

OK ETHICS BEST PRACTICES WORKSHOP

COMPASS AWARD PROCESSES TO ENHANCE YOUR BUSINESS

March 1, 2013

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OK ETHICS®



**Best Practices Workshop
March 1, 2013**

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I. Participant Introductions

II. Enhancing Ethical Practices: The Benefits of the Compass Award Process

The Oklahoma Business Ethics Consortium and Foundation (“OK Ethics”) are organizations committed to promoting Oklahoma values of integrity in the workplace. In the spirit of this award program, nominees are asked to share insights, events and processes that will be helpful to other companies who desire to instill strong ethical values in their workplace.

1) Promote Oklahoma values of integrity at work. We do this by spotlighting those companies that have achieved success while staying true to the highest ethical standards. OK Ethics offers this award program as a means to inspire and encourage others.

2) The Compass Award application is designed to be a practical assessment tool for companies to use in evaluating the cohesiveness of their current processes for supporting ethical behavior. Past applicants have commented that this is the most valuable aspect of the award. For first-time candidates, this has provided a comprehensive benchmark and springboard for future endeavors. To that end, OK Ethics will provide **two free consultations** to participating companies. One of these sessions is to offer guidance and support in the preparation of this application.¹ The other may be used at the company’s discretion and at the mutual agreement of the OK Ethics representative.

3) Finally, award recipients openly share their information with other companies who are continually focused on promoting strong ethical practices in their organizations. “All ships rise in high tide.”

To summarize, this award is intended to:

- **Promote the sharing of best practices**
- **Inspire trust of consumers and shareholders**
- **Build on solid reputation of business**
- **Improve quality of ethics initiatives**
- **Encourage others – including employees and vendors**

¹ Appointments may be made by contacting Shannon Warren at (405) 858-2233 or via email at warrenokla@cox.net.

III. 2013 OK Ethics Compass Award Application

a. Baldrige Criteria for Performance Excellence

OK Ethics wishes to acknowledge with gratitude the open sharing of criteria by the Malcolm Baldrige National Quality Program. Recognizing that integrity is an essential component of any business concern, criteria from the Baldrige program provided a strong basis for this award. As stated in the Baldrige program: *“Well designed and clearly articulated ethical principles should empower people to make effective decisions with great confidence.”*

The Baldrige Criteria for Performance Excellence empowers your organization—no matter the size or industry—to

- reach your goals;
- improve results; and
- become more competitive by aligning your plans, processes, decisions, people, actions, and results.

The Criteria gives you the tools you need to examine all parts of your management system and improve processes and results while keeping the whole organization in mind by focusing on your results in the key areas of

- products and processes,
- customers,
- workforce,
- leadership and governance, and
- finance and markets.

This composite of measures ensures that your strategies are balanced—that they do not inappropriately trade off among important stakeholders, objectives, or short- and longer-term goals.

The Criteria are non-prescriptive and **focus on common needs rather than on common procedures**. This focus fosters understanding, communication, sharing, alignment, and integration while supporting innovative and diverse approaches.

Baldrige applicants know that the **journey** is not about receiving a Presidential Award, although that's a nice goal. It's about getting expert feedback on where they are and where they need to be. It's about having the tools to examine all parts of their management model and improve processes while keeping the whole organization in mind.

A Word About Supporting Documentation...

In your award binder, please include supporting documentation, such as policies and procedures, surveys, employee feedback, articles or publications that are directly relevant to the statements made in this application. To clarify, the judges are interested in substantive examples that relate directly to the achievement of an ethical culture, rather than extraneous marketing material. For that reason, nominees are encouraged to be highly selective in choosing supplemental materials. Also, supporting documentation should be marked to clearly reference the criteria that it is intended to support. *(Videos will not be accepted.)*

c. Best Practice Examples and Documentation

- i. Leading with Integrity**
- ii. Cultivating an Ethical Culture**
- iii. Corporate Social Responsibility**
- iv. Building Trust in Customer Relations**

I. Leading with Integrity (Excerpt from application):

Leaders are expected to set the right tone for ethical behavior to flourish in their organizations. While latter aspects of this application will gauge additional methods used to promote an ethical culture, this section specifically focuses on leadership.

- A. How does your company hold managers accountable for ensuring that integrity is an integral component of your company's success? *(The Selection Team will be most interested in examples of systemic processes or tools used by leadership in striving for optimal results. Examples of these might include feedback mechanisms, reward systems tied to performance or ethics audits.)*
- B. What indicators do you use to determine the effectiveness of your management team's endeavors to promote ethical behavior? In other words, how do you know the efforts are truly working? *(Please provide supporting data.)*

Please refer to Tab # 1 for examples of supporting documentation.

II. Cultivating an Ethical Culture: (Excerpt from application):

Rules are not enough to promote good conduct in an organization. Companies must build and continually reinforce a culture that promotes integrity in the workplace.

- A. Please provide a definition of ethical behavior as it relates to your particular organization. Explain how you ascertained your definition.
- B. Please describe any codes, principles or values that are inherent in your organization.
 - 1. What steps does your company take in the selection process to ensure that new recruits' values are consistent with that of the organization?
 - 2. What is your process for ensuring that the organization's values are embraced by new employees? *(Examples may include mentoring or orientation programs.)*
- C. Describe any other processes that your company may have in place to ensure that an ethical culture is consistently reinforced. In sharing these examples, please provide measures the company uses to determine the effectiveness of these processes. *(Among other potential items, data gained from employee surveys may be provided, as well as analysis of training programs related to ethics.)*
- D. How does your organization recognize and/or reward those employees, customers, vendors or partners who have gone "above and beyond" in their demonstration of highly ethical principles?
- E. How does your company monitor and respond to breaches of ethical behavior?

Please refer to Tab # 2 for examples of supporting documentation.

III. Forthright Communications:

Transparency is a term that has broadened beyond the standard reference to accounting procedures.

- A. How does your company demonstrate open/transparent communication occurs throughout the organization?
- B. How has the effectiveness of these communiqués been measured? *(Please describe results of your findings.)*

IV. Corporate Social Responsibility:

According to the Baldrige criteria, opportunities to support key community efforts are available to organizations of all sizes. The Selection Team will be interested in initiatives that go well beyond regulatory compliance.

- A. Describe your company's strategy with regard to issues of social responsibility or corporate philanthropy. In other words, how does your company identify which community activities to support?
- B. What has been your company's direct impact on the community? In other words, please state how your organizations' involvement has made a difference. Provide an overview of:
 - i. Your company's involvement in the community
 - ii. Benefits to the community
- C. To what extent are employees actually engaged in the company's social responsibility activities? *(Please cite percentage of employees participating in these endeavors or provide other quantifiable data.)*

Please refer to Tab # 3 for examples of supporting documentation.

V. Building Trust in Customer Relations

Sometimes, customers' interests may conflict with an organization's desired revenue goals. In these situations, it may be tempting to compromise ethical standards.

How does your company monitor the effectiveness of customer relations, specifically as it pertains to handling of customer concerns in a forthright and fair manner? *(Examples may be a policy or training program relative to customer satisfaction that includes mention of ethical issues. The Selection Team will be interested in seeing data that measures the effectiveness of these endeavors.)*

Please refer to Tab # 4 for examples of supporting documentation.

Leading with Integrity

Leaders are expected to set the right tone for ethical behavior to flourish ...

At OGE Energy Corp., we encourage every employee to lead with integrity, from Pete Delaney, Chairman and CEO, to the man or woman on the line serving our customers. Respect, transparency and integrity are values embraced by every area of the company. Those values serve as true north for employees who have been recognized for their efforts, like:

- CEO **Pete Delaney**, who was named **2012 Most Admired CEO** by *The Journal Record*.
- **Dr. Pete Hammett**, Managing Director Talent Management, who received the **Gold Vanguard award** from *Chief Learning Officer Magazine* for developing and deploying OGE Energy's Leadership Development Program (*see B.3*) that incorporates OGE Energy's values, beliefs and vision.
- **Every OGE Energy member** who treated customers with integrity, spoke up to improve processes or worked to improve the communities in which they live and serve. Their actions helped **OG&E** to be named **2011 North American Utility of the Year** by *Electric Light & Power Institute*.
- **Every OGE Energy member** whose passion for customer service helped to make **OG&E #1 for customer satisfaction for Residential and Business customers in 2011** among midsize utilities in the Southern U. S., according to *J.D. Power and Associates*.

How does your company hold managers accountable for ensuring the integrity is an integral component of OGE's success?

At OGE we refer to our employees as Members since there is a genuine feeling of accomplishing our goals together as a Team. For over 100 years OGE has worked hard at listening and responding to members with dignity and respect. The following represent ways we hold managers accountable;

Accountability Training

All managers are encouraged to understand and take ownership of their roles as part of the company's required Accountability Training workshop (*see C.6*). Launched in 2009, the interactive workshop focuses on developing the skills, attitudes and tools to help participants achieve results with integrity by constantly asking, "What else can I do?" to meet deadlines, overcome obstacles and avoid the blame game. Managers learn that they are responsible for helping to develop the right experiences for employees so that they can "Achieve Together."

Performance Evaluations

The concept of modeling OGE Energy's Values & Beliefs (*see C.1*), including the value of Integrity, is included as a measurement on all employee performance evaluations through a Performance Dimension called *Living OGE Values* (*see B.9 for a performance review template*). This measurement is particularly important for managers, who serve as examples for all other members.

Member Feedback

Member feedback from the Ethics Hotline and other communication avenues helps to gauge the level of integrity maintained by each manager. Once an ethics complaint is raised, it is investigated fully and reported to the Audit Committee (*see next section for more discussion in this area*).

What indicators do you use to determine the effectiveness of management's endeavors to promote ethical behavior?

Monitoring the effectiveness of the Ethics Program is an ongoing journey. In addition to analyzing our reports, we look to credible, outside sources to help benchmark our efforts to shape our ethics program and our culture. Over the past few years, OGE Energy has participated in the Great Place To Work (GPTW) Survey as part of that benchmarking and improvement process (*see G, p. 8-9*). We listen to feedback from our members and those outside sources to find ways to improve our program.

Annual Ethics Program Report

We present an annual Ethics Program report to the Audit Committee each fall. This report contains several sections. We are providing our edited Executive Summary (*see B.4*) which represents an overview of our program including our investigation process. We are also including excerpts from our analysis of actual ethics reporting (*see B.5*) where ethics claims are categorized by reporting method, issue type, business unit and more. This second report also summarizes actions taken when ethical violations are substantiated. This information has been used to develop transparent communications to our members.

Compliance and Ethics Leadership Council (CELC) Surveys

Besides the analysis of actual reports, OGE Energy joined the Compliance and Ethics Leadership Council (CELC) in 2007 in order to gain more insight into the Ethics Program. CELC administers employee ethics surveys and compares the results to those of other participating companies. CELC launched ethics surveys to all members in 2007, 2010 and will again in April 2012. OGE Energy used feedback from each survey to adjust the ethics program.

- **2007 Survey** – One finding was that some members would not report potential ethics violations because they believed the company would not take action, even if ethics misconduct was proven (*see B.6*). This is a typical reason in Corporate America for employees not reporting. Because of this feedback, we began to distribute quarterly ethics reports summaries to all members. We hoped these communications would increase awareness.
- **2010 Survey** – Although the increased communications did help to improve the results from the previous survey (*see B.7*), we continued our focus on factually demonstrating to members that the company does take action on ethics reports. We began more detailed quarterly companywide summaries, including the types of actions taken on ethics reports.
- **April 2012 Survey Preparation** – We launched monthly GPTW Pulse Surveys in 2011 and included key questions from the 2010 CELC survey in order to track our progress (*see B.8*). Also in an effort to create greater awareness, internal communications regularly focused on those specific areas.

