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**CODE OF BUSINESS ETHICS  
AND COMPLIANCE**



## FOREWORD

Dear Bering Straits Directors, Officers, and Employees:

For more than the last 50 years, Bering Straits Native Corporation and our subsidiaries have grown to become top competitors in both private and government sectors. We have had the privilege to serve a variety of business lines both domestically and internationally, including aircraft and airfield services, base operations, commercial equipment sales, communications, construction, IT services, logistics, management and consulting services, mining support services, real estate development, resource development, security services, and tourism.

Our opportunities and business decisions are driven by our mission: to improve the quality of life of Our People through economic development while protecting our land and preserving our culture and heritage. To ensure continued success for the next 50 years, our shareholders, employees, customers, and clients trust that we will protect their interests with the highest ethical principles and integrity.

Our Code of Business Ethics and Compliance, applicable to BSNC and our subsidiaries, identifies our common values and expectations for the culture of compliance within our family of companies. By following the law and our policies, you ensure that we remain competitive and reliable, as a business and an employer.

I ask that you please familiarize yourself with this Code and encourage your colleagues to do the same. Likewise, I strongly encourage you to report any actual or perceived violations of the Code to the Business Ethics and Compliance Hotline (877-206-0664 or [beringstraits.alertline.com](http://beringstraits.alertline.com)), General Counsel, Human Resources, or your manager (if appropriate). Please know that there is a strict no-retaliation policy for reports made in good faith.

I appreciate your continued support and commitment to the success of our companies.

Quyaana,

A handwritten signature in black ink that reads "Cynthia A. Massie". The signature is written in a cursive, flowing style.

Cindy Massie, President



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## INTRODUCTION: PURPOSE AND SCOPE

### WHY A CODE OF BUSINESS ETHICS AND COMPLIANCE?

A Code of Business Ethics and Compliance ensures that Bering Straits' directors, officers, employees and agents understand, follow and promote our commitment to the highest ethical principles and standards. Many of this Code's provisions state that "Bering Straits shall..." to emphasize that this Code applies to the Company and to each of us.

Compliance with the law is expected of Bering Straits and each of us at all times. But we do more than just comply with the law. We adhere to the higher principles and standards in this Code to maintain and advance Bering Straits' reputation for fair and ethical business conduct.

### WHO IS COVERED?

This Code applies to all Bering Straits' directors, officers, employees and agents as well as all Bering Straits' subsidiaries, related entities and their employees (collectively referred to throughout this Code as "Bering Straits"). Personnel violating this Code will be appropriately disciplined which may include termination of employment.

This Code is incorporated into all consultant and subcontractor contracts along with language providing for termination or other appropriate response for violating the Code, other Bering Straits' policies or procedures, laws, or regulations.

### BERING STRAITS' BUSINESS ETHICS AND COMPLIANCE PROGRAM

This Code is the heart of our Business Ethics and Compliance Program. This Code communicates Bering Straits' commitment to its mission, values, ethical business conduct and strict compliance with the law. We are committed to compliance and emphasize each individual's responsibility to understand and comply with applicable laws, policies, procedures and practices.

Our compliance program includes this Code, the Bering Straits Employee Handbook, all Bering Straits policies and procedures involving compliance and all other directives of the Bering Straits Board of Directors or management.

### DUTY TO REPORT

Every Bering Straits employee, officer, director and agent is responsible to report concerns if he or she has witnessed or been the victim of a violation of this Code. This is an obligation and vital to our ability to maintain the integrity of this Code.

### HOW DO YOU REQUEST GUIDANCE OR REPORT CONCERNS?

If you do not understand a provision of this Code, are confused as to what actions you should take in a given situation or wish to report a violation of the law, this Code or Bering Straits' standards generally, contact your supervisor or any member of Bering Straits management, including executive management.

