Maintaining Our Core Values

2011 has been another tumultuous year in our economy and especially in our government market. We have had to make a number of changes—some very painful—to keep our business on sound footing and our company healthy. During tight times, it is tempting to cut back on what we “give”. I am extremely proud to say that Pro2Serve and its employees actually gave more to community and charitable activities in 2011 than we ever have in our entire history. We have also kept our corporate commitment to set aside ten percent of our net income before taxes this year for “giving back” during 2012.

In my favorite business book of the 1990s, “Built to Last”, Jim Collins presented his thesis that companies which had stood the test of time established a core set of values which never changed, while implementing new and improved business practices and organizational forms to address ever-changing market conditions. We have established “giving back to the communities in which we live and work” as one of Pro2Serve’s core values and, along with our employees, we have been able to remain true to this value.

Two good examples of what our employees have done during these tough economic times to demonstrate their core value of giving were our United Way campaign and the Willow Brook Elementary School “Bear Tree” program. Although Pro2Serve’s total employee population has remained stable in 2011, the number of employees based in our Oak Ridge and Amarillo offices was reduced. Employees from both offices actually gave more to United Way on a per person basis this year. Pro2Serve again was the largest corporate Roane County TN United Way giver and our Amarillo office received a Creative Excellence award from their local United Way agency for companies “who do more with less”. We forgot to inform Willow Brook of our reduced Oak Ridge employee count and they sent us the same number of underprivileged Bear Tree children to provide Christmas for as they did in 2010. When we learned Willow Brook did not have alternative sources to redistribute some of the children to, we put out a call to our employees to “please help”. Every child’s Christmas request was met.

What an amazing group of employees we have and what a difference you make in the lives of the less fortunate in our communities!

As you read through the following pages of our 2011 Community Report, I hope you will feel good about maintaining “giving back” as a core value, personally and corporately.

L. Barry Goss, PhD.
Chairman and CEO

Pro2Serve Values
The following is an excerpt from our Bylaws:

Article IX / Community Service Policy
“The Corporation strongly believes in supporting the local community and as such hereby commits to reserve ten percent of the Corporation’s earnings before taxes each year and budget this reserved amount for the following year. The funds will be expended on community and charitable activities that the directors and corporate officers deem appropriate.”
## CORPORATE COMMITMENT

**Organizations Supported by Pro2Serve and our Employees in 2011**

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The Foothills Land Conservancy had their Summer Celebration, an annual fund- and friend-raiser to celebrate the mission of preserving, protecting and enhancing the East Tennessee landscape. This year the fundraiser took place at Christine “Teenie” Hayworth’s Penrose Farm. It has the perfect setting for such an event with its gardens, open fields and many horses. The Knoxville News Sentinel’s Sam Venable provided his perspective to the guests on the perils of getting older, which brought much humor. There was plenty of entertainment and fine dining provided by local businesses. Native centerpiece planters, local honey, and wildflower seeds ensured the guests did not leave empty-handed and helped show a sincere thank you for their support. Returning Gold and Silver sponsors included Pilot Travel Centers, B&W Y-12, Bechtel National, CH2M HILL, Energy Solutions and Pro2Serve.

Among the guests were FLC’s Board President (and Pro2Serve Board Member) Dr. Bob Van Hook with wife Nancy, and FLC board members, Homer Fisher (Pro2Serve Board Member) with wife Pat. Also there were Paul W. Martin Jr., Drs. Barry and Karen Goss.

Pro2Serve’s approach to community and charitable giving falls into three areas:

Major Corporate Programs:

Our Board of Directors has made education and economic development the main priorities for the Corporate Program giving. In Education, we founded the Distinguished Professionals Education Institute, a 501(c)(3) educational organization which places professionals into high schools to teach courses within their areas of expertise (e.g., physicists teaching physics). We have funded the UT-Pro2Serve Math Contest for the past 11 years which brings Tennessee’s brightest high school math students to the University of Tennessee, Knoxville. And we have supported a host of other education initiatives. In economic development, we helped found the highly successful Jobs Now program for the region and are currently supporting the Knoxville-Oak Ridge Innovation Valley Project.

Joint Employer/Employee Programs:

The United Way program is our largest joint employer/employee community program. We offer a dollar for dollar match to our employee’s United Way pledge form contributions. As a result of our wonderful, giving employees, we were Roane County United Way’s largest corporate contributor in 2009, 2010, and 2011. There are a number of other programs like e Willow Brook School Bear Tree that we jointly support with our employees.