Leading at OGE

What does it mean to be a leader at OGE? Or more specifically, what does it take for a leader to be effective at OGE? The perception of what defines 'effective' leadership is as broad and varying as the definitions of leadership itself.

So how do we define leadership at OGE? Without question, an effective leader must deliver results such as safety, earnings per share, customer loyalty, operational efficiency and compliance. But achieving results cannot be the sole focus of a leader. An effective leader does those things to ensure the company can deliver results in the future, even with a changing environment – this means turning attention to those that make the results happen - our members.

*Therefore we define leadership and leadership effectiveness as equal parts of **what OGE leaders do and who OGE leaders are.***

What OGE leaders do is summarized into four critical actions of setting direction, engaging members, creating the right atmosphere and building trust.

Set Direction: Leaders create a vision for their areas that aligns with OGE's vision and articulates this vision with clarity and conviction.

Engage members: Helping members to not only understand where we are going, but "why" we are going there and how they can help accomplish the vision.

Create the right atmosphere: Create an atmosphere where members can be successful in accomplishing what we ask them to do – They should feel supported, encouraged, motivated, and challenged within their capabilities.

Build Trust: Treating others with dignity and respect - always displaying behaviors that are consistent with our values and beliefs so that others have confidence in your actions and intent.

Of equal importance as the results a leader achieves is manner in which results are accomplished - in other words, the character of a leader. Leaders at OGE embody the following attributes:

Desire to lead: OGE leaders are compelled to guide and develop individuals, teams and the organization to achieve common goals.

Openness to Feedback: OGE leaders embrace "loving critics" – people who tell them what they need to hear. Leaders build 'trust' by their willingness to be vulnerable and give & receive feedback.

Service: OGE leaders are more concerned about the well-being of others than they are about their own well-being or success.

Humility: OGE leaders get things done without calling attention to themselves. Admits faults and mistakes; Respects the views of others; Seeks to understand before being understood (listen).

To be a leader at OGE is - in a real sense – should be a conscious decision to accept OGE's expectations of a leader. It should be a calling to lead people towards our vision. Embodied in this calling is a conviction to be what our members want - leaders that set clear expectations for performance, measure progress fairly, appreciate their efforts and acknowledge their results.

Aligning Leadership with Competencies

What leaders do (the act of leading)

Set Direction	Engage Members	Build Trust
Strategic Skills	Operating Skills	Leading Change
<ul style="list-style-type: none"> Understanding the Business Business Acumen Functional / Technical Skills Technical Learning Making Complex Decisions Decision Quality Problem Solving Creating the New & Different Dealing with Ambiguity Innovation Management Perspective Strategic Agility 	<ul style="list-style-type: none"> Keeping on Point Priority Setting Getting Work Done Through Others Delegation Developing Direct Reports/Others Informing Managing Work Processes Process Management Total Work Systems 	<ul style="list-style-type: none"> Dealing with Trouble Conflict Management Confronting Direct Reports Managerial Courage Making Tough People Calls Sizing up People
	Organizational Skills	
	<ul style="list-style-type: none"> Organizational Agility Political Savvy Presentation Skills Written Communications 	

<ul style="list-style-type: none"> Approachability Interpersonal Savvy Humility Caring About Others Managing Vision/Purpose 	<ul style="list-style-type: none"> Customer Focus Managing Diversity Peer Relationships Motivating Others Work / Life Balance 	<ul style="list-style-type: none"> Humor Listening Personal Disclosure Values and Ethics Integrity and Trust 	<ul style="list-style-type: none"> Personal Learning Self-Development Self-Knowledge Work / Life Balance 	<ul style="list-style-type: none"> Negotiating Others Building Effective Teams Personal Learning Self-Development Self-Knowledge
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Leadership Character (Personal and Interpersonal Skills)

Desire to Lead	Openness to Feedback	Service	Humility
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What leaders are (the attributes of leadership)

OGE Competency Model

Strategic Skills

- Understanding the Business
- 5. Business Acumen
- 24. Functional / Technical Skills
- 61. Technical Learning
- Making Complex Decisions
- 17. Decision Quality
- 51. Problem Solving
- Creating the New & Different
- 2. Dealing with Ambiguity
- 28. Innovation Management
- 46. Perspective
- 58. Strategic Agility

Courage

- Dealing with Trouble
- 12. Conflict Management [EQ]
- 13. Confronting Direct Reports
- 34. Managerial Courage
- Making Tough People Calls
- 56. Sizing up People [EQ]

Energy and Drive

- Focus on Results
- 1. Action Oriented
- 43. Perseverance
- 53. Drive for Results

Operating Skills

- Keeping on Point
- 50. Priority Setting
- Getting Work Done Through Others
- 18. Delegation
- 19. Developing Direct Reports & Others
- 27. Informing [EQ]
- Managing Work Processes
- 52. Process Management
- 63. Total Work Systems

Organizational Skills

- Being Organizationally Savvy
- 38. Organizational Agility
- 48. Political Savvy
- Communicating Effectively (Presence)
- 49. Presentation Skills
- 67. Written Communications

Personal & Interpersonal Skills

- Relating Skills
- 3. Approachability [EQ]
- 31. Interpersonal Savvy [EQ]
- 167. Humility
- Caring About Others
- 7. Caring about Others
- Managing Diverse Relationships
- 15. Customer Focus [EQ]
- 21. Managing Diversity [EQ]
- 42. Peer Relationships [EQ]
- Inspiring Others
- 36. Motivating Others [EQ]
- 37. Negotiating Others
- 60. Building Effective Teams [EQ]
- 65. Managing Vision and Purpose
- Acting with Honor and Character
- 22. Values and Ethics
- 29. Integrity and Trust [EQ]
- Being Open and Receptive
- 26. Humor [EQ]
- 33. Listening [EQ]
- 44. Personal Disclosure
- Demonstrating Personal Flexibility
- 45. Personal Learning [EQ]
- 54. Self-Development
- 55. Self-Knowledge [EQ]
- 66. Work / Life Balance

OGE Leadership Focus

Equipping OGE leaders with the training to lead and develop their members

**POSITIVE
ENERGY
TOGETHER**

COACHING FOR EFFECTIVENESS PROGRAM

WHAT IS IT?

Coaching for Effectiveness is designed to help you, an OGE leader, build skills that will better equip you to improve your members' performance and grow their potential. It focuses on skills such as listening, giving feedback, asking effective questions, and setting goals, which are often harder to put into practice than they first seem.

Coaching for Effectiveness will give you "tools" to handle difficult conversations and teach you how best to communicate with people of different personality types.

WHY ARE WE DOING THIS?

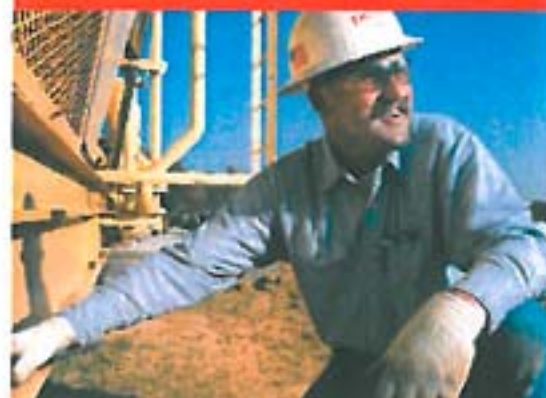
The Coaching for Effectiveness program and its companion course, Foundations of Leadership, have been created to help OGE leaders build a workplace where:

- Members feel that their managers care about their growth and development
- Members understand how to reach their goals, and are motivated to do so
- Members are passionate about their contribution to OGE and its future



ACTIVITIES INCLUDE:

- Exercises on real coaching situations
- Movie clips of coaching
- Small-group discussions
- One-on-one coaching practice
- Videotaping and debriefs
- Personalized tips from experts



YEAR 1

Initial Workshop 2 days

- Why is Coaching Important?
- OGE Coaching Framework
- Personal Preference Types (MBTI) and Coaching
- Fundamental Coaching Tools
- Leader and Member Lenses
- Coaching Practice

4-6 WEEKS

Coaching in the Field

Lab 1: Coaching for Performance 1 day

- What is Coaching for Performance?
- OGE Performance Dimensions
- Setting Goals
- Coaching in Challenging Situations
- Coaching Practice

4-6 WEEKS

Coaching in the Field

Lab 2: Coaching for Development 1 day

- What is Coaching for Development?
- Development Scenarios
- More on Coaching Tools
- Coaching in the Moment
- Coaching Practice

YEAR 2

Second Workshop 2 days

- Emotional Intelligence and Coaching Effectiveness
- Learning Agility and Development
- Coaching Practice

4-6 WEEKS

Coaching in the Field

Lab 3: Engagement and Inclusion 1 day

- What is Inclusion?
- How Does Inclusion Drive Engagement?
- Inclusion and Engagement in Coaching
- Coaching Practice

TARGETED OGE LEADERSHIP COMPETENCY:

"Developing Direct Reports And Others"

- Provides challenging and stretching tasks and assignments
- Holds frequent development discussions
- Is aware of each person's career goals
- Pushes people to accept developmental moves
- Will take on those who need help and further development
- Is a people builder



ENERGIZED LEARNING

Great place POWERED by Great people.

OGE Leadership Focus

Equipping OGE leaders with the training to lead and develop their members

**POSITIVE
ENERGY
TOGETHER**

FOUNDATIONS OF LEADERSHIP PROGRAM

WHAT IS IT?

Foundations of Leadership is designed to help you build greater awareness of who you are as a leader and develop skills to create consistently high performance among your members. It focuses on skills such as personal learning, influencing others, setting clear expectations, holding others accountable, leading change, and managing conflict.

Foundations of Leadership will inspire you to consider your leadership legacy and help you engage members to achieve the highest levels of performance.

WHY ARE WE DOING THIS?

The Foundations of Leadership program and its companion course, Coaching for Effectiveness, have been created to help OGE leaders build a workplace where:

- Members feel that their managers care about their growth and development
- Members understand how to reach their goals, and are motivated to do so
- Members are passionate about their contribution to OGE and its future



ACTIVITIES INCLUDE:

- Exercises on real leader-member interactions
- Small- and large-group discussions
- Self-reflection activities
- Movie clips of leadership in action
- Simulation exercises
- Personalized tips from experts



YEAR 1

Leading Self 1 day

4-6 WEEKS

- Leadership Journey Timeline
- OGE Perspective on Leadership
- Core Values
- Core Talents
- MBTI® and FIRO-B® Leadership Report
- Leadership Brand
- Journey Forward

Leading Others 1 day

4-6 WEEKS

- Upward Feedback – Impact on Others
- Creating Consistently High Performance
- Understanding and Building Trust
- Leading Through Influence
- The Changing Nature of Leadership
- Leadership Legacy

Lab 1: Skill-Building and Simulation 1 day

- Participant-Designed Lab: Topics Based on Participant Input

Leaders Building Leaders 1 day

- Modeling Leadership
- Looking For and Finding Leaders
- Helping Others Discover the Leadership Within Them

YEAR 2

Leading the Organization 1 day

4-6 WEEKS

- Leading vs. Managing Change
- Conflict Management Styles
- Leadership Courage and Trust
- Holding Difficult Conversations

Personal Learning 1 day

4-6 WEEKS

- VOICES® 360° Feedback
- Connection to MBTI®/FIRO-B® Leadership Reports
- Individual Development Planning

Leaders Building Leaders—Part 2 1 day

- Why and How Leaders Build Leaders
- Inspiring a Leadership Legacy in Others

TARGETED OGE LEADERSHIP COMPETENCIES:

“Building Effective Teams”

- Blends people into teams
- Creates strong morale and spirit in his/her team
- Fosters open dialogue
- Lets people finish and be responsible for their work
- Defines success in terms of the whole team

“Motivating Others”

- Creates a climate in which people want to do their best
- Can motivate direct reports and team members
- Pushes tasks / decisions down
- Invites input from each person and shares ownership and visibility



ENERGIZED LEARNING

Great place POWERED by Great people.

