

Urban Design Partners

Brian, Paul, Brian, & Salman

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1.0 Governing Principles of Employment

1.1 EQUAL EMPLOYMENT OPPORTUNITY

Urban Design Partners, PLLC is an Equal Opportunity Employer that does not discriminate on the basis of actual or perceived race, creed, color, religion, alienage or national origin, ancestry, citizenship status, age, disability or handicap, sex, marital status, veteran status, sexual orientation, genetic information, arrest record, or any other characteristic protected by applicable federal, state, or local laws. Our management team is dedicated to this policy with respect to recruitment, hiring, placement, promotion, transfer, training, compensation, benefits, employee activities and general treatment during employment.

UDP will endeavor to make a reasonable accommodation to the known physical or mental limitations of qualified employees with disabilities unless the accommodation would impose an undue hardship on the operation of our business. If you need assistance to perform your job duties because of a physical or mental condition, please let your Studio Manager or Human Resources know.

UDP will endeavor to accommodate the sincere religious beliefs of its employees to the extent such accommodation does not pose an undue hardship on UDP's operations. If you wish to request such an accommodation, please speak to your Studio Manager or Human Resources.

If you feel that you have been subjected to conduct which violates this policy, you should immediately report the matter to your Studio Manager. If you are unable for any reason to contact this person, or if you have not received a satisfactory response within five (5) business days after reporting any incident of what you perceive to be a violation of this policy, please contact Human Resources at anna@adepthrmsolutions.com.

Note: If your Studio Manager or next level manager is the person toward whom the complaint is directed you should contact any higher-level manager in your reporting chain. UDP will not allow any form of retaliation against individuals who raise issues of equal employment opportunity.

If you feel you have been subjected to any such retaliation, report it in the same manner you would report a perceived violation of this policy. To ensure our workplace is free of artificial barriers, violation of this policy including any improper retaliatory conduct will lead to discipline, up to and including discharge.

1.2 REASONABLE ACCOMMODATIONS & INTERACTIVE DIALOGUE

Urban Design Partners, PLLC is committed to complying with applicable federal, state, and local laws governing reasonable accommodations of individuals, including, but not limited to, the Americans with Disabilities Act (ADA). To that end, we will endeavor to make a reasonable accommodation to applicants and employees who have requested an accommodation or for whom UDP has notice may require such an accommodation, without regard to any protected classifications, related to an individual's:

- Disability, meaning any physical, medical, mental, or psychological impairment, or a history or record of such impairment;
- Sincerely held religious beliefs and practices;
- Needs as a victim of domestic violence, sex offenses, or stalking;
- Needs related to pregnancy, childbirth, or related medical conditions; and/or

- Any other reason required by applicable law, unless the accommodation would impose an undue hardship on the operation of our business.

Any individual who would like to request an accommodation based on any of the reasons set forth above should contact their manager and Human Resources. Accommodation requests can be made in writing using a form which can be obtained from Human Resources. If an individual who has requested an accommodation has not received an initial response within five (5) business days, the employee should contact Human Resources.

After receiving a request for an accommodation or learning indirectly that the employee may require such an accommodation, UDP will engage in an interactive dialogue with the employee.

Even if employee has not formally requested an accommodation, UDP may initiate an interactive dialogue under certain circumstances, such as when UDP has knowledge that employee's performance at work has been negatively affected and a reasonable basis to believe that the issue is related to any of the protected classifications set forth above, in compliance with applicable law. In the event UDP initiates an interactive dialogue with an employee, it should not be construed as UDP's belief an individual requires an accommodation, but will serve as an invitation for the employee to share with UDP any information the employee desires to share, or to request an accommodation.

The interactive dialogue may take place in person, by telephone, or by electronic means. As part of the interactive dialogue, UDP will communicate openly and in good faith with the employee in a timely manner in order to determine whether and how UDP may be able to provide a reasonable accommodation. To the extent necessary and appropriate based on the request, UDP will attempt to explore the existence and feasibility of alternative accommodations as well as alternative positions for the employee. UDP is not required to provide the specific accommodation sought by the employee, provided the alternatives are reasonable and either meet the specific needs of the employee or specifically address the employee's limitations.

As part of the interactive dialogue, UDP reserves the right to request supporting documentation, to the maximum extent permitted by applicable law.

UDP will endeavor to keep confidential all communications regarding requests for reasonable accommodations and all circumstances surrounding the employee's underlying reason for needing an accommodation.

UDP will not allow any form of retaliation against employees who have requested an accommodation, for whom UDP has notice may require such an accommodation, or who otherwise engage in the interactive dialogue process.

Employees with questions regarding this policy should contact Human Resources.

1.3 NON-HARASSMENT

It is Urban Design Partners, PLLC's policy to prohibit intentional and unintentional harassment of any individual by another person on the basis of any protected classification including, but not limited to, race, color, national origin, disability, religion, marital status, veteran status, sexual orientation, or age. The purpose of this policy is not to regulate our employees' personal morality, but to ensure that in the workplace, no one harasses another individual.

If an employee feels that they have been subjected to conduct which violates this policy, they should immediately report the matter to the Employee's Studio Manager. If the employee is unable for any reason to contact this person, or if the employee has not received a satisfactory response within five (5) business days after reporting any incident of what the employee perceives to be harassment, the employee should contact any member of the management team or Human Resources with Adept HRM Solutions at anna@adepthrmsolutions.com. If the person toward whom the complaint is directed is one of the individuals indicated above, the employee should contact any higher-level manager in his or her reporting hierarchy. Every report of perceived harassment will be fully investigated, and corrective action will be taken where appropriate. All complaints will be kept confidential to the extent possible, but confidentiality cannot be guaranteed. In addition, UDP will not allow any form of retaliation against individuals who report unwelcome conduct to management or who cooperate in the investigations of such reports in accordance with this policy.

If an employee feels they have been subjected to any such retaliation, they should report it in the same manner in which the employee would report a claim of perceived harassment under this policy. Violation of this policy including any improper retaliatory conduct will result in disciplinary action, up to and including discharge. All employees must cooperate with all investigations.

1.4 SEXUAL HARASSMENT

It is Urban Design Partners, PLLC's policy to prohibit harassment of any employee by any Studio Manager, employee, customer, or vendor on the basis of sex or gender. The purpose of this policy is not to regulate personal morality within UDP. It is to ensure that at UDP all employees are free from sexual harassment. While it is not easy to define precisely what types of conduct could constitute sexual harassment and there is a wide range of behavior that may violate this policy even if such behavior does not violate the law, examples of prohibited behavior include unwelcome sexual advances, requests for sexual favors, obscene gestures, displaying sexually graphic magazines, calendars or posters, sending sexually explicit e-mails, text messages and other verbal or physical conduct of a sexual nature, such as uninvited touching of a sexual nature or sexually related comments. Depending upon the circumstances, improper conduct also can include sexual joking, vulgar or offensive conversation or jokes, commenting about an employee's physical appearance, conversation about your own or someone else's sex life, or teasing or other conduct directed toward a person because of his or her gender which is sufficiently severe or pervasive to create an unprofessional and hostile working environment.

If the employee feels that they have been subjected to conduct which violates this policy, the employee should immediately report the matter to the Employee's Studio Manager. If unable for any reason to contact this person, or if the employee has not received a satisfactory response within five (5) business days after reporting any incident of perceived harassment, the employee should contact any member of management or Adept HRM Solutions at anna@adepthrmsolutions.com. If the person toward whom the complaint is directed is one of the individuals indicated above, the employee should contact any higher-level manager in his or her reporting hierarchy. Every report of perceived harassment will be fully investigated, and corrective action will be taken where appropriate. All complaints will be kept confidential to the extent possible, but confidentiality cannot be guaranteed. In addition, UDP will not allow any form of retaliation against individuals who report unwelcome conduct to management or who cooperate in the investigations of such reports in accordance with this policy. If you feel you have been subjected to any such retaliation, report it in the same manner you would report a claim of perceived harassment under this policy. Violation of this policy including any improper retaliatory conduct will result in disciplinary action, up to and including discharge. All employees must cooperate with all investigations.

1.5 DRUG-FREE AND ALCOHOL-FREE WORKPLACE

To help ensure a safe, healthy, and productive work environment for our employees and others, to protect Company property, and to ensure efficient operations, Urban Design Partners has adopted a policy of maintaining a workplace free of drugs and alcohol. This policy applies to all employees and other individuals who perform work for UDP.

