



Siena/Francis House

CODE OF CONDUCT

The reputation and integrity of the Siena/Francis House (the “Corporation”) are valuable assets that are vital to the Corporation’s success. Each director, officer, employee and agent of the Corporation is responsible for conducting the Corporation’s business in a manner that demonstrates a commitment to the highest standards of integrity.

The purposes of this Code of Conduct are to focus directors, officers, employees and agents on areas of ethical risk relating to their roles, provide guidance to help them recognize and deal with ethical issues, provide mechanisms for the reporting of unethical conduct and foster a culture of honesty and accountability. No code of conduct can replace the thoughtful behavior of an ethical corporate member or agent. Accordingly, dishonest or unethical conduct or conduct that is illegal will constitute a violation of this Code, regardless of whether the Code specifically addresses such conduct.

Implementation and Oversight of This Code

The Corporation’s Board of Directors (the “Board”) is ultimately responsible for the implementation of this Code. The Board has designated the Executive Committee to administer this Code. Unless determined otherwise by the Executive Committee, the Executive Director/Chief Executive Officer shall be the Compliance Director (the “Compliance Director”) to assist in administration of the Code. The Compliance Director may consult with other members of the Executive Committee, other members of the Board, and in-house or outside counsel, as appropriate. You should feel free to direct questions to the Compliance Director.

You should read this Code in conjunction with the Corporation’s other policy statements, including, for example, the Whistleblower Policy. You will need to certify on an annual basis that you have read, understand, and are in full compliance with this Code (and any amendments to the Code), and in particular that you have complied with and adhered to the Corporation’s internal policies and procedures which are relevant to this Code and, in the discretion of the Compliance Director, with other related policy statements.

Directors, officers, employees and agents who learn of or suspect that a violation of the Code has occurred, or is likely to occur, must immediately report the violation to the Compliance Director. Directors who report violations or suspected violations in good faith will not be subject to retaliation of any kind. Reported violations will be investigated and addressed promptly and will be treated confidentially to the extent possible.

P.O. Box 217 Downtown Station - Omaha, Nebraska 68101
Telephone - 402.341.1821 FAX - 402.341.5270
www.sienafrancis.org

Revised May 26, 2010

Alleged violations of the Code shall be investigated as appropriate by the Compliance Director or, where appropriate, the Executive Committee, and may result in discipline and other action in the discretion of the Board upon recommendation of the Executive Committee, including, as appropriate, removal from the Board of Directors, termination of employment, other disciplinary action, or cancellation of any business agreement.

Requests for a waiver of a provision of the Code must be submitted in writing to the Compliance Director a reasonable period in advance of the proposed conduct for appropriate review. Any waiver must be approved by the full Siena/Francis House Board of Directors, and, where helpful to the Board, upon prior review and recommendation of the Executive Committee.

Compliance with all Laws, Regulations, Policies and Procedures

A variety of laws applies to the Corporation and its operations, and some carry criminal penalties. These laws include, but are not limited to, all federal and state laws and City Ordinances that apply to the Corporation's business, including federal grant agreement regulations and occupational safety laws, and to its status as a public corporation. Examples of criminal violations of the law include, among others;

- making false or misleading disclosures in documents filed with the City, State or Federal Government;
- stealing, embezzling or misapplying the Corporation's funds; and
- non-compliance with any City, State and Federal laws, regulations and ordinances.

The Corporation must, and will, report all suspected criminal violations to the appropriate authorities for possible prosecution, and will investigate, address and report, as appropriate, non-criminal violations. The Corporation, furthermore, has adopted internal policies and procedures designed to ensure compliance with applicable laws, and to achieve other objectives such as a work environment that meets high ethical standards. The Corporation expects all directors, officers, employees and agents to comply with these policies and procedures, and all directors, officers, employees and agents will be held accountable for such compliance.

Conflicts of Interest

A "conflict of interest" occurs when an individual's private interest interferes in any way with the interests of the Corporation as a whole. There may be an appearance of a conflict of interest when an objective outside observer could reasonably believe that a conflict exists. The Corporation requires you to conduct your outside associations and personal business, financial and other relationships in a manner that will avoid any actual, potential or apparent conflict of interest between yourself and the Corporation in respect of your role in the Corporation. The term "outside association" refers to any affiliation, association, or interest that you have with an entity other than with the Siena/Francis House. It is impractical to conceive of and set forth rules that cover all situations in which a conflict of interest may arise in respect of your role in the Corporation. The basic factor in all conflict of interest situations is,

Revised May 26, 2010

however, the division of loyalty or the perception of a division of loyalty, between you in performing your duties as a director, officer, employee or agent of the Corporation, and your personal interests.