LANDOWNER COMPLAINT RESOLUTION PROCESS

Goal: Devon Energy Corporation values its reputation within the communities where it operates. It strives to be a good neighbor wherever it has a presence. To further that goal, Devon Energy Corporation is receptive to the opinions of landowners in the vicinity of its operations as well as being sensitive to reasonable complaints directed to Devon Energy Corporation, its subsidiaries and employees. No landowner complaint should be ignored.

Purpose: It is the goal of Devon Energy Corporation that all landowner complaints, regardless of the topic (i.e. noise, odor, surface issues, right of way claims, livestock issues, etc.), shall be promptly addressed. A decision should be made whether the complaint is reasonable, and based upon that decision, a response should be made in a timely fashion. If it is determined that the complaint is unreasonable, a courteous response should still be made.

Process: It is the duty of each Devon employee and Devon contractor to assure that all landowner complaints are documented and communicated to the proper individual for response. All communications regarding landowner complaints must be documented in writing and sent to the designated Legal Department Representative, EHS Supervisor, and the designated Landman pursuant to the following guidelines. It will be the responsibility of the Legal Department to assure that any and all other affected departments are kept informed and their input be requested.

1. Written landowner complaints addressed to any member of the Management Committee shall be forwarded to the attorney designated by the Company as the lead attorney for handling and responding to these matters. The Legal Department will have the responsibility to assure these complaints are properly logged into a tracking system, and the Division Vice President and Land Manager are informed of the complaint.
2. All other complaints, either verbal or written, shall be handled pursuant to the procedure set forth below.

Procedure:

1. Any employee who receives a landowner complaint shall acknowledge its receipt by responding to the individual in a prompt and courteous fashion regarding initial review and status of the complaint.
1. All landowner complaints shall be documented on the form attached to this process (Landowner Complaint Form) anytime a landowner complaint is received that meets the following threshold:
 - a. Two or more complaints from the same person,

- b. Any written complaint,
 - c. Two or more complaints about the same facility (regardless whether same or different individuals), or
 - d. Any complaint that threatens (i) litigation, (ii) communicating with the press or other news media, (iii) contacting federal, state or local government agencies, or (iv) other action the designated Landman believes needs legal attention.
1. All landowner complaints that are subject to be documented on the Landowner Complaint Form, shall be processed as follows:
 - a. If it is something the employee can remedy immediately, the complaint (in Section 2) and response (in Section 3) shall still be documented on the Landowner Complaint Form and sent to the designated Legal Department Representative, EHS Supervisor and the designated Landman.
 - b. If the complaint cannot be immediately addressed, the employee shall inform the complainant that his/her complaint will be forwarded to the appropriate individual at Devon so the matter may be addressed. All the pertinent information must be documented on the Landowner Complaint Form. The Landowner Complaint Form shall then be sent to the designated Legal Department Representative, EHS Supervisor and the designated Landman. The Legal Department Representative will coordinate all responses and remedial action, if necessary.
 - c. A copy of all written complaints must be attached to the Landowner Complaint Form and submitted along with the completed form.
 1. All subsequent communications, both verbal and written, concerning a documented complaint, shall be further documented (Section 3) on the Landowner Complaint Form. The amended form should then be sent to the designated Legal Department Representative, EHS Supervisor and the designated Landman.

	EMPLOYEE GIFTS AND ENTERTAINMENT DECLARATION PROCEDURE	
OWNER: Executive Vice President and General Counsel	REVISION DATE: 10/06/2009	REVISION NO.: 6

EXECUTIVE SUMMARY

Devon management takes the issue of gifts and entertainment very seriously. It is imperative that we perform our jobs in a manner that does not provide even the perception of impropriety. We demand the same behavior from our vendors, clients, customers, operators, and other similar parties.

SCOPE

All Devon employees must comply with this policy.

POLICY STATEMENT

1. From time to time, employees may be in a situation where they are offered gifts or entertainment. Gifts or entertainment should only occur when there is a clear business reason and a legitimate business purpose associated with the gift or entertainment. Examples of gifts are items such as pens, hats, shirts, other types of clothing, or loaned equipment or labor. Examples of entertainment include such things as sporting events or concerts. Prior to accepting a gift or entertainment, the employee should determine the estimated value. Gifts should only be accepted if they are promotional in nature and have a nominal value. If the employee is uncertain how to value a gift or entertainment, he or she should consult with their direct manager. If the gift or entertainment is valued at or below \$100 and is consistent with the other terms of this policy and other Devon policies, no action is necessary. If the estimated value of the gift or entertainment exceeds \$100, prior management approval must be obtained as described in paragraph 9 below.
2. Generally, gifts or entertainment should be kept to a minimum. Each employee is limited to accepting no more than six (6) gifts or entertainment functions in any year that exceed \$100.
3. With appropriate prior Senior Vice President approval, employees may accept entertainment involving an overnight stay on two (2) occasions per year. Accepting such entertainment above the two (2) occasion limit requires the approval of a Senior Executive Officer. The employee will be responsible for the cost of travel and a detailed cost estimate of the entertainment provided must be obtained from the vendor and attached to the request submitted to management for approval. Entertainment that includes travel on another party's corporate aircraft requires the approval of a Senior Executive Officer.
4. Employees should not accept or request approval for one-on-one entertainment out of town.
5. Gambling trips will not be approved under any circumstance.
6. If entertainment is approved that requires the employee to be out of the office during work hours, the employee is required to use vacation. The general exception is for one day industry events where multiple oil and gas companies, vendors, customers, clients, operators, or other similar parties will be in attendance as well. Any exception to this requirement, other than the one mentioned in the preceding sentence, requires approval of a Senior Executive Officer.

	EMPLOYEE GIFTS AND ENTERTAINMENT DECLARATION PROCEDURE	
OWNER: Executive Vice President and General Counsel	REVISION DATE: 10/06/2009	REVISION NO.: 6

7. An occasional meal with a contractor, vendor, customer, client, or other similar party, at their expense, is acceptable. Although meals are not considered entertainment for purposes of this policy, the gratuity must be consistent with the terms of this policy and should be reasonably priced. Additionally, we should reciprocate and provide proper information when completing expense accounts.
8. It is not acceptable for any employee's family member to accept a gift or entertainment unless prior approval is received from a Senior Executive Officer.
9. If an employee is required to obtain prior management approval to accept a gift or entertainment because the estimated value exceeds \$100, an employee will declare the proposed gift or entertainment by completing the "Employee Gifts and Entertainment Declaration Form" (a form of which can be found on the Corporate Policies page of Devon's intranet). Once an employee has declared the gift or entertainment and received prior management approval (e-mail approval is acceptable), the employee should keep a copy of the completed Form and send a copy to his or her Senior Vice President or Senior Executive Officer. The Senior Vice President or Senior Executive Officer will ensure that a copy of the declaration is sent to our "Director of Internal Audit" for reporting purposes.

CONSEQUENCES OF VIOLATION OF POLICY

As with all of our policies, a violation of this policy will result in disciplinary action, up to and including termination.

OTHER CONSIDERATIONS

The Policy Owner will review this policy annually.

In certain situations, it may be necessary to establish a separate exception policy ("Exception Policy"). An Exception Policy should only be considered if it is required to facilitate completion of certain job responsibilities. In those instances, the Exception Policy must be approved by three (3) Senior Executive Officers. The Exception Policy must be reduced to writing to reflect the exceptions adopted and to specifically identify the employees or departments covered by the Exception Policy. **Violation of an approved Exception Policy may also result in disciplinary action, up to and including termination.**

Internal Audit needs to receive all Employee Gifts and Entertainment Declaration Forms so that it may enter them into a database to track the gifts and entertainment provided to our employees. This information will be used during internal and vendor audits to ensure all employees are complying with Devon's policies on gifts and entertainment. Internal Audit will consolidate all declarations received during the quarter and the data will be reflected in the Summary of Gifts and Entertainment provided to management. An updated Summary of Gifts and Entertainment for each division will be provided to the appropriate Division Senior Vice President on a quarterly basis. A consolidated quarterly Summary of Gifts and Entertainment will also be provided to the Executive Committee.

	EMPLOYEE GIFTS AND ENTERTAINMENT DECLARATION PROCEDURE	
OWNER: Executive Vice President and General Counsel	REVISION DATE: 10/06/2009	REVISION NO.: 6

DEFINITIONS

We use "Devon" to refer to Devon Energy Corporation and each of its subsidiary and affiliate companies.

The term "Senior Executive Officer" refers to each of Devon's Executive Vice Presidents and Devon's President and CEO.

Approved: October 1, 2000
 Revised: December 1, 2003
 February 21, 2003
 May 11, 2005
 September 9, 2005
 May 3, 2006
 October 6, 2009



Employee Gifts and Entertainment Declaration Form

Employee Name	Employee Title	Employee Location	Division
Vendor / Customer Providing Gifts or Entertainment	Name of Vendor / Customer Representative	Title	Date of Gifts or Entertainment

Description of Gifts or Entertainment				
Description of Accommodations	Was vacation used?	No. of Guests and Hosts	Other Participating Companies	Estimated Cost of Gifts or Entertainment

Purpose of Gifts or Entertainment

In accordance with Company's Conflict of Interest Policy, gifts or entertainment with an estimated value at or under \$100 do not require declaration or management approval. For gifts and entertainment in excess of \$100, prior management approval and declaration is required. [Acceptance of gifts or entertainment without the proper approval may result in disciplinary action, up to and including termination.](#) Declared gifts or entertainment will be reflected in the Summary of Gifts and Entertainment that is submitted to management on a quarterly basis.

Employee Signature:	Date:
Printed Name:	

For Gifts and Entertainment in Excess of \$100	
Approved By:	Date:
Printed Name:	Title:

GOOGLE ■ WEGMANS FOOD MARKETS ■ NUGGET MARKET ■ CISCO SYSTEMS ■

STEVE JOBS
WHAT HIS HEALTH
WOES MEAN
FOR APPLE
(PAGE 96)

FORTUNE

FEBRUARY 2, 2009

DREAMWORKS ■ W.L. GORE & ASSOCIATES ■ PRINCIPAL FINANCIAL GROUP ■ SAS ■ REI ■ ARNOLD & PORTER ■ WHOLE FOODS MARKET

GOLDMAN SACHS ■ ADOBE SYSTEMS ■ OHIOHEALTH ■ DEVON ENERGY ■ ROBERT W. BAIRD ■ SHARED TECHNOLOGIES ■ QUALCOMM

THE 1000 BEST COMPANIES TO WORK FOR

YES
THEY'RE
STILL
HIRING
(PAGE 67)



Noel Cusimano
Assistant Buyer, Zappos

CHECK OUT NO. 23 ZAPPOS
WHO KNEW THAT WORKING AT AN ONLINE
SHOE STORE COULD BE SO COOL? (PAGE 54)

FORTUNE.COM

NETAPP ■ EDWARD JONES ■ BOSTON CONSULTING GROUP ■ METHODIST HOSPITAL SYSTEM ■ GENENTECH ■

THE 100 BEST COMPANIES TO WORK FOR

How We Pick the 100 Best

To choose the 100 Best, we conduct the most extensive employee survey in corporate America. More than 81,000 employees from 353 companies responded to a 57-question survey created by the Great Place to Work Institute. Two-thirds of a company's score is based on the survey, which is sent to a minimum of 400 randomly selected employees. The remaining third is

based on our Culture Audit, which includes detailed questions about demographics, pay, and benefits, and open-ended questions on philosophy, communication, etc. Any company that is at least seven years old with more than 1,000 U.S. employees is eligible. To nominate your company, go to www.greatplacetowork.com.

