



EMPLOYEE HANDBOOK

INTERNATIONAL HEADQUARTERS
WILLOW GROVE, PA

AN EQUAL OPPORTUNITY EMPLOYER

WELCOME!

We are pleased that you are now part of a utility service company and hope that the relationship will be a long and rewarding one for you.

Our growth from a small company back in 1928 to our present status as an international organization has been due to people like you who have joined us over the years. That's why we're vitally interested in our new employees, realizing full well that they can be the Asplundh leaders of tomorrow.

This booklet tells you about Asplundh and will give you answers to some of the questions you may have about the Company, its organization, and its policies.

It is the policy of Asplundh Tree Expert Co. and all of its subsidiaries and its management to work continually toward improving recruitment, employment, development and promotional opportunities for minority group members and women.

It is the company's intent to provide equal opportunity in all areas of its employment practices and to ensure that there be no discrimination against any applicant or employee on the grounds of race, color, religion, sex, age, disability, national origin, veteran status, marital status, or sexual orientation.

This policy extends to recruiting and hiring, to working conditions, training programs, use of company facilities, and all other terms, conditions and privileges of employment. However, if you feel you have been discriminated against, report the incident promptly to the Corporate E.E.O. Officer at (215) 784-4200.

Management will continue to be guided and motivated by this policy, and with the cooperation of all employees, will actively pursue the related goals of equal and affirmative action throughout the company and all of its subsidiaries.

On behalf of Management, I personally wish you the best of luck and success in your new job.

Christopher B. Asplundh
Chief Executive Officer

DISCLAIMER

THE POLICIES AND/OR PROCEDURES SET FORTH IN THIS HANDBOOK ARE OFFERED BY THE COMPANY AS GUIDELINES ONLY. THE COMPANY RESERVES ABSOLUTE DISCRETION TO DEVIATE FROM THE POLICIES OR PROCEDURES SET FORTH HEREIN AND TO ALTER, AMEND, DELETE, OR REVISE THE POLICIES AND/OR PROCEDURES SET FORTH HEREIN AS IT DEEMS APPROPRIATE AND IN THE INTEREST OF THE COMPANY. YOUR EMPLOYMENT WITH THE COMPANY IS AN AT-WILL EMPLOYMENT UNDER THE LAWS OF THE STATE. THIS MEANS YOUR EMPLOYMENT MAY BE TERMINATED AT ANY TIME WITH OR WITHOUT NOTICE BY THE COMPANY AND YOU MAY QUIT YOUR EMPLOYMENT WITH THE COMPANY AT ANY TIME. NOTHING IN THIS HANDBOOK SHOULD BE CONSIDERED TO ALTER THE AT-WILL NATURE OF YOUR EMPLOYMENT WITH THE COMPANY. NO ONE EXCEPT THE PRESIDENT OR VICE PRESIDENT OF THE COMPANY IS AUTHORIZED TO ALTER THE AT-WILL NATURE OF THE EMPLOYMENT OF ANY EMPLOYEE OF THE COMPANY. SUCH ALTERATION MUST BE IN WRITING, SIGNED BY THE PRESIDENT OR VICE PRESIDENT AND CLEARLY STATE THAT THE PURPOSE OF THE WRITING IS TO ALTER THE AT-WILL EMPLOYMENT RELATIONSHIP.

It is the policy of our Company and all of its subsidiaries and management to work continually toward improving recruitment, employment, development and promotional opportunities for minority group members and women.

It is Asplundh Tree Expert Co.'s intent to provide equal opportunity in all areas of its employment practices and to ensure that there be no discrimination against any applicant or employee on the grounds of race, color, religion, sex, age, disability, national origin, veteran status, marital status, or sexual orientation.

This policy extends to recruiting and hiring, to working conditions, training programs, use of company facilities, and all other terms, conditions and privileges of employment. As a field employee, complaints may be made to your immediate supervisor, (Foreperson, General Foreperson, Supervisor) or Region Manager. As a Corporate Home Office employee, complaints may be made to your immediate supervisor, department manager or the Office Personnel Manager. If you cannot report to your supervisor or manager, or if a complaint you have made has not been promptly addressed, you should call the Corporate EEO Officer at 215-784-4200.

Management will continue to be guided and motivated by this policy, and with the cooperation of all employees, will actively pursue the related goals of equal and affirmative action throughout the Company and all of its subsidiaries.

On behalf of Asplundh Tree Expert Co.'s management, we personally wish you the best of luck and success in your new job.

Asplundh Tree Expert Co. retains inherent rights to manage, including, but not limited to, the right to determine the number, location, and manner of operations; number of employees and assignments of work, transfers, promotions, demotions, layoffs, or terminations for lack of work or other reasons; and to set rules, suspend, discharge or take other disciplinary measures.

As part of the application and hiring process, additional policies will be provided for your review and are to be treated as having been incorporated by reference into this handbook.

Nothing contained in this handbook shall create, nor is it intended to imply or create, an employment contract or constitute a representation of continued employment. The employment relationship may be terminated at any time by either party without cause.

THE WORK WE DO . . .

Our major activity is utility line clearance - the trimming and removal of trees along power and telephone lines to prevent service interruptions caused by damage to the wires.

In doing this work, it is our intent:

- To maintain the highest standards of quality in our services.
- To work together with mutual respect and friendly cooperation.

PRIVATE TREE WORK

No employee has the authority, without Sponsor approval, to solicit or engage in private tree work as a representative of Asplundh Tree Expert Co.

Anyone who solicits or does unauthorized private work during working hours, who misrepresents him or herself as doing private work for Asplundh Tree Expert Co., or who uses Company-owned tools or equipment for private work is subject to discharge.