Employee Matching Program:

Pro2Serve matches up to $100 for any employee who is contributing time and/or money to their favorite community or charitable program. This can range from high school soccer teams to church mission trips to families in need.
Pro2Serve Soccer Complex

Pro2Serve, in partnership with the Oak Ridge School District and Oak Ridge High School (ORHS) Boys & Girls Soccer Booster Clubs, is the primary donor and sponsor of the capital improvement project to complete the Oak Ridge High School Soccer Complex. This generous contribution is the largest single monetary gift in the history of Pro2Serve demonstrating our continued commitment to our community and the wellbeing of its youth. Once complete it will become a premier high school soccer complex serving Oak Ridge and its student body for years to come.

The original planned soccer complex was to be completed as part of the recent ORHS renovation, but construction budget reductions forced a dramatic reduction of its scope. The Oak Ridge School Board on April 4, 2011 approved Pro2Serve’s generous $110,000 capital gift to spearhead its completion. Pro2Serve in close collaboration with Oak Ridge Schools and the City of Oak Ridge immediately went to work on the project design, awarding construction contract and construction management and coordination. This intricate project requires numerous contractors and close coordination with Oak Ridge School Facility Maintenance & Operations and City of Oak Ridge Codes and Utility Departments to complete. It is a three-phase construction project. The first phase is to install a complex parameter and internal drainage systems, and level the playing pitch removing undulations. This phase will greatly improve the player safety, and pitch durability and playability.

This phase will allow the pitch to be playable regardless of most inclement weather conditions. The second phase is construction of a 1,000 square foot Multiple Purpose Facility that will include restrooms, concessions, main pitch entrance, and elevated announcer booth to enhance the fan soccer experience and support other ORHS student body activities. The third phase consists of two pavilions to support the newly constructed concession stand and Player Gate to welcome the Wildcat’s to their home pitch.

Oak Ridge High School Athletic Director, Mike Mullins, stated “It’s great to see the bevy of work being done by construction along with the Oak Ridge Schools Maintenance and Operations at the soon to be Pro2Serve Soccer Complex! The best field in East Tennessee is fast becoming the best soccer venue in the State of Tennessee! This first-class facility will be a great source of pride for ORHS and our student-athletes and will enhance the game day experience for our fans. It is truly an exciting time to be a Wildcat!”

The groundbreaking ceremony will be held on January 23, 2012 at the Oak Ridge High School. The dedication ceremony for the newly renamed “Pro2Serve Soccer Complex” is mid-March 2012 to concede with the Varsity Boy’s regular season home-opener game.
Pro2Serve reached another major milestone for the 4th year in its companywide United Way campaign with contributions totaling over $91,000 and was once again the largest corporate contributor to the Roane County United Way. Pro2Serve participated in nine major fundraising campaigns spanning 20 counties across the country. The major campaigns took place at the headquarters in Oak Ridge, Tennessee, and offices in Los Alamos, New Mexico; Albuquerque, New Mexico; Amarillo, Texas; Grand Junction, Colorado; Aiken, South Carolina; Portsmouth, Ohio; Livermore, California; and Washington, D.C. Roane County residents as well as residents in several other states benefited from the 2011-2012 campaign as Pro2Serve allowed employees to designate the County to which the funds were allocated. In addition, the Company matching funds were allocated dollar for dollar to the same counties employees designated on their pledge forms.

Many fun events took place during the campaign including a Salsaritas Taco Bar Luncheon, a 1st Annual Cornhole Tournament, the Annual Chili Cook-Off, a silent auction, and a raffle ticket sale. These fun events allowed Pro2Serve to raise an additional $2,453 to add to the campaign!

This year our Amarillo office got a “creative excellence” award from their local United Way campaign. This award is for companies who “do more with less.” They increased their giving but with fewer employees donating. Great work!

Ed Miller, Cindy Wolken, United Way Board
President Quinn Alexander
Secret City Festival

The Oak Ridge Tennessee Secret City Festival is held annually and celebrates the unique history of Oak Ridge during World War II. Many family events, concerts, and tours make the festival one of East Tennessee’s premiere summer events. The World War II re-enactment is the largest multi-battle WWII event in the South.

Pro2Serve helped sponsor this year’s musical entertainment featuring the Village People and Dishwater Blonde.