— Robert Levering and Milton Moskowitz

Excerpted from FORTUNE.com

RANK (last year) COMPANY Headquarters Website	EMPLOYEES: U.S. Outside U.S. % Minorities % Women	JOB GROWTH New jobs (1 year)	JOB APPLICANTS Voluntary turnover	AVERAGE ANNUAL PAY: Salaried Hourly	2007 REVENUES (in millions)	WHAT MAKES IT SO GREAT?
13 ⁽⁴⁸⁾ Devon Energy Oklahoma City, OK www.devonenergy.com	3,752 1,512 14% 32%	11% 378	18,803 4%	\$186,882 \$89,690	\$11,362	Money gushes to employees at the oil and gas explorer and producer. A new 401(k) retirement plan calls for annual company contributions of 11% to 22%.

BEST BENEFITS: UNUSUAL PERKS

Here are some benefits Best Companies offer that go above and beyond.

Company	Best Companies rank	Perk
Wegmans Food Markets	5	Discount on groceries.
Genentech	7	Cash for carpool drivers.
Devon Energy	13	Big 401(k) contributions.
Zappos.com	23	Let's eat!
Stew Leonard's	53	Fine dining with the Leonards.
Baptist Health South Florida	79	Help buying a home.
eBay	83	Out of this world awards.
Vanderbilt University	98	Scholarships for kids.

TOP COMPANIES: NO LAYOFFS

Here are 9 of the Best Companies to Work For that have never had a layoff.**

Best Companies rank	Company	U.S. employees
10	Nugget Market	1,536
13	Devon Energy	3,752
26	Aflac	4,493
27	QuikTrip	10,159
32	Container Store	3,286
44	NuStar Energy	1,319
53	Stew Leonard's	2,219
60	Scotttrade	1,946
88	Publix Super Markets	141,314

TOP COMPANIES: LOW TURNOVER

These firms saw 5% or fewer of their employees leave voluntarily during the 12-month period surveyed. (Five of nineteen shown.)

Company	Best Cos. rank	% turnover
Devon Energy	13	4%
MITRE	66	4%
Juniper Networks	84	4%
General Mills	99	4%
Cisco Systems	6	5%

From the February 2, 2009 issue

Notes: N.A.: Not available. U.S. employees includes part-timers as of time of survey. Job growth, new jobs, and voluntary turnover are full-time only. Revenues are for 2007 or latest fiscal year. All data based on U.S. employees.

* Average annual pay: yearly pay rate plus additional cash compensation for the largest classification of full-time salaried and hourly employees.

** As of Jan. 19, 2009

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Material Provided by Devon Energy



Employees Drive Devon's Success

This fiscally conservative energy company has a strong portfolio of oil and natural gas deposits that bring in \$11.3 billion annually. Still, Devon adheres to the philosophy that its holdings would be worthless without a talented workforce. The company has been able to avoid layoffs by making sure it keeps costs low during economic downturns and booms alike. Devon also takes a prudent approach to hiring, maintaining an efficient workforce of highly trained employees.

Fortune “100 Best Companies to Work For” Q&A

Why is it important to be on Fortune’s “100 Best Companies to Work For” list?

It is one of the most widely recognized measures of workplace culture in the United States. In terms of employer branding, it is a significant designation for companies to achieve. Companies on the list experience increased national recognition, receive better qualified job applicants and have lower turnover. Additionally, Fortune 100 companies consistently outperform major stock indices such as the S&P 500, according to the Great Place to Work Institute.

What’s the process for being selected for the list?

To pick the “100 Best Companies to Work For,” Fortune magazine partners with the Great Place to Work Institute to conduct the most extensive employee survey in corporate America.

Three hundred eleven companies participated in this year’s survey. Two-thirds of a company’s score is based on the results of the Institute’s Trust Index survey, which is sent to a random sample of employees from each company. The survey asks questions related to their attitudes about management’s credibility, job satisfaction and camaraderie. The other third of the scoring is based on the company’s responses to the Institute’s Culture Audit, which includes detailed questions about pay and benefit programs and a series of open-ended questions about hiring practices, internal communications, training, recognition programs and diversity efforts.

Any company that is at least seven years old with more than 1,000 U.S. employees is eligible.

Why is Devon a great place to work?

Devon ranked No. 41 on the list this year. The magazine praised, among other things, the company’s low turnover rate, recruiting strategies and compensation practices. The company’s rank was based in part on a random, anonymous employee survey conducted by the Great Place to Work Institute. The survey found that employees take pride in their work and appreciate Devon’s corporate culture. That culture includes an atmosphere of mutual respect and a commitment to community service, employees reported.

Devon’s culture contributed to its 3 percent voluntary turnover rate, which was among the lowest of any company on the Fortune list. We also ranked No. 5 under the category of “Big Pay.”

How many other energy companies are on the list?

There are three other energy companies on the list: NuStar Energy, Chesapeake Energy and EOG Resources.

How many other Oklahoma-based companies are listed?

There are four Oklahoma-based companies on the list: Devon, Chesapeake Energy, American Fidelity Assurance and QuikTrip.

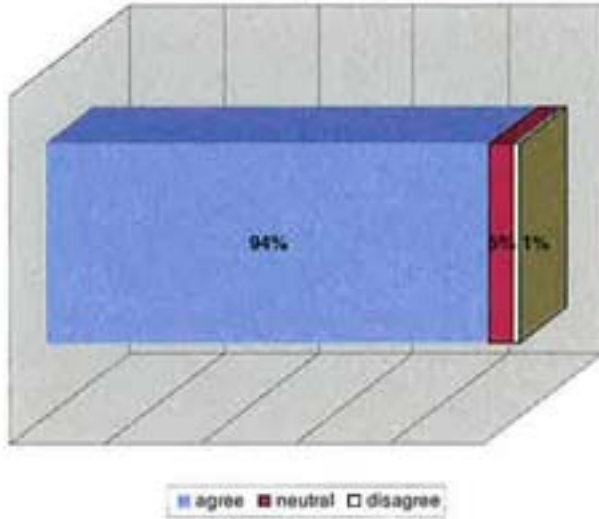
Isn’t Devon on other Fortune lists?

Yes. This is Devon’s fourth consecutive year to be named to Fortune’s “100 Best Companies to Work For” list. We also have the distinction of being on two other prestigious Fortune lists. We have been on Fortune’s “Most Admired Companies” list for five straight years, and we are a perennial member of the Fortune 500 list of America’s largest corporations.

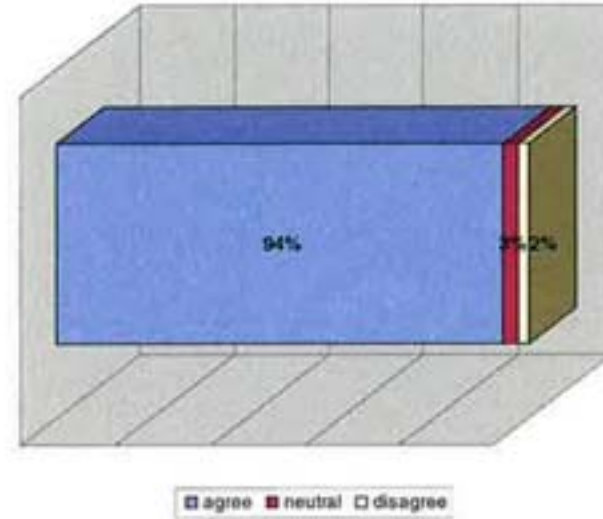
Isn’t Devon also listed as one of the best places to work in Canada?

Yes. In 2010, Devon was ranked No. 5 on the list of “Best Workplaces in Canada,” which is published by the Globe & Mail. Devon was also listed No.1 for companies that employ more than 1,000 people in Canada and received special recognition for “Best Camaraderie.” Like the Fortune rankings, Canada’s list is compiled by the Great Place to Work Institute and uses the same methodology. Devon is the only energy company to be recognized on both sides of the border.

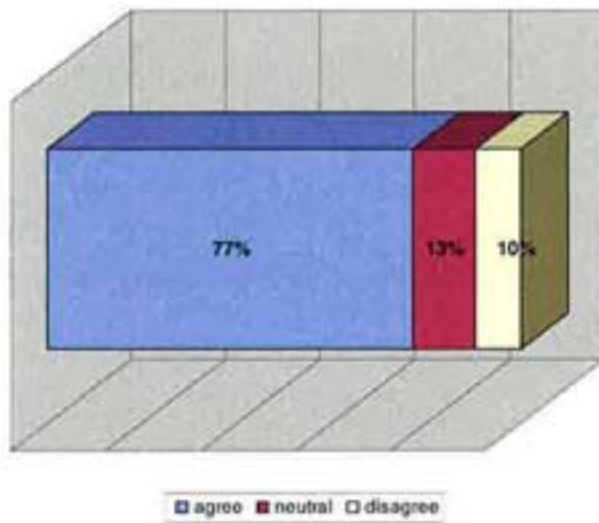
Devon has a reputation as an ethical organization which stems from adhering to its core values



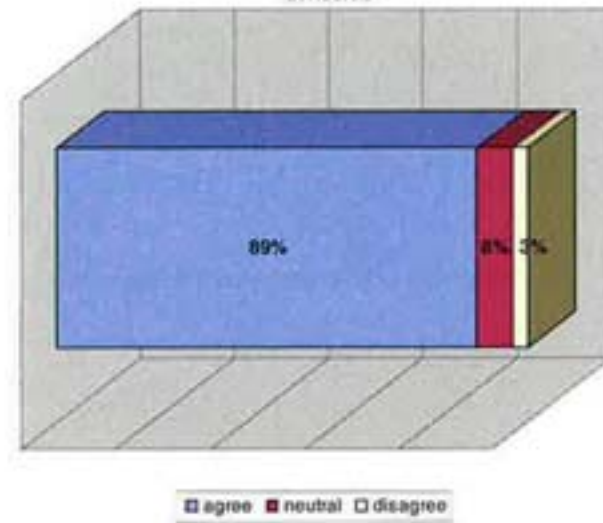
Employees are encouraged to "always do the right thing," which is one of Devon's core values



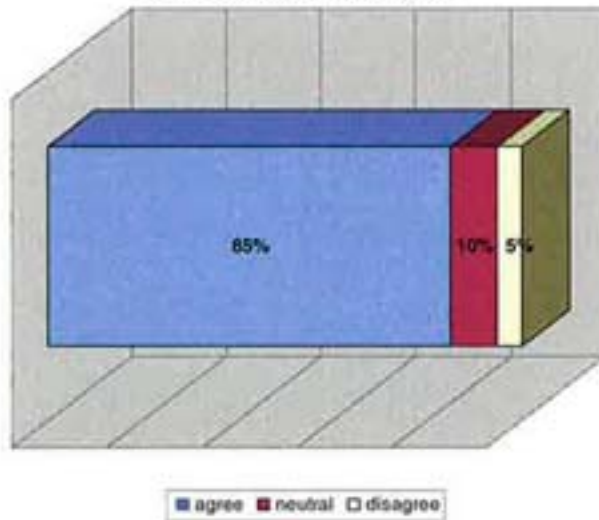
I can report unethical behavior or practices without fear of retaliation



