

CODE OF CONDUCT POLICY

PURPOSE: The purposes of this Code of Conduct are to focus directors, officers, employees, volunteers, 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 illegal conduct will violate this Code, regardless of whether the Code specifically addresses such conduct.

POLICY: 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.

Compliance with all Laws, Regulations, Policies and Procedures

Various laws apply to the Corporation and its operations, 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, occupational safety laws, and 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 City, State and Federal laws, regulations and ordinances.

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 regarding your role in the Corporation.

Any director with a conflict of interest shall disclose the conflict to the board and abstain from voting on related issues. Additionally, the director should not use their influence to address the

matter, and he or she shall not be counted in determining the quorum for the meeting.

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 of 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

Without the Corporation's approval, you may not solicit or accept gifts over "nominal value," either directly or indirectly, because 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 a gift equal to or less than \$50.00. If you receive a gift over nominal value because 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, volunteer agency, vendor, or contractor, you are required to notify the Compliance Director promptly.

Resolution of Conflicts

In all cases, actual, potential or apparent conflicts of interest in respect of your role in the Corporation must be handled ethically, meaning they must be fully disclosed and considered before any resolution of action on the issue. The Compliance Director or, where appropriate, the Executive Director or 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 Director or 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 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 annual release, you must, in addition to complying with all applicable laws, rules, and regulations, follow these guidelines:

- Act honestly, ethically, and with integrity.

- 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
- Act in good faith, responsibly and with due care, competence and diligence, without misrepresenting material facts or allowing your independent judgement to be subordinated by others.
- Comply with the Corporation's disclosure controls, procedures, and internal controls over financial reporting.

Handling Confidential Information

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

Respect

Directors, officers, employees, volunteers and agents should treat people with dignity and respect and support a diverse culture within the Siena Francis House. All clients should receive equal treatment, with no favors granted. Respect includes, but is not limited to, listening to different opinions, not forcing viewpoints on others and allowing people to express themselves freely without fear of reprisal.

Marketing & Organizational Fundraising Ethical Code of Conduct

The Siena Francis House Advancement department commits itself to promoting the highest standard of professional, ethical norms and values for its members. As marketers and fundraisers, the Advancement department recognizes that we not only serve our organizations but also act as stewards of our organization in creating, facilitating, and executing the transactions that are part of the more excellent economy. In these roles, we are expected to embrace the highest professional, ethical norms and the ethical values implied by our responsibility toward multiple stakeholders (e.g., clients, employees, donors, peers, regulators, and community).

Ethical Norms

- Do no harm. This means consciously avoiding harmful actions or omissions by embodying high ethical standards and adhering to all applicable laws and regulations in our choices.
- Foster trust in the marketing and fundraising system. This means striving for good faith and fair dealing to contribute toward the exchange process's efficacy and avoiding deception in product design, pricing, communication, and distribution delivery.
- Embrace ethical values. This means building relationships and enhancing donor confidence

in marketing integrity by affirming these core values: advocacy, collaboration, stewardship, integrity, innovation, and compassion.

- Siena Francis House will honor donor's requests for anonymity and will not sell donor information or share any donor information outside of the agency.

Contractual Relationships & Service Providers Code of Conduct

The Siena Francis House is committed to conducting its business fairly and ethically. Vendors and service providers are expected to conduct themselves in accordance with fair, ethical and legal trade practices when doing business with Siena Francis House.

Vendors and service providers are encouraged to negotiate agreements with Siena Francis House which provide favorable terms such as special pricing, delivery, and payment conditions. Once a business relationship has been established, Siena Francis House expects an agreement's terms to be honored at all times. Should Siena Francis House have reason to believe that a vendor has abrogated the terms of an agreement, a timely inquiry shall be conducted to determine the facts of the matter. Should it be found that the terms of an agreement have been violated, a vendor shall be held responsible for its actions.

Siena Francis House prohibits vendors and service providers from offering its staff any incentives, gifts, or gratuities in exchange for conducting business. Siena Francis House expects its staff to avoid conflict of interest in directing business to any vendor. Our employees are to have no personal interest in suggesting or specifying vendors or service providers. They are not to accept any direct incentives or rewards, financial or otherwise, for conducting business with a vendor. Additionally, Siena Francis House prohibits personal fundraising, the witnessing of legal documents for vendors and service delivery contractors, the sale or purchase of personal property and will set boundaries with vendors and service delivery contractors.

Should a department of Siena Francis House believe a vendor or service provider has acted improperly or ethically, such behavior should be reported. All vendors and service providers are expected to treat Siena Francis House employees in a dignified, respectful and professional manner. Likewise, should a vendor believe it has been asked to render goods and/or services to an office/department contrary to any agreements it has with Siena Francis House or act in a manner it considers for any reason to be inappropriate, such behavior should be reported.