MMC Foundation Golf Tournament

Pro2Serve was pleased to be a Gold Sponsor contributing $5,000 at the 11th annual Methodist Medical Center Acorn Classic Golf Tournament. Event proceeds helped with the purchase of a cone beam CT, which delivers radiation to cancer patients. This machine is to be incorporated into Methodist’s existing linear accelerator. Pro2Serve’s contribution not only helped bring this new technology to MMC but also helps to continue to bring enhanced treatment to hundreds of patients. Pro2Serve employees, along with a few of their clients, enjoyed a day of golf and camaraderie all for a good cause!

Pro2Serve was a Silver sponsor for the 2nd Annual Bellefonte Partners in Education Golf Tournament, held at the Goosepond Colony Golf Course in Scottsboro, AL. Our contributions helped benefit the local schools supported by this great program. One of the students at Collins Elementary School in Alabama sent Pro2Serve a handwritten Thank You letter. This was one of the many schools that benefited from this fundraising event.
Bear Tree

The 10th Annual “Bear Tree” campaign for Willow Brook Elementary School was coordinated by Melissa Massey and Patti DeGraff. Pro2Serve employees provided Christmas presents to 70 children that would otherwise not have received gifts. Over the last 10 years, Pro2Serve has provided a very special holiday to almost 700 Willow Brook students. Willow Brook Elementary is a year-round school for kindergarten through fourth grade and special needs children in Oak Ridge.

Hugh Shelton Leadership Center

Pro2Serve gave a donation of $1,000 to The North Carolina State Foundation in support of the General Hugh Shelton Leadership Center. Pro2Serve also showed support by sponsoring the dinner at the Scholarship Recognition Banquet held at the Park Alumni Center in North Carolina in November which gave recognition of 14 scholarships.

“Our mission is to inspire, educate and develop values-based leaders committed to personal integrity, professional ethics and selfless service.”

– The General Hugh Shelton Leadership Initiative

Pro2Serve Los Alamos Men’s Softball Team

The Pro2Serve Softball Team took 4th place in the Los Alamos league in the B division this year. The team participated once again in the Chama Days Softball Tournament held in Chama, NM, the first weekend of August 2011. “We are proud to say that our team placed 4th in the tournament in the B division,” reports Pro2Serve’s Rich Logan. All proceeds of this tournament go to the Chama community, which is a Hub Zone town located in Rio Arriba County.

This year the Los Alamos Pro2Serve Team also participated in the Whole Enchilada National Tournament held in Las Cruces, NM, which hosts over 250 teams from the Southwest region and California. Although our team did not place, we were able to proudly represent Pro2Serve in the tournament.

“In addition to the two tournaments above we planned on participating in the Triple Crown Steam Boat Springs, CO, tournament held on 4th of July weekend but due to the Las Conchas fire and the mandatory evacuation we were unable to attend,” said Mr. Logan.
The Oak Ridge Sunset Rotary Club presented its second annual Science Fair in February for 3rd, 4th and 5th grade students of Oak Ridge, including St. Mary’s and those being home schooled. Pro2Serve was one of the five Proton Sponsors, the highest sponsorship level, at this year’s event. Over a hundred students prepared projects for entry. The 1st Place winner received a trip to the Space Camp in Huntsville, AL; 2nd Place received a laptop; 3rd Place received a Netbook.

Junior Achievement is the world's largest organization dedicated to inspiring and preparing young people to succeed in a global economy. Junior Achievement provides in-school and after-school programs for students. These programs focus on three key content areas: work readiness, entrepreneurship, and financial literacy. Today, over 100 individual area operations reach more than four million students in the United States and more than 15,000 students locally.

Pro2Serve helped sponsor 64 5th grade students at Midtown Elementary School located in Roane County, TN, to attend this year’s BizTown, Junior Achievement’s Elementary School Capstone Program. This particular program allows students to explore certain in-class curriculum such as financial literacy, work readiness and entrepreneurship through role play. They have the opportunity to run a business, get paid, manage their checking accounts, vote and so much more!

“A big Thank You to Pro2Serve for investing in East Tennessee in a way that will have lasting dividends, impact lives, and help the economic health of our community,” says Chip Reed, President of Junior Achievement of East Tennessee. “We need people and companies to help teach these crucial skills, strong work ethic, and real-world perspective. For our students, these are skills necessary for a lifetime of success. JA can’t do it without you.”