We recognize that some employees may engage in private tree work on their own behalf and on their own time. If you do this, remember - you do this work at your own risk. In case of injury to yourself, you are not covered by Workers' Compensation, and you may not be covered by your group medical and life insurance. Also, you would be liable for any injury or damage to others.

ASPLUNDH TREE EXPERT CO.

Our Company is unusual in several ways that help us to be successful: the Manager who “sells” a job is responsible for running it; and the business is owned by the people who operate it.

Payroll and customer billing is done at the Home Office in Willow Grove, PA. Also, at this location, are the Sponsors who set company goals and plans, and provide direction for the Region Managers.

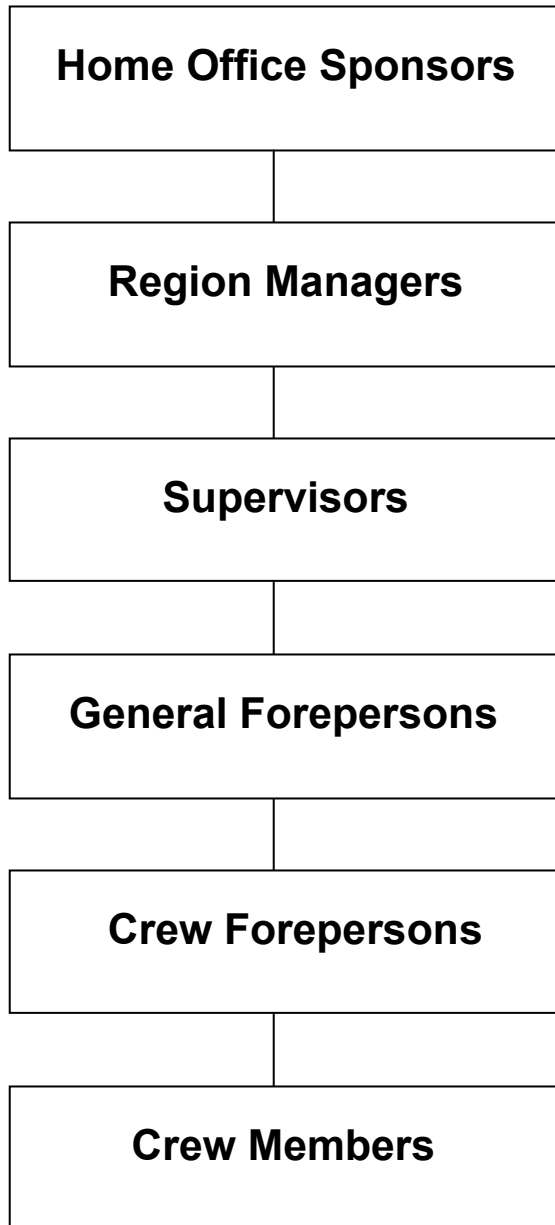
Field operations are under the direction of over 50 Region Managers, who have full operating responsibility for the geographical areas and utility properties assigned to them.

In many cases, your General Foreperson will report directly to a Region Manager, although when operations are large enough to support it and additional management is needed, there may be a Supervisor to whom the General Foreperson reports.

General Forepersons must ensure that costs are controlled, production and equipment are maintained, and the utility customer is pleased with our crews.

The Foreperson is assigned complete responsibility for your crew: to train you, and to solve your work problems as they occur.

ORGANIZATIONAL CHART



WHAT ASPLUNDH TREE EXPERT CO. EXPECTS FROM YOU . . .

As a representative of Asplundh Tree Expert Co., you are expected to work according to its established policies. Some of these are listed here. Others may apply to your area specifically.

Appearance and Clothing

In addition to conduct and attitude, your appearance is important. Neatness, sensible clothing, and care in personal hygiene are vital to public relations.

All field employees must wear "Hard Hats" and "Safety Glasses". This is for your protection, and is required by law.

Company T-shirts, jerseys and other items of work clothing can be purchased at cost through the Payroll Deduction Program.

Attendance

Let your Foreperson know as quickly as possible when you will miss work. Steady attendance and being on-time are essential to planning and crew operation. Lateness or absenteeism will result in disciplinary action and possibly discharge.

Conduct

Almost everyone in our Company has come up through the ranks. Your growth in Asplundh Tree Expert Co. will be determined largely by your conduct on the job.

Work cooperatively. Effective crew operations come from the support, skill, and dependability of each person. Meeting your Foreperson more than halfway will greatly assist you to make good in your new job.

Be considerate and courteous in contacts with customers, the general public and fellow employees. Racial or sexual harassment will not be tolerated.

Discipline and Discharge

Work rules have been established for the whole Company. Additional rules and disciplinary policies may apply in your area. The rules and instructions given to you are designed to make sure the job is done safely, properly and the way the customer wants it.

You are expected to follow the rules and to do what you are told. If you do not, your Foreperson or General Foreperson will take whatever disciplinary action he/she feels is necessary, up to and including discharge.

Discharge offenses include but are not limited to: excessive absenteeism, drinking intoxicants or using drugs just before or during work, the possession, distribution, purchase or sales of drugs during the working day, fighting, bringing firearms or other weapons on the job, falsifying records, gambling during working hours, violation of safety rules resulting in immediate danger to yourself or your fellow employees, repeated violation of the safety or work rules, and insubordination.

Keep Us Informed

Notify your Foreperson whenever there are changes in your personal situation such as: your address, telephone number, number of dependents, or an off-the-job injury.

Your income tax form (W-2 / T-4) will be sent directly to your home, so it is particularly important that we have an accurate and up-to-date address.