The unlawful or unauthorized use, abuse, solicitation, theft, possession, transfer, purchase, sale or distribution of controlled substances, drug paraphernalia or alcohol by an individual anywhere on Company premises, while on Company business (whether or not on Company premises) or while representing UDP, is strictly prohibited. Employees and other individuals who work for UDP also are prohibited from reporting to work or working while they are using or under the influence of alcohol or any controlled substances, which may impact an employee's ability to perform his or her job or otherwise pose safety concerns, except when the use is pursuant to a licensed medical practitioner's instructions and the licensed medical practitioner authorized the employee or individual to report to work. However, this does not extend any right to report to work under the influence of medical marijuana or to use medical marijuana as a defense to a positive drug test, to the extent an employee is subject to any drug testing requirement, to the extent permitted by and in accordance with applicable law. Exceptions to this policy may be made for responsible drinking of alcohol at business meetings and related social outings.

Violation of this policy will result in disciplinary action, up to and including discharge.

UDP maintains a policy of non-discrimination and will endeavor to make reasonable accommodations to assist individuals recovering from substance and alcohol dependencies, and those who have a medical history which reflects treatment for substance abuse conditions. However, employees may not request an accommodation to avoid discipline for a policy violation. We encourage employees to seek assistance before their substance abuse or alcohol misuse renders them unable to perform the essential functions of their jobs or jeopardizes the health and safety of any Company employee, including themselves.

1.6 WORKPLACE VIOLENCE

Urban Design Partners, PLLC is strongly committed to providing a safe workplace. The purpose of this policy is to minimize the risk of personal injury to employees and damage to Company and personal property.

We do not expect employees to become experts in psychology or to physically subdue a threatening or violent individual. Indeed, we specifically discourage employees from engaging in any physical confrontation with a violent or potentially violent individual. However, we do expect and encourage employees to exercise reasonable judgment in identifying potentially dangerous situations.

Experts in the mental health profession state that prior to engaging in acts of violence, troubled individuals often exhibit one or more of the following behaviors or signs: over-resentment, anger and hostility; extreme agitation; making ominous threats such as bad things will happen to a particular person, or a catastrophic event will occur; sudden and significant decline in work performance; irresponsible, irrational, intimidating, aggressive or otherwise inappropriate behavior; reacting to questions with an antagonistic or overtly negative attitude; discussing weapons and their use, and/or brandishing weapons in the workplace; overreacting or reacting harshly to changes in UDP policies and procedures; personality conflicts with co-workers; obsession or preoccupation with a co-worker or Studio Manager; attempts to sabotage the work or equipment of a co-worker; blaming others for mistakes and circumstances; or demonstrating a propensity to behave and react irrationally.

Prohibited Conduct

Threats, threatening language or any other acts of aggression or violence made toward or by any UDP employee WILL NOT BE TOLERATED. For purposes of this policy, a threat includes any verbal or physical harassment or abuse, any attempt at intimidating or instilling fear in others, menacing gestures, flashing of weapons, stalking,

cyberstalking, or any other hostile, aggressive, injurious, or destructive action undertaken for the purpose of domination or intimidation.

Procedures for Reporting a Threat

All potentially dangerous situations, including threats by co-workers, should be reported immediately to any member of management with whom the employee feels comfortable. Reports of threats may be maintained confidential to the extent maintaining confidentiality does not impede our ability to investigate and respond to the complaints. All threats will be promptly investigated. All employees must cooperate with all investigations. No employee will be subjected to retaliation, intimidation, or disciplinary action as a result of reporting a threat in good faith under this policy.

If UDP determines, after an appropriate good faith investigation, that someone has violated this policy, UDP will take swift and appropriate corrective action including notifying authorities.

If an employee is the recipient of a threat made by an outside party, that employee should follow the steps detailed in this section. It is important for us to be aware of any potential danger in our offices. Indeed, we want to take effective measures to protect everyone from the threat of a violent act by an employee or by anyone else.

2.0 Operational Policies

2.1 EMPLOYEE CLASSIFICATIONS

For the purposes of this handbook, all employees fall within one of the classifications below.

Full-Time Employees - Employees who regularly work at least 30 hours per week who were not hired on a short-term basis.

Part-Time Employees - Employees who regularly work fewer than 30 hours per week who were not hired on a short-term basis.

Short-Term Employees - Employees who were hired for a specific short-term project, or on a short-term freelance, per diem or temporary basis. Short-Term Employees generally are not eligible for Company benefits but are eligible to receive statutory benefits. Interns fall into this category.

Exempt/Nonexempt Definitions

At the time of hire, each employee will be classified as one of the following:

Exempt – Some salaried employees who perform exempt job duties (executive, administrative, professional, and outside sales) and are paid on a salaried basis at a rate not less than \$684 per week (\$35,568 per year). Employees identified as exempt are expected to work all hours required each week to accomplish their duties, even if it exceeds their normal workweek. Exempt employees are not entitled to overtime pay.

Non-Exempt – Employees identified as non-exempt are paid based on hours worked and are eligible for overtime. The Fair Labor Standards Act (FLSA) is a federal law governing overtime. The FLSA requires that all employees who are not exempt from this law (hourly employees and certain salaried employees) and who work more than 40 hours in a workweek receive overtime pay for hours worked beyond 40.

This may change if the job duties change or the individual transfers into a different position. You will be informed of your status when you are hired. Status may be updated based on duties and position change.

2.2 YOUR EMPLOYMENT RECORDS

In order to obtain their position, employees provide us with personal information, such as address and telephone number. This information is contained in the employee's personnel file.

The employee should keep his or her personnel file up to date by informing the employee's Studio Manager of any changes. The employee also should inform the employee's Studio Manager of any specialized training or skills they may acquire in the future, as well as any changes to any required visas. Unreported changes of address, marital status, etc. can affect withholding tax and benefit coverage. Further, an "out of date" emergency contact or an inability to reach the employee in a crisis could cause a severe health or safety risk or other significant problem. Employees have the right to view their employee file but not remove any item contained in the file. If an employee wishes to view their file, they must put their request in writing to Brian Smith or Human Resources (anna@adepthrmsolutions.com).

A time will then be scheduled to review the file with a representative of UDP.

2.3 WORKING HOURS AND SCHEDULE

Urban Design Partners' business hours are 8:30 am to 5:30 pm, Monday through Friday. The employee will be assigned a work schedule and will be expected to begin and end work according to the schedule. To accommodate the needs of our business, at some point we may need to change individual work schedules on either a short-term or long-term basis. Core hours are 8:30-3:30; these are the hours employees are expected to work even if they are working a modified or flex schedule.

Employees will be provided meal and rest periods as required by law. A Studio Manager will provide further details.

2.4 HYBRID WORK POLICY

Objective

Urban Design Partners wants to provide employees with the option to work remote in addition to work in the office when the job description and responsibilities allow this type of work. Employees will need to work in the office most of their time but may have the option to work remote up to 2 days per week. Certain job descriptions may not be able to accommodate hybrid work and all hybrid work agreements must be approved by management. Working hybrid is not an entitlement or a company-wide benefit, and it in no way changes the terms and conditions of employment with Urban Design Partners.

Eligibility

Before an employee can be approved for hybrid work, the employee and studio manager will need to verify that hybrid work is suitable by reviewing the following criteria:

- ▶ Job description and responsibilities – The employee and studio manager will discuss all aspects of the employee's job description to verify if all or most responsibilities can be completed in a hybrid work setting.
- ▶ Employee suitability – The employee and studio manager will discuss the employee's past performance and work habits.
- ▶ General guidelines – 6 months of employment with UDP and 1 year of experience to be reviewed on a case-by-case basis.
- ▶ Equipment and workplace needs – The employee and studio manager will discuss if their job responsibilities require specific equipment or technology, and if these needs are available outside of

the office. The employee will also have to ensure that they have sufficient internet access/bandwidth and an appropriate remote workstation (desk, etc.).

- ▶ Legal considerations – The employee will need to determine any tax or legal implications under IRS, state, and local government laws, and/or restrictions of working in a home-based office. Responsibilities for fulfilling all obligations in this area rests solely with the employee.

Expectations

Employees will be expected to work in the office a minimum of 3 days per week. These days will be set by the studio manager and may change in accordance with business needs. Employees are expected to be available when working remote, just as they would be working in the office.

When working remote, all employees must participate in any scheduled meetings virtually where video and audio will be required. All employees will still be expected to work the core hours; meaning employees can flex their hours to start prior to the core hours and stop work at the end of the core hours or start no later than the beginning of the core hours even when working remote.

