



EMPLOYEE HANDBOOK

(Consultants)

September 2018

The contents of this Handbook are confidential and are not to be disclosed to any person not affiliated with Visium Resources, Inc. This Handbook is the property of Visium Resources, Inc. and must be returned upon termination of employment or upon request by Visium Resources, Inc.

TABLE OF CONTENTS

VISIUM RESOURCES WELCOMES YOU	3
I. <u>GENERAL POLICY STATEMENTS</u>	4-6
EMPLOYMENT-AT-WILL	4
EQUAL EMPLOYMENT OPPORTUNITY POLICY	4
HARASSMENT / RESPECT IN THE WORKPLACE POLICY	4,6
DRUG-FREE WORKPLACE POLICY.....	6,8
II. <u>EMPLOYEE BENEFITS</u>	9-11
INTRODUCTION	9
MEDICAL AND DENTAL BENEFITS	10
OPEN ENROLLMENT	10,11
LEAVES OF ABSENCE	11
Bereavement Leave.....	11
Military Leave.....	11
III. <u>PERSONNEL POLICIES</u>	12-16
PERSONAL CONDUCT AND STANDARDS OF BEHAVIOR	12
OFF-DUTY CONDUCT	12,13
SEPARATION OF EMPLOYMENT.....	13
ATTENDANCE AND ABSENTEEISM.....	13
Attendance	13
Absenteeism	13
CONFIDENTIALITY.....	14
SECONDARY EMPLOYMENT.....	14
HOURS OF WORK.....	14,15
Normal Business Hours	14,15
Overtime.....	15
TIME CARDS/PAYROLL POLICIES.....	15
OPEN DOOR POLICY	15,16
DRESS CODE	16
REFERRAL BONUS.....	16
ACKNOWLEDGMENT.....	17

VISIUM RESOURCES WELCOMES YOU

Welcome to Visium Resources—we're glad to have you on our team. At Visium Resources, we believe that our employees are our most valuable asset. In fact, we attribute our success as a company in significant part to our ability to recruit, hire, and maintain a professional, productive and happy work force. We hope that during your employment with Visium Resources you will become a productive and successful member of the Visium Resources team.

This employee handbook describes, in summary form, the personnel policies and procedures that govern the employment relationship between Visium Resources and its employees. The policies stated in this handbook are subject to change at any time at the sole discretion of Visium Resources. This handbook supersedes any prior written policies of Visium Resources that are inconsistent with its provisions. You may receive updated information concerning changes in policy from time to time, and those updates should be kept with your copy of the handbook. If you have any questions about any of the provisions in the handbook, please ask your Resource Manager or the Human Resources Department.

Again, we welcome you to Visium Resources and we appreciate your efforts to make this company a great success.

Sincerely, Michael

R. Forster
Senior Vice President
Visium Resources, Inc.

I. GENERAL POLICY STATEMENTS

EMPLOYMENT-AT-WILL

The policies and procedures contained in this handbook do not constitute a contract of employment between Visium Resources, Inc. and its employees. This handbook was established for the purpose of providing employees with general information about Visium Resources' operating policies and employment matters. Unless modified by a separate written employment contract, Visium Resources and its employees have an "at-will" relationship. This means that either the employee or Visium Resources may terminate the employment relationship at any time, with or without reason, and with or without notice.

EQUAL EMPLOYMENT OPPORTUNITY POLICY

This Equal Employment Opportunity Policy reaffirms the policy and commitment of Visium Resources to providing equal employment opportunities for all employees and job applicants. Visium Resources endorses and will follow our EEO Policy in implementing all employment practices, policies, and procedures.

This means that all qualified persons are accorded an equal opportunity for employment or promotion without regard to race, color, religion, national origin, veteran status, sex, age, or physical or mental disability. This policy applies to all personnel actions in all job classifications as well as to all privileges and conditions of employment, including: hiring, training, promotion, discipline, compensation, termination, benefits, transfer, layoff, and recall.

All employees are expected to comply with our Equal Employment Opportunity Policy. Managers and supervisors who are responsible for meeting business objectives are expected to cooperate fully in meeting our equal employment opportunity objectives and their overall performance will be evaluated accordingly.

If you have any questions regarding this policy or if you feel that you have been the target of discrimination, please contact your supervisor or the Human Resources Department.

HARASSMENT / RESPECT IN THE WORKPLACE POLICY

Visium Resources, Inc. is firmly committed to ensuring a positive and professional working environment in which all people are treated with respect and dignity.