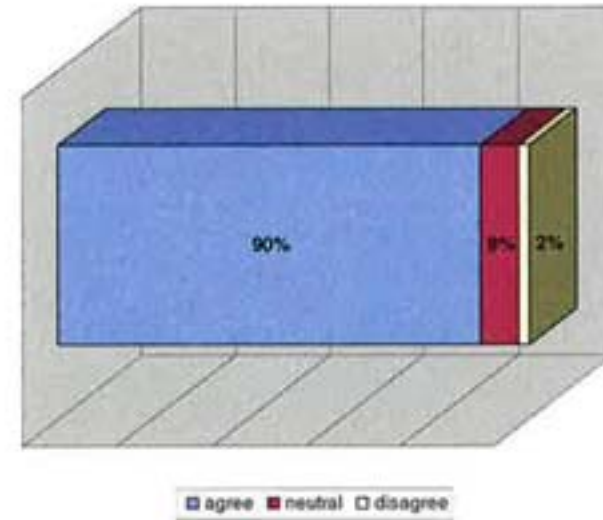
I can reach out to someone at Devon to seek advice about ethical concerns



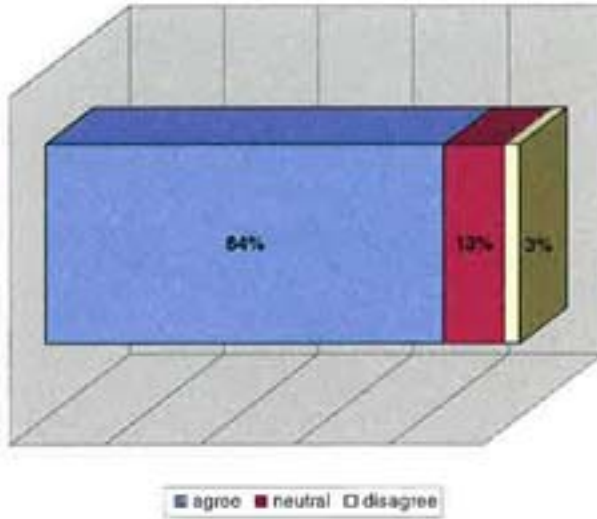
Devon's senior employees are held to the same ethical standards as other employees



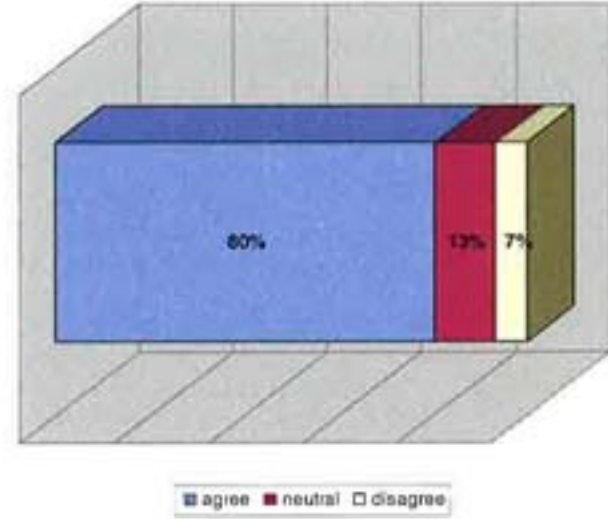
Devon's senior management is honest and exhibits integrity



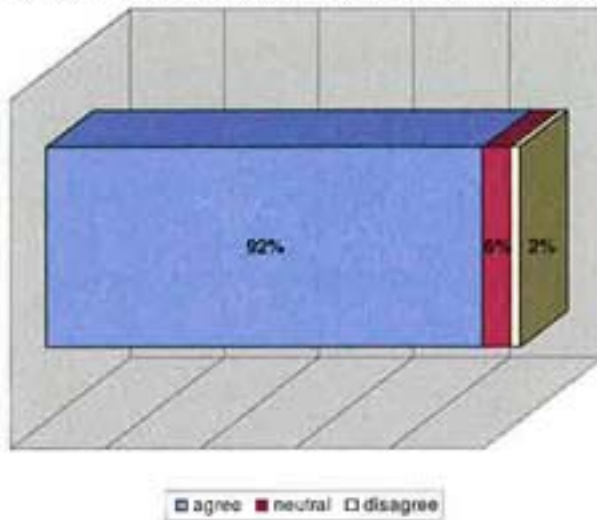
I receive adequate ethics training and resources



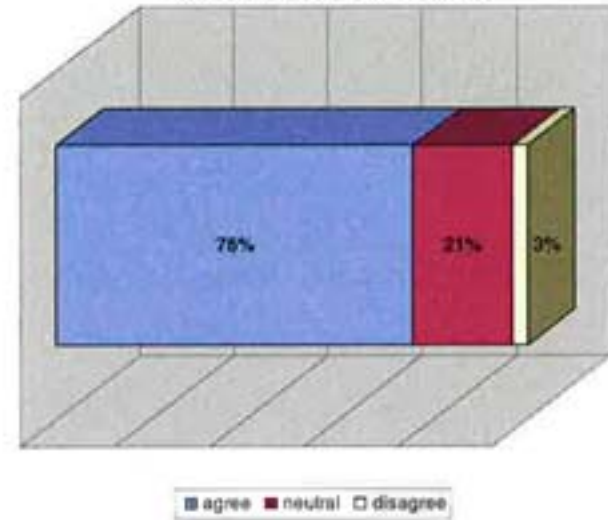
Devon provides employees with adequate options to report unethical behavior and misconduct



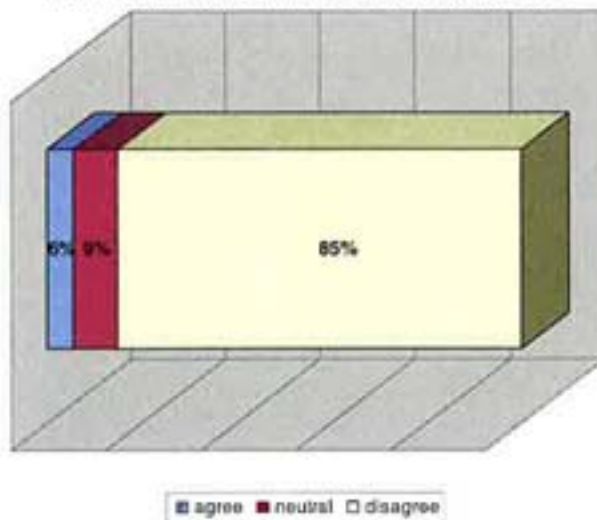
The Code of Business Conduct and Ethics is helpful in defining the rules and expectations for ethical conduct and making decisions at work



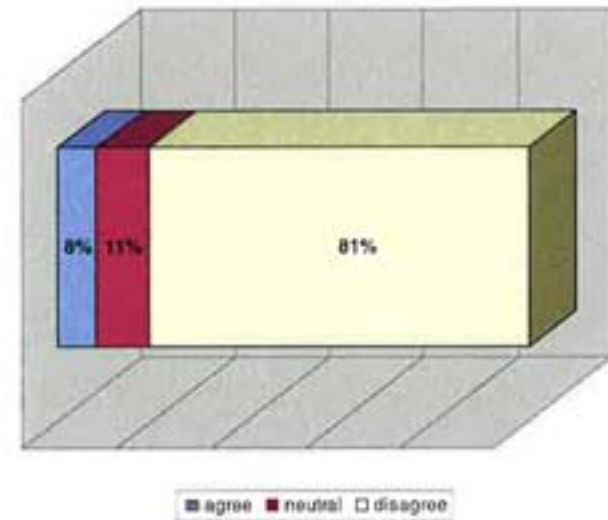
Devon is committed to responding quickly and consistently to verified violations of its ethical standards



My department or area management places a lower level of importance on ethical behavior than the overall company does



I have felt pressure to compromise Devon's values in favor of the success of business objectives



Appraisal Report
 For: Test Employee12
 Written By: Test Employee12
 2012 Appraisal Form
 Created on 3/19/2012

	Overall Performance Rating
2012 - Appraisal Form	U = Unsustainable
	Overall Goal Results
SECTION I – Summary of Goal Results	U = Unsustainable
	Weight
Goal Results	0.00
	Overall Performance Dimensions
SECTION II – Summary of Performance Dimensions	U = Unsustainable
	Performance Rating
Use of Resources: The efficient of use of time, money, materials and people in producing the required goods and services.	Not selected
Enter Comment	
	Performance Rating
Customer Impact / Value Added: The extent to which the goods and services meet the expectations of the internal and external customers.	Not selected
Enter Comment	
	Performance Rating
Execution: Demonstrated ability to execute and achieve results individually and with teams (peers, direct reports, etc) with appropriate support and engagement with immediate boss.	Not selected
Enter Comment	
	Performance Rating
Team Contribution: Is helpful and supportive to their team and colleagues in achieving together.	Not selected
Enter Comment	
	Performance Rating
Productive Work Habits: The extent to which overall work style is effective and productive in terms of time management, setting objectives and priorities, and following up on commitments across a variety of work challenges.	Not selected
Enter Comment	
	Performance Rating
Adding Capabilities and Skills (individual development): The extent to which the member's capabilities were added / enhanced so that OGE is better positioned to achieve results.	Not selected
Enter Comment	
	Performance Rating
Living OGE Values: The extent to which the member's actions and behaviors reinforce OGE values of Safety, Transparency, Teamwork, Respect, and create experiences that are aligned with our beliefs.	Not selected
Enter Comment	

B.9

VALUES AND BELIEFS



VALUES

Individual Safety and Well-being

We advocate attitudes and actions that promote individual safety, health and success.

Transparency

We operate our business openly and communicate in a clear, candid and timely manner.

Teamwork

We work together to achieve shared goals and objectives.

Respect

We treat others justly and consider their views in the decisions we make.

Integrity

We conduct ourselves in an honest, fair and trustworthy manner.

Public Service

We give our time and energy to better the communities where we live and work.

BELIEFS

Live Safely

I protect myself and others from injury by constant engagement, always living safely.

Achieve Together

I reach out to others across the company so we can achieve more.

Shared Trust

I commit to acting in a manner that cultivates trust.

Take Charge

I am accountable to deliver our key results, mentor others and manage my career.

Unleash Potential

I get superior results by applying innovative thoughts and constant self-improvement.

Values Matter

I model OGE's values in everything I do.

C.1

OG+E

Cultivating an Ethical Culture

Please provide a definition of ethical behavior as it relates to your organization.

It's no accident that OGE Energy has served Oklahoma for 110 years with a reputation for solid integrity. The company's history has been shaped by ethical leaders, like the late Steve Moore, former Chairman and CEO. OGE Energy has embraced Steve Moore's simple ethical concept and uses his guidance to this day when reviewing transactions, business relationships and other challenges: "... OGE's goal is to not only comply with the law, but to avoid even the appearance of an impropriety."

Please describe any codes, principles or values that are inherent in your organization.

OGE Energy's **Code of Ethics** (*see B.1*) is a set of reader-friendly guidelines for business conduct that instructs employees to go beyond regular compliance by striving to avoid the appearance of impropriety. Not only does the code outline the expectations and regulations surrounding business practices, but also it includes steps to ethical decision-making and illustrates those steps with hypothetical situations. The code covers topics like how to report suspected unethical behavior and OGE Energy's expectations for employees to speak up on ethics issues (*see B.1, p. 39*).

Corpedia, an ethics and compliance education resource company, performed a free review of our Code of Ethics and gave an overall grade of A- (*see B.2*). We are proud of this ranking, since our objective was to develop a user-friendly tool for our members.

In addition to the Code of Ethics, employees also can look to the company's Values & Beliefs (*see C.1*), which represent the company's highest priorities and deeply held driving forces.

What steps does your company take in the selection process to ensure new recruits' values are consistent with that of the organization?

Recruiting employees who share our Values & Beliefs is vital to the future of OGE Energy Corp. That's why our recruiting brochure (*see C.2*) includes our Values & Beliefs and emphasizes OGE's history of integrity. The brochure is distributed at every recruiting event. OGE Energy recruiters emphasize company values during conversations with candidates, and the Careers portion of the website also addresses our values. During the interview process, teams ask questions of candidates that tie directly back to attributes consistent with our values. Finally, OGE Energy's selection process also requires all candidates to undergo background checks and drug tests before hiring.