Employee evaluations will include regular interaction by phone, video conference and e-mail between the employee and the manager, and weekly face-to-face meetings to discuss work progress and any issues that may arise. Employees are expected to maintain the same level of communication and work performance standards whether in-office or working remote.

Request Process

If an employee would like to request a hybrid work schedule, they must submit their request via email to their studio manager. In the request the employee must specify their desired hybrid work schedule. Keep in mind that all employees need to follow the requirement of 3 days per week in the office. Requests should be submitted a minimum of 14-days in advance of the requested effective date.

Once your studio manager receives this written hybrid request, they will set up a meeting with you to go through the criteria to verify you are eligible for hybrid work.

Security

Consistent with Urban Design Partners' expectations of information security for employees working at the office, hybrid working employees will be expected to ensure the protection of proprietary company and customer information accessible from their remote workspace.

Safety

Urban Design Partners will not be responsible for any employee injuries that occur when working remote. The employee should maintain safe conditions in their remote workspace and adhere to the same safety standards and practices as if they were working in the office.

Revocation

The manager has the right to revoke the hybrid work agreement at any time during the employee's employment at Urban Design Partners. An employee's hybrid work agreement may be revoked at any time for any reason. If the agreement is being revoked, the manager will inform the employee in writing to include the date hybrid work is to end.

2.5 TIMEKEEPING PROCEDURES

Employees must record their actual time worked for payroll and benefit purposes. Non-exempt employees must record the time work begins and ends, as well as the beginning and ending time of any departure from work for any non-work-related reason, on forms as prescribed by management.

Altering, falsifying, or tampering with time records is prohibited and subjects the employee to discipline, up to and including discharge.

Exempt employees are required to record their daily work attendance and report full days of absence from work for reasons such as leaves of absence, sick leave, or personal business.

It is the employee's responsibility to sign time records to certify the accuracy of all time recorded. Any errors in the time record should be reported immediately to a Studio Manager, who will attempt to correct legitimate errors.

2.6 ARTIFICIAL INTELLIGENCE

UDP recognizes that the use of AI tools can potentially assist employees with the performance of job duties. However, there are many risks. To ensure the protection of confidential information and the integrity of our operations, as set forth below, all employees who wish to use AI tools must receive management approval and, if granted, comply with the below best practices.

Evaluation of AI tools. Employees must evaluate the utility and security of any AI tool before using it. This includes reviewing the tool's security features, terms of service, and privacy policy. Employees should also review the reputation of the tool developer and any third-party services used by the tool. But most importantly, employees must receive management approval prior to using any AI tool after explaining the manner in which it will be used and the benefits to the business.

Protection of confidential data. In using any AI tool, employees must not upload or share any confidential, proprietary, or protected data without prior written approval from the President. This includes data related to customers, employees, or partners. Similarly, employees must ensure any AI tool does not utilize confidential or copyrighted information of a third party.

Access control. Employees must not give access to any AI tools approved for business use to anyone outside UDP without prior approval from your manager and implementation of processes as required to meet security compliance requirements. This includes sharing login credentials or any other sensitive information with third parties.

Compliance with security policies. Employees must apply the same security best practices we use for all UDP and client data. This includes using strong passwords, keeping software up-to-date, and following UDP's data retention and disposal policies.

2.7 OVERTIME

Like most successful companies, we experience periods of extremely high activity. During these busy periods, additional work is required from all of us. Studio Managers are responsible for monitoring business activity and requesting overtime work if it is necessary. Effort will be made to provide employees with adequate advance notice in such situations.

Any non-exempt employee who works overtime will be compensated at the rate of one and one-half times (1.5) his/her normal hourly wage for all time worked in excess of forty (40) hours each week, unless otherwise required by law.

Employees may work overtime only with prior Studio Manager authorization.

For purposes of calculating overtime for non-exempt employees, the workweek begins at 12:00 am on Sunday and ends at 11:59pm on the following Saturday.

2.8 SAFE HARBOR POLICY FOR EXEMPT EMPLOYEES

It is our policy and practice to accurately compensate employees and to do so in compliance with all applicable state and federal laws. To ensure proper payment and that no improper deductions are made, employees must review pay stubs promptly to identify and report all errors.

Employees classified as exempt salaried employees will receive a salary which is intended to compensate them for all hours they may work for Urban Design Partners. This salary will be established at the time of hire or classification as an exempt employee. While it may be subject to review and modification from time to time, such as during salary review times, the salary will be a predetermined amount that will not be subject to deductions for variations in the quantity or quality of the work performed.

Under federal and state law, salary is subject to certain deductions. For example, unless state law requires otherwise, salary can be reduced for the following reasons:

- ▶ full-day absences for personal reasons;
- ▶ full-day absences for sickness or disability;
- ▶ full-day disciplinary suspensions for infractions of our written policies and procedures;
- ▶ family and Medical Leave absences (either full- or partial-day absences);
- ▶ to offset amounts received as payment from the court for jury and witness fees or from the military as military pay;
- ▶ the first or last week of employment in the event the employee works less than a full week; and
- ▶ any full work week in which the employee does not perform any work.

Salary may also be reduced for certain types of deductions such as a portion of health, dental or life insurance premiums; state, federal or local taxes; social security; or voluntary contributions to a 401(k) or pension plan.

In any work week in which the employee performed any work, salary will not be reduced for any of the following reasons:

- ▶ partial day absences for personal reasons, sickness, or disability;
- ▶ an absence because the employer has decided to close a facility on a scheduled workday;
- ▶ absences for jury duty, attendance as a witness, or military leave in any week in which the employee performed any work (subject to any offsets as set forth above); and
- ▶ any other deductions prohibited by state or federal law.

However, unless state law provides otherwise, deductions may be made to accrued leave for full- or partial-day absences for personal reasons, sickness, or disability.

If the employee believes they have been subject to any improper deductions, the employee should immediately report the matter to a Studio Manager. If the Studio Manager is unavailable or if the employee believes it would be inappropriate to contact that person (or if the employee has not received a prompt and fully acceptable reply), they should immediately contact Employee's Studio Manager or any other Studio Manager in Urban Design Partners with whom the employee feels comfortable.

2.9 YOUR PAYCHECK

The employee will be paid bi-monthly for all the time worked during the past pay period.

Payroll stubs itemize deductions made from gross earnings. By law, UDP is required to make deductions for Social Security, federal income tax and any other appropriate taxes. These required deductions also may include any court-ordered garnishments. Payroll stubs also will differentiate between regular pay received and overtime pay received.

If there is an error in an employee's pay, the employee should bring the matter to the attention of your Studio Manager immediately so UDP can resolve the matter quickly and amicably.

2.10 DIRECT DEPOSIT

Urban Design Partners utilizes direct deposit to pay employees. Authorization forms will be provided along with other paperwork on your first day working.

2.11 PERFORMANCE REVIEW

Depending on the employee's position and classification, Urban Design Partners endeavors to review performance annually. However, a positive performance evaluation does not guarantee an increase in salary, a promotion or continued employment. Compensation increases and the terms and conditions of employment, including job assignments, transfers, promotions, and demotions, are determined by and at the discretion of management.

In addition to these formal performance evaluations, UDP encourages employees and Studio Managers to discuss job performance on a frequent and ongoing basis.

Depending on the employee's position and classification, performance reviews are conducted after the first 30 days, 90 days, then after six months, then annually. If you are interested in an update on your performance, you are encouraged to ask your Studio Manager for feedback at any time.

A performance review does not imply there will be an adjustment to your salary or wage, a promotion or continued employment.

2.12 SALARY AND WAGE REVIEWS

Your salary or wage will be reviewed annually but it does not guarantee an increase. Salary and wage increases are at the discretion of the company and are based on a number of factors including, but not limited to, the company's business and profitability, market factors, your performance, and your work group's performance.

2.13 RECORD RETENTION

Urban Design Partners acknowledges its responsibility to preserve information relating to litigation, audits, and investigations. Failure on the part of employees to follow this policy can result in possible civil and criminal sanctions against UDP and its employees and possible disciplinary action against responsible individuals (up to and including discharge of the employee). Each employee has an obligation to contact the President to inform him or her of potential or actual litigation, external audit, investigation, or similar proceeding involving UDP that may have an impact on record retention protocols.