Code of Conduct for Human Resources

The human resources department for the Siena Francis House follows the code of ethics for the Society for Human Resources Management. HR professionals, are responsible for adding value to organizations and contributing the ethical success by following the Guidelines.

Human Resource Guidelines are as follows:

- Adhere to the highest standards of ethical and professional behavior.

- Measure the effectiveness of HR in contributing to or achieving organizational goals.
- Comply with the law.
- Work consistent with the values of the profession.
- Strive to achieve the highest level of service, performance, and social responsibility.
- Advocate for the appropriate use and appreciation of human beings as employees.
- Advocate openly and within the established forums for debate to influence decision-making and results.
- Respect the uniqueness and intrinsic worth of every individual.
- Treat people with dignity, respect and compassion to foster a trusting work environment free of harassment, intimidation, and unlawful discrimination.
- Ensure that everyone has the opportunity to develop their skills and new competencies.
- Assure an environment of inclusiveness and a commitment to diversity in our organizations.
- Develop, administer, and advocate policies and procedures that foster fair, consistent and equitable treatment.
- Regardless of personal interests, support decisions made by our organizations that are both ethical and legal.

Professional Responsibilities

The professional responsibilities of Siena Francis House are principles to guide the organization's decision making and activities, as well as the behavior of its employees, volunteers, and board members. Employees, volunteers, and board members are accountable for achieving the organization's goals, operate according to local, state, and federal legislation, improve internal and external operations, and maintain accountability for financial decisions. See above Code of Conduct Policy Statement.

Fraud, Waste & Abuse Policy

Siena Francis House is committed to conducting its affairs ethically and in accordance with applicable laws, rules, regulations, policies, and procedures. All Siena Francis House staff is responsible for conserving, preserving, and efficiently using all resources and property. Siena Francis House is committed to establishing and maintaining robust internal control systems to prevent, deter, and detect fraud, waste, and abuse. The policy applies to any fraud or suspected fraud, waste, or abuse, involving Siena House employees, clients, vendors, contractors, and consultants. Individuals shall not perpetrate, engage in, or otherwise facilitate the act of committing fraud, waste, or abuse. All individuals are responsible for reporting suspected or known violations of this policy. Siena Francis House will investigate allegations of fraud, waste, or abuse, in accordance with established policies and procedures.

RESPONSIBILITIES:

- a) The Board of Directors is responsible for reviewing the code of conduct policy and approving

for implementation.

- b) The Executive Director is responsible for ensuring implementation of this policy within the agency.
- c) Officers: Officers will be responsible for conducting the Corporation's business in a manner that demonstrates a commitment to the highest standards of integrity.
- d) Compliance Director: The Compliance Director is responsible for receiving reports about alleged violations of this policy and determining the most appropriate approach to investigating the claim. Also, for annual employee training on this policy, including identifying conflict of interest and accepting gifts.
- e) Directors and Managers: Directors and Managers are responsible for management of agency programs and policies in accordance with the Code of Conduct.
- f) Employees: Employees shall adhere to all applicable conduct and ethics rules, agency policies and regulations.

PROCEDURES:

- a) Directors, officers, employees, volunteers 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 Chief Operations Officer. Those who report violations or suspect violations in good faith will not be subject to retaliation. Reported violations will be investigated, addressed promptly, and treated confidentially to the extent possible.
- b) Alleged violations of the Code shall be received and initially evaluated by the Chief Operations Officer. The Chief Operations Officer will determine who will investigate the report. The Chief Operations Officer may consult with the Executive Director and Executive Committee as appropriate.
 - a. A report involving actions that could violate the laws and result in criminal charges will be referred to the appropriate law enforcement agency to investigate immediately.
 - b. The Chief Operations Officer shall investigate alleged violations by staff.
 - c. Alleged violations by the corporation's officers shall be investigated by the Executive Director.
 - d. The board's Executive Committee will be responsible for investigating directors.
- c) Substantiated violations of the Code of Conduct may result in discipline actions, termination

of employment, removal from the Board of Directors, or cancellation of a business agreement.

ANNUAL CERTIFICATION: On an annual basis, directors, officers, employees, and agents will certify they have read, understand, and are in full compliance with this Code and have complied with and adhered to the Corporation's internal policies and procedures which are relevant to this Code.

FOLLOW-UP RESPONSIBILITY: Executive Director (or designee) will review and update this policy every two years.

RECISSION: Code of Conduct Revised 2023.

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

Signature

Date