What is your process for ensuring the organization's values are embraced by new employees?

During OGE Energy's on-boarding process, all new employees receive a copy of the Code of Ethics, are asked to read it and then to sign the Code of Ethics Acknowledgement (*see C.3*). More importantly, promptly after new employees join the company, they are enrolled in the company's *Foundations* course. The day-long *Foundations* course is held frequently throughout the year for new employees, and gives a general overview of the company's history, business units and initiatives. The course also focuses on accountability, through an overview of the company's *Accountability Training*.

In addition, unlike many organizations, we offer in-person, quality ethics training because we believe OGE's reputation is worth protecting. All new employees also are automatically enrolled in the *Basic Ethics* course, taught by Dr. Andrew Urich, Professor of Ethics & Legal Studies in Business at Oklahoma State University. Case studies are used to prove the point that ethics can often be GRAY, requiring employees to question the right course of action.

Describe any other processes that ensure an ethical culture is consistently reinforced.

Training has been a main focus in our efforts to cultivate an ethical culture. When developing the initial training, the Ethics Team had a vision of delivering a high-impact message that OGE Energy's reputation is valued, something the team felt could only be accomplished through face-to-face training. Although many companies use computers to deliver ethics training, we offer in-person, quality ethics training because we believe OGE Energy's reputation is worth the extra effort. When developing the training, the team selected Dr. Andrew Urich to help deliver that important message. Dr. Urich partnered with OGE's Ethics Team to develop the ethics courses, and has served as the company's primary outside instructor for five years.

Just as monitoring of our Ethics Program is a journey, so is developing training. Some of OGE Energy's regularly held training sessions also focus on cultivating an ethical culture as described below:

- *Basic Ethics*, the course that all members have completed and all new members are required to complete (*see C.4*). Introduced in 2004, the course was initially delivered to more than 300 supervisors. Because of its success, the Ethics Team implemented this training for all members. More than 100 training sessions have been delivered.
- *Applied Ethics*, a course that focuses on trust, diversity and respect (*see C.5*). Delivered to all supervisors in 2009 and 2010, the course used real business examples, including some noted business failures at GM. Case studies were key to addressing trust issues.
- *Accountability Training*, a course that encourages members to address positive and negative aspects of OGE Energy's culture in order to find ways to achieve values-driven results (*see C.6*). This course was delivered to all members during 2009 and 2010, and is required for all new members.
- *Leadership Development Program*, a two-year workshop for managers and supervisors that focuses on building effective teams, motivating members, enhancing leadership and developing coaching skills (*see B.3*). The courses incorporate OGE's values, beliefs and vision.

Ethics Hotline

One of the most important tools used to reinforce ethical behavior at OGE Energy is the Ethics Hotline. The hotline is a convenient and confidential way for members to seek assistance and report potential violations regarding ethics and compliance issues. It is hosted by a third party, EthicsPoint, to maintain confidentiality. Members can make a report 24/7 through online and telephone reporting options. The hotline also allows members to follow up on reports with additional information, concerns and questions. As mentioned earlier, we perform ongoing analysis of ethics reporting (*see B.5*).

Annual Code of Ethics Acknowledgement

Other important tools used to reinforce ethics at OGE Energy are the annual Member Code of Ethics Acknowledgement and the Supplier Code of Ethics Acknowledgement. Each year, members are required to indicate they will follow the code and are not aware of any current ethics violations (*see C.3*). In 2011, OGE Energy introduced a similar annual agreement for key suppliers (*see C.7*).

How does your organization recognize those who have gone "above and beyond"?

Positive Energy Together Awards - Since 2009, OGE Energy has called on members to nominate a coworker or team for the annual Positive Energy Together (PET) Awards. The award recognizes exemplary efforts of members who fully embody the company's values and beliefs. Each year, the award winners are featured in videos played at annual service awards banquets across the service territory and in the company's quarterly magazine. Examples from of our recent award winners include:

- Call Center representatives **Lisa McConnell and Todd Kunnard**, who aided in saving a customer's life when she was in distress on the telephone.
- Engineering specialist **Kevin Labude**, who detected a flaw in the design of a transformer that could have caused an explosion at a substation. Labude shut down the substation and all workers were immediately evacuated.
- **Muskogee Power Plant Employees**, for their extraordinary compassion and generosity in helping two members of the plant family who faced serious health and financial challenges in 2010.

Accountability Certificates – Members who complete the *Accountability Training* are given recognition certificates they can award to coworkers who have displayed actions that are consistent with OGE Energy's Values and Shared Beliefs (*see C.8*). The certificates are often proudly displayed on desks and personal bulletin boards.

We Say "Thank You" and Learn from the Experience – In 2011, we mailed letters to our key suppliers to ask that they report any ethics suspicions to OGE Energy (*see C.7*). When a major supplier notified OGE in late 2011 of suspected fraudulent activity by an OGE Energy member, we fully investigated the report, and terminated that member after uncovering supporting evidence.

We thanked the supplier for coming forward. We encourage forthright communication with suppliers. We are now using "lessons learned" from this case to discuss the specifics with other OGE Energy managers with similar responsibilities.

How does your company respond to breaches of ethical behavior?

We investigate every report of suspected unethical behavior. We also communicate the results of all of our investigations and the actions taken to the Audit Committee on a quarterly basis. We communicate to our members the general actions taken. Over the past four years, there have been 320 reports of suspected unethical behavior. Our investigation resulted in 115 cases of unethical behavior. Actions taken were verbal warnings, written warnings or terminations.



CODE OF ETHICS – 2011 MEMBER AGREEMENT

OGE Energy Corp.'s Code of Ethics sets out specific expectations for Members and Supervisors on page 39. While the Code of Ethics does not contain every rule, it is based upon laws and regulations, as well as ethical standards that help guide our business behavior at OGE.

INSTRUCTIONS: In order to submit the Member Agreement, you must respond with “Yes” or “No” to each of the Four (4) statements below. You must respond with “Yes” to statements (1) and (2) and agree to follow the Code of Ethics to remain employed. If you select “No” for any of the statements, someone will contact you in an effort to understand the issue(s).

Code of Ethics

- | | | |
|-----------------------|-----------------------|---|
| YES | NO | 1. I have reviewed the OGE Energy Corp. Code of Ethics and understand the Company’s expectations of Member conduct. I agree to follow the Code of Ethics and corporate policies in the performance of my job. |
| <input type="radio"/> | <input type="radio"/> | |
| YES | NO | 2. I agree that if I become aware of an occurrence that could be deemed a Code of Ethics violation, that I will report the potential violation using one of the reporting options described below.** To the best of my knowledge, I am in compliance with the Code of Ethics and I am not currently aware of any violations that I have not reported. |
| <input type="radio"/> | <input type="radio"/> | |

Retaliation

Retaliation will not be tolerated against any Member as a result of reporting a potential violation of the Code of Ethics in good faith. For purposes of this statement, Retaliation means interfering with a member’s ability to do their job or advance in their job because of the member’s participation in the Ethics Program. For purposes of this statement, Participation means that the member reported a potential ethics violation, was interviewed during an ethics investigation, or encouraged someone to report a potential ethics violation.

- | | | |
|-----------------------|-----------------------|--|
| YES | NO | 3. I understand that retaliation will not be tolerated. I am not aware of a situation where a Member has been retaliated against for reporting a suspected Code of Ethics violation; however, if I do become aware of retaliation of this manner, I will report it using one of the reporting options below.** |
| <input type="radio"/> | <input type="radio"/> | |

Customer Information

OGE has adopted an Identity Theft Policy based on new Federal Trade Commission (FTC) rules. All members of the company who have access to customer information have a responsibility to ensure the customer's information is kept private. Private customer information includes social security numbers, addresses, birthdates, and other personally identifiable information.

YES NO

4. I understand that OGE customer information must be kept private. I am not aware of an instance where private customer information has been released; however, if I do become aware of a potential issue, I will report the potential issue using one of the reporting options below.**

**** 5 WAYS TO REPORT SUSPECTED ETHICS VIOLATIONS**

- I. Call the Ethics Hotline at 1-877-TELLOGE
- II. Report it online at www.ethicspoint.com
- III. Notify OGE's Chief Ethics Officer at 405-553-3014 or hunerygd@oge.com
- IV. Notify your Human Resources professional
- V. Notify your supervisor or next – level supervisor

Employee ID:

Printed Name:

Signature:

OGE Energy Corp.
321 N. Harvey
Oklahoma City, Oklahoma 73102

August 1, 2011

Dear Key Supplier:

OGE Energy Corp. and its subsidiaries value the good business relationships we have with our key suppliers and appreciate the significant role they play in our success. We believe our suppliers, like us, value business that is conducted in an honest, fair and trustworthy manner.

To avoid any situations that could create a misunderstanding or potentially damage our business relationship, we would like to share the [OGE Code of Ethics](#) with you. A link to the Code of Ethics can also be found in the email that accompanied this letter.

At OGE, we award business based on considerations such as service, competitive pricing, contract performance, quality of material, and environmental, health and safety performance. Gifts, excessive entertainment and special favors are not, and will not become, part of doing business with OGE.

We expect our employees to avoid gifts, entertainment, or other favors, from individuals or firms, which could create, or appear to create, an obligation to an individual or organization. It would be unacceptable for anyone at OGE to offer or receive a bribe, kickback, or any other improper payment.

We recognize that there may be a legitimate business purpose associated with gifts or entertainment extended to our employees, or from us to our suppliers. However, if you as a supplier ever feel pressured to buy a gift or provide some financial benefit to an OGE employee as a condition of continuing business, we need you to report that situation to us because that behavior is unacceptable under our Code of Ethics.

If you are solicited by one of our employees or any party representing OGE in a manner that you believe violates the Code of Ethics, you should report it to our Ethics Hotline at 1-877-835-5643 or online at www.ethicspoint.com or to our Chief Ethics Officer, Gary Huneryager at 405-553-3014 or hunerygd@oge.com. All such communications, whether related to prior, current, or future matters, will be handled with confidentiality and discretion.

In closing, OGE Energy Corp. believes that ethical business practices are a foundation for successful business relationships and we thank you for your cooperation.

Regards,



Pete Delaney
Chairman and CEO
OGE Energy Corp.

Acknowledgment of OGE Energy Corp. Ethical Standards

As an Officer or Authorized Agent of this organization, my signature below indicates that:

- 1) My Organization has received the link to the [OGE Code of Ethics](#) and OGE Energy Corp.'s CEO Letter to Suppliers.
- 2) We understand OGE's value of maintaining ethical business relationships and agree to operate under these values.
- 3) We are not aware of any current situations or behaviors that could be considered Code of Ethics violations.
- 4) If we become aware of any facts that could be considered a Code of Ethics violation, we will report the potential violation to one of the following:
 - a) the Ethics Hotline at 1-877-835-5643 or online at www.ethicspoint.com
 - b) the Chief Ethics Officer, Gary Huneryager, at 405-553-3014 or hunerygd@oge.com

Signature: _____ Date: _____

Name (Printed): _____

Company Representative Title: _____

Company Name: _____

Please return a signed copy of this acknowledgement to OGE Energy Corp. by email to Supplier@oge.com or by fax to (405) 557-8699.

If you have questions regarding the acknowledgement, please contact Jeffery Richardson at (405) 553-4923 or via email at richarjm@oge.com.

corpedia

April 27

11

High-Level Code of Conduct Assessment

Prepared for OGE Energy Corporation

Code of Ethics

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1. Purpose

OGE Energy Corporation's *Code of Ethics* (Code) should contain and explain the behavioral expectations that the organization holds for its employees and agents. Such Codes are now commonplace for most organizations, benefitting not only employees, but also the customers, vendors and general public with whom the Code is commonly shared. The widespread use and appreciation for the potential effectiveness of a quality Code has set the bar high throughout all organizations.