3.0 Benefits

3.1 BENEFITS OVERVIEW

In addition to good working conditions and competitive pay, it is Urban Design Partners' policy to provide a combination of benefits to all eligible employees. In keeping with this goal, each benefit program has been carefully devised. These benefits include time-off benefits for vacations, sickness and holidays, and insurance and other plan benefits. We are constantly studying and evaluating our benefits programs and policies to better

meet present and future requirements. These policies have been developed over the years and continue to be refined to keep up with changing times and needs.

The next few pages contain a brief outline of the benefits programs UDP provides employees and their families. Of course, the information presented here is intended to serve only as guidelines.

The descriptions of the insurance and other plan benefits merely highlight certain aspects of the applicable plans for general information only. The details of those plans are spelled out in the official plan documents, which are available for review upon request from Benefit Administrator. Additionally, the provisions of the plans, including eligibility and benefits provisions, are summarized in the summary plan descriptions ("SPDs") for the plans (which may be revised from time to time). In the determination of benefits and all other matters under each plan, the terms of the official plan documents shall govern over the language of any descriptions of the plans, including the SPDs and this handbook.

While UDP intends to maintain these employee benefits, it reserves the absolute right to modify, amend or terminate these benefits at any time and for any reason.

If employees have any questions regarding benefits, they should contact the Benefit Administrator.

3.2 PAID HOLIDAYS

Full-time employees will be paid for the following holidays:

- ▶ Memorial Day
- ▶ Independence Day – July 4th
- ▶ Labor Day
- ▶ Thanksgiving Day
- ▶ The Day after Thanksgiving
- ▶ Christmas/New Years Holiday (5 days minimum - actual dates to be determined annually)

A comprehensive list of paid holidays with exact dates will be provided via employee intranet page and on the time off calendar annually.

When holidays fall or are celebrated on a regular workday, eligible employees will receive one (1) day's pay at their regular straight-time rate.

If a holiday falls within an eligible employee's approved PTO period, the eligible employee will be paid for the holiday (at the regular straight-time rate).

3.3 OPEN TIME OFF (OTO)

Open Time Off (OTO) applies to professional staff under which each employee is afforded the personal responsibility for managing their own time, workload, and results. OTO is only available to full-time, as defined herein, employees. Employees will not "accrue" time off, and so will not be compensated for "unused" time off upon termination.

This includes the flexibility to take scheduled time off and unexpected time off, as needed, subject to the limitation and responsibilities listed below while still operating at peak performance to meet their work goals.

Scheduled time off:

- ▶ Includes time off that is anticipated in advance such as vacation.
- ▶ Employees must request and receive advanced approval from your Studio Manager for all scheduled, planned time off as specified below:

- Requesting less than one week off – 2 weeks notice to Studio Manager
 - Requesting one week off – 1 month notice to Studio Manager
 - Requesting more than one week off – 3 months notice to Studio Manager
 - Requesting more than 2 weeks off – Special Approval Required
- ▶ Requests will be reviewed based on a number of factors, including business needs, and staffing requirements. There may be times when your Studio Manager may deny your request for time off, cancel a previously approved request, or ask you to reschedule your time off to meet the business needs of the organization.
 - ▶ Generally, time off requests should not be requested and will not be approved for time exceeding two consecutive weeks. Exceptions may be made, and any request will be reviewed by the Partners.
 - ▶ Employees must let their colleagues know at least 2 weeks ahead of planned, scheduled time off.

Unscheduled time off:

- ▶ Includes time off that is an unexpected need to be absent from work such as illness or personal leave.
- ▶ Employees utilizing unscheduled time off should notify their Studio Manager before the scheduled start of their workday, if possible. An employee's Studio Manager should also be contacted each additional day of unexpected absence, if possible.
- ▶ Employees must keep their coworkers informed when they will be unavailable due to unscheduled time off.
- ▶ After a professional staff member incurs five (5) consecutive days of unscheduled time off or 10 days of unscheduled time off during any 30-consecutive day period, all additional unscheduled days away from work may be treated as Personal Leave and subject to the conditions of that policy.
- ▶ Any day a professional staff member is absent from work without advanced approval will be considered unscheduled time off.

The flexibility to take unlimited time off comes with the following responsibilities:

- ▶ Employees must be available when needed and meet their goals.
- ▶ Client calls, staff meetings, deadlines and other time sensitive responsibilities must be covered regardless of each person's personal work schedule.
- ▶ If employees have scheduled time off, they must coordinate with their coworkers to have coverage for any of their responsibilities during that time off.
- ▶ This policy promotes both flexibility and productivity. Our Professional Staff are employed as full-time employees and are expected to contribute as such.

Under this policy, OTO is paid at the employee's base pay rate at the time of absence for the number of hours absent. It does not include overtime or any special forms of compensation such as incentives, commissions, bonuses, or shift differentials.

This policy does not apply to eligible employees requesting any extended leave of absence, state or federal leave (such as sick, ADA, family medical or military), or workers' compensation. For more information on these types of leave, please see the corresponding policies located in the Handbook.

Nothing in the administration of this policy will be construed to restrict an employee's right to take time off pursuant to applicable federal, state and/or local law.

Violations of this policy are subject to disciplinary action including termination.

3.4 PAID MATERNITY BENEFITS

Paid maternity benefits can be claimed by full-time employees who have worked at UDP for at least 6 consecutive months, prior to the birth of a child. Eight (8) consecutive weeks of paid maternity benefits will be granted to eligible employees. Employees may request OTO or unpaid time if more time is needed or desired.

4 weeks – 100% of regular pay

4 weeks – 60% of regular pay

Employees who will be out of work must also request a formal leave of absence. See the "Leaves of Absence" section of this handbook for more information.

3.5 LACTATION BREAKS

UDP will provide a reasonable amount of break time to accommodate an employee desiring to express breast milk for the employee's infant child, in accordance with and to the extent required by applicable law. The break time, if possible, must run concurrently with rest and meal periods already provided to the employee.

UDP will make reasonable efforts to provide employees with the use of a room or location other than a toilet stall for the employee to express milk in private. UDP may not be able to provide additional break time if doing so would seriously disrupt UDP's operations, subject to applicable law. Please consult Human Resources if you have questions regarding this policy.

Employees should advise management if they need break time and an area for this purpose. Employees will not be discriminated against or retaliated against for exercising their rights under this policy.

3.6 PATERNITY LEAVE

Paid paternity benefit can be claimed by full-time employees who have worked at UDP for at least 6-months of continuous service at the time of birth of child. Each employee will be eligible for two weeks at 100% of the employee's normal pay schedule. The employee will be eligible for an additional two weeks at 50% normal pay rate, for a total of up to four weeks of paternity leave.

3.7 ADOPTION/LEGAL GUARDIAN BENEFIT

In the event that an employee chooses to adopt a child they will be eligible for a stipend of \$2500. The stipend shall be paid upon the completion of the adoption and the employee shall provide proof of the adoption.

Employees that choose to adopt or become a legal guardian of a child shall be eligible for paid leave who have worked at UDP for at least 6-months of continuous service. Each employee will be eligible for two weeks at 100% of the employee's normal pay schedule and for an additional two weeks at 50% normal pay rate.

3.8 WORKERS' COMPENSATION

On-the-job injuries are covered by our Workers' Compensation Insurance Policy, which is provided at no cost. If employees are injured on the job, no matter how slightly, they should report the incident immediately to their Studio Manager. The employee will be required to complete an incident report as required by the North Carolina Industrial Commission and may be subject to drug and/or alcohol testing as required by the Worker Compensation Insurance provider. Failure to follow Company procedures may affect the ability of the employee to receive Workers Compensation benefits.

Employees who need to miss work due to a workplace injury must also request a formal leave of absence. See the Leave of Absence sections of this handbook for more information.

3.9 JURY DUTY

UDP realizes that it is the obligation of all U.S. citizens to serve on a jury when summoned to do so. All employees will be allowed time off to perform such civic service as required by law. Employees are expected, however, to provide notice of a request to perform jury duty upon receipt of notice provided to them and verification of their service.

Employees also are expected to keep their Studio Manager informed of the expected length of jury duty service and to report to work for the major portion of the day if excused by the court. If the required absence presents a serious conflict for management, employees may be asked to try to postpone jury duty.

Employees on jury duty leave will be paid for their jury duty service in accordance with state law; however, exempt employees will be paid their full salary for any week in which time is missed due to jury duty if work is performed for UDP during such week.

3.10 BEREAVEMENT LEAVE

We know the death of a family member is a time when employees wish to be with their families. If the employee is a full-time employee and loses a member of their immediate family, they will be allowed paid time off of up to five (5) days to assist in attending to his or her obligations and commitments. For the purposes of this policy, immediate family includes a parent, child, spouse or sibling or any other relation required by applicable law.