No Harassment Policy

Asplundh Tree Expert Co. is committed to maintaining a work environment that is free from discrimination and in which employees at all levels can devote their full attention and best efforts to the job. Harassment has no place in the work environment. Asplundh Tree Expert Co. does not authorize and will not tolerate any form of harassment based on the following factors: race, sex, national origin, age, disability, religion, or any other characteristic that is protected by law. This policy applies to management and non-management employees alike, and even to non-employees who harass our employees.

Examples of “harassment” covered by this policy include offensive language, jokes, or other physical, verbal, written, or pictorial conduct relating to the employee’s race, sex, national origin, age, disability, religion, or other factors protected by law that would make a reasonable person experiencing such behavior feel uncomfortable or would interfere with the person’s work performance.

The examples below are just that - examples. It is impossible to list every type of behavior that can be considered harassment in violation of this policy. In general, any conduct based on these traits that could interfere with an individual’s work performance or could create an offensive environment will be considered harassment in violation of this policy. This is the case even if the offending employee did not mean to be offensive. It is essential that employees be sensitive to the feelings of others.

Sexual Harassment

Sexual harassment (whether opposite-sex or same-sex) is strictly prohibited. Some examples of the types of behavior that are considered sexual harassment in violation of this policy include: sexually offensive jokes or comments; physical assaults or other touching that is sexual in nature; promising favorable treatment or threatening unfavorable treatment based on the employee’s response to sexual demands; displays of sexually oriented reading materials or pictures, including electronic materials; or punishing an employee for complaining of sexual harassment.

Harassment Based on Gender, Race, National Origin, Age, Disability or Religion.

Harassment based on these other traits deserves special mention and is also strictly prohibited. Some examples of the types of behavior that will be considered harassment, in addition to the examples previously stated, based on these characteristics include: jokes or negative comments about these characteristics; displays of reading materials or pictures containing negative material about these characteristics, including electronic materials; vandalism or “pranks” based on these characteristics; name-calling based on these characteristics; or punishing an employee for complaining of these types of harassment.

This policy cannot identify every behavior or conduct that might be proscribed by this policy. Therefore, if you are uncertain as to whether certain acts violate this policy, you should report the matter nonetheless.

Reporting Harassment

Asplundh Tree Expert Co. cannot resolve matters that it does not know about. Every employee has a duty to immediately report harassment so that Asplundh Tree Expert Co. can try to resolve the situation. You should report harassment when you feel that you have been harassed or when you have seen someone else being harassed. This is true whether the alleged harasser is an employee, a supervisor or manager, or even a non-employee, such as a customer or vendor with whom Asplundh Tree Expert Co. does business.

To report harassment, call Asplundh Tree Expert Co.'s E.E.O. Officer at 1-800-248-8733, ext. 4439 or contact your immediate Supervisor (Foreperson, General Foreperson, or Supervisor) or your Region Manager. These individuals have been trained to respond appropriately to reports of harassment.

Once your report has been received, Asplundh Tree Expert Co. will conduct a prompt and thorough investigation; discuss the results with the complaining employee and, where appropriate, the action to be taken; keep the investigation and results as confidential as possible; and if the complaint is verified, take appropriate corrective action, up through and including termination of the harasser. No employee will be punished for bringing a report of harassment to Asplundh Tree Expert Co.'s attention or for cooperating in an investigation.

Workplace Violence Policy

POLICY

Asplundh Tree Expert Co.'s object is to provide a work environment which is free from violence or threats of violence against individuals, groups or employees or threats against Company property. (This includes domestic violence which may occur on our property.) This policy requires that all individuals on Company premises or while representing Asplundh Tree Expert Co. conduct themselves in a professional manner consistent with good business

practices and in absolute conformity with non-violence principles and standards. Additionally, employees must be alert to, and immediately inform appropriate Company management staff of any behavior(s) or potential behavior(s), which violate or could constitute a violation of this policy. Asplundh Tree Expert Co. strictly prohibits the use of violence or threats of violence in the workplace and views such actions very seriously. Company policy applies the same standards to non-employees. Asplundh Tree Expert Co. will immediately investigate all incidents of violence, potential violence or threats of violence of which it becomes aware and will take appropriate action to resolve these situations.

SCOPE

This policy applies to all employees and locations of Asplundh Tree Expert Co., its subsidiaries and affiliates.

DEFINITIONS

Workplace Violence: A single behavior or a series of behaviors which constitute actual or potential assault, battery, harassment, intimidation, threats or similar actions, attempted destruction, or threats to Asplundh Tree Expert Co. or personal property; which occur in a Company workplace, at an Asplundh Tree Expert Co. work location or while individual is engaged in Company business.

GENERAL PROVISIONS

All employees are responsible for establishing and maintaining a work environment that promotes professionalism and is free of actual or potential workplace violence. This responsibility includes being alert to situations in which workplace violence is occurring or is likely to occur, and immediately notifying Asplundh Tree Expert Co. of any incidents or concerns.

Any individual who feels they have been the subject of workplace violence, or has identified a situation where workplace violence has or possibly could occur should bring it to the immediate attention of their supervisor, manager, department head or Field Personnel Department, at 215-784- 4439. Appropriate confidentiality will be exercised.

Early involvement of Company management is critical to help ensure that reasonable precautions will be taken to eliminate or

minimize any risks. The Company will involve appropriate law enforcement or other professional personnel, and/or remove individuals from Company premises as warranted. Reported incidents will be kept confidential to the extent possible in accordance with the best interests of all employees and Company security.

Violations of this policy or related policies and procedures may lead to disciplinary action up to and including termination of employment for Company staff or termination of the services of a consultant, vendor or supplemental worker and/or their associated firm.

Asplundh Tree Expert Co. reserves the right to report such violations to appropriate law enforcement agencies as deemed appropriate.