You may also contact the Chief Ethics and Compliance Officer at [compliance@beringstraits.com](mailto:compliance@beringstraits.com), the Business Ethics and Compliance anonymous helpline at **(877) 206-0664** or make an online report at [beringstraits.com/helpline](http://beringstraits.com/helpline).





## MISSION

Our mission is to improve the quality of life of Our People through economic development while protecting our land and preserving our culture and heritage.

## VALUES

Our values arise from the culture of Our People. We honor our commitments. We empower one another. We respect diversity. We lead with responsibility.

## VISION

On the edge of tomorrow, we cast our vision to the future. We strive to empower Our People as leaders in the development and protection of the Arctic region.





## ETHICAL CONDUCT

Bering Straits is ethical in all matters. We recognize actions have consequences and we are guided by a commitment to do what is right so the consequences are right and good for Bering Straits.

## ANTI-BRIBERY AND ANTI-KICKBACK

Bering Straits prohibits the payment, acceptance or solicitation of bribes or kickbacks to government officials or other businesses whether as an attempt to influence or solicit proprietary or source selection information from a government or other public official or for any other reason. Kickbacks can be money, fees, commissions, credits, gifts, gratuities or anything of value in exchange for favorable treatment. Favorable treatment can be, but is not limited to, an award of a subcontract or purchase order, reduced contract requirements, or paying an invoice sooner than normal. Kickbacks are forbidden as is charging the customer indirectly or directly for any kickback costs.

## CULTURE OF COMPLIANCE

We accomplish our Mission and reflect our Vision and Values by creating and maintaining a culture of compliance at Bering Straits. Our culture of compliance includes:

**Ethical Conduct | Integrity | Respect & Citizenship**

## EQUAL OPPORTUNITY AND ANTI-HARASSMENT

Bering Straits values diversity. Bering Straits provides equal opportunity in all aspects of employment and doesn't tolerate unlawful discrimination or harassment. Discrimination related to age, gender, race, color, sexual orientation, national origin, religion, disability, marital or family status, pregnancy, or any other category protected by law is not tolerated.

Bering Straits also does not tolerate harassment of any kind, including sexual harassment. Harassment includes, but is not limited to, comments, jokes, statements, or other conduct toward an employee that is based on that employee's protected characteristics or is in any way intended to harass or intimidate the employee based on those protected characteristics.

## EXPORT CONTROL

Bering Straits is committed to complying with all U.S. export control laws which regulate certain items, information and activities, including; the International Traffic in Arms Regulations (ITAR) and the Export Administration Regulations (EAR).

Contact the Export Compliance Team if you have any questions or concerns. You must report all suspected export compliance matters to [exports@beringstraits.com](mailto:exports@beringstraits.com) or anonymously at (877) 206-0664 or <https://beringstraits.com/helpline>.

Examples of circumstances that require you to contact the Export Compliance Team include but are not limited to:

- taking or sending an item or software out of the U.S.;
- sending, transferring or displaying a document containing technical data to a non-U.S. person either in the U.S. or abroad;
- a non-U.S. person accessing technical data at Bering Straits (could include employees);
- assisting or training a non-U.S. person, whether in the U.S. or abroad;
- training foreign military units or forces either in the U.S. or abroad;
- traveling outside the U.S. while carrying any BSNC products, technical data, or software;
- U.S. Government or Foreign Official contact relating to any import or export activity;
- suspecting that an unauthorized foreign party is inside BSNC's facility; or
- suspecting that your conduct or the conduct of others may violate U.S. export laws and regulations.

## INSIDER TRADING AND NON-PUBLIC INFORMATION

Bering Straits complies with all laws that prohibit insider trading, including trading in securities, by persons who have material information not generally known or available to the public.

Bering Straits is subject to insider trading laws. Insider trading laws apply to material, non-public information about publicly traded companies with which we conduct business or with which we are considering conducting business. In the course of business, any of us may hear material, non-public information such as a current or potential business partner's or vendor's plans for expansion, new products or services, management changes, mergers, acquisitions or other business information. When that occurs, we cannot trade in stock of any company related to that information or in any way "tip" others (such as friends, co-workers or family members) to trade in the stock of that company.