If the employee is a full-time employee and loses a member of their extended family, they will be allowed paid time off up to three (3) days to assist in attending to his or her obligations and commitments. For the purposes of this policy, extended family includes a spouse's immediate family and grandparents, or any other relation required by applicable law.

In the case of the death of a spouse or child each employee will be allowed paid time of up to ten (10) days to assist in attending to his or her obligations and commitments.

Paid leave days may only be taken on regularly scheduled, consecutive workdays following the day of death. Employees must inform their Studio Manager prior to commencing bereavement leave. In administering this policy, UDP may require verification of death.

3.11 DOMESTIC VIOLENCE LEAVE (NORTH CAROLINA EMPLOYEES)

An employee who is a victim of domestic violence or sexual assault may be entitled to a reasonable amount of leave to obtain or attempt to obtain relief under North Carolina's domestic violence law.

Except in cases of imminent danger to the health or safety of the employee, an employee requesting domestic violence leave must inform his or her Studio Manager of the need for leave as soon as practical.

Employees must be prepared to provide UDP with certification to verify the employee's eligibility for the leave requested, such as a police report, a court order, or evidence that they appeared in court.

Domestic violence leave is unpaid; however, employees may request paid time off under the OTO policy for this purpose.

3.12 VOTING LEAVE

In the event an employee does not have sufficient time outside of working hours to vote in a statewide election, if required by state law, the employee may take off enough working time to vote. Such time will be paid if

required by state law. This time should be taken at the beginning or end of the regular work schedule. Where possible, your Studio Manager should be notified at least two days prior to the voting day.

3.13 INSURANCE PROGRAMS

Full-time employees may participate in UDP's insurance programs. Under these plans, eligible employees will receive comprehensive health and other insurance coverage for themselves and their families, as well as other benefits.

Upon becoming eligible to participate in these plans, you will receive summary plan descriptions (SPDs) describing the benefits in greater detail. Please refer to the SPDs for detailed plan information. Of course, feel free to speak to Human Resources if you have any further questions.

3.14 WELLNESS REIMBURSEMENT

Objective

Urban Design Partners encourages employees to achieve and maintain a healthy lifestyle through an assortment of wellness-related activities.

Eligibility

Wellness expense reimbursement is available to full-time employees.

Policy

Employees are eligible to receive reimbursement of up to \$50 per month for wellness-related expenses. Eligible expenses include, but are not limited to, gym membership, fitness app, meal plans, massage therapy, and chiropractic care. We trust that you will use your best judgement to determine whether an expense is eligible. The item or service should directly benefit your wellbeing.

To request reimbursement, an employee must submit a detailed receipt showing the expense type (wellness activity), cost and the name associated (employee name) to the Office Administrator. Approved expenses will be reimbursed monthly. A new request with receipt must be submitted each month to be eligible for reimbursement.

Additional Information

The amount reimbursed is considered taxable income unless otherwise not required by federal, state, or local tax rules.

3.15 LONG-TERM DISABILITY BENEFITS

Full-time employees are eligible to participate in the Long-Term Disability plan, subject to all terms and conditions of the agreement between UDP and the insurance carrier.

This is solely a monetary benefit and not a leave of absence. Employees who will be out of work must also request a formal leave of absence. See the Leave of Absence sections of this handbook for more information.

3.16 EMPLOYEE REFERRAL AWARDS

UDP encourages all employees to refer qualified job applicants for available job openings. Other than managers in the line of authority and all Human Resources personnel, all employees are eligible to receive employee referral awards. When making referrals, instruct the applicant to list the employee's name on their employment application as the referral source. The reward is currently a gross amount of \$500 for referring a candidate who interviews with UDP for a full time position, an additional \$1500 if the candidate is hired, and an additional \$1000 if they are still employed after 6 months.

3.17 RETIREMENT PLAN

Full-time employees are eligible upon hire to contribute to a 401k retirement plan with employer's match up to 6% of their income. At the 90 day mark, following first of the month, employees are automatically enrolled at 1%; unless you elect a different percentage during enrollment. You may choose to defer a different percentage, including zero, by enrolling online at www.principal.com. Principal will allow you to select your investments on their website.

Upon becoming eligible to participate in this plan, the employee will receive an SPD describing the plan in greater detail. Please refer to the SPD for detailed plan information. Please reach out to a member of management or Human Resources if you have further questions.

4.0 Leaves of Absence

4.1 PERSONAL LEAVE

If employees are ineligible for any other Company leave of absence, Urban Design Partners, under certain circumstances, may grant a personal leave of absence without pay. A written request for a personal leave should be presented to your Studio Manager at least two (2) weeks before the anticipated start of the leave. If the leave is requested for medical reasons, medical certification also must be submitted. The request will be considered on the basis of staffing requirements and the reasons for the requested leave, as well as performance and attendance records. Normally, a leave of absence will be granted for a period of up to eight (8) weeks. However, a personal leave may be extended if, prior to the end of leave, employees submit a written request for an extension to their Studio Manager and the request is granted. We will continue health insurance coverage during the leave if employees submit their share of the monthly premium payments to UDP in a timely manner, subject to the terms of the plan documents.

When the employee anticipates returning to work, they should notify their Studio Manager of the expected return date. This notification should be made at least one week before the end of the leave.

Upon completion of the personal leave of absence, UDP will attempt to return employees to their original job or a similar position, subject to prevailing business considerations. Reinstatement, however, is not guaranteed.

Failure to advise your Studio Manager of availability to return to work, failure to return to work when notified or a continued absence from work beyond the time approved by UDP will be considered a voluntary resignation of employment.

Personal leave is unpaid unless it qualifies for a form of paid benefit leave, in which the leave of absence would then run concurrently with the approved paid time off.

4.2 MILITARY LEAVE

Military leaves are available to employees in accordance with applicable federal and state laws. If employees are called into active military service or enlist in the uniformed services, they will be eligible to receive an unpaid military leave of absence. To be eligible for military leave, employees must provide their Studio Manager with advance notice of service obligations unless they are prevented from providing such notice by military necessity or it is otherwise impossible or unreasonable to provide such notice. Provided the absence does not exceed applicable statutory limitations, employees will retain reemployment rights and accrue seniority and benefits in accordance with applicable federal and state laws. Employees should ask their Studio Manager for further information about eligibility for Military Leave.

If employees are required to attend yearly Reserves or National Guard duty, they can apply for an unpaid temporary military leave of absence not to exceed the number of days allowed by law (including travel). They should give their Studio Manager as much advance notice of their need for military leave as possible so that we can maintain proper coverage while employees are away.

4.3 PARENTAL SCHOOL LEAVE

In accordance with the North Carolina parental leave law, the company will grant up to four (4) hours of unpaid leave per year to any North Carolina employee who is a parent or guardian of any school age child so that the employee may attend or otherwise be involved in activities in the child's school. This leave must be scheduled in advance at a mutually convenient time. The company reserves the right to request written verification from the school of the employee's attendance.

5.0 General Standards of Conduct

5.1 WORKPLACE CONDUCT

Urban Design Partners endeavors to maintain a positive work environment. Each employee plays a role in fostering this environment. Accordingly, we all must abide by certain rules of conduct, based on honesty, common sense, and fair play.

Because everyone may not have the same idea about proper workplace conduct, it is helpful to adopt and enforce rules all can follow. Unacceptable conduct may subject the offender to disciplinary action, up to and including discharge, in UDP's sole discretion. The following are examples of some, but not all, conduct which can be considered unacceptable:

1. Obtaining employment on the basis of false or misleading information.
2. Stealing, removing of UDP property or a co-worker's property, and/or disclosure of confidential information.
3. Completing another employee's time records.
4. Violation of safety rules and policies.
5. Violation of UDP's Drug and Alcohol-Free Workplace Policy.
6. Fighting, threatening, or disrupting the work of others or other violations of UDP's Workplace Violence Policy.
7. Failure to follow lawful instructions of a Studio Manager.
8. Failure to perform assigned job duties.
9. Violation of the Punctuality and Attendance Policy, including but not limited to irregular attendance, habitual lateness, or unexcused absences.
10. Willful or careless destruction or damage to Company assets or to the equipment or possessions of another employee.
11. Intentionally or haphazardly wasting work materials.
12. Performing work of a personal nature during working time.
13. Violation of the Solicitation and Distribution Policy.
14. Violation of UDP's Harassment or Equal Employment Opportunity Policies.
15. Violation of the Communication and Computer Systems Policy.
16. Unsatisfactory job performance.
17. Any other violation of Company policy.