We believe in a proactive approach to workplace respect and are committed to providing employees with a healthy and safe workplace, free from physical or psychological bullying, harassment and violence.

This policy prohibits all forms of bullying, harassment and violence (hereinafter, referred to as a violation of “*respect*”) by management, supervisors, workers, subcontractors, agency staff/contractors, suppliers and clients. Violations of *respect* will be investigated and if substantiated will be dealt with expeditiously. **Violations of *respect* will NOT be tolerated and appropriate disciplinary action, up to and including dismissal, not eligible for rehire, loss of privileges and /or loss of site access will be taken.**

To support the objective of providing all employees with a healthy safe workplace, it is required that managers, supervisors, and workers take preventative action to ensure that risks to individual’s health and safety due to violations of *respect* are eliminated or reported.

Bullying – definition

Bullying is interpersonal hostility that is deliberate, repeated and sufficiently severe as to harm the targeted person’s health, safety or economic status. It is driven by the perpetrator’s (bully’s) need to control another individual, not by a legitimate business need.

Harassment – definition

Harassment occurs when a worker is subjected to unwelcome verbal or physical conduct because of:

- Race
- Age
- Religious beliefs
- Color
- Place of origin
- Gender
- Mental or physical disability
- Ancestry
- Marital Status
- Sexual orientation
- Source of income
- Family status of that person or of any other person

Violence – definition

Violence whether at a worksite or work related means the threatened, attempted or actual conduct of a person that causes or is likely to cause physical injury. These acts include threats, menacing or threatening behavior and all types of physical or verbal assaults.

1. Employees are encouraged to seek resolution of the incident
2. There shall be no adverse job consequences against any person for notifying management of a violation of the policy unless investigation determines that the person intentionally fabricated the charges against the accused.

3. Complaints that are made in bad faith, are malicious or frivolous are considered serious and will result in discipline
4. There shall be no retaliation from co-workers directed at an individual making a complaint. In the event it is found that retaliation against a worker who exercises his or her rights under this policy has occurred, severe discipline up to and including termination and not eligible for rehire will be imposed.
5. Investigations will be conducted with as much confidentiality as can practicably be afforded.
6. Investigators will advise workers involved or consulted through the course of the investigation that discretion is an important part of the process.
7. Persons found in violation of this policy may be subject to discipline and/or corrective action including: fulfilling a requirement to take a course and/or undergo counseling, participate in mediation, verbal and/or written warning, suspension, termination, loss of privileges, and/or loss of site access and/or not eligible for rehire

DRUG-FREE WORKPLACE POLICY

Purpose and Goal

Visium Resources is committed to protecting the safety, health and well-being of all employees and other individuals in our workplace. We recognize that alcohol abuse and drug use pose a significant threat to our goals. We have established a drug-free workplace program that balances our respect for individuals with the need to maintain an alcohol and drug-free environment.

- Visium Resources encourages employees to voluntarily seek help with drug and alcohol problems.

Covered Workers

Any individual who conducts business for Visium Resources, is applying for a position or is conducting business on Visium Resources' property is covered by our drug-free workplace policy. Our policy includes, but is not limited to CEO, executive management, managers, supervisors, full-time employees, part-time employees, off-site employees, contractors and interns.

Applicability

Our drug-free workplace policy is intended to apply whenever anyone is representing or conducting business for Visium Resources. Therefore, this policy applies during all working hours, whenever conducting business or representing Visium Resources, while on call, paid standby and while on Visium Resources property.

Prohibited Behavior

It is a violation of our drug-free workplace policy to use, possess, sell, trade, and/or offer for sale alcohol, illegal drugs or intoxicants.

Notification of Convictions

Any employee who is convicted of a criminal drug violation in the workplace must notify Visium Resources in writing within five calendar days of the conviction. Visium Resources will take appropriate action within 30 days of notification. Federal contracting agencies will be notified when appropriate.

Consequences

One of the goals of our drug-free workplace program is to encourage employees to voluntarily seek help with alcohol and/or drug problems. If, however, an individual violates the policy, the consequences are serious.

In the case of applicants, if he or she violates the drug-free workplace policy, the offer of employment can be withdrawn. The applicant may reapply after 30 days and must successfully pass a pre-employment drug test.

If an employee violates the policy, he or she will be subject to progressive disciplinary action and may be required to enter rehabilitation. An employee who is required to enter rehabilitation and fails to successfully complete it and/or repeatedly violates the policy will be terminated from employment. Nothing in this policy prohibits the employee from being disciplined or discharged for other violations and/or performance problems.