## CONFIDENTIALITY AND INTELLECTUAL PROPERTY

Bering Straits protects its intellectual property and the intellectual property rights of others. Bering Straits' logos, work products, patents, trademarks, copyrights and trade secrets are all Bering Straits' intellectual property.

Bering Straits employees and board members may have access to confidential information related to Bering Straits' business activities. Such confidential information is critical to Bering Straits' success and must not be disclosed to anyone other than those who have a legal right, a legitimate business need or as Bering Straits' legal advisors deem appropriate.

Bering Straits shall safeguard confidential information to avoid improper disclosure. When a person accepts an employment or board position with Bering Straits, that employee or board member agrees to protect confidential information and must sign a Confidentiality Agreement acknowledging such obligation.

## INTERNATIONAL BUSINESS

Bering Straits respects and complies with the laws of foreign countries with which Bering Straits conducts business. This includes understanding and complying with the United States Foreign Corrupt Practices Act which prohibits payments, either directly, indirectly or through a third party, to foreign government officials, personnel, parties or candidates for the purposes of influencing favorable government action or obtaining or retaining business.

## REGULATORY INVESTIGATIONS, INSPECTIONS, REPORTS AND REQUESTS FOR INFORMATION

Bering Straits promptly and properly responds to all government investigations, inspections and requests for information, including regular reporting in connection with Bering Straits' government-contracting activities. Bering Straits complies with mandatory reporting obligations in connection with government contracting in a timely and accurate manner.

## ZERO TOLERANCE FOR RETALIATION

Bering Straits prohibits and has zero tolerance for retaliation against an employee for good-faith reporting of a potential violation of legal requirements, policies, or ethics; seeking guidance about any legal or compliance issue or participating in an investigation. Retaliation is anything that would likely deter someone from reporting or participating in an investigation, including improper treatment, discipline, demotion, reduced salary, job reassignment, threats, harassment, or discharge which results directly from such reporting or participation.

## SHAREHOLDER-HIRING PREFERENCE

Bering Straits was formed pursuant to the Alaska Native Claims Settlement Act of 1971 (ANCSA), passed by Congress to address aboriginal land claims and promote Alaska Native wellbeing. As part of ANCSA's promise and Bering Straits' mission, Bering Straits is committed to shareholder hire and training opportunities and therefore provides a preference in hiring, promotion, training and retention for all Bering Straits shareholders, descendants and spouses.





## GOVERNMENT-CONTRACTING COMPLIANCE

When Bering Straits enters into a contract, it is responsible to comply with the terms of that contract. Employees should never deviate from the terms of a contract without approval. As a Government contractor, Bering Straits must also comply with numerous federal statutes and regulations, such as the Buy American Act, the Service Contract Act, the Contract Work Hours and Safety Standards Act, the Davis Bacon Act, and numerous Small Business Administration rules for 8(a) contractors that are discussed elsewhere in this Code. Bering Straits strives to ensure compliance with all laws and regulations impacting government contractors.

## INVESTIGATIONS

Bering Straits promptly and properly responds to all government investigations, inspections, and requests for information, including regular reporting, as required. Bering Straits is committed to full cooperation and expects its employees to share its commitment to cooperation. Employees should be truthful in all representations to investigators. Any requests for audits, inspections, or investigations received from a government agency should be immediately sent to [legalteam@beringstraits.com](mailto:legalteam@beringstraits.com).

Bering Straits also conducts internal investigations regarding violations of this Code, law, regulation, or policy and procedure. All personnel are expected to cooperate fully and honestly with such investigations.