Obviously, not every type of misconduct can be listed. Note that all employees are employed at-will, and Urban Design Partners reserves the right to impose whatever discipline it chooses, or none at all, in a particular

instance. UDP will deal with each situation individually and nothing in this handbook should be construed as a promise of specific treatment in a given situation. However, UDP will endeavor to utilize progressive discipline but reserves the right in its sole discretion to terminate an employee at any time for any reason.

The observance of these rules will help to ensure that our workplace remains a safe and desirable place to work.

5.2 PUNCTUALITY AND ATTENDANCE

Employees are hired to perform important functions at Urban Design Partners. As with any group effort, operating effectively takes cooperation and commitment from everyone. Therefore, attendance and punctuality are very important. Unnecessary absences and lateness are expensive, disruptive and place an unfair burden on fellow employees and Studio Managers. We expect excellent attendance from all employees. Excessive absenteeism or tardiness will result in disciplinary action up to and including discharge.

We do recognize, however, there are times when absences and tardiness cannot be avoided. In such cases, employees are expected to notify Studio Managers as early as possible, but no later than the start of the workday. Asking another employee, friend or relative to give this notice is improper and constitutes grounds for disciplinary action. Employees should call, stating the nature of the illness and its expected duration, for every day of absenteeism.

Unreported absences of three (3) consecutive workdays generally will be considered a voluntary resignation of employment with UDP.

5.3 USE OF COMMUNICATIONS AND COMPUTER SYSTEMS

Urban Design Partners' communication and computer systems are intended primarily for business purposes; however limited personal usage is permitted if it does not hinder performance of job duties or violate any other Company policy. This includes the voice mail, e-mail, and Internet systems. Users have no legitimate expectation of privacy in regard to their use of the Urban Design Partners systems.

Urban Design Partners may access the voice mail and e-mail systems and obtain the communications within the systems, including past voice mail and e-mail messages, without notice to users of the system, in the ordinary course of business when UDP deems it appropriate to do so. The reasons for which UDP may obtain such access include, but are not limited to: maintaining the system; preventing or investigating allegations of system abuse or misuse; assuring compliance with software copyright laws; complying with legal and regulatory requests for information; and ensuring that Company operations continue appropriately during an employee's absence.

Further, Urban Design Partners may review Internet usage to ensure that such use with Company property, or communications sent via the Internet with Company property, are appropriate. The reasons for which UDP may review employees' use of the Internet with Company property include, but are not limited to: maintaining the system; preventing or investigating allegations of system abuse or misuse; assuring compliance with software copyright laws; complying with legal and regulatory requests for information; and ensuring that Company operations continue appropriately during an employee's absence.

UDP may store electronic communications for a period of time after the communication is created. From time to time, copies of communications may be deleted.

UDP's policies prohibiting harassment, in their entirety, apply to the use of Company's communication and computer systems. No one may use any communication or computer system in a manner that may be construed by others as harassing or offensive based on race, national origin, sex, sexual orientation, age, disability, religious beliefs, or any other characteristic protected by federal, state, or local law.

Further, since UDP's communication and computer systems are intended for business use, all employees, upon request, must inform management of any private access codes or passwords used to access company systems.

Unauthorized duplication of copyrighted computer software violates the law and is strictly prohibited.

No employee may access, or attempt to obtain access to, another employee's computer systems without appropriate authorization.

Violators of this policy may be subject to disciplinary action, up to and including discharge.

5.4 USE OF SOCIAL MEDIA

Urban Design Partners respects the right of any employee to maintain a blog or web page or to participate in a social networking, Twitter, or similar site, including but not limited to Facebook and LinkedIn. However, to protect Company interests and ensure employees focus on their job duties, employees must adhere to the following rules:

Employees may not post on a blog or web page or participate on a social networking platform, such as Twitter or similar site, during work time or at any time with Company equipment or property. Employees may not disclose company proprietary information or client information including client name on social networking platforms.

All rules regarding confidential and proprietary business information apply in full to blogs, web pages and social networking platforms, such as Twitter, Facebook, LinkedIn, or similar sites. Any information that cannot be disclosed through a conversation, a note or an e-mail also cannot be disclosed in a blog, web page or social networking site.

Whether an employee is posting something on his or her own blog, web page, social networking, Twitter or similar site or on someone else's, if the employee mentions UDP and also expresses either a political opinion or an opinion regarding UDP's actions that could pose an actual or potential conflict of interest with UDP, the poster must include a disclaimer. The poster should specifically state that the opinion expressed is his/her personal opinion and not UDP's position. This is necessary to preserve UDP's good will in the marketplace.

Any conduct that is impermissible under the law if expressed in any other form or forum is impermissible if expressed through a blog, web page, social networking, Twitter, or similar site. For example, posted material that is discriminatory, obscene, defamatory, libelous, or violent is forbidden. Company policies apply equally to employee social media usage.

Urban Design Partners encourages all employees to keep in mind the speed and manner in which information posted on a blog, web page, and/or social networking site is received and often misunderstood by readers. Employees must use their best judgment. Employees with any questions should review the guidelines above and/or consult with their manager. Failure to follow these guidelines may result in discipline, up to and including discharge.

5.5 PERSONAL AND COMPANY-PROVIDED PORTABLE COMMUNICATION DEVICES

Company-provided portable communication devices (PCDs), including cell phones and personal digital assistants, should be used primarily for business purposes. Employees have no reasonable expectation of privacy in regard to the use of such devices, and all use is subject to monitoring, to the maximum extent permitted by applicable law. This includes as permitted the right to monitor personal communications as necessary.

Some employees may be authorized to use their own PCD for business purposes. These employees should work with the IT department to configure their PCD for business use. Communications sent via a personal PCD also may subject to monitoring if sent through UDP's networks and the PCD must be provided for inspection and review upon request.

All conversations, text messages and e-mails must be professional. When sending a text message or using a PCD for business purposes, whether it is a Company-provided or personal device, employees must comply with applicable Company guidelines, including policies on sexual harassment, discrimination, conduct, confidentiality, equipment use and operation of vehicles. Using a Company-issued PCD to send or receive personal text

messages is prohibited at all times and personal use during working hours should be limited to emergency situations.

If an employee who uses a personal PCD for business resigns or is discharged, the employee will be required to submit the device to the IT department for resetting on or before his or her last day of work. At that time, the IT department will reset and remove all information from the device, including but not limited to, Company information and personal data (such as contacts, e-mails, and photographs). The IT department will make efforts to provide employees with the personal data in another form (e.g., on a disk) to the extent practicable; however, the employee may lose some or all personal data saved on the device.

Employees may not use their personal PCD for business unless they agree to submit the device to the IT department on or before their last day of work for resetting and removal of Company information. This is the only way currently possible to ensure that all Company information is removed from the device at the time of termination. The removal of Company information is crucial to ensure compliance with UDP's confidentiality and proprietary information policies and objectives.

Please note that whether employees use their personal PCD or a Company-issued device, UDP's electronic communications policies, including but not limited to, proper use of communications and computer systems, remain in effect.

Portable Communication Device Use While Driving

Employees who drive on Company business must abide by all state or local laws prohibiting or limiting PCD (cell phone or personal digital assistant) use while driving. Further, even if usage is permitted, employees may choose to refrain from using any PCD while driving. "Use" includes, but is not limited to, talking, or listening to another person or sending an electronic or text message via the PCD.

Regardless of the circumstances, including slow or stopped traffic, if any use is permitted while driving, employees should proceed to a safe location off the road and safely stop the vehicle before placing or accepting a call. If acceptance of a call is absolutely necessary while the employee is driving, and permitted by law, the employee must use a hands-free option and advise the caller that he/she is unable to speak at that time and will return the call shortly.

Under no circumstances should employees feel that they need to place themselves at risk to fulfill business needs.

Since this policy does not require any employee to use a cell phone while driving, employees who are charged with traffic violations resulting from the use of their PCDs while driving will be solely responsible for all liabilities that result from such actions.

Texting and e-mailing while driving are prohibited in all circumstances.

5.6 INSPECTIONS

Urban Design Partners reserves the right to require employees while on Company property, or on client property, to agree to the inspection of their persons, personal possessions and property, personal vehicles parked on Company or client property, and work areas. This includes lockers, vehicles, desks, cabinets, workstations, packages, handbags, briefcases and other personal possessions or places of concealment, as well as personal mail sent to UDP or to its clients. Employees are expected to cooperate in the conduct of any search or inspection.