Electronic Communications Policy

Asplundh Tree Expert Co. provides electronic mail (E-mail), Internet access and voice mail systems and related software to facilitate effective, timely and secure and ethical business communication. This policy applies to both internal and external uses of e-mail and voice mail including the use of the Internet to transmit and receive information.

The voice mail, e-mail and computer systems are owned by Asplundh Tree Expert Co. and are provided for business use. Employees have no expectations of privacy in any information communicated through Company voice mail, E-mail systems or information accessed through the Internet. All messages and other information communicated through the mail systems or stored on the computer are the property of the Company. Use of the mail or computer systems to receive, transmit or store privately owned software programs are not permitted. Employees cannot install software, including shareware and freeware, without prior approval of the CIO. Asplundh Tree Expert Co. does not condone or support software license violation, and any unlicensed software will be removed immediately.

The systems may not be used for personal business or to solicit for or promote commercial ventures, religious or political causes, outside organizations or other non-job-related solicitations. In addition, the E-mail and voice mail systems are not to be used to create offensive or disruptive messages. Among those which are

considered offensive are messages which contain sexual implications, racial slurs, gender-specific comments or any other comment that offensively addresses someone's age, sexual orientation, religious or political beliefs, national origin or disability. Internet access to inappropriate websites, chat rooms, sites containing sexist or racial content is prohibited.

All confidential Company information must be transmitted via the Corporate standard email system and network.

Corporate data remains the property of Asplundh Tree Expert Co. and will be surrendered or destroyed upon demand, regardless of storage method or media, including personally owned computers and media.

The E-mail and voice mail systems should not be used to send (upload) or receive (download) copyrighted materials, trade secrets, proprietary financial information or similar materials without prior authorization. Asplundh Tree Expert Co. may access and disclose data stored on its voice and data network systems, including stored voice mail, E-mail messages and Internet addresses visited and may monitor usage of the mail and computer system in compliance with applicable law. Further, the Company reserves and intends to exercise the right to review, audit, intercept, access, and disclose all messages created, received or sent over the E-mail and voice mail systems for any purpose, as well as maintaining a record of all Internet activity.

The confidentiality of any E-mail, voice mail message or Internet usage should not be expected. The use of password protection does not provide a right to privacy for the user, and is only a means to secure communication from other employees or third parties. Password protection does not protect the employee from access by the Company. Even when a message is deleted, it is still possible to retrieve and read that message. Further, the use of passwords for security does not guarantee confidentiality. E-mail and voice mail may be as permanent as hard copy communications. No message should be sent except those that you would be comfortable putting in a letter or memo for general distribution.

Any employee who is found in violation of this policy shall be subject to disciplinary action, up to and including employment termination.

Privacy and Disposal Policy

It is the policy of Asplundh Tree Expert Co. to adhere to all legal guidelines regarding the privacy of individuals (including but not limited to, employees, clients, individuals associated with Company clients, vendors, etc.) Information concerning individuals that is considered private in nature includes, but is not limited to, name, address, telephone number, social security number, personal medical information, and/or other personal and identifying information. Our Company does not disclose any non-public personal financial or any non-public medical information regarding individuals except as permitted or required by law. Such information maintained by our Company is kept in confidence.

It is the requirement of all employees of our Company to properly dispose of private information pertaining to individuals. Documents containing private information may include, but are not limited to, Motor Vehicle Records (MVRs), Criminal Background Checks, or any other document containing private information as described above. This information is to be disposed of only via shredding. It is inappropriate to dispose of this information via trash or recycle disposal.

No Company employee or representative is authorized to dispose of personal individual information in any manner other than shredding as described above.

Disposal of Company computers shall be accomplished through the direction of the Information Technology Department at 215-784-4441.

All paper-based documents relating to Asplundh Tree Expert Co.'s personnel record system are required to be kept in secure, locked files in the Region office. These files are to be accessible only to authorized Company representatives who demonstrate a valid need for specific information from an employee's personnel record.

All medical information relating to an employee is required to be kept in the separate Medical Records System files maintained by the Region office. Access to these medical files is limited to individuals authorized to view medical information.

It is the policy of our Company to prohibit the dissemination or sharing of personal and private information with anyone except as

permitted or required by law. In the normal course of business Asplundh Tree Expert Co. has need to provide personal and private employee information to outside non-governmental entities. In these instances Asplundh Tree Expert Co. will request and review the outside entities privacy and destruction policies to insure that they comply with applicable laws.

Storm Emergency

Nothing is more important than our prompt, effective response to help a utility restore service when it is interrupted by wind, snow, or ice.

When you are called out on an emergency, it is Company policy that you must report to work. Unless you have a valid excuse, refusal will result in disciplinary action.

Tools and Equipment

Asplundh Tree Expert Co. provides all of the tools and equipment you will need on the job. These are of the highest quality, designed to suit your particular job and meet maximum safety standards. To do this we are constantly working with suppliers to improve the tools and equipment you use.

Proper care and maintenance of tools and equipment will help to make your job safer and easier. Abuse of tools or equipment will not be tolerated.

**WHAT YOU CAN EXPECT FROM
ASPLUNDH TREE EXPERT CO.. . .**

NOTHING IN THIS HANDBOOK IS INTENDED AS A GUARANTEE OF EMPLOYMENT FOR ANY SPECIFIC LENGTH OF TIME OR FOR ANY PARTICULAR TYPE OF WORK. ALL ASSIGNMENTS AND CONTINUED EMPLOYMENT WILL DEPEND UPON YOUR SATISFACTORY PERFORMANCE AND ASPLUNDH TREE EXPERT CO.'S DETERMINATION OF THE NEED FOR YOUR SERVICES.

ALL POLICIES, PROCEDURES AND BENEFITS DESCRIBED IN THIS BOOKLET MAY BE IMPROVED, MODIFIED, CHANGED OR DISCONTINUED WITHOUT PRIOR NOTICE.