## SOCIAL MEDIA

Bering Straits does not discriminate against employees who use social media for lawful personal interests. Bering Straits expects employees to be fair and courteous to co-workers, clients, or others associated with Bering Straits, and to exercise good judgment and reasonable care, and to clarify if appropriate that the employee is not speaking on behalf of Bering Straits. Employees should not use Bering Straits branded images without permission, and should not disclose any non-public, privileged, or confidential information.



## **INTEGRITY**

Integrity is fundamental to everything Bering Straits does. Integrity includes honesty and compliance with all laws.

## **CLASSIFIED INFORMATION**

Bering Straits shall not solicit or accept classified government information unless authorized by the government and subject to appropriate clearance. All classified information shall be maintained in compliance with federal-government requirements.

## **CONFLICTS OF INTEREST AND CORPORATE OPPORTUNITIES**

Bering Straits deals with conflicts of interest in accordance with company policy. A conflict of interest may arise when a personal interest interferes or competes with a Bering Straits interest. Even the appearance of a conflict of interest can be harmful to Bering Straits. Accordingly, Bering Straits requires every individual at Bering Straits to promptly disclose potential conflicts of interest and to take reasonable steps to eliminate or mitigate them if possible.

Bering Straits' directors, officers, employees and agents have a duty of undivided loyalty to Bering Straits and shall put the interests of Bering Straits before their personal interests. None of us shall be unduly influenced by external relationships or avail ourselves of a Bering Straits corporate opportunity unless such matter is properly disclosed and authorized in writing by Bering Straits.

Bering Straits selects vendors based on objective criteria including such things as product and service quality, cost and price and, safety record. Purchasing decisions are based on the ability of the vendor to meet Bering Straits' business needs and not on personal relationships or other non-business criteria.

Bering Straits avoids any impropriety, or the appearance of impropriety, in corporate dealings with political officials and adheres to all local, state and federal laws including laws applicable to corporate and individual contributions to political campaigns, gifts to public officials and lobbying activities. Employees and board members may not use company resources for political purposes.

## **FRAUD, WASTE AND ABUSE**

Bering Straits prohibits fraud, waste and abuse with respect to our property and that of others, including the government. Fraud, waste and abuse can include illegal or fraudulent conduct, waste of funds, or abuse or misappropriation of resources.

Accurate financial reporting of revenue, costs, labor, materials, and financial matters is an important part of Bering Straits' prevention of fraud, waste and abuse. Mischarging time or costs can be a criminal or civil offense Therefore, the following practices are strictly prohibited:

- charging labor, materials, or equipment costs to a contract where they did not actually occur;
- improperly recording unallowable costs;
- charging overhead to a direct-charge account; and
- inaccurate or delayed timekeeping.

Bering Straits reports evidence of fraud, waste or abuse to the proper authorities in a timely and accurate manner and will take appropriate employment action to ensure compliance.

## **GIFTS OR GRATUITIES**

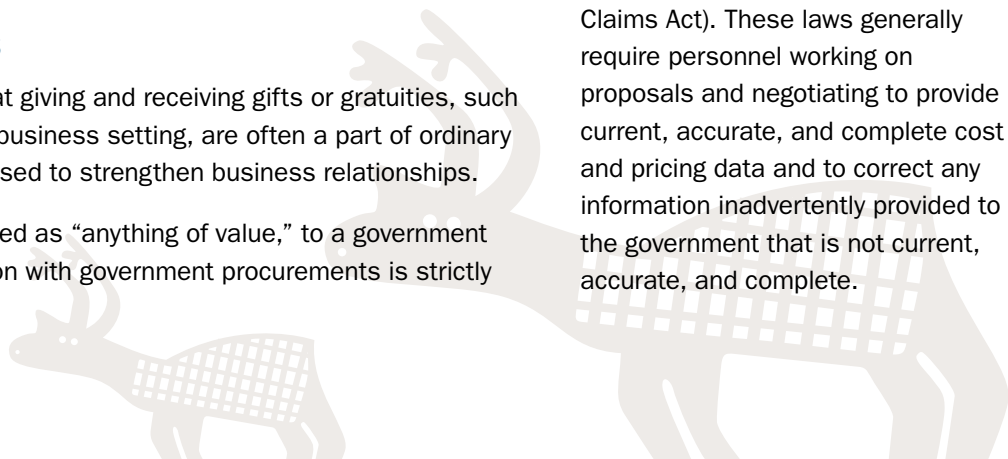
Bering Straits acknowledges that giving and receiving gifts or gratuities, such as meals or entertainment in a business setting, are often a part of ordinary business practice and may be used to strengthen business relationships.