“The students learn about philanthropy in their BizTown curriculum, so you are a living example to them about what they have learned. Thank you again for your generosity.” – Nancy Laws, 5th Grade Language Arts, Midtown Elementary School
With a strict application process including a screening and evaluation for qualified candidates, the Distinguished Professional Education Institute is driven to address the need of course matter teachers with expertise in mathematics, science, foreign languages and other areas where there is a shortage.

These teachers receive their licenses from the state and work on a “course-by-course” basis at schools that have a shortage and hard-to-teach areas.

DPEI is focused on combining all the aspects of teacher education, mentoring, induction, and professional development. This, in turn, helps the schools to get the most out of their personnel, equipment, and dollars.

DPEI Quick Facts

- Patterned after a successful local private business, the Distinguished Professionals Education Institute (DPEI) was founded in 2005 to help ensure that Tennessee high school students will have the opportunity to take the full slate of educational coursework needed to develop to their full potential.
- On October 21, 2005 Tennessee State Board of Education approved the “Distinguished Professionals in Schools” initiative.
- On November 1, 2005, the Distinguished Professionals Education Institute chartered as a nonprofit Tennessee corporation.
- On January 27, 2006, the Tennessee State Board of Education passed a revision of a rule including the creation of an adjunct license, which the Distinguished Professionals Education Institute utilizes.
- The DPEI recruits skilled scientists, engineers, linguists, and others to teach hard-to-staff subject areas.
- The DPEI combines teacher education, mentoring, induction, and professional development to enable schools and districts to leverage resources of personnel, equipment, and dollars.
- All of the Distinguished Professionals participating in the DPEI program undergo comprehensive screening from the outset. This ensures that every candidate moved forward into positions is pre-qualified by DPEI.
- The DPEI pre-service training is developed around the Tennessee State Framework for Evaluation and Professional Growth.
- The DPEI’s innovative approach allows us to attract participants from other states, train them from a distance, and then start them as soon as they arrived in Tennessee.
- As of fall 2011, the DPEI has taught 131 courses in Knox County Schools.
- DPEI Knoxville is working with the Tennessee Department of Education to utilize Race to the Top Funds to implement DPEI programs in other school districts in Tennessee.
As part of its commitment to give back to the communities in which its employees live and work, Pro2Serve has co-sponsored the annual UT-Pro2Serve Math Contest with the UT College of Arts and Sciences’ Department of Mathematics since 2001.

The purpose of the contest is to enhance math education in the state while providing students with incentive and interest to choose a science, technology, engineering, or math major. Known as the STEM disciplines, increasing enrollment in these fields has been listed as a major national priority to enhance America's global competitiveness in business and technology.

The UT-Pro2Serve Math Contest for TN High School Students consists of three divisions: (1) Fermat I, a multiple-choice exam for all participants, (2) Fermat II, an exam demanding uncommon creativity and originality in problem solving, and (3) The Math Bowl, a double elimination tournament for three-member teams in the style of a Scholars Bowl competition. The top 10 individual contest winners received four-year, $4,000 scholarships to UT Knoxville.

University School of Nashville was the overall winner of the Math Bowl, followed by Collierville High School. First place in the small-school category went to University School of Nashville, with second place going to Fred J. Page High School.

“Your company makes it possible for the university and me to provide this worthwhile event to high school students from across the state. Your dedication to the education of our youth is evident and greatly appreciated. I look forward to working with you and Pro2Serve in the future as we continue to make the Math Contest a success.”

- Bryan Self
Math Contest Coordinator
VALUES

Integrity
We maintain a fine sense of our obligations – to our customers, coworkers, suppliers, families, and our communities.

Commitment
We are stakeholders in the success of our business, exerting our best efforts in everything we do. We are committed to giving more than we receive.

Mutual Respect
We celebrate the human spirit and are dedicated to preserving human dignity, diversity, and equality.

Creativity
We foster individual initiative, continuous improvement, innovation, and entrepreneurship.

Balance
We seek to achieve balance between our family, work, spiritual, and recreational activities.

BUSINESS PRINCIPLES

Professionals’ Skills Match Customers’ Needs
We place professionals whose skills and training expertly match each client’s specific job requirements.

Customer Satisfaction Is Guaranteed
All of our professionals are dedicated to excellent performance for clients. We guarantee to deliver the highest quality skills and services, on time and within budget.

We Develop Strong Partnerships With Our Clients
Our professionals establish and maintain highly-productive and cost-effective relationships with our customers’ work teams.

Professionals Receive Outstanding Support
We provide our professionals with superior opportunities, an excellent compensation and benefits package, outstanding administrative support, and advanced training.