To be successful, a Code must be credible to all stakeholders. Certainly, the organization's demonstrated commitment has significant impact. However, how the Code itself is written (what it contains and what it lacks, for that matter) and how it is communicated both play instrumental roles in determining whether the Code has the ability to influence not only employee perceptions, but more importantly, actions. The Code of Conduct is the cornerstone of an effective ethics and compliance training program. Extensive research has shown that companies with a strong ethical culture consistently outperform their competitors.

2. Methodology

Corpedia's high-level code assessment process has provided over 1,400 organizations a concise critique of their existing code. Corpedia's high-level code of conduct assessment process looks at eight key areas of a Code, assigning a letter grade to each area contingent upon the assessments findings.

Public Availability	What is the availability and ease of access to the Code? Is it available online? How easy is it to find, view and download?
Tone from the Top	Does upper management make it clear that they adhere to and are in support of the Code? Does it distinctly define the importance of ethics and compliance to each employee and the organization?
Readability & Tone	Is the Code written in a tone welcoming to each employee? Is it overly formal? Does it contain cumbersome legal jargon? Is it readable by the average employee?
Non-Retaliation & Reporting	Does the Code express a non-retaliation commitment? Are methods of reporting actual or perceived violations of the code made available?
Values & Commitments	Is there a straightforward commitment to all of the organization's stakeholders, such as customers, vendors and local communities?
Risk Topics	Does the Code address all of the core risk areas?
Comprehension Aids	Are additional tools for learning provided within the Code, such as Q&As, checklists, FAQs and examples?
Presentation & Style	Is the Code organized and presented in an easy-to-follow fashion? Is the Code aesthetically appealing and logically organized?

3. Results

Public Availability

- + The Code is easily located on the company's external website, which indicates to external stakeholders a strong ethical culture and excellent organizational health.
- + The document is provided in a print- and download-friendly file format that increases accessibility.
- + The Code is readily available to the public.

A

Tone from the Top

- + Explicit communications from the Chairman/CEO, Peter Delaney, and VP, Internal Audits and Chief Ethics Officer, Gary Huneryager, contribute to a confident show of support for the Code by the executive management team.
- + The introduction utilizes a warm, engaging "we" and "us" first-person tone throughout.
- + Specific references to the company's history, culture and vocabulary identifies this as a Code written by the company and for the company's people.
- + The introduction explicitly states the importance of the Code and emphasizes that following the Code is a way to uphold the company's values.
- Explicit communication relating the Code to all levels of the organization (employees, board members, directors and officers alike) would further demonstrate the management team's commitment to ethics to all levels of the organization. Recommend providing such language.

A+

Readability & Tone

- + The Code illustrates clearly at the beginning of each section what is expected of the workforce by implementing various explanations and stating commitments tied specifically into the culture or values of the company.
- + At around 10,500 words, the Code is very near the recommended range of 6,000 to 9,500 words in length.
- The Code contains a mix of tones ranging from authoritative with phrases such as "members" "the company" "you" to inclusive with terms such as "we" "us" and "our". Embed more inclusive language within risk areas to further engage the audience and enhance the overall tone of the Code.

B-

Non-Retaliation & Reporting

- + The Code effectively communicates the obligation that employees report known or suspected law or policy violations and emphasizes that all employees must report misconduct to help contribute to the ethical culture at the company.
- + The Code addresses the company's commitments to non-retaliation by placing the language at the outset of the document.
- After reading the code, employees should feel entirely comfortable making a report without fear of retaliation. Recommend reiterating the commitment to non-retaliation within the financial integrity risk area.

A

Values & Commitments

- + The Code addresses the ethical commitments held to all of the company's important stakeholders (employees, customers, shareholders, vendors, government regulators, local communities, the environment, etc.)
- + The Code is structured around its commitments held to its stakeholders, as sections of risk topics are grouped by their corresponding stakeholder group.
- + The Code clearly and passionately communicates the company's values.

A+

Risk Topics

- + Several risk sections within the Code provide links to corresponding policies for easy reference of additional information.
- + Acceptable and unacceptable behaviors are clearly stated for each risk area, providing effective ethical guidance to all employees.
- + The document addresses each of the core risk areas one would expect to find within a code of conduct.

A

Comprehension Aids

- + The comprehension aids provided serve as teaching devices that appeal to the concrete learner, bringing the theoretical down to the practical.
- By utilizing a narrative style, the learning aids will become more realistic to the reader. Giving the subject of the learning aid a name and title will further increase how employees relate to the content of the learning aids.

A-

Presentation & Style

- + The Code contains color photos of people, facilities and products that brand the document and its communication of values to the company itself.
- + The page layout utilizes white space in an exceptional manner, allowing readers to easily digest the content of the Code.
- + The code's values-based organization of topics provides a user-friendly format in which employees can easily reference particular topics.
- + The table of contents provided allows for easy reference to any of the topics contained within the Code.

A

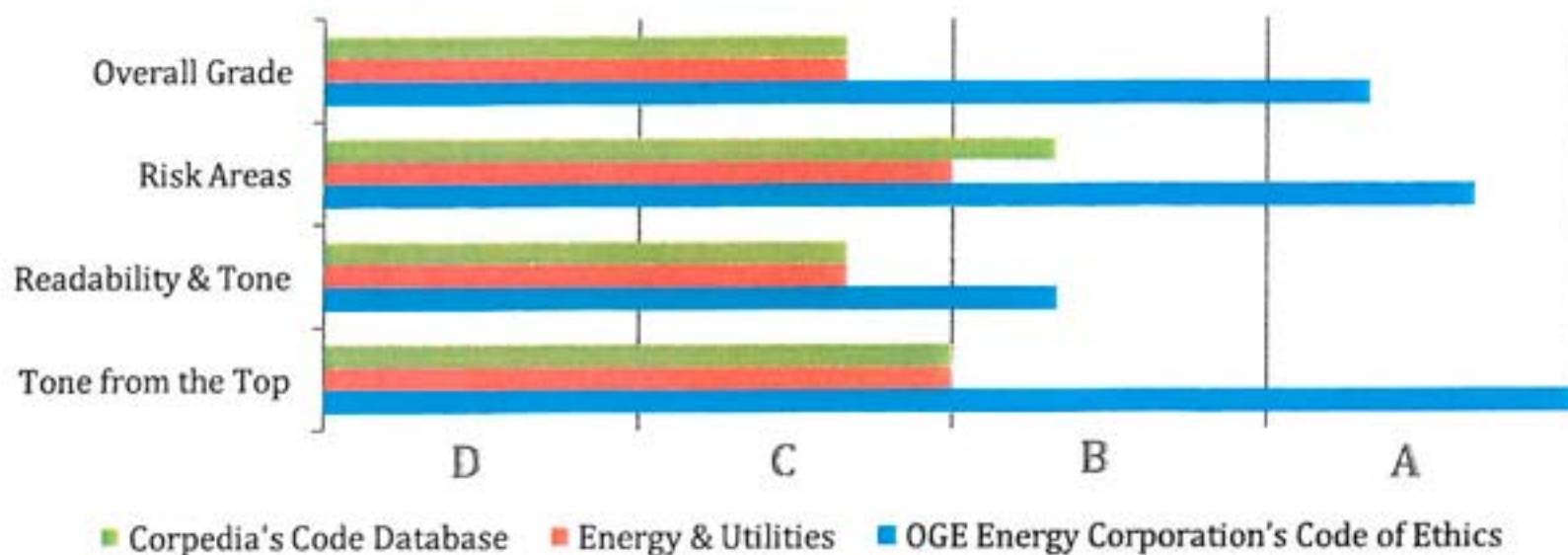
4. Analysis

The strong factors of the Code include the tone from the top, reporting avenues available, stakeholders-based structure, coverage of risk topics and presentation. Future improvements can focus on utilizing an inclusive tone, simplifying language and adopting narrative style learning aids. These factors and others contribute to an overall grade* of **A-** for OGE Energy Corporation's *Code of Ethics*.

OGE Energy Corporation's Code Overall Grade:

A-

OGE Energy Corporation's Code of Ethics Benchmarks



The overall grade for OGE Energy Corporation's Code of Ethics falls within the top 5% percentile of all Energy & Utilities industry Codes reviewed by Corpedia, and within the top 3% percentile when benchmarked against Corpedia's entire Code review database to date.

*The overall grade for OGE Energy Corporation's Code is derived through weighting the eight category grades. The breakdown of those weights is as follows: Public Availability (5%), Tone from the Top (15%), Readability & Tone (20%), Non-Retaliation & Reporting (10%), Values & Commitments (10%), Risk Topics (20%), Comprehension Aids (5%) and Presentation & Style (15%).



**Making a Difference
Beyond Energy**
2010 Highlights



Safety and the Environment

U.S. Environmental Protection Agency - Continuing Excellence Award

The U.S. Environmental Protection Agency has honored Devon for the company's ongoing work to reduce emissions from its production facilities across the United States. The Continuing Excellence Award was presented through the agency's Natural Gas STAR program, a voluntary partnership of industry and government to reduce methane emissions. The award marks the fifth time the Natural Gas STAR program has recognized Devon for its accomplishments.

Newsweek - Newsweek 'Green Rankings' List

Devon ranked second among independent producers on Newsweek magazine's "green rankings" list. The list, which considers only companies in the S&P 500, evaluates companies based on their environmental footprints, policies and reputations. Devon has been included on the list since its inception two years ago. The company ranked 228th overall and eighth in the oil and natural gas sector.

Union Pacific Chemical Transportation Safety - Pinnacle Award

Union Pacific Corp. in 2010 named Devon's Bridgeport, Texas, plant rail-loading facility the recipient of the Pinnacle Award for Chemical Transportation Safety for the previous year. The recognition was awarded to Devon for exhibiting safe loading practices and safe handling of gas products. It is Devon's second year to receive the award.

Canadian Association of Petroleum Producers - Steward of Excellence Award

Devon received CAPP's Environmental Performance Award for dramatically reducing the width of access roads in forested areas and for using waste wood in road construction rather than burning it. Devon is the only company to receive a Steward of Excellence award each of the last three years.

Alberta Emerald Foundation - Shared Footprints Award

Devon and its partners were honored for Excellence in Integrated Land Management for the Innovative Pipelining Strategies initiative. The Shared Footprints Award celebrates the outstanding efforts to manage and reduce the human-caused footprint of activity on Alberta's landscape. The main criteria for success included showing how multiple organizations worked together to achieve measurable outcomes. Devon is the first company to be honored with this recognition.

Canadian Association of Petroleum Producers - Steward of Excellence Award

The Canadian Association of Petroleum Producers recognized Devon with its Steward of Excellence for Environmental Performance Award. The award honored an innovative minimal disturbance technique spearheaded by Devon in partnership with several Grande Prairie-based contractors, Alberta Environment and Sustainable Resource Development. Devon was also recognized for its work with the Horn River Producers Group, which received the Steward of Excellence Award in the Social Category for its proactive and collaborative work in northeastern British Columbia communities.

U.S. Bureau of Land Management's National Training Center

For seven years, employees in Devon's Artesia, N.M., field office have been hosting training for the Bureau of Land Management (BLM). For three of those seven years, including 2010, the BLM National Training Center has recognized Devon for the partnership. In addition to offering a location for the training, employees scheduled training exercises for the students on handling and measurement of production at Devon's facilities for hands-on experience as well as provided the BLM with documentation on those facilities for inspection purposes.