Assistance

Visium Resources recognizes that alcohol and drug abuse and addiction are treatable illnesses. We also realize that early intervention and support improve the success of rehabilitation. To support our employees, our drug-free workplace policy:

- Encourages employees to seek help if they are concerned that they or their family members may have a drug and/or alcohol problem.
- Encourages employees to utilize the services of qualified professionals in the community to assess the seriousness of suspected drug or alcohol problems and identify appropriate sources of help.
- Allows the use of any paid leave while seeking treatment for alcohol and other drug problems.

Treatment for alcoholism and/or other drug use disorders may be covered by the employee benefit plan. However, the ultimate financial responsibility for recommended treatment belongs to the employee.

Confidentiality

All information received by Visium Resources through the drug-free workplace program is confidential communication. Access to this information is limited to those who have a legitimate need to know in compliance with relevant laws and management policies.

Shared Responsibility

A safe and productive drug-free workplace is achieved through cooperation and shared responsibility. Both employees and management have important roles to play.

All employees are required to not report to work or be subject to duty while their ability to perform job duties is impaired due to on- or off-duty use of alcohol or other drugs.

In addition, employees are encouraged to:

- Be concerned about working in a safe environment.
- Support fellow workers in seeking help.
- Report dangerous behavior to their supervisor.

As the Administrative Employer, it is Visium Resources' responsibility to:

- Inform employees of the drug-free workplace policy.
- Investigate reports of dangerous practices.
- Document negative changes and problems in performance.
- Counsel employees as to expected performance improvement.
- Clearly state consequences of policy violations.

Communication

Communicating our drug-free workplace policy to both supervisors and employees is critical to our success. To ensure all employees are aware of their role in supporting our drug-free workplace program:

- All employees will receive a written copy of the policy.
- The policy will be reviewed in orientation sessions with new employees.
- All employees will be required to sign an acknowledgement form stating their understanding and agreed compliance of the drug-free workplace policy.
- All employees will receive any updates to the policy.

II. EMPLOYEE BENEFITS

MEDICAL AND DENTAL BENEFITS

Visium Resources provides its employees with the opportunity to receive medical and dental benefits at a nominal cost. Employees must fill out an authorization form in order to have the contributions automatically deducted from the employee's weekly pay. Visium Resources reserves the right to waive an employee's medical/dental contributions at its discretion. Information regarding coverage plans and summaries of the medical/dental benefits are available through Human Resources. Medical and Dental employee contribution schedules are subject to change without notice at the discretion of Visium Resources, Inc.

It is the responsibility of the employee to return all completed insurance application forms within two weeks of hire date. If the forms are not returned by such time, Visium Resources, Inc. will consider this a refusal of coverage. Employee will not be eligible to apply for Medical/Dental Insurance until the next open enrollment period, which occurs once per year.

OPEN ENROLLMENT

Open Enrollment for Medical/Dental Insurance occurs once per year. This is the only time per year that new applications or changes to medical/dental insurance will be accepted. If employee fails to apply or make changes to for medical/dental insurance during this open enrollment period, he/she must wait until the next year's open enrollment period.

Open Enrollment effective dates for Medical Insurance, Dental Insurance and Supplement Insurance, as well as any changes to your current coverage, are subject to change and may have different dates for each. All information on coverage will be provided to you upon becoming a Visium Resources Employee.

LEAVES OF ABSENCE

Personal Leaves of Absence

A full-time employee who has completed at least one year of service with the Company may request an unpaid personal leave of absence for a period of up to 30 days. A personal leave must be requested in writing at least two weeks in advance, unless necessitated by an emergency, in which case oral notification should be followed by written application for the leave.

Personal leave may be granted for any justifiable reason at the Company's discretion, provided the leave does not seriously disrupt the Company's operations. All unused, accrued vacation and sick days must be used before a personal leave will be granted.

The Company cannot guarantee reinstatement to employees returning from personal leave but will make every effort to reinstate employees to their former positions if business requirements permit.

Bereavement Leave

Employees may be allowed up to one (1) paid day in any one calendar year for bereavement leave due to the death of an immediate family member (father, mother, brother, sister, spouse, child or grandparent). Any additional time off for bereavement leave must be deducted from accumulated personal leave and approved by Visium Resources.

Military Leave

Visium Resources will observe all applicable state and federal laws concerning the rights of employees who enter the United States Armed Forces and require a leave of absence.