Method of Pay

Asplundh Tree Expert Co. offers two methods of pay:

1. Direct Deposit (*contact your General Foreperson for an authorization form*) - the net amount of your check will be deposited into your bank account weekly for work done during the preceding week. Your check stub will be sent to your Foreperson.

2. Check - You will be paid weekly by check. Your check will cover the work done during the preceding week. Your check will be sent to your Foreperson. Make sure your check stub is accurate as to social security number, pay rate, hours worked, deductions, and net pay. Keep the stub as a permanent pay record. Your check must be endorsed by you. Any other person signing your name to your pay check may be guilty of forgery.

Promotions

It is the policy of Asplundh Tree Expert Co. to promote from within the Company whenever possible.

Transfers

Transfers from one crew to another are made for several reasons. If you show ability to perform your work properly and get along well with others on the job, it may be to the advantage of both you and Asplundh Tree Expert Co. to transfer you to another crew in which the opportunity for advancement may be better.

If work becomes less available, your Foreperson may recommend a transfer to another crew on a temporary basis to keep you permanently employed.

All transfers must first be approved by the Foreperson and General Foreperson.

Wages

You were informed of your pay rate when you were hired. Asplundh Tree Expert Co. endeavors to maintain the highest standards of pay that will still enable us to compete and provide steady work.

Working Hours and Overtime Pay

Management will schedule your working hours in agreement with Company policy and the standard practice in your locality. You are expected to work your scheduled hours. If you work time outside of your scheduled hours without authorization you will be compensated, but subject to disciplinary action according to Company policy.

All hours worked over forty in a week will be paid at overtime rates as required by Wage and Hour laws. If you have a problem with proper payment for hours worked please call 1-800-248-8733 ext. 4439 for assistance in resolving your issues.

Workers' Accident Compensation

If you are injured while performing your work, you will receive compensation for time lost in accordance with the terms of the Workers' Compensation Act effective in the state or province where you are employed.

Any on-the-job injury must be reported to your Foreperson when it occurs to fully protect your eligibility.

Your Progress

There are many ways to increase your skills and your knowledge of our business. Your efforts to do this improve your chances of promotion. Your Foreperson gives you on-the-job training and is your best source of information. However, there are Company manuals you can borrow and related books you can read.

Because of our ever-expanding services to the utility industry, opportunities for advancement become available in not only your own area, but also in new areas. Your willingness to relocate could improve your chances for promotion.

Your personal success will be built on how quickly and how well you learn, and on your dependability. On our crews, regular attendance and punctuality are vital. In addition, when a task is assigned to you, it is expected to be done efficiently and professionally.

We are able to do our work better than our competition because our people are always looking for improvements in methods, tools, and equipment. Your good ideas are important to our progress.

Employee's Magazine

We hope you will like the Asplundh Tree Expert Co. magazine. Four times a year it will bring you news and pictures of folks you know, information about Asplundh Tree Expert Co., and many other interesting items. The editor appreciates your interest and solicits news, photos and clippings from all of you, because in every way the Asplundh Tree Expert Co. magazine is your magazine.

EMPLOYEE BENEFITS

The following are typical benefits available to employees in many parts of our Company.

NOTE CAREFULLY THAT SPECIFIC BENEFITS ARE BASED ON THE AREA OR UTILITY PROPERTY ON WHICH YOU WORK.

For information on specific benefits, enrollment applications, and detailed explanations, talk to your Foreperson, General Foreperson, or the Human Resources/Employee Benefits Department at the Home Office in Willow Grove.

TYPICAL BENEFITS

Health Benefits

After a required period of continuous service that varies by region, health benefits may be made available to eligible employees.

The percentage of employee contribution varies by region and will be explained to you by your General Foreperson.

401(k) Savings Plan

The Company offers a 401(k) tax-deferred savings plan under which you may be eligible to contribute a percentage of your annual compensation. Eligible hourly employees may contribute up to fifteen percent (15%) of their earnings, not to exceed the maximum annual deferral limit allowable by law. An employee becomes eligible to participate if working in an eligible class, has completed 12 months of service and worked at least 1000 hours during those 12 months, and is 21 years of age or older. Once eligible, you may enroll during the next available enrollment period May/June for July 1 effective date or November/December for January 1 effective date. You must request and review the Plan information provided by contacting Diversified

Investment Advisors, Inc. toll-free at 1-888-676-5512 during the enrollment period. All enrollments are processed through this same toll-free number. Contributions are submitted weekly to your Diversified account. Diversified also provides a website for additional

information and on-line access to your account: www.divinvest.com or you may contact Customer Service toll-free at 1-800-755-5801. All address changes must be reported to the following address: Asplundh Tree Expert Co., ATTN: 401(k) Savings Plan, 708 Blair Mill Road, Willow Grove, PA 19090.

Basic Life Insurance

The Company provides Basic Life Insurance to full-time eligible employees beginning the first day of the month following completion of ninety (90) consecutive days of service with the Company. Please refer to your enrollment application provided at the time of hire to determine the amount of Company paid life insurance provided in your Region.

Supplemental Life Insurance – Voluntary Benefit

The Company offers voluntary Supplemental Life Insurance to all full-time eligible employees. An employee may elect to purchase Supplemental Life Insurance, through payroll deductions, in increments of \$10,000 up to a maximum of \$50,000 of coverage. Rates are based on the coverage level selected. Coverage becomes effective the first day of the month following completion of ninety (90) consecutive days of service with the Company, provided the employee completes and returns the required enrollment form (provided at the time of hire) within 30 days of his/her eligibility date. The enrollment form may be returned to their supervisor or mailed to: Asplundh Tree Expert Co., Human Resource Services / Benefits Dept., 708 Blair Mill Road, Willow Grove, PA 19090.