5.7 SMOKING

Smoking, including the use of e-cigarettes, is prohibited on Company premises and in all Company vehicles.

5.8 PERSONAL VISITS AND TELEPHONE CALLS

Disruptions during work time can lead to errors and delays. Therefore, we ask that personal telephone calls be kept to a minimum, and only be made or received after working time, or during lunch or break time.

For safety and security reasons, employees are prohibited from having personal guests visit or accompany them anywhere in our facilities other than the reception areas.

5.9 SOLICITATION AND DISTRIBUTION

To avoid distractions, solicitation by an employee of another employee is prohibited while either employee is on work time. "Work time" is defined as the time an employee is engaged, or should be engaged, in performing his/her work tasks for Urban Design Partners. Solicitation of any kind by non-employees on Company premises is prohibited at all times.

Distribution of advertising material, handbills, printed or written literature of any kind in working areas of UDP is prohibited at all times. Distribution of literature by non-employees on Company premises is prohibited at all times.

Except for bona fide company purposes, non-employees are prohibited from coming on company premises to solicit, survey, or petition employees or customers or to distribute literature or other materials for any purpose at any time. This policy includes charity solicitors, salespersons, union organizers, and any other person with any other form of solicitation or distribution. Furthermore, employees are prohibited from distributing any form of literature or other material during working time or in their work areas that is not related to the company's business purpose and authorized by management.

Employees are also prohibited from soliciting other employees for any cause during their assigned working time. For this purpose, "working time," means time when either the soliciting employees or the employees who are the object of the solicitation are expected to be actively engaged in their assigned work.

5.10 CONFIDENTIAL COMPANY INFORMATION

During the course of work, an employee may become aware of confidential information about Urban Design Partners's business, including but not limited to information regarding Company finances, pricing, products and new product development, software and computer programs, marketing strategies, suppliers and customers and potential customers. An employee also may become aware of similar confidential information belonging to UDP's clients. It is extremely important that all such information remain confidential, and particularly not be disclosed to our competitors. Any employee who improperly copies, removes (whether physically or electronically), uses, or discloses confidential information to anyone outside of UDP may be subject to disciplinary action up to and including termination. Employees may be required to sign an agreement reiterating these obligations.

5.11 CONFLICT OF INTEREST AND BUSINESS ETHICS

It is Urban Design Partners's policy that all employees avoid any conflict between their personal interests and those of UDP. The purpose of this policy is to ensure that UDP's honesty and integrity, and therefore its reputation, are not compromised. The fundamental principle guiding this policy is that no employee should have, or appear to have, personal interests or relationships that actually or potentially conflict with the best interests of UDP.

It is not possible to give an exhaustive list of situations that might involve violations of this policy. However, the situations that would constitute a conflict in most cases include but are not limited to:

1. holding an interest in or accepting free or discounted goods from any organization that does, or is seeking to do, business with UDP, by any employee who is in a position to directly or indirectly

influence either UDP's decision to do business, or the terms upon which business would be done with such organization;

2. holding any interest in an organization that competes with UDP;
3. being employed by (including as a consultant) or serving on the board of any organization which does, or is seeking to do, business with UDP or which competes with UDP; and/or
4. profiting personally, e.g., through commissions, loans, expense reimbursements or other payments, from any organization seeking to do business with UDP.

A conflict of interest would also exist when a member of an employee's immediate family is involved in situations such as those above.

This policy is not intended to prohibit the acceptance of modest courtesies, openly given, and accepted as part of the usual business amenities, for example, occasional business-related meals or promotional items of nominal or minor value.

It is your responsibility to report any actual or potential conflict that may exist between you (and your immediate family) and UDP.

5.12 USE OF FACILITIES, EQUIPMENT AND PROPERTY, INCLUDING INTELLECTUAL PROPERTY

Equipment essential in accomplishing job duties is often expensive and may be difficult to replace. When using property, employees are expected to exercise care, perform required maintenance, and follow all operating instructions, safety standards and guidelines.

Employees should notify their Studio Manager if any equipment, machines, or tools appear to be damaged, defective, or in need of repair. Prompt reporting of loss, damages, defects, and the need for repairs could prevent deterioration of equipment and possible injury to employees or others. The Studio Manager can answer any questions about an employee's responsibility for maintenance and care of equipment used on the job.

Employees also are prohibited from any unauthorized use of UDP's intellectual property, such as audio and video tapes, print materials and software.

Improper, careless, negligent, destructive, or unsafe use or operation of equipment can result in discipline, up to and including discharge.

Further, UDP is not responsible for any damage to employees' personal belongings unless the employee's Studio Manager provided advance approval for the employee to bring the personal property to work.

5.13 HEALTH AND SAFETY

The health and safety of employees and others on Company property are of critical concern to Urban Design Partners. UDP intends to comply with all health and safety laws applicable to our business. To this end, we must rely upon employees to ensure that work areas are kept safe and free of hazardous conditions. Employees are required to be conscientious about workplace safety, including proper operating methods, and recognize dangerous conditions or hazards. Any unsafe conditions or potential hazards should be reported to management immediately, even if the problem appears to be corrected. Any suspicion of a concealed danger present on UDP's premises, or in a product, facility, piece of equipment, process, or business practice for which UDP is responsible should be brought to the attention of management immediately.

Periodically, UDP may issue rules and guidelines governing workplace safety and health. UDP may also issue rules and guidelines regarding the handling and disposal of hazardous substances and waste. All employees should familiarize themselves with these rules and guidelines, as strict compliance will be expected.

Any workplace injury, accident, or illness must be reported to the employee's Studio Manager as soon as possible, regardless of the severity of the injury or accident.

5.14 HIRING RELATIVES/EMPLOYEE RELATIONSHIPS

A familial relationship among employees can create an actual or at least a potential conflict of interest in the employment setting, especially where one relative supervises another relative. To avoid this problem, Urban Design Partners may refuse to hire or place a relative in a position where the potential for favoritism or conflict exists.

In other cases, such as personal relationships where a conflict or the potential for conflict arises, even if there is no Studio Manager relationship involved, the parties may be separated by reassignment or discharged from employment, at the discretion of UDP. Accordingly, all parties to any type of intimate personal relationship must inform management.

If two employees marry, become related, or enter into an intimate relationship, they may not remain in a reporting relationship or in positions where one individual may affect the compensation or other terms or conditions of employment of the other individual. UDP generally will attempt to identify other available positions, but if no alternate position is available, UDP retains the right to decide which employee will remain with UDP.

For the purposes of this policy, a relative is any person who is related by blood or marriage, or whose relationship with the employee is similar to that of persons who are related by blood or marriage.

5.15 EMPLOYEE DRESS AND PERSONAL APPEARANCE

You are expected to report to work well groomed, clean, and dressed according to the requirements of your position. Some employees may be required to wear uniforms or safety equipment/clothing. Please be mindful that dress requirements may differ from in-office to when you will be client-facing. Please contact your Studio Manager for specific information regarding acceptable attire for your position. If you report to work dressed or groomed inappropriately, you may be prevented from working until you return to work well-groomed and wearing the proper attire.

General Guidelines are that attire and shoes must not be:

- dirty, ripped, distressed, tattered
- dancewear, beachwear, athleticwear, sleepwear
- exposing of midriff, chest, back, upper thighs, undergarments
- large graphics on tees/crewnecks
- flip flops, slides, crocs, tattered sneakers
- shorts, miniskirts, spaghetti straps, crop tops
- anything you are not positive is appropriate for the office

5.16 PUBLICITY/STATEMENTS TO THE MEDIA

All media inquiries regarding the position of UDP as to any issues must be referred to any Managing Partner. Only any Managing Partner is authorized to make or approve public statements on behalf of UDP. No employees, unless specifically designated by any Managing Partner, are authorized to make those statements on behalf of Company. Any employee wishing to write and/or publish an article, paper, or other publication on behalf of UDP must first obtain approval from any Managing Partner.

5.17 OPERATION OF VEHICLES

All employees authorized to drive Company-owned or leased vehicles or personal vehicles in conducting Company business must possess a current, valid driver's license and an acceptable driving record. Any change in license status or driving record must be reported to management immediately.