III. PERSONNEL POLICIES

PERSONAL CONDUCT AND STANDARDS OF BEHAVIOR

Visium Resources believes that the conduct, attitude and appearance of employees are as important as their technical skill and competence. Each Visium Resources employee is expected to behave in a business-like manner and dress professionally whether in the office or at a client's facility. Attention to these areas is the responsibility of every Visium Resources employee.

At all times, employees are expected to conduct themselves in a positive manner that reflects the professional image of Visium Resources and serves the best interests of our clients. The following conduct, while not all-inclusive, is specifically prohibited and will subject the individual to disciplinary action up to and including termination.

- Excessive tardiness or absenteeism
- Reporting to work under the influence of drugs or alcohol or possessing, consuming, selling or transferring such substances on company or client property.
- Stealing or attempting to steal company property or the property of employees or clients.
- Bringing firearms, ammunition, or concealed weapons of any kind on company or client property.
- Fighting, scuffling or engaging in horseplay.
- Intentionally destroying or damaging company or client property.
- Falsifying an employment application, health questionnaire, time records or any other document required by the company or client in the normal course of business.
- Failing to observe fire or safety rules.
- Threatening, intimidating, coercing, harassing, or interfering with fellow employees or managers.
- Engaging in sexual harassment of any kind.
- Gambling on company or client property.
- Using profane, abusive, or threatening language toward employees, clients or managers.
- Engaging in immoral or indecent conduct while on company or client property.
- Performing other than company/client work during work hours.
- Any unauthorized use of company or client computers or internet access accounts.
- Smoking in restricted areas.
- Failure to follow management/client instructions or insubordination.

Additionally, employees are subject to the client's work rules and policies. Any violation of the client's work rules or policies may result in the loss of the assignment or further disciplinary action, up to and including discharge.

OFF-DUTY CONDUCT

Visium Resources, Inc. respects the privacy of its employees and recognizes their wish to conduct their personal lives as they see fit. Nonetheless, employees should keep in mind that, even while off-duty, they represent Visium Resources to the public and should strive to preserve

the Company's reputation. In addition, certain types of off-duty conduct may reflect badly upon an employee's character and judgment and thereby influence his or her standing as an employee. Therefore, employees who engage in unprofessional or criminal conduct or other serious misconduct off-duty may be subject to disciplinary action by the Company, including termination of employment, if such conduct is determined by management to be harmful to our standing in the community, inconsistent with expectations of our employees, or otherwise adversely affects our legitimate business interests.

SEPARATION OF EMPLOYMENT

Despite everyone's best efforts, there are situations that do not work out between employees, the client, or the Company. Accordingly, the Company reserves the right to terminate the employment relationship at any time, with or without notice and with or without cause, if the Company determines in its sole discretion that such termination is appropriate, even if there are no disciplinary or performance-related offenses involved.

ATTENDANCE AND ABSENTEEISM

The success of our company depends upon an efficient working environment and providing our clients with dependable staff members. For this reason, it is essential that employees be prompt and maintain good attendance records. Failure to meet a client's attendance requirements will result in disciplinary action, up to and including discharge.

Attendance

Employees are expected to report to work on time and carry out their duties during all scheduled work time.

Employees are expected to notify their client manager and your Visium Resources Recruiter as far in advance as possible whenever they know they will either be late for work or must leave work early. Such notification must include a reason for the absence and an indication of when the employee can be expected to report back to work. If the manager is unavailable, the appropriate administrative assistant should be contacted.

Absenteeism

Any employee who will be absent from work must notify his/her on-site supervisor and Visium Resources manager within 30 minutes of the scheduled starting time. Separate notification is required for each individual day of absence. Failure to notify the on-site supervisor or the Visium Resources manager each morning may result in an "unauthorized absence." Unauthorized or excessive absences or tardiness may be grounds for disciplinary action up to and including discharge.

CONFIDENTIALITY

All information about Visium Resources and its business practices not released to the public by Visium management should be held in the strictest confidence by our employees. This includes, for example, financial data, existing and prospective customers, estimates, bids, marketing activities, wage rates, salaries and other such confidential/proprietary information. Visium Resources employees may be required to sign individual confidentiality agreements, but even in the absence of such an agreement, employees must keep all non-public information about Visium Resources confidential. In addition, clients may request Visium Resources employees to sign non-disclosure statements—these requests should be honored. However, even in the absence of a non-disclosure statement, employees are expected to keep all client information confidential.

