



## Our Code of Conduct

**CANNONDESIGN**

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[U.S. Supplement to  
Code of Conduct](#)



# Welcome Brad's Message to You



CannonDesign is an innovative firm that's driven by knowledge, with the right skills to impact change. We are on a continual journey of transformation while, at the same time, always learning and engaging. Our firm's Living-Centered Design ethos drives our culture and our work, fueled by tremendous talent and an unwavering belief that ethics, integrity and compliance are paramount.

I believe we all try to act with the best intentions. Our Code of Conduct ("Code") eliminates any ambiguity by establishing clear guidelines that help us operate in a manner that is both principled and steadfast. It serves as an invaluable tool, guiding our interactions with both internal colleagues and external clients and stakeholders. By upholding the values of accountability, fairness and respect, we embody the highest standards of conduct.

Remember, our actions shape how our company is perceived and received by others. By standing united in our dedication to our Code, each one of us contributes to building our firm's enduring legacy.

Thank you for always doing good and doing right.

A handwritten signature in black ink, appearing to read 'Bradley A. Lukanic'. The signature is fluid and cursive, with a long horizontal flourish at the end.

**Bradley A. Lukanic**  
Chief Executive Officer

# Our Ethos

Living-Centered Design



# Living-Centered Design

*Let's flourish*

Living-Centered Design inspires us to dream big and consider how our decisions affect the intricate connections that exist across life. That's why, when we design something, we're not content with just meeting basic requirements. We strive to create solutions that have a broad and meaningful impact on our communities and the world at large.

Living-Centered Design is woven into the fabric of our firm in two important ways:

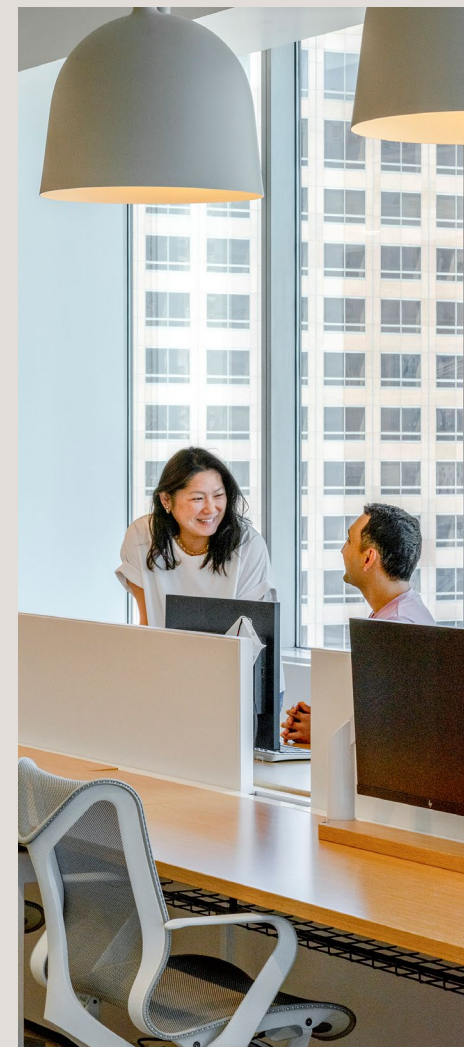
## It shapes our culture

We believe that a life-centered work environment is essential for creativity and innovation to thrive. We use Living-Centered Design principles to create programs and experiences that support the growth, success, well-being and happiness of our people, as well as provide the flexibility we all need to flourish.

## It drives our design approach

We believe solutions should not only address the needs of people, but also the interdependencies that exist across life, specifically those between individuals, communities, businesses, society and the environment. Our commitment to Living-Centered Design inspires deliberate and purposeful solutions that empower our clients to achieve far-reaching impact.

And while we recognize the importance of *what* we do to usher in this change, we never lose sight of *how* we do it. We help organizations go bigger and do better—and we do so with honesty and integrity every step of the way.



# Make the Connection

Our Code, Our Culture  
Our Responsibilities  
Our Decisions  
Our Voice—Raise Your Hand



"You are not obligated to complete the work, but neither are you free to abandon it."  
The Talmud  
SOCIAL LAB IS MADE BY THE STATE OF

# Our Code, Our Culture

**Our Code** fuels Living-Centered Design and is the written expression of everything we value as a firm.

Turn to it for general guidance on everyday ethical situations. It will point you down the right path and provide information about the people and places you can go to for help when the direction is not clear.

## Our Responsibilities

Every CannonDesign employee has a responsibility to:

- Know and follow all applicable laws and regulations.
- Honor our Code and our policies.
- Follow the stricter standard whenever requirements conflict.
- Use good judgment at all times and in all places.
- Ask questions if unsure of what to do.
- Speak up about any suspicions of wrongdoing.
- Cooperate with investigations.

Leadership has additional responsibilities. Managers and coaches should:

- Be ready to help employees solve ethical dilemmas.
- Report potential misconduct and escalate when necessary.
- Prevent retaliation against anyone who reports a concern.
- Weave the Code into everyday discussions about behaviors.



### *Our Code ...*

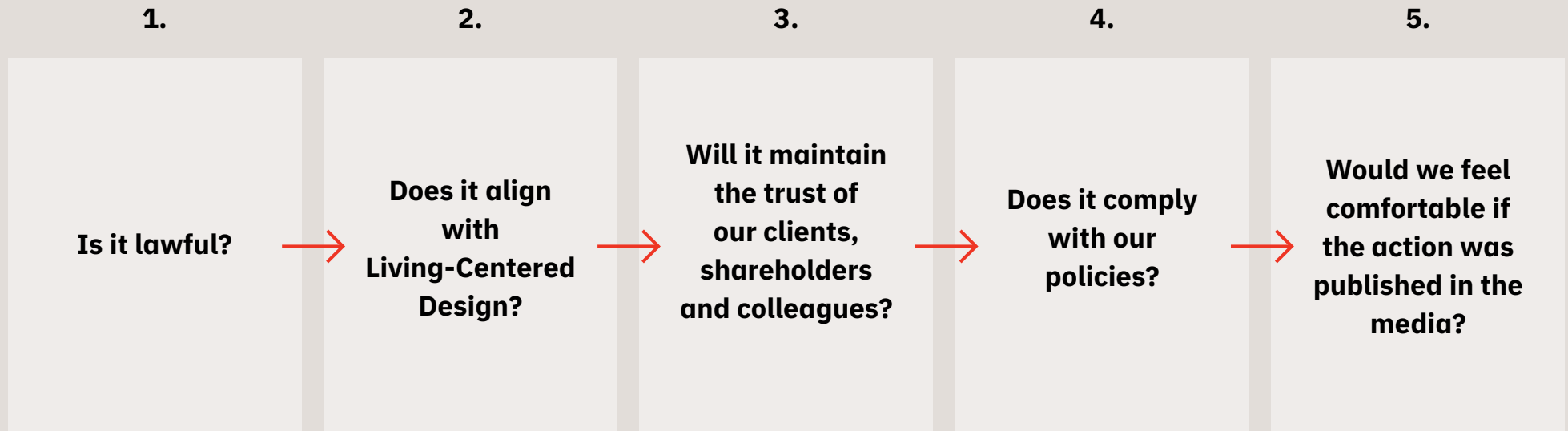
- Honors our commitment to an ethical workplace.
- Fuels our firm's expectations for employee behavior.
- Applies to everyone, at every level of CannonDesign.
- Helps us comply with the law, regulations, industry standards and all other applicable requirements.
- Is foundational—anyone who violates it may face disciplinary action, up to and including termination.



# Our Decisions



There are some situations where the right decision is not apparent. Anytime we face an ethical dilemma, we ask ourselves:



We know that when we can answer **“yes”** to all these questions, the action is probably OK and it’s safe to move forward. A **“no”** or a **“not sure”** to any of them should cause us to stop and reconsider.

And remember that it’s always appropriate, in any situation, and under any circumstances, to ask for help.

# Our Voice

## Raise Your Hand

A strong collective voice requires your individual action.

If you see, experience or suspect wrongdoing, **raise your hand**.

It's not always easy. Maybe you believe that someone else will come forward and speak up. Maybe you're afraid of being judged by others. Or maybe you're not even sure if the conduct you're seeing should be reported in the first place.

We get it. But the risks of not speaking up far outweigh these concerns. Your silence could send the message that we are a workplace of bystanders and that those harmed will go unprotected. This goes against everything we stand for.

Let's aim to protect our colleagues and communities in ways that enable them to flourish. Commit to raising your hand, whenever possible.

To do so, you may reach out to:

- Our Integrity Champions: Every office/business unit has someone designated to act as a sounding board for concerns.
- Our Ethics and Compliance Office: Led by our Director of Ethics and Compliance, this team monitors day-to-day ethics and compliance activities.
- The CannonDesign Ethics and Compliance Committee (our "Ethics Committee"): An independent body that assists the Director of Ethics and Compliance, oversees significant compliance-related issues and ensures that our purpose is lived and advanced.
- The Ethics Line: A toll-free service, available anytime in multiple languages, day or night, where individuals may report concerns anonymously if they wish and without fear of retaliation.