Offering gifts or gratuities, defined as "anything of value," to a government employee or official in connection with government procurements is strictly prohibited.

Gifts or gratuities may be given or accepted to non-government individuals when there is no intent to influence, or appear to influence, business decisions. Cash or anything else that would create the appearance of a conflict of interest should never be accepted or offered. Never request gifts, meals or entertainment. Bering Straits does not impose rigid dollar limitations on gifts. Bering Straits relies on the use of sound judgment and discretion in connection with the giving and accepting of gifts or gratuities as long as such actions are in accordance with Bering Straits policies and procedures. Please contact the Chief Ethics and Compliance Officer with any questions.

## **PROCUREMENT INTEGRITY, FAIR COMPETITION, AND ANTITRUST COMPLIANCE**

Bering Straits makes procurement decisions on a competitive basis based on best value. Bering Straits complies with all applicable laws related to government procurements, including those related to solicitations and source selection, pricing (e.g. the Truth in Negotiations Act) and performance (e.g. the False Claims Act). These laws generally require personnel working on proposals and negotiating to provide current, accurate, and complete cost and pricing data and to correct any information inadvertently provided to the government that is not current, accurate, and complete.





Bering Straits believes in fair competition and complies with all federal and state antitrust laws. Antitrust and competition laws generally prohibit agreements between competitors to fix prices, engaged in collusive bidding, engage in market or customer allocations, or refuse to do business with others to reduce competition.

## **SAFEGUARDING CORPORATE ASSETS**

Bering Straits safeguards all corporate assets, including physical property (desks, files, equipment, supplies and facilities), technical resources (computers, telephones, voice and electronic mail, internet and copy and fax machines) and non-physical assets (confidential information, business strategies, intellectual property and technology). Employees may not borrow, give away, loan, sell, or otherwise dispose of corporate assets, including leased equipment without express authorization to do so.

## **TRAFFICKING IN PERSONS**

Bering Straits has a zero tolerance policy regarding human trafficking. Bering Straits' policy prohibits trafficking in persons for commercial sex acts or forced labor or for any other reason. Bering Straits shares the U.S. Government's zero tolerance for human trafficking. Bering Straits explicitly forbids its agents, subcontractors, and subcontractors' agents from enabling human trafficking. Bering Straits will take appropriate action---up to and including termination---against any act of human trafficking prohibited by law, including but not limited to: those who engage in the following forbidden acts:

- forced labor;
- sex trafficking;
- commercial sex acts;
- destroying or denying access to employee's identity or immigration documents such as passports or drivers' licenses;
- bonded labor;
- materially misrepresenting key employment terms and conditions during recruitment;
- charge recruitment fees;
- use locally noncompliant recruiters;
- not paying for or providing return transportation where required;
- arrange housing failing to meet local housing and safety standards;
- failing to provide required employment contract or related agreement in language employee understands five days prior to any relocation;
- debt bondage among migrant laborers;
- involuntary domestic servitude; and child soldiers. FAR 52.222-50(b).

Personnel must report violations including subcontractor violations and cooperate in investigations. Personnel can report without retaliation to Bering Straits compliance helpline or the Global Human Trafficking Hotline at 1-844-888-FREE [help@befree.org](mailto:help@befree.org).