SECONDARY EMPLOYMENT

Visium Resources employees may not engage in outside employment, including self-employment in private practice, which is incompatible with the full and proper discharge of their duties and responsibilities to Visium Resources. Employees only may engage in secondary employment if the following conditions are met:

1. Secondary employment does not conflict with the goals and objectives of the company and does not create a conflict of interest or a perceived conflict of interest;
2. Secondary employment does not interfere with or decrease the quality or quantity of the employee's job performance for Visium Resources; and
3. Visium Resources is notified in writing of the identity of the secondary employer or private practice, the expected hours of work weekly, and strict compliance with items 1 and 2 above. The employee must keep this information current.

Any employee who fails to comply with this policy will be subject to disciplinary action up to and including discharge.

HOURS OF WORK

Normal Business Hours

The normal workday for employees at the Visium Resources office is 8:30 a.m. to 5:00 p.m., Monday through Friday. While the office work schedule is based on a 40-hour week,

business conditions may necessitate additional hours during the week for both exempt and non-exempt employees.

Visium Resources' consultant employees are subject to the client's work schedules and work hour requirements. Each employee's assignment letter will indicate whether the employee is eligible for an overtime premium for hours worked in excess of 40 in the workweek.

Overtime

All non-exempt employees (as defined by the Fair Labor Standards Act) will be paid an overtime premium of one and one-half times (1 ½) the employee's hourly rate for all hours worked in excess of 40 in the workweek.

Paid hours not actually worked (e.g. vacation, holidays, etc.) will not be counted toward the 40 hours per week required to receive overtime pay.

Most clients of Visium Resources have their own overtime policies regarding Consultant employees. These employees are expected to follow the client's overtime policies and when required by the client, obtain consent from the on-site supervisor before working any overtime hours.

TIME CARDS/PAYROLL POLICIES

All Consultant Employees are required to fill out and deliver (either via fax or digitally) to the Visium office, weekly timecards, signed by the employee and the on-site supervisor. Hours must be turned in to Human Resources by 10:00 AM each Monday in order to receive a paycheck that week. If an employee is assigned to a client with their own method of logging work hours, the employee will be paid based on the client's time records but may still be required to fill out a Visium Resources timecard.

Employees will receive their paychecks through direct deposit every Friday.

OPEN DOOR POLICY

Visium Resources is concerned with any situation affecting the employment relationship. The Company is committed to correcting any condition or situation that may cause unfairness or misunderstanding. It is inevitable that problems and misunderstandings may occur. Therefore, the Company has provided an orderly manner for an employee to voice an opinion or discuss a problem with management without prejudice or fear of retaliation.

If an employee has a problem or complaint, the employee should discuss it with his or her immediate supervisor as soon as possible. If the problem still is not satisfactorily resolved, the employee then has the right to discuss it with the Human Resources Department.

In the event the problem still has not been satisfactorily resolved, the employee has the right to discuss it with the President of the Company for a final resolution. A Human Resources representative will assist the employee (*if requested*) in the presentation of the problem to the President.

Not all complaints can be resolved to everyone's satisfaction. However, in each case, the reason for the decision will be clearly explained to the employee. Also, Human Resources personnel are available, at any time, to discuss and/or provide assistance on any complaint, problem, or concern that an employee may have.

DRESS CODE

We always are concerned with the impression we make on others as representatives of Visium Resources, Inc. In accordance with this concern, employees should always strive to ensure that their clothing and appearance are business-like and contribute to a pleasant office atmosphere for both co-workers and visitors. Employees are encouraged to consult with their on-site supervisor whenever necessary regarding acceptable dress for their particular work area.

Employees who show up for work in attire that is deemed inappropriate by the on-site supervisor may be sent home to change.

REFERRAL BONUS

Visium Resources is constantly in search of talented professionals to join our team, and we find that referrals from our own employees have the greatest success rate. As such, the Company provides a bonus payment for each referral who maintains employment with Visium Resources for ninety (90) days or more.

EMPLOYEE HANDBOOK
ACKNOWLEDGMENT

I understand that it is my responsibility to read this employee handbook and become familiar with its contents. I understand that it is not a binding contract but a set of guidelines for the implementation of personnel policies. I understand that Visium Resources may modify any of the provisions of this handbook at any time, with or without notice, and may deviate from any provision of this handbook in its sole discretion. I also understand that, notwithstanding any of the provisions of this handbook, I am employed on an at-will basis. My employment may be terminated at any time, either by me or by the Company, with or without cause. I understand that no representative of the Company, other than the president, has any authority to enter into any agreement for employment for any specified period of time, or to make any agreement contrary to the foregoing. I acknowledge that I do not in any way rely upon the provisions of this employee handbook in accepting or continuing my employment with the Company.

Employee Signature

Employee Name (Printed)

Date