We can all be assured knowing that whomever we contact, our concerns will be handled promptly and appropriately.



**Raise your hand** means be proactive:

- If you're not sure about a particular action, ask questions.
- If troubled by a situation, speak with the offender.
- If you need additional insight, reach out to a trusted colleague.

Ethical behavior starts with each of us using our voice—it is each employee's responsibility to raise their hand.



## What happens when we report violations?

Reported violations—and the facts and circumstances surrounding reports—are reviewed, investigated if appropriate and treated confidentially, to the extent possible under the law. There also may be some instances where we must report matters to government authorities.

If you're part of any investigation, whether conducted by our firm or the government, be sure you:

- Cooperate fully.
- Remain candid, truthful and forthright.
- Keep the process as confidential as possible to preserve the privacy of the individuals involved and integrity of any ongoing investigations.

## Will we face retaliation?

We do not tolerate retaliation against anyone who makes a report or who assists with an investigation of a violation.

We want you to feel comfortable coming forward, secure in the knowledge that you're doing the right thing, even if your report is not—or can't be—substantiated.

## Did You Know?

People are less likely to speak up if they believe someone else will. It's called the bystander effect. No matter who else is around—it's your responsibility to raise your hand. It makes a difference.



## Learn More

[Non-Retaliation Policy](#)

# Be Human

Belonging  
Respect in the Workplace  
Human Rights  
Privacy

Safety and Health  
Volunteerism  
Stewardship and Sustainability  
Work-Life Balance and Remote Work



# Belonging

## What inspires us

We are proud of our talented and diverse workforce. We believe that each individual brings unique skills, creativity and perspectives to our firm and deserves an equal opportunity to contribute and succeed.

## What guides us

Our diversity of ideas, values, perspectives, backgrounds, training, education, and experiences gives us strength. It fuels innovation and enables us to create amazing solutions for our clients. As a CannonDesign teammate, you play an important role in helping our firm maintain a welcoming and inclusive workplace that inspires everyone to reach their fullest potential.

### Honor our diversity.

We provide equal opportunities for employment and advancement throughout our firm. To do your part:

- Remain open to varying viewpoints and perspectives.
- Base **employment decisions** on objective criteria—not **protected characteristics**.
- Help ensure reasonable accommodations for:
  - Religious beliefs and practices.
  - Disabilities.
  - Pregnancy, childbirth and related medical conditions.
  - Other groups that may require reasonable accommodations.



**“Employment decisions”** include:

- Recruiting.
- Hiring.
- Compensation.
- Development.
- Evaluations.
- Advancement.
- Demotions.
- Discipline.
- Terminations.
- Any similar decision with respect to an employee or applicant for employment, including anything that impacts terms, conditions, or privileges of employment.

**“Protected characteristics”** include:

- Race.
- Color.
- National origin.
- Sex .
- Gender identity.
- Sexual orientation.
- Age.
- Religion.
- Disability (including pregnancy).
- Marital or registered domestic partner or civil union status.
- Veteran or military status.
- Genetic testing results.
- Any other category protected by applicable federal, provincial, state, or local law, regulation or ordinance.

The above examples are not intended to be a complete list.

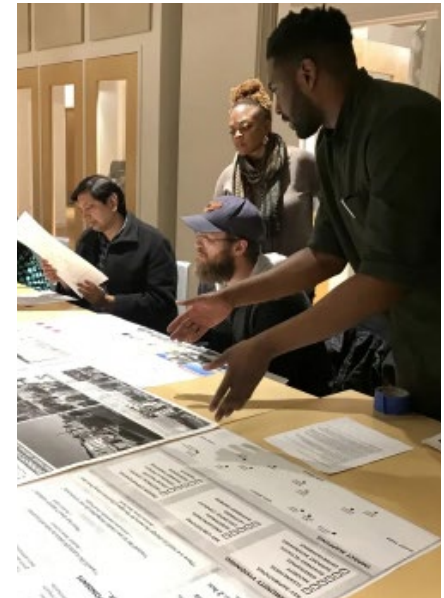
## Foster equal opportunities and inclusion.

To ensure everyone here feels valued and included, be sure to:

- Encourage your colleagues' professional development and celebrate their goals and achievements.
- Take advantage of firm opportunities to develop your own talents and career.
- Ensure employment decisions are fair and based on merit.

## Show your commitment.

If you suspect discrimination, let us know. When you do, you help us maintain a work environment that preserves the dignity and worth of every individual, including you.



## How It Looks in Action

**Q:** My team is interviewing two candidates with similar qualifications. My colleague suggested we select the applicant whose personality is a better fit. Good idea?

**A:** It depends. It is imperative that all employment decisions are made comparing the requirements of the role to the knowledge, skills, experience, and abilities of the candidates. Part of that process includes weighing how candidates would integrate into a team dynamic, as it is also imperative to have

high functioning teams. Ensure that the examination of candidates includes thought on who will make the most needed contributions to the organization and team. At the end of the day, hiring the most qualified candidate to perform the duties and responsibilities of the role involves considering candidates that will make the sought after impact on the team, while supporting other team members, and contributing to the overall success of the firm. Ensure that implicit bias, similarity bias or any other type of bias isn't steering your colleague in the wrong direction.

## Did You Know?

What if we treat others the way they want to be treated, with a focus on mutual respect. What if we treat others the way they want to be treated instead? When we focus on the needs of others, it promotes a general sense of belonging, where everyone can thrive.

# Respect in the Workplace

## What inspires us

Each of us is an integral member of the CannonDesign team. We work positively and collaboratively, promoting respect as we support each other and celebrate our talents and differences.

## What guides us

When we stand together as a unified team, we achieve extraordinary things. That's why we strive to maintain a working environment that is free from harassment and discrimination. Make sure every interaction you have highlights trust and respect for everyone, including our clients, suppliers and other third parties.

### Show respect.

We do not tolerate harassing or discriminating behavior by anyone at any level of our firm. This behavior goes against the law and our purpose - to help people continuously flourish. It also damages morale and lessens productivity. In every interaction, be sure to:

- Treat co-workers, clients, suppliers and third parties with dignity.
- Value and respect the thoughtful contributions of others.
- Avoid all forms of harassing or discriminatory treatment.



## Recognize harassment.

Harassment is any behavior that creates an offensive, hostile or intimidating work environment or keeps someone from performing their work. It can take many forms, including, but not limited to:

- Discriminatory jokes, slurs or gestures.
- Threats or intimidation.
- Stalking.
- Bullying.
- Displays of offensive materials.

It can also take the form of sexual harassment, including, but not limited to:

- Unwanted sexual advances or requests for sexual favors.
- Inappropriate physical conduct.
- Sharing of sexual materials or other acts of a sexual nature.

## Speak up.

Once you become aware of harassing or discriminatory behavior, don't ignore it—speak up either to:

- The individual whose conduct is improper.
- A trusted manager or coach.
- Human Resources.
- Legal.
- Ethics and Compliance.
- Our anonymous Ethics Line.

That way we can conduct an immediate and proper investigation. Take comfort in knowing that we never tolerate retaliation against anyone who reports a genuine concern, even if the report turns out to be unfounded. Anyone who is found to have engaged in discrimination or harassment could face disciplinary action, possibly even termination.

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## How It Looks in Action

**Q: One of my colleagues made sexually suggestive comments toward me. When I confronted them, they claimed they didn't mean it in a sexual way. Should I let it go?**

**A:** No, don't let it go. Harassment doesn't have to be intentional to go against our values, policies, and the law.

## Learn More

[Harassment and Discrimination Policy](#)

# Human Rights



## What inspires us

We are committed to respecting human rights throughout our global supply chain and do not knowingly conduct business with any individuals or organizations that participate in the exploitation of children (including child labor), physical punishment, forced labor, slavery or human trafficking.

## What guides us

We believe that all people deserve to be treated fairly and with respect and dignity. Do not engage in any acts of human rights abuse or conduct business with those who do.

### Understand human rights.

Human rights are the basic rights and freedoms every human should have. They are guided by the principles set forth in the United Nations Universal Declaration of Human Rights, and include:

- The right to life.
- Freedom from slavery.
- Respect for privacy and family.
- Freedom of thought and religion.
- The right to peaceful assembly.
- The right to a decent standard of living.

At CannonDesign, we believe everyone is entitled to these basic rights and all others that reaffirm human dignity and equality, and we work to ensure our workplace reflects this belief.

### Be vigilant.

Comply with all applicable human rights laws in the markets where we operate, and work to ensure our third parties do the same. Their business is our business.



## Did You Know?

There are more people living in slavery today than at any other time in history. Fight for transparency throughout our supply chain so we can hold companies accountable while supporting those who do the right thing.

## How It Looks in Action

**Q: I received an anonymous tip that our consultant violated child labor laws. I'm convinced the call was a malicious attack by the consultant's competitor, and that there is no truth to the allegations. Do I still need to report?**

**A:** Absolutely. Reporting the matter will show everyone how seriously we take our Code. If it turns out that the allegations are indeed unfounded, we may be able to confirm the innocence of our consultant, and it will certainly restore faith in our selection process.