Vacations

For information regarding vacation availability and eligibility, please contact your General Foreperson or Supervisor. To be eligible, you must first complete a required period of continuous service.

REMEMBER, BENEFITS IN YOUR AREA MAY BE DIFFERENT FROM THOSE SPECIFIED ABOVE. FOR INFORMATION REGARDING THE ACTUAL BENEFITS AVAILABLE TO YOU, PLEASE CONTACT YOUR FOREPERSON, GENERAL FOREPERSON, OR SUPERVISOR.

Asplundh Tree Expert Co. reserves the right to modify or eliminate benefits at any time.

FAMILY AND MEDICAL LEAVE OF ABSENCE POLICY

The Company will grant family and/or medical leave of absence for eligible employees for up to 12 weeks per year. Such a leave of absence is one that is necessary for medical reasons or as a result of family circumstances. The Company will grant a leave of absence for medical reasons to any employee who must cease work because of a serious health condition, including pregnancy or a pregnancy related condition that prevents the employee from performing the functions of his or her position. The Company will also grant a leave of absence under certain circumstances that are critical to an employee's family: the birth of an employee's child; the placement of a child with an employee for adoption or foster care; or when the employee is needed to care for a child, spouse, or parent who has a serious health condition. A serious health condition is an illness, injury, impairment or physical or mental condition that involves in-patient treatment in a hospital, hospice, or residential medical care facility, or continuing treatment by a health care provider.

Eligibility for Family and Medical Leave Of Absence

To be eligible for a leave of absence under this policy, an employee **must** have been employed by the Company for at least twelve months and **must** have worked at least 1,250 hours during the twelve month period preceding the commencement of the leave of absence. Thus, new employees and part-time workers are not entitled to family and/or medical leave of absence.

Application for Family and Medical Leave Of Absence/Notice by Employee

Any employee who desires a leave of absence pursuant to this policy **must complete, sign, and submit an Application for Leave Of Absence** to his or her immediate Supervisor or General Foreperson for their signature. **ALL** completed paperwork (application and medical certification) must be sent to the **BENEFITS DEPARTMENT, 708 BLAIR MILL ROAD, WILLOW GROVE, PA 19090**. When the need for leave of absence is foreseeable or anticipated, such as planned medical treatment or the birth of a child, the employee **must** make efforts to schedule leave so as not to disrupt the Company's operations and **must** submit the Application For Leave Of Absence not less than 30 days before the date the leave is to begin. If the proposed leave of absence is foreseeable due to planned medical treatment, an employee is required to schedule the treatment so as not to disrupt the operations of the Company. If the need for leave was not foreseeable, the employee **must** submit an Application for Leave Of Absence as far in advance of the date the leave is to begin as is practicable. Employees needing intermittent FMLA leave or leave on a reduced leave schedule **must** attempt to schedule their leave as not to disrupt the employer's operations. In addition, an employer may assign an employee to an alternative position with equivalent pay and benefits that better accommodates the employee's intermittent or reduced leave schedule.

The leave of absence pursuant to this policy may be taken by an employee on an intermittent (rather than on an uninterrupted) basis or on a reduced schedule if medically necessary as a result of an employee's serious health condition or that of his or her spouse, child or parent. However, except as allowed by local law, a leave of absence pursuant to this policy may not be taken on an intermittent or reduced schedule basis when the reason for the leave is the birth of a child or the placement of a child for adoption or foster care.

Certification Procedure

Every Application for Leave Of Absence pursuant to this policy **must** include the completed Department of Labor Certificate of Health Care Provider forms filled out by a licensed medical care provider (except when the reason for the requested leave of absence is the birth or the placement of a child for adoption or foster care). All required forms, including the written medical certification, **must** be submitted to the Company within 14 days of original receipt by the employee. The Certificate of Health Care Provider forms **must** be completed in full and signed. They shall be attached to the Application for Leave Of Absence. It is the responsibility of the employee to submit the Certificate of Health Care Provider forms, as well as all other forms, to the Company.

In its discretion, and at its own expense, the Company may require a second medical opinion after an employee submits a medical certification. If the second medical opinion differs from the original medical certification, the Company may require the employee to submit to examination by a third physician, the identity of whom will be agreed upon by the Company and the employee requesting the leave of absence. The Company may require periodic re-certification by an employee's medical care provider when the Company in its discretion deems re-certification is warranted.

Conditions of Family and Medical Leave Of Absence

The following conditions apply to a leave of absence pursuant to this policy:

1. In its discretion, the Company may require an employee taking an approved leave of absence to periodically report on his or her status and intention to return to work.
2. An employee taking an approved leave of absence may not engage in other work or employment during the leave of absence. If an employee engages in other work or employment during the leave of absence, the employee will be considered to have violated the terms of the leave of absence, and to have voluntarily terminated his or her employment with the Company.

3. If an employee is granted a leave of absence on an intermittent basis or a reduced scheduled basis, the Company may require the employee to temporarily transfer to an alternative position that accommodates the employee's recurring absence or part-time schedule.
4. Where applicable, spouses that are both employed by the Company are entitled to 12 weeks total, rather than 12 weeks leave of absence each.
5. If at the time of applying for a leave of absence or during the leave of absence, the employee intends not to return to work or decides not to work after completion of the leave of absence, the employee will be liable to and required to reimburse the Company for the cost of payments made to maintain the employee's benefits during the leave of absence.

Status of Employee Compensation and Benefits during Family Medical Leave Of Absence

The Company may apply any part of an employee's accrued paid vacation time and/or paid sick/personal time toward any part of the twelve week period allowed for an approved leave of absence pursuant to this policy. The decision to compensate an employee for any part of an approved leave of absence not covered by accrued paid vacation time and/or paid personal/sick time is within the sole discretion of the Company. Nothing in this policy will result in an increase on the amount or type of paid leave, if any.