An employee must have a valid driver's license in his or her possession while operating a vehicle off or on Company property. It is the responsibility of every employee to drive safely and obey all traffic, vehicle safety, and parking laws or regulations. Drivers must demonstrate safe driving habits at all times. Employees are solely responsible for any fines associated with operation of the vehicle that are due to operator.

Company-owned or leased vehicles may be used only as authorized by management.

Portable Communication Device Use While Driving

Employees who drive on Company business must abide by all state or local laws prohibiting or limiting portable communication device (PCD) use, including cell phones or personal digital assistants, while driving. Further, even if use is permitted, employees may choose to refrain from using any PCD while driving. "Use" includes, but is not limited to, talking, or listening to another person or sending an electronic or text message via the PCD.

Regardless of the circumstances, including slow or stopped traffic, if any use is permitted while driving, employees should proceed to a safe location off the road and safely stop the vehicle before placing or accepting a call. If acceptance of a call is absolutely necessary while the employee is driving, and permitted by law, the employee must use a hands-free option and advise the caller that he/she is unable to speak at that time and will return the call shortly.

Under no circumstances should employees feel that they need to place themselves at risk to fulfill business needs.

Since this policy does not require any employee to use a PCD while driving, employees who are charged with traffic violations resulting from the use of their PCDs while driving will be solely responsible for all liabilities that result from such actions.

Texting and e-mailing while driving are prohibited in all circumstances.

5.18 BUSINESS EXPENSE REIMBURSEMENT

Employees will be reimbursed for reasonable approved expenses incurred in the course of business. These expenses must be approved by the employee's Studio Manager, and may include air travel, hotels, motels, meals, cab fare, rental vehicles, or gas and car mileage for personal vehicles. Air travel and lodging will usually be booked and paid for in advance by UDP. When traveling, employees will have \$45 per diem to spend on meals.

All expenses incurred should be submitted to the employee's Studio Manager along with the receipts within 30 days of occurrence.

Employees are expected to exercise restraint and good judgment when incurring expenses. Employees should contact their Studio Manager in advance if they have any questions about whether an expense will be reimbursed.

5.19 REFERENCES

Urban Design Partners will respond to reference requests through Human Resources. UDP will provide general information concerning the employee such as date of hire, date of discharge, and positions held. Requests for reference information must be in writing, and responses will be in writing. Please refer all requests for references to Human Resources.

Only Management may provide references.

5.20 IF YOU MUST LEAVE US

Should an employee decide to leave UDP, we ask that they provide a Studio Manager with at least two (2) weeks advance notice of departure. Thoughtfulness will be appreciated. All Company property including, but not limited to keys, security cards, parking passes, laptop computers, fax machines, uniforms, etc., must be returned at separation. Employees also must return all of UDP's Confidential Information upon separation. To the extent permitted by law, employees will be required to repay UDP, (through payroll deduction, if lawful) for any lost or damaged Company, property. As noted previously, all employees are employed at-will and nothing in this handbook changes that status.

5.21 EXIT INTERVIEWS

Employees who resign are requested to participate in an exit interview with management.

5.22 A FEW CLOSING WORDS

This handbook is intended to give employees a broad summary of things they should know about Urban Design Partners. The information in this handbook is general in nature and, should questions arise, any member of management should be consulted for complete details. While we intend to continue the policies, rules and benefits described in this handbook, Urban Design Partners, in its sole discretion, may always amend, add to, delete from, or modify the provisions of this handbook and/or change its interpretation of any provision set forth in this handbook. Employees should not hesitate to speak to management if they have any questions about UDP or its personnel policies and practices.

General Handbook Acknowledgment

This Employee handbook is an important document intended to help you become acquainted with Urban Design Partners. This document is intended to provide guidelines and general descriptions only; it is not the final word in all cases. Individual circumstances may call for individual attention.

Because UDP's operations may change, the contents of this handbook may be changed at any time, with or without notice, in an individual case or generally, at the sole discretion of management.

Please read the following statements and sign below to indicate your receipt and acknowledgment of this Employee handbook.

I have received and read a copy of Urban Design Partners, PLLC's Employee handbook. I understand that the policies, rules, and benefits described in it are subject to change at the sole discretion of UDP at any time.

I further understand that my employment is terminable at will, either by myself or Urban Design Partners, PLLC, with or without cause or notice, regardless of the length of my employment or the granting of benefits of any kind.

I understand that no representative of Urban Design Partners, PLLC other than a Managing Partner may alter "at will" status and any such modification must be in a signed writing.

I understand that my signature below indicates that I have read and understand the above statements and that I have received a copy of Urban Design Partners, PLLC's Employee handbook.

Employee's Printed Name: _____

Employee's Signature: _____

Date: _____

The signed original copy of this acknowledgment should be given to management - it will be filed in your personnel file.

Receipt of Sexual Harassment Policy

It is Urban Design Partners, PLLC's policy to prohibit harassment of any employee by any Studio Manager, employee, customer, or vendor on the basis of sex or gender. The purpose of this policy is not to regulate personal morality within UDP. It is to ensure that at UDP all employees are free from sexual harassment. While it is not easy to define precisely what types of conduct could constitute sexual harassment and there is a wide range of behavior that may violate this policy even if such behavior does not violate the law, examples of prohibited behavior include unwelcome sexual advances, requests for sexual favors, obscene gestures, displaying sexually graphic magazines, calendars or posters, sending sexually explicit e-mails, text messages and other verbal or physical conduct of a sexual nature, such as uninvited touching of a sexual nature or sexually related comments. Depending upon the circumstances, improper conduct also can include sexual joking, vulgar or offensive conversation or jokes, commenting about an employee's physical appearance, conversation about your own or someone else's sex life, or teasing or other conduct directed toward a person because of his or her gender which is sufficiently severe or pervasive to create an unprofessional and hostile working environment.

If the employee feels that they have been subjected to conduct which violates this policy, the employee should immediately report the matter to the Employee's Studio Manager. If unable for any reason to contact this person, or if the employee has not received a satisfactory response within five (5) business days after reporting any incident of perceived harassment, the employee should contact any member of management or Human Resources. If the person toward whom the complaint is directed is one of the individuals indicated above, the employee should contact any higher-level manager in his or her reporting hierarchy or Human Resources. Every report of perceived harassment will be fully investigated, and corrective action will be taken where appropriate. All complaints will be kept confidential to the extent possible, but confidentiality cannot be guaranteed. In addition, UDP will not allow any form of retaliation against individuals who report unwelcome conduct to management or who cooperate in the investigations of such reports in accordance with this policy. If you feel you have been subjected to any such retaliation, report it in the same manner you would report a claim of perceived harassment under this policy. Violation of this policy including any improper retaliatory conduct will result in disciplinary action, up to and including discharge. All employees must cooperate with all investigations.

I have read and I understand Urban Design Partners, PLLC's Sexual Harassment Policy.

Employee's Printed Name: _____

Employee's Signature: _____

Date: _____

The signed original copy of this receipt should be given to management - it will be filed in your personnel file.

Receipt of Non-Harassment Policy

It is Urban Design Partners, PLLC's policy to prohibit intentional and unintentional harassment of any individual by another person on the basis of any protected classification including, but not limited to, race, color, national origin, disability, religion, marital status, veteran status, sexual orientation, or age. The purpose of this policy is not to regulate our employees' personal morality, but to ensure that in the workplace, no one harasses another individual.

If an employee feels that they have been subjected to conduct which violates this policy, they should immediately report the matter to the Employee's Studio Manager. If the employee is unable for any reason to contact this person, or if the employee has not received a satisfactory response within five (5) business days after reporting any incident of what the employee perceives to be harassment, the employee should contact any member of management or Human Resources. If the person toward whom the complaint is directed is one of the individuals indicated above, the employee should contact any higher-level manager in his or her reporting hierarchy or Human Resources. Every report of perceived harassment will be fully investigated, and corrective action will be taken where appropriate. All complaints will be kept confidential to the extent possible, but confidentiality cannot be guaranteed. In addition, UDP will not allow any form of retaliation against individuals who report unwelcome conduct to management or who cooperate in the investigations of such reports in accordance with this policy.

If an employee feels they have been subjected to any such retaliation, they should report it in the same manner in which the employee would report a claim of perceived harassment under this policy. Violation of this policy including any improper retaliatory conduct will result in disciplinary action, up to and including discharge. All employees must cooperate with all investigations.

I have read and I understand Urban Design Partners, PLLC's Non-Harassment Policy.

Employee's Printed Name: _____

Employee's Signature: _____

Date: _____

The signed original copy of this receipt should be given to management - it will be filed in your personnel file.