## Learn More

[Anti-Trafficking Policy](#)

# Privacy



## What inspires us

An essential element of our relationships is trust. Both our people and our clients trust CannonDesign to protect the personal or sensitive information they share with us. It's up to each of us to safeguard that information and prevent its loss or unlawful disclosure.

## What guides us

We understand the importance of following the laws that protect the privacy of personal or sensitive identification information.

When working with **personally identifiable information (“PII”)**, we make sure that it is only used for legitimate business reasons, and only share it with authorized people, such as Human Resources representatives, who may need to know the information to do their jobs.

### Protect colleague information.

We treat our colleagues' PII as we would our own. Whether you access PII in the course of your role or come across it inadvertently, be sure to:

- Safeguard it against deliberate or accidental exposure.
- Follow our policies to properly handle and retain it.
- Refer any requests for a colleague's information to Human Resources.



Examples of **PII** include:

- Full names.
- Email addresses.
- Telephone numbers.
- Photos.
- Credit card information.
- Names of family members.
- Medical records.

The above examples are not intended to be a complete list.

## Protect client information.

Our clients share PII about their employees, their business and their finances, and it's our responsibility to keep it confidential. If you access PII client information at work:

- Comply with all privacy notices.
- Only collect what's needed to do your work.
- Use it only for legitimate business or legal purposes.
- Use extra care when accessing it for marketing purposes.
- Protect it from unauthorized disclosure.
- Only share it with other third parties if:
  - There is a legitimate business purpose.
  - There is a confidentiality agreement in place.



## Did You Know?

Most information breaches happen over email. To protect colleagues and clients, double-check all language and attachments before clicking “send.”

## How It Looks in Action

**Q: My entire department just received a client email that mistakenly contained PII. Since such a large group received it, may I safely assume someone else will speak up?**

**A:** No. In fact, the large number of recipients makes it less likely someone will speak up because others may make the same assumption. Every employee has an affirmative responsibility to raise their hand to make things right.

## Learn More

[Confidential and Intellectual Property Policy](#)

# Safety and Health

## What inspires us

We believe every employee deserves a safe, healthy and secure work environment—it's both our promise and a critical component of our reputation as a responsible and reliable firm.

## What guides us

Each of us shares in the responsibility to protect ourselves and safeguard our colleagues, our clients and the public. No matter what position you hold or where you work, you can help us promote safety by staying alert, participating in training and following CannonDesign's health and safety requirements and regulations wherever you work.

## Prevent violence and substance abuse.

To work well, we must be clear-headed and comfortable working together. That is why CannonDesign does not tolerate drug or alcohol abuse or threats or acts of violence.

To do your part:

- Do not work if you are under the influence of any substance.
- Let us know if you become aware of weapons in the workplace.
- Speak up if you see warning signs of violence, such as threats, bullying, stalking or property damage.

## Stay safe on site.

Because you face special safety risks, we require specific safety training. All employees are assigned a workplace safety course. Depending on your role, you may be assigned a second course related to jobsite safety. Both courses are assigned through the CannonDesign Academy Learning Management System (LMS). You are responsible for confirming completion of these courses.



## Prevent injuries.

Whether you work in an office or travel to construction sites, you have a duty to uphold our commitment to safety. Be sure to:

- Stay focused and know all safety requirements that apply to your work.
- Wear or use personal protective equipment whenever required.
- Watch for any safety hazards and report them right away.
- Keep yourself and others away from any unsafe conditions.

## Speak up.

If you become aware of any CannonDesign employee making site visits or doing construction management without proper training, report it immediately to your Regional Practice Leader or other applicable leader. In general, report anything that jeopardizes safety, including potential hazards, violent acts, drug or alcohol abuse, weapons or threats. You may save a life.



## Did You Know?

We aim to support and protect both your physical and mental health. In addition to worksite safety measures, take advantage of allotted breaks, rest periods and PTO time as well as firm-sponsored resources.

## How It Looks in Action

**Q: I feel a bit drowsy after taking medication for a migraine. It was prescribed by my physician, so I should be OK to work, right?**

**A:** Maybe. Even prescription drugs can impair judgment. Speak to your manager/coach so we can make sure you are placed on projects where there's no risk of injury to you or those around you.

## Learn More

For U.S. employees:

[Drug-Free Workplace Policy](#)  
[Health and Safety Manual](#)

# Volunteerism



## What inspires us

We are driven to volunteer because we recognize the power of collective efforts in creating meaningful change. By dedicating our time and resources to various causes, we strive to contribute to a better world, uplift those in need and foster a spirit of compassion and solidarity.

## What guides us

We're all encouraged to participate in initiatives and other forms of outreach in the communities where we live, work and play as both CannonDesign employees and as private citizens. Keep in mind that even when you're volunteering as a private citizen, people might still associate your actions with CannonDesign. Ensure that what you are doing is lawful and aligns with Living-Centered Design.

## Volunteer responsibly.

We support and celebrate your participation in outside volunteer activities—political, charitable or otherwise. However, we want to make sure it won't negatively affect your job or present a conflict for our firm. For any personal volunteer work:

- Engage on your own time, unless you've received approval from your manager/coach and your Business Practice Leader (BPL) or other appropriate leader to engage during work hours.
- Participate at your own expense.
- Do not use **firm assets** for any political activities.
- Only use firm assets with prior approval by your BPL or other appropriate leader.



Examples of **firm assets** include:

- Funds.
- Facilities.
- Equipment.
- CannonDesign Name.
- CannonDesign Logo.

The above examples are not intended to be a complete list.

## Contribute responsibly.

You are encouraged, but never required, to donate to charitable organizations, political parties, campaigns and candidates you care about.

However, be sure to use your own funds, follow all applicable laws and make it clear that your contributions are your own, and not made on behalf of the firm.



## Did You Know?

In addition to the work that we do, our firm-sponsored charitable activities are another way we fulfill our purpose of helping communities flourish. Some of our initiatives include Open Hand Studio and our Annual Community Impact Day.

## How It Looks in Action

**Q: I was invited by a local news station to discuss my work on a political campaign. They would like to introduce me by providing my name, occupation and place of work. Is this OK?**

**A:** It depends. Check with the Director of Communications and Ethics and Compliance Team first. Per our policy, CannonDesign's name should not be used with an individual's political activities. If approved, ensure that your participation complies with our policies and make it clear that any opinions you express are your own.

## Learn More

[FCPA Policy](#)

[Gifting and Entertainment Checklist](#)

[Gifting and Entertainment Policy](#)

[Open Hand Studio](#)

[Political Contributions Policy](#)

For U.S. employees:

See Lobbying in the U.S.

[Supplement to Code of Conduct](#)

# Stewardship and Sustainability



## What inspires us

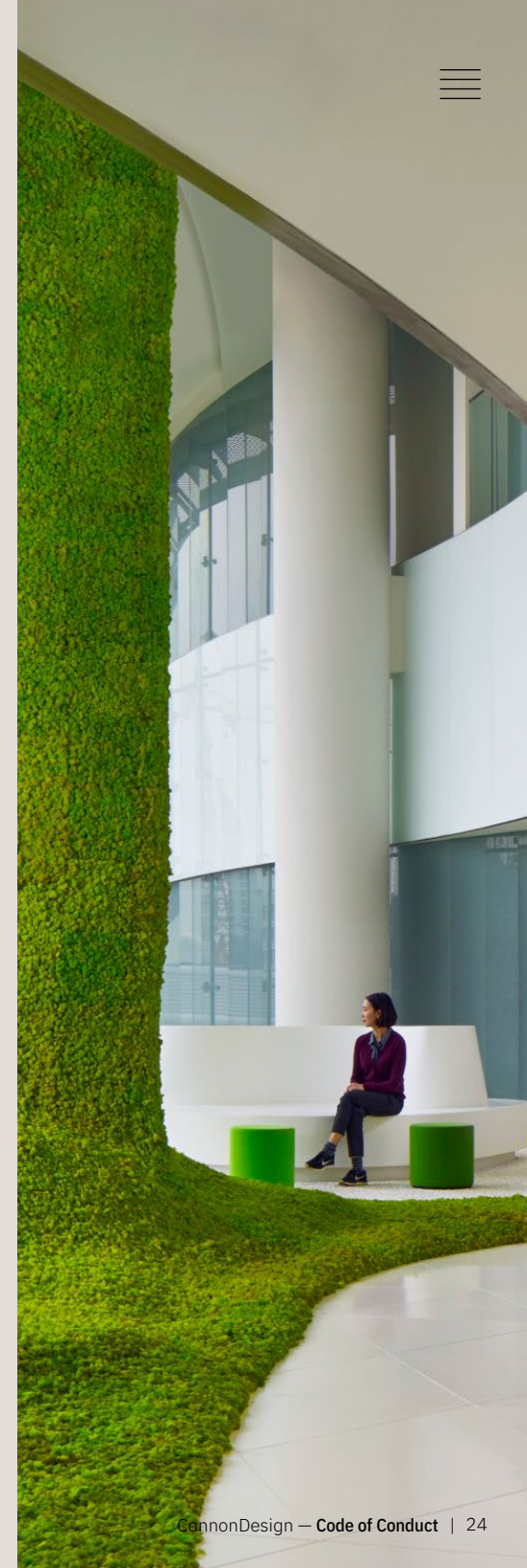
We are responsible corporate citizens who work together to take responsibility for the impacts that our company and our projects have on the environment by maximizing the conservation of natural resources, improving the performance of our projects and minimizing the environmental impact from our operations. We work to scale our collective impact to incite positive change.