## **DATA SECURITY**

Bering Straits must comply with relevant laws and regulations regarding the storage, handling and sending of data. If you have questions about data security or believe that data has been lost, stolen, miscategorized, mishandled or used improperly, or compromised in any way, contact [ITsupport@beringstraits.com](mailto:ITsupport@beringstraits.com) or [compliance@beringstraits.com](mailto:compliance@beringstraits.com). If you are working on a government contract carefully review applicable data-security requirements and contact IT or Compliance with any questions.





## **RESPECT AND CITIZENSHIP**

Bering Straits respects and honors our Alaska Native culture, our region and our land. We maintain our role as a good corporate citizen and steward of the environment.

## **CORPORATE CITIZENSHIP AND SOCIAL RESPONSIBILITY**

Bering Straits cares for the welfare of our region and the communities around the world in which we do business. Bering Straits behaves in a socially responsible manner and strives to do its part to improve the world.

## **CORPORATE GIVING**

Bering Straits is a leader in Alaska. Bering Straits regards its corporate giving as an investment in the future. Bering Straits supports programs and organizations that provide long-term solutions and make a difference in the lives of our shareholders and descendants.

## **DIRECTOR, OFFICER AND EMPLOYEE EXCELLENCE**

Bering Straits' directors, officers and employees commit to the highest level of legal, ethical and moral standards in the conduct of business based on a fundamental belief in honesty, fair dealing and open competition.

## **HEALTH AND SAFETY**

Bering Straits provides a safe and healthy work environment. Each of us is responsible for compliance with safety laws and policies that apply to our job. Our emphasis on health and safety is our commitment to Bering Straits, to each other and to our customers.

Work hazards or unsafe work practices should be reported to the Bering Straits Risk and Safety Manager or [safety@beringstraits.com](mailto:safety@beringstraits.com).

## **PRESERVATION OF ALASKA NATIVE CULTURE**

Bering Straits respects and preserves our treasured Alaska Native culture, traditions and history.

Bering Straits supports organizations and individuals who improve Alaska Native cultural awareness and advance Alaska Native cultural traditions. Bering Straits supports efforts to safeguard cultural resources.

## PROTECTING THE ENVIRONMENT

Bering Straits cares for and protects natural resources. Bering Straits conducts business activities in a manner that respects and preserves the quality of the environment. The continuation of our subsistence way of life is central to Bering Straits' mission and is the most important consideration when management and the Board meet to plan and set goals for the future growth of the Company.

## RESPECT FOR SHAREHOLDERS AND DESCENDANTS

Bering Straits is owned by and exists for the benefit of our shareholders and descendants. Bering Straits treats shareholders and descendants with dignity, honesty and respect as a group and as individuals. Respecting our shareholders and descendants means honoring their diversity and understanding their needs. Bering Straits is proud of its service to shareholders and our commitment to Alaska Native history and traditions and preservation of Alaska Native cultural heritage.





## EMPLOYEES COVERED UNDER A COLLECTIVE BARGAINING AGREEMENT

The terms set out in this Code work in conjunction with, and do not replace, amend or supplement any terms or conditions of employment stated in any collective bargaining agreement that a union has with Bering Straits. Wherever employment terms in this policy differ from the terms expressed in an applicable collective bargaining agreement with Bering Straits, employees should refer to the specific terms of the collective bargaining agreement, which will control.

## RESOURCES

Your company, site, supervisor or contract might contain additional policies, procedures, and guidelines that may provide further guidance on the topics contained in this Code and other relevant topics. Check with your supervisor to see what additional provisions apply to your work site. You can also contact the Bering Straits Chief Ethics and Compliance Officer with any questions or concerns about this Code or any suspected violation at [compliance@beringstraits.com](mailto:compliance@beringstraits.com).



**BERING STRAITS  
COMPLIANCE HOTLINE**

(877) 206-0664

[www.beringstraits.alertline.com](http://www.beringstraits.alertline.com)

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