Corporate Transactions

All transactions involving the Corporation and its customers shall be conducted at arm's-length. One example of a way in which a conflict of interest may arise is if you are introduced to a business opportunity as a result your role in the Corporation. Under applicable laws, such opportunities belong to the Corporation and may not be taken or pursued by a director personally without an appropriate waiver by the Corporation

Acceptance of Gifts

You may not, without the Corporation's approval, solicit or accept gifts in excess of "nominal value," either directly or indirectly, as a result of your role in the Corporation from persons or entities with which the Corporation has or is likely to have a business relationship. A "gift" includes any type of gratuity, service, loan, fee, compensation, cash, securities, real property, or anything else of monetary value. "Nominal value" is defined as a gift in an amount equal to or less than \$50.00. If you receive anything of value as a result of your role in the Corporation, directly or indirectly, from persons or entities with which the Corporation has or is likely to have a business relationship, including any guest, client, agency, vendor, or contractor, you are required to promptly notify the Compliance Director. Gifts of nominal value generally will be approved by the Compliance Director, depending on the circumstances.

Directors, officers and employees are encouraged to participate in social activities with those with whom the Corporation maintains business relationships. If you are invited to participate in such activities as a result of your role in the Corporation, such participation in such activities will not violate this Code if they are intended to serve a specific business purpose for the Corporation, or they are otherwise reasonable and customary types of social activities in a business context.

Resolution of Conflicts

In all cases, actual, potential or apparent conflicts of interest in respect of your role in the Corporation must be handled in an ethical manner, meaning they must be fully disclosed and considered prior to being resolved. The Compliance Director or, where appropriate, the Executive Committee will handle all such questions of actual, potential or apparent conflicts of interest that involve you. Any director, officer, employee or agent who is aware of, or has a question concerning, a conflict of interest, or an appearance of a conflict of interest, or who has a question whether a conflict might develop, is obligated to promptly seek assistance from the Compliance Director to resolve the conflict or question.

The Compliance Director and, as appropriate, the Executive Committee, may determine, upon review of all relevant facts, that the conduct does not amount to a conflict of interest, or may provide guidance to avoid a conflict from developing, such as by your recusal from consideration and/or approval of specific matters that come before the Board of Directors.

Full, Fair, and Accurate Disclosures to the Public

If you participate, directly or indirectly, in the preparation of the financial and other disclosures that the Corporation makes to the public, including in its filings with the Internal Revenue Service or by press release, you must, in addition to complying with all applicable laws, rules and regulations, follow these guidelines:

- Act honestly, ethically and with integrity.
- Comply with this Code.
- Endeavor to ensure full, fair, timely, accurate and understandable disclosure in the Corporation's filings with the Internal Revenue Service and in other public communications.
- Raise questions and concerns regarding the Corporation's public disclosures when necessary and ensure that such questions and concerns are appropriately addressed.
- Act in good faith, responsibly and with due care, competence and diligence, without misrepresenting material facts or allowing your independent judgment to be subordinated by others.
- Comply with the Corporation's disclosure controls and procedures and internal controls over financial reporting.

Handling Confidential Information

Directors, officers, employees and agents should observe the confidentiality of information that they acquire by virtue of their positions at the Corporation, including information concerning guests, clients, suppliers, vendors, contractors and other directors, officers, employees and agents, except where disclosure is approved by the Corporation or otherwise legally mandated. Of special sensitivity is personal protected information concerning such things as addiction, mental illness, domestic violence, personal finances, and legal and personnel matters.

Dissemination of the Code of Conduct

All directors, officers, employees and agents will be provided a personal copy of this code of conduct and will acknowledge its receipt in writing.

Compliance Director: Mike Saklar, Executive Director/CEO

I have read, understand and agree to abide by the Siena/Francis House's Code of Conduct.

Name

Date

Revised May 26, 2010