## What guides us

We have a global presence with local impact in countries around the world—wherever we operate or perform our services, we comply with applicable ethical and environmental laws and regulations and actively look for opportunities to go beyond to reduce associated carbon emissions, conserve operational energy and support a restorative and regenerative approach to our work.

### Conserve, recycle and reuse.

Support climate action and the sustainable stewardship of our natural resources by minimizing waste, reducing your carbon footprint, conserving energy and water and practicing the responsible use of resources, wherever possible.





## Join our commitment.

We design toward a zero carbon, regenerative and restorative future by exploring materials, systems and technologies that meet our clients' needs without sacrificing our future. From building reuse to clean energy, to healthy materials, let's work together to prioritize stewardship and sustainability across all our efforts. With your support, we will:

- Target Net Zero on every project (with pathways to all buildings achieving net zero by 2030).
- Cut embodied carbon in half by 2022; 80% by 2025; 100% by 2030.
- Conduct a Healthy Material Strategy on every project.
- Conduct a Resiliency Strategy on every project.
- Conduct a Circular Economy Strategy on every project.
- Promote full Building Electrification (no burning of fossil fuels within projects).
- Encourage Deconstruction (over demolition).

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## Did You Know?

Designers play a significant role in contributing to climate change and our work is vital in slowing its effects. By designing using low-carbon, healthy or resource-efficient materials and approaches, we can build in ways that ensure a vibrant future for everyone.

## How It Looks in Action

**Q: How can we design health care to better serve the needs of the patients?**

**A:** What if we were to design a cancer center that avoids all known cancer-causing chemicals? By evaluating the sourcing of the materials we specify, we can eliminate toxic exposure for vulnerable populations of patients.

## Learn More

[BuildingGreen / Environmental Building News](#)

[Canada Green Building Council \(CaGBC\)](#)

[MEP2040 Commitment](#)

[SE2050 Commitment](#)

[Sustainability Space](#)

[The AIA 2030 Commitment](#)

[US Green Building Council \(USGBC\)](#)

# Work-Life Balance and Remote Work



## What inspires us

We understand the importance of investing in both our personal and professional lives. By accessing firm-sponsored programs that promote work-life balance and remote work, we boost job satisfaction, making us better employees. We also boost our mental and physical health, making us better humans.

## What guides us

A balanced life and flexible work options help us manage personal commitments, save commuting time and reduce the impact on the environment, all while ensuring we carry out our Living-Centered Design ethos.

## Telework responsibly.

When working remotely, it's important that you apply the same standards of professionalism as you would in the office.

Be sure to:

- Remain reachable and responsive during business hours via email and phone.
- Remain connected via the internet to complete your work.
- Maintain the same number of work hours that would be expected of you onsite.
- Protect firm assets and information in ways that make sense for your home environment.

## Strike the right balance.

Balancing your professional and personal life can be challenging, but it's essential.

Be sure to:

- Strive for a realistic schedule, not a perfect one.
- Remember that your health always comes first.
- Communicate your personal and professional boundaries.
- Be intentional with your down time so you can make the most of it.





## Did You Know?

When employees achieve a healthy work-life balance, the benefits are twofold. Not only do they experience greater personal satisfaction, but they also become more productive, take fewer sick days, and are more likely to remain engaged in their jobs. It's a win-win situation for both employees and the workplace.

## How It Looks in Action

**Q: I have been working from home and things are going well, but our client often organizes meetings at lunch time. I feel that this infringes on my personal time. What should I do?**

**A:** We all need to be flexible and make accommodations from time to time. Speak to your manager to see if there are other options. Working remotely is a privilege that is based on the role that you have in the firm, and making sure we can meet client needs is always a strong focus whether you are working remotely or in the office.

## Learn More

[Electronic Systems Policy](#)

[Work-Life Program](#)

# Protect What's Ours

Accurate Records  
CannonDesign Assets  
Confidential Information  
and Intellectual Property

Conflicts of Interest  
Speaking on Behalf of CannonDesign  
Social Media  
Responsible Marketing



# Accurate Records



## What inspires us

Our current and future success hinges, in part, on being able to rely on financial information that reflects the true nature of our transactions. The integrity of our books and records is paramount.

## What guides us

As employees, we touch multiple **records** every day. We understand the importance of following all internal processes, controls and accounting principles to ensure that our records accurately reflect all transactions. Always be honest, accurate and complete in what you record.

### Be transparent.

Each of us has a responsibility to:

- Correctly and consistently assign costs.
- Never falsify or mischaracterize any book, record, account or transaction that relates to our firm.
- Never establish any undisclosed or unrecorded funds, liabilities or assets for any purpose.
- Make sure to provide adequate supporting documentation and all required approvals before submitting expenses for reimbursement or making any payments on CannonDesign's behalf.
- Obtain pre-approval for certain expenses, including charitable contributions and client support to verify it is allowed from an ethics and compliance and business model perspective.



A **record** can be:

- A timesheet.
- An expense report.
- Annual budgets or budget forecasts.
- Project revenue and expense-related data.
- Client contracts with applicable PI Sheets and other related data.
- Vendor expenses and contracts.
- Regulatory filings.

The above examples are not intended to be a complete list.

## Be responsible when disclosing financial data.

If you are responsible for disclosing information to regulatory authorities make sure the information you provide:

- Is full, fair, accurate, timely and understandable.
- Meets all applicable requirements.
- Never misrepresents or omits any material facts.

## Ensure the integrity of the contracting process.

Follow CannonDesign policies as they relate to accurately documenting partner, client, consultant, vendor and other third-party contracts. Understand the importance of working with the federal government and the Federal Acquisition Standards (FAR) that must be adhered to when developing and submitting rates for proposals.

## Practice good records management.

Financial integrity also requires that we:

- Are responsible when it comes to creating and maintaining our records.
- Comply with our policies as they relate to records retention, storage and disposal of information.
- Don't dispose of records that are subject to a document preservation requirement or legal hold.
- Cooperate with all reasonable requests for information from government and regulatory agencies and cooperate fully with any government audits or investigations. If you are contacted directly by a government agency, notify our Legal Team for information on how to respond.





## How It Looks in Action

**Q:** We are over budget on a project, and we've just incurred some additional hours and expenses. My manager told me to list those hours and expenses under another, separate project. That doesn't seem right.

**A:** It isn't. We have a responsibility to make sure hours and expenses incurred are reported under the correct project. Don't make the change—doing what your manager asks would be a misrepresentation and a violation of our policies and possibly the law. Report the incident to another leader or anonymously to the Ethics Line.

## Learn More

[Disciplinary Action](#)

[Gifting and Entertainment Checklist](#)

[Gifting and Entertainment Policy](#)

[Records Retention and Disposal Policy](#)

# CannonDesign Assets



## What inspires us

Our firm represents much more than the place where we work. We feel pride and ownership in CannonDesign and do all we can to protect it and its assets.

## What guides us

CannonDesign relies on us to be good stewards of our resources, which are essential to our operations. Protect our assets from theft, misuse, loss or damage. Any act that harms these assets can break the trust placed in us and hinder our ability to serve our clients.

### Recognize and protect a variety of assets.

Our assets include both the physical assets you can see and those that are less tangible. Learn to recognize our **electronic and physical property**, our **information assets** and our intellectual property (**IP**) and protect these assets as you would protect your own.



### **Electronic and physical property**

includes:

- Information technology.
- Email and voicemail.
- Facilities and equipment.
- Cash and other financial assets, including corporate points earned which can be redeemed for cash or other uses.
- Office supplies.
- Hardware, tools and materials.

### **Information assets** include:

- Product, service or process information.
- PII—whether the information belongs to CannonDesign, a client or another organization.

### **IP** includes:

- Anything you create, design or invent while employed at our firm.
- The CannonDesign name, logos, trade secrets, trademarks, patents, creative materials and copyrights, all of which protect our ideas and brand.

The above examples are not intended to be a complete list.

## Safeguard our electronic systems.

Access to our computer, internet, voicemail and email systems is both a necessity and privilege, and we depend on you to help us to protect them from viruses, unauthorized access and downtime by:

- Minimizing non-business use of these systems along with any applications that diminish bandwidth.
- Being responsible and ethical in your use of email, internet and intranet.
- Only using hardware and software provided by our firm.
- Never downloading or installing software onto a firm computer or device without authorization or direction from IT.
- Preventing unauthorized access to our systems by following IT policies and never sharing your passwords.

Remember that all systems are the property of CannonDesign. We periodically monitor computer use as well as email messages and internet usage logs as part of our efforts to maintain a secure and productive work environment.