An approved leave of absence pursuant to this policy will not, however, result in the loss of any employment benefit that may have accrued before the date the leave of absence started. Unless directed otherwise, the Company will continue group insurance. For health, dental, vision, life and disability (if applicable) the employee will be required to pay the same premium portion as though active. If no paid time is available and leave is unpaid, all premiums will be deducted immediately upon return to work.

Return from an Approved Family and Medical Leave Of Absence

Upon returning from an approved leave of absence granted as a result of an employee's own serious health condition, an employee **must** present written medical certification from his or her medical care provider stating that he or she is able to perform the essential functions of their job with or without reasonable accommodation. At that time, the Company will place the employee in his or her former position. In the event the former position is not available, the employee will be placed in an equivalent position with equivalent compensation and benefits.

If an employee does not return to work on the agreed upon date, the employee will be considered to have voluntarily terminated his or her employment. Under no circumstances will a leave of absence be approved for longer than a period of 12 weeks. In the event the Company learns that an employee does not intend to return to work after completion of an approved leave of absence, the Company will recover from the employee the cost of payments made, if any, to maintain the employee's benefits during the leave of absence.

With respect to "highly paid" or "key" employees, there may be circumstances where no positions are available upon the expiration of his or her leave of absence. Under these circumstances, the employee may be terminated from the Company. A "key" or "highly paid" employee is a salaried employee who is among the highest paid 10% of those employees working within 75 miles of the company location at which the employee is assigned.

Additional Information

Additional information regarding the FMLA may also be obtained by contacting the nearest office of the Wage and Hour Division, listed in most telephone directories under U.S. Government, Department of Labor. Specific phone numbers and website information is also listed on the "Your Rights under the Family and Medical Leave Act of 1993" poster.

If any regulations in effect as of the date of this handbook are subsequently amended, they are incorporated herein when effective.

EMPLOYEE SAFETY

Your Safety Department has developed an accident prevention program which is one of the best in the industry.

It is Company policy to operate every job in strict accordance with our time-tested safe practices and rules, in addition to the regulations established under the Occupational Safety and Health Act of 1970.

SAFETY DEPENDS ON YOU

There are hazards in every job, and the work we do is no exception.

You will work with the best tools, the best equipment and the best safety devices available. You will be given systematic on-the-job training, and you will work under the most careful supervision possible.

Even so, your safety depends on you! Never forget that in our industry most accidents are caused by two things:

1. Ignoring the Foreperson's instructions.
2. Not working according to approved work procedures and safety rules.

OCCUPATIONAL SAFETY AND HEALTH ACT

You should understand your rights and responsibilities and the responsibilities of Asplundh Tree Expert Co. under the Occupational Safety and Health Act (usually referred to as OSHA). To explain this, the OSHA poster is reprinted here. (See next page).

Some states have their own Federally-approved Occupational Safety and Health Plan. In these states, the OSHA poster may be somewhat different from this, but will outline benefits and responsibilities at least as effective as these. Your General Foreperson will have a copy of this poster to show you.

You should also understand that the “General Duty Clause” of the Occupational Safety and Health Act has the effect of making our compliance with the Accident Prevention Section of our Foreperson’s Manual a matter of Federal law.

Your compliance with these safety rules and practices is a condition of employment.

**- WORK SAFELY -
YOUR LIFE DEPENDS ON IT!**

You Have a Right to a Safe
and Healthful Workplace.
IT'S THE LAW!

- You have the right to notify your employer or OSHA about workplace hazards. You may ask OSHA to keep your name confidential.
- You have the right to request an OSHA inspection if you believe that there are unsafe and unhealthful conditions in your workplace. You or your representative may participate in the inspection.
- You can file a complaint with OSHA within 30 days of discrimination by your employer for making safety and health complaints or for exercising your rights under the OSH Act.
- You have a right to see OSHA citations issued to your employer. Your employer must post the citations at or near the place of the alleged violation.
- Your employer must correct workplace hazards by the date indicated on the citation and must certify that these hazards have been reduced or eliminated.
- You have the right to copies of your medical records or records of your exposure to toxic and harmful substances or conditions.
- Your employer must post this notice in your workplace.

The Occupational Safety and Health Act of 1970 (OSH Act), P.L. 91-596, assures safe and healthful working conditions for working men and women throughout the Nation. The Occupational Safety and Health Administration, in the U.S. Department of Labor, has the primary responsibility for administering the OSH Act. The rights listed here may vary depending on the particular circumstances. To file a complaint, report an emergency, or seek OSHA advice, assistance, or products, call 1-800-321-OSHA or your nearest OSHA office: • Atlanta (404) 562-2300 • Boston (617) 565-9860 • Chicago (312) 353-2220 • Dallas (214) 767-4731 • Denver (303) 844-1600 • Kansas City (816) 426-5861 • New York (212) 337-2378 • Philadelphia (215) 861-4900 • San Francisco (415) 975-4310 • Seattle (206) 553-5930. Teletypewriter (TTY) number is 1-877-889-5627. To file a complaint online or obtain more information on OSHA federal and state programs, visit OSHA's website at www.osha.gov. If your workplace is in a state operating under an OSHA-approved plan, your employer must post the required state equivalent of this poster.

1 -800-321-OSHA
www.osha.gov

U.S. Department of Labor • Occupational Safety and Health
Administration • OSHA 3165

EMPLOYEE STATEMENT

I understand that it is the policy of Asplundh Tree Expert Co. and all of its subsidiaries and its management to work continually toward improving recruitment, employment, development and promotional opportunities for all persons.