U.S. Green Building Council - LEED Silver Certification

Devon's new data center in Oklahoma City was recently certified through the U.S. Green Building Council's Leadership in Energy and Environmental Design system. LEED buildings are built to the most advanced standards of environmental technology and have lower operating costs because they are more efficient, conserve energy and reduce greenhouse gas emissions. The data center was recognized with the organization's LEED Silver certification.

Corporate Recognition

Fortune Magazine - World's Most Admired Companies

Devon ranked second among Fortune magazine's Most Admired Companies in the category of "Mining, Crude-Oil Production." The company ranked first in the innovation, social responsibility and long-term investment categories and second in the people management and use of corporate assets categories. This is the fifth consecutive year to be included on the list, which includes only companies with stellar reputations.

Fortune Magazine - 100 Best Companies to Work For

Fortune magazine has for the fourth consecutive year ranked Devon among its "100 Best Companies to Work For," distinguishing the company as one of the nation's most desirable employers. Devon ranked 41 on the 2011 list of 100, which is based on 2010 data, and was recognized for its low turnover, recruiting strategies and compensation practices.

Great Place to Work Institute - Best Workplaces in Canada

In 2010, Devon ranked fifth among the Best Workplaces in Canada. Devon ranked first in the "over 1,000 employees" category and first among energy companies. This was Devon's second year on the Canadian list. Devon is the only energy company to be recognized by the Great Place to Work Institute in both the U.S. and Canada.

Fortune Magazine - 500 Largest Corporations

Devon again was included in Fortune magazine's annual ranking of America's largest corporations. The company ranked 261 and has been included on the list since 2002.

Houston Geological Society - Corporate Star Award

Devon received the Houston Geological Society's Corporate Star Award for the company's support of the organization's annual mudrock conference. The conference provides an opportunity for industry, university and government representatives to collaborate on mudrock system characterization, which allows improved exploitation of oil and natural gas from reservoirs.

League of American Communications Professionals - Annual Report Competition

In 2010, Devon's Summary Annual Report for the previous year received recognition from MerComm's Annual Report Competition and the League of American Communications Professionals. The organization recognized the overall effectiveness of the report, the introductory letter to shareholders and the publication's cover design.

Oklahoma City Ad Club - ADDY Awards

Devon's new advertising campaign was recognized by the Oklahoma City Ad Club with the organization's ADDY Award. The television advertisements feature the work of a world-renowned sand artist as she tells Devon's stories through a dramatic display of her art. The ads highlight Devon's commitment to integrity, as well as its emphasis on technology and innovation. Ads also feature Devon's environmental stewardship and community involvement.

Community Recognition

Oklahoma Humanities Council - Community Support Award

The National Cowboy & Western Heritage Museum and the Oklahoma City Museum of Art partnered to nominate Devon for the Oklahoma Humanities Council's Community Support Award, which was awarded to Devon in 2010. The organizations credited Devon's financial support as critical in leveraging other corporate funding, which has been used to support school education programs, world-class exhibitions, public lectures, film screenings, publications on Oklahoma history and people and more.

Houston Fire Department - Neighborhood Hero Award

Devon was honored with the Houston Fire Department's Neighborhood Hero Award for the company's support of a new safe house training facility. The facility, which simulates real fire dangers, allows area fire crews to receive advanced training to be better prepared to respond to fire emergencies.

Infant Crisis Services - Corporate Volunteer Award

Infant Crisis Services has named Devon as the 2010 recipient of the Corporate Volunteer Award for volunteering significant time and talents. Devon employees spent 114 hours volunteering at ICS during National Volunteer Week. ICS believes every baby and toddler deserves life's basic necessities and that it is wrong for a child to go to bed hungry. Volunteers at ICS are the backbone to the organization.

Keep Oklahoma Beautiful - Environmental Excellence Award

Devon's Krebs field office in southeastern Oklahoma was recognized with an Environmental Excellence Award at the 20th annual awards banquet for Keep Oklahoma Beautiful. The award was the result of the work of 40 Devon volunteers who completed four major projects in Krebs last spring as part of the United Way of Southeastern Oklahoma's Day of Caring. The award recognizes outstanding accomplishments in community beautification and commitment to environmental improvements.

Americans for the Arts - Best Companies Supporting the Arts

Presented by Americans for the Arts, this award annually honors 10 U.S. companies that enhance arts and culture in their communities. Devon, which was nominated by Allied Arts, is the first Oklahoma company ever named to the list.

United Way of Calgary and Area - Connecting to Your Community Award

Devon Canada was recognized by the United Way of Calgary and Area for its unique approach to Days of Caring during the 2009 campaign. At the annual Spirits of Gold Award event, the United Way recognized Devon for the company's blitz approach to employee volunteerism.

Alberta Venture Magazine - Best Workplace for Volunteerism and Community Involvement

Devon's commitment to employee volunteerism was featured in the March issue of Alberta Venture magazine, which named the company Alberta's Best Workplace for Volunteerism and Community Involvement. Devon was recognized for the Devon Volunteer Network grant program, where employees who give back to the community on their personal time are

awarded a day-off to volunteer and a grant of \$250 for their non-profit of choice. The magazine also saw merit in Devon's approach to its 2009 United Way campaign.

Being a Good Neighbor

Strengthening Communities by Volunteering - In 2010, Devon launched a new employee volunteer tracking tool, the Devon Volunteer Network, to further support our employees' volunteer efforts and to gather data on the company's aggregate volunteer impact. Since the tool launched in April 2010, more than 21,000 employee volunteer hours have been logged via the tool. To date employees have volunteered for more than 610 community organizations across North America. Employees and family members so far have recorded 4,544 volunteer activities. The company also participates in National Volunteer Week by coordinating volunteer opportunities companywide and allowing time off work for employees to participate.

Excellence in Education - America's Promise Alliance in 2010 recognized Oklahoma City as one of the 100 Best Communities for Young People. Oklahoma City was selected in part because of Devon's robust tutoring program at Mark Twain Elementary School. More than 170 Devon employees volunteer their time each week to mentor students in math and reading. Devon provides time off and transportation for the employees, and also regularly contributes items such as student uniforms, gym suits and socks. Devon also helped the Regional Food Bank of Oklahoma deliver food to Mark Twain students and their families. Additionally, Devon employees tutor students at Thompson Elementary School in Houston.

Wise Eyes Crime Watch Program - In 2010, Devon successfully built upon the Wise Eyes crime watch program in communities where it operates. Founded in Wise County, Texas, more than a decade ago, the program has expanded to 33 communities in six states. Under the program, Devon provides resources law enforcement uses to tap neighborhood watch groups, businesses and others to reduce burglaries, thefts and other crimes in their communities. Devon is the founding sponsor of the program.

Employees Giving Back - Devon's Oklahoma City employees sorted nearly 89 pallets and filled six semi trucks full of food, which provided 111,000 meals to hungry Oklahomans. Employees also raised an impressive \$294,000 for the Regional Food Bank's 2010 food drive. The company matched every dollar raised by employees, for a total contribution of \$588,000. For the fifth straight year, those amounts were the largest of any employee food drive in Oklahoma City.

Building for the Future - Devon Energy Hall at the University of Oklahoma opened in the spring of 2010, thanks to a \$10 million contribution from Devon several years ago. The state-of-the-art facility has enabled OU's College of Engineering to increase graduate student enrollment by 40 percent.

Encouraging Science - Through its Science Giants program, Devon awarded \$40,000 in 2010 to Houston schools to reward and boost the schools' outstanding science programs. Devon initiated the program several years ago in Houston, and in 2010 expanded the program to include Oklahoma City and Odessa, Texas, where awards will be given in 2011.

Supporting Emergency Responders - In 2010, Devon contributed more than \$223,000 to emergency responders in communities where the company operates. Much of Devon's community outreach efforts focus on public safety through partnerships with first responders and through funding for equipment and resources. Devon contributed additional funds for programs assisting with natural disasters such as hurricane relief and earthquake damages.

Community Stewardship - In 2010, Devon employees pledged more than \$1.7 million to the annual United Way campaign. The company matched those pledges dollar for dollar, for a total contribution of \$3.5 million.

Investing in People - In 2010, Devon awarded grants to 13 non-profit organizations in Canada totaling \$50,000 to assist in recruiting and retention initiatives in the non-profit sector.

Habitat for Humanity - Devon partnered with the Central Oklahoma Habitat for Humanity for the third year to build blitz houses for two deserving families in just three weeks. Several departments and teams adopted different days of the build throughout the construction cycle. More than 200 employees contributed to the construction of the two houses. The company's Houston employees partnered with the organization for the fourth consecutive year to build homes.

Planting the Future - For the third year in a row, Devon, Tree Canada and the City of Red Deer partnered to plant trees in the McKenzie Trails Recreation area of Red Deer. Despite the rain and cold weather, Devon volunteers and City of Red Deer staff planted 1,000 trees including 625 seedlings, and 375 shrubs.

Individual Recognition

The Journal Record - Oklahoma's Most Admired CEO

The Journal Record newspaper in Oklahoma City recognized Larry Nichols as one of Oklahoma's Most Admired CEOs at this inaugural event. The award honors CEOs who consistently demonstrate strong leadership, integrity, values, vision, commitment to excellence, financial performance and commitment to community and diversity.

Treasury & Risk Magazine - 40 Under 40

Jeff Ritenour, Devon's senior vice president of Corporate Finance and treasurer, was recognized by Treasury & Risk magazine as an outstanding financial professional under 40. Ritenour was recognized for his role in Devon's recent divestiture of all its Gulf of Mexico and international assets.

Oilweek Magazine - Rising Star

Bryan Helfenbaum, exploitation leader in the Northwest Region, was recognized by Oilweek magazine for his mix of "brains, ambition, common sense and common touch." Specifically, Helfenbaum's status as a Rising Star was tied to his innovative approach and "green conscience," which combined, have produced projects such as a wind turbine at Devon's Coleman plant, the use of produced water for fracture stimulation at Dunvegan, and a pilot program to test the use of natural gas vehicles in field locations.

Canadian Association of Petroleum Landmen - Herb Hughes Merit Award

Dennis Eisner, land manager in Devon's Canadian division, received the Herb Hughes Merit Award from the Canadian Association of Petroleum Landmen. The award is in honor of the late Herb Hughes, who was a leader in the Land profession. It's awarded annually by CAPL to a member of the organization that demonstrates outstanding professional stature, community involvement, industry leadership and personal conduct. Eisner was recognized specifically for his work to advance government policies and processes, mentor future land professionals and enhance the association and its member offerings.

Fort Worth Hispanic Chamber of Commerce - Corporate Advocate of the Year

Devon's Manager of Public Affairs Amanda Beard was recognized as the Fort Worth Hispanic Chamber of Commerce's Corporate Advocate of the Year for her partnership with the organization on Devon's behalf.



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Please put an X in the appropriate box:

	Excellent	Good	Fair	Poor
How was the overall quality of our candidate(s)?				
How was the skills match to your position?				
How timely was the responsiveness to your requirement or request?				
How would you rate us in comparison to our competition?				
How was the competency of our staff?				
Business ethics are a top priority to us, how would you rate our staff's demonstration of ethical practices throughout the process?				
Did we have a good understanding of your needs?				
If you hired our candidate, did we follow up after the placement in a timely manner?				
Did our service of referring quality candidates meet your expectations? (Even if you did not hire a candidate we referred)				
	Yes		No	
Did you utilize our skills assessments and testing?				
Would you use our services again?				
Comments and / or is there anything we could change to improve our service to you?				

OPTIONAL:

Company Name: _____

Contact Person: _____

Candidate Name: _____

Candidate Hired (Y/N) _____

If you prefer to remain anonymous, feel free to print out this form and mail back to us.

Thank you for your time... ..we appreciate your response.