## Safeguard our physical assets.

Company property is provided for business use. Make sure you:

- Do not lend, sell or give it away unless you're authorized to do so.
- Keep personal use to a minimum—your use should be appropriate, comply with the law and our policies and not interfere with the time, talent and energy you bring to your work.
- Use care with and secure any hardware which has been issued to you.
- Prevent unauthorized access to our facilities by protecting your ID card or building access card/token.



## Safeguard our information assets.

Information drives our business, so treat all of our information—whether written, electronic or verbal—with care and observe the following practices:

- Do not use it unlawfully or for any commercial venture.
- Use it, manage it, retain and dispose of it as prescribed by our policies, and know the higher standard of care required for PII and confidential and proprietary information.
- Be aware that any information you create, send, receive, download or store on our systems is company property. We reserve the right to monitor and disclose it as necessary unless prohibited by law or regulations.



## How It Looks in Action

**Q:** My son operates a small business out of our house. May I use my work laptop and our design software to help him with a brochure if I do it after work hours?

**A:** No. Our policies prohibit you from carrying out non-firm business on our systems. You have a responsibility to use your own resources—including your own computer and software—to help your son with his business.

## Learn More

[Confidential Information & Intellectual Property Policy](#)

[Electronic Systems Policy](#)

# Confidential Information and Intellectual Property



## What inspires us

Information is a vital, indispensable part of our business. It drives everything we do and gives us a competitive advantage in the marketplace—so, we safeguard our information, and we recognize the obligation we have to protect the confidential information entrusted to us by clients, business partners, consultants and vendors. Conversely, we should never solicit or accept confidential or intellectual property from an employee’s prior employer. Also, we should never take CannonDesign’s confidential or intellectual property to another employer.

## What guides us

We only share confidential information with those—inside or outside of CannonDesign—who are authorized to receive it and need the information to do their work. Know the kinds of information that are considered sensitive, trade secret, confidential or non-public and be a good steward of that information, whatever form it takes.

### Be careful.

Assume that all non-public information you have about our business and about past, present and prospective clients, business partners and suppliers is confidential unless you know otherwise. Understand your obligations as they relate to PII and PHI.



## Take precautions.

Before disclosing confidential information, be sure you:

- Have reviewed and complied with any confidentiality or non-disclosure obligations governing the information, if the information was received from a client or other third party.
- Are authorized to disclose the information.
- Are disclosing it to an authorized individual and the recipient:
  - Is aware the information is confidential.
  - Is aware of and has acknowledged any restrictions related to its use.
- Secure execution of an approved confidentiality agreement or non-disclosure agreement if you're sharing the information with someone outside of CannonDesign.

Do not discuss confidential information in public places where others can hear it or view it in public places where others can see it.

## Honor the intellectual property rights of CannonDesign and others.

Do not share CannonDesign's intellectual property with unauthorized persons or use it in violation of laws or for your own commercial ventures. You have a responsibility to:

- Disclose any inventions, designs, discoveries or innovations. In general, the intellectual property rights in your work product while employed here belong to CannonDesign.
- Respect the intellectual property of others. We do not want to learn of business secrets you developed or learned about through previous employers, and we cannot use this information without the permission of the owner.



## Understand your obligations.

Your commitment to protect confidential information:

- Applies even if you stop working at CannonDesign.
- Also applies to work you may have done before coming here to work (sometimes referred to as “walking data”).

## Gather competitive information properly.

Obtaining information about our competitors is a normal business practice, but:

- We have an obligation to do so lawfully and ethically.
- We use public sources and are honest about who we are and who we work for.
- We never gather information using improper means or enlist someone to do so on our behalf.

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## Did You Know?

Our commitment to keeping information safe is so critical that we require CannonDesign employees to sign an acknowledgment of our Confidential and Intellectual Property Policy. We rely on every employee in every location to keep our confidential information confidential.

## How It Looks in Action

**Q: I attended a conference conducted by an outside party. The materials were great. May I make copies and share them with the team?**

**A:** Only if the outside party provides permission. Unauthorized reproduction, distribution or adaptation of copyrighted materials could be infringement, even if only used for internal purposes.

**Q: I was passing by an empty conference room and noticed a folder on the table. I opened it to see if I could figure out who it belonged to and noticed that it contained financial data about one of our clients. What should I do?**

**A:** Treat the information as confidential information—don't read it, don't share it. Deliver it promptly to the Legal Team for appropriate handling.

## Learn More

[Confidential Information & Intellectual Property Policy](#)

# Conflicts of Interest

## What inspires us

CannonDesign employees share a strong connection—with each other and our firm. We are loyal and dedicated to our mutual success. That's why every decision we make must be objective, never allowing personal relationships, outside employment or financial investments to affect our decision-making.

## What guides us

We understand that situations sometimes arise that could lead us to put our own interests before those of our firm. Situations like these can create conflicts of interest, and you have an obligation to be transparent; avoid and disclose them whenever they happen and never use your position for personal gain.

### Recognize potential conflicts.

One of the biggest challenges in avoiding conflicts is recognizing the many different forms they can take. There are certain situations that often lead to conflicts:

- Personal Relationships—Having a personal relationship with a third party gives the impression that we give preferential treatment to people who are connected to our firm. If you are involved in hiring people, consultants or vendors:
  - Base your decision only on merits and value.
  - Do not hire or supervise friends or relatives or contract with a business owned by a relative.
  - Notify the Human Resources Manager, Director of Human Resources or Director of Ethics and Compliance if a personal relationship arises.



- Outside Employment—Employment or service to another organization, including membership on an outside Board of Directors could interfere with your commitment to CannonDesign, even if the work occurs on your own time. Make sure you:
  - Do not work for or take payment from a client, vendor, consultant or competitor without approval from Human Resources.
  - All employees must receive prior approval from Human Resources and the Director of Ethics and Compliance with respect to any outside employment or activities because that might conflict with your position at our firm.
- Personal Investments and Opportunities—When a business opportunity presents itself, avoid taking personal advantage. That means:
  - Disclosing all business opportunities.
  - Never competing with CannonDesign.
  - Never using our property or information for personal gain.

## Disclose conflicts.

If you are in a situation that presents a possible conflict of interest or the appearance of one, it's critically important that you report it immediately to the Director of Ethics and Compliance. Failing to do so could lead to disciplinary action.



## How It Looks in Action

**Q:** My spouse just accepted a position with a competitor. Should I disclose this?

**A:** Yes. Should your spouse be involved in any work that competes with our business, we can ensure any potential conflict is addressed and managed appropriately.

## Learn More

[Community Involvement Policy](#)

[Disciplinary Action](#)

[Gifting and Entertainment Policy](#)

[Nepotism and Personal Relationships Policy](#)

[Outside Employment Policy](#)

[Political Contributions Policy](#)

[Speaking Engagements and Honorariums](#)

[Teaching Engagements](#)

For U.S. employees:

[See Organizational Conflicts of Interest in the U.S. Supplement to Code of Conduct](#)

# Speaking on Behalf of CannonDesign



## What inspires us

We understand that in providing information to the public on behalf of our firm, it's important that the message we deliver is both consistent and accurate. We are mindful and careful when communicating about CannonDesign.

## What guides us

CannonDesign has designated specific individuals to speak on behalf of our firm to the media, government and others. Do not speak to the media or other third parties on behalf of our firm unless you are designated to do so.

### Know whom to contact.

For questions:

- From the media, contact our Director of Communications.
- From shareholders, contact our Chief Financial Officer.
- About legal and government matters, contact our [Legal Team](#).

### Seek approval.

Obtain approval from the Director of Communications before participating in media interviews, writing articles or distributing any communication on our behalf to external audiences. This is especially important when speaking about projects as client approval is required.

### Know your rights.

Nothing in our Code or our policies is intended to interfere with your right to speak out publicly about matters of public concern or engage in certain activities related to the terms and conditions of your employment.



## Did You Know?

Even if you're not speaking on our behalf, if your connection with our firm is known, make it clear your views are your own.

# Social Media

## What inspires us

We understand and embrace the power of social media. We appreciate its ability to amplify our ideas and share our work on a global scale, but we also understand the risks it brings to our proprietary firm information.

## What guides us

Being able to connect with clients, applicants, suppliers and countless online users is a great advantage for our firm. But as we reach wider audiences, personal and professional communication can intersect.

Just one post about a trade secret or criticism of a client can have serious consequences for you and our firm, so understand both the benefits and risks of social media and communicate responsibly every time, no matter what forum you use.