I further understand that it is Asplundh Tree Expert Co.'s intent and the responsibility of each employee to provide equal opportunity in all areas of its employment practices and to ensure that there be no discrimination against any applicant or employee on the grounds of race, color, religion, sex, age, disability, national origin, veteran status, marital status, or sexual orientation.

Any employee in a protected class who is subjected to harassment or discrimination has the right to have such activity terminated immediately. Complaints may be made to the employee's immediate Supervisor, (Foreperson, General Foreperson, or Supervisor) or Region Manager. If you cannot report to your immediate Supervisor or Region Manager, or if a complaint you have made has not been promptly addressed, you should call the EEO Officer at (215) 784-4200 or 1-800-248-8733 at Asplundh Tree Expert Co.'s home office in Pennsylvania. Complaints shall be treated in a confidential manner and an investigation will be conducted concerning the allegations. If the investigation leads to a determination that the charges are true, Asplundh Tree Expert Co. will take corrective action immediately. Engaging in action in violation of Asplundh Tree Expert Co.'s policy as set forth in the Employee Handbook and related notices will be grounds for disciplinary action up to and including discharge.

EMPLOYEE STATEMENT

I understand that it is the policy of Asplundh Tree Expert Co. and all of its subsidiaries and its management to work continually toward improving recruitment, employment, development and promotional opportunities for all persons.

I further understand that it is Asplundh Tree Expert Co.'s intent and the responsibility of each employee to provide equal opportunity in all areas of its employment practices and to ensure that there be no discrimination against any applicant or employee on the grounds of race, color, religion, sex, age, disability, national origin, veteran status, marital status, or sexual orientation.

Any employee in a protected class who is subjected to harassment or discrimination has the right to have such activity terminated immediately. Complaints may be made to the employee's immediate supervisor, (Foreperson, General Foreperson or Supervisor) or Region Manager. If you cannot report to your immediate Supervisor or Region Manager, or if a complaint you have made has not been promptly addressed, you should call the EEO Officer at (215) 784-4200 or 1-800-248-8733 at Asplundh Tree Expert Co.'s home office in Pennsylvania. Complaints shall be treated in a confidential manner and an investigation will be conducted concerning the allegations. If the investigation leads to a determination that the charges are true, Asplundh Tree Expert Co. will take corrective action immediately. Engaging in action in violation of the Company's policy as set forth in the Employee Handbook and related notices will be grounds for disciplinary action up to and including discharge.

I understand my rights and responsibilities as I have read them in the Employee Statement and I agree to follow the procedure for reporting.

Employee Signature: _____

Date: _____ Region: _____

Employee Print Name: _____

Place in Region Personnel File

DISCLAIMER

THE POLICIES AND/OR PROCEDURES SET FORTH IN THIS HANDBOOK ARE OFFERED BY THE COMPANY AS GUIDELINES ONLY. THE COMPANY RESERVES ABSOLUTE DISCRETION TO DEVIATE FROM THE POLICIES OR PROCEDURES SET FORTH HEREIN AND TO ALTER, AMEND, DELETE, OR REVISE THE POLICIES AND/OR PROCEDURES SET FORTH HEREIN AS IT DEEMS APPROPRIATE AND IN THE INTEREST OF THE COMPANY. YOUR EMPLOYMENT WITH THE COMPANY IS AN AT-WILL EMPLOYMENT UNDER THE LAWS OF THE STATE. THIS MEANS YOUR EMPLOYMENT MAY BE TERMINATED AT ANY TIME WITH OR WITHOUT NOTICE BY THE COMPANY AND YOU MAY QUIT YOUR EMPLOYMENT WITH THE COMPANY AT ANY TIME. NOTHING IN THIS HANDBOOK SHOULD BE CONSIDERED TO ALTER THE AT-WILL NATURE OF YOUR EMPLOYMENT WITH THE COMPANY. NO ONE EXCEPT THE PRESIDENT OR VICE PRESIDENT OF THE COMPANY IS AUTHORIZED TO ALTER THE AT-WILL NATURE OF THE EMPLOYMENT OF ANY EMPLOYEE OF THE COMPANY. SUCH ALTERATION MUST BE IN WRITING, SIGNED BY THE PRESIDENT OR VICE PRESIDENT AND CLEARLY STATE THAT THE PURPOSE OF THE WRITING IS TO ALTER THE AT-WILL EMPLOYMENT RELATIONSHIP.

By my signature below, I acknowledge that I have read this Disclaimer and that I understand it.

Employee Signature

Date

Employee's Printed Name

Place in Region Personnel File

PRIVATE TREE WORK

No employee has the authority, without Sponsor approval, to solicit or engage in private tree work as a representative of Asplundh Tree Expert Co.

Anyone who solicits or does unauthorized private work during working hours, who misrepresents him or herself as doing private work for Asplundh Tree Expert Co., or who uses Company-owned tools or equipment for private work for his or her own account at any time is subject to discharge.

We recognize that some employees may engage in private tree work on their own behalf and on their own time. If you do this, remember - you do this work at your own risk. In case of injury to yourself, you are not covered by Workers' Compensation, and you may **not** be covered by your group medical and life insurance. Also, you would be liable for any injury or damage to others.

NO HARASSMENT POLICY

Please refer to the Employee Handbook for the complete No Harassment Policy.

EMPLOYEE'S RECEIPT

I acknowledge receipt of this Employee Handbook. In addition, I agree to familiarize myself with its contents, particularly Asplundh Tree Expert Co. policies strictly prohibiting "Private Tree Work" and it's "No Harassment Policy".

Employee _____ Region: _____
Signature: _____ Date: _____

Employee Print Name: _____

Place in Region Personnel File