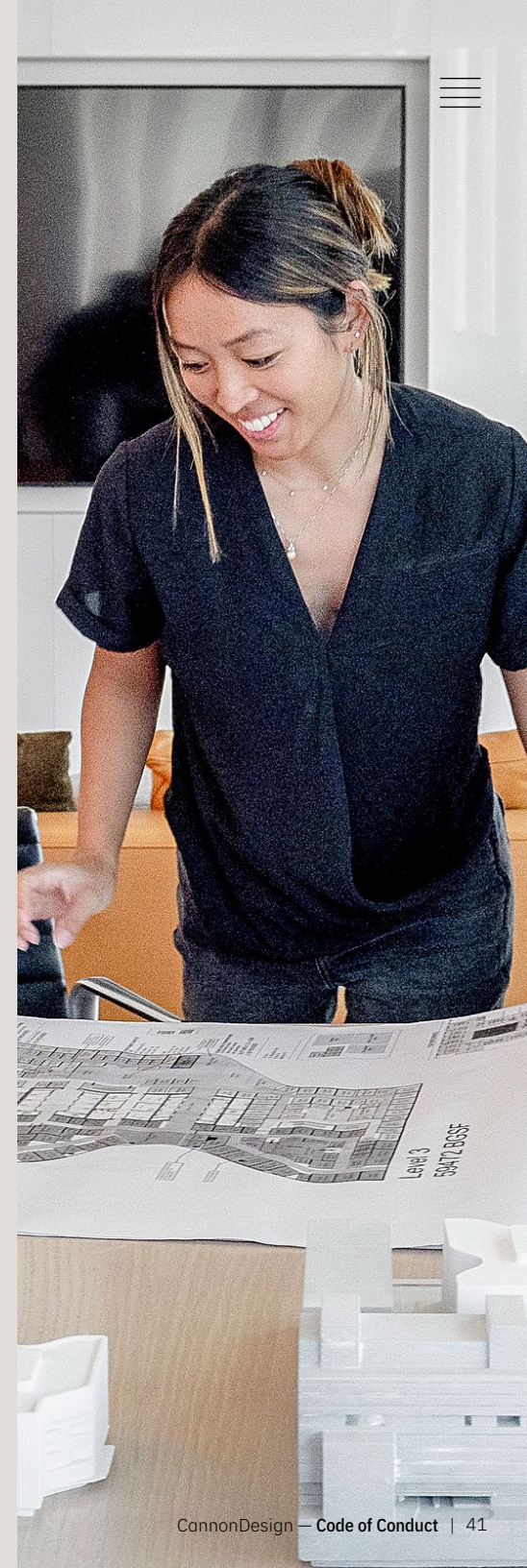
## Be careful.

Remember that when you participate in social media, you have the capacity to reach unlimited users. You are also responsible for the content of your posts.

## Protect confidential information.

Use care in sharing information on social media:

- Do not post proprietary business information belonging to our firm, our clients or any business partners.
- Avoid posting photos or videos of our offices, client projects or project sites unless you're resharing content from our official corporate social media channels or have explicit authorization from our Director of Communications to share.
- Remember, postings usually cannot be recalled, so take care not to expose sensitive information to unauthorized individuals.



## Speak only for yourself.

Only authorized CannonDesign employees may speak on behalf of our firm. While you may identify yourself as a CannonDesign employee:

- Do not claim to represent our firm unless you are authorized to do so.
- When using social media, include a disclaimer making it clear that your opinions are your own and not those of CannonDesign.
- Do not speak to the media on our behalf or attempt to answer employment verification or reference requests. Refer the media to the Director of Communications and employment verifications/reference requests to [Human Resources](#).



## Did You Know?

Certain types of posts are always unacceptable including inappropriate or obscene language or photographs, critical remarks about our firm or our colleagues and anything that could be considered harassment, abuse, bullying or discrimination.

## How It Looks in Action

**Q: I saw a social media post complaining about one of our designs. I could resolve the issue quickly by responding. Is that the right thing to do?**

**A:** No. You want to make sure our messaging is consistent, so refer the complaint to the Director of Communications instead.

## Learn More

[Electronic Systems Policy](#)

[Reference Policy](#)

[Social Media Policy](#)

# Responsible Marketing

## What inspires us

We deliver best-in-class service and value to our clients, so there is no need to be dishonest or inaccurate in our advertising, sales and marketing communications. We let the quality of our work speak for itself, which is key to our success.

## What guides us

We do everything responsibly—and that includes marketing our services. Responsible marketing means providing accurate, fair, balanced and verified information on our offerings in ways that boost client confidence and strengthen our brand.

## Be transparent.

Never mislead clients or potential clients by:

- Omitting important information.
- Over-promising what we can offer.
- Fear-mongering.
- Making false claims.
- Exaggerating our abilities.
- Disparaging competitors.

## Substantiate all claims.

While we are confident in the value we offer and our position as industry leaders, it is important to substantiate our claims whenever we communicate our achievements. Take advantage of opportunities to validate our performance by referencing credible sources or relevant research. This approach enhances the credibility of our statements and reinforces our commitment to transparency and accuracy. Contact the [Director of Marketing](#) if you need more information on how.





## Did You Know?

The most responsible form of marketing goes beyond a commitment of just being honest about our brand. It also includes a commitment to improving our brand for the betterment of our clients and communities.

## How It Looks in Action

**Q: A competitor made claims about us that aren't true. Would it make sense for me to come up with an advertisement that contains more accurate, fair and balanced information?**

**A:** No. Contact our Director of Marketing and Director of Communications for guidance. We want to protect our brand, but we need to do so in the most responsible way.

# Work With Integrity

Anti-Bribery and Anti-Corruption  
Gifts and Hospitality  
Fair Competition and Non-Public Information  
Relationships With Third Parties

Government Contracts  
Quality Standards  
International Business  
Inside Information



# Anti-Bribery and Anti-Corruption



## What inspires us

We understand why the consequences for violations of anti-bribery and anti-corruption laws are swift and severe. Acts of bribery and corruption create unfair competition, give rise to inferior products and services and, ultimately, erode public trust and confidence. We follow the laws and the requirements in the countries where we do business, including the Foreign Corrupt Practices Act (FCPA).

## What guides us

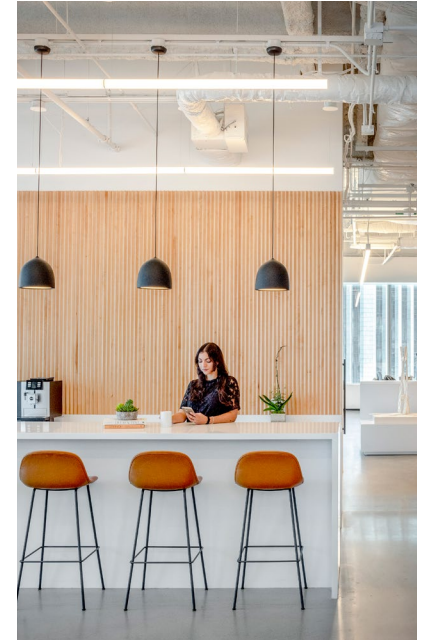
Corruption goes against everything our firm stands for. That's why we never offer, pay, ask for or accept anything of value—or give the appearance that we do—in order to improperly influence a business decision. We work to maintain the reputation we've earned as an ethical firm and speak up against any activity that might suggest a bribe or anything improper.

## Know the definition of a “bribe.”

A bribe can take many forms including a payment, a gift, a favor, a charitable or political contribution, a kickback or an offer of entertainment or travel. Although types of bribes can vary, they all share one thing in common: they are offered in hopes to improperly influence a business decision. That's not the way we do business.

## Take care with government officials or employees.

Bribery is always wrong, but bribery of a **government official or employee** can pose a heightened risk to firms like ours that operate globally. Make sure you know who is considered a government official or employee and avoid even the appearance of impropriety.



The term **government official or employee** is broad and not only applies to elected officials, but also to employees of government agencies and government-controlled companies or entities, such as public hospitals and schools.

## Combat money laundering.

Proceeds from corruption and bribery are often laundered, which happens when violators move funds made from unethical or illegal activities through a legal business (like ours). Their goal is to hide the origin of the money so they can avoid punishment and continue their bad behavior. To help put an end to corruption and bribery, we must fight money laundering. To do your part, follow our due diligence practices and watch out for:

- Attempts to pay in cash or in an unexpected currency.
- Avoidance of recordkeeping requirements.
- Payments made by or to someone other than the client.

- Unusual changes to a client's normal pattern of transactions.
- Requests to ship to a country that differs from where the payment originated.

Report any signs of money laundering to a member of our [Legal Team](#), the [Director of Ethics and Compliance](#) or the [Ethics Line](#).

## Be accurate in what you report in our books and records.

Never record—or allow someone else to record—a transaction in a way that disguises its true nature. Follow generally accepted accounting principles and comply with our internal systems and controls.

## Did You Know?

We are subject to the laws of multiple countries as they relate to bribery and improper payments. It's critical that you know, understand and comply with them all. Always follow the strictest standards and ask questions if you're ever unsure of the right thing to do.

## How It Looks in Action

**Q: CannonDesign held a day of training for several of our clients, which included government officials. Following the training, we took the group and their families for a sightseeing trip with dinner paid for by the firm. Is that a problem?**

**A:** Yes. Many anti-bribery laws prohibit meals or travel unless they have a legitimate business purpose. If you receive a request to pay for these events, you should refuse to make the payment and report the situation immediately to the Director of Ethics and Compliance.

## Learn More

- [Corruption of Foreign Public Officials Act](#)
- [Foreign Corrupt Practices Act](#)
- [Gifting and Entertainment Policy](#)
- [Political Contributions Policy](#)
- [Prevention of Corruption Act](#)
- [Procurement Integrity Act \(PIA\)](#)
- [Prohibited Payments and Gratuities](#)
- [UK Bribery Act 2010](#)

For U.S. employees:

See the [U.S. Supplement to Code of Conduct](#)

# Gifts and Hospitality



## What inspires us

We believe in building positive, lasting relationships with our clients, suppliers and third parties. Sometimes, the exchange of gifts can strengthen those relationships and establish goodwill. But when a gift goes too far, it can be viewed as an unlawful inducement and could also create a conflict of interest.

## What guides us

When has a gift gone too far, and when is it acceptable? Our policies will tell you. You have a duty to know and follow our policies on gifting as well as the local laws and customs wherever you work. In general, if a gift or other offer places you under some obligation to the giver or could influence your decision-making, it is inappropriate. We should always be aware of our clients' policies and consider them in our gifting opportunities.



## Follow our policies and the law.

Whether giving or receiving gifts, know what's appropriate and seek guidance whenever you're unsure. Check with our [Legal Team](#) or the [Director of Ethics and Compliance](#) to follow our policies. Violations of the gifting policy are serious and can include sanctions and possible termination.

Receiving gifts—It's never best practice to solicit a gift as it may come with a perception of impropriety. Any solicitation must first be approved by the Director of Ethics and Compliance. Any gifts you receive must:

- Never be in the form of cash, check or equivalent.
- Comply with the Gifting and Entertainment Policy. Check to confirm acceptable gifting allowance amounts, absent an exception from the Ethics and Compliance Office.
- Comply with the gifting policies of the giver, including clients and other third parties.

- Be customary for your job duties, title and responsibilities.
- Never be given to improperly influence you.

Giving gifts—We never offer a gift to win or keep business and we keep in mind that, in some cases, our clients are not allowed to accept any gifts from us at all. Only offer a gift that:

- Falls within the recipient's current gifting allowances and policy.
- Is approved by the appropriate leader and the Director of Ethics and Compliance.
- Has a value that aligns with laws and policies.
- Is offered only in the spirit of giving—not to unduly influence someone.

Gifts to government officials or employees—Never offer, promise or give anything of value to a government official or employee, as it could give the impression that you are attempting to gain an improper advantage or encourage the official or employee to do something improper.

## Did You Know?

Some appropriate gifts to consider include the infrequent exchange of low- or no-cost branded promotional items, simple meals, modest gift baskets and souvenirs with no cash value. However, you still must check the recipient's gifting policies and seek approval.

## Learn More

- [Gifting and Entertainment Policy](#)
- [Speaking Engagements and Honorarium Policy](#)
- [Political Contributions Policy](#)

For U.S. employees:

See Gifts, Gratuities and Kickbacks in the [U.S. Supplement to Code of Conduct](#)



# Fair Competition and Non-Public Information



## What inspires us

We believe that everyone benefits from fair, free and open competition. We are happy to put our designs, our creativity and our expertise to the test in the marketplace, winning work based on merit, not unfair or anti-competitive practices. Likewise, we never seek, obtain, disseminate or use non-public, pre-solicitation procurement information.

## What guides us

We compete vigorously, but fairly and legally, understanding that actions that limit—or even appear to limit—competition violate the law and our sense of what’s right. We avoid any agreements that could limit trade or exclude others from competing. If you are responsible for areas of our business where antitrust or competition laws apply, make sure you know how they apply to the work that you do in the country (or countries) where you operate.

### Avoid improper agreements.

We never enter into any agreements with competitors or other third parties that would restrict competition.

Specifically, we avoid agreements or even external conversations about:

- Fixing costs (raising, setting or holding them).
- Costs, terms or conditions of sale.
- Dividing up territories, products, markets or clients.
- Restricting production, sales or output.
- Preventing others from entering the market.
- Refusing to work with a client or supplier.

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## Did You Know?

If non-public information is transmitted to CannonDesign employees, each individual CannonDesign recipient has an affirmative responsibility to raise their hand and make the appropriate parties aware of this immediately before taking any action. Refer to the Non-Public Information Policy for appropriate next steps.

## Bid fairly.

Bid rigging occurs when competitors manipulate bidding to limit fair competition. It can include:

- Comparing bids.
- Agreeing not to bid.
- Knowingly submitting a noncompetitive bid.
- Agreeing on who will submit the winning bid.

Don't participate in any form of bid rigging—always comply with the law and our policies if you're involved in the bid preparation process.

## Respect our clients.

Don't participate in “tying” agreements which force a client, as a condition of buying one service that they want, to have to purchase a second, distinct service that they don't want.



## Look at the big picture.

Antitrust laws are complex and differ from country to country. To remain compliant, focus on ethical practices and avoid:

- Entering into exclusive dealing or licensing agreements.
- Engaging in pricing practices that suggest a monopoly.
- Charging different prices to different clients for the same product.
- Other similar practices that may violate antitrust laws.

Seek help anytime you have a question about how antitrust or competition laws apply to a particular business situation.

## Protect competitive information.

Information in our industry is key. However, we must be mindful about how we gather and share it.

When gathering information about our competitors, use honest methods and document the publicly available source from which you received the information.

When sharing competitive information, get permission first and put the appropriate safeguards in place. Report any improper requests for information to the [Director of Ethics and Compliance](#) immediately.



## Did You Know?

There are several ethical sources of competitive information available, including competitor websites, social media channels, employee reviews (such as those posted on job sites), press releases and content channels (such as blogs and podcasts).

## How It Looks in Action

**Q: There is a job opening in my department, and I plan to offer the role to one of our competitor's current employees. Will this present a problem?**

**A:** It shouldn't. Should the prospect accept the offer, help ensure that they don't share any of their current employer's non-public competitive information. We all have an obligation to keep such information confidential, even after parting ways with an employer.

## Learn More

[Non-Public Information Policy](#)

[Risk Management and Contracting Policy](#)

For U.S. employees:

See Independent Pricing in the [U.S. Supplement to Code of Conduct](#)

# Relationships With Third Parties



## What inspires us

Our relationships with vendors, consultants and clients form the core of our business. We value each of these relationships and do not take them for granted. That’s why we work continually to build and maintain their trust and respect.

## What guides us

Each of us plays a part in building enduring business relationships. When we do business honestly and ethically, we work toward our goal of being more than just business associates. We want to be true partners who share a commitment to the same high standards. Know your responsibilities with vendors, consultants and clients (“third parties”) and help us strengthen these bonds by regularly building trust.

### Choose third parties carefully.

When selecting third parties, decisions should be based solely on **objective criteria**, and not on personal biases, inappropriate gifts or anything that could present a conflict of interest. Follow due diligence protocols to help ensure full identification of and risks associated with third parties.

Note that if you’re subject to the [U.S. Supplement to Code of Conduct](#), you cannot receive business courtesies, gifts, entertainment or other payments or benefits from third parties without pre-approval clearance from the [Legal Team](#) or the [Director of Ethics and Compliance](#).



Examples of **objective criteria** include price, quality, service, and CannonDesign needs and goals.



## Work together ethically.

We focus on delivering best-in-class service to our clients, ensuring that everything we do is of high quality, of good value and safely and efficiently produced. To do your part:

- Be honest and accurate in all of your business dealings, including everything stated in our marketing communications.
- Do not mislead third parties by omitting important information or over-promising what we can offer or deliver.
- Protect third parties' confidential personal or business information, and do not share it with others except as needed for your work.

## Ensure integrity throughout our supply chain and associated third parties.

We've worked hard to build a reputation of integrity. Our supply chain, which includes our consultants and vendors, is a vital part of this success. As CannonDesign employees, we must honor our Code and perform at the highest standard of business conduct. Our third parties and **their** third parties must do the same. To help ensure integrity throughout our supply chain:

- Work collaboratively and communicate regularly.
- Periodically review contracts and performance.
- Hold all supply chain members accountable for violations, and ensure they do the same down the line.
- Never allow shortcuts or other steps that could cause harm.
- Speak up about any concerns you might have.

## Did You Know?

While most people think supply chains refer to the production of manufactured goods, professional services firms like ours define supply chains to include our partners, vendors, consultants and any other organization that contributes to our finished product.



# Government Contracts



## What inspires us

We are proud that we are a government contractor and provide services to the public. We perform **government contracts** in compliance with all applicable contracting laws and regulations, and we understand that transparency and accountability are fundamental not only in earning business, but also in maintaining trust. The foreign countries that we work in have procurement and corruption laws that parallel those of the United States and should be referred to as appropriate.

## What guides us

Government projects are heavily regulated to ensure that public policy objectives are met, and taxpayers receive the best value possible. As a government contractor at all levels, we have an obligation to know, understand and comply with the laws and regulations that apply. If you serve our government clients, work to be a responsible partner.

### Compete fairly.

If your work involves bidding on or preparing a proposal for a government contract, promote full and open competition and know and follow the requirements that govern that process.



If you work on **government contracts**, be sure to read and follow the U.S. Supplement to Code of Conduct.



## Follow the rules.

To comply with all applicable laws and regulations concerning government contracts:

- Strictly follow contract specifications.
- Properly document and conduct any required quality testing, inspections or programs.
- Protect any government property that is entrusted to us.
- Comply with our system of internal controls to manage any government property in our possession.



## Avoid even the appearance of impropriety.

Keep the following in mind:

- Do not give **anything** of value to government officials. The gifting concept includes a wide range of scenarios including, but not limited to, food, entertainment and internships.
- Know and follow our “revolving door” policies if hiring or considering hiring current or former government employees.
- Don’t discuss employment or business opportunities with government employees without approval by Human Resources.

## Cooperate fully.

Promptly notify the Director of Ethics and Compliance if you are contacted by a representative in connection with an audit or government investigation. Provide truthful, accurate and complete information when needed.

## Did You Know?

Our government contracts may vary, but certain principles always apply. Let honesty, equity and integrity form the basis for any formal or informal agreement.

## How It Looks in Action

**Q: I was recently approached by a former member of a government team we worked with. The individual has retired from their job and was interested in working with us. What should I do?**

**A:** Contact Human Resources for guidance. We have an obligation to honor any post-government employment restrictions, violations of which can result in serious consequences.

## Learn More

[Foreign Corrupt Practices Act](#)  
[Gifting and Entertainment Policy](#)  
[Risk Management and Contracting Policy](#)

# Quality Standards

## What inspires us

Our dedication to our clients is unwavering. So is our desire to offer them solutions that go above and beyond their needs. We take pride in our work, never compromising our high standards and always working with passion.

## What guides us

Throughout our firm's history, we have earned a reputation for producing highly innovative solutions to meet the complex challenges facing our clients and society—it's what the industry expects from us and what our clients deserve. To help us preserve that legacy, demand only the best from yourself and your colleagues. It's your responsibility to understand the laws, policies and standards that apply to your work.

### Put quality first.

No matter what work you do, make quality a key component. Be sure to:

- Leverage integration, innovation and performance in everything you do.
- Work with a spirit of collaboration, integrity and purpose in all projects.
- Understand clients' business strategies and culture and align yourself with those aspects to ensure highly customized solutions created from our clients' perspectives.
- Keep client perspectives in mind as you work, along with safety, firm policy and other applicable regulations and requirements.
- Follow established quality processes and standards.



## Be accountable.

Make sure that your work represents something that every CannonDesign employee can be proud to present to the world. Make sure you:

- Monitor the safety and quality of your work and help ensure that third parties do the same.
- Stay attuned to our culture, which is defined by an unparalleled degree of accountability.
- Speak up if you see anyone, including a colleague, manager, vendor or consultant compromising our quality standards.



## Did You Know?

We don't rely on luck. We use a smart, integrated and systematic process that harnesses the power of design and a rigorous set of quality standards to deliver the highest quality solutions for our clients and the world.

## How It Looks in Action

**Q: I discovered that there was no intention of performing a quality review before documents were to be released based on an aggressive schedule. What should I do?**

**A:** You should always follow the firm's quality review process. Report this situation to the Office Quality Leader right away. However, if you prefer anonymity, you may contact the Ethics Line to report your concerns.

# International Business



## What inspires us

International laws regulate where and with whom we can do business. As a global firm, with offices around the world, we understand the importance of complying with laws and regulations that relate to international trade.

## What guides us

We are committed to—and stay alert to any changes in—economic sanctions, anti-money laundering, FCPA, anti-bribery, anti-terrorist financing, import, customs and other trade compliance laws. If you are involved in the movement of CannonDesign products, services, information or technology across international borders, comply not only with U.S. laws, but also with the trade laws and regulations associated with the countries in which you do business.



## Follow the rules.

Make sure international work includes all required labeling, documentation, licensing and approvals.

## Don't conduct business with sanctioned countries or restricted parties.

The United States has substantial export controls and economic sanctions against certain countries. It also maintains restricted party lists that prohibit dealings with certain individuals and companies. Although you're not expected to be an expert in the laws that govern these lists, you are expected to recognize situations covered by these laws and consult with those who are experts for help. Contact your Ethics and Compliance Team for timely due diligence reviews.

## Don't participate in boycotts that the United States does not support.

We don't support any country boycott that is not approved by the U.S. government. If you receive a request to comply with a foreign boycott (or a request to supply boycott-related information), consult with our [Legal Team](#) and [Ethics and Compliance Team](#) to determine the appropriate course of action.



## Did You Know?

One bad decision or mistake could cause us to lose the privilege of doing business around the world or even invoke civil or criminal sanctions. Let's all do our part to stay on top of what's required and provide the best for our clients.

# Inside Information



## What inspires us

As CannonDesign employees, we uphold the law wherever we operate, and we never use our position at our firm to gain an unfair advantage.

## What guides us

In the course of your job, you may be exposed to material, non-public information about our firm or our clients, suppliers or other third parties (“**inside information**”). Never trade on inside information and never disclose it to others so they can trade. These acts may be considered illegal.

### Don't trade and don't tip.

If you receive or discover inside information about our firm or any other organization, you may not trade on it. You also may not pass inside information along to others so they may trade (“tip”). These improper forms of insider trading go against our values.

To avoid even the appearance of insider trading:

- Never buy or sell stocks or other securities if you're in possession of inside information about a related organization.
- Never directly or indirectly share inside information with anyone who doesn't have a legitimate business need-to-know.
- Respect any restricted trading windows—or times when trading stock is prohibited regardless of your knowledge of inside information.



Examples of **inside information** include non-public information about:

- Mergers or acquisitions.
- Financial results.
- Contracts.
- New strategies or offerings.
- Changes in leadership.
- Potential candidates.
- Significant transactions.
- Newly proposed projects.



## Trade only when information goes public.

Once information is fully released to the public and sufficient time has passed for the marketplace to become aware of it (at least three days), you may trade on the information. Disclosure may happen through a press release, government filing or other official public communication. Seek guidance if you are ever unsure about whether or not you may trade securities or make other investments.



## Did You Know?

Even if you don't believe a person will trade based on a tip you gave, if you share inside information with someone who doesn't have a legitimate business need for it, you might still be engaging in insider trading.

# Ask Questions



Thank you for taking the time to read our Code. No worries if you glossed over a few details. You're not expected to remember every single scenario or walk away being able to answer every ethical question. But we do hope the Code has encouraged you to ask questions and utilize available resources when you need them.

That's really the key to working ethically. It's understanding that the right choice isn't always the clear choice and knowing what to do when you come across those gray areas.

Not sure if a potential relationship poses a conflict? Disclose it. Hope to send out holiday cards this year without crossing any lines? Double-check our policies. Interested in taking a client to dinner? Understand your client's gifting allowances.

Ultimately, we want you to reach out for the information you need when you need it. By asking questions, we'll not only discover the answers we need, but also strengthen our commitment to creating a remarkable firm—one that sets the bar for Living-Centered Design, ethical practices and meaningful contributions to the world.



# Find Answers



For Information About:	Contact:
Misconduct or other ethical concerns	<a href="#">Director of Ethics and Compliance</a> <a href="#">Ethics Line</a>
The Code or any CannonDesign policy	<a href="#">Integrity Champions</a> <a href="#">Director of Ethics and Compliance</a>
Safety concerns	<a href="#">General Counsel</a>
Work environment and employment and development issues	<a href="#">Director of Human Resources</a> <a href="#">Human Resources Manager</a>
Legal concerns and government inquiries	<a href="#">Legal Team</a>
Shareholder concerns	<a href="#">Chief Financial Officer</a>
Communications with the public	<a href="#">Director of Communications</a>
Electronic or Information Systems	<a href="#">Chief Information Officer</a>

In addition to the listed contacts, you may learn more by accessing policies here:

- [Anti-Trafficking Policy](#)
- [BuildingGreen / Environmental Building News](#)
- [Canada Green Building Council \(CaGBC\)](#)
- [Community Involvement Policy](#)
- [Confidential and Intellectual Property Policy](#)
- [Corruption of Foreign Public Officials Act](#)
- [Disciplinary Action](#)
- [Drug-Free Workplace Policy](#)
- [Electronic Systems Policy](#)
- [FCPA Policy](#)
- [Foreign Corrupt Practices Act](#)
- [Gifting and Entertainment Checklist](#)
- [Gifting and Entertainment Policy](#)
- [Harassment and Discrimination Policy](#)
- [Health and Safety Manual](#)
- [MEP2040 Commitment](#)
- [Nepotism and Personal Relationships Policy](#)
- [Non-Public Information Policy](#)
- [Non-Retaliation Policy](#)
- [Open Hand Studio](#)
- [Outside Employment Policy](#)
- [Political Contributions Policy](#)
- [Prevention of Corruption Act](#)
- [Procurement Integrity Act \(PIA\)](#)
- [Prohibited Payments and Gratuities](#)
- [Record Retention and Disposal Policy](#)
- [Reference Policy](#)
- [Risk Management and Contracting Policy](#)
- [Safety Concerns](#)
- [SE2050 Commitment](#)
- [Speaking Engagements and Honorarium Policy](#)
- [Sustainability Space](#)
- [Social Media Policy](#)
- [Teaching Engagements Policy](#)
- [The AIA 2030 Commitment](#)
- [UK Bribery Act 2010](#)
- [United Nations Universal Declaration of Human Rights](#)
- [US Green Building Council \(USGBC\)](#)
- [U.S. Supplement to Code of Conduct](#)
- [Work